

## **Starbucks Audit & Compliance Committee**

### **Policy For Pre-Approval of Independent Auditor Services**

#### **I. STATEMENT OF PRINCIPLES**

The Audit & Compliance Committee (the “Committee”) of Starbucks Corporation (the “Company”) is required to pre-approve the audit and non-audit services performed by the independent auditor in order to assure that the provision of such services does not impair the auditor’s independence. Proposed services may be pre-approved pursuant to pre-approval policies and procedures established by the Committee, without case-by-case consideration of specific services (“general pre-approval”) or by specific review of each service (“specific pre-approval”). Unless a type of service to be provided by the independent auditor has received general pre-approval, it will require specific pre-approval by the Committee. Any proposed services exceeding pre-approved cost levels will also require specific pre-approval by the Committee. The Committee will review this Policy periodically for purposes of assuring continuing compliance with applicable law, including the rules and regulations of the Securities and Exchange Commission (the “SEC”), the Public Company Accounting Oversight Board (the “PCAOB”) and any other regulatory or self-regulatory bodies.

#### **II. GENERAL**

The Exhibits to this policy (the “Policy”) describe the Audit, Audit-related, Tax and All Other services that have the general pre-approval of the Committee, as well as services that are prohibited and therefore not eligible for general or specific pre-approval under any circumstances. The term of any general pre-approval is the latter of 12 months from the date of pre-approval or, for audit services, completion of the engagement, unless otherwise stated. The Committee will annually review the services subject to general pre-approval, and prohibited services, and may revise these lists from time to time based on subsequent determinations. For clarity, no service prohibited under Exhibit 1 may be performed even if subject to general or specific pre-authorization. The Committee may not delegate its responsibilities to pre-approve services performed by the independent auditor to management.

#### **III. DELEGATION**

The Committee, under its Charter, may delegate specific pre-approval authority to one or more members of the Committee. Pursuant to this authority, the Committee has delegated specific pre-approval authority to the Chairperson to address any approvals requested between Committee meetings. In considering whether to pre-approve a service, the Chairperson shall apply the principles described in this Policy. The Chairperson shall report any pre-approval decisions to the Committee at its next scheduled meeting.

#### IV. AUDIT SERVICES

The annual Audit services engagement terms and fees will be subject to the pre-approval of the Committee. This includes the annual consolidated financial statement audit (including quarterly reviews), subsidiary audits, equity investment audits, testing of internal controls and other procedures required for the independent auditor to be able to render an opinion on the Company's consolidated financial statements.

In addition to the annual Audit services engagement specifically approved by the Committee, the Committee may grant general pre-approval for other Audit services so long as those services are ones that only the independent auditor can reasonably provide and do not impair auditor independence. Other Audit services may include statutory audits or financial audits for subsidiaries or affiliates of the Company. The Committee believes that the provision of certain Audit services does not impair the independence of the auditor and has pre-approved the Audit services listed in Exhibit 2. All other Audit services not listed in Exhibit 2 must be specifically pre-approved by the Committee.

#### V. AUDIT-RELATED SERVICES

Audit-related services are assurance and related services that are reasonably related to the performance of the audit or review of the Company's financial statements or that are traditionally performed by the independent auditor. Such services may include, among others, services associated with SEC registration statements, periodic reports and other documents filed with the SEC or other documents issued in connection with securities offerings. Additionally, due diligence services pertaining to potential business transactions; accounting consultations related to accounting, financial reporting or disclosure matters not classified as "Audit services"; and assistance with responding to or complying with financial, accounting or regulatory reporting matters are included in this category. The Committee believes that the provision of certain Audit-related services does not impair the independence of the auditor and has pre-approved the Audit-related services listed in Exhibit 3. All other Audit-related services not listed in Exhibit 3 must be specifically pre-approved by the Committee.

#### VI. TAX SERVICES

The Committee believes that the independent auditor can provide certain tax services such as tax compliance, tax planning and tax advice without impairing the auditor's independence. The Committee believes that the provision of certain Tax services does not impair the independence of the auditor and has pre-approved the Tax services listed in Exhibit 4. All tax services not listed in Exhibit 4 and not otherwise subject to exceptions must be specifically pre-approved by the Committee. The Committee will not permit the retention of the independent auditor (1) in connection with a transaction initially recommended by the independent auditor, the purpose of which may be tax avoidance and the tax treatment of which may not be supported in the Internal Revenue Code and related regulations; or (2) for other tax services that may be prohibited by PCAOB rules now or in the future. No income tax services shall be permitted for which the fees to be paid are contingent on the results of the services provided.

## VII. ALL OTHER SERVICES

The Committee may grant specific pre-approval to those permissible non-audit services classified as All Other services that it believes would not impair the independence of the auditor.

A list of the SEC's prohibited non-audit services is attached to this Policy as Exhibit 1 and may not be specifically or generally pre-approved. The SEC's rules and relevant guidance should be consulted to determine the precise definitions of these services and the applicability of exceptions to certain of the provisions.

## VIII. PRE-APPROVAL FEE LEVELS

Pre-approved fee levels for all services to be provided by the independent auditor will be established annually by the Committee. Any proposed services exceeding these levels will require additional specific pre-approval by the Committee.

## IX. PROCEDURES AND EVALUATION PRINCIPLES

Requests or applications for services to be provided by the independent auditor that do not require specific pre-approval of the Committee will be submitted in writing to the chief accounting officer (or designee) and must include a detailed description of the services to be rendered and an estimate of the total cost. The chief accounting officer (or designee) will determine whether such services are included within the list of services that have received the general pre-approval of the Committee.

Requests or applications to provide services that require the specific pre-approval of the Committee will be submitted to the Committee by both the independent auditor and the chief accounting officer (or designee), and must include a joint statement as to whether, in their view, the request or application is consistent with the SEC's rules on auditor independence.

Regardless of whether the proposed services require specific pre-approval, the Committee will consider the nature and scope of the proposed services in light of applicable SEC and PCAOB rules and guidance with respect to auditor independence. The Committee will also consider whether the independent auditor is best positioned to provide the most effective and efficient service, for reasons such as its familiarity with the Company's business, people, culture, accounting systems, risk profile and other factors, and whether the proposed services may enhance the Company's ability to manage or control risk or improve audit quality. All such factors will be considered as a whole, and no one factor should necessarily be determinative.

**PROHIBITED NON-AUDIT SERVICES**

- Bookkeeping or other services related to the accounting records or financial statements of the audit client
- Financial information systems design and implementation
- Appraisal or valuation services, fairness opinions or contribution-in-kind reports
- Actuarial services
- Internal audit outsourcing services
- Management functions
- Human resources
- Broker-dealer, investment adviser or investment banking services
- Legal services
- Expert services unrelated to the audit

Any other services prohibited by applicable law or regulation or determined impermissible by the Committee.

## Exhibit 2

### GENERALLY PRE-APPROVED AUDIT SERVICES FOR FISCAL YEAR XXXX:

Service
(1) Statutory audits or financial audits for subsidiaries or affiliates of the Company
(2) Consultations by the Company's management as to the accounting or disclosure treatment of transactions or events and/or the actual or potential impact of final or proposed rules, standards or interpretations by the SEC, PCAOB, FASB or other regulatory or standard setting bodies (Note: Some consultations may be "Audit-related" services rather than "Audit" services)

## Exhibit 3

### GENERALLY PRE-APPROVED AUDIT-RELATED SERVICES FOR FISCAL YEAR XXXX:

Service
(3) Services associated with SEC registration statements, periodic reports and other documents filed with the SEC or other documents issued in connection with securities offerings and assistance in responding to SEC comment letters
(4) Consultations by the Company's management as to the accounting or disclosure treatment of transactions or events and/or the actual or potential impact of final or proposed rules, standards or interpretations by the SEC, PCAOB, FASB or other regulatory or standard setting bodies (Note: Some consultations may be "Audit" services rather than "Audit-related" services)
(5) Due diligence services pertaining to potential business acquisitions and dispositions
(6) Attest services required by statute or regulation (e.g., environmental, social and governance reporting) and other business-related reporting (e.g., turnover certificates for landlords)

## Exhibit 4

### GENERALLY PRE-APPROVED TAX SERVICES FOR FISCAL YEAR XXXX:

Service
(7) Preparation and review of federal, state, local and international income, franchise, sales, VAT/GST and other tax returns, and related consultations to assist with compliance and audits
(8) Advice, consultation and planning regarding federal, state, local and international income taxes and indirect taxes, as well as transfer pricing topics
(9) Advice and consultation on Customs issues