

W. Rodney McMullen

CHIEF EXECUTIVE OFFICER

The Kroger Co.

Rodney McMullen is Chief Executive Officer of The Kroger Co., based in Cincinnati. The company ranks No. 23 on the Fortune 500 list with more than \$96.8 billion in annual sales.

Kroger employs 343,000 associates who serve customers in more than 3,700 supermarkets, convenience and jewelry stores under two dozen names across the United States. Kroger also operates 37 U.S. food processing plants.

Rodney grew up on a Kentucky farm and was the first in his family to earn a college degree. He worked his way through college at the University of Kentucky as part-time stock clerk at a Kroger store in Lexington. He worked there for four years beginning in 1978, gradually learning a little of everything, from putting price labels on products and bagging groceries to running a register and receiving product. After graduating in 1982, he worked in a Kroger retail division office in Charlotte.

In 1986, Rodney was appointed financial analyst at Kroger's corporate headquarters in Cincinnati. He played a pivotal role in implementing Kroger's leveraged restructuring in 1988 – one of the most successful internal leveraged buyouts in the LBO era – which kept the company public and rewarded shareholders. Rodney was elected Kroger's chief financial officer, at the age of 34, in 1995.

His leadership quickly expanded beyond traditional finance roles to include strategy and operations. He led the integration of Kroger's \$13 billion merger with Fred Meyer Inc. in 1999 – Kroger's largest and one of the most successful mergers in business history. In 2000 Rodney was elected executive vice president of strategy, planning and finance.

Rodney was elected vice chairman of Kroger's Board of Directors in 2003, when David Dillon became CEO, and elected president and COO in 2009. Rodney became CEO on January 1, 2014, as David stepped down from the post while continuing to serve as Chairman of the Board.

Rodney and David have worked together for 23 years to transform the company. They led the Kroger leadership team's development of the Customer 1st Strategy, which truly puts the customer at the center of how Kroger's business is run. The strategy focuses on Four Key areas that enhance Kroger's connection with customers – people, products, prices and the shopping experience.

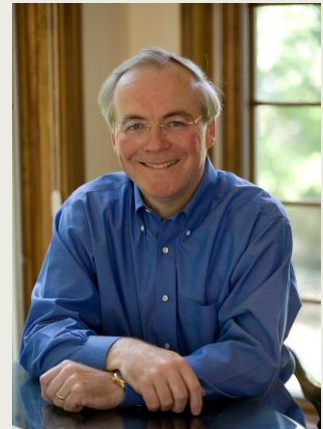
As part of the Customer 1st Strategy, David and Rodney had the foresight to create and execute a long-term price investment strategy that enables Kroger to deliver sustainable business growth and shareholder returns, while also saving customers nearly \$3 billion annually through lower prices. In 2006, Kroger reinstated a dividend and has paid shareholders \$1.8 billion since then.

Rodney played a critical role in the creation of dunnhumbyUSA – Kroger's joint-venture with UK-based dunnhumby, the leader in personalizing customers' retail experience. This partnership has put Kroger on the leading edge of using customer data-driven insights to reward customers and increase loyalty.

More recently, Rodney led the development of Kroger's current accelerated-growth strategy.

With Rodney's important contributions, Kroger's Customer 1st strategy has deepened customer loyalty and resulted in 40 consecutive quarters of positive identical store sales growth. Since Rodney became Vice Chairman in 2003, Kroger has grown revenue \$45 billion, created 53,000 new jobs, reduced costs for 8 consecutive years, and returned \$9.2 billion to shareholders through share repurchases and dividends.

Rodney is a member of the Board of Directors of Cincinnati Financial Corp., dunnhumby Ltd., and dunnhumbyUSA. He also serves on the Board of Trustees of Xavier University and on the Business Partnership Foundation, Gatton College of Business and Economics at the University of Kentucky. He has chaired Cincinnati's Catholic Inner-city Schools Education fund campaign. Rodney is active in several retail industry organizations, including as chairman of the GS1 US Board of Governors and chairman of 1WorldSync.



2003-2013 GROWTH HIGHLIGHTS

OPERATIONS:

40 CONSECUTIVE
QUARTERS OF POSITIVE
ID SALES GROWTH

\$45B SALES GROWTH

8 CONSECUTIVE YEARS
OF OPERATING
LEVERAGE

53,000 NEW JOBS

CORPORATE BRANDS:

LAUNCHED SIMPLE
TRUTH IN 2012

SHAREHOLDER VALUE:

159% TOTAL
SHAREHOLDER RETURN

PAID \$1.8 BILLION
IN DIVIDENDS
SINCE REINSTATING
THEM IN 2006

He and his wife, Kathy, reside in Greater Cincinnati.

