

Sara Lee Corporation

Executive Committee Charter

Committee Structure and Operations

The Sara Lee Corporation Executive Committee (the “Committee”) shall consist of the Chairman of the Board, the current chairs of each of the other Board standing committees, the Chief Executive Officer, and the Chairman of the Supervisory Board of Sara Lee/DE N.V., so long as he or she is a member of the Board of Directors. The Chairman of the Board shall serve as the Chair of the Committee.

The Committee will typically meet at least once each year as well as when necessary to approve corporate actions between scheduled Board meetings. The Secretary of Sara Lee will serve as the Secretary of the Committee, ensure that new Committee members receive an orientation and training as to matters dealt with by the Committee and provide administrative staff support to the Committee.

Committee Responsibilities

The Committee is responsible for evaluating and approving corporate actions requiring Board approval at such times as the Board is not in session. To that end, the Board has delegated to the Committee all powers of the Board, other than the powers which may not be delegated under Maryland law (including without limitation pursuant to Section 2-411 of the Maryland General Corporation Law), to act on behalf of the Board at such times as the Board is not in session.

Dated January 30, 2003