

Approved by the Committee
November 19, 2003
(revised September 21, 2004 and May 4, 2005)

STARBUCKS CORPORATION
NOMINATING AND CORPORATE GOVERNANCE
COMMITTEE CHARTER

Purpose

The Nominating and Corporate Governance Committee (the “Committee”) is responsible for developing and implementing policies and procedures that are intended to constitute and organize appropriately the Board of Directors to meet its fiduciary obligations to Starbucks Corporation (the “Company”) and its shareholders on an on-going basis.

Composition

The Committee shall be comprised of at least three (3) members, each of whom shall meet the independence requirements of The Nasdaq Stock Market, Inc. and other applicable laws. Members of the Committee and a Chair of the Committee shall be appointed, and may be removed, by the Board of Directors. The Board of Directors shall appoint a new member or members in the event that there is a vacancy on the Committee that reduces the number of members below three (3), or in the event that the Board determines that the number of members on the Committee should be increased.

Meetings

The Committee shall meet at least twice each fiscal year, and may hold additional meetings in person or telephonically as often as may be necessary or appropriate, in the discretion of the Chair of the Committee. As appropriate, the Chair of the Committee will circulate or discuss the agenda for the meeting with each member of the Committee.

Members of the Committee are expected to use all reasonable efforts to attend each meeting. The Chair of the Committee may also request that members of management, legal counsel, or other advisors attend the meetings of the Committee.

Minutes of each meeting shall be prepared under the direction of the Chair of the Committee and circulated to each member of the Committee for review and approval and then circulated to the directors who are not members of the Committee.

Committee Authority and Responsibilities

The specific authority and responsibilities of the Committee shall include, but are not limited to, the following:

1. Sole authority to retain, at the Company's expense, and terminate any search firm or firms to be used to identify director candidates and sole authority to approve any such firm's fees and other retention terms.
2. Retain, at the Company's expense, legal counsel, accounting or other advisors as appropriate to assist in the performance of its duties hereunder, and approve the fees and other retention terms of such advisors.
3. Form and delegate responsibilities to subcommittees of the Committee, as may be necessary or appropriate.
4. Determine the skills and qualifications required of directors and develop criteria to be considered in selecting potential candidates for Board membership.
5. Identify and screen candidates for future Board membership.
6. Annually evaluate candidates to be nominated to serve on the Board of Directors and recommend the slate of nominees to stand for election at the annual meeting of shareholders. In addition, the Committee shall recommend candidates to fill vacancies or new positions on the Board of Directors, as necessary or advisable. The full Board of Directors shall approve nominees to stand for election at the annual meeting of shareholders and all new members of the Board of Directors; provided, that all such nominees and new members must be approved by the Committee. Invitations to join the Board of Directors shall be extended by the Chairman of the Board and the Chair of the Committee.
7. Consider any nominations of director candidates validly made by the shareholders in accordance with applicable law, rule or regulation.
8. Annually recommend to the Board for approval the appointment of directors to Board committees and the selection of a chairperson for each Board committee. Review and make recommendations to the Board concerning any removal of committee members.
9. Bi-annually recommends to the other independent directors for their selection the independent director who will preside at all meetings of the independent directors for the next two years and until his or her successor is duly selected.
10. Recommend to the full Board of Directors from time to time changes in Board committee assignments to ensure diversity of Board member experience and to vary the exposure of the members to the various affairs of the Company. Any such changes shall be subject to approval by the full Board.

11. Periodically review the Company's Corporate Governance Principles and Practices in light of changing conditions and shareholders' interests and make recommendations to the full Board of Directors regarding appropriate modifications.
12. Periodically evaluate the overall effectiveness of the organization of the Board (including the effectiveness of the committees) and the Board's (and committees') performance of its governance responsibilities and report such findings to the full Board of Directors.
13. Periodically review the type and amount of Board compensation for non-employee directors and committee members, as appropriate, make recommendations to the full Board of Directors regarding such compensation, and review and approve disclosures regarding directors' compensation required by the Securities and Exchange Commission and other government agencies and The Nasdaq Stock Market, Inc.
14. Adopt and implement a policy or policies, as appropriate, governing service on the Board of Directors of other companies, charities and institutions applicable to members of the Board of Directors and officers of the Company holding a position of senior vice president or above.
15. Review, at least annually, the Company's compliance with the listing requirements of The Nasdaq Stock Market, Inc., and report to the Board of Directors regarding the same.
16. Together with the Chair of the Compensation and Management Development Committee, the Chair of the Committee shall annually review the performance of the chairman and chief global strategist and the president and chief executive officer and meet with each such officer to share the findings of such review.
17. Review and assess the adequacy of this Charter annually, or more often as circumstances dictate, and update or revise the Charter as appropriate.
18. Periodically evaluate and take steps to improve the effectiveness of the Committee in meeting its responsibilities under this Charter.

This Charter is intended to provide a set of flexible guidelines for the effective functioning of the Committee. The Committee may modify or amend this Charter and the authority and responsibilities of the Committee set forth herein at any time.