

PERFORMANCE FOOD GROUP COMPANY

Procedure for Evaluation of Director Candidates

Candidates for nomination to the board of directors may be identified in a number of ways including, by members of management, by members of the board of directors, by shareholders of the Company or through the use of a third-party search firm.

Candidates for nomination to the board of directors, including those suggested by shareholders in compliance with the Company's charter, bylaws and applicable law, will be submitted to the chair of the Nominating and Corporate Governance Committee with as much biographical information as is available.

While the Nominating and Corporate Governance Committee may consider whatever factors it deems appropriate in its assessment of a candidate for board membership, candidates nominated to serve as directors will, at a minimum, in the Committee's judgment:

- be able to represent the interests of the Company and all of its shareholders and not be disposed by affiliation or interest to favor any individual, group or class of shareholders or other constituency;
- meet the minimum qualifications for directors set forth in the Corporate Governance Guidelines and fulfill the needs of the board at that time; and
- possess the background and demonstrated ability to contribute to the board's performance of its collective responsibilities, through senior executive management experience, relevant professional or academic distinction, and/or a record of relevant civic and community leadership.

The Nominating and Corporate Governance Committee will also consider the individual's background, skills and abilities, and whether such characteristics are consistent with the Nominating and Corporate Governance Committee's charter and the Corporate Governance Guidelines and fulfill the needs of the board at that time.

As part of the Nominating and Corporate Governance Committee's consideration of a candidate, the Committee may also consider whether the candidate:

- is of the highest ethical character and shares the core values of the Company as reflected in the Corporate Governance Guidelines and the Code of Conduct;
- has a reputation, both personal and professional, consistent with the image and reputation of the Company;
- is highly accomplished in the candidate's field;
- is an active or former executive officer of public company or a foodservice distribution company or is a leader of another complex organization;
- has relevant expertise and experience, and would be able to offer advice and guidance to the chief executive officer based on that expertise and experience; and
- has the ability to exercise sound business judgment.

The chair of the Nominating and Corporate Governance Committee will preliminarily assess the candidate's qualifications and suitability, seeking board input, and report such assessment as promptly as practicable to the Nominating and Corporate Governance Committee members. When feasible, the chair of the Nominating and Corporate Governance Committee will interview candidates whom the chair believes are likely to meet the criteria for board membership as part of the preliminary assessment process. The report may be made to the Nominating and Corporate Governance Committee at a meeting of the Committee or informally to each Committee member between meetings.

If it is the consensus of the Committee that a candidate is likely to meet the criteria for board membership, the chair of the Nominating and Corporate Governance Committee will advise the candidate of the Committee's preliminary interest and, if the candidate expresses sufficient interest, with the assistance of the corporate secretary's office, will arrange interviews of the candidate with one or more members of the Nominating and Corporate Governance Committee, and request such additional information from the candidate as the Committee deems appropriate. The Nominating and Corporate Governance Committee will consider the candidate's qualifications, background, skills and abilities and whether such characteristics are consistent with the Corporate Governance Guidelines and fulfill the needs of the board at that time. The Committee shall confer and reach a collective assessment as to the qualifications and suitability of the candidate for board membership.

If the Nominating and Corporate Governance Committee determines that the candidate is suitable and meets the criteria for board membership, the candidate will be invited to meet with senior management of the Company, both to allow the candidate to obtain further information about the Company and to give management a basis for input to the Nominating and Corporate Governance Committee regarding the candidate. On the basis of its assessment, and taking into consideration input from senior management, the Nominating and Corporate Governance Committee will formally consider whether to recommend the candidate's nomination for election to the board of directors.