



TOMS SUPPLIER CODE OF CONDUCT

At TOMS, we believe we can improve people's lives through business. We expect that the suppliers who manufacture our products will conduct their business in a manner consistent with the unique values and spirit of our company. We have provided this Supplier Code of Conduct (this "Code") to clearly articulate specific minimum standards for those suppliers who manufacture our products.

We believe that by implementing this Code, our products will be made in environments that protect workers' rights, ensure workers' health and safety and respect workers' dignity. We will work to seek out innovative suppliers that exceed our standards and strive for continuous improvement in identifying positive solutions to environmental and social issues.

Minimum Work Age - Child labor is strictly prohibited. Supplier's employees shall be the higher of 16 years of age or the minimum age for employment according to statutory law in that country. This applies to all TOMS' approved subcontractors as well. Suppliers must have management systems in place to document this compliance.

Voluntary Employment - Suppliers will not use any form of involuntary or forced labor (including, without limitation, prison labor, bonded labor, indentured labor).

Non-discrimination - Suppliers shall not discriminate against any worker based on race, color, age, gender, sexual orientation, ethnicity, disability, religion, political affiliation, union membership, national origin, or marital status in hiring and employment practices.

Wages and Benefits - Employees are compensated with wages, overtime and benefits that meet or exceed legally mandated minimum standards. Compensation shall be provided in a way that is prompt and easily understood. Conditional payments or disciplinary deductions are not tolerated.

Hours and Overtime - A work week shall not exceed 60 hours, including overtime, or the total hours allowed by local law (whichever is lower). Workers are allowed at least one full day off for every seven day period. All overtime work is voluntary and appropriately compensated. Management systems must be in place to document this effort.

Freedom of Association / Collective Bargaining - Employees' rights to associate, form or join a worker organization, and bargain collectively shall be recognized and respected without penalty or interference.

Workplace Health and Safety - Employees are provided a safe, hygienic, and healthy workplace that is in compliance with all applicable laws. Similar standards shall apply to residential facilities (where applicable). Supplier shall provide policies, systems, and trainings to promote health and safety and prevent injury.

Positive Work Environment - Employees shall be treated with respect and dignity. They shall not be subjected to any form of harassment or abuse, including, without limitation, physical, sexual, verbal or psychological.

Environmental Impact - Suppliers shall comply with all applicable environmental laws and regulations in the jurisdictions in which they operate. We will seek out manufacturers who provide proactive leadership and partnership in reducing these impacts.

Subcontracting - Unapproved subcontracting of TOMS products will not be tolerated and is subject to penalties, up to and including termination of the business relationship.

Legal Compliance - Suppliers must comply with all applicable laws and regulations (including anti-corruption laws) where they conduct business.

Code Implementation - Suppliers will post, implement, and integrate this Code and supporting guidelines into their operations and will ensure compliance among approved sub-contractors. This Code shall be prominently posted in the workplace in the local language. Suppliers are subject to monitoring and verification of these efforts on an announced and unannounced basis by both TOMS employees and third parties. While TOMS will work with suppliers to support them in remediation efforts, any failure to follow the Code may result in termination. Suppliers must have management systems in place to document their compliance with all requirements of this Code.

Notification - We would like to know about information related to suspected violations of this Code. Information may be sent by e-mail in local language to social_compliance@toms.com. TOMS will place the highest priority on confidentiality of information and identity protection when investigating and acting on this information.