

VENDOR CODE OF CONDUCT

BUYSEASONS has a commitment to sound, ethical, and socially responsible business practices. In aligning its purchasing policies with its core values and practices, BUYSEASONS seeks to recognize and promote basic human rights, appropriate labor standards for employees, and a safe, healthful, and sustainable environment for workers and the general public.

BUYSEASONS shall seek to contract with vendors meeting the standards prescribed by this Vendor Code of Conduct. Vendors are encouraged to provide evidence of their compliance with these standards. The Vendor Code of Conduct applies to all vendors and suppliers utilized in the production of goods purchased by BUYSEASONS or any of its subsidiaries, agents, or affiliates. BUYSEASONS recognizes that local customs and laws vary from one region of the world to another, however, the issue of human rights, as it pertains to the relationship of an employer and employee, transcend geographical boundaries. The intention of this Vendor Code of Conduct is to communicate our expectations to our business partners.

1. ***Compliance with Laws.*** Vendors shall comply with all applicable federal, state, and local laws, rules, and regulations in providing goods and services to BUYSEASONS. Vendors operating under foreign law shall comply with all foreign laws applicable to the subject matter of this Vendor Code of Conduct insofar as they are consistent with the provisions of this Vendor Code of Conduct. Such vendors shall also comply with all provisions of this Vendor Code of Conduct insofar as they do not violate applicable foreign law.
2. ***Nondiscrimination.*** Vendors shall not subject any person to discrimination in employment, including hiring, salary, benefits, advancement, discipline, termination, or retirement, on the basis of race, gender, color, religion, nationality, ethnic or social origin, age, disability, marital status, reproductive or familial situation, sexual orientation, or political opinion. Employees will be hired on the basis of merit.
3. ***Labor Standards: Wages, Hours, Leaves, and Child Labor.*** Vendors shall recognize and respect the legal rights of employees concerning minimum and prevailing wages, wage payments, deductions from wages, maximum hours and overtime, legally mandated family, childbirth, and medical leaves and return to work thereafter, and limitations on child labor. No person shall be employed who does not meet the applicable minimum legal age requirement or at an age younger than the age for completing compulsory education in the country of manufacture; provided, however, that if local law allows for the employment of workers younger than the age for completing compulsory education then Vendors shall strictly comply with said laws and adhere to any and all limitations on the use of young workers. Under no circumstance shall vendors employ any person younger than the age of 16 in the manufacture of goods. Participating vendors shall maintain official documentation that proves the date of birth of each worker. In cases where such official documentation is not available, vendors shall establish a reliable method of assessment of age.

4. ***Forced Labor.*** Vendors will not use involuntary labor of any kind, including involuntary prison labor, debt bondage, or forced labor by governments. Slavery and human trafficking are prohibited throughout the supply chain.
5. ***Harassment or Abuse.*** Vendor's employees shall be treated with dignity and respect. No employee shall be subject to any physical, sexual, psychological, or verbal harassment or abuse. Vendors shall not use or tolerate any form of corporal punishment.
6. ***Health and Safety.*** Vendors shall provide a safe and healthful working environment to prevent accidents and injury to health, including reproductive health, arising out of, linked with, or occurring in the course of work or resulting from the operation of the vendor's facilities. Vendors shall provide a working environment that complies with all local rules, regulations, and laws as they relate to the health, welfare, and safety of the employees.
7. ***Environmental Protection.*** Vendors shall abide by all applicable environmental laws and regulations as they relate to the safe and lawful handling of and removal of hazardous chemicals and other industrial waste. BUYSEASONS shall strive to do business with vendors that show leadership in environmentally responsible practices and production methods and that meet well-established certification standards. Specific factors to be considered include, but are not limited to, the minimization of waste products, use of post-consumer recycled materials in the production of finished products, the recyclability of finished products, and energy efficiency. Vendors are encouraged to provide evidence of their adherence to such recognized norms of environmental quality.
8. ***Freedom of Association and Collective Bargaining.*** Vendors shall not unreasonably impede an employee's right to peacefully and freely associate, organize, or bargain collectively.
9. ***Documentation and Inspection.*** Vendors shall maintain on file documentation needed to demonstrate compliance with this Vendor Code of Conduct and shall make it available for review upon request. Vendors agree to submit to labor practices assessments or inspections with or without prior notice.