Code of Conduct

Catherines Stores Corporation, Lane Bryant Purchasing Corp., Maurices Incorporated, The Dress Barn, Inc., and Tween Brands Service Co. (each, a “Brand”) are committed to socially responsible business practices and ensuring that their products are produced under safe, lawful, humane, and ethical conditions. Each Brand strongly encourages its suppliers to exceed the requirements of this Code of Conduct and promote best practices and continuous improvement throughout their factories.

While each Brand recognizes that there are different legal and cultural environments in which factories operate throughout the world, this Code of Conduct sets forth the basic minimum requirements all vendors and factories must meet in order to do business with the Brand.

This Code of Conduct applies to all vendors and factories that produce goods for a Brand or any of its agents.

Transparency

Each Brand expects vendors and factories to provide transparency into their operations, policies, procedures and records. Vendors and factories must allow inspection of their records and facilities by the Brand’s associates and appointed audit partners to verify compliance to these standards. Factories producing goods for a Brand are expected to be honest and transparent with all records. No Brand will tolerate any factory that submits falsified records. Each Brand engages in a continuous improvement model for all factories willing to be transparent. Vendors must disclose the identity and location of all factories that will produce goods for a Brand, including the use of sub-contractors.

Laws and Regulations

Vendors and factories must operate in full compliance with all applicable laws and regulations of the countries in which they operate. Vendors and factories also must comply with all applicable United States and foreign laws and regulations on the importation of its products into those countries, including: customs regulations; country of origin labeling; product and fabric testing; and product labeling.

Factory Security

All factories producing goods for a Brand must implement minimum security criteria to help secure the supply chain. The minimum security criteria are based on recommendations developed as a result of the C-TPAT initiative with U.S. importers.
Brand Protection

All factories producing goods for a Brand must protect the reputation of the Brand and reduce the possibility of illegal activities such as counterfeiting, diversion, trademark infringement and other infringement of intellectual property rights. Factories must not sell or otherwise dispose of goods that bear or incorporate the Brand’s trademarks, copyrights, patents, or other intellectual property except as specifically directed in writing by the Brand.

Subcontracting

Vendors and factories must not use subcontractors in the manufacture of products or product components for any Brand, unless the Brand provides written approval and the subcontractor agrees in writing to comply with this Code of Conduct.

Bribery and Corruption

A bribe is the payment of anything (money, gifts, or services) to influence a business or governmental decision. Vendors and factories must not offer or receive bribes to employees or agents of a Brand, its auditors, or any government institution. Vendors and factories must comply with all applicable laws related to bribery and corruption.

Child Labor

Vendors and factories must not employ workers younger than the age of 15 years or the minimum age established by law in the country of the manufacture, whichever age is greater. In addition, vendors and factories must comply with all legal requirements for the work of authorized young workers, particularly those pertaining to hours of work, wages, and working conditions. Factories must maintain official documents verifying every worker’s date of birth.

Forced Labor, Slave Labor, Human Trafficking

Vendors and factories must not use involuntary or forced labor, whether indentured, bonded, prison, or otherwise. Vendors and factories must not confiscate or withhold worker identity documents or other valuable items, including passports, work permits, and travel documentation. Vendors and factories must not keep workers’ personal documents as a means to bind them to employment or to restrict their freedom of movement.

Contract Labor

Factories that employ or recruit foreign workers must ensure those workers are treated fairly and on equal basis with the local workers.
Wages and Benefits

Vendors and factories must pay workers at least the minimum compensation required by local law and must provide all legally mandated benefits. In addition to their compensation for regular hours of work, workers must be compensated for overtime hours at such premium rate as is legally required or, in those countries where such laws do not exist, at least equal to their regular hourly compensation rate. All factories must provide auditors accurate and complete payroll and timecard records.

Hours of Work

Vendors and factories must ensure that, except in extraordinary business circumstances, on a regularly scheduled basis, workers shall (1) not be required to work more than the lesser of (a) sixty (60) hours per week, including overtime; or (b) the limits on regular and overtime hours allowed by the law of the country of manufacture. In addition, except in extraordinary business circumstances, all workers shall be entitled to at least one day off in every consecutive seven-day period. Workers may refuse overtime without any threat of penalty, punishment, or dismissal.

Health and Safety

Vendors and factories must provide their workers with a clean, safe, and healthy work environment in compliance with all applicable, legally mandated standards for workplace health and safety in the countries in which they operate (including standards for electrical, mechanical, structural, and fire safety). This includes residential facilities, if applicable.

Environment

Vendors and factories must comply with all local environmental laws applicable to the workplace. Factories must conduct business so as to minimize the impact on the environment, including properly managing waste and maximizing recycling initiatives.

Nondiscrimination

While each Brand recognizes and respects cultural differences, vendors and factories must ensure employment – including hiring, remuneration, benefits, advancement, termination and retirement – is based on ability and not on belief or any other personal characteristics.

Humane Treatment

Vendors and factories must treat all workers with respect and dignity. No worker shall be subject to corporal punishment, physical, sexual, psychological or verbal harassment or abuse. In addition, vendors and factories will not use monetary fines as a disciplinary practice.
**Women’s Rights**

Vendors and factories will ensure women workers receive equal treatment in all aspects of the employment. Pregnancy tests will not be a condition of employment, and pregnancy testing – to the extent provided – will be voluntary and the option of the worker. In addition, workers will not be forced to use contraception.

**Freedom of Association**

Vendors and factories must recognize and respect the right of workers to exercise lawful right of free association, including joining or not joining any association. The decision of the worker to join any such organization must be made solely by the worker.

**Communication**

Vendors and factories must communicate this Code of Conduct and the provisions to workers and supervisors and undertake annual, documented training efforts to educate current and new employees about these Code of Conduct requirements.

**Monitoring and Compliance**

Each Brand will undertake affirmative measures, such as announced and unannounced on-site inspections of production facilities, to monitor compliance with this Code of Conduct. Vendors and factories must maintain on site all documentation necessary to demonstrate compliance with this Code of Conduct, and vendors and factories must allow Brand representatives full access to production facilities, worker records, and workers for confidential interviews in connection with monitoring visits.

**No Retaliation**

No Brand will tolerate any retribution or retaliation taken against any individual who has, in good faith, sought advice or reported questionable behavior or a possible violation of this Code of Conduct.

Vendors and factories are expected to take necessary corrective actions to promptly resolve any non-compliance with this Code of Conduct. Each Brand reserves the right to terminate its business relationships with any vendors and factories that are unwilling to comply with this Code of Conduct.