

VENDOR CODE OF CONDUCT POLICY

Boot Barn established its Supplier Code of Conduct in 2016, reflecting our fundamental expectations. The principals in the Code state Boot Barn's expectation for its Suppliers on identified business practices.

In selecting suppliers, Boot Barn seeks to do business with reputable business partners who are committed to ethical standards and business practices compatible with those of Boot Barn.

This Code applies to all suppliers of Boot Barn including all of the Boot Barn Suppliers' facilities.

Boot Barn strongly encourages suppliers to exceed the requirements of this Code and promote best practices and continuous improvement throughout their operations.

Boot Barn expects its Suppliers to act responsibly in all respects and to ensure that no abusive, exploitative or illegal conditions exist in their supply chains.

Boot Barn requires that Suppliers comply with all applicable laws and regulations, as well as the principles set out in the Code. One tenet of this Supplier Code of Conduct is that Boot Barn Suppliers must not use any type of involuntary or forced labor; this prohibits, among other things, slave labor or business practices which in any way rely on, or encourage, human trafficking. Where there is no local legal requirement, or if a local legal requirement is not as strict as the requirement included in this Code, Boot Barn Suppliers are required to follow the requirement in this Code.

In addition to requesting our suppliers to certify their compliance with our Code of Conduct, we have engaged a third party agency who has conducted, and will continue to conduct, independent audits of a sampling of our suppliers' practices. Material failures to comply with our Supplier Code of Conduct may result in the termination of our relationship with a Supplier, as may be permitted by applicable law.

Boot Barn's Suppliers are vital business partners, and together, these principles provide us with an opportunity to better the lives of the people we touch.

All Vendors will comply with the following Code of Conduct:

- I. Vendors may not engage in any action or practice in violation of local laws or regulations of any country or other location in which it does business. This includes, but is not limited to, laws and regulations related to labor, immigration, health and safety, and the environment.
- II. Child, indentured, involuntary, or prison labor must not be used or supported.
- III. Workers may not be exposed to unreasonably hazardous, unsafe, or unhealthy conditions. The factory shall comply with all applicable laws and regulations.

- IV. Workers may not be unlawfully discriminated against on the basis of race, color, religion, gender, national origin, age, disability or sexual orientation.
- V. The workplace must be free from harassment, which includes coercive, threatening, abusive, or exploitative conduct or behavior or harassment because of one's race, color, religion, gender, national origin, age, disability or sexual orientation.
- VI. Workers have the right, without penalty, to join workers' organizations including unions and political affiliations.
- VII. Workers, at all times, must be treated fairly, with dignity and respect.
- VIII. Wages paid to workers must meet or exceed legal and industry standards. Any overtime should be paid at a premium rate and should be consensual.
- IX. All workers performing work within the country of production must be legally authorized to work in the said country under the applicable local laws. Prior to each worker's assignment, vendor must require and review documentation proving such work authorization.
- X. Vendor may not engage in any conduct likely, intending, or appearing to improperly influence any Boot Barn representatives in the performance of their job responsibilities. Bribes, cash payments, and business gifts and entertainment of more than token value are expressly prohibited. Vendor must refrain from engaging in any conduct that may appear improper or may result in a conflict of interest when viewed from Boot Barn's point of view.
- XI. Vendor must comply with the provisions of the U.S. Foreign Corrupt Practices Act of 1977, as amended. Vendor will not offer or provide money or anything else of value to any agent or representative of any government or government agency in order to obtain or retain business.
- XII. Vendor will act with reasonable diligence to ensure that any of its contractors, subcontractors, manufacturing facilities, labor providers, agents, agencies, associations, distributors, partner organizations, suppliers, affiliated companies, or subsidiaries, who are involved in Boot Barn business, also complies with this Code of Conduct.
- XIII. Vendors will read, review, and comply with Boot Barn's Conflict Mineral Policy and provide honest responses to the annual Conflict Minerals questionnaire, understanding that any factory found to be non-responsive will be terminated.
- XIV. Vendor will allow Boot Barn, SGS, or another Boot Barn assigned third-party auditor, to audit Vendor's compliance with this Code of Conduct. Violations of this Code of Conduct may be reported by emailing VendorCompliance@BootBarn.com. Those that send emails may choose to remain anonymous and Boot Barn will duly investigate each incident reported.