

RIPLEY INTERNATIONAL VENDOR CODE OF BUSINESS CONDUCT AND ETHICS

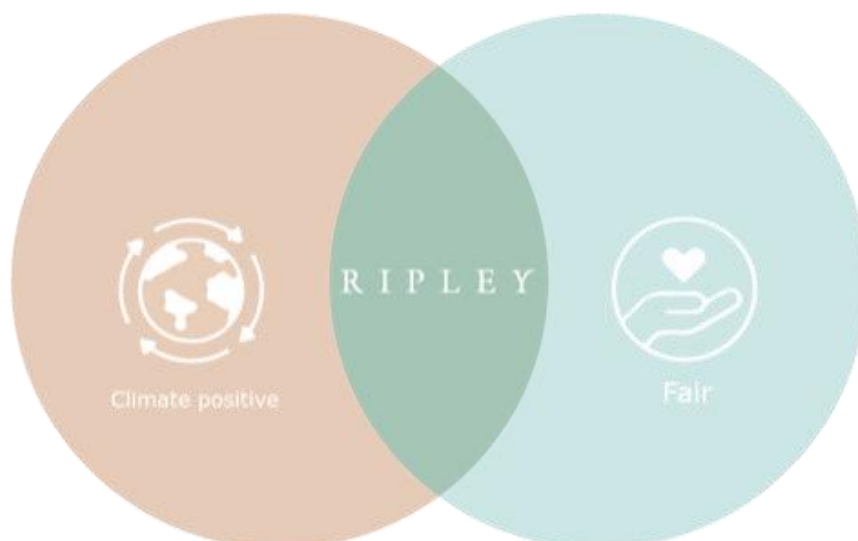
INTRODUCTION

Ripley Corp is fully committed to operate our business with the highest standards of business ethics, transparency and integrity, not only in accordance with applicable local but also international laws. We expect our vendors to maintain these same high standards when they conduct business. We strongly value and commit to the relationships that we have developed with our vendors during these years and that have been decisive throughout our Company's history and success.

These relationships have been built on a foundation of trust, support and a commitment to ethical business practices. It is therefore important that our vendors respect the laws and the cultures of the communities in which they operate. Our vendors should also respect the rights of the workers who manufacture Ripley products. We encourage all of our vendors to fully comply with these regulations and implement them.

On the other hand, the world has changed, and while the life standard has increased, the same has happened to the environmental pressure on our planet. Even though Ripley does not have the size to change the world, we are fully committed challenging ourselves to find the way to give small steps towards a greener planet.

For all the above is that our vision is to change not only to a more **Climate Positive** supply chain but Company while being **Fair**. We count with the support of all our business partners sharing the same ambitions.



FAIR

Ripley wants to be part of an industry that provides fair jobs and equal treatments for everyone without any distinction.

I. HEALTH AND SAFETY

We request all Ripley's supplier and business partner to place safety of their workers as a top priority.

a. Emergency Exists

An emergency exit is an exit that is used to provide a safe means of escape from a factory or area in the event of an emergency, such as a fire. The exit must be in an easily accessible, unobstructed, and permanent location.

- Every floor or room should count with the local government required number of exits.
- Emergency exists should always have visible exit signs.
- Exit doors should open outward or to the sides making them easy to open in case of an emergency.
- Emergency routes should be kept clear and safe at all times.
- Emergency exists should be kept unlocked during working hours.
- Every factory should comply with local government emergency regulations.

b. Unblocked passages.

Factory workers should have free access to and from their working stations during working time. Doors in factories should never been closed or blocked.

c. Fire Alarms

A fire alarm system has a number of devices working together to detect and warn people through visual and audio appliances when smoke, fire, carbon monoxide or other emergencies are present. The main purpose is to ensure all workers are notified in case, only, of an emergency.

- Panic buttons should be available and clearly marked and located on each floor of the factory.
- Panic buttons should be checked periodically to ensure they are working.
- The alarm sound should be heard on all parts of the factory.
- Revolving lighting system should be available in noisy areas of the factory where workers are using ear protection.
- The fire alarm system should work even in case of electrical supply cut.

d. Building Safety

- The Building should be structurally safe.
- The building should comply with local government regulations and permissions.

II. CHILD LABOUR

Child labour refers to the exploitation of children through any form of work that deprives children of their childhood, interferes with their ability to attend regular school, and is mentally, physically, socially or morally harmful.

Ripley not only does not accept child labour but strongly condemns it. If any vendor, supplier or business partner has any form of child labour there will be no business cooperation or any business relationship will be terminated with immediate effect.

- Every Factory should develop a policy against child labour and maintain a good recruitment system that is implemented and communicated to all relevant personnel in the factory. The purpose is to ensure that all new workers show their original age verification to the factory upon taking up employment.
- All workers should be registered and copies of their ID verification document should be kept by the factory.
- Auditors should be given access to all personnel files and age documentation for all workers.

III. WORKERS RIGHTS

a. Forced Labour.

Unfree labour is any work relation, in which people are employed against their will with the threat of destitution, detention, violence, compulsion, or other forms of extreme hardship against the worker.

- Every factory should have a policy against forced labour, this policy should be communicated to each employee of the factory.
- All workers should be able to terminate their working contract freely.
- Factory should not confiscate or hold any ID documents or personal documents.
- Wages should be paid directly and on a timely manner to each worker.
- Every factory should comply with local legal regulations.

b. Migrant Workers.

If a foreign or migrant worker is employed by the factory, should never be required to over stay more than the time allowed on their working visa, should never be forced to work against their own will.

Foreign or migrant workers should not be treated less favorably than any local worker, should have similar wages and benefits such as social security like local employees.

c. Respect for freedom of association and collective bargaining.

Our suppliers shall ensure that their workers, without any distinction, have the right through association or union for collective bargaining without any kind of professional retaliation, nor any kind of bonus or remuneration should be offered in order to hinder the exercise of freedom association and collective bargaining.

IV. WORKER RIGHT

a. Legal Minimum Wage

A minimum wage establishes the lowest legal wage that workers can accept for their labor, or equivalently, the lowest wage that employers may offer. All Ripley's suppliers or business partner should pay at least the minimum wage to their employees.

- Minimum wages apply only to normal hours. Bonuses, allowance and overtime compensation are not included.

b. Contract / Piece Rate Workers

- Contractor should maintain at least wage & time records for his workers.
- Piece rate should be clear and communicated to the workers.
- When piece rate does not reach, factory should pay the difference to reach the minimum wage.

V. CORRUPTION

Ripley stands strongly against bribery or any form of corruption in any of the countries where our business partners operate. Ripley will always monitor employees as well as business partners to ensure anti corruptions goals are met. As one of Ripley supplier you shall not be involved in any action involving bribes, specially in connection to business made with Ripley.

Part of our internal policies are to prevent Ripley employees from requesting, accepting or offering any kind of advantage which includes, but is not limited to, gifts, loans, money, fees, journeys, sponsoring or any kind of personal favors.

Ripley business partners should never disclose confidential information to any person outside or within the company. This information includes, but is not limited to financial information, trade prices, strategies, performance, reports, and any information given to you but Ripley representatives.

CLIMATE POSITIVE**We are moving forward doing business towards a climate positive strategy.**

Ripley is working on a clear road map for its goals on sustainability, all of these are going to be informed and shared with Ripley's business partners. Ripley wants to give strong steps and show clear sign of a climate positive strategy that must be shared with our business partners. We conceive each of our sustainability projects as work in progress, we are working on partnering with worldwide coalitions to work on a much more sustainable way. We are implementing sustainability plans on every stage of the product lifecycle, from its conception and design to sourcing, production, logistics and sales.

Nevertheless, our business partners should comply with minimum standards of sustainability.

- a. Ripley business partners should have a clear vision towards sustainability.
- b. Recycled and sustainable sourced materials should be part of the strategy of Ripley business partners.
- c. Ripley business partners should ensure to achieve zero discharge of hazardous chemicals from textiles on our supply chain.
- d. Ripley business partners should comply with local government regulations and requirements related to pollution and discharge of waste.

I. Traceability and transparency.

Ripley's business partners, which includes vendor, manufacturers and suppliers, shouldn't assign third party production without prior authorization. Ripley should always be able to have a clear picture where the products are made, this information should always be shared with Ripley's representative or any of the approved third-party Ripley's partners.

II. Health and Safety of products.

All business partners are responsible of the products supplied to Ripley, they should ensure their products are completely safe and they don't represent any health risk to our customers. Their products should comply with minimum health international standards.

III. Environmental Awareness.

Manufacturers shall be fully committed at all times to protect the environment, as mentioned before, they should ensure zero discharge of hazardous chemicals from textiles, not only for products supplied to Ripley but any product made by them. Every manufacturer should comply with environmental standards and requirements of the applicable local and international regulations.

COMPLIANCE COMMITMENT

I, hereby confirm that I have received, read and understand the content of Ripley's Code of Business Conduct and Ethics. We are committing to comply with the latest version of the Code, we are assuming the responsibility to inform all our collaborators, employees, subcontractors and subsidiaries about the content of this code making sure they will also receive, read, understand and comply with the Code.

Place and Date

Business Partner Company Name

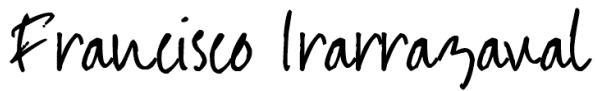
Title

Full Name

Signature

On behalf of Ripley Corp.

DocuSigned by:



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Francisco Irarrazaval Mena
Corporate Retail CEO.

DocuSigned by:



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Alfonso Lobato Hernandez
Corporate Commercial Director.

DocuSigned by:



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Tomas Vicente Sottovia
Corporate Sourcing Director.