DXL VENDOR COMPLIANCE STANDARDS & SUPPLIER CERTIFICATION

Responsible Sourcing, California Transparency in Supply Chains Act, UFLPA, XPCC, XUAR, and Quality Assurance Testing Requirements

TO:	**DXL Supplier**
FROM:	**Sandy Sherman, VP, Technical Design + Vendor Compliance**
RE:	**Vendor Code of Conduct and Supplier Certification Regarding Responsible Sourcing, UFLPA, XPCC, XUAR, and Quality Assurance Testing Requirements**
DATE:	_____

Dear Valued DXL Supplier,

This Vendor Compliance Standards and Supplier Certification document is incorporated by reference into, and forms part of, the DXL Global Vendor Agreement. Vendor's execution of the Global Vendor Agreement constitutes Vendor's acknowledgment of and agreement to comply with this document

Destination XL Group, Inc. ("DXL") is committed to ethical business conduct, responsible sourcing, forced labor prevention, product quality, and full compliance with applicable United States laws and regulations governing global sourcing and supply chain management.

This blended document consolidates DXL's Vendor Code of Conduct, California Transparency in Supply Chains Act requirements, Supplier Certification regarding the Uyghur Forced Labor Prevention Act ("UFLPA"), the Xinjiang Production and Construction Corps ("XPCC"), the Xinjiang Uyghur Autonomous Region ("XUAR"), and DXL's Quality Assurance Testing Program. It is intended to be reviewed, acknowledged, and certified by each Supplier as one cohesive compliance document.

Please have an authorized representative sign the certification at the end of this document and return it to Sandy Sherman within five (5) business days of receipt. If you are unable to truthfully and accurately make the certification, or if any information changes after signing, contact DXL immediately before shipping any products intended for DXL.

Supplier Commitment Summary

- Comply with all applicable laws, regulations, industry standards, and DXL requirements that apply to products supplied to DXL.
- Prohibit forced labor, prison labor, bonded labor, human trafficking, child labor, and any other form of involuntary labor across the full supply chain.
- Maintain complete visibility and traceability into the origin of all materials, including raw materials, fibers, yarns, fabrics, trims, packaging, components, and finished goods.
- Ensure that no products or materials supplied to DXL originate from, are manufactured in, or are otherwise connected to XPCC, XUAR, or any entity identified on the UFLPA Entity List.
- Adhere to DXL's Quality Assurance Testing Program and all required testing timelines for labels, trims, fabrics, and garments.
- Cooperate fully with DXL, its designated representatives, and third-party audit partners for compliance verification, audit, remediation, documentation requests, and quality assurance review.

I. Vendor Code of Conduct

1. Compliance with Applicable Laws

All Vendors must comply with the legal requirements and standards of the countries where they operate, including labor and employment laws, applicable international laws, and the requirements of applicable governmental agencies. If industry standards exceed local legal requirements, DXL favors Vendors who meet those heightened standards.

2. Human Rights and Employment Standards

DXL requires all Suppliers to respect internationally recognized human rights and labor standards, including the United Nations Guiding Principles on Business and Human Rights, the Ethical Trading Initiative base code, and the International Labour Organization fundamental conventions concerning rights at work.

Child Labor

DXL prohibits the use of child labor in the manufacture of any products it sells. No individual shall be employed below the age of fifteen (15), except where the law of the country of manufacture allows employment below age fifteen (15), in which case the legal minimum age of that country applies. Suppliers must maintain reliable proof-of-age documentation and comply with applicable laws governing young workers, apprentices, vocational programs, hazardous work, medical checks, and restricted hours.

Forced Labor, Human Trafficking, and Slavery

DXL strictly prohibits forced, prison, bonded, or involuntary labor in any form. Workers must be employed voluntarily and must be free to end their employment at any time without penalty, given reasonable notice. Suppliers may not require workers to surrender original passports, identity papers, travel documents, or personal legal documents as a condition of employment.

- Written employment terms must be provided in a language workers understand, including for migrant or non-local workers.
- Recruitment fees, debt-bonded labor, wage withholding, penalties that require repayment of wages, and restrictions on freedom of movement are prohibited.
- Suppliers must maintain oversight of recruitment practices and verify the authenticity of age and identity documents.
- Workers must have reasonable access to housing, sanitation, drinking water, visitors, and personal movement without retaliation or coercion.

3. Social Responsibility and Compliance Audits

DXL takes Social Responsibility matters seriously. Suppliers are expected to participate in assessment programs and demonstrate transparency during audit and remediation processes. Audits must achieve an Overall Grade C or better; any lower grade must be remediated and followed by a new passing audit. DXL may request extended audits covering additional factory processes when warranted.

4. Anti-Corruption, Freedom of Association, and Collective Bargaining

Vendors must respect workers' rights to freedom of association and collective bargaining without interference, retaliation, intimidation, harassment, or penalty. Suppliers must comply with local laws and procedures, maintain a documented grievance policy, and refrain from interfering with worker organizations, union formation, collective negotiation, or legitimate worker representation.

5. Compensation and Benefits

Suppliers must provide wages and benefits that comply with national laws and prevailing local standards where those standards are higher. Deductions from wages as a disciplinary measure are prohibited. Suppliers must accurately document hours worked, provide clear wage statements, compensate all hours worked, and ensure payment of compensation within thirty (30) days of the due date.

6. Discrimination, Discipline, Harassment, and Abuse

Employment decisions must be based on education, training, demonstrated skills, abilities, and the inherent requirements of the job. Discrimination, harassment, abuse, corporal punishment, threats of violence, verbal abuse, physical coercion, and monetary fines as discipline are prohibited. Each worker must be treated with dignity and respect.

7. Hours of Labor

Suppliers must comply with local laws governing working hours. Except in extraordinary circumstances, total regular and overtime hours must not exceed sixty (60) hours in a seven-day period, no workday may exceed twelve (12) combined regular and overtime hours, workers must receive at least one day off in seven, and overtime must be voluntary and properly compensated.

8. Health and Safety

Suppliers must provide safe and healthy working conditions, adequate medical facilities, fire exits, safety equipment, clean restrooms, appropriate living quarters where necessary, and job-specific training. Suppliers must maintain required permits, certificates, policies, records, evacuation procedures, first aid and firefighting readiness, personal protective equipment, chemical management controls, sanitation, clean drinking water, and safe dormitory conditions.

9. Environmental Policy

DXL is dedicated to responsible sourcing practices that reduce environmental impacts from manufacturing. Suppliers must comply with environmental laws and regulations, provide third-party environmental audits conducted on behalf of DXL when requested, and implement reasonable measures to limit negative impacts related to chemicals, wastewater, raw materials, hazardous waste, airborne contaminants, soil contamination, recycling, and waste disposal.

10. Women's Issues

Female workers must receive equal treatment in all aspects of employment. Pregnancy tests may not be required for hiring or continued employment unless mandated by national law, and may not be used as a basis for adverse employment action. Suppliers must comply with local laws protecting pregnant workers and new mothers, including maternity leave, benefits, breastfeeding breaks, facilities, and temporary accommodations where required.

11. Addressing Deficiencies and Implementation Requirements

DXL supports continuous improvement by working with vendors and third-party manufacturers to address deficiencies identified through compliance audits. Suppliers must notify employees of these standards, maintain accurate payroll records, develop implementation and corrective action programs, designate responsible management personnel, and allow DXL or its designee to inspect facilities and records to verify compliance.

II. California Transparency in Supply Chains Act Requirements

DXL requires Vendors to comply with the California Transparency in Supply Chains Act of 2010 by maintaining business practices designed to address and eliminate slavery and human trafficking in the supply chain. At a minimum, each Vendor must maintain processes covering the following:

- Verification: take reasonable and appropriate steps to address and eliminate slave labor and human trafficking in factories and facilities.
- Audit: conduct an internal audit or engage an independent party, at least annually and at Vendor expense, to evaluate compliance.
- Certification: take reasonable and appropriate measures to ensure merchandise does not violate laws regarding slavery and human trafficking in the countries where the Vendor transacts business.
- Accountability: develop and maintain internal accountability standards and procedures for employees, contractors, and suppliers who fail to comply.

- Training: provide ongoing training to employees and management with direct responsibility for supply chain management, particularly with respect to mitigating supply chain risks.

Vendor shall execute certifications, furnish available information, and provide further documents reasonably requested by DXL to evidence compliance with these requirements.

III. UFLPA, XPCC, and XUAR Requirements

The Xinjiang Production and Construction Corps ("XPCC") remains subject to sanctions administered by the U.S. Department of the Treasury's Office of Foreign Assets Control ("OFAC"). In addition, the Uyghur Forced Labor Prevention Act ("UFLPA"), effective June 21, 2022, establishes a rebuttable presumption that goods mined, produced, or manufactured wholly or in part in the Xinjiang Uyghur Autonomous Region ("XUAR"), or by entities identified on the UFLPA Entity List, are prohibited from entering the United States unless the importer can demonstrate compliance with applicable law.

DXL therefore prohibits the use of materials, products, suppliers, subcontractors, manufacturers, processors, mills, spinners, ginners, farms, raw material suppliers, business partners, or other upstream suppliers that are directly or indirectly associated with any of the following:

- XPCC;
- Any entity owned by, controlled by, or affiliated with XPCC;
- Any entity identified on the UFLPA Entity List;
- Any raw materials, components, packaging, or finished goods sourced, manufactured, processed, mined, or otherwise originating from XUAR.

Suppliers must conduct appropriate due diligence throughout every tier of the supply chain; maintain complete visibility into the origin of all materials incorporated into products supplied to DXL; maintain traceability records; and immediately notify DXL if they become aware of any actual or potential connection between DXL products and XPCC, XUAR, or any entity listed under the UFLPA.

DXL reserves the right to conduct announced or unannounced audits of suppliers, facilities, documentation, and business practices to verify compliance. Failure to comply, or the discovery of inaccurate certifications, may result in corrective action, suspension of shipments, cancellation of purchase orders, termination of the supplier relationship, and any other remedies available to DXL.

IV. Quality Assurance Testing Program Requirements

Destination XL Group, Inc. ("DXL Group") is committed to maintaining the highest level of quality for all DXL brands. To support this quality standard, DXL Group has adopted a strict testing program and production timeline as outlined below.

DXL requires all Vendors to adhere to these testing requirements for all styles produced for DXL Group. The timeline below identifies when testing is required for each stage of production. It is the Vendor's responsibility to ensure the required timelines are met.

DXL Group requires all Vendors to maintain style-specific documentation for all testing as related to the timeline. Vendors shall submit all test reports to DXL Group by email to qualityassurance@dxlg.com for review. DXL Group may request additional detailed documentation by style for the testing timeline.

Testing Phase	Requirement	Report Validity
Label Testing	All labels, heat transfers, waistband stamps, and similar label applications must be tested for all suppliers.	Twelve (12) months or when suppliers change.
Trims Testing	All applicable trims, including linings, pocketing, rib trim fabrics, buttons, shanks, rivets, and jacket relaxers.	Twelve (12) months.

Fabric Testing	Full fabric testing is required for one (1) color, and additional color testing is required for all additional colors related to the style.	Twelve (12) months.
Garment Testing	Once fabric and all trims have passed and DXL Quality Assurance approval has been received, garment testing may be submitted for one (1) color only.	Six (6) months.

The testing protocols for all phases of production are found in DXL Group's Vendor Manual.

Sincerely,

Sandy Sherman
VP, Technical Design + Vendor Compliance
Destination XL Group, Inc.