

TO: DXL Supplier

FM: Sandy Sherman, VP, Technical Design + Vendor Compliance

RE: Xinjiang Production and Construction Corps

Dear DXL Valued Supplier (referred to below as "you" or "Supplier"):

As you know, DXL is committed to conducting business ethically and in compliance with all applicable laws and regulations. DXL is aware that the company, Xinjiang Production and Construction Corps ("XPCC"), which operates in the Xinjiang Uyghur Autonomous Region of China (the "XUAR"), has been sanctioned by the U.S. Department of the Treasury's Office of Foreign Assets Control and that United States Customs and Border Protection has issued a Withhold Release Order ("WRO") against all products produced in Xinjiang. Accordingly, DXL will not do business, directly or indirectly, with XPCC. This means that DXL will not enter into any transactions with, or for the benefit of, XPCC or any entity owned by XPCC. DXL also will not enter into any transactions involving products made with raw materials sourced from, manufactured in, or in any way associated with the XUAR.

DXL is requesting that its suppliers verify that XPCC does not have an ownership interest, regardless of how small. DXL is also requesting that its suppliers confirm that they have not conducted and will not conduct business directly or indirectly with the XPCC, or any entity owned by XPCC in relation to DXL's business. DXL is also asking its suppliers to verify that they are not, in relation to DXL business, using any materials originally sourced from or manufactured goods using materials sourced from the XUAR. To be clear, for these purposes, you could be deemed to be doing business indirectly with XPCC or the XUAR if, in relation to DXL business, one of your suppliers, or even the parent or affiliated company of one of your suppliers, does business with, or has a connection to, XPCC or any entity owned by XPCC, or is sourcing raw material or manufacturing goods using materials sourced from the XUAR. If you have business relationships with XPCC, any entity owned by XPCC, or any entity operating in the XUAR, you should notify us about that business relationship.

Therefore, DXL is requesting that you review the following points and certify that you and your suppliers do not and will not engage in these activities described below and do not have and will not have, in relation to any business, any relationship to or business dealings with the entities noted below.

- Centric Brands is not owned in any amount by XPCC or any entity owned by XPCC and does not, and will not, in relation to any DXL business, do business with XPCC, or any entity owned by or affiliated with XPCC.
- Centric Brands has not entered into and will not enter into any transactions in relation to any DXL business with, or for the benefit of, XPCC or any entity owned by or affiliated with XPCC.
- Centric Brands suppliers in connection with any DXL business are not owned by, or do business with, XPCC or any entity owned by, or affiliated with, XPCC.
- To the best of Centric Brands' knowledge, its suppliers in relation to DXL business have not entered into any transactions with, or for the benefit of, XPCC or any entity owned by, or affiliated with, XPCC.
- Centric Brands has not, in relation to DXL business, sourced raw materials nor manufactured goods made with raw materials sourced from the XUAR.

Below is a certification that we request be signed by an authorized signatory for your company and returned to DXL. DXL reserves the right to conduct unannounced periodic audit inspections of suppliers, their facilities, and business practices and business relationships to verify compliance with this certification. As part of such an audit, you will be expected to provide evidence and documentation sufficient to establish that the certification made regarding the above-listed points is true and accurate in all respects.

Please return the executed certification to Sandra Sherman within five (5) days of receipt. If you cannot make this certification truthfully and accurately, or have questions about this process, please contact Sandra Sherman at [Ssherman@dxlg.com](mailto:Ssherman@dxlg.com) as soon as possible.

Sincerely,

Sandy Sherman  
VP, Technical Design + Vendor Compliance DXL

**Supplier Attestation Regarding Transactions with the Xinjiang Production and Construction Corps ("XPCC") and the Xinjiang Uyghur Autonomous Region of China (the "XUAR")**

On behalf of Centric Brands and having authority to do so, I certify the statements listed above are true and correct and that Centric Brands and any of its suppliers, in relation to DXL business, are not owned by, and do not conduct business or transactions with XPCC or any entity owned by, or affiliated with, XPCC, and have not sourced raw materials nor manufactured goods using materials sourced from the XUAR. Additionally, on behalf of, Centric Brands I agree that upon request from DXL, whether through a periodic supplier audit or otherwise, Centric Brands will provide to DXL evidence and documentation sufficient to establish that the certification made regarding the above-listed points is true and accurate in all respects

**Supplier:**

**COMPANY CHOP / SEAL:**

BY: \_\_\_\_\_

Signature: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_

State: \_\_\_\_\_

Phone#: \_\_\_\_\_

Email: \_\_\_\_\_