

**Helen  
of Troy**

# **Code of Conduct**

The Power of Brands, the Strength of Integrity

May 19th, 2025

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# A Message from Our CEO

Ethical conduct is the foundation of any lasting business. Each of us contributes to Helen of Troy's success in unique ways, but we share a collective responsibility to behave ethically at all times. Put simply, we "do the right thing."

To give us the tools we need to continue to manage our business with integrity, we have updated the company's Code of Conduct. It is intended as a resource to help guide us in acting ethically, responsibly and lawfully everywhere we do business.

When we all work to understand the values contained in the Code of Conduct and guide our individual behavior by them, we protect one of our greatest assets; our reputation. Every decision we make, every action we take, can affect the way the world perceives our company, and the sustainability of the results we achieve. These are factors that impact our own lives and livelihoods, as well as associate pride and morale. The key to our continued success is a commitment by every associate to an ethical and inclusive workplace.

Our Code helps us keep that promise. It highlights our Helen of Troy values, puts our policies into practice, and provides us with the information we need to make sound choices. Each of us has a responsibility to make business decisions and to take actions that are in the best interest of our company. By doing so, you help us maintain our culture of Integrity that help us live our purpose: Elevating lives in moments that matter everywhere, every day.



Brian Grass, Chief Executive Officer



# Our Culture

While the business environment is constantly changing, we must remain focused on the aspects of our work that shape our company. **Our culture guides the way we think and act as an organization.** Embedded in that culture are our IRISE values that form the foundation of our Code of Conduct:

I	R	I	S	E
<b>In Touch</b>	<b>Mutual Respect</b>	<b>Ingenuity</b>	<b>Shared Success</b>	<b>Exceptional People</b>
We are deeply connected internally and externally. Internally, we understand each other and are unified by a common culture, shared strategic plan, and aligned goals. Externally, our superior understanding of consumers, customers, shareholders, partners and competitors is a source of competitive advantage.	We treat each other as each of us wants to be treated –with integrityintegrity, professionalism, and transparency. At Helen of Troy, what you see is what you get. We listen to each other and always assume noble intent. We are at our strongest when we work together, learn from each other, and respect what all parties bring to the table.	Our passion for delighting consumers keeps us ideating, and inventing better ways to elevate the lives of people everywhere every day. Our healthy dissatisfaction with the status quo drives continuous improvement in every corner of the company.	Helen of Troy's success and that of our people are linked. We soar together. Our people working in our Business Units, RMOs and Shared Services give their very best individually and in teams. Together, we achieve what none of us can do alone. We reward winning results and invest in the communities where we live and work.	A great organization is powered by people. Our people feel and act like passionate owners. Their experience and skills build our business and the people around them. Their effectiveness is multiplied by their diversity. Their passion for excellence and winning is contagious. We invest in developing our people and cultivating rewarding careers.

# Our Brands

**As a leading consumer products company** offering creative solutions for its customers through well-recognized and widely trusted brands, **we touch millions of people around the globe on a daily basis to improve their lives.**

We strive to put our very best into every product, building on the reputation that we have established as a leader with world-class brands, working with world-class licensors, our suppliers, and customers building world-class partnerships.

Helen  
of Troy



# Our Code

## **Our Code demonstrates our core values and how they come to life in our daily business dealings.**

It lays out common scenarios and gives us the guidance we need to help ensure that we act ethically at all times. This is critical, as the actions of each of us contribute to the reputation and success of us all. By setting forth the standards we are expected to uphold, our Code serves as a pledge we make to our shareholders, our customers, our suppliers, the consumers, the community, and each other. We commit to act with integrity – not only because it contributes to our success, but also because it is the right way to achieve success. **We do the right thing.**

## **Who must follow the Code:**

**Our Code applies to everyone who conducts business on behalf of Helen of Troy**, across all of our brands, including suppliers, employees, executive officers and Board members, regardless of seniority or location. We are all responsible for reading, understanding, and acting consistently to live by our Code. As an employee, **you have a responsibility** to yourself, your co-workers and Helen of Troy **to conduct business legally and ethically.**

## **Managers' responsibility:**

Managers set the tone for an ethical workplace. **If you are a manager, we look to you to set a good example** and be available to guide your employees when they have concerns. You have a responsibility to read and be familiar with the Code and the laws and policies that apply to your team. You also have a responsibility to **listen to your employees** and **promote an open dialogue** about ethical and compliance issues. When issues are brought to your attention, we rely on you to **report concerns** through the appropriate channels.

# Decision Tree

No written code can cover every situation that may arise. **Keep in mind that violations of our Code or company policies can result in disciplinary action up to – and including – termination and, in some cases, legal action.**

If you are ever faced with a difficult situation and are unclear about the right decision, ask yourself:

- Is it legal?
- Does it comply with our policies?
- Does it reflect Helen of Troy's culture and values?
- Does it respect our employees, shareholders, customers and suppliers?
- Would I feel comfortable if this appeared in a news headline?



# Mutual Respect

## **We expect all employees to treat each other with dignity and respect.**

We believe open communication and the free expression of differing ideas is the best way to collaborate, solve problems and create a winning team. Helen of Troy works to ensure a respectful working environment where we can each do our jobs free from harassment and other inappropriate behavior. We are committed to providing a safe and secure workplace for every employee. We treat each other as we ourselves want and expect to be treated.

## **Diversity and Non-Discrimination**

Helen of Troy employees are spread across the globe and represent a wide variety of cultures, ethnicities, and beliefs. **We are committed to creating an inclusive environment that welcomes and values our differences.** We know that our continued success and growth will be enhanced by a diverse workforce that encompasses a wide range of perspectives, skills and abilities. Our commitment to global diversity is reflected in the decisions we make, including those that involve recruiting, promoting and supporting the professional development of our employees. **We hire, train, promote and compensate without regard to race, color, sex, age, religion, creed, national origin, disability, genetic information, uniform service member status or other protected characteristics as established by law.** We evaluate employees based on their abilities, achievements, results, experiences and conduct when it comes to their employment opportunities, and we make employment-related decisions based on company needs, job requirements and an individual's qualifications.





## Human Rights

**We prohibit labor practices that are inhumane or endanger the health and safety of our global workforce.** We forbid the following and will not knowingly do business with any individual or company that participates in:

- The exploitation of children, including child labor
- Physical punishment
- Forced or compulsory labor
- Unlawful discrimination
- Human trafficking

## Preventing Harassment

**We believe in treating each other respectfully and do not tolerate harassment within our workplace.** “Harassment” is any unwelcome conduct – whether physical, verbal or sexual – that has the purpose or effect of creating an intimidating, hostile or offensive workplace. Avoiding harassment means avoiding any of the following types of conduct:

- Slurs, offensive remarks or jokes based on a person’s race, color, religion, national origin, sex, age, disability, sexual orientation or other similar characteristics
- Unwanted touching, assault or intimidating gestures, such as blocking a person’s movement
- Requests for sexual favors or unwanted sexual advances, such as leering or making sexual gestures
- Repeated invitations for dates when the other person has declined

**If you experience or witness harassing behavior of any kind, please report it immediately. Helen of Troy prohibits retaliation against any individual for raising such concerns in good faith.**



## Safety

**Because Helen of Troy values your work and your well-being, the company goes to great lengths to foster a safe work environment.** We rely on you to follow all safety rules and promptly report any unsafe conditions, any accidents or injuries you experience or witness on the job and any behavior that seems suspicious.

Employees must never work while impaired by drugs or alcohol. There may be some instances where drinking alcoholic beverages while conducting company business or in connection with company events is permitted so long as you comply with all local and international laws and company policies. You should exercise both good judgment and moderation. If you are unable to drive a vehicle legally and safely, you should not drive and should take steps to ensure that you return home from the company event using a safe mode of transportation. We strongly encourage employees to look out for not only each other, but our external partners to help keep them safe, too.

**Employees may not sell, possess, distribute, use or purchase illegal drugs – or sell, transfer or distribute prescription drugs – on company premises or during working hours.**

In addition, Helen of Troy does not tolerate any action that threatens people, property or our company, including verbal threats, harassment, physical attacks, damage to company property, possession of any weapon (including firearms, knives, clubs, ammunition, explosive devices or other devices primarily used to inflict injury) on company property, except where such possession in a locked vehicle is expressly allowed by law, or any other behavior that would make employees feel unsafe. Report any act or behavior that threatens or harms any employee in a violent or potentially violent manner. You should even report jokes about harming someone that are inappropriate.

**NOTE: If you or someone you know is in immediate danger, call local law enforcement before reporting the matter internally if it is safe for you to do so.**



## Protecting Privacy

**We respect the confidentiality of sensitive personal information that we receive in the course of our work.** This includes contact information, government-issued identification numbers, personal health information, and confidential employment information, including salary and evaluation details. If your job involves having access to such information, you must take care to safeguard it. **Only use employee private information for valid business purposes,** and never access it or share it with others (including other employees) unless it is necessary to fulfill your job responsibilities.

Many countries in which we operate have specific laws and regulations regarding how to treat personal consumer data. We take our obligations regarding privacy and data protection seriously. **When accessing or handling (including collecting, transferring, using, storing, updating or destroying) personal consumer data, each of us has an obligation to comply with all applicable privacy and data protection laws.** Only collect personally identifiable information through lawful means and only for legitimate business purposes. If you have access to this type of information as part of your job, make sure you take care to secure it and access it or disclose it only when it is for an approved, necessary and legitimate business purpose.



# Q&A

## Preventing Harassment

**Q:** I work closely with an employee that often compliments me on my appearance. Recently, his comments have become more personal. He often makes crude gestures to express how attractive he thinks I am. He is upsetting me, and I am not sure what I should do.

**A:** If asking the employee to stop has no effect, you should go to your manager or another resource listed in this Code. It appears that this unwanted attention is creating a work environment that is uncomfortable for you, and his behavior should stop immediately. You can rest assured that you will not face retaliation for reporting this behavior. Helen Of Troy is committed to creating a respectful, secure work environment for all of us.

## Non-Discrimination

**Q:** I am a manager, and I need to make a promotion decision. I have an employee who is 50 and another employee who is only 35 and may stay with the company for many years. The 50-year-old is an exceptional employee and meets all the job requirements while the 35-year-old may be lacking in some qualifications. I think it would be best to promote the employee that is 35, as I don't want the money spent on training the newly promoted employee to go to waste when the older employee retires. Is this a good employment decision?

**A:** No. Making an employment decision based solely on the age of an employee is never acceptable. You need to make your decision based on merit and without regard to any non-job-related personal characteristics.

## Protecting Privacy

**Q:** I received an email from someone who identified themselves as an employee, but I did not recognize their name or number. They requested the personal information of another employee. Should I give them the information?

**A:** No. It is important that we safeguard the confidentiality of our employee's sensitive personal information. You should only share an employee's personal information with those within the company who have a legitimate need to know that information for business purposes. Always be aware that email phishing and other scams are increasingly common. We must constantly be vigilant to protect our data and personal information.



# Financial Discipline

**Each of us has a responsibility to make business decisions and take actions that are in the best interest of our company.** Such actions include protecting our assets and maximizing our ability to generate sustainable business results. Honest and transparent reporting is critical to our success and to maintaining the trust of our stockholders, customers and business partners.

## Conflicts of Interest

A conflict of interest arises any time your personal interests interfere with your ability to make objective decisions on behalf of the company. Because of the risk for harm to Helen of Troy, **we each have a duty to avoid situations that could create – or even appear to create – a conflict of interest.** Situations involving a conflict of interest may not always be obvious or easy to resolve. Some of the more common scenarios you might encounter are described below. If you become aware of a potential conflict of interest, you must report it to your manager or another member of management.

### A Second Job

**A conflict of interest can arise if you own, work for or provide services to a business that is a competitor, supplier or customer of Helen of Troy.** A conflict of interest can also arise if you have outside employment that interferes with your ability to do your job or apply your best efforts to your work here at Helen of Troy.

### Financial Interest

Investing in a business that offers, manufactures or sells products or services that compete with – or are similar to – ours can also present a conflict of interest. You may not invest in a privately owned supplier, competitor or customer, and **you may not own more than 5% of the stock of any publicly held supplier, competitor or customer (unless expressly permitted by local law or unless obtained as a part of an independently managed mutual fund).**

### Outside Business Interest

Other activities and associations outside of work can create conflicts, too. For example, **conducting non-Helen of Troy business with one of our vendors, suppliers, customers or contractors may be a conflict** depending on the circumstances; however, buying products or services from a customer on the same terms as those offered to the general public is not a conflict of interest. Prior to engaging in outside business which may be a conflict of interest, please consult your manager.



### Supervising a Family Member or Partner

**Decisions about hiring and promoting can become difficult if the person you supervise is a close relative or partner.** Even if you work to remain objective in your business dealings, the fact that you share a personal relationship can create the appearance of a conflict of interest. We define a close relative as husband, wife, father, mother, brother, sister, son, daughter, uncle, aunt, nephew, niece, grandfather, grandmother, grandson, granddaughter, or any of those relationships arising as a result of marriage (for example, brother-in-law). We also consider any family member who resides with you to be a close relative.

### Doing Business with Friends and Family

A conflict can arise where a family member, partner, or close personal friend owns or works for a business that is a competitor, supplier or customer of Helen of Troy.

**If you have a family member or close friend who works for a business that is a supplier, customer, or competitor of Helen of Troy, you must disclose that relationship to your manager.**

### Public Service

We encourage all Helen of Troy employees to volunteer your non-work time and talents to public service. However, employees should never ask (or agree to requests from) customers, suppliers or vendors to make charitable donations on behalf of the company without CFO approval. **You should not use the company name to further your activities without appropriate approvals.**

### Serving on a Board

Before agreeing to serve as a director on any Board, for either a public or a private entity, for profit or not-for-profit, employees should make sure their commitment won't interfere with their job responsibilities at Helen of Troy. If you are serving on the Board of an organization, you cannot use Helen of Troy's name in association with the position. **Do not accept a Board appointment for any company that supplies goods or services to us or purchases our products unless you obtain advance approval.**



### Political Activities

**Never make contributions or payments on behalf of the company and do not express your political views in such a way that others think you're speaking on our behalf.** Make sure any participation in political campaigns is conducted on your own time, with your own resources and not at work.

### Obtaining Improper Personal Benefits

**Employees, officers and directors owe a duty to the company to advance the company's legitimate business interests** and should not use or divert corporate opportunity, property, information or their position for personal gain or to compete with the company.

### Gifts and Entertainment\*

Gifts and entertainment serve a very important business purpose by promoting successful working relationships and building goodwill; however, we need to make sure that giving or receiving gifts or entertainment does not create a conflict of interest or give the appearance of an improper attempt to influence business decisions. **Never give or accept a gift or entertainment that is illegal, inappropriate or would violate our commitment to inclusion and mutual respect.** There should be no obligation tied to the giving or receiving of a gift – neither party should feel that they must do something or promise business in return for the gift or entertainment.

### Accepting Gifts\*

From time to time, a customer, supplier, vendor or other business contact may offer you a gift or entertainment. It is important to understand what is appropriate and what is not. In general, **you may accept:**

- **Gifts that are infrequent and nominal in value** (for example, calendars, small promotional items, holiday cookie baskets or items that an average person would view as customary or business-related).
- **Occasional, reasonably priced meals** with a business contact or associate for business purposes.
- **Occasional attendance at local sports, theater or other cultural events** with a business contact or associate.



\*For employees in our Asia locations, refer to your local policy.

**Gifts greater than approximately USD\$100 (or equivalent local currency) are considered company property.** If you receive a gift or an offer of a gift that exceeds USD\$100 (or equivalent local currency), you must notify your manager. In such situations, you must then inform the gift giver that the gift's value violates our Code of Conduct, and, where possible, return the gift to the giver. Family members may not receive compensation, commissions, gifts or entertainment perks from companies or organizations that deal with Helen of Troy if doing so could reasonably be construed to influence company decisions. Employees of Helen of Troy may never accept cash, checks, money orders, gift certificates from retail establishments or restaurants in excess of \$100, loans, or other cash equivalents, including cash-value gift cards.

Accepting offers of entertainment such as tickets to events or meals valued in excess of \$100 may sometimes be acceptable based on the business value of the interaction. Your manager must approve any such entertainment in advance, whenever possible. Otherwise, report the event or meal to your manager within two business days of attending.

### Giving Gifts\*

**Offering gifts and entertainment in order to win or keep business is unethical and, in many cases, illegal.** Be sure you understand local laws and applicable company policy and ask questions if you are ever unsure about whether a particular gift or form of entertainment is acceptable. In general you should:

- Limit gifts and entertainment to what is reasonable (e.g. USD\$100 or less or equivalent local currency) and appropriate under the circumstances and to the business relationship.
- Make sure the gift does not violate the policy of the recipient's company or any local law.
- **Never give cash, checks, money orders, gift certificates, loans or other cash equivalents.**

All gifts to vendors, customers and suppliers must be recorded accurately in our corporate books and records. When completing an expense report, you must state the purpose of the expense and the person to whom you gave the gift or entertainment. When in doubt about whether particular gifts or entertainment are reasonable and appropriate, talk with your manager.

\*For employees in our Asia locations, refer to your local policy.





## Government Officials and Government Employees

See our section on “Anticorruption”.

## Statements and Records

We count on you in all of your business transactions (including timesheets, expense reports, purchase orders and invoices) to be honest, accurate and complete. Always obtain all necessary authorizations for company transactions. Disclosures we make in reports and documents we file or submit to the U.S. Securities and Exchange Commission (SEC) or other governmental entities, as well as any public communications we make, must be complete, fair, accurate, timely and understandable. Do not take any action to coerce, manipulate, mislead or fraudulently influence anyone engaged in the performance of any audit or review of the company’s financial statements. Make sure you comply not only with our policies, but also with the laws, rules and regulations that govern financial accounting and reporting.



## Confidential Information

Confidential information about Helen of Troy, its customers, and its suppliers, that an employee acquires through his or her employment must be held in the strictest confidence. The information about our company drives our competitive advantage in the marketplace. We count on you to preserve and protect this information to ensure our continued success. Confidential information can be verbal, written or in an electronic format. It can include:

- Intellectual property, including trademarks, patents, copyrights, work methods and practices, and trade secrets
- Research and development plans
- Product designs and future product launch plans
- Technical information
- Marketing plans
- Information about vendors, customers and suppliers
- Nonpublic financial information, such as forecasts, pricing strategies and budget information
- Business planning information including potential mergers and acquisitions
- Personal information (including health, salary or performance information) about your co-workers

**You may use confidential information solely for authorized corporate purposes and never for personal gain or to compete with Helen of Troy.**

Confidential information may be disclosed to persons outside Helen of Troy only when its disclosure is required by law or has been specifically authorized in writing by Helen of Troy.

We should always be alert to inadvertent disclosures that may arise when dealing with those outside of the company. Be sure to:

- **Watch what you say.** Don't discuss company business in public places such as elevators, planes, restaurants and bathrooms where others can hear it.
- **Watch what you show.** Don't view confidential information on your laptop in public places where others can see it.
- **Label confidential information** appropriately.
- Only allow people with proper authorization into our facilities and contact local security if you notice unauthorized visitors.
- **Properly safeguard all confidential papers and documents** at all times, including when they are on your desk or in your office or when traveling.
- **Collect any confidential documents** prior to leaving a conference room or event.
- **Do not store or transfer any confidential information to any non-company managed or personal accounts**, including personal email accounts, or to any third party storage sites, such as Dropbox, Basecamp, or One Note, unless such site is specifically authorized by Helen of Troy.

All new employees joining us from other organizations must realize that our policy is to fully respect the trade secrets and confidential information from previous employers, and that no such information should be brought to us or used by our organization.



## Use of Company Resources

**We want to provide you with all of the resources you need to do your job.**

Some resources are physical – like the building you work in, the machine you operate, the copier you use. Some resources are electronic – like the e-mail you receive, the software you use, the Internet you access. **All such resources belong to the company, are valuable, and you should protect them from theft, loss, damage, waste and abuse.**

**We trust you to use our physical resources to conduct company business and to maintain those resources with care.** If you are ever unsure about the proper way to operate equipment you use on the job every day or how to keep it operating well, ask your manager. Promptly report any property or equipment that appears damaged, unsafe, defective or in need of repair.

Electronic resources and communications are valuable company assets, and we rely on you to use them appropriately. **Hardware, software, e-mail, voicemail, intranet and Internet access, computer files and programs – including any information you create, send, receive, download or store on company resources for company business reasons – are company property.**

Where permitted by law and our company policies, we reserve the right to monitor the use of all of these resources. Never install unauthorized software, applications, hardware or storage devices on your company issued computer, and do not access our network through unauthorized applications or devices. Personal use of electronic resources should be limited and must not interfere with an employee's job responsibilities or productivity levels.



## Social Media

Internal and external social media and other technology tools such as blogs, special interest forums, and user communities, as well as branded entities such as Yammer, Facebook, Twitter, YouTube, Wechat, Weibo and LinkedIn are all considered social media, and they are all subject to the same rules as other company communications. When utilizing such tools for your job, always use online tools in a manner that's consistent with our policies and local laws. **Be professional, truthful and accurate** and, unless you are explicitly authorized to speak on behalf of the company, your business unit or a particular brand, **make it clear that you are speaking on your own behalf** and that your views don't reflect the company's views or its official position. When required by applicable law, appropriately disclose your affiliation with the company. Regardless of whether you access the Internet via our systems or yours, **remember your obligation to protect Helen of Troy's confidential information and the confidential information of the companies with which we do business.** In all social media interactions, whether personal or professional, you should always be careful in how you communicate with others online. Anytime you are identifying yourself as an employee of our company, whether through your profile or posts, your image and comments can reflect back to the company.



## Communicating to the Public

As a global company with many locations, interests, obligations and multiple brands, we want to make sure that information provided to the public is consistent, accurate, and coming only from individuals expressly authorized to speak on behalf of the company. **Only authorized individuals may communicate the company's official position on certain topics such as financial performance, strategic business plans, legal matters and public policy issues.** If you receive an outside request for information about Helen of Troy or if you see media content (whether in traditional forms of media or on social media channels) that you believe the company should address, forward it to the Chief Legal Officer.



## Insider Trading

As an employee, you may have access to material, non-public (“inside”) information, including but not limited to financial information, about our company or other companies (such as current or potential suppliers or customers). That information, if known, could influence someone’s decision to purchase, sell or hold a company’s securities.

Insider trading occurs when someone uses that non-public information to gain profits or avoid losses in the stock market. As a company, **we take our obligations under federal and state securities’ laws seriously and we expect you to do the same.** The improper use or disclosure of material inside information may subject an employee, Helen of Troy, and any other persons to whom the material inside information is disclosed to investigation, prosecution, penalties, and other serious consequences. Never buy or sell stock or other securities on the basis of inside information or “tip” others so that they may do so. No inside information should be considered “public” until it is formally announced through a press release.

**Each of us must protect inside information and never share it with those outside the company.** Examples include information about:

- Projected future earnings or losses
- Planned or contemplated mergers and acquisitions
- Sale of company assets or subsidiaries
- Changes in dividend policy
- Changes in executive management
- Significant new product plans
- Impending bankruptcy or financial problems
- Significant lawsuits or legal settlements



# Q&A

## Conflicts of Interest

**Q:** Knowing that I have been having some family financial difficulties, one of our customers has offered to let me pick up a few shifts at their company in my off hours to earn some extra money. Can I accept this offer of employment?

**A:** No. While having a second job may be permissible if it is disclosed to your manager and does not affect your work for our company, it would be a conflict of interest for you to work for one of our customers.

## Conflicts of Interest

**Q:** My sister has a business which provides consulting services to companies like ours, and she will offer us a discount if we use her services. Can my department hire my sister's company?

**A:** Maybe. Be sure and disclose the relationship with your sister's company to your manager prior to any discussions relating to hiring her company. If your department decides to move forward with the bid from her company, you must remove yourself from any discussions relating to that company and have no responsibilities relating to her company to prevent even the appearance of a conflict of interest. Based on the total dollar value of the work to be performed and employee rank within the company, there may be additional requirements or restrictions.

## Social Media

**Q:** I love to talk about our great products on social media sites. Is that okay?

**A:** Yes, but as an employee of the company, you should always be clear that you are not speaking on behalf of Helen of Troy. Do not speak about relationships with third parties and do not disclose any confidential information. The company greatly appreciates your enthusiastic support. We are a company of brands and people highly focused on delighting consumers and winning in the marketplace.

# Q&A

## Gifts and Entertainment\*

**Q:** I received a large gift basket from a vendor for the holidays. I am not sure how much the gift basket cost and whether it exceeded the \$100 limit on gifts. May I keep the basket?

**A:** Gift baskets are customary business gifts and are generally acceptable. Always be sure and disclose the gift to your manager and, whenever possible, share the contents of the gift baskets with members of your team.

## Gifts and Entertainment\*

**Q:** An advertising agency who handles most of our work has offered me tickets to take my family to a major league baseball game. Can I accept the tickets?

**A:** Probably not. The tickets would be considered a gift and their value would most likely exceed the \$100 guideline.

## Gifts and Entertainment\*

**Q:** What should I do if I am offered an expensive gift from a vendor and, due to the circumstances, it would be considered impolite to refuse?

**A:** If you are offered or given a gift and the circumstances make it difficult to refuse, you must immediately disclose the gift to your manager. If your manager feels it is necessary, you should then contact the vendor and let them know that the gift was in excess of our company guidelines.

\*For employees in our Asia locations, refer to your local policy.

# Integrity

We believe that integrity and trustworthiness build long-lasting relationships. **Dealing fairly and honestly with fellow employees, customers, and suppliers is one of our fundamental business practices.** Integrity is at the heart of everything we do and it is critical to the success of Helen of Troy. In our highly competitive environment, where the pressure to perform is intense and relentless, **we must constantly strive to do more and do better.** We must do so, though, **within the framework of our policies and applicable laws and regulations.**

## Fair Dealing

As a company, we expect every employee to promote positive business relationships, both internally and externally, everywhere we operate in the world. **Employees should never take unfair advantage of anyone by misleading, misrepresenting or deceiving them.** We buy and sell based only on appropriate business considerations such as quality, price, service and reliability. We don't participate in false or deceptive advertising of our products, services or the company in general. Make sure that you are truthful and accurate in advertising, sales and marketing communications and other promotional materials. When purchasing on our company's behalf, treat all potential suppliers fairly and honestly and never indicate that our relationship with them will be affected by personal favors or offers of gifts or entertainment.

## Antitrust Laws

It is perfectly acceptable to gather information about other companies, our competitors, and their customers and suppliers, but we have a responsibility to do so legally and ethically, and in a way that will not reflect badly on our Company. **Never acquire information about other companies through improper means or enlist someone else to do so on your behalf.** We are an organization that values integrity, respect and honesty. Practices such as spying, bribery and kickbacks are completely inappropriate and will not be tolerated.





We are committed to complying with competition laws – also called antitrust laws – in every country where we do business. **Antitrust laws address a wide range of agreements, arrangements and business practices and may be applicable to everyday supply and distribution agreements, research and development agreements, and licensing and standardization agreements.**

Be particularly aware of:

- **Prices and terms of sale to distributors and other customers:** Competition laws impact our relationships with wholesalers and distributors. We may not discriminate in the prices, terms and services we offer to similarly situated customers purchasing similar goods in like quantities on similar terms. In some cases, trade practices such as offering discounts or rebates can be considered anticompetitive. As such, supply and sales agreements must be reviewed and approved by the Legal Department.
- **Relationships with competitors:** We should never arrange with competitors to fix the prices we charge, the volumes we sell or produce, the customers we supply or the countries where we operate. We are also not permitted to exchange confidential information with our competitors, which can in itself constitute an anticompetitive arrangement. Never enter into an agreement with a competitor – even an informal, unwritten “understanding”.
- **Competitive Labor Market:** We may not conspire with competitors or others in related industries to fix salaries or refuse to hire to limit employee opportunities.

Antitrust laws can be very complicated, and penalties for violations may include high fines and even imprisonment. **Never discuss competitive business topics such as: pricing, margins, costs, sales terms, business or marketing plans, production capacities, inventory levels, trade programs or discounts with competitors in any context, no matter how informal.** If a competitor raises any of these issues, stop the conversation immediately and explain that it is against our policy to discuss such matters.



## Interacting with our Suppliers

We take pride in our brands and the quality of the products they represent. All the necessary steps are taken to ensure that our products meet or exceed our own internal standards as well as applicable safety laws, regulations and industry standards. We hold our suppliers accountable for maintaining our product safety and quality. If you become aware of any flaw in our processes or products (or those that are supplied to us), or of any potential violations of law by any of our suppliers, you should report it to your manager or a member of the Supply Chain management team immediately.

## Anticorruption and Bribery

We must uphold our commitment to conduct business in a straightforward and transparent manner according to global business standards, local and international laws and regulations, and our own value of integrity. Simply put: we will not make or accept bribes. Helen of Troy is committed to winning business based on the merits of our products and our brands. Company employees and representatives may not use company funds, or even personal funds on behalf of the company, for any purpose other than what the company has deemed to be a necessary and legitimate business expense. There are many laws and local regulations that put restrictions on the use of company funds. These laws have global reach and worldwide implications; violations can result in lawsuits, substantial fines (for both the company and the employee), and even jail time. We have policies and procedures in place that address not only legal requirements but also company requirements. We are also responsible for third parties and other agents acting on our behalf. All such third parties or agents should be properly screened before we engage in business with them and should be monitored to ensure compliance with the law.



Regardless of local practice or the practices of other companies, make sure you avoid even the appearance of something improper, particularly when dealing with government officials, officials of international organizations, political parties and employees of state-owned or state-controlled enterprises. Although the laws of some countries enable companies to make facilitation payments to obtain routine government services, Helen of Troy prohibits such payments. For additional information, see our Anticorruption Policy.

**You should never accept or provide anything of value, either directly or indirectly, to obtain an improper advantage or to retain or obtain business.**

When you seek advice, raise a concern or report suspected acts of financial misconduct, you are complying with our Code and living our culture. Helen of Troy prohibits retaliation against any individuals who raise such concerns in good faith. If you believe you have been the subject of retaliation, you should report it immediately.

## Global Trade

**Because we produce and deliver Helen of Troy's products globally, it is vital to our business that we follow all applicable import and export regulations.** Both import and export activities generally require the filing of certain documentation and payment of taxes and fees. The rules regarding these activities can be complicated, so be sure to work with company customs specialists in our Distribution or Finance Department if your position is involved in the importing and/or exporting of our products.

Some countries where we conduct business impose sanctions, or adhere to sanctions imposed by multi-national organizations that restrict or prohibit dealings with certain countries or individuals. Because Helen of Troy has U.S. operations, we must adhere to the economic sanctions administered by the U.S. Office of Foreign Assets Control (OFAC). These include, but are not limited to, restrictions on financial transactions, travel, and imports and exports. We also comply with counter-terrorism requirements when engaging in international trade. If you handle international business, it is your duty to understand and follow the most current regulations.



# Q&A

## Integrity

**Q:** I discovered that improper reporting of foreign currency numbers has inflated earnings for our international business segments. I immediately reported this to my manager. He acknowledged the mistake and promised to rectify the problem. It has been eight weeks and he has still not made the correction. What should I do?

**A:** Escalate the incident to another member of your management team, Human Resources, the Legal Department, the CFO, our Compliance Officer or the Hotline.

## Antitrust

**Q:** My neighbor works in sales for one of our competitors. She would like to talk to me about the pricing and rebate programs Helen of Troy offers to one of our customers. What should I do?”

**A:** Advise your neighbor that you can't discuss this information with her. You should avoid all discussion with competitors regarding pricing or price-related programs.

## Anticorruption

**Q:** As a part of my job, I submit paperwork and fees for permits in international markets. I have been asked by an official of an agency to pay extra money directly to the official to “expedite” the process. What should I do?

**A:** Whenever you work with government officials, you need to be certain that all payments being made are fully legal. Prior to paying any fees which may seem unusual or which could be seen as a bribe, please contact Compliance or the Legal Department for guidance.

# Resources

Regardless of how you choose to raise a question or concern, all reports will be taken seriously and handled confidentially. Rest assured that you will not face retaliation at Helen of Troy for raising an issue in good faith.

## Your Manager

In most cases, your manager will be the best resource to help you with questions or concerns since he or she understands your position and responsibilities. Where possible, you should reach out to your manager first with any questions.

## Human Resources

Human Resources can help you with employment-related concerns, such as issues with a manager or another employee.

## Chief Financial Officer

If you have a concern about accounting, internal controls or auditing matters, you can bring the issue to our CFO.

## Legal Department

Helen of Troy's Legal Department, including the General Counsel, can advise you on issues related to the laws and regulations we must follow.

## Compliance Officer

The Compliance Officer is available to answer questions about Helen of Troy policies and any topic related to this Code, including possible violations.

## Helen of Troy Hotline

The HOTLINE is free, confidential and available 24 hours a day, seven days a week, to Helen of Troy employees around the world. You can report actual or suspected violations anonymously, where allowed by applicable law.

## To Contact The Hotline

In the U.S. and Canada: **1-844-317-9054**.

In other countries, visit **[hotus.ethicspoint.com](https://hotus.ethicspoint.com)** to make a report online.



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Code of Conduct as of May 19th, 2025