



Statement of Modern Slavery and Transparency in Supply Chains November 6, 2018

Statement: Spin Master is committed to a workplace of equal opportunity - its recruitment, selection, training, compensation and promotion of individuals is based on an individual's ability, experience, training, intelligence, suitability and demonstrated performance. All team members at Spin Master are responsible for maintaining the highest standards of personal conduct in order to carry out their assigned duties in a workplace that is free of discrimination, harassment and violence. Employees are expected to treat each other with respect and dignity, acting with courtesy and tolerance, and not condone discrimination or harassment of others.

Spin Master Ltd. and its subsidiaries are committed to conducting its business affairs in a manner consistent with the highest standards of ethics and regard for human rights within its global supply chain. We expect all suppliers and manufacturers to conduct their business in a manner that adheres to a strict Ethical Code of Conduct (Code). This Spin Master Code applies to all affiliates, suppliers, manufacturers, subcontractors engaged in any manufacturing process that results in a finished product for the consumer. As a condition of permission to produce for Spin Master, each supplier and manufacturer must comply with this Code and ensure its contractors do the same.

Spin Master follows Ethical Business Principles set forth by the ICTI Ethical Toy Program (International Council of the Toy Industries). All Suppliers are expected to have ICTI Ethical Toy Program certification, or an approved equivalent, and are expected to provide immediate proof of same including certificate number, date obtained and date of expiration.

Spin Master suppliers and manufacturers must operate workplaces that adhere to minimum standards and practices:

A. Legal Compliance: Suppliers and manufacturers must comply with all applicable legal requirements of the country in which products are manufactured. Where this Code and the applicable laws of the country of manufacture conflict or differ, the higher standard prevails. This compliance includes adherence to applicable environmental laws.

B. Ethical Principles: suppliers and manufacturers must commit to conduct their business according to a set of ethical standards that include honesty, integrity, trustworthiness, and respect for the unique intrinsic value of each human being.

C. Employment Standards: Spin Master will do business only with suppliers and manufacturers whose employees work voluntarily, are not at undue risk of physical harm, are fairly compensated, and are not exploited in any way. In addition, the following specific guidelines must be followed:

1. Wages and Benefits: suppliers and manufacturers must provide wages and benefits that comply with all applicable laws and regulations and which match or exceed the local prevailing wages and benefits in the relevant industry or which constitute a "living wage," whichever provides greater wages and benefits.

2. Working Hours: Except in extraordinary circumstances, employees shall (i) not be required to work more than the lesser of (a) 48 hours per week and 12 hours overtime per week, or (b) the limits on regular and overtime hours allowed by the law of the country of manufacture; and (ii) be entitled to at least one day off in every 7-day period.



3. Overtime Compensation: In addition to their compensation for regular hours of work, employees shall be compensated for overtime hours at such a premium rate as is legally required in that country, but not less than at a rate equal to their regular hourly compensation rate.

4. Child Labor: No person shall be employed at an age younger than 15 (or 14 where, consistent with International Labor Organization practices for developing countries, the law of the country of manufacture allows such exception). Where the age for completing compulsory education is higher than the standard for the minimum age of employment stated above, the higher age for completing compulsory education shall apply to this section. Suppliers and manufacturers agree to work with governmental, human rights, and non-governmental organizations, as determined by Spin Master and supplier or manufacturer, to minimize the negative impact on any child released from employment as a result of the enforcement of this Code.

5. Forced Bonded or Compulsory Labor including forms of Modern Slavery and Human Trafficking: There must not be any use of forced labor, whether in the form of prison labor, indentured labor, bonded labor, excessive and involuntary overtime, sexual exploitation, or withholding personal identity papers.

6. Health and Safety: suppliers and manufacturers must provide workers with a safe and healthy work environment and must, at a minimum, comply with local and national health and safety laws. If residential facilities are provided to workers, they must be safe and healthy facilities.

7. Nondiscrimination: suppliers and manufacturers must employ individuals solely on the basis of their ability to perform the job. Suppliers and manufacturers may not discriminate against employees in subsequent personnel decisions.

8. Harassment or Abuse: Every employee shall be treated with dignity and respect. No employee shall be subject to any physical, sexual, psychological or verbal harassment or abuse. Suppliers and manufacturers will not use or tolerate any form of corporal punishment.

9. Freedom of Association: Suppliers and manufacturers must recognize and respect the right of employees to freedom of association and collective bargaining with bargaining representatives of their own choice. No employee shall be subject to harassment, intimidation or retaliation as a result of his or her efforts to freely associate or bargain collectively.

Enforcement: Prior to the annual renewal of applicable agreements with a supplier or manufacturer, suppliers are required to provide the following to Spin Master:

A. The name, owners and/or officers; and addresses, phone numbers, and email addresses of all the suppliers and manufacturers' manufacturing plants that are involved in the manufacturing process of product for Spin Master;

B. Written assurances that it and its contractors adhere to this Code; and



C. A summary of the steps taken, and/or difficulties encountered, during any preceding year in implementing and enforcing this Code at each site.

It is the responsibility of all Spin Master's suppliers and manufacturers to ensure continuous compliance with our Code and to verify that its contractors also comply. Spin Master and its suppliers undertake all efforts to clearly define these obligations to their respective employees with periodic iterative training including processes of internal and independent external monitor.

Approved by the Board of Directors on November 6, 2018