RIVER ISLAND

ANTI-SLAVERY AND HUMAN TRAFFICKING POLICY

1. POLICY STATEMENT

1.1 River Island's commitment to respect human rights is guided by:

1.1.1 The United Nations ("**UN**") Universal Declaration of Human Rights;

1.1.2 The International Labour Organisation's ("**ILO**") Core Labour Standards and its Tripartite Declaration of Principles;

1.1.3 The UN Global Compact principles on Human Rights and Labour Standards;

1.1.4 The UN Convention on the Rights of the Child;

1.1.5 The UN Guiding Principles on Business and Human Rights, which detail the "Protect, Respect and Remedy" framework;

1.1.6 The OECD Guidance for Multi-National Enterprises on responsible business conduct;

1.1.7 The Ethical Trading Initiative Base Code; and

1.2 River Island has fostered and continues to foster an organisational culture that respects dignity and human rights. This culture, both within River Island's operations and in our external business dealings, is implemented through our:

1.2.1 Ethical Code of Conduct Practice (the Ethical Trading Initiative Base Code);

1.2.2 Ethical Policy;

1.2.3 Whistleblowing Policy;

1.2.4 Supplier Agreement and River Island manuals (Factory Standards manual, Health and Safety Guidelines and Worker Employment Guidelines); and

1.2.5 Anti-bribery Policy

together the "River Island Compliance Policies".

1.3 River Island is committed to ethical trading, sourcing and procurement. Ethical sourcing and procurement refers to processes which respect fundamental international standards against criminal conduct and human rights abuse and respond immediately to such matters where they are identified with the aim of resulting in progressive improvements to the lives of people who contribute to supply chains and are impacted by supply chain decisions.

1.4 Modern slavery and human trafficking are gross violations of fundamental human rights. We are committed to acting ethically and with integrity in all our business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery is not taking place anywhere in our own business or in any of our supply chains.

2. WHAT IS MODERN SLAVERY?

2.1 Slavery, in accordance with the UK's 1926 Slavery Convention, is the status or condition of a person over whom all or any of the powers attaching to the right of ownership are exercised. Modern slavery takes various forms all of which have in common the deprivation of a person's liberty by another in order to exploit them for personal or commercial gain including:

2.1.1 **Forced labour** - is defined in international law by the ILO's Forced Labour Convention 29 and 2014 Protocol. It involves coercion, whether by direct threats of violence or more subtle forms of compulsion. They key elements are that work or service is exacted from any person under the menace of any penalty and for which the person has not offered him/herself voluntarily;

2.1.2 **Debt bondage** - victims are forced to work to pay off debts that realistically they will never be able to fulfill. Low wages and increased debts mean not only that they cannot ever hope to pay off the loan, but the debt may be passed down to their children;

2.1.3 **Sexual exploitation** - Victims are forced to perform non-consensual or abusive sexual acts against their will, such as prostitution, escort work and pornography. Whilst women and children make up the majority of victims, men can also be affected. Adults are coerced often under the threat of force, or another penalty.

2.1.4 **Criminal exploitation** - Victims are forced into crimes such as cannabis cultivation or pick pocketing against their will;

2.1.5 **Domestic servitude** - Victims are forced to carry out housework and domestic chores in private households with little or no pay, restricted movement, very limited or no free time and minimal privacy often sleeping where they work.

2.1.6 **Human trafficking** is the arrangement or facilitation of the travel of another person, either across borders or within a single country, with a view to that person's sexual or non-sexual exploitation.

3. SCOPE OF POLICY

3.1 This policy sets out River Island's commitment to ensuring there is transparency in our own business and in our approach to tackling modern slavery throughout our supply chains, consistent with our obligations under the Modern Slavery Act 2015. It applies to all of our business units, operations, functions, and staff, including but not limited to legal entities, acquisitions, disposals, outsourcing arrangements, new products, new asset classes and strategic projects. These may be referred to generally as "the business" or "businesses".

3.2 We expect the same high standards from all of our contractors, suppliers and other business partners, and as part of our contracting processes, we expect our suppliers to comply with all of River Island's Compliance Policies and we expect that our suppliers and subcontractors will hold their own suppliers to the same high standards.

3.3 This policy applies to all persons working for us or on our behalf in any capacity, including employees at all levels, directors, officers, agency workers, seconded workers, volunteers, interns, agents, contractors, external consultants, third-party representatives and business partners.

4. TRANSPARENCY IN OUR GLOBAL SUPPLY CHAIN

4.1 River Island is committed to ensuring that we adequately report our progress in eradicating slavery and human trafficking according to suitable benchmarks and frameworks, which we will continue to keep under review.

4.2 As a supplier of goods in the UK, River Island has an obligation under the Modern Slavery Act 2015 to publish an annual statement setting out the steps which we have taken during the financial year to ensure that slavery or human trafficking is not taking place in any of our supply chains or in any part of our business, or a statement that we have taken no such steps.

4.3 This is a developing area and River Island's approach will evolve over time. However, we envisage that some of the steps which we will be taking to ensure that our global supply chain is free from slavery and human trafficking will include:

4.3.1 Mapping and creating a risk based assessment of our global supply chain;

4.3.2 Monitoring and reviewing procurement processes and supplier contracts to ensure that suppliers are required to comply with appropriate standards relating to the use of labour in accordance with this policy;

4.3.3 Proactive supplier risk management, including regular audit and verification of supplier contracts through its own personnel or through a third party independent auditor, on an announced or unannounced basis;

4.3.4 Training of employees and management who have direct responsibility for supply chain management, particularly with respect to mitigating risks within the supply chain, and extending our training processes to those within our supply chain where reasonably possible and appropriate to do so; and

4.3.5 Identification of key performance indicators allowing progress to be benchmarked and monitored.

4.4 The annual statement will be approved by the Board of Directors and signed by a director authorised by the Board of Directors and published on River Island's website.

5. REPORTING OBLIGATIONS

5.1 We are committed to investigating and addressing concerns relating to modern slavery and human trafficking which are raised over and above our own due diligence and anti-slavery risk assessments.

5.2 Staff are expected to raise concerns about any issue or suspicion of modern slavery in any parts of our business or supply chains of any supplier tier at the earliest possible stage. If you believe or suspect a breach of this policy has occurred, or that it may occur, you must report it in accordance with our Whistleblowing Policy as soon as possible.

5.3 If you are unsure about whether a particular act, the treatment of workers more generally, or their working conditions within any tier of our supply chains constitutes any of the various forms of modern slavery, raise it with your manager or Contact our Ethical Trade Department on csr@river-island.com

5.4 Modern slavery concerns or grievances should in the first instance be communicated to our Ethical Trade Department by email on csr@river-island.com. If the matter concerns River

Island employees, the complaint may then be passed internally to our Human Resources team. River Island recognises that an individual may not wish to be identified during the course of raising a concern. In such circumstances, River Island will do everything possible to protect the person's identity and will not disclose it without their consent. If it proves impossible to resolve the matter without revealing the individual's identity, the member of management dealing with the matter will discuss with them whether and how to proceed. In some cases, however, confidentiality cannot be absolutely guaranteed as the very fact of the investigation may serve to reveal the source of the information, the statement of the person raising the concern may be needed as part of evidence against the perpetrator, or legal proceedings at a later stage may require the individual to appear as a witness.

5.5 We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken. We are committed to ensuring no one suffers any detrimental treatment as a result of reporting in good faith their suspicion that modern slavery or human trafficking of whatever form is, or may be, taking place in any part of our own business or in any of our supply chains. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the Ethical Trade Department immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure.

6. WHAT ACTION WILL RIVER ISLAND TAKE IF A VIOLATION OF THIS POLICY IS IDENTIFIED?

6.1 The action which the River Island will take will vary, depending on the nature and severity of the impact which has been identified either through our own due diligence, or due to a complaint, campaign or protest action. Verification of the allegations or human rights issue, and the given facts in the case, are a critical starting point and may require independent investigation and, where the issues and claims are complex, access to expert advice.

6.2 If a direct cause or connection to the River Island's business can be shown, then any follow-up remedial action will depend on the degree of influence that River Island has over the situation and its relationship to the affected parties. Some situations may require co-operation or engagement with government agencies, judicial authorities or non-government bodies. In some cases existing operational-level grievance mechanisms will be sufficient to resolve an issue.

6.3 If, following support and guidance to remediate any issue which is identified, any contractor, subcontractor, supplier, or vendor violates this policy, or wilfully, knowingly or negligently allows subordinates to do the same, River Island will reconsider that commercial relationship with that organisation, which may lead to the termination of contracts or other sanctions. Violations, or suspected violations, will be reported to law enforcement agencies where appropriate.

6.4 Employees are required to avoid any activity that might lead to, or suggest, a breach of this policy. Any employee who breaches this policy will face disciplinary action which could result in dismissal for misconduct or gross misconduct.

7. GOVERNANCE AND RESPONSIBILITY

7.1 The prevention, detection and reporting of modern slavery in any part of our business or supply chains is the responsibility of all those working for us or under our control. You must ensure that you read, understand and comply with this policy.

7.2 The River Island Compliance Policies support delivery of our commitment to eradicate modern slavery and human trafficking in our business and supply chain. Our Ethical Trade Department monitors compliance with these Policies.

7.3 We recognise that senior-level participation is paramount. As such, our CEO, the Board of Directors and a cross-functional team of specialists in procurement and outsourcing, risk and human resources are involved in our group-wide due diligence and compliance processes.

7.4 The Board of Directors has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.

7.5 The Ethical Trade Manager has primary and day-to-day responsibility for implementing this policy, monitoring its use and effectiveness, dealing with any queries about it, and auditing internal control systems and procedures to ensure they are effective in countering modern slavery and human trafficking.

7.6 Management at all levels are responsible for ensuring those reporting to them understand and comply with this policy and are given adequate and regular training on it and the issue of modern slavery in supply chains.

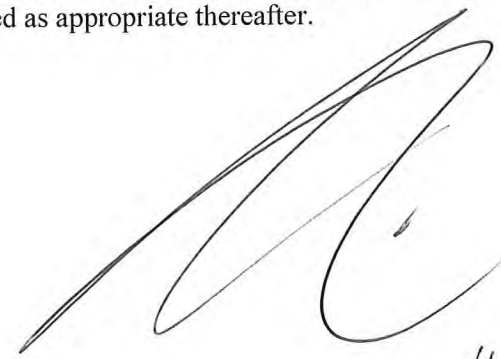
7.7 Where a business enters into internal or external outsourcing arrangements, it may delegate operations but cannot delegate responsibility or accountability for human rights and anti-slavery and must ensure appropriate contracts, monitoring frameworks and reporting procedures are in place in accordance with this policy.

8. COMMUNICATION AND AWARENESS OF THIS POLICY

8.1 Training on this policy, and on the risk our business faces from modern slavery in its supply chains, forms part of the induction process for all individuals who work for us, and regular training will be provided as necessary.

8.2 Our approach to modern slavery and human trafficking shall be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and reinforced as appropriate thereafter.

Signed



Date in force

11/4/2018