

Supplier Code of Conduct

Bread Financial Holdings, Inc. and its subsidiaries, including Comenity Bank and Comenity Capital Bank (collectively, “**Bread Financial**”) are committed to conducting business with integrity and in a legal, ethical and responsible manner. We seek to engage with Suppliers who demonstrate the same level of integrity and commitment to legal, ethical and responsible business practices.

This Supplier Code of Conduct (the “**Supplier Code**”) outlines the expectations Bread Financial has of its Suppliers. For purposes of this Supplier Code, a “**Supplier**” is any business, company or other third-party entity or individual that provides, or seeks to provide, any kind of good or service to Bread Financial, and includes the Supplier’s employees, agents, subcontractors and other representatives. We expect our Suppliers to meet the standards and principles set out in our Supplier Code, as well as applicable laws and regulations, when conducting business with or on behalf of Bread Financial. If there is a conflict between provisions of the Supplier Code and any specific terms in a Supplier’s contract with Bread Financial, the terms in the contract will prevail. This Supplier Code does not constitute an employment contract or create an employment relationship between Supplier employees and Bread Financial.

Legal Compliance and Governance

Suppliers must be committed to good corporate governance, conducting business honestly and ethically and operating in compliance with all applicable laws, rules and regulations. Certain key laws and standards that Bread Financial expects its Suppliers to uphold are as follows.

- Anti-Bribery and Anti-Corruption. Suppliers must act with utmost integrity, honesty and transparency and comply with all applicable anti-bribery and anti-corruption laws and regulations. Suppliers and those acting on their behalf shall not promise, give or accept any bribe, improper fee, kickback, gift, entertainment or other item of value to or from another person or entity in order to obtain or retain business. Bread Financial does business on the merits of services and products, not based on any form of bribery or other corrupt or unethical business practice.
- Insider Trading. Suppliers must comply with insider trading laws, which prohibit trading in a company’s securities while in possession of material non-public information. These laws also prohibit tipping material non-public information to others so they can trade in securities. Material non-public information is information that is not publicly available and that a reasonable investor would consider important in making an investment decision.
- Accounting and Financial Reporting. Suppliers must ensure that their accounting and financial records are accurate and complete. The falsification of any books, records, documents or accounts relating to the business of Bread Financial is prohibited.
- Antitrust and Competition Laws. Suppliers must comply with all applicable antitrust and competition laws. Engaging in price fixing, bid rigging, allocation agreements, the unlawful exchange of competitively sensitive information and other unfair dealings is prohibited.

- Trade Laws. If a Supplier relationship involves international trade, we expect our Suppliers to be knowledgeable and abide by all applicable laws. Suppliers must cooperate with any applicable U.S. Treasury Department's Office of Foreign Assets Control embargo sanctions prohibiting business with certain countries, agencies and individuals.
- Conflicts of Interest. Bread Financial is transparent in its business dealings and avoids situations that call into question its business objectivity or where individual interests conflict with those of Bread Financial. We expect our Suppliers to disclose any actual, potential or perceived conflicts of interest prior to initiating their relationship with us, or as soon as a Supplier becomes aware of a conflict of interest.
- Gifts and Entertainment. Suppliers should not offer gifts or entertainment to Bread Financial or its associates in an attempt to improperly influence Bread Financial's behavior or that are otherwise unlawful, unethical or improper. Bread Financial has restrictions on the types and value of gifts and entertainment that an associate may accept from a Supplier or other business relationship and approval is required prior to accepting gifts or entertainment in certain circumstances.
- Safeguarding Confidential Information and Bread Financial Property. Suppliers must safeguard any sensitive, confidential or proprietary information they receive from Bread Financial and may use such information only for the purposes identified and directed by Bread Financial. Suppliers must ensure that they have in place and use appropriate security, including cybersecurity, physical security and internal controls to protect such information. The foregoing shall be in addition to any other confidentiality obligations that Suppliers may have pursuant to a contract or other agreement with Bread Financial.

Suppliers should respect Bread Financial physical and electronic assets and use them appropriately for business purposes and abide by all access and network security policies. When Suppliers are on Bread Financial premises, they must adhere to applicable Bread Financial protocols and policies, including those related to badging, access, security, health and safety.

- Intellectual Property. Bread Financial's intellectual property is an important asset and critical to our business. Suppliers are expected to respect the intellectual property rights of others and take necessary precautions to safeguard and protect Bread Financial's intellectual property rights.

Employment Laws/Human Rights

Bread Financial is committed to ensuring a safe, fair, respectful and inclusive workplace for its associates, which includes maintaining a company culture where discrimination, harassment and retaliation are prohibited.

- Working Hours, Wages and Benefits. Suppliers must comply with all applicable wage and hour laws and regulations governing employee compensation, working hours, breaks, time off, and employee classification, and must generally apply sound employee relations practices. Working hours, wages and benefits must be consistent with applicable laws and industry standards, including those pertaining to minimum wages, overtime, other elements of compensation and legally-mandated benefits.
- Health and Safety. We expect our Suppliers to provide and maintain a working environment that, at a minimum, meets applicable occupational health and safety laws and regulations. Suppliers should have standards that prevent the use of illegal substances at work and prevent behavior that appears to be violent or threatens the health or safety of employees.

- No Discrimination, Harassment or Retaliation. We expect our Suppliers to offer equal employment opportunities, embrace inclusion and belonging, value their employees and treat them fairly. We further expect our Suppliers to maintain policies prohibiting discrimination, harassment and retaliation based on any status protected by applicable law.
- Freedom of Association. Suppliers should recognize, respect and protect employees' lawful rights to freely associate and collectively bargain in accordance with applicable laws and regulations and without fear of retaliation.
- Human Rights. Bread Financial is committed to protecting human rights as set out in its [Human Rights Statement](#), and we expect our Suppliers and other third parties to share in this commitment to human rights. At a minimum, Suppliers must comply with all applicable labor and employment laws and regulations in the countries in which they operate and must not engage in any activity, practice or conduct in violation of such laws and regulations. Bread Financial expects the entities with which it does business to conduct their business free from human rights abuses. Suppliers must not participate in, or benefit from, any form of slavery, human trafficking, or any other forced, compulsory or child labor. Suppliers are required to comply with applicable child labor laws and employ only workers who meet the applicable minimum legal age requirement in their countries of operation.

Environmental Responsibility

Bread Financial recognizes the importance of environmental stewardship and understands it has a role to play in protecting and preserving the environment. We have established scopes 1, 2, and 3 greenhouse gas targets as part of our commitment to reducing environmental impact. Bread Financial encourages its Suppliers to do the same so we can collectively deploy more sustainable operations.

Suppliers are required to operate in compliance with all applicable environmental laws and should endeavor to conserve natural resources whenever possible and minimize any adverse impacts their operations have on the environment. Suppliers should strive to measure and reduce their energy and water use, waste generation, greenhouse gas emissions and other environmental impacts applicable to their operations. Bread Financial may request data from Suppliers to support Bread Financial's environmental reporting needs.

Supplier Opportunity

Bread Financial is committed to mutually-beneficial relationships, creating value, and ensuring all Suppliers have a fair and equal opportunity to be included in Bread Financial's sourcing and procurement process. We encourage our Suppliers to provide fair and equal opportunities for qualified suppliers as well.

Representing Bread Financial to the Public

Suppliers may not use Bread Financial's name or official logo in press releases or other outside communications without prior approval from Bread Financial's Corporate Affairs department.

Suppliers who wish to publicly present, speak, draft articles or create publications solely or in conjunction with Bread Financial associates regarding services performed for Bread Financial must receive written preapproval from Bread Financial management, as well as Legal and the Corporate Affairs department.

Suppliers should not engage in any activity on behalf of Bread Financial without Bread Financial's prior authorization. This includes, but is not limited to, projects or presentations outside the scope of the engagement, sponsorships, political contributions, charitable donations or lobbying.

Compliance

Failure to meet the expectations set forth in the Supplier Code could affect current and/or future business with Bread Financial. Bread Financial reserves the right to make reasonable inquiries or audits of its Suppliers to ensure compliance with the Supplier Code.

Reporting Issues or Concerns

Suppliers are expected to report to Bread Financial any concern related to this Supplier Code, including concerns or questions regarding actual or suspected illegal or unethical conduct or questionable practices. Such reports can be made by contacting:

- the assigned Relationship Owner (*i.e.*, engagement owner) at Bread Financial
- the Ethics Office at CorporateEthics@breadfinancial.com or 214-494-3507
- the Ethics Helpline at www.breadfinancial.ethicspoint.com or 877-217-6218 (U.S. and Canada) or 000 800 9191 189 (India) (confidential and available 24/7)

Bread Financial prohibits retaliation against anyone who files a report in good faith.

Questions

Any questions regarding this Supplier Code should be directed to Bread Financial's Ethics Office at CorporateEthics@breadfinancial.com or 214-494-3507.