



Supplier Code of Conduct

We at Somnigroup International Inc. and our global subsidiaries (“Somnigroup” or “we”) believe in doing business with suppliers, vendors, contractors, manufacturers, distributors and consultants (each a “Supplier” and collectively the “Suppliers”) who uphold our values as ethical and responsible corporate citizens. We are on a journey to promote greater environmental and social responsibility and seek Suppliers who will join us on this journey. This Supplier Code of Conduct (“Code”) establishes our standards that we desire our Suppliers to uphold. We also encourage our Suppliers to have similar expectations of their supply chain in order to join us on this journey.

We welcome our Suppliers to create and develop best practices that exceed the standards set forth in this Code.

1. Lawful and Ethical Behavior

1.1 Ethics and Code of Conduct

- 1.1.1 Supplier will seek to comply with all of Somnigroup’s policies relating to ethical and professional conduct. We refer you to our Code of Business Conduct and Ethics at:
<http://somnigroup.com/codeofconduct>

1.2 Laws and Regulations

- 1.2.1 Supplier will comply with all applicable laws and regulations in each country where it operates.

1.3 Improper Payments and Bribes

- 1.3.1 Supplier will comply with all applicable anti-bribery and anti-corruption laws, including the Foreign Corrupt Practices Act of the United States, the Bribery Act of 2010 of the United Kingdom and all other applicable anti-corruption laws around the world, regardless of local custom or practice.
- 1.3.2 Supplier will not pay bribes or engage in corrupt practices in order to advance Somnigroup’s business interests.

2. Labor Practices

2.1 Compensation

- 2.1.1 Supplier will fairly compensate its employees by providing wages and benefits that are in compliance with all applicable laws of the jurisdictions in which Supplier does business or which are consistent with the prevailing local standards in the jurisdictions in which Supplier does business.

2.2 Working Hours

- 2.2.1 Supplier will maintain reasonable employee work hours in compliance with local standards and applicable laws of the jurisdictions in which Supplier does business or produces or transports products.
- 2.2.2 Supplier will comply with all applicable laws of the jurisdictions in which the Supplier does business relating to the provision of vacation time, holidays, and leave privileges for employees.

2.3 Child Labor

- 2.3.1 Supplier will comply with all applicable laws of the jurisdictions in which the Supplier does business relating to child labor for the manufacture, assembly, packaging, or transport of the products or for any other activity.
- 2.3.2 Supplier will not employ a person younger than permitted by applicable law in the relevant jurisdiction.

2.4 Non-Discrimination

- 2.4.1 Supplier will seek not to discriminate in employment on the basis of gender, race, ethnicity, social origin, religion, age, disability, sexual orientation, national origin, or political opinion.

2.5 Harassment

- 2.5.1 Supplier will seek to establish a work environment that does not subject any of its employees to physical, sexual, psychological or verbal harassment or abuse.

2.6 Freedom of Association and Collective Bargaining

- 2.6.1 Supplier will ensure that all of its employees working in the United States have the right to establish and join legal organizations of their own choosing, without being penalized for the non-violent exercise of such rights.

3. Health and Safety

3.1 Occupational Safety

- 3.1.1 Supplier will make efforts to establish procedures and systems to manage, track and report occupational injury and illness and to take corrective measures.
- 3.1.2 Supplier will make efforts to eliminate or minimize physical hazards where possible and provide workers with appropriate protective gear.
- 3.1.3 Supplier will make efforts to provide necessary medical treatment and facilitate workers' rights to return to work.

3.2 Safety and Health Training

- 3.2.1 Supplier will make efforts to provide workers with appropriate workplace health and safety information and training. Supplier will make efforts to post safety data sheets for hazardous or toxic substances and properly train workers who may come into contact with such substances in the workplace.

3.3 Emergency Preparedness

- 3.3.1 Supplier will make efforts to implement emergency preparedness procedures, which shall include emergency reporting, employee notification and evacuation procedures, worker drills, fire suppression equipment and adequate exits.

3.4 Sanitation

- 3.4.1 Supplier will make efforts to provide sanitary toilet facilities, potable water and sanitary food preparation and eating facilities wherever appropriate.

4. Environment

4.1 Environmental Laws

- 4.1.1 Supplier will comply with all local, state, and national environmental laws and regulations pertaining to, but not limited to, hazardous materials, stormwater, safety, storage, use, waste, permits, approvals and reporting.

4.2 Environmental Policy

- 4.2.1 Supplier will make efforts to mitigate environmental impacts and conserve resources and energy in all operations.
- 4.2.2 Supplier will make efforts to use materials and processes that support sustainability in the environment.

4.3 Responsible Sourcing of Minerals

- 4.3.1 Supplier will comply with all of Somnigroup's policies relating to "conflict minerals." We refer you to our Conflict Minerals Policy, which can currently be found at:
<http://investor.tempursealy.com/static-files/115d14f8-37d5-4ab9-a6ad-d23639e347ce>

5. Governance Practices

5.1 Audits

- 5.1.1 Supplier may be subject to audits for all internal and external business operations by Somnigroup or a designated auditor on behalf of Somnigroup.

5.2 Ethics Line

- 5.2.1 Somnigroup maintains an ethical violation hotline. Supplier's employees and its subcontractors' employees are invited to use Somnigroup's Ethics Line to report to Somnigroup any instances of violations of this Code or any other issues involving Somnigroup related matters. There are three easy ways to report violations of the code.

1. By mail:

Somnigroup International Inc.

Attn: Chairman of the Nominating and Governance Committee

1000 Tempur Way

Lexington, KY 40511

2. Through the Corporate Governance Ethics Line:

1-800-520-4294 (North America Toll Free)

Text: 859-295-3642 (North America)

1-800-461-9330 (International Direct Dial Worldwide Toll);
Alternatively, please visit the Ethics Line website to find a country's local number.

3. Through the Ethics Line Web Submission System:

<http://somnigroup.com/ethicsline>

5.3 Whistleblower Protection

- 5.3.1 Supplier and its subcontractors will make efforts to maintain an internal grievance program that provides anonymity (where allowed by local laws), non-retaliation protection, and confidentiality.

5.4 Data Privacy and Cyber Security

- 5.4.1 Supplier will comply with all applicable laws of the jurisdictions in which the Supplier does business relating to data privacy and cyber security laws, including where applicable, the European General Data Protection Regulation and the California Consumer Privacy Act.

6. Amendments

- 6.1 This code may be updated, amended or supplemented by Somnigroup management from time to time.