

LIVING BY OUR VALUES

A MESSAGE FROM OUR CEO

Ethics, honesty and integrity – our core values and where everything starts at La-Z-Boy Incorporated. Our founders held these principles in high regard when they established the company in 1927. Today these same ideals guide us in everything we do.

For 94 years, each employee has contributed to our reputation as an ethical and responsible company, and it is our responsibility to uphold and preserve that reputation. Ensuring we always do the right thing enables us to maintain the trust of our colleagues, customers, suppliers, the communities in which we operate and all other stakeholders. That commitment is an integral part of our company culture and operating philosophy, allowing us to *Build Something Amazing* in a myriad of ways every day..

We expect the best from everyone in the organization, and you should always act with the highest ethical standards. The best way to live up to these standards is to read this Code of Conduct and follow it in everything you do. We all must do our part to put our values into action, and that includes speaking up when you know others are doing something wrong. Anyone who reports a genuine concern is protected by our zero-tolerance policy for retaliation—something we consider to be paramount to creating a respectful and safe workplace.

Let's continue our commitment to maintaining the ethical workplace we all enjoy today that is so critical to our success.

MELINDA D. WHITTINGTON

President and Chief Executive Officer

Let's continue our commitment to maintaining the ethical workplace we all enjoy today that is so critical to our success.

HOW WE DO IT





Code of Conduct



How We Do It



TEAM AT
THE CORE



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INTRODUCTION TO OUR CODE AND YOUR ROLE

La-Z-Boy [enriches people's lives](#) by transforming houses into [homes](#)



At La-Z-Boy, our Code of Conduct is more than just a list of do's and don'ts – our Code describes who we want to be as a company. It lays out key behaviors we want to encourage, and some we won't permit. Please read our Code carefully, so that you can help us be our best!

We're committed to:

ACTING WITH INTEGRITY

We behave honestly, ethically, and lawfully. If something seems wrong, we **Speak Up**

TREATING OTHERS WITH RESPECT

We know our workplace runs best when we help each other and work as a team.

WORKING SAFELY

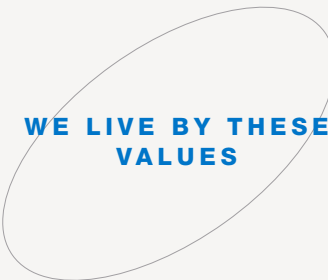
We keep ourselves and our co-workers safe.

BUILDING QUALITY

We make furniture and deliver services of the highest quality.

BEING GOOD PARTNERS

We treat our partners and communities fairly.



The rest of this Code of Conduct gives you more details on each of these commitments. Read on – and reach out if you need help.

Of course, our Code can't address every possible scenario, but you can review additional written policies that go into more detail about specific conduct and compliance issues. Be sure to read and follow all policies that apply to your work and please talk to your supervisor or one of the other **resources listed in our Code** if you have any questions.

Finally, rest assured our Code applies to *everyone* at La-Z-Boy. Everyone working at La-Z-Boy, including our subsidiaries, contractors working for us, and even our Board of Directors, must follow our Code. This is so important to us that if you violate our Code, policies, or the law, you may face disciplinary action, up to and including termination.

SEEKING HELP

Speak Up if you think something may be wrong. If you think we are making a mistake or someone may be violating our Code, please **Speak Up** so that we can fix it!

- If you're comfortable, start by talking to your **supervisor** – especially if the issue relates to your day-to-day work.
- If you're *not comfortable* talking to your direct supervisor, you can go “up the chain” and speak to a **senior manager** or **Human Resources**.
- You can also contact the **Ethics Hotline**. Reports made to the hotline go directly to the Corporate Compliance team at Headquarters and can be made confidentially and even without providing your name if need be – although the more detail you can provide, the better we can investigate. (Hotline: **1-866-480-6136** or **<https://la-z-boy.alertline.com>**)

DOES “EMPLOYEE” INCLUDE ME?

Throughout this document, when we use the term “employee”, we mean everyone that does work for us. So even if you're an independent contractor, or work at one of our subsidiaries like England, LZB Casegoods, or Joybird, everything here applies to you.

INVESTIGATIONS

La-Z-Boy takes all reports seriously and handles investigations as confidentially as possible. Anyone making a report should know that the Company may not be able to share all of the details of an investigation when we're done, but we are committed to conducting fair investigations and addressing all issues.

NO RETALIATION

Because we need all employees to **Speak Up**, ask questions, and report concerns, we do not tolerate retaliation. (At the same time, we expect employees to not knowingly make false accusations or reports. Those who do will face discipline.)



OUR SUPERVISORS MUST:

- Ensure that employees understand our Code
- Maintain an open-door policy and encourage questions and reporting
- Regularly encourage discussion of compliance and ethics topics
- Report serious issues (such as harassment, potential fraud, or other illegal behavior) to the Corporate Compliance team for investigation
- Keep reports confidential and ensure that there is NO retaliation

SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

- Q** After experiencing harassment from a coworker, you report the incident to Corporate Compliance. A few days later, your supervisor pulls you aside to tell you that you should have just reported the incident to him, instead of “getting Corporate involved.” He seems mad, and you’re worried that he might treat you differently now. What should you do?
- A** You should report your supervisor’s comments to Corporate Compliance, because it could be seen as intimidation or retaliation, and that’s not okay. No one should discourage you from reporting a concern.

RESPECT AND SAFETY

Our Commitment to Each Other



MUTUAL RESPECT

We're a team, and we act like one. We collaborate and help each other succeed, we treat everyone with respect, and we do not let anyone intimidate, harass, or discriminate against our fellow employees.

WE...

- **Do** treat others with respect, consideration, and kindness
- **Do** consider how our actions might affect our team
- **Do Speak Up** if we see anyone being mistreated

WE...

- **Don't** discriminate based on protected characteristics, such as race, religion, pregnancy, sexual orientation, gender identity or expression, national origin, age, or disability
- **Don't** engage in any harassing behavior, such as offensive comments, obscene gestures, bullying, or unwanted touching
- **Don't** ignore bad behavior – we report it

SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We get our best results when everyone feels comfortable and can contribute to our success!

- Q** In the break room, one of your co-workers is telling a dirty joke that seems to be making another co-worker uncomfortable. What should you do?
- A** You could try to assist by intervening. This means interrupting the conversation to change the subject or asking the joke-teller to stop. If you are worried about the consequences of intervening, you can tell Human Resources about the issue instead.
- Q** Your supervisor interviewed a candidate for a warehouse position but says she decided not to hire him because he “sounded too feminine for heavy lifting.” You can't tell if she's joking or not. Should you say something?
- A** Yes. Refusing to hire someone based on gender or perceived sexual orientation is just wrong – and it's against our policy and against the law. Even if your supervisor was joking, the joke is inappropriate, and therefore against La-Z-Boy policy.
- Q** You've noticed that your manager often hugs one of your co-workers in a way that you think is inappropriate. It's been going on for some time now, so you guess your co-worker must be fine with it. Should you do anything about it?
- A** Please don't assume that your co-worker is okay with the behavior – they may be thinking they can't Speak Up. You should Speak Up by asking your co-worker if they feel uncomfortable or by reporting the behavior. We don't want to let bad behaviors continue!

WORKPLACE SAFETY AND PRIVACY

Our physical safety and security are job one. A safe and healthy workplace allows us to focus on our goals and customers.

In addition to physical safety and security, La-Z-Boy is also committed to keeping our employees' personal information private and secure.

WE...

- **Do** follow all safety, health, and environmental policies
- **Do** look out for hazards and **Speak Up** if we see something unsafe
- **Do** stay alert and attentive while on the job
- **Do** follow all policies and procedures to keep personal employee data confidential – whether you're accessing, collecting, storing, transmitting, destroying, or otherwise using employee data

WE...

- **Don't** ignore any potential safety issues
- **Don't** make threats or intimidate others
- **Don't** possess weapons on company premises
- **Don't** work while impaired by drugs or alcohol
- **Don't** share employee data with anyone, inside or outside La-Z-Boy, without proper authorization

HELP KEEP OUR WORKPLACE SAFE AND LOOK FOR SIGNS OF DISTRESS...

- **Does someone seem confused, disoriented, or impaired on the job?**
- **Are you concerned about a drug or alcohol issue?**
- **Has someone made threats or behaved violently?**
- **Do you or does someone else feel unsafe or threatened?**

Seek help and report concerns immediately to a supervisor, Human Resources, or our Ethics Hotline. La-Z-Boy also offers an Employee Assistance Program designed to help employees who may be struggling with drug or alcohol addiction, domestic violence, mental health issues, and other concerning situations.



SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to speak up when we have concerns about the safety or security of our shared workplace.

Q You notice that a co-worker is operating a machine without the required safety equipment. You know from experience that the safety equipment can make the job go more slowly. What should you do?

A Safety always comes first. You should immediately remind your co-worker about the proper procedure and then report the issue to your supervisor. Perhaps your team can work together to come up with a solution to operating the machine safely *and* efficiently.

Q You are asked to do some file cleanup, and you find records of employee medical information from the onsite clinic. Can you toss these files in the garbage?

A No. We shred material with sensitive employee data or use a locked confidential scrap bin.

QUALITY

Our Commitment to Our Customers



QUALITY OF PRODUCT

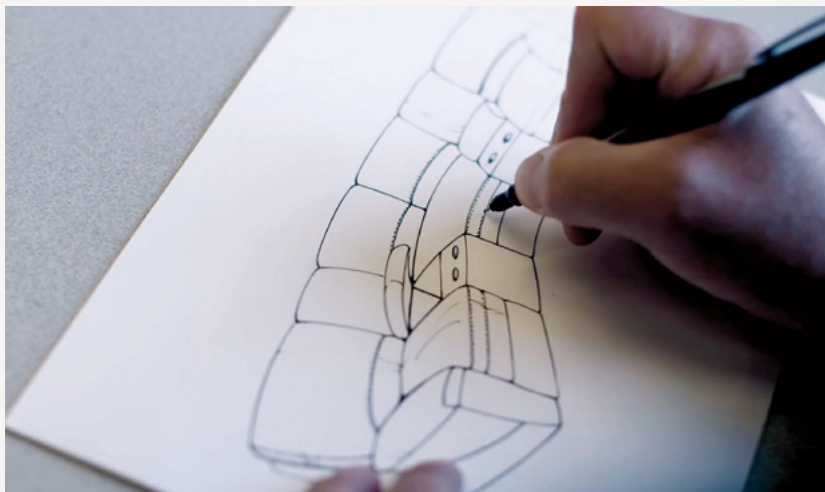
We will only deliver products that live up to the La-Z-Boy name! We make great furniture that's comfortable, safe, and reliable and that exceeds customer expectations. The only way we can do that is if every one of us is committed to quality work.

WE ...

- **Do** follow all quality and safety policies and procedures
- **Do** participate in training to learn methods and consistently improve quality
- **Do** suggest new ideas and seek to improve our products

WE ...

- **Don't** sacrifice safety or quality for any reason
- **Don't** ignore regulations or standards that govern our products



SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We never let products go to market that might have quality issues. **Speak Up** if you have a question or concern about the quality or safety of any product or process!

- Q** You notice that a production teammate isn't following all the appropriate steps for upholstering. She tells you that the designated procedure is "overkill" and that her way saves time. What should you do?
- A** Report the incident to your immediate supervisor. Following procedure – even when it seems inconvenient – is absolutely critical to the safety and quality of our products. If appropriate, the production team can work together with Company experts to see if there is a more efficient way to proceed without sacrificing quality or safety.

QUALITY OF SERVICE

All La-Z-Boy ads and marketing materials tell the truth about our offers and our products. Honesty allows us to maintain the trust we've built with our customers over nearly 100 years in business. We treat our customers with respect and maintain a warm, welcoming, and safe environment at our facilities.

WE ...

- **Do** ensure that advertising materials are truthful and that any claims we make can be substantiated
- **Do** deal honestly with our customers and follow through on our commitments to them
- **Do** take customer concerns and complaints seriously and address them promptly

WE ...

- **Don't** misstate, exaggerate, or mislead in our advertising or product claims
- **Don't** say "anything necessary" in order to close a deal – we only tell the truth
- **Don't** ignore quality, safety, or customer concerns

SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** if we have questions or concerns about customer experience.

- Q** You overhear your co-worker at a retail store talking to customers about a product warranty. The information he's giving them sounds great... but it's not completely correct. The customers seem really interested. What should you do?
- A** You should take your co-worker aside and make sure they correct the error with the customers before any purchase, even if it means the purchase doesn't happen. Our reputation is built on honesty.
- Q** You see one of our online advertisements and notice that the product photo doesn't match up with the description – the photo is of a more expensive product than the one described. Since the advertisement is already up, should you do anything?
- A** Yes. You should report the issue to management so that it can be corrected as soon as possible. We all have a role in making sure that our advertising and marketing materials are accurate.

CUSTOMER PRIVACY

We have the utmost respect for our customers' privacy, and we're committed to keeping their data secure and protected from loss and misuse. Private customer data includes:

- Name
- Address
- Phone numbers
- Credit card or banking information
- Any other identifying information

WE ...

- **Do** follow all policies, procedures, and laws when accessing, collecting, storing, transmitting, destroying, or otherwise using customer data
- **Don't** share customer data with anyone, inside or outside La-Z-Boy, without proper authorization



SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** if we believe a customer's personal information or privacy may have been breached or is in danger of being breached. Privacy issues can be complicated, so make sure to ask if you have any questions.

Q Your co-worker overhears one of your customers tell you that he's a photographer. Your co-worker asks if she can access the customer's personal email from their purchase so she can get in touch to possibly hire him, rather than searching for his business information online. Is this okay?

A No. You shouldn't access or use customer data unless there is an authorized business reason.

PARTNERSHIP

Our Commitment to Our Communities



ENVIRONMENTAL SUSTAINABILITY

At La-Z-Boy, we are responsible stewards of our shared environment. We preserve and protect our resources and minimize our environmental impact.

WE ...

- **Do** recycle, reduce waste, and maximize energy efficiency
- **Do** consider environmental protections and sustainability when making our business decisions

WE ...

- **Don't** sacrifice sustainable practices for short-term business goals
- **Don't** ignore our environmental policies and procedures, or any applicable laws or regulations



SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** if we have questions about sustainability or the environment.

Q You notice a co-worker dumping some solvent in the parking lot. When you ask him about it, he says that the disposal area is full, and the solvent will evaporate so it's no big deal. Should you report this to management?

A Definitely. We do not violate environmental policies, procedures, regulations, or laws simply because it's expedient.

Q You overhear one of our vendors picking up scrap for recycling, and he says everything that gets picked up goes right to the same city dump. Should you mind your own business, or say something to management?

A You should **Speak Up** and let your management know what you heard – the vendor employee may be wrong, but if the Company is paying for recycling and not getting that service, we need to know. Just because it is a vendor rather than our own employee, don't ignore the possibility that something is going wrong.

Q You have an idea for generating less waste in our break area. It's just a small idea, but you think it might work. Should you say something?

A Yes – we appreciate everyone sharing ideas to reduce waste!

HUMAN RIGHTS

We believe in treating all people with respect and dignity, and we demand that our partners do the same. All La-Z-Boy partners and suppliers must provide working conditions that are fair, non-discriminatory, and safe.

WE...

- **Do** expect our partners, including suppliers, to uphold these principles as well
- **Do** follow all applicable labor regulations and laws

WE...

- **Don't** tolerate any form of harassment, bullying, or discrimination
- **Don't** allow or tolerate any form of forced labor, slavery, human trafficking, or child labor



SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** to our management team, Human Resources or Corporate Compliance if we have concerns about human rights.

- Q** You visit a supplier's warehouse on an overseas business trip and notice that some of the workers appear to be very young. You're not sure what the minimum age requirement is for employees, and the facility is not operated by La-Z-Boy. What should you do?
- A** Even if you're not sure that the supplier is doing anything wrong, you should still report your concern to your supervisor or one of the other reporting **resources listed in our Code**. The correct department will then be able to verify that the supplier is abiding by the Supplier Code of Conduct and the law.

BRIBERY AND CORRUPTION

We don't offer or accept bribes, and we do not abuse our power or position within the Company for personal gain. We must be careful when working with government officials (including employees of government-owned businesses) **not** to provide any excessive gifts, favors, or other benefits that could be interpreted as a bribe.

WE ...

- **Do** follow our **Anti-Bribery and Corruption Policy** and all applicable laws
- **Do** maintain appropriate relationships with government officials and commercial partners

WE ...

- **Don't** work with partners, contractors, or other third parties who would offer bribes on our behalf
- **Don't** provide anything of value to a government official for their personal use with the intent of gaining or retaining business or improperly influencing business decisions
- **Don't** provide cash, cash equivalents (such as gift cards), gifts, non-business-related travel, entertainment, favors, donations, or other benefits that could be interpreted as a bribe, even if it's local practice or "custom" to do so

SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** if we have questions about bribery or corruption.

Q You are working with the purchasing lead for a foreign government who is looking to buy furniture for employee lounge areas. She requests that La-Z-Boy fly her and her family to Michigan to discuss the details of the proposal in person. Is this okay?

A Probably not. While it may be okay for a government official to visit our facility, we generally wouldn't pay for travel for their family members. This is a sticky area, so always ask for guidance from your supervisor or Corporate Compliance. Bottom line: we can't provide anything of value that could improperly influence a government official.

Q An official from the local labor department is visiting one of our facilities for an inspection. You've been informed that it's customary to offer local officials cash payments in order to expedite inspection paperwork. Should you do it?

A No. If any foreign government official – whether a local inspector, customs officer, or politician – asks for money in order to do their job, you should immediately contact your supervisor and Corporate Compliance.

“Anything of value” means just that – anything that has value to the recipient.

FAIR COMPETITION

We believe in free and fair competition, so we never make improper deals with our competitors that could harm consumers. Our communities, partners, and suppliers rely on La-Z-Boy to act ethically in all of our dealings.

That means we are thoughtful when interacting with competitors, so that we never discuss our prices or key competitive strategies.

Competition law can be complex, so if you have any conversations, proposals, or agreements with competitors, or otherwise have any questions, contact your supervisor or another resource immediately.



SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** if we have questions about fair competition.

- Q** While attending a trade show, an acquaintance (who happens to work for a competitor) approaches you and asks to talk about marketing plans for the coming year. She'd like to know about direct mail efforts, and you'd love to know more about their social media strategy. Is this okay?
- A** Probably not. Discussing marketing strategies with a direct competitor may be a violation of our policy regarding proprietary information and could be viewed as a violation of the law if we appear to be acting together to make customers pay more. You should decline and report the incident to your supervisor or one of the reporting **resources listed in our Code.**

Code of Conduct

INTEGRITY

Our Commitment to La-Z-Boy



CONFLICTS OF INTEREST

We work to advance the best interests of La-Z-Boy, and we avoid situations where we might have a conflict between what's best for La-Z-Boy and what's best for ourselves or our family. We are honest and transparent about who we know and how we know them, because we understand that even the appearance of a conflict of interest can hurt the Company.

Furthermore, we don't want you to feel conflicted – putting you in a position to have to choose between doing a favor for someone you love, versus handling business for the Company. So, we need you to be transparent and remove yourself from decisions where you might feel that conflict.

We also don't want you to feel like you owe something to a supplier that wants to do business with La-Z-Boy, so we don't want you accepting expensive gifts or favors from them that might make you feel like you “owe” them in return. And we don't want potential vendors to think that they have to give you gifts in order to get your business – we want every vendor to get our business by giving La-Z-Boy their best deal.

WE ...

- **Do** deal with partners, customers, and third parties fairly and without seeking to benefit ourselves
- **Do** disclose potential conflicts of interest
- **Do** complete a **Notification of Gift from Supplier form** if we receive any significant gift, entertainment, or item of value from a supplier

WE ...

- **Don't** take a financial interest or leadership position in any business that supplies La-Z-Boy *or competes with La-Z-Boy*
- **Don't** use information or take opportunities that we gained at our job to enrich ourselves
- **Don't** accept any gifts or entertainment with a value over \$100 from any source without approval

We **do not take advantage** of our role at La-Z-Boy to unfairly enrich ourselves.

SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** if we have questions about a potential conflict of interest, or gifts and entertainment.

Q You are responsible for helping to select a new supplier for wood stain, and you want to recommend your daughter-in-law's company. What should you do?

A You can share information about your daughter-in-law's company with Procurement – but you have to be transparent about your relationship, and you shouldn't be involved in the selection process. The fact that a potential vendor is a family member is not, in itself, a problem. But we must make sure that all potential conflicts of interest are disclosed and reviewed.

Q One of our vendors has offered you two tickets to an NBA playoff game. Is it okay to accept these tickets?

A Not without following our policy. We cannot accept any gifts or entertainment over \$100 in value without supervisor approval. Employees can feel like they "owe" a vendor that gives them an expensive gift. By limiting the gifts we give and receive, we can help ensure that we're working with the right partners for the right reasons.

Q You are talking with a local business owner who would like to utilize the scrap metal that we typically have hauled away. She offers you a portion of the profit if you can arrange the contract. Since La-Z-Boy is not using or selling this scrap, is this okay?

A No. We do not take bribes, "kickbacks," or other opportunities to enrich ourselves personally based on our role at La-Z-Boy.

LA-Z-BOY ASSETS

What are La-Z-Boy assets? Tools, materials, supplies, and electronics are among the items that La-Z-Boy owns. We rely on our corporate assets and resources to get the job done for our customers, and we must use them responsibly and protect them against theft.

WE...

- **Do** use La-Z-Boy assets for legitimate business purposes only
- **Do** make sure that we're familiar with the proper use of assets required for our role

WE...

- **Don't** take, misuse, abuse, or act carelessly with our company's assets
- **Don't** misuse assets that belong to our partners, customers, suppliers, or other vendors

SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** if we have questions regarding the proper use of corporate assets.

- Q** You have some minor repairs to make on your home over the weekend, and you plan to take some hand tools from the shop. You'll have them back before they will be needed next week. Is this okay?
- A** No. La-Z-Boy assets, including tools and supplies, are meant to be used for business purposes only.



RECORDKEEPING

We keep transparent, accurate, complete, and up-to-date records in a manner that's consistent with established procedures and any applicable laws.

WE...

- **Do** become familiar with any recordkeeping or record retention procedures that apply to our role
- **Do** quickly report any errors or mistakes in our records to our supervisor
- **Do** comply with any requests for information or records by our auditors or legal department

WE...

- **Don't** conceal any mistakes or errors or otherwise tamper with records
- **Don't** remove, erase, or destroy any records unless consistent with our record retention policy

SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** if we have questions about recordkeeping or our records retention policy.

Q

You are completing the inventory for the week and notice that we have fewer of some materials than the inventory record states. Your supervisor suggests that these errors are common and not to worry about it. What should you do?

A

You should report your concern to one of the reporting **resources listed in our Code**. It's important to keep accurate records, and you should not assist in concealing possible errors.

RESPONSIBLE AND TRANSPARENT COMMUNICATIONS

We are transparent, honest, and accurate in our communications with each other – and in our communications outside of La-Z-Boy. To make sure that information we share publicly is accurate, do not speak for the Company unless you are authorized to do so.

WE ...

- **Do** communicate truthfully and respectfully
- **Do** clarify when a statement or opinion is our own and not that of La-Z-Boy
- **Do** seek help from a supervisor or from other **resources listed in our Code** if we're not sure how to handle a question or comment from someone outside of La-Z-Boy

WE ...

- **Don't** go rogue. We don't speak for La-Z-Boy unless specifically authorized to do so
- **Don't** post on social media before carefully considering the potential impact
- **Don't** reveal confidential information

WHEN YOU ARE ONLINE...

- Our Code still applies – do not harass or threaten
- Make it clear that you do not speak for La-Z-Boy
- Do not reveal confidential La-Z-Boy information
- Remember: your posts can last forever, even after you think you've deleted them
- Always pause and think before you click to post, tweet, text, or otherwise send



SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** if we have questions about communication or social media.

- Q** You notice a post on a social media platform that seems to disparage La-Z-Boy and makes inaccurate claims about our products. You want to comment and set the record straight. Is this okay?
- A** No. Unless it is your defined role at La-Z-Boy to respond to social media messages, you should report the issue to your supervisor or one of the reporting **resources listed in our Code.**
-
- Q** Your co-worker posted a meme on her Facebook page that you think is racist. When you tell her that you think it's inappropriate and hurtful, she says it's her personal page, and she can say whatever she wants. What should you do?
- A** La-Z-Boy does not tolerate blatant hate speech or other expressions of discrimination from our employees, no matter the forum. You can share your concerns with one of the reporting **resources listed in our Code.**

CONFIDENTIALITY AND INSIDER TRADING

We don't disclose confidential information of La-Z-Boy other than as authorized.

We don't use (or disclose to others who may use) any material, *nonpublic* information when deciding whether to buy or sell La-Z-Boy stock – that's the kind of information a reasonable investor would want to know about before deciding whether to invest in La-Z-Boy.

SPEAK UP. ASK QUESTIONS. REPORT ANY CONCERNS.

We all have a duty to **Speak Up** if we have questions about insider trading.

- Q** You have been on the team working on buying a startup company that has a new product you're sure will be a big innovation in the market. The acquisition won't be announced for a few more weeks, but you're so excited, you tell your brother-in-law about it. He's family, though, so that's okay, right?
- A** No. Revealing material nonpublic information that could drive our stock price up or down could be considered "tipping" and is against our policy (and might be against the law). So be careful not to share confidential information before we've made a public announcement – whether it's news regarding an acquisition, quarterly sales figures, or a dramatic new development in our business.



Code of Conduct

WAIVER



Waiver of any provision of our Code for corporate officers or directors may be made only by the Audit Committee of the Board of Directors; waiver for anyone else must be approved by the CEO of La-Z-Boy Incorporated.

SPEAK UP IF YOU NEED HELP

Remember, using your voice is a key component of acting with integrity and following our Code. Be ready to Speak Up immediately when questions or concerns arise.

- If you're comfortable, start by talking to your **supervisor** – especially if the issue relates to your day-to-day work.
- If you're *not comfortable* talking to your direct supervisor, you can go “up the chain” and speak to a **senior manager** or **Human Resources**.
- You can also contact the **Ethics Hotline**. Reports made to the hotline go directly to the Corporate Compliance team at Headquarters and can be made anonymously. (Hotline: **1-866-480-6136** or <https://la-z-boy.alertline.com>)

Our International La-Z-Boy Ethics Hotline Numbers

Canada	1-866-480-6136
Hong Kong	800-90-2248
Thailand	1-800-01-8259
UK	0808-281-3423
Vietnam	120-85-2504
China	400-1356937
Mexico	800-880-0786

To view Company Policies, including this Code of Conduct, go to **True Blue** if you have internet access at work, or ask HR or local management for assistance.