

Madewell

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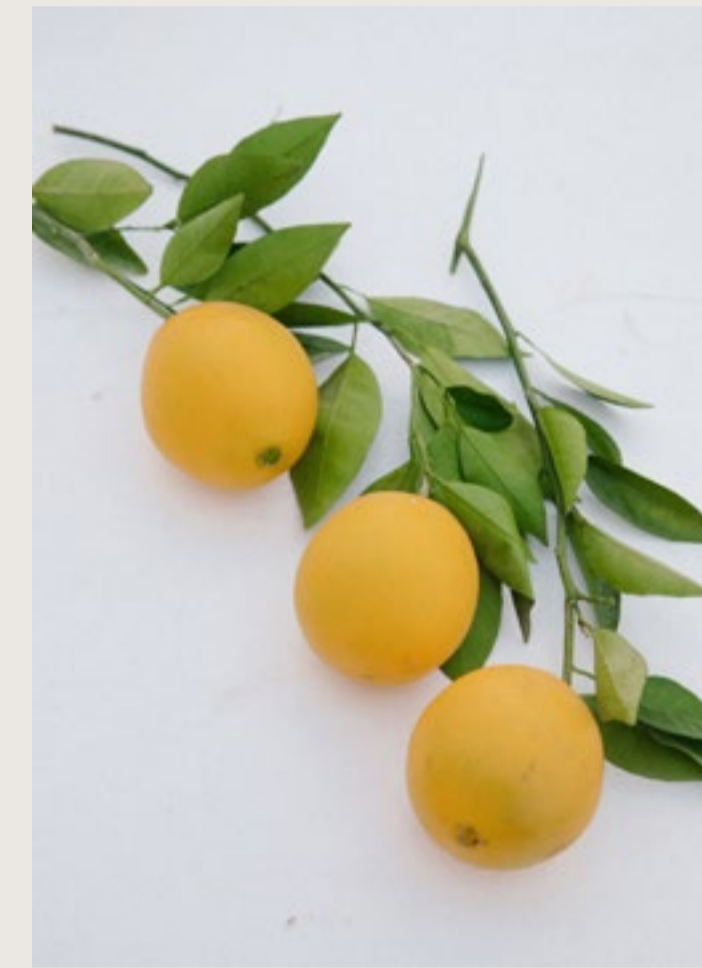
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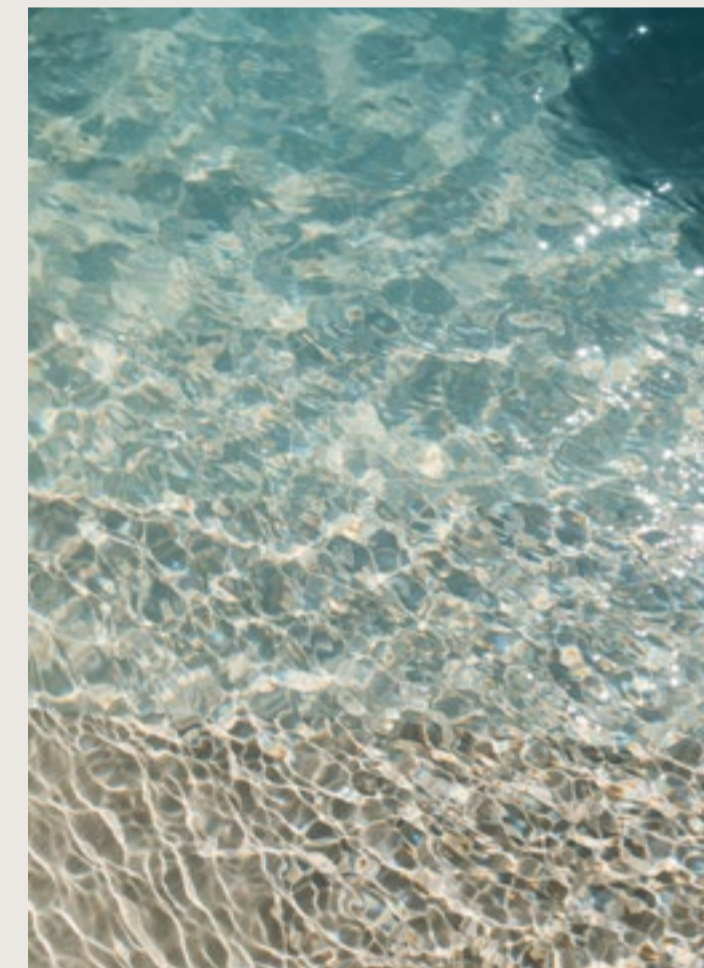
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LETTER FROM OUR CEO



LIBBY WADLE
CEO, J.Crew Group

Welcome to our fourth annual Do Well Report.

I'm pleased to introduce Madewell's 2022 Do Well report, a deep dive into the progress of our sustainability journey. The team's innovative approach to this work continues to push boundaries, and I am proud of the significant progress we've made over the past year. In the following pages, we share the ins and outs of our approach to the environmental, social, and governance (ESG) issues that matter most to us and our stakeholders. You'll see we've set new stretch goals and made notable progress in priority areas, all while recognizing a few setbacks, which we share openly in the spirit of transparency and accountability.

In 2022, we made significant strides in sustainability, with a specific focus on denim – our largest volume category. This year, we introduced a dedicated denim sustainability strategy that brings all of our initiatives together under one umbrella and ensures we're tracking towards our goals.

There are two key areas of progress within our denim work that I would like to highlight. The first is our continued commitment to circularity and keeping clothing waste out of landfills. We hit a new milestone since beginning our circularity journey and have collected over 1.6 million garments to be resold or recycled through our trade-in program, operated in partnership with thredUP.

Secondly, we're proud to have expanded our Fair Trade reach, certifying three additional factories and contributing nearly \$1 million in premiums that directly benefit the people who craft our products. Additionally, you will find that we continue to step up our efforts around critical issues like the climate crisis, biodiversity loss, and social inequality. This year, we launched our first program focused on protecting biodiversity and made progress in advancing regenerative agriculture practices. We believe these issues are critical to the long-term health of both our planet and our company and are taking steps to ensure we are doing our part in an equitable way.

None of this would be possible without the people behind Madewell. Our associates are core to our success, and we remain committed to creating a positive and empowering place for them to work. Our commitment to Diversity, Equity, Inclusion and Belonging (DEIB) is stronger than ever as we initiated company-wide DEIB training, launched branded pronoun pins supporting LGBTQ+ inclusion, and partnered with Open to All's Retail Charter to reduce racial bias in retail. I couldn't be more proud that in 2022, J.Crew Group was named one of Forbes' Best Employers for Diversity and earned a 100% score on the Human Right Campaign Corporate Equality Index.

Thank you for believing in us to do well. We look forward to continuing this journey with you.

All my best,

Libby



“THANK YOU FOR BELIEVING IN US TO DO WELL.”


— LIBBY WADLE
CEO, J.Crew Group

THE MADEWELL TEAM'S INNOVATIVE APPROACH TO THIS WORK CONTINUES TO PUSH BOUNDARIES, AND I AM PROUD OF THE SIGNIFICANT PROGRESS WE'VE MADE OVER THE PAST YEAR.

GOALS AND PROGRESS

PLANET

100% of the key fibers in our materials will be sustainably sourced

 **In progress for 2025**

In 2022, 55% of the key fibers used in Madewell's* materials came from sustainable sources.

PLANET


100% of our packaging will be sustainably sourced and free of virgin plastic

 **In progress for 2025**

In 2022, 41% of J.Crew Group's paper and plastic packaging contained 100% sustainably sourced materials.

PLANET


100% of our operations will be carbon neutral by 2030

 **In progress for 2030**

As of 2022, J.Crew Group has reduced our Scope 1 & 2 Emissions by 23%, compared to our 2019 baseline.

PLANET

30% absolute reduction of Scope 3 GHG emissions (2019 baseline)

 **In progress for 2030**

In 2022, J.Crew Group reduced its Scope 3 emissions by 8%, compared to our 2019 baseline.

PEOPLE

90% of our denim will be Fair Trade Certified™

 **In progress for 2025**

In 2022, 48% of Madewell's denim was Fair Trade Certified™.

PEOPLE


15% of our third-party vendors will be Black-owned businesses by 2022

 **Goal reached in 2022!**

In 2022, 15% of Madewell's third-party vendors were Black-owned businesses.

PLANET

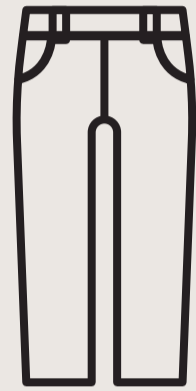
2 million garments collected through our trade in program

 **In progress for 2023**

We've collected 1.6 million garments through Madewell's trade-in program, to be resold or responsibly recycled.

* While the focus of this report is on the Madewell brand, where there are shared initiatives managed across brands, we will be reporting data at the J.Crew Group level.

2022 FIRSTS



OUR SUSTAINABLE DENIM FUTURE

An end-to-end strategy to build on our progress toward a lasting model for sustainable denim.



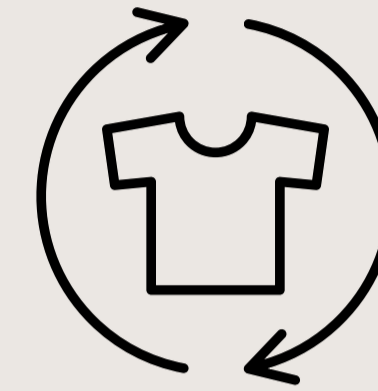
REGENERATIVE COTTON

In early 2023, we launched our first products made with regenerative cotton that is either Regenerative Organic Certified® or certified to the regenagri® standard.



BLUESIGN® CERTIFIED FABRIC

We were the first brand to launch denim made with bluesign®-approved ISKO fabric. bluesign® is an independent certification of raw materials that eliminates harmful chemicals at every step of the supply chain.



CIRCULARITY PROGRESS

We hit a new circularity milestone; over 1.6 million garments have been resold or responsibly recycled through our trade-in program, which is operated in partnership with thredUP. We also started hosting clothing swaps at our Headquarters, keeping over 1,000 garments in circulation.



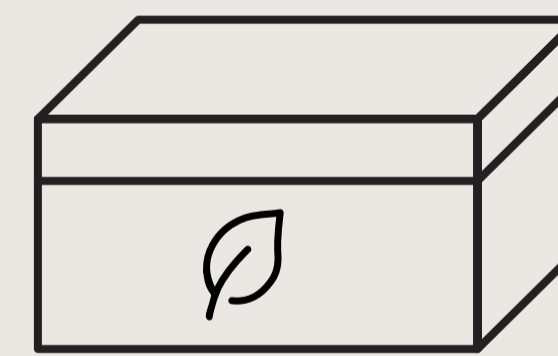
CLIMATE ACTION AWARD

Textile Exchange awarded the J.Crew Group Sustainability and DEIB teams the Ryan Young Climate+ Award. This accolade was given based on our pioneering climate action work and collaborative community-based approach to supporting regenerative agriculture efforts.



NATURE AND BIODIVERSITY

We created our first strategic approach focused on protecting biodiversity. This approach is aligned with the Science Based Targets Network's "Action Framework (AR3T)" – Avoid, Reduce, Restore & Regenerate, and Transform.



REDUCING SINGLE-USE PACKAGING

We continue developing innovative solutions to remove unnecessary packaging from our supply chain. We created a ship-in-one container shoebox, using 34 percent less paper than traditional two-shoe shipping boxes.



ASSOCIATE CARE FUND

The J.Crew Group Associate Care Fund was created to help our associates who are in need of immediate financial assistance following an unforeseen disaster or hardship.

AWARDS & ACCOLADES

We are so proud to be recognized for the work our teams champion across the organization. Here is a look back at the awards J.Crew Group received in 2022:

Forbes

BEST EMPLOYERS FOR DIVERSITY

J.Crew Group was ranked 164th out of the 500 companies most dedicated to diversity, equity, and inclusion.

BEST EMPLOYERS FOR NEW GRADS

J.Crew Group was ranked 101st out of the 300 most-liked companies by new workforce entrants in 2022.

AMERICA'S BEST EMPLOYERS BY STATE (VIRGINIA)

J.Crew Group was ranked as one of the top employers in Virginia, where our distribution center is located.



BEST PLACES TO WORK FOR LGBTQ+ EQUALITY

For the fourth year running, J.Crew Group earned a 100 percent rating for LGBTQ+ corporate policies, practices, and benefits.



RYAN YOUNG CLIMATE+ AWARD

Textile Exchange awarded J.Crew Group's Sustainability and DEIB teams this accolade based on pioneering climate action and regenerative agriculture work.



OUR SUSTAINABLE DENIM EVOLUTION

At Madewell, denim is core to our DNA.

Since 2006, we have been a destination for premium denim and a leader in innovation and sustainability.

It's important to us to do well for the people and planet behind our denim products, which is why in 2022, we established our denim sustainability strategy to focus our efforts and keep making denim our customers can feel great about wearing.



“WE’RE A DENIM BRAND, AND THAT’S ALWAYS WHAT WE’LL LEAD WITH.”

— LIBBY WADLE
CEO, J.Crew Group



Our denim strategy comes to life through the following five pillars:



REGENERATIVE AGRICULTURE

Cotton makes up 92 percent of our denim material footprint. With many challenges facing cotton production – from the use of pesticides and fertilizers, to ensuring farmer well-being, to navigating the effects of climate change – it’s critical that we expand our investment in regenerative agriculture. Regenerative farming practices will help us reach our fiber goals and are key to increasing soil health, reducing carbon impacts, and protecting species biodiversity.

In Fall 2023, we expect 12 percent of our denim line will contain regenerative cotton. We’re also working to alleviate the effects of climate change on our regenerative cotton supply chain and are investing in water conservation projects on some of the Texas farms where our regenerative cotton is grown.



CIRCULARITY

Our hope is that you’ll wear and love your Madewell denim for as long as possible – that’s why we choose durable fabrics and provide responsible care instructions on every denim pocket bag. But when your denim does reach the end of its life, Madewell Forever is here to ensure that it doesn’t end up in landfills. In 2022, we:

DOUBLED our upcycled denim product collaborations.

222%: We increased our collection of denim through our in-store denim trade-in program by 222 percent compared to 2021, collecting an additional 427,988 pairs of denim.

76 TONS: We diverted an additional 76 tons of waste from landfills through our partnership with Cotton Inc.’s Blue Jeans Go Green, which turns unwearable denim into new products such as housing insulation.

117K+: We listed over 117,000 pairs of denim on Madewell Forever to be resold, extending the life of these garments twice over.



FAIR TRADE

More than 90 percent of our denim will come from Fair Trade Certified™ factories by 2025. In 2022, 48 percent of our denim was Fair Trade Certified™. We continue working to empower more of our denim vendors and this year, we donated an additional \$5,000 in educational scholarships at one of our denim factories, RGM’s Da Nang One Member in Vietnam.



WATER

Denim production is highly water intensive – from water usage in denim laundries to the discharge maintenance of indigo dyes. We’re committed to mitigating the risks of water in our denim supply chain by investing in water stewardship programs in Vietnam – our largest denim-producing country. We are also engaging our vendors in the dialogue around water conservation.



CHEMICALS

It takes a lot of work to produce denim responsibly. We want to make sure the chemicals we use are as sustainable as possible, which is why in 2022, Madewell launched its first-ever style with bluesign®-approved denim, with 13 more bluesign®-approved styles planned in 2023. bluesign® is an independent certification of raw materials that eliminates harmful chemicals at every step of the supply chain. In fall 2023, we will be rolling out a comprehensive chemical management program supported by key third-party verification partners.

WE BELIEVE THAT CORPORATE SOCIAL RESPONSIBILITY AND GOOD BUSINESS GO HAND IN HAND, WHICH IS WHY WE'RE EXCITED TO SHARE OUR 2022 ENVIRONMENTAL, SOCIAL, AND GOVERNANCE (ESG) REPORT WITH YOU.

IN THIS SECTION:

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- 11 APPROACH TO ESG
- 12 ESG MATERIALITY

INTRODUCTION



ABOUT THIS REPORT

This annual report provides an update on our journey and highlights the work we have done across our internal teams, with our supplier partners, and throughout our history, to operate a business that has positive impacts on the world.

In this 2022 ESG report, you'll find many updates, including new commitments to biodiversity, an expanded greenhouse gas (GHG) goal, and progress toward the sustainability goals we shared in previous reports. It also includes details on how we are supporting our associates and the communities where we operate to build a more equitable world.

WHILE THE FOCUS OF THIS REPORT IS ON MADEWELL, WHERE THERE ARE SHARED INITIATIVES MANAGED ACROSS THE BRANDS, WE WILL BE REPORTING DATA AT THE J.CREW GROUP LEVEL.

We aimed to align this ESG report with the Sustainability Accounting Standards Board (SASB) and Global Reporting Initiative (GRI) Standards and have included the results of our materiality assessment, which was conducted in 2022 and also shared in our previous report. By utilizing these reporting standards, we continue to increase transparency through measurable and reportable progress and documented outcomes. The data covers our fiscal year 2022 (January 30, 2022, to January 28, 2023), and is completed with reference to these standards. For more information or to provide comments, please contact us at: dowell@madewell.com.

ABOUT J.CREW GROUP

J.Crew Group, LLC ("J.Crew Group") is an internationally recognized, American, multi-brand, omnichannel retailer of women's, men's and children's apparel, shoes and accessories. Our brands include J.Crew, J.Crew Factory, and Madewell. While the focus of this report is on Madewell, where there are shared initiatives managed across the brands, we will be reporting data at the J.Crew Group level.

FORWARD-LOOKING STATEMENTS

Information detailed in this report may contain forward-looking statements that speak to reasonable expectations and assumptions with our current understanding of our work. These statements may include phrases such as but not limited to "aim", "believe", "commit", "could", "drive", "estimate", "ensure", "expect", "goal", "intend", "may", "might", "mission", "plan", "project", "seek", "strategy", "strive", "target" and "will" or similar expressions to identify forward-looking statements. All statements other than statements of historical or current facts, including statements regarding our goals, strategy, and roadmap, potential impact statements, our plans, initiatives, projections, goals, commitments, expectations, or prospects, are forward-looking.

Forward-looking statements reflect management's current expectations and inherently involve risks and uncertainties. Actual results could differ materially due to a variety of factors, including assumptions not being realized, scientific or technological developments, evolving sustainability strategies, changes in carbon markets, evolving government regulations, and geographic regions, or other changes in circumstances. The standards of measurement and performance contained in the report are developing and based on assumptions, and no assurance can be given that any plan, initiative, projection, goal, commitment, expectation, or prospect set forth in this report can or will be achieved. While we believe our forward-looking statements are based on reasonable assumptions, any of these assumptions and therefore, also the forward-looking statements based on them, could prove to be inaccurate. Given the significant uncertainties inherent in the forward-looking statements included herein, the inclusion of such statements is not a representation or guarantee that it will be achieved. Our forward-looking statements speak of the date of this report and will not be updated unless we are required by law to do so.



APPROACH TO ESG

At Madewell, our focus is driven by our leadership, reinforced by our employees, and further advanced by our impassioned customers and communities.

This commitment runs across everything we do, at all levels of our organization and beyond – touching our suppliers, partners, and customers.

Our ESG work is informed by our materiality assessment and guided by our Do Well strategy. Our People and Planet pillars set a path forward for Madewell’s environmental and social efforts and outline how we can best manage these commitments across the company.

The Madewell brand team collaborates with J.Crew Group level leadership to best leverage our collective power and scale to create the greatest impact. Existing and future efforts are evaluated according to their position in our materiality index; impact on people and planet; and risks to our business, communities, and the world in which we operate. Each of our brands plays a distinct and important role in fulfilling our ESG priorities.

At Madewell, our commitment to ESG has been informed and derived from the brand’s commitment to bringing you pieces you will love forever, made in the most responsible way possible. It is with this lens we approach the future of ESG for the brand and company, more broadly.

In many cases, we partner with third-party experts, NGOs, industry groups, and certification bodies to inform our strategy, bring rigor to our programs, and help validate progress against our goals, including sustainable material and greenhouse gas measurements. This extra due diligence allows us to carefully monitor the progress we publicly report, while also holding ourselves accountable for continuous improvement. We evaluate our efforts relative to external frameworks including, among others, the Global Reporting Initiative (GRI) and the Sustainability Accounting Standards Board (SASB). Our GRI and SASB Index performance is included as an Appendix at the end of this report.

RISKS

We identify and assess risks as part of our ongoing materiality assessment and strategy planning. These risks are managed by the appropriate business function, and are ultimately owned by our ESG Steering Committee, Executive Council, and our Board. You can read more about our Governance on page 56.

While not an exhaustive list, we have identified five key ESG-related risks that have the potential to impact our business:

- **Climate-related risk:** Climate change has the potential to impact every aspect of J.Crew Group’s operations. This may include our ability to source fibers, such as cotton, water shortages that affect our suppliers, or even changing consumer preferences for low-impact products and reduced need for cold-weather goods. We intend to conduct a climate risk assessment in line with the Task Force on Climate-Related Financial Disclosures (TCFD) framework. Results of this assessment will be shared in future reports and will inform how our strategy evolves moving forward.
- **Regulatory risk:** Regulatory change can significantly impact J.Crew Group’s operations, from exposure to potential carbon pricing mechanisms and extended producer responsibility bills, to regulations on transparency, labor matters, privacy, marketing, and communications. The apparel industry is also seeing increased legislative requirements around marketing claims to ensure the accountability, specificity, transparency and verification of sustainability attributes. These risks are constantly monitored and assessed by J.Crew Group’s Legal department and Chief Legal Officer, who partner with appropriate business partners to address any issues.

OUR APPROACH TO REPORTING

We have identified several principles that guide our approach to ESG strategy and reporting. We strive to be:

- **Creative.** We like to think outside of the box to drive innovation and inspire the industry.
- **Collaborative.** We believe in the power of co-creation and are always open to feedback.
- **Optimistic.** Approachable and supportive, we aim to create an energizing environment for our team and partners.
- **Authentic.** Transparency is important to us. We aim to share our successes, but also acknowledge where we fall short and have opportunities to do more.
- **Inclusive.** We welcome a range of perspectives and believe that diversity of all kinds makes us stronger.

- **Supply chain risk:** Significant changes to the macro-economic and political climate; climate-related fluctuations; and laws or activities that affect the people and activities across our supply chain, can have a significant impact on our operations, including our ability to operate in certain regions or source fibers, such as cotton. A key component of our sourcing strategy is dedicated to mitigating these risks, which helps make our products and business more sustainable.
- **Physical risk:** Significant weather events, such as hurricanes, tornadoes, and floods have the potential to impact our store operations, associates’ livelihoods, and our ability to receive and distribute products. These physical risks can also impact our supply chain, and the livelihoods

of the people who impact our products, from farm to factory. As these risks touch so many aspects of our business, they are managed by multiple teams, including our Supply Chain, Sourcing, Human Resources, Legal, Facilities, and Sustainability teams.

- **Consumer risk:** Evolving consumer preferences for products that are transparent about their origins and have positive impacts on the environment and the workers who produce them; growth in the pre-loved, second-hand and rental markets; and reduced overall consumption present both risks and key opportunities for J.Crew Group. We will continue building on our strategy to meet these changing preferences and opportunities.



ESG MATERIALITY

Madewell's ESG Framework is centered on two pillars, Planet and People.

These pillars serve as a compass as we continually refine and advance our efforts. Underpinning our strategic focus on Planet and People is a firm commitment to ESG governance.

Our ESG framework is grounded in an analysis of J.Crew Group's material topics. Every three years, we will complete an updated materiality assessment so that we can continue to evolve our approach in line with the ever-changing landscape. We conducted our first formal materiality assessment in 2022, guided by the GRI 3: Material Topics Standard. This process confirmed 16 key environmental, social, and governance areas for our assessment. By including these 16 topics in our assessment, we acknowledge that they are all priorities for J.Crew Group, are addressed by our company and are reflected in our ESG strategy.

Our process was directed by a cross-functional steering committee, overseen by senior executives, and supported by external ESG experts. We evaluated the organization's context, identified relevant ESG topics & impacts, and assessed the significance of those impacts through research and engagement

with relevant stakeholders and subject matter experts. We tested the topics with information users to prioritize impacts for reporting. Stakeholders engaged included associates, suppliers, customers, partners, investors and nonprofits, and industry organizations. Additional inputs included industry and company-specific ESG ratings, reports, media, and a customer survey with over 1,800 responses. The resulting matrix identifies areas of importance for J.Crew Group and provides confidence that our strategy, as outlined in this report, is addressing the most critical matters for our business.

For purposes of the materiality assessment of J.Crew Group discussed in this report, our definition of materiality is aligned with Global Reporting Initiative's definition and is specific to our business priorities. For clarity, the identification of our material issues that guide our sustainability strategy and programs should not be construed as a characterization regarding the materiality or financial impact of such issues or related information to investors in J.Crew Group.

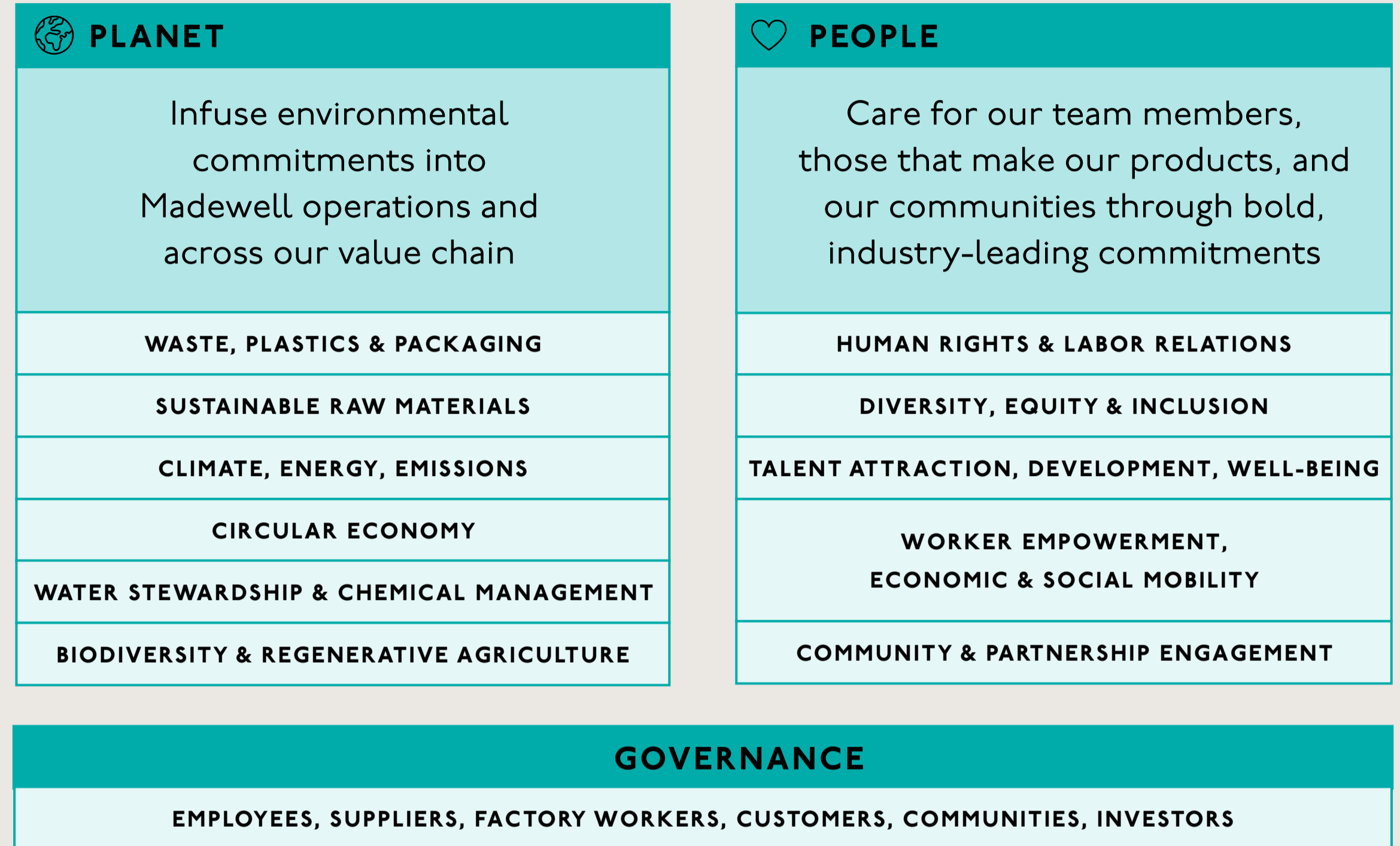
SDG ALIGNMENT

The Sustainable Development Goals (SDGs) were adopted by all United Nations Member States in 2015 and provide a shared blueprint for peace

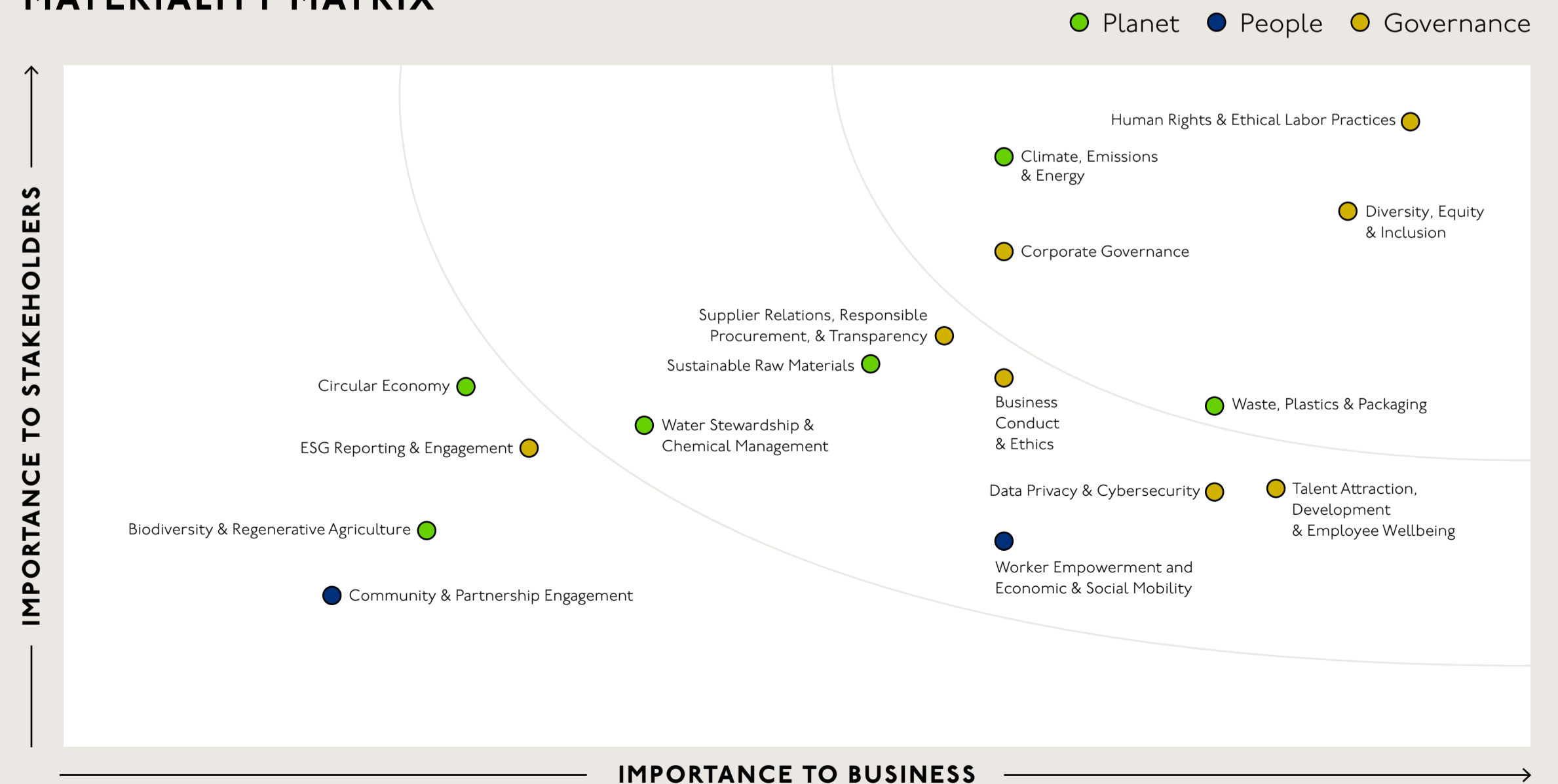
and prosperity for people and the planet, now and into the future. We strive to align our Do Well strategy with the SDGs so that we can contribute to this collective global vision. As you will see in the following pages of this report, our work is focused on supporting the following six goals:

- **Gender Equality:** Achieve gender equality and empower all women and girls.
- **Clean Water and Sanitation:** Ensure availability and sustainable management of water and sanitation for all.
- **Decent Work and Economic Growth:** Promote sustained, inclusive and sustainable economic growth, full and productive employment, and decent work for all.
- **Climate Action:** Take urgent action to combat climate change and its impacts.
- **Responsible Consumption and Production:** Ensure sustainable consumption and production patterns.
- **Life on Land:** Protect, restore and promote sustainable use of terrestrial ecosystems, sustainably manage forests, combat desertification, halt and reverse land degradation and halt biodiversity loss.

OUR PILLARS



MATERIALITY MATRIX



FROM THE PEOPLE WHO CREATE OUR PRODUCTS TO THE IMPACT WE HAVE ON THE PLANET, WE'RE COMMITTED TO DOING BETTER AT EVERY STEP OF THE WAY — RIGHT DOWN TO THE MOMENT YOUR PACKAGE ARRIVES AT YOUR DOOR.

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PLANET



NATURE & BIODIVERSITY

OUR APPROACH

According to the United Nations (UN), over the past 50 years, the human population has doubled, and the global economy has grown fourfold, driving immense pressure on natural resources.

There is an increasing responsibility to protect critical biodiversity, which refers to all the living organisms within our natural ecosystems. At Madewell, 83 percent of our fibers come from land-based sources, and we rely on the healthy, functioning ecosystems needed to produce these fibers.

Our new J.Crew Group Nature and Biodiversity approach is the first step in creating a detailed strategy for our vision, mission, and goals. It also contributes to our vision of being agents of change within the fashion industry, catalyzing and leading the way to a nature-positive future.

OUR PROGRESS

Our First Nature and Biodiversity Approach

We have dedicated the past year to engaging in conversations with experts, learning about the issues, and understanding our impacts in order to create our new Nature and Biodiversity approach. We created this approach in partnership with climate change advisory firm, Pollination, and in 2023 we will develop a detailed strategy that incorporates nature-based goals to ensure we are maximizing positive impacts on biodiversity across our programs. It will build on many of our existing goals related to greenhouse gas reduction, sustainable fibers, and packaging, and will include important topics like water and chemicals.

As we map out how we will deliver on our strategy through 2030, we recognize our progress will not be linear. We understand that restoring nature requires our long-term and unwavering commitment, and we look forward to sharing more details as we determine how to contribute to the full recovery of our supply chain landscapes.

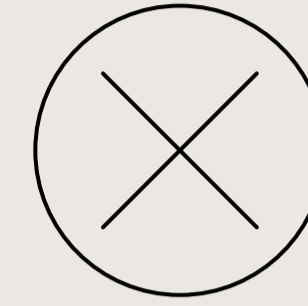
83%

of our fibers come from land-based sources

OUR NATURE AND BIODIVERSITY APPROACH WILL BUILD ON MANY OF OUR EXISTING GOALS RELATED TO GREENHOUSE GAS REDUCTION, SUSTAINABLE FIBERS, AND PACKAGING, AND WILL INCLUDE IMPORTANT TOPICS LIKE WATER AND CHEMICALS.

OUR NATURE AND BIODIVERSITY APPROACH

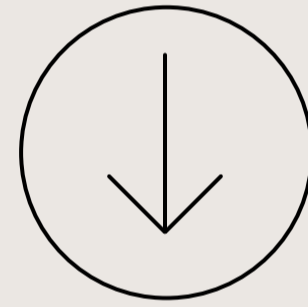
J.Crew Group's Nature and Biodiversity Approach includes four key pillars aligned with the Science Based Targets Network's "Action Framework (AR3T)" — Avoid, Reduce, Restore & Regenerate, and Transform. We will share more details on this strategy in future reports.



AVOID

We will aim to eliminate key detrimental impacts on biodiversity from our supply chain. This will include:

- Building upon our chemical management strategies and processes to proactively manage chemical and water risks in our supply chain. To read more about our current chemical management strategy, refer to page 35.
- Identifying and setting a time-bound commitment to eliminate any intersection of our business with deforestation and/or degradation of natural ecosystems. This will include our existing goals around sustainable cellulosic fibers and packaging, while also strengthening our focus on ensuring there is zero deforestation associated with our leather fibers. To read more about our current commitment to protecting forests, refer to page 72.



REDUCE

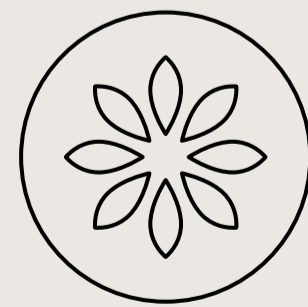
We will aim to minimize our water use, particularly in water-stressed areas, and radically reduce material waste during the design process and operations. This includes:

- Working to establish location-specific targets for reducing water use in water-stressed locations during the raw material production and manufacturing process. To read more about our current water efforts, refer to page 32.
- Aiming to reduce waste through the design process and at our operations and manufacturing facilities. To read more about our current waste efforts, refer to page 25.



RESTORE & REGENERATE

We aim to increase regenerative and wildlife-friendly practices and restore ecosystems across our value chain. In order to achieve this, we will work to increase the percentage of certified regenerative fibers across our key natural fiber categories, including cotton, wool, and leather, and support suppliers in incorporating wildlife-friendly practices. To read more about our ongoing regenerative agriculture programs and premium payments toward growers, refer to page 21.



TRANSFORM

We will aim to work closely with our supply chain partners, material producers and the broader apparel community to innovate with new materials, processes, and financing mechanisms to support the transition to delivering outcomes that have positive impacts on nature.

FIBERS & MATERIALS

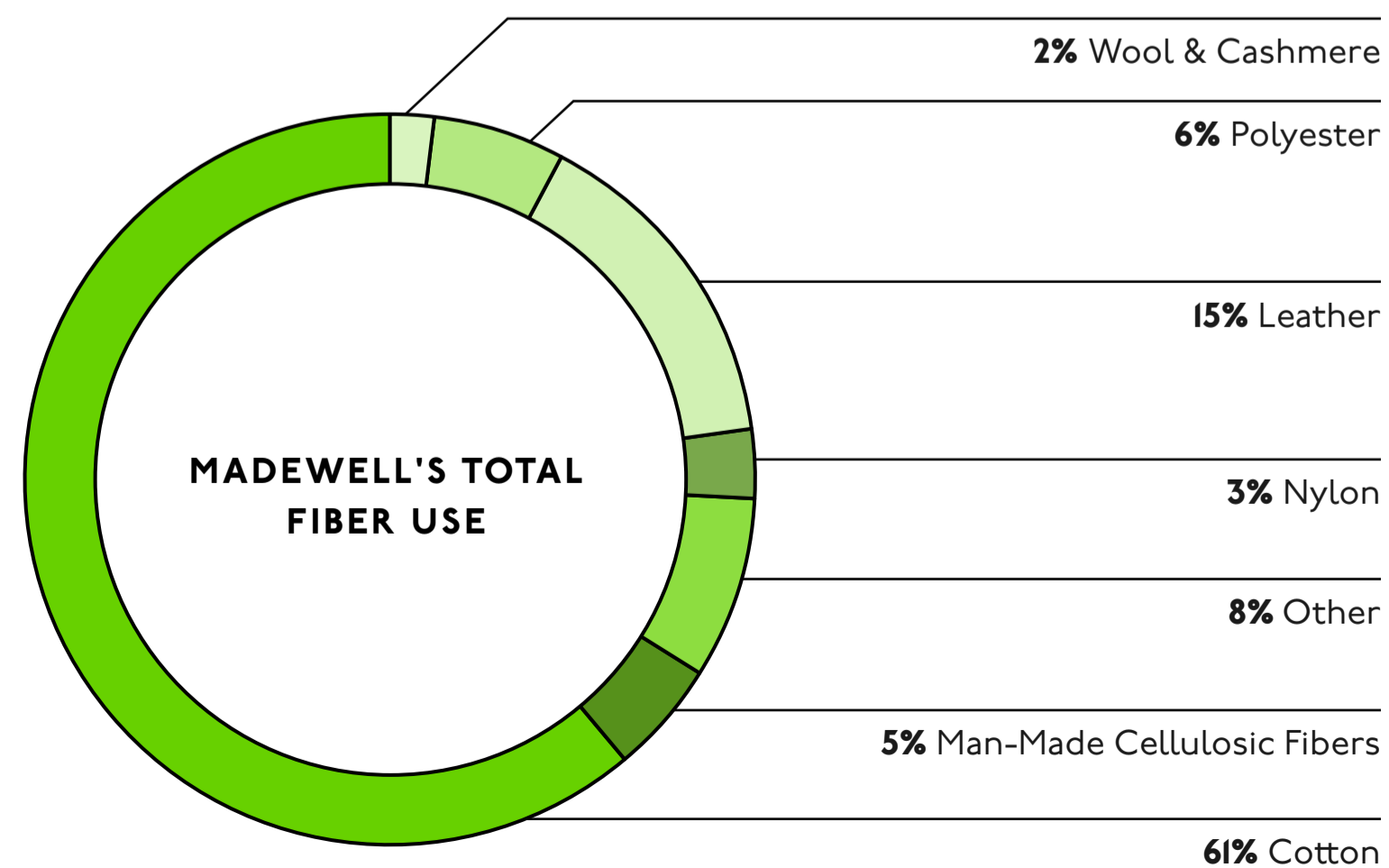
OUR APPROACH

The production of the key fibers in our materials involves energy, water, and chemical-intensive processes, all of which contribute to the fashion industry’s environmental impact.

That’s why it is our goal to source 100 percent of the key fibers in our materials sustainably by 2025. We define a sustainable fiber based on Textile Exchange’s Preferred Fiber and Material Matrix, which defines these as “fibers or materials which result in improved environmental and/or social sustainability outcomes and impacts in comparison to conventional production”. You can read more about our sustainable material definition on page 67.

For Madewell, the key fibers in our materials include cotton, polyester, nylon, man-made cellulosic fibers, wool, cashmere, and leather. We have prioritized these fibers as they make up over 95 percent of our total fiber footprint, with cotton accounting for over 61 percent.

Approximately 83 percent of the fibers in Madewell’s materials come from land-based sources, including cotton, linen, man-made cellulosic fibers (viscose, modal, lyocell), and animal fibers (wool, cashmere, leather). These fibers have specific risks related to climate change, biodiversity, water, and human rights, which we aim to address by sourcing more sustainable versions of these fibers that manage impacts across these categories.



Cotton

Cotton is a top priority for J.Crew Group, but cotton production and distribution comes with environmental and human rights challenges. According to Textile Exchange’s 2025 [Sustainable Cotton Challenge Fourth Annual Report](#), “Cotton production can be chemically intensive, using synthetic pesticides, and fertilizers that contaminate water, degrade the quality of the soil, and impact the health of the farmers.” Cotton farming is already feeling the impacts of climate change, with changing weather patterns, including severe droughts and flooding, impacting crop yields and therefore livelihoods around the world.

For example, cotton is Texas’ largest crop, but in 2022 Texas harvested half the normal yield due to drought and extreme heat. Cotton farming and harvesting are also vulnerable to human rights risks, and in certain regions have been linked to forced labor. Therefore, we are laser-focused on ensuring the sustainability and traceability of all cotton for J.Crew Group products.

TACKLING SYNTHETICS IS VITAL, BUT ALSO ONE OF OUR MOST CHALLENGING ENDEAVORS.

Synthetic Fibers

Tackling synthetics is vital, but also one of our most challenging endeavors. Synthetic fiber risks include the connection to fossil fuels and the availability of recycled or alternative sources.

As we incorporate post-consumer recycled content, we also need to be mindful of the chemical impacts of the input materials and ensure they still meet our strict chemical management standards. In 2023 and beyond, we will increase our focus on sourcing more sustainable synthetic fibers, such as polyester from recycled or bio-based sources, and view this as our biggest opportunity to increase our overall sustainable fiber usage footprint.

Man-made Cellulosic Fibers

Man-made cellulosic fibers (MMCFs) — such as viscose, lyocell, and modal — are fibers usually made from the dissolved wood pulp or “cellulose” of trees. Because they’re plant-based, MMCFs are renewable, and therefore have the potential to be a climate-friendly material if the wood is sourced sustainably and the processing chemicals are handled properly, according to Textile Exchange.

Social Responsibility

Producing and sourcing raw materials and fibers is deeply intertwined with human rights, dignity, equity and inclusion. Our sustainability and DEIB teams work together to ensure all impacts are examined through the lens of both planet and people. We are just at the beginning of this journey and look forward to sharing progress throughout this report and in the future. To read about our current efforts and approach to social sustainability, refer to page 44.



OUR PROGRESS

Our goal is to source 100 percent of the key fibers in our materials more sustainably by 2025.

In 2022, 55 percent of the key fibers in our materials came from sustainable sources. We're also focusing on the following fiber-specific goals by 2025:

MADEWELL GOAL	% OF FIBER COMING FROM SUSTAINABLE SOURCES:	
	2021	2022
Cotton: 100 percent of our cotton will come from sustainable sources	57%	53%
Polyester: 100 percent of our polyester will come from sustainable sources	27%	35%
Nylon: 100 percent of our nylon will come from sustainable sources	7%	37%
Man-made Cellulosic Fibers: 100 percent of our man-made cellulosic fibers will come from sustainable sources	36%	51%
Wool: 100 percent of our wool will come from sustainable sources	43%	50%
Leather: 100 percent of our leather will come from sustainable sources	70%	75%

Yes, That's A Dip

In 2022, we updated our material mapping methodology to ensure we're reporting as accurately as possible. As a result, we saw a four percent reduction in our sustainable cotton uptake and a five percent reduction in our overall sustainable material volume. Despite this reduction, we are confident that we are still on track to meet our 2025 goal.



PLANET

100% of the key fibers in our materials will be sustainably sourced



In progress for 2025

In 2022, 55% of the key fibers used in Madewell's materials came from sustainable sources.

Cotton

Cotton is our number one fiber by volume and makes up about 61 percent of our total fiber consumption. As a result, converting to more sustainable cotton is a key part of advancing our sustainable fiber strategy and is critical to achieving our goals.

We are about 53 percent of the way to our goal of sourcing 100 percent of our cotton fibers from sustainable sources. As we get closer to our goal, we're continuing to look for ways to evolve our cotton sourcing to be more transparent and to increase positive impacts on the land, biodiversity, farmers, and communities.

We are doing this in the following ways:

U.S. Cotton Trust Protocol

In 2021, we became one of the first members of the U.S. Cotton Trust Protocol, whose mission is to bring quantifiable and verifiable goals and measurement to the key sustainability metrics of U.S. cotton production. Its vision is to set a new standard in sustainable cotton production where full transparency is a reality and continuous improvement to reduce the environmental footprint of cotton production is the central goal.

Regenerative Cotton

As we continue to look for ways to become environmental stewards of our own products, we're investing in new forms of agricultural practices that have a positive impact on both our land and farming community. In 2021, we began piloting and investing in regenerative agricultural programs with growers and strategic partners all over the world. To read more about our regenerative agriculture efforts, refer to page 21.

61%

of Madewell's fiber footprint is cotton

53% OF OUR COTTON CAME FROM MORE SUSTAINABLE SOURCES IN 2022.



For details on all sustainable certifications and partners listed in this section, please see page 67 in the Appendix.

Organic Cotton

We source organic cotton certified to the Organic Content Standard (OCS) and Global Organic Textile Standard (GOTS). We are also exploring ways to incorporate transitional organic cotton into our products to support farmers as they change their farming practices to meet these standards. For more details on these standards, please refer to page 67 in the Appendix.

Better Cotton

We are members of the Better Cotton Initiative (BCI) – an organization that trains farmers to use water efficiently, care for soil health and natural habitats, reduce use of the most harmful chemicals, and respect workers’ rights and well-being.

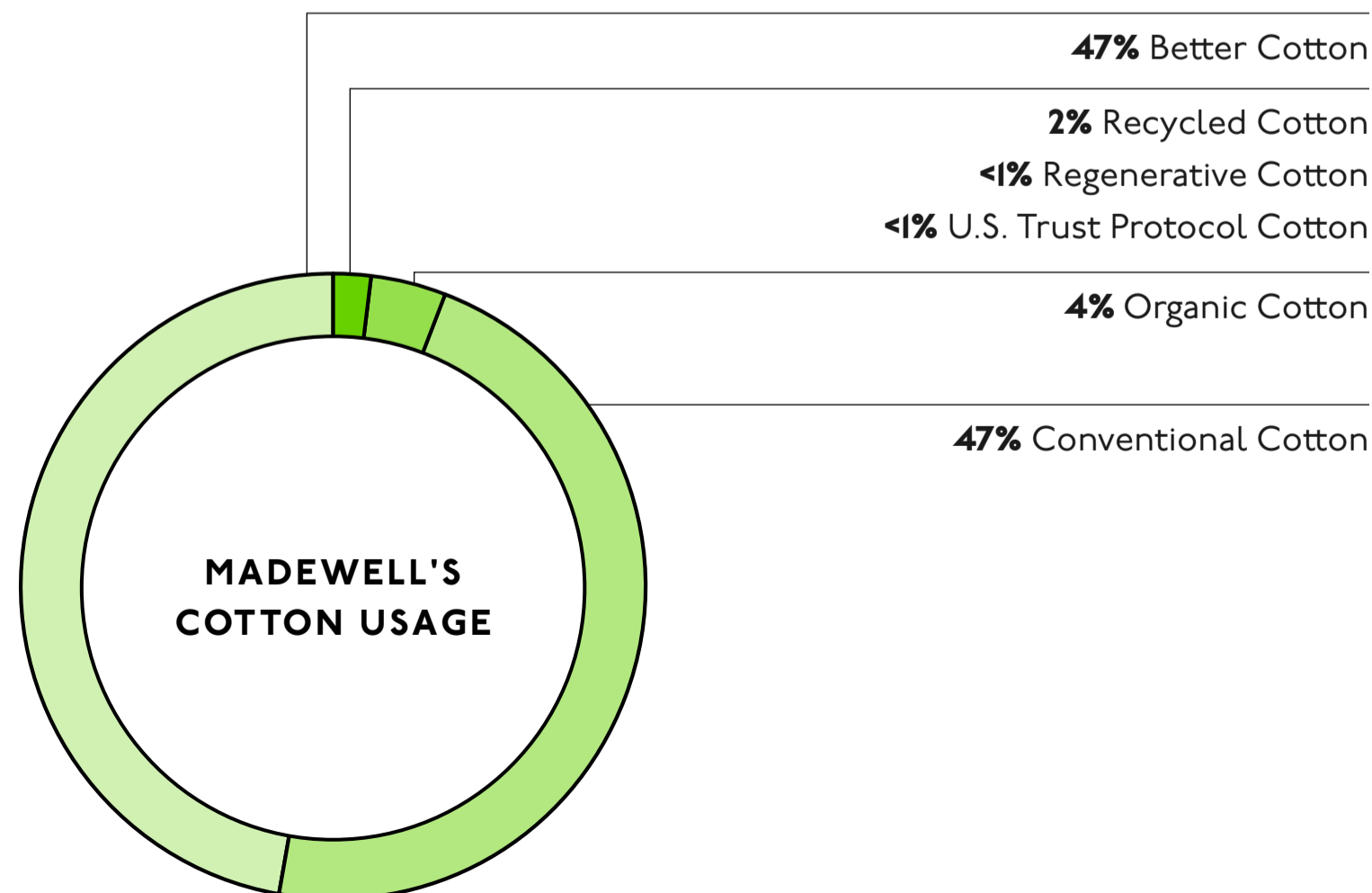
In 2022, Madewell sourced 4.3 million kilograms of cotton via a chain of custody model called mass balance.

This means that while Better Cotton is not physically traceable to end products, Better Cotton farmers benefit from the demand for Better Cotton in equivalent volumes to those we ‘source.’ By sourcing Better Cotton, we also saved an estimated 767 million gallons of water and avoided nearly 4,000 pounds of pesticides, as compared to conventional cotton.

In 2023, J.Crew Group's Senior Vice President of Sustainability was appointed to the Better Cotton Council. As a new member, they will be involved in shaping the organization's policy that supports cotton communities to survive and thrive, with a focus on supporting BCI's efforts to develop fully traceable cotton.

767

million gallons of water saved through Madewell's sourcing of Better Cotton



Recycled Cotton

Using recycled fibers, including cotton, is key to supporting a circular economy and helping address the issue of waste across the apparel industry. Recycled cotton is made from pre- or post-consumer fabric, and presents unique challenges around quality, availability, and chemical management. Our teams have partnered with key mills to drive innovation in recycled cotton and have been increasing the amount used in our products, including denim. All our recycled cotton is certified to the Global Recycled Standard (GRS) or the Recycled Content Standard (RCS).

Transparency

We are committed to driving transparency from our factory to the cotton farm. Since 2021, we have developed robust tools and procedures that enable us to map our cotton supply chain, with the goal of having full transparency to the farm. This process also gives us confidence that our cotton is not coming from high-risk regions. For more information on our Transparency efforts, please see page 58.



TEXTILE EXCHANGE'S 2025 SUSTAINABLE COTTON CHALLENGE

We are part of this industry group which aims to amplify cotton production that drives positive impacts for people and the planet; builds traceability; and hastens the shift towards regenerative best practices in cotton production.



Synthetic Fibers

Synthetic fibers such as polyester and nylon account for about nine percent of Madewell's total fiber footprint, and we have taken a number of steps to responsibly source these fibers. Through our progress in driving recycled fibers, we have increased the use of recycled content by 70 percent from 2021 to 2022. At the same time, we are looking at where we use synthetic fibers in our products and identifying opportunities to decrease our reliance on them, while also increasing our use of natural fibers.

In order to meet our 2025 commitment, we recognize that we need to move quickly. We have joined Textile Exchange's 2025 Recycled Polyester Challenge, which aims to eliminate dependence on virgin fossil fuels; drive innovation in textile-textile recycling; support and scale innovations; and push for further research on fiber fragmentation.

Recycled Nylon

We are increasing the use of recycled nylon across our products, particularly in our eco-swim and outerwear collections. Both lines contain nylon that is certified to the Global Recycled Standard (GRS) or the Recycled Content Standard (RCS). We also use ECONYL® – a 100 percent regenerated nylon yarn made from 50 percent post-consumer waste (like fishing nets and carpet fluff) and 50 percent pre-consumer waste (like industrial scraps).

70%

increase in use of recycled synthetics



SECOND WAVE SWIMWEAR

We are driving the use of recycled nylon across our products, particularly in our swim collection. Madewell's Second Wave Swimsuit line contains an inclusive size range (from XXS-3X) of high-quality recycled nylon pieces, which has diverted approximately 22 tons of pre-consumer nylon from landfills. In 2022, 84 percent of the nylon used in our swimwear was recycled .

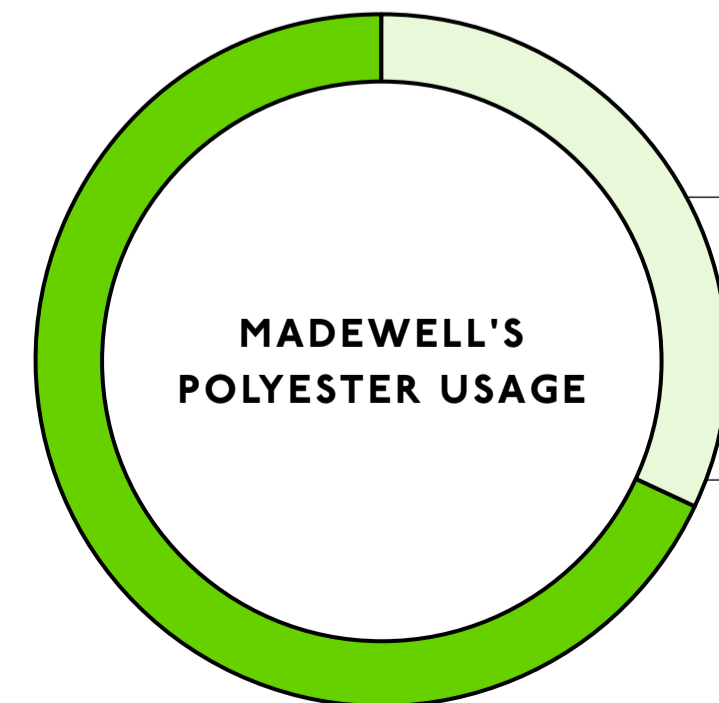
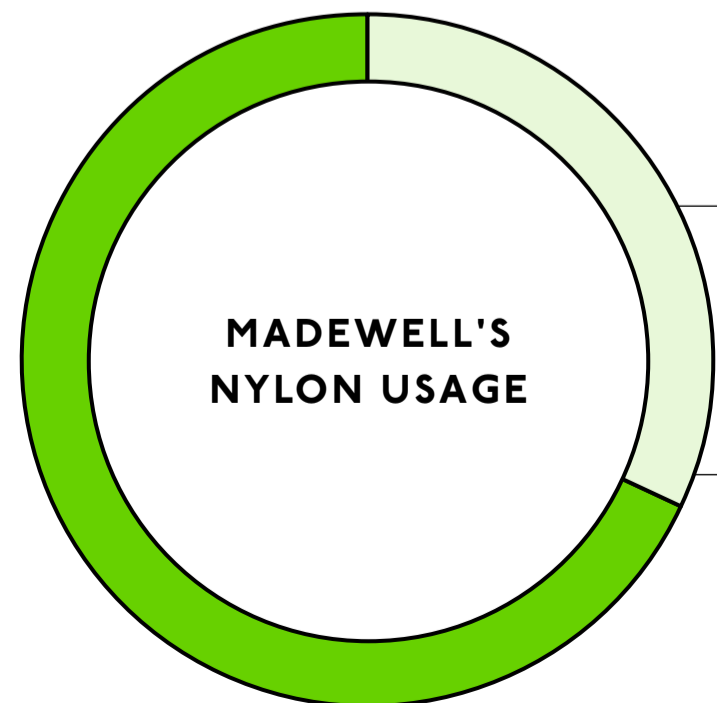
Recycled Polyester

We have been using recycled polyester in our products since 2018 and continue to increase the amount used year over year. All of our recycled polyester is certified to the Global Recycled Standard (GRS) or the Recycled Content Standard (RCS). We also use REPREVE®-branded polyester, which comes from plastic bottles, yarns, and fabric scraps, and all of our puffers use PrimaLoft® insulation, spun from recycled plastic bottles diverted from oceans and landfills. According to PrimaLoft, in 2022, J.Crew Group's use of REPREVE® helped to save 4,737,323 bottles from landfills.



MAKE WEEKENDS LONGER

In 2020, we launched MWL, which stands for "Make Weekends Longer," our first-ever size-inclusive athleisure collection. MWL pieces are designed with comfort, movement and versatility in mind, and each one features at least one sustainable element. For instance, Madewell's MWL Flex Fitness Dress is supersoft, sweat-wicking and made using recycled polyester.



Man-made Cellulosic Fibers

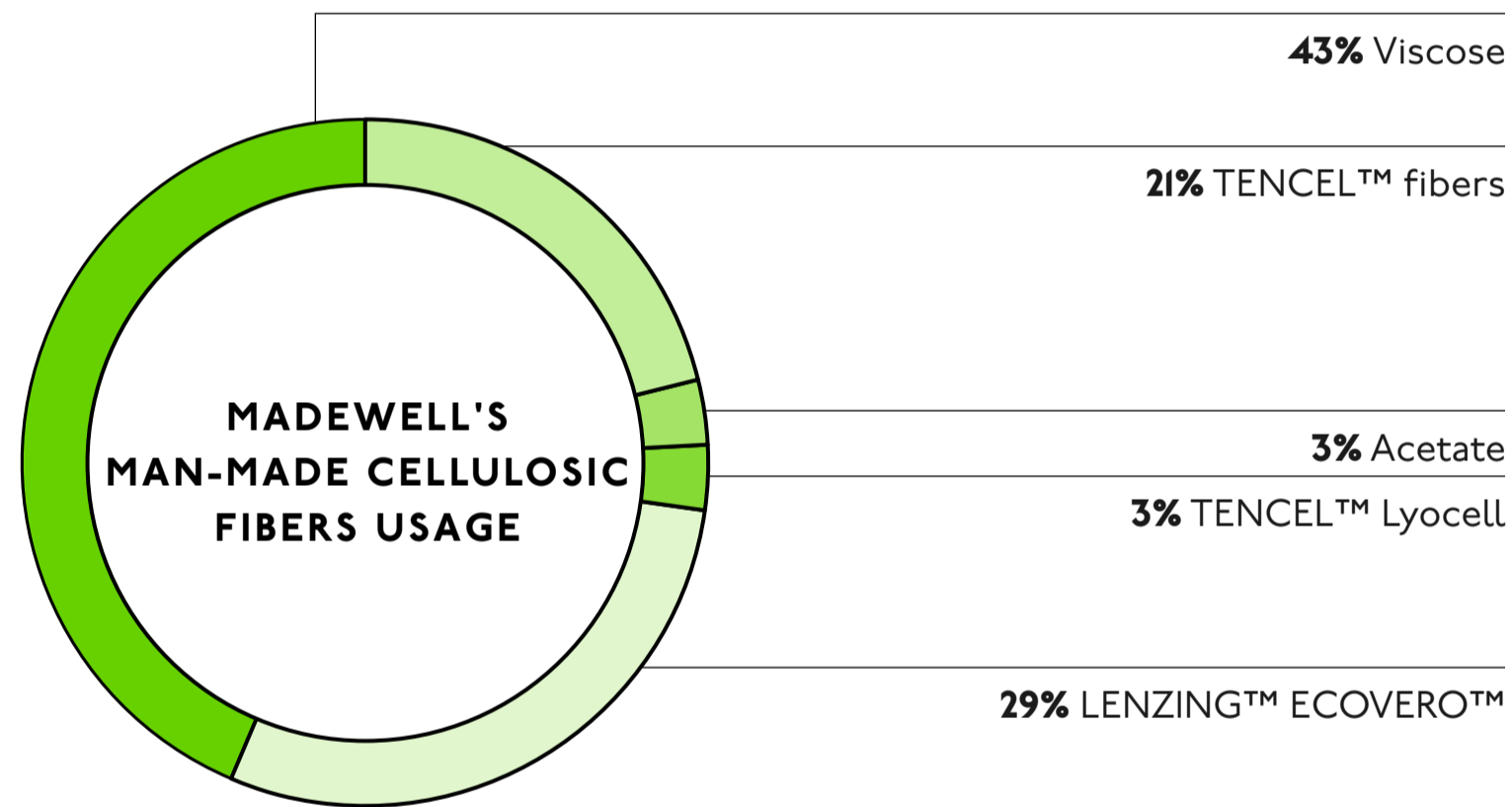
While man-made cellulosic fibers make up just five percent of our total fiber footprint, we are committed to sourcing them responsibly. We are members of Canopy’s CanopyStyle campaign to ensure that cellulosic wood-derived fibers, like viscose, do not come from ancient or endangered forests. We have also partnered with Lenzing to incorporate their TENCEL™ Modal, TENCEL™ Lyocell and LENZING AG™ ECOVERO™ fibers into our products.

These man-made cellulosic fibers are sourced from responsibly-managed forests and turned into fabric through a manufacturing process that limits their chemical, water, and energy impacts.

Through these efforts, we have increased the use of man-made cellulosic fibers from responsibly managed forests from 35 percent in 2021 to 51 percent in 2022.

16%

increased use of man-made cellulosic fibers from responsibly managed forests



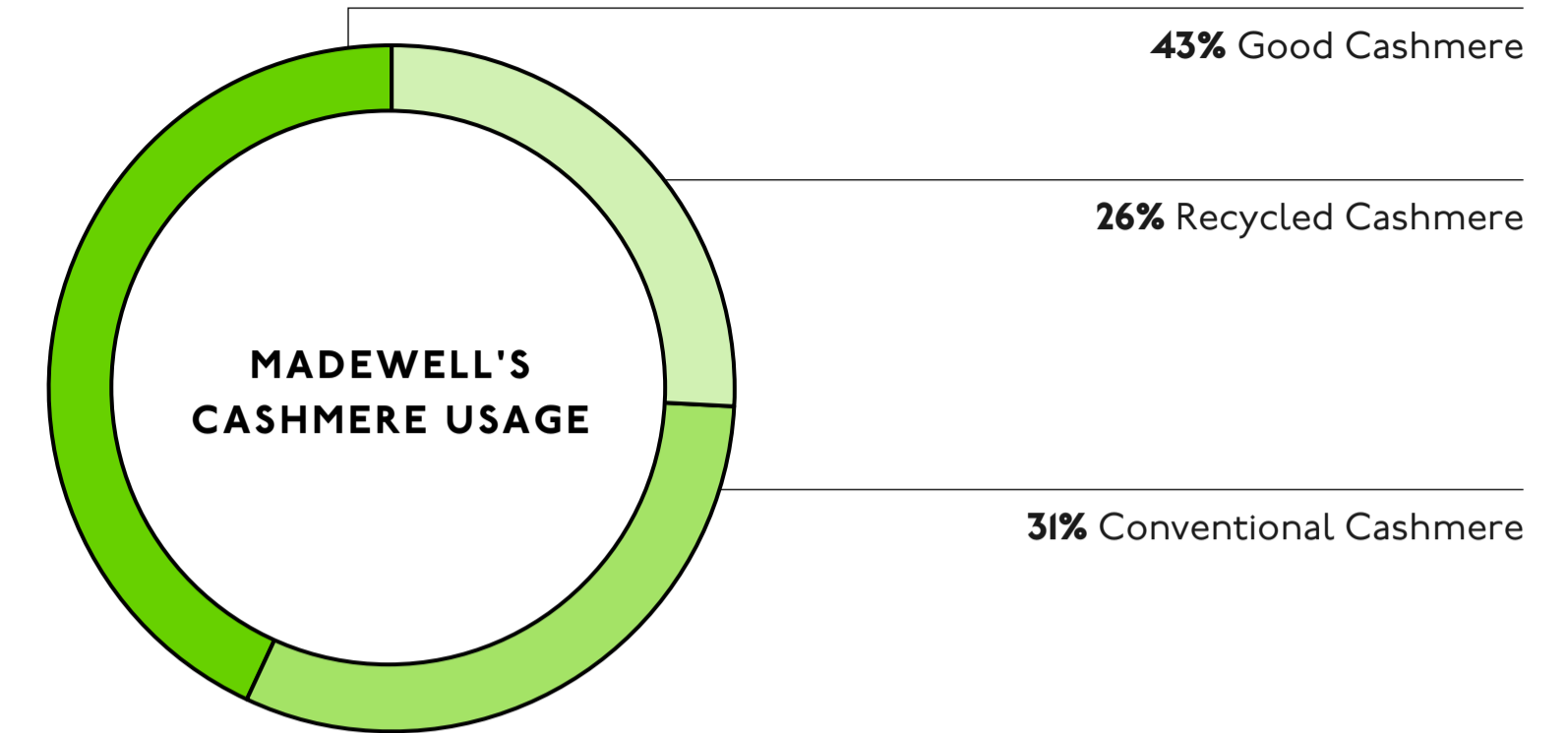
“SUSTAINABILITY IS INGRAINED INTO WHO WE ARE, WHICH OUR SHOPPERS KNOW AND LOVE. TODAY, OVER 80 PERCENT OF OUR MATERIAL FOOTPRINT IS FROM NATURAL FIBERS LIKE COTTON, MAN-MADE CELLULOSIC FIBERS, WOOL AND LEATHER. WE BELIEVE NATURAL FIBERS ARE THE RIGHT PLACE TO CONTINUE FOCUSING OUR ATTENTION.”

— LIZ HERSHFIELD
SVP, HEAD OF SUSTAINABILITY, J.CREW GROUP

Cashmere

We support responsible cashmere production through our partnership with The Good Cashmere Standard® – an independent standard for responsible cashmere that aims to improve the welfare of cashmere goats; the lives of farmers and farming communities; and the environments in which they live. J.Crew Group is proud to have been first U.S.-based company to join this organization.

In 2019, we were also the first U.S.-based company to join the Sustainable Fibre Alliance (SFA) – a nonprofit that conserves grassland biodiversity, secures herder livelihoods, and ensures the well-being of goats.



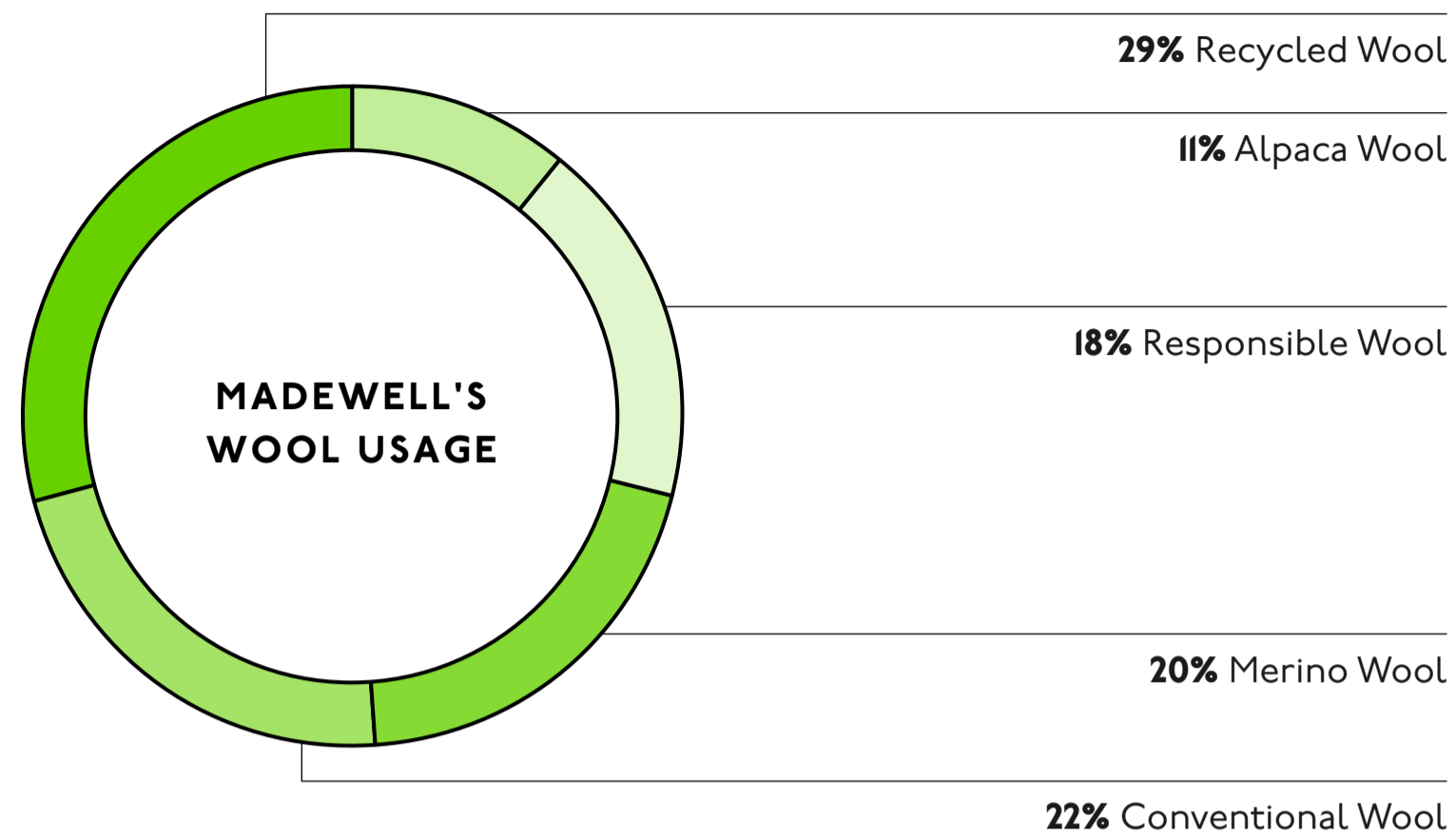
Wool

Wool makes up two percent of Madewell's fiber footprint, and is one of the main materials used in the production of our sweaters and outerwear products.

Although more sustainable wool options such as Responsible Wool Standard (RWS) certified and regenerative wool are becoming increasingly available, it has so far been a challenge to find sources that also meet our quality and cost needs. We are also looking to incorporate recycled wool into more of our products, while being mindful that this fiber must still comply with our strict chemical management standards.

We are committed to continuing to increase the amount of sustainably sourced wool we use. Finding new sources of wool that meet both our sustainability and product needs will be a focus in the year ahead.

FINDING NEW SOURCES OF WOOL THAT MEET BOTH OUR SUSTAINABILITY AND PRODUCT NEEDS WILL BE A FOCUS IN THE YEAR AHEAD.



NATIVA™ X INSULUXE WOOL

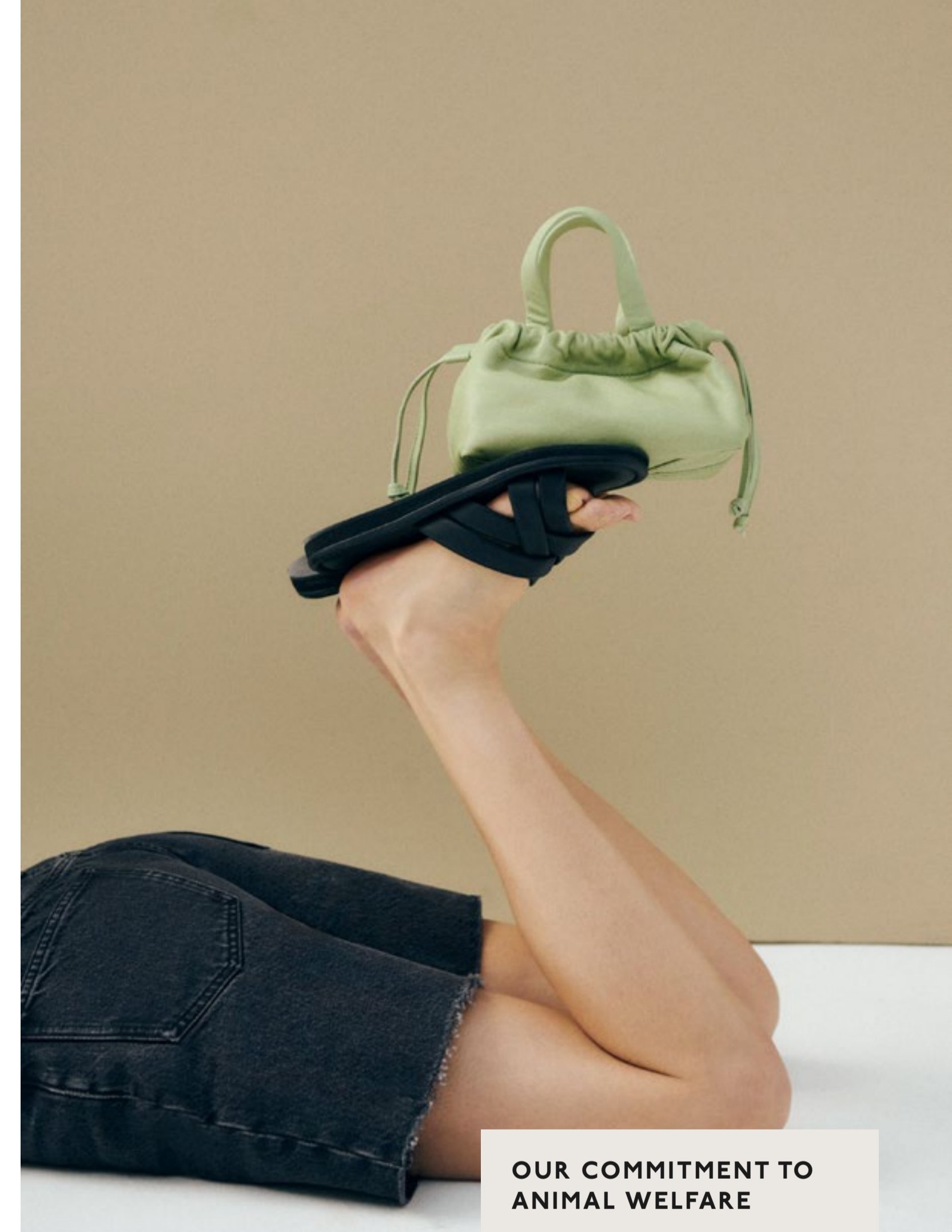
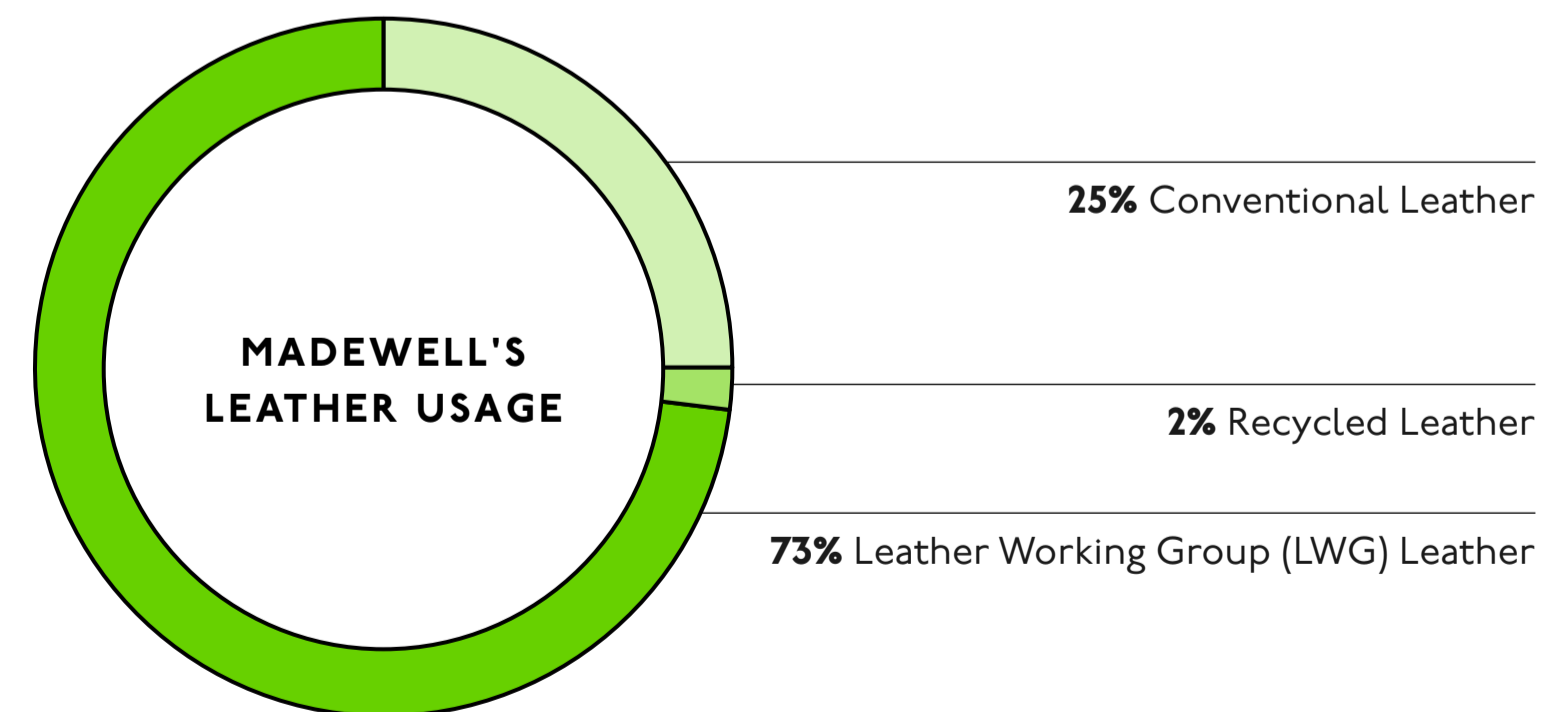
For the third year in a row, Madewell continued its NATIVA™ x Insuluxe partnership to create custom wool that comes from farms in Uruguay and Tasmania and meets the animal welfare, land management, and ethical work standards set by the NATIVA™ Protocol. NATIVA™ wool fiber is a fully traceable premium wool fiber that uses blockchain technology to create a unique QR code for each product.

Leather

We are committed to supporting responsible leather manufacturing across the globe and that is why we are proud members of the Leather Working Group (LWG), a multi-stakeholder community committed to building a sustainable future with responsible leather. We aim to use leather that is recycled, regenerative, or sourced from LWG-certified suppliers who have obtained gold or silver ratings. These ratings are given to tanneries that demonstrate best-in-class practices around energy and water usage; safe chemical usage; worker health and safety; and material traceability.

100%

of Madewell's LWG leather is sourced from gold and silver-rated tanneries



OUR COMMITMENT TO ANIMAL WELFARE

We select partners who are as committed to ethical sourcing, including responsible and humane animal welfare practices in the supply chain, as we are. In 2019, we released our corporate Animal Welfare Policy (see page 70 in the Appendix). We require that all our suppliers adhere to baseline requirements for the materials used in our products, and those who provide materials of animal origin must meet these additional ethical standards.

REGENERATIVE AGRICULTURE

OUR APPROACH

Our support of regenerative agriculture is key to achieving our sustainable fiber and material goals and underpins our commitment to biodiversity.

At Madewell, 83 percent of our fibers come from land-based sources, so we rely on the healthy, functioning ecosystems needed to produce these fibers.

According to Textile Exchange, regenerative agriculture describes farming and grazing practices that have, among other benefits, the ability to rebuild soil organic matter and restore degraded soil biodiversity – resulting in both carbon drawdown and water cycle improvements. Our ambition is to embed positive outcomes for nature in our processes – starting with sourcing regenerative versions of our key raw materials.

We're proud of the steps we've taken to advance regenerative agricultural practices because we truly believe these farming practices are vital to increasing soil health, reducing carbon impacts, and protecting species biodiversity. We are also proud that we built this program with equity in mind, taking care to recognize and address disparities in cotton farming, particularly across the United States.

As we continue to evolve our program, we will look for ways to prioritize and expand our use of regenerative materials in our products. To do so, we're focusing on four priorities:

- **Collaboration:** Supporting industry research into regenerative practices and engaging with brands and industry organizations to scale farmer engagement and brand adoption.
- **Action:** Working with farmers to engage in regenerative practices and sourcing certified regenerative materials for our products.
- **Policy:** Supporting programs to leverage the power of policy to affect large-scale change.
- **Intersectionality:** Understanding how to create investment in traditionally underrepresented groups and build a program that drives equity and inclusion among farmers through our regenerative program.

As this is an emerging field, we need to continue to define regenerative in a way that is credible, scalable and drives real impact at the farm. That is why we are one of the sponsors for Textile Exchange's [Regenerative Landscape Analysis](#) research and only use third-party certified regenerative cotton through the regenagri® standard and Regenerative Organic Certification (ROC).

WE BELIEVE REGENERATIVE FARMING PRACTICES ARE VITAL TO INCREASING SOIL HEALTH, REDUCING CARBON IMPACTS, AND PROTECTING SPECIES BIODIVERSITY.



OUR PROGRESS

In 2021, we began piloting and investing in regenerative agricultural programs with growers and strategic partners around the world.

Over the last year, our focus on environmental and economic empowerment through regenerative agriculture has continued to increase. In 2022, we distributed over \$800,000 in premiums directly to our regenerative farming partners in India and the U.S., helping fund the transition to and certification of these new farming practices. We are proud of the progress we have made across all of our priority areas:

Collaboration

Regenerative Landscape Analysis

In 2022, we contributed to the funding of Textile Exchange's **Regenerative Landscape Analysis** to build knowledge on the importance of this topic. In 2023, we are funding the next iteration of this report (scheduled for release in mid-2023), which aims to develop metrics for regenerative agriculture progress monitoring.

\$800k+

paid in premiums to J.Crew Group's regenerative farms in India and U.S.

Textile Exchange Regenerative Agriculture Community of Practice

We also teamed up with Textile Exchange to create the Regenerative Agriculture Community of Practice (CoP), through which brands, supply chain partners and growers can come together around the common goal of land restoration and soil regeneration.

The CoP promotes a vision to collectively change "business as usual" and accelerate the transition to regenerative fiber production systems and value chains.

As a subset of the CoP, we are working closely with a group of industry peers to share our experience from the past three years of regenerative farming implementation. We're committed to sharing the learnings of our regenerative premium program to make this model accessible to our peers in the industry and beyond.

Action

Sourcing Regenerative Cotton

Since 2021, we've been engaging with farmers and organizations in Brazil, the U.S., Peru and India to source regenerative cotton for our products. Over this period, we've sourced over one million pounds of third-party certified regenerative cotton through the regenagri® standard and Regenerative Organic Certified®.

Supporting U.S. Farmers to Transition to Regenerative Agriculture

We've partnered with 5 Loc Cotton, LLC and Textile Exchange to support U.S. cotton growers to transition from conventional farming practices into regenerative agriculture. In fact, through this program we supported the first implementation of the regenagri® standard in the U.S. (standard owned and managed by Regenagri C.i.C.). Some of the better practices that they are transitioning to are no till or minimum till, cover cropping and diverse crop rotations, and integrating livestock where possible. These practices result in increased soil biodiversity, as well as overall species biodiversity on the farm.

To support growers transitioning into regenerative agriculture, we are providing 'premiums' — payments directly to the farmers who are a part of our program. Because we are in this for the long run, we are committed to supporting these growers through a three-year period of continuous land improvement on their regenerative journey. In the second year of our commitment, we have expanded our programs to cover 75,000 acres of U.S. soil across 26 farms in Texas, Louisiana, Alabama and California.



“WE ARE VERY ENCOURAGED BY J.CREW GROUP’S INVESTMENT AS IT ILLUSTRATES THEY SEE FIBER SUPPLY CHAIN SUSTAINABILITY AS A RESPONSIBILITY TO BE SHARED BY MANY AND NOT JUST A FEW PARTICIPANTS. FOR TOO LONG THE BURDEN OF IMPLEMENTING SUSTAINABILITY WAS LAID AT THE FEET OF THE COTTON PRODUCER, WHO OFTEN HAD THE FEWEST RESOURCES TO MAKE SUCH CHANGE. J.CREW GROUP IS MAKING INVESTMENTS IN THE FARMERS TO IMPLEMENT CHANGE FOR THE FUTURE.”

— MEAD HARDWICK
Hardwick Planting Company
and regenerative farming partner

Regenerative Wool

We are working to increase the amount of regenerative fibers in our products, particularly for animal-based fibers such as wool. We are now supporting ranchers in Uruguay to transition into regenerative grazing for sheep and have committed to sourcing transitional regenerative wool. 'Transitional regenerative' refers to farmlands undergoing the transition to implementing fully regenerative practices, recognizing that these processes take time to adopt wholly on the land. Later this year, our first regenerative wool products will launch in partnership with these Uruguay farms and NATIVA™. In addition to being made with regenerative wool, NATIVA™ wool fiber is fully traceable and uses blockchain technology to prove its chain of custody.



BRINGING CREDIBILITY TO REGENERATIVE

We know that when it comes to regenerative agriculture projects, we need to do it right. That's why we have adopted credible, third-party verified regenerative standards for our regenerative products. In the first half of 2023, Madewell launched 15 products made with regenerative cotton that are either Regenerative Organic Certified® or certified to the regenagri® standard.

Regenerative Organic Certified® — A new certification for food, textiles and personal care ingredients, with the goal to promote agricultural practices that increase soil organic matter and sequester atmospheric carbon below ground. The framework requires that farms and products meet the highest organic standards in the world for soil health and land management, animal welfare and farmworker fairness.

Through our partners in Peru, we've begun sourcing cotton that is Regenerative Organic Certified®, and our first polo shirt at the Regenerative Organic Certified® Bronze level launched in stores in early 2023.

regenagri® — A certification program focused on safeguarding the health of the land being harvested and promoting the well-being of those who live on it, with specific criteria for soil health, biodiversity, GHG emissions and water quality. As of early 2023, Madewell has launched 15 products made with regenerative cotton certified to the regenagri® standard.



Supporting Policy Reform

In 2022, we donated \$25,000 to Kiss the Ground to support the Regenerate America campaign to leverage the power of policy to affect large-scale change and reform the 2023 Farm Bill by shifting resources in support of regeneration. The coalition aims to make regenerative agriculture and soil health education and training available to all farmers and ranchers, as well as provide incentives to encourage farmer uptake. J.Crew Group joined the project to push this work even further by looking at American farmer empowerment through the lens of diversity, equity, inclusion, and belonging (DEIB). Our Director of DEIB, Nicole Moses, joined the Regenerate America Steering Committee and helped Regenerate America develop a diversity, equity, inclusion, and justice working group to ensure that underrepresented voices are “elevated and supported” as part of the coalition-based campaign’s policy platform for the 2023 Farm Bill.

“FOR US, IT’S ABOUT: HOW DO YOU EMBED DEIB IN THE PRODUCT LIFE CYCLE ITSELF? WHERE ARE WE GETTING THE PRODUCT FROM? WHO IS SUPPLYING THE PRODUCT TO US? ARE WE SELECTING SUPPLIERS IN AN EQUITABLE FORMAT? IT WOULD BE AN INCOMPLETE STORY IF WE WERE ONLY SELLING YOU A DIVERSITY STRATEGY ABOUT WHAT IT LOOKS LIKE INSIDE OUR STORES OR WHO WORKS IN OUR HOME OFFICE.”

— NICOLE MOSES

Director of Diversity, Equity, Inclusion & Belonging



[RIGHT]
Members of the J.Crew Group team visit the Federation of Southern Cooperatives

Intersectionality

We know that addressing the climate crisis is hugely important, and we acknowledge the intersectional issues between climate and community. From the people who are innovating change, to the social and racial justice issues that go hand in hand with sustainability, we’ve chosen to take a consciously comprehensive approach to our work. We recognize the challenges of our country’s farming heritage and are actively engaging more diverse farmers in our regenerative program.

\$100,000

committed over three years to support FSC's work to economically enfranchise Black farmers

Federation of Southern Cooperatives (FSC)

We’ve partnered with the Federation of Southern Cooperatives (FSC) – the largest and oldest cooperative association owned by Black farmers and landowners. FSC’s mission is to catalyze the development of self-supporting communities through cooperative economic development, land retention, and advocacy. We partner with the FSC to identify, train, and incentivize farmers to transition to regenerative farming, and we’ve committed \$100,000 over three years to support FSC’s work to economically enfranchise Black farmers.

“FARMING IS A VERY RISKY BUSINESS, AND YOU CAN’T GUARANTEE ANYTHING. BUT BEING A BLACK FARMER OR ANY OTHER FARMER OF COLOR IS EVEN RISKIER BECAUSE OF THE LACK OF ACCESS TO A LOT OF DIFFERENT RESOURCES THAT MOST TAKE FOR GRANTED.”

— CORNELIUS BLANDING

Executive Director at the Federation of Southern Cooperatives

In 2023, we will be one of the sponsors of the Heirs Property Conference, which connects Black farmers to legal and financial advocates to help mitigate land loss due to land deed challenges. Additionally, we’re supporting the FSC’s Youth Forestry Camp at the 1300-acre Rural Training & Research Center in Epes, Alabama. The camp is dedicated to educating and developing the next generation of farmers, and our \$5,000 donation sponsored two campers’ participation in 2022.



RYAN YOUNG CLIMATE+ AWARD

J.Crew Group was recognized for the change we’re driving through our regenerative programs at Textile Exchange’s annual conference, where our Sustainability and DEIB teams were awarded the Ryan Young Climate+ Award. This accolade was given based on our pioneering climate action work and collaborative community-based approach to supporting regenerative agriculture efforts.

CIRCULARITY

OUR APPROACH

We are on a journey to strategically embed circular practices that keep products in use for longer; design out waste; make use of recyclable and regenerative inputs; and can be easily repurposed.

According to the Ellen MacArthur Foundation, a circular economy “is based on three principles, driven by design: eliminate waste and pollution, circulate products and materials (at their highest value), and regenerate nature. It is underpinned by a transition to renewable energy and materials. A circular economy decouples economic activity from the consumption of finite resources. It is a resilient system that is good for business, people, and the environment.”

At Madewell, we interpret the principles as follows:

- Eliminate waste and pollution:** Designing products to minimize the waste in production and finding ways to turn waste into new raw materials, through the increased use of recycled fibers.
- Circulate products and materials (at their highest value):** Prolonging the use phase, including designing for physical, design, and emotional durability, and providing resale opportunities for customers. Where a product can't be resold, support downcycling or other responsible disposal.
- Regenerate nature:** Addressing our broader impacts on climate change, water, biodiversity, and regenerative agriculture.



PLANET

2 million garments collected through our trade in program

 In progress for 2023

We've collected 1.6 million garments through Madewell's trade-in program, to be resold or responsibly recycled.

OUR PROGRESS

At Madewell, circular solutions are deeply ingrained in our brand's ethos. Our circularity journey began in 2014 and continues to evolve each year.

Eliminate Waste and Pollution

We are continuously looking for ways to limit waste. In 2022, we increased our usage of recycled materials in our products by two percentage points. To read more about our use of recycled materials, refer to page 18.

Madewell is also reducing waste through the development of upcycled products. Upcycling refers to the process of transforming old or used items that might otherwise be thrown away or donated into something new. In 2022, we had a 50 percent increase in our number of upcycled product collaborations. These circular brand partnerships now come to life under our Madewell Forever™ umbrella.

OUR CIRCULARITY STORY

2014

Our journey began with the launch of our Cotton Inc.'s Blue Jeans Go Green™ partnership, which lets customers donate old pairs of denim to be recycled into housing insulation.

2019

Continuing our efforts in denim circularity, we were the first retail brand to partner with thredUP to test an in-store resale popup with the launch of the Madewell Archive – a carefully curated selection of our brand's favorite pre-owned denim styles for customers to purchase at select store locations.

2020

We launched Madewell Forever™ – an innovative digital resale platform that allows our community to clean out their closets, resell preloved items, and shop for secondhand Madewell denim.

2021

We launched our first pop-up store, A Circular Store, exclusively selling secondhand Madewell items. Through A Circular Store, we re-sold over 2,900 preloved Madewell pieces ranging from denim and shirts, to dresses and outerwear. A Circular Store was also recognized as a finalist for Fast Company's 2022 World Changing Ideas Award.

2022

We expanded Madewell Forever™ to include more than just our partnership with thredUP. The Madewell Forever™ umbrella now includes all circular brand collaborations, as well as Madewell Forever™ Vintage – curated vintage pieces sold through our website.

Our Upcycled Products

Madewell x Storytellers & Creators

In August 2022, Madewell launched a limited-edition collaboration with innovative Brooklyn-based design house, Storytellers & Creators. The collection includes one-of-a-kind denim patchwork pieces that are hand-crafted with upcycled materials. Storytellers & Creators used approximately 258 old Madewell denim garments, as well as denim scraps, to create this super unique upcycled collection.



Madewell x La Réunion

Madewell teamed up with La Réunion for a second time to create a limited edition upcycled, sustainable collaboration. La Réunion Founder, Sarah Nsikak, brings together her Nigerian-American heritage and sustainability to create these works of wearable art. Through this partnership, we rescued approximately 1,250 yards of fabric scraps, which were repurposed into patchwork garments.

3D Sampling

In November 2020, Madewell kicked off its first 3D sampling software training. 3D sampling reduces the need for physical samples, which in turn reduces waste, packaging usage, and the environmental impact of shipping samples across the world. In 2022, we replaced the need for nearly 1,000 physical samples, reducing nearly five percent of our sampling waste. This initiative will continue to grow year over year, and we will continue to look for opportunities to scale 3D software within our sampling program.

Madewell x REKUT

Madewell launched its first products in partnership with REKUT – an offshoot of our factory partner Saitex in Vietnam. The REKUT mission is to create jobs and equal opportunities for people with different abilities, empowering its workers through training, job stability, and income. REKUT also aims to minimize the impact of its products on the environment by upcycling excess fabrics. Madewell and REKUT created a patchwork tote bag made using leftover Madewell denim scraps and has more products slated to launch in 2023.

Madewell x Rentrayage

Madewell partnered with sustainable fashion brand, Rentrayage, on a collection of limited-edition upcycled products made using Madewell waste. These products used a range of inputs, from aged inventory to remnant fabric and discarded samples, resulting in over 740 yards of fabric being kept out of landfills.



We teamed up with Rentrayage on an exclusive (and very limited-edition) collection upcycled from unsold Madewell clothing and fabric remnants. Sustainably crafted in the USA.

Circulate Products and Materials (at their highest value)

We produce over 20 million products per year. We hope our customers will use our products for as long as possible, which is why we invest in the durability and longevity of our products through high-quality materials, thoughtful design processes, and expert production craftsmanship. However, it's estimated that globally, some 84 percent of clothing ends up in landfills. It is our mission to offer our customers options to prevent that from happening, which we do through three channels: resale, rental, and repurposing.

**M A D E W E L L
F O R E V E R**

Resale

Buying secondhand denim instead of new is estimated to result in an average carbon emissions savings of 25 percent, according to research from Green Story, Inc. With this in mind, we aim to extend the life of each preloved garment through our resale program, Madewell Forever™.

This program is enabled by thredUP's Resale-as-a-Service®, and Madewell is proud to have been thredUP's first resale shop partner. Together, we empower customers to clean out their closets, and resell preloved Madewell denim as well as shop for secondhand Madewell denim through [MadewellForever.ThredUp](https://www.madewell.com/forever/thredup).

Since launching Madewell Forever™ in 2021, over 400,000 pairs of jeans have been collected via the Madewell in-store denim trade-in program – that's an average of nearly 800 pairs to be recycled or resold every day since the program launched. In 2021, we announced our goal to collect an additional one million pairs of denim by the end of 2023.

In 2021, we expanded our thredUP relationship, making thredUP x Madewell Clean Out Kits available to customers wanting to keep their clothes in use and out of landfills. Customers can pick up Clean Out Kits (with a bag and prepaid label) at Madewell stores or print a free shipping label (to use with any shippable box or bag) online at Madewell Forever™. Customers can fill their kits with gently-used women's clothing, handbags, footwear, and accessories from any brand (up to 30 pounds). For any non-denim item sold, customers can earn Madewell shopping credit. Additionally, through our denim trade-in program, they'll earn a \$20 discount off a pair of new Madewell jeans for each pair of preloved jeans in their Clean Out Kit.

Items that are too worn out to be resold are responsibly recycled by thredUP's vetted network of textile recyclers. All of their recycling partners must adhere to thredUP's Aftermarket Partner Code of Conduct — requiring transparency, integrity, awareness of the environmental impact, and respect for developing nations.

Since launching the Clean Out Kit program, we continue to see growth in this category and average about 2,200 kits per month. Over 430,000 items have been received through the Clean Out Kits and 65 percent of these products are resold through Madewell Forever™, while 35 percent are responsibly donated or recycled. In 2022, we relaunched the Madewell Forever™ destination on our site with a new landing page that includes upcycled collaborations, vintage finds and thredUP resale programs. Our vintage curation includes new vintage partners including the Curatorial Department, Madly Vintage, The Series, Rawson Studio, and more.

1.6
million garments and counting
collected through our trade-in program

Rental

In 2022, we continued our partnership with Rent the Runway – an e-commerce platform that enables users to rent or buy preloved apparel and accessories instead of buying new. Using Madewell's impact calculator,* we estimate that 343,768 MJ of energy, 2.2 million liters of water and 29,900 KG of CO₂e emissions were saved through this partnership. This is estimated to be equivalent to the carbon sequestered by planting 775 tree seedlings and letting them grow for 10 years.

*Madewell partnered with consultancy group Shift Advantage to create a garment impact calculator.

YOU CLEAN OUT YOUR CLOSET



THREDUP GETS TO WORK



WE RECYCLE THE REST



Repurposing

In 2022, we grew our commitment to support the proper repurposing of fabrics and garments to have a second life with both existing and new circularity partners. From fabric scraps in our home office, to unwearable denim and damaged footwear in our distribution centers, we found creative ways to extend the life of these goods in other industries.



COTTON INC.'S BLUE JEANS GO GREEN™ PROGRAM

Our collaboration with Cotton Inc.'s Blue Jeans Go Green™ program gives worn-out, unwearable denim a chance at new life. Madewell customers can bring their heavily worn denim (from any brand, not just Madewell!) to the store and Cotton Inc.'s Blue Jeans Go Green program turns these jeans into new products, such as housing insulation and thermal insulation for sustainable food packaging.

Since we began collaborating with the denim recycling program in 2014, Madewell has collected over one million pieces of denim, diverting 703 tons of waste from landfill and creating over 2.8 million square feet of insulation.

1.4

million pieces of denim collected for recycling

FABSCRAP

When we have unavoidable fabric scraps at our Headquarters from the design process, we partner with local New York nonprofit FABSCRAP to divert these materials from landfill.

FABSCRAP is a nonprofit organization that has pioneered a system to recycle and reuse fabric waste, creating an accessible materials resource for creative communities while reducing the fashion industry's impact on the planet.

As a result of Madewell's contributions in 2022, FABSCRAP estimates that 22 tons of CO₂ were saved from entering the atmosphere – the equivalent of planting 330 trees. In addition to participating in FABSCRAP's recycling program, J.Crew Group proudly contributed \$15,000 to support the organization's operations in 2022.

\$15,000

contributed to FABSCRAP

GIVING SCRAPS A SECOND LIFE

In 2022, J.Crew Group's Sustainability Associate Interest Group (AIG) took a trip to the FABSCRAP facility in Brooklyn and spent the day sorting fabric for responsible recycling or reuse, removing hardware from samples and connecting with the FABSCRAP team. The visit helped our associates see the impacts of fabric waste and inspired the AIG to plan additional volunteer trips to FABSCRAP throughout the year.



RECIRCLED

In 2022, Madewell began partnering with Recircled to find circular end-of-life solutions for our damaged, nonsalable footwear. Recircled keeps clothing and accessories out of landfills by processing items for reuse and recycling. We partner with Recircled to downcycle our damaged footwear to be used in other industries, such as flooring and tiling. Since we started our partnership, we have responsibly recycled over 10,000 units of footwear.

10,000

units of footwear recycled through Recircled

GOOD360

We donate samples and damaged items to charity through Good360, which partners with socially responsible companies to source highly needed goods and distribute them to nonprofits that support people in need. Through our partnership, we have donated goods that have impacted over 12,000 people around the world.

12,000+

people benefiting from our donated goods through Good360

REFASHIONNYC

In partnership with clothing donation and recycling service refashionNYC, associates at our corporate office in NYC donate thousands of units of their personal clothing, accessories, and more to Housing Works — a healing community of people living with and affected by HIV/AIDS. In 2022, 945 pounds of associate clothing was collected and donated at our New York Headquarters.

945

pounds of associate clothing collated and donated to refashionNYC

INTRODUCING THE ASSOCIATE CLOTHING SWAP

In 2022, our Sustainability Associate Interest Group launched the 225 Clothing Swap at J.Crew Group's corporate office, highlighting the collective, company-wide interest in reducing garment waste and promoting circularity. This initiative aims to mitigate our associates' clothing impact on the environment and emphasizes the importance of shopping secondhand versus buying new. Associates are invited to bring in their gently used clothing and swap for as many items as they contributed. The clothing is collected ahead of the swap and organized and hung by the Sustainability AIG to create the feel of a real shopping experience. Any clothing left at the end of the swap gets donated to our partner refashionNYC.

Through the two clothing swaps hosted in 2022, over 100 associates contributed more than 1,100 items of clothing. Swapping clothing versus buying new equated to saving over 1,600kg of CO₂ emissions, 19,000MJ of energy, and 100,000 liters of water.



GREENHOUSE GAS EMISSIONS

OUR APPROACH

Climate change is one of the most pressing issues of our time.

Rising temperatures, record-breaking severe weather patterns, and an increasing portion of the world's population being exposed to climate change impacts, such as droughts, floods, heat waves and rising sea levels, is cause for action. Key leaders engaged in the Paris Climate Agreement and the Intergovernmental Panel on Climate Change are only continuing to highlight the need for fast action to reduce our emissions. We work with Engie Impact, a leading consulting group that provides transformative strategies for decarbonization goals, to help measure our impact and define our roadmap for achieving our public targets.

As outlined earlier in the report, climate risks have the potential to impact every aspect of Madewell's business. With these risks also come opportunities to future-proof our business and reduce our impact by aligning to the 1.5 degree pathway. By focusing on resilience and mitigation work through our approach to sustainable materials, our long-term partnerships with suppliers, and innovative technology opportunities with our transportation and logistics vendors, we're optimistic about achieving our goals.

Our goals are all set against a 2019 baseline. This year was chosen for multiple reasons. First, it was the first year we had measured our Scope 1 and 2 footprint with a third party, making it our first full year with credible data. Second, due to the COVID-19 pandemic, we felt that both 2020 and 2021 did not accurately reflect a "business as usual" scenario, due to multiple store closings, supply chain disruptions, and impacts on consumer spending and preferences.

WE ARE COMMITTED TO ACCELERATING OUR EFFORTS AND BEING TRANSPARENT WITH BOTH OUR PROGRESS AND SETBACKS ALONG THE WAY.

J.Crew Group is committed to building upon our core public commitment to addressing climate change across the company and our supply chain.

Scope 1 & 2

J.Crew Group commits to reducing absolute Scope 1 & 2 GHG emissions by 85 percent by 2030 from a 2019 base year, including an increase in annual sourcing of renewable electricity to 100 percent (in line with our 2030 target year).

Scope 3

J.Crew Group commits to reducing absolute Scope 3 GHG emissions by 30 percent by 2030 from a 2019 base year.

Carbon Neutrality

100 percent of our operations will be carbon neutral by 2030. Where GHG emissions cannot be reduced through renewable energy sourcing, we will purchase third-party verified carbon offsets that adhere to the GHG accounting protocol, and align with our sustainability goals. This will make up no more than 15 percent of our overall GHG footprint reductions.



SIGNING THE FASHION PACT

We've signed on with The Fashion Pact, a global initiative of companies in the fashion and textile industry, including suppliers and distributors, all committed to reducing the fashion and textile industry's impact in three areas of environmental urgency: mitigate climate change, restore biodiversity, and protect the oceans. In the Spring of 2023, J.Crew Group's CEO Libby Wadle was appointed to the Fashion Pact Steering Committee. The Fashion Pact is governed by a Steering Committee composed of 16 elected CEOs. Together they set the strategic vision and drive collective action, paving a way towards a nature-positive, net-zero future.

Scope 1 & 2

We historically track our energy usage from our retail locations, corporate office, and distribution centers through a third-party platform. We measure both location-based and market-based emissions for our Scope 2 to ensure that we are able to get a fuller understanding of our physical emissions and energy purchasing decisions.

Scope 3

We intend to achieve our Scope 3 GHG target in the following ways:

Sustainable Fibers

Achieving our goal to sustainably source 100 percent of the key fibers in our materials will significantly reduce the emissions associated with our raw materials. Over the next seven years, we will continue to give preference to lower impact materials, including those that can provide carbon negative solutions, such as regenerative farming. As the methodology for calculating emissions from raw materials is an evolving space, we intend to calculate and share emissions in future reports.

Supplier Engagement

We are partnering with Apparel Impact Institute (Aii) to engage J.Crew Group's Vendor and Mill partners that account for 45 percent of our product spend. Through this program, we are providing funding for this group of partners to set baselines for their energy use, as well as targets and roadmaps for reductions. Their engagement during Phase 1 will be evaluated as criteria for Phase 2, where funding will be provided to selected suppliers for Aii's Carbon Leadership Program. Suppliers who participate in these programs in partnership with J.Crew Group are given preferred status in our sourcing strategy and benefit from the long-term energy and cost savings the programs uncover.

This work is launching in 2023, and we will share updates on progress in future reports. For the remainder of our supply chain, we will be driving progress through the adoption of the Higg FEM, which you can read about in the Appendix page 65.

We recognize that there will be challenges as we strive to achieve our ambitious targets, including the complexity of measuring and verifying Scope 3 emissions, addressing emissions as we increase our store fleet, and responding to a shifting regulatory landscape. We also understand the need to act quickly as environmental catastrophes increase in number and intensity. We are committed to accelerating our efforts and being transparent with both our progress and setbacks along the way.

OUR PROGRESS

Scope 1 and 2

The following figures cover J.Crew Group's greenhouse gas emissions from electricity and natural gas usage across our entire footprint.

YEAR	SCOPE 1 (MTCO ₂ E)	SCOPE 2 (Location Based) (MTCO ₂ e)	SCOPE 2 (Market Based) (MTCO ₂ e)	TOTAL Scope 1 & 2 Market Based (MTCO ₂ e)	EMISSION INTENSITY Mt/Sq Ft	EMISSIONS REDUCTION from baseline
2022	2,721	19,307	20,946	23,667	0.0069	-23%
2021	2,746	16,593	18,404	21,150	0.0059	-31%
2020	2,798	18,609	20,743	21,407	0.0056	-30%
2019 BASELINE	2,722	26,208	28,074	30,796	0.0071	—

YES, THAT'S AN INCREASE

In 2022, we saw a slight increase in our Scope 1 and 2 emissions from 2021. That's because in 2021, our store fleet's daily operations were impacted by COVID-19 for a significant portion of the year. Our stores were back to operating at their regular hours in 2022, and the increased emissions reflects the increased need for lighting, HVAC, and other energy uses. We are still committed to decreasing our footprint despite store growth and increased operations and will do so by continuing to drive energy efficiency measures across our stores.

Beginning in 2023, J.Crew Group will begin incorporating renewable energy into its energy mix, through a combination of Renewable Energy Credits and Green Utility programs. This will set us on our path to achieving 100 percent renewable electricity by 2030.

Scope 3

In 2022, we conducted a Scope 3 screening footprint to better understand our impact throughout our supply chain. The Scope 3 greenhouse gas inventory was carried out using methodologies consistent with the Greenhouse Gas Protocol Corporate Accounting and Reporting Standard, Greenhouse Gas Protocol Corporate Value Chain (Scope 3) Accounting and Reporting Standard, and the Greenhouse Gas Protocol Technical Guidance for Calculation Scope 3 Emissions (version 1.0).

We assessed our business against 15 categories and determined that our largest impacts occur from purchased goods and services and transportation and distribution. Combined, these categories make up 95 percent of our total relevant Scope 3 emissions. As these two Scope 3 categories are the biggest drivers of GHG emissions across J.Crew Group's value chain, and address our biggest material categories (products and transportation), they were deemed the most critical to focus on to reduce our impact.

J.Crew Group's 2022 Scope 3 emissions decreased eight percent from our 2019 baseline year. This reduction can largely be attributed to activities in Category I — Purchased Goods and Services. Our increased use of sustainable fibers year-over-year, including more sustainable cotton and recycled synthetics, has led to a decrease in our Greenhouse Gas emissions related to our raw material sourcing.

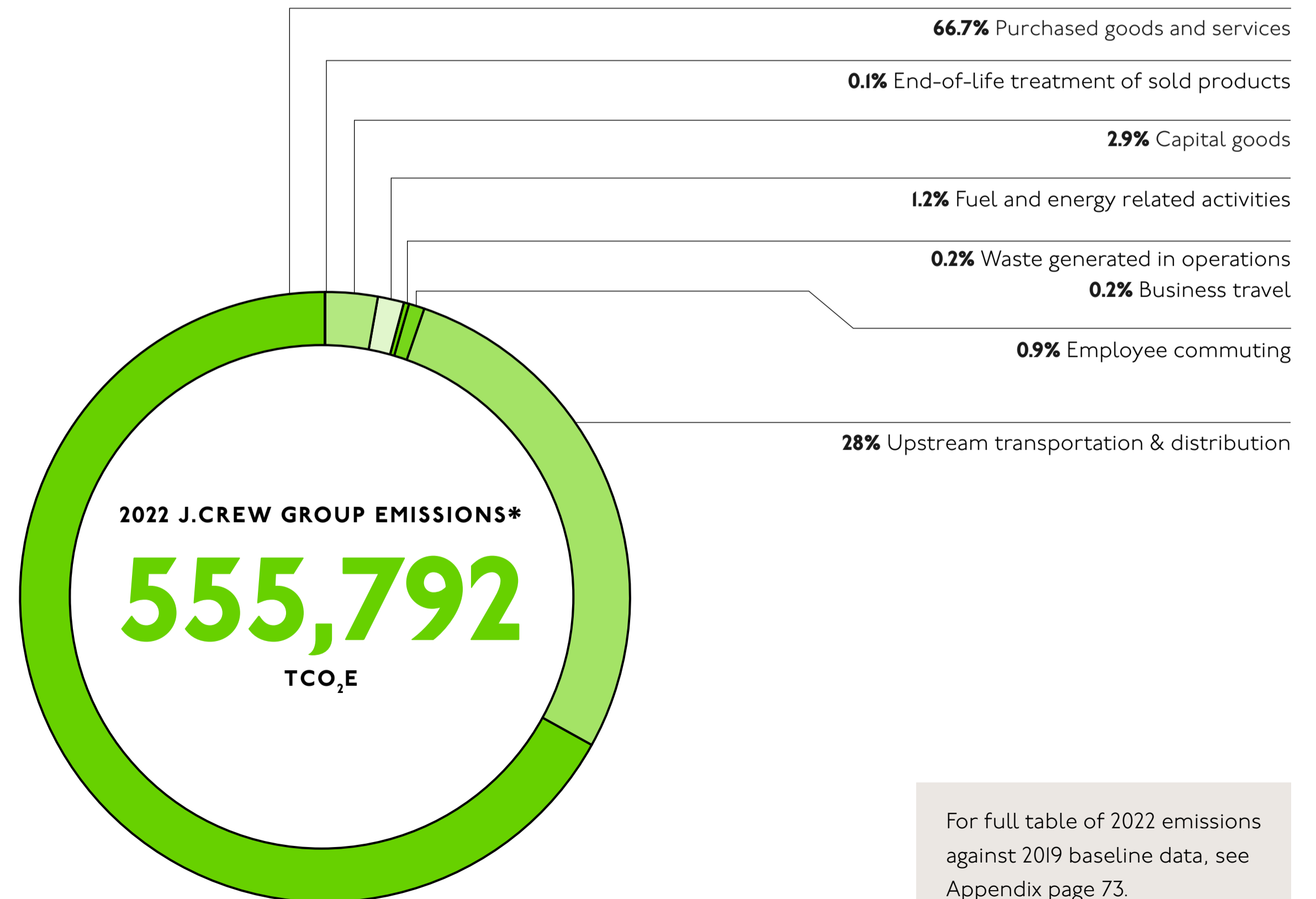
Additionally, while only representing one percent of our Scope 3, our hybrid work schedule has nearly halved our emissions from employee commuting. These cross-cutting efforts position the company to continue to make progress toward meeting our 2030 goals.

Although it is not formally counted as part of our Scope 3 emissions target, we are also continuing our partnership with the UPS carbon neutral program, offsetting Scope 3 emissions derived from e-commerce shipping.

This means that for every ton of CO₂ emitted by a package shipment, an equivalent amount of CO₂ is saved by a verified emission reduction project somewhere else in the world. Through this program with UPS, Madewell offset 8,692 metric tons of carbon from our e-commerce package shipments in 2022. This is equivalent to offsetting the energy of 918 US households for one year or 1,836 vehicles driven for a year.

Carbon Credits

We continue to give our customers the opportunity to reduce their climate impact by purchasing carbon offsets through our website. Our partnership with Native, a leading carbon offsets provider, puts the funds from the purchase of carbon credits directly into the Northern Great Plains Improved Grazing project, helping to improve soil health to (literally!) pull carbon from the atmosphere. These credits include offsetting one year of online shopping (about a half a ton of CO₂), one year of laundry (one ton of CO₂) or a whole year of carbon for a family of four (40 tons of CO₂).



For full table of 2022 emissions against 2019 baseline data, see Appendix page 73.

*Not Applicable: 8- Upstream leased assets, 9- Downstream transportation & distribution, 10- Processing of sold products, 11-Use of sold products, 13-Downstream Leased assets, 14-Franchises, 15-Investments

WATER STEWARDSHIP

OUR APPROACH

The United Nations (UN) estimates that two billion people live in countries experiencing high water stress, and the World Economic Forum rates water issues among the top financial risks to the global economy.

As water becomes more scarce and more polluted, the regulations regarding how water can be used are changing, posing risks to water-intensive supply chains. We know that our customers are increasingly aware of their water footprint and are more closely monitoring the amount of water used in everything, from their food to their clothing.

We recognize that apparel production is particularly water intensive – from the farms that grow our cotton to the production facilities that wash and dye our garments. We are committed to mitigating risks from water scarcity, water quality, and ecosystem degradation in the communities in which we operate.

Our approach to addressing water impacts is structured around three priorities – water stewardship, supplier engagement, and consumer use (we follow the UN'S definition of water stewardship, which is to use water in a way that is socially equitable, environmentally sustainable and economically beneficial). We continue to develop this approach and are working towards releasing an in-depth water roadmap and strategy in future reports.

Within J.Crew Group's supply chain, we've identified certain regions most at-risk for natural disasters like flooding and extreme droughts. We are approaching these regions with plans to help ensure water is being sustainably managed at a local level, with a focus on water stresses and ecological limits. We're supporting water stewardship projects in two of the highest water-stressed regions we work in — Vietnam and Texas — through a partnership with the World Wildlife Fund (WWF) and Texan by Nature. We've outlined additional elements from our plan for intervention below.

WE'RE SUPPORTING WATER STEWARDSHIP PROJECTS IN TWO OF THE HIGHEST WATER-STRESSED REGIONS WE WORK — VIETNAM AND TEXAS.



OUR PROGRESS

In 2021 and 2022, we partnered with the World Wildlife Fund (WWF) – one of the world’s leading conservation organizations tackling issues surrounding nature, people, climate, and water. WWF assessed the geographic and operational risks of the key mills and factories in our supply chain.

The analysis found that water scarcity, flooding, and the need for ecosystem restoration were some of the most pressing challenges in the regions where we work.

80%

of the acres of land in J.Crew Group’s U.S. regenerative cotton program are based in Texas.

Water Stewardship

Vietnam

Vietnam is one of the largest sourcing countries for J.Crew Group and is a priority for our denim production, which is highly water-intensive. Vietnam experiences significant water risks, including seasonal flooding and decreased water quality, and country-wide water management is often inconsistent. According to WWF data, the Mekong Delta is at risk of disappearing entirely by 2100. As a result, WWF has implemented water stewardship projects across the country to help combat these issues.

In early 2023, J.Crew Group signed on as a brand partner to WWF’s Mekong & Dong Nai River Basins Water Stewardship Program, which will begin work in July 2023. These two river basins – which house about 46 percent of our Vietnam production – are vital to the livelihoods of millions of people and the functioning of local ecosystems. We’ve committed to a three-year sponsorship of the program, which involves water footprint reduction within factories, sustainable management of shared basin water resources, wetland preservation, rainwater harvesting, and collective dialogue within the impacted communities around water governance. These projects will continue to evolve over the next seven years of operation, and we look forward to sharing more as it gets underway.

Texas

Through our commitment to regenerative agriculture, we’re investing deeply in Texas farming communities. Through our traceability efforts, we have found that 40 percent of our cotton is coming from the U.S., and almost half of U.S. cotton is grown in Texas. We know that to maintain these lands, we must also invest in water – the threatened lifeline of these farms. Cotton is Texas’ largest crop, but in 2022 Texas harvested just half the normal annual yield as 95 percent of the state faced drought conditions and extreme heat. At J.Crew Group, 80 percent of the acres of land in our U.S. regenerative cotton program is based in Texas, and we know that too much or too little water can devastate our cotton availability.

To combat this, we’re partnering with Texan by Nature to engage in water conservation work in our regenerative farm communities. In 2023, we committed \$50,000 to restoration work on producer lands and surrounding areas. This project will specifically target playas — seasonal, wet depressions whose porous clay lining helps to recharge aquifer function, control flood waters, and support wildlife flourishing. This funding covers labor and materials for restoration, seeds for planting, and incentive payments to landowners for the acres restored to proper function.

Supplier Engagement

By 2030, we will engage our top 45 percent of vendors by spend to develop context-based water targets. In order to do this, we’ve partnered with Apparel Impact Institute (Aii), which is also supporting our program to engage supplier partners to reduce their Greenhouse Gas emissions. By selecting Aii as our implementation partner, we benefit from joint monitoring and engagement across carbon, water, and chemicals in our supply chain. We expect the output of this work to include water reduction goals for our vendors, wastewater management implementation plans, and more efficient wash techniques in our denim supply chain.

Wastewater

A holistic water strategy must also address the impacts of wastewater at the supplier level. We recognize that water usage and runoff risks are extremely complex and interconnected throughout the supply chain. Wastewater is created through the fabric dyeing and garment washing process, and without proper wastewater and chemical treatment on-site at our facilities, there is the risk of this runoff contaminating community waters. We address wastewater through our chemical management program and our strategic use of the Higg Facility Environment Module (FEM). For more information on both of these programs, please refer to page 35.


\$50k

committed to restoration work on producer lands and surrounding areas in 2023



Consumer Use

Water conservation does not end at garment production. At-home garment care is also water-intensive, which is why we provide eco-friendly wash instructions for our largest product categories. All Madewell private label denim includes responsible care instructions on the interior pocket bag, encouraging customers to skip throwing in their jeans on laundry day to both save water and extend the longevity of Madewell denim.

HOW TO

1. Don't wash after each wear (try every 10x).

CARE FOR YOUR

2. Skip the dryer to save energy and make denim last longer.

JEANS

3. Recycle your old jeans for instant good vibes.

Better for the planet, better for its people.
Learn more about our efforts at: [madewell.com/dowell](https://www.madewell.com/dowell).

WORLD WATER DAY

In celebration of World Water Day 2022, Madewell teamed up with Cone Denim to create limited-edition denim styles with teal selvage edges. We also donated \$10,000 to support Water.org's mission to help provide access to safe water and sanitation to people in need around the world.



CHEMICAL MANAGEMENT

OUR APPROACH

We take a multifaceted approach to managing chemicals in our supply chain and on our products.

This approach ensures compliance by setting clear requirements for suppliers, implementing a process to manage chemical usage, and testing to verify compliance.

Our program begins with our J.Crew Group Supplier Code of Conduct, which communicates our chemical safety requirements and includes a requirement to comply with the AFIRM Restricted Substances List (RSL), which identifies the chemicals that are prohibited or restricted for use on our raw materials and finished products. We are proud members of AFIRM, whose mission is to reduce the use and impact of harmful substances in the apparel and footwear supply chain. It does so by partnering with retailers, suppliers, and manufacturers to achieve chemical product safety. In order to do business with J.Crew Group, all supplier partners must sign legal documents warranting that finished materials and products comply with the AFIRM RSL. These include all raw materials, trim, and finished goods suppliers.

We then focus on implementing processes to support our partners in effectively managing their chemical usage so they meet our requirements. We include training on RSL compliance through the J.Crew Group Vendor Onboarding program and share trainings that are held by AFIRM and through our testing labs. The AFIRM RSL also contains a risk-based management approach, which defines higher chemical risks for different fabrics, products, and performance types. We ensure that suppliers are aware of these differences and manage their individual chemical use based on their specific risks.

Finally, we verify compliance with our chemical management standards through our testing program. All our supplier partners are required to use accredited third-party labs to conduct testing of products and components of products to monitor compliance with global chemical regulations and J.Crew Group chemical restrictions. Compliance with chemical management standards is overseen by our Testing and Compliance team, who is responsible for ensuring that our products meet compliance requirements and the strictest global standards. Any compliance failure results in a mandatory investigative process to establish the root cause, as well as a corrective action plan which must be implemented before the product can be released.

To supplement these efforts, we ask our strategic Tier I cut-and-sew suppliers and fabric suppliers to respond to SAC's FEM so we can assess chemical management in our supply chain. We are using this data to inform the evolution of J.Crew Group's chemical management strategy.

In October of 2022, Madewell collaborated with long-time mill partner ISKO to launch the first of its kind bluesign®-approved denim made with ISKO fabric. ISKO was the first European denim mill to achieve bluesign® certification, and Madewell's style was the first to use this bluesign fabric in the United States. The product launch marked a significant achievement in strategic collaboration and innovation in the denim space. In 2023, we plan to launch 13 more styles with bluesign-approved fabrics.

13

new styles with bluesign®-approved fabrics are planned to launch in 2023

WE ARE PROUD MEMBERS OF AFIRM, WHOSE MISSION IS TO REDUCE THE USE AND IMPACT OF HARMFUL SUBSTANCES IN THE APPAREL AND FOOTWEAR SUPPLY CHAIN.



SUSTAINABLE OPERATIONS

PACKAGING

OUR APPROACH

Plastic is one of retail's — and the world's — biggest challenges. It is estimated that 99 percent of single use plastics end up in landfills or the ocean, possibly taking up to 1,000 years to completely break down.

As part of our sustainable packaging goal, we are working to reduce single-use plastics, phase out virgin plastics in packaging and raw materials, and partner with the industry to find collective solutions.

 **PLANET**

100% of our packaging will be sustainably sourced and free of virgin plastic

 **In progress for 2025**

In 2022, 41% of J.Crew Group's paper and plastic packaging contained 100% sustainably sourced materials.

1.6
million pounds of virgin plastic avoided by transitioning to 100% recycled content polybags

In order to tackle our use of packaging, we've adopted a three-prong approach:

- **Reduce:** We're working to remove the excess use of unnecessary packaging.
- **Reuse:** We're focusing on packaging that can be reused and/or has an additional value-add.
- **Replace:** We're replacing plastics with innovative, sustainable alternatives – like paper or other bio-based materials.

We use packaging throughout our business — from protecting goods as they ship from our factories to helping e-commerce shipments get delivered to our customer's doors. We're actively reducing our packaging footprint wherever possible, using only what we need while making sure items get to customers the way they are expected to.

Many different types of packaging are used in the apparel industry – from the boxes shipped from our vendors, to the foam backings on earrings. That is why since 2018, we have worked with cross-functional teams to footprint our packaging across our logistics, points-of-sale, and on products. This footprint allows us to identify our packaging hotspots and opportunities to drive significant impact.

OUR PROGRESS

Over the past couple of years, we have made considerable strides in converting our key paper and plastic packaging to more responsibly sourced materials. However, there is more work to do to meet our 2025 packaging goals.

Reduce Plastic

In 2022, we changed the guidance for how to pack and ship orders fulfilled from our stores and removed all excess polybags from this part of the shipping process.

Paper and Corrugate

We evaluate on-product packaging needs based on how our consumers are shopping. We do not include unnecessary packaging, such as hangtags, on products sold directly to consumers through our e-commerce platform.

In 2022, Madewell launched its new shoebox design – the ship-in-one container shoebox. This shoebox redesign uses 34 percent less paper than a traditional shoebox with its shipping box combined. It is made of 87 percent recycled cardboard and 13 percent FSC-certified virgin fiber. The box was first introduced to all Madewell sneakers and will roll out to all footwear categories by the end of 2023.

The shoebox represents an exciting step in Madewell's packaging reduction goals and highlights the collaboration of our technical, testing, and distribution center teams to get this new shoebox design into production.

Reuse

Corrugate

We are always looking for ways to reuse our corrugate. For one, we make a practice of reusing the corrugate boxes that arrive at our distribution centers, repacking them to ship products to our stores and reducing the need for new boxes. In another example, our distribution centers successfully identified a supplier selling pre-used boxes that we could integrate into our distribution system. Initially, there were a few challenges with working these secondhand boxes into our existing infrastructure — for instance, tape on the pre-used boxes getting stuck in our machinery — but our teams were able to find workarounds to make the transition happen.

Replace

Plastic

We have made a big effort to reduce the amount of virgin plastic in our packaging. Industry-wide, the use of polybags – used to protect products in transit – is one of the most significant packaging challenges to solve. We are considering how we can reduce this environmental impact, while also keeping our products protected during shipping before they reach the customer. We transitioned our polybags to 100 percent recycled content, avoiding the use of over 1.6 million pounds of virgin plastic each year. We have also transitioned our poly mailers to

contain at least 50 percent recycled content and are currently exploring alternatives that will bring us closer to our goal of 100 percent recycled.

We recognize the many impacts of plastics, including recycled plastics, on our environment, which is why we are constantly looking for alternatives to traditional plastic, while being mindful of the overall lifecycle impacts of any new material. For example, we are conducting a trial on swapping plastic polybags with paper bags for all jewelry, and we are hopeful we will be able to launch this new packaging approach in early 2024.

Corrugate

Currently, our corrugate is made with a FSC mix or recycled content. As corrugate and logistics packing makes up an overwhelming percentage of our packaging, we are continuing to push for opportunities to increase recycled and certified content. For more information on FSC content, please see page 72 in the Appendix.

34%

less paper used in our new ship-in-one shoebox design



STORES

In 2022, Madewell operated 148 retail stores. Our brick-and-mortar locations and our store associates are crucial to our sustainability initiatives. As the first people that our customers interact with, our store teams need to stay up to date on the sustainability initiatives taking place. We engage our store teams through an online sustainability portal, providing sustainable product knowledge each season, hosting Sustainability Town Halls throughout the year, and equipping our stores with back-of-house posters outlining our key goals.

In 2021, we partnered with Recycle Track Systems (RTS), a sustainable materials management company, to perform a waste benchmarking audit at 30 retail locations and two distribution centers. Last year we reported on the results of those audits, which found that on average, about 63 percent of our waste is being diverted through recycling streams. We're now setting out to tackle the remaining 37 percent of our waste not currently diverted, which is largely made up of plastic film.

In early 2023, we kicked off phase two of our work to solve this issue and implement a polybag diversion pilot. The goal of this pilot is to come up with a scalable solution for polybag collection and proper recycling, which we eventually hope to roll out to our entire store fleet. This work requires innovation and outside-the-box thinking to address an issue that has yet to have a fully scalable solution. In partnership with RTS, we're working to promote cross-industry collaboration, conversation, and solution-scaling.

Additionally, in partnership with Simon Malls and JC Penny, we participated in a pilot at our Roosevelt Field Mall where we regularly collected our Madewell single-use plastics, including polybags and poly mailers, and brought them to a collection point to be recycled. This effort is now expanding to other hard-to-recycle goods and to new locations. This project highlights the need for industry-wide collective action in order to push this work further, and we welcome the opportunity to collaborate with other brands on these efforts.

DISTRIBUTION CENTERS

Reducing waste is a priority at our two distribution centers located in Asheville, North Carolina and Lynchburg, Virginia.

In 2022, our distribution centers diverted a total of 2,238 tons of waste from landfills, or 89% percent of total waste generated in 2022. Additionally, our distribution centers identified a recycling partner for all polybags, plastic wrap and office paper and successfully diverted all this material in 2022 to responsible recycling streams. All plastic garment hangers are recycled at our distribution centers as well.

Some of the additional ways we are reducing waste at our distribution centers include:

- Updating all trash and recycling receptacles around the facilities for optimal usage
- Trialing a PPE glove laundering program with Closed Loop Recycling to facilitate reuse
- Reusing approximately 40 percent of inbound boxes for outbound shipments at our Ashville facility



HEADQUARTERS

J.Crew Group's headquarters is located at 225 Liberty Street in New York and is owned by Brookfield Properties. Brookfield is a LEED Gold Certified Building. LEED-certified buildings are healthier, more productive places, and have a reduced stress on the environment through energy and resource efficiency. We are constantly working to drive responsible waste management and energy usage at our office.

We use Brookfield as a testing ground for new office initiatives that have the potential to significantly improve our environmental impact. These include:

- Lighting that automatically re-balances based on sunlight to ensure a consistent working environment, while managing energy costs.
- Centralized waste disposal that brings us in line with New York City regulations and leading industry practices. We align with both industry and city rules around waste management, which includes where different types of bins are placed. We will no longer have waste receptacles at individual workstations.

Instead, waste receptacles for disposing of packaging materials, napkins, and food waste will be located primarily in the pantries.

- Recycling receptacles to dispose of recyclables including clean plastic, non-confidential paper, and metal.
- Locked shredding bins in each copy room for disposing of all documents that contain protected health information or confidential business/employee-related material. This paper will be recycled after it has been shredded.
- Working toward being plastic-free by no longer providing disposable cutlery in the pantries.

SUPPLY CHAIN

At J.Crew Group, our commitment to sustainability extends beyond our owned and operated facilities. We know we need the cooperation of our supply chain partners to meet our ESG commitments. This could not be done without the strategic relationships we have developed with our suppliers, who are equally committed to having a positive impact on the planet.

Since 2019, we have utilized the Sustainable Apparel Coalition's Higg — a sustainability assessment tool that standardizes how facilities measure and evaluate their environmental performance — to understand the environmental impacts of our supply chain. We measure the Higg FEM environmental data at the J.Crew Group level, which covers facilities that work with both Madewell and J.Crew brands.

In 2022, we collected 149 Higg FEM Self-Assessment modules from our Tier I supply chain partners, representing over 83 percent of our business (by dollars spent). Some 108 of those suppliers, representing 60 percent of our business (by dollars spent), also completed a third-party verification, which provides an additional level of assurance as to the accuracy of our data. We will continue to leverage this tool to evaluate the sustainability performance of our supply chain and contribute to our goals around Scope 3 emissions and water impacts.



WE'RE PROUD TO CREATE OPPORTUNITIES THAT HAVE POSITIVE IMPACTS ON OUR ASSOCIATES, SUPPLIERS, CUSTOMERS AND COMMUNITIES.

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- 46 ASSOCIATES**
- 49 CUSTOMERS**
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PEOPLE



RESPONSIBLE SUPPLY CHAIN

OUR APPROACH

At J.Crew Group, we believe that fair and decent working conditions, freedom of opinion and expression, and an adequate standard of living are basic human rights.

At J. Crew Group we do not directly own or operate any factories. We are committed to sourcing our products in an ethical, responsible, and legal manner — and expect our suppliers to share these values and partner with us to promote better working conditions and commit to continuous improvement.

Code of Conduct & Compliance

Our Supplier Code of Conduct is based on the International Labor Organization (ILO) core standards and requires compliance with all laws in each of the countries in which our facilities operate. The Supplier Code of Conduct applies to every level of our supply chain, including all approved subcontractors, homeworkers, and sub-suppliers. It outlines 15 specific expectations related to labor and human rights, environment, and fair and honest operating standards.

We support our suppliers with tools and best practices for safe working conditions, including training and consultations. Our suppliers agree to be monitored by third-party, independent audit firms to ensure ongoing compliance. Most inspections are semi-announced, and when necessary, fully unannounced. All new suppliers are subject to inspection and approval before any purchase orders are placed. The existing factories within our supply chain are routinely inspected based on their previous compliance performance and their overall external risk factors. Inspections consist of a detailed review of documents, private and protected worker interviews, and an inspection of the facility to assess worker well-being, health, and safety.

Audits are conducted at a regular cadence across all factories producing J.Crew Group products. The cadence is determined through a risk-based approach that is informed by past audit performance, with lower-performing facilities audited more regularly (within six months), and higher-performing facilities audited less frequently (but no longer than 18 months).

In 2022, we conducted 153 audits to assess compliance with our Supplier Code of Conduct. We uphold rigorous requirements and as a result, two factories were not approved for production based on an unacceptable level of compliance. We also ceased production in two existing factories that did not demonstrate continuous improvement based on key requirements in our Supplier Code of Conduct.

J.Crew Group also accepted 107 audits conducted by industry certification programs or other major U.S. retail brands. We reviewed the level of compliance and worked collaboratively with the program or brand to support sustainable resolution to the non-compliances.

AUDIT PROGRAM	AUDIT COUNT
J.Crew Group Program Audit	153
Better Work	63
Other Brand Audits	32
Fair Trade Audit	12
GRAND TOTAL	260

15%
of our factories achieved top audit ratings

In 2022, 15 percent of our factories achieved top audit ratings, and the majority of our factory audits resulted in what we consider a “Fair” rating, meaning there’s a need to implement system or procedure changes within six to twelve months. 10 percent of our factories received a rating that required remediation within three months to remain a J.Crew Group supplier.

The most common non-compliances were health and safety, with an average of 7.7 Health and Safety issues per audit. Additionally, in 2022 we had three incidents of verbal abuse reported.

Full audit results are shared with all factories after being reviewed by both the auditor and the J.Crew Group team.

In all cases, factories must develop a detailed Corrective Action Plan specific to the issues cited during the audit. We provide support as the factory actions these plans, with the goal and expectation of reaching a higher level of compliance by the next audit.

We believe it’s important to reward our suppliers who have strong social compliance performance, as determined by adherence to our Supplier Code of Conduct and measured through our audit program. If a factory receives the top rating in our audit, J.Crew Group absorbs the cost of the audit. We believe this action both rewards top performers and shows our commitment to partnering with our suppliers to ensure that our Supplier Code of Conduct is met.

To read our Supplier Code of Conduct, please refer to page 66 in our Appendix.

Assessing Country-Level Risk
J.Crew Group constantly evaluates the social compliance risks inherent within the countries in which we operate. We use this information to ensure our compliance program is designed to mitigate these country-level risks, alongside global risks. We recognize that these risks may change year-to-year, and we assess and adjust our programs accordingly. For a breakdown of the risks by our top 10 production countries in 2022, see Appendix page 65.



266 **FACTORIES WORLDWIDE**

13 **FAIRTRADE FACTORIES**

OUR FACTORIES



Guatemala
INT S.A.

Sri Lanka
Chiefway Katunayake Pvt Ltd.
Chiefway Pvt Ltd.

Cambodia
Meng Yee Garment Manufactory Co. Ltd.

China
Jade Garment Manufacturing (Zhuhai) Co. Ltd.
Dongguan Leroy Far East Knitwears Ltd.
Shanwei Wansheng Knitwear Fashion Co. Ltd.
Dongguan Sunrise Knitting Ltd.

Vietnam
Saitex International Dong Nai (VN) Co. Ltd
Zhongshan Easy Rich Garment Ltd.
RGM Da Nang One Member Co. Ltd.
Viet Pacific Apparel Co. Ltd.
Lotus Textile & Garment Co. Ltd.

Grievance Mechanism for Workers

We require all production facilities to maintain a documented process for workers to report complaints or grievances, assign a representative to manage and track the process, and ensure that new workers understand and are encouraged to use the process. We have also updated our grievance mechanism for workers to be able to report potential violations of our Supplier Code of Conduct directly to J.Crew Group.

We require all factories and mills to post a Supplier Code of Conduct poster in a location that is accessible to workers and in a language that all workers understand. At the bottom of the poster, we include information on how workers can contact J.Crew Group. If we receive a grievance, we take swift action to address it, including an investigation, root cause analysis, and a corrective action plan. For any grievance that is found to have merit, a factory must provide proof of remediation. If they fail to do so, or do not adequately address the complaint, we reserve the right to address it through warnings, and ultimately termination, depending on the severity of the issue. J.Crew Group protects workers who report alleged incidents of non-compliance with our Supplier Code of Conduct.

Worker Well-Being

While Fair Trade USA™ is the cornerstone of our Worker Empowerment program, we are committed to working with partners who provide services that support worker well-being across our supply chain. This could include offering childcare facilities, maternity benefits, or healthcare services.

Our factories all offer maternity and healthcare benefits to their workers. In about 25 percent of our factories, onsite childcare facilities, or equivalent compensation, are required by law, and we monitor to ensure that these are provided to the workers. Three of our factories in Bangladesh have also voluntarily participated in a “Mothers @ Work” program, which focuses on enhanced maternity rights protection and supporting lactating mothers.

Forced Labor

J.Crew Group supports the human rights of all people who contribute to the production of merchandise in our supply chain. One of the most challenging human rights issues that continues to exist in our industry is forced labor.

We have had no evidence of forced labor in our own supply chain. However, according to the Mekong Club, a nonprofit organization that works with its members like J.Crew Group to address modern slavery and related crimes, there are currently over 40 million people worldwide who are victims of forced labor and 40 percent of these victims are in global supply chains. In 2022 and early 2023, we took the following steps to address and avoid forced labor in our supply chain:

Published A Human Rights Statement

Our commitment to fundamental, universal, and inalienable human rights applies to our associates, customers, and communities, as well as our operations and business partners. In 2022, we created a Human Rights Statement to help our stakeholders better understand J.Crew Group’s commitment, requirements, and accountability to human rights. We will continuously strengthen our understanding of human rights issues in our operations and supply chain, and demonstrate this core value in how we conduct business. To read our statement, please refer to page 68 in the Appendix.

Updated Our Social Responsibility Guidelines

This year, we updated our Social Responsibility Guidelines and Supplier Code of Conduct to include additional language and details on our requirements around forced labor and child labor. In 2023, we require all Tier 1 and 2 suppliers to agree to adhere to these guidelines as part of our contractual supplier agreements. To read our Supplier Code of Conduct, please see page 66.

Launched Forced Labor Training

We are a member of The Mekong Club, which works across industries to address modern slavery risk. The organization has helped us enhance our human rights efforts by providing forced labor training for J.Crew Group associates who work with our supply chain partners. This detailed industry training shares an overview of the issue, indicators of forced labor to look out for, and why it’s critical to report any indication of potential forced labor.

Strengthened Third Party Protocols

We have updated our Supplier Code of Conduct to reflect stronger requirements and policies related to transparency, forced and child labor, freedom of association, worker empowerment, and subcontracting. In turn, we continue to update our Standard Operating Procedures (SOPs) for third-party audit providers to incorporate these changes into our social compliance audits. We also collaborated with our audit firms to ensure that they are aware of and understand the new industry regulations that emerged in 2022 related to forced labor, as well as our more detailed protocols related to child labor.

With global travel resuming in 2022 we began, once again, to monitor audits conducted on our behalf. In-person monitoring allows us to assess how closely the in-factory audit procedures match our protocols, and to better understand the level of experience and professionalism of the auditors conducting our audits. Shadowing audits also provides us with the opportunity to educate in person, as well as to understand opportunities for SOPs and auditor training improvements.



SPOTLIGHT ON U.S. MANUFACTURING

We continue to support U.S. manufacturing by working with 10 factories in the United States that produce products for J.Crew Group, including a combination of knits, denim, and non-apparel products. While these factories are in the United States and under the purview of U.S. Labor Laws, these vendors are still subject to the same social compliance due diligence as our international factories, including adhering to our Supplier Code of Conduct requirements with respect to, among other things, labor and human rights, including the use of child or migrant labor. These vendors and factories undergo regular audits to confirm their compliance.

We understand that there are risks in the United States around child and migrant labor and design our program to address these risks. As an example, we recently conducted additional, extensive assessments of all the manufacturing factories in the Los Angeles area producing products on our behalf. These recent assessments found that factory owners and management were committed to worker rights and complying with our Supplier Code of Conduct, and there was no evidence of underage workers or any other compliance violations. We also consult with The Garment Worker Center, a local Los Angeles garment worker advocacy organization, to provide us with a greater understanding of local industry risks and due diligence on these important labor topics.

We are committed to supporting manufacturing in the United States and will continue to ensure that those factories are meeting our robust standards to protect and empower workers at those factories.

FAIR TRADE USA™

In January 2023, we celebrated the five-year anniversary of our partnership with Fair Trade USA™. That's five years of strengthening protections for our workers, supporting projects that have uplifted communities, and producing products our customers can feel good about purchasing.

Through our partnership with Fair Trade USA, we aim to empower workers and ensure fair conditions and equal economic opportunities for everyone who manufactures our products. Over the past five years, we have seen the immense impact the program has had on the lives of the people who work at our factories, and that's why we're committed to 90 percent of our denim collection being produced in Fair Trade Certified™ factories by 2025.

♥ PEOPLE

90% of our denim will be Fair Trade Certified™

In progress for 2025

In 2022, 48% of Madewell's denim was Fair Trade Certified™

For each product produced in a Fair Trade Certified factory, J.Crew Group pays a premium that goes directly to a fund governed by the people who make our clothes. Each factory forms a democratically elected committee that votes on how the premium is spent — past examples have included funding a daycare center, building an on-site clinic, and receiving direct cash bonuses. The employees are empowered to organize democratically and vote to invest the funds in projects they consider most important to their unique local social, economic, and environmental needs.

Madewell's partnership with Fair Trade USA is key to our People pillar. We're committed to 90 percent of our denim coming from Fair Trade Certified factories by 2025. In 2022, 48 percent of our denim was manufactured in a Fair Trade Certified factory. This represents a four percent reduction in Fair Trade Certified denim from 2021.

Why the decrease? In the past year, we made changes to our sourcing strategy meant to uphold the highest standard of quality for our denim, as well as hone in on the production countries that are most important to Madewell. While we saw a dip this year, we are confident that we will still hit our goal of 90 percent Fair Trade denim by 2025. To start, 73 percent of our denim was Fair Trade Certified in our Spring 2023 collection.

5
years of our Fair Trade USA™ partnership

13
factories certified across 5 countries, including 4 new factories in 2022

15,000+
workers benefiting from premium projects and worker committees

\$2.1m+
contributed in Fair Trade Premiums, \$918,000 of which was in 2022

FAIR TRADE PREMIUMS IN ACTION

We're so proud to provide this additional support to the workers critical to the creation of our products. In 2022, Fair Trade factory committees across our supply chain voted and implemented premium projects including:

- ◆ At Saitex, our long-time factory partner in Vietnam, the committee continued to direct premium payments to extended health insurance to help with treatment fees not covered by national health insurance.
- ◆ At RGM in Vietnam, 562 employees received monetary support with gasoline bills to help alleviate rising gas prices.
- ◆ At Jade Garment Manufacturing in China, 510 employees received bags of rice and cooking oil before the Chinese New Year Holiday.



DIVERSITY, EQUITY, INCLUSION & BELONGING

OUR APPROACH

We see you, and we welcome everyone.

When it comes to diversity, we take the broadest possible view, including seen and unseen qualities. Our most essential priority is to build and sustain a community where our associates, customers, and communities feel safe to be their most authentic selves. This work is constantly evolving and there is always an opportunity to push our work further, which is why we view our DEIB work as “progress, not perfection”.

We’re thinking broadly, shaping the future, and working to make a sizable impact across the retail landscape and beyond. We focus on three lenses within our People pillar, with our commitment to Diversity, Equity, Inclusion, and Belonging (DEIB) woven throughout all of our efforts:

- ◆ **Associates:** “Everybody In”
- ◆ **Customers:** “Open to All”
- ◆ **Community:** “Enable Good”

Representation

While our overall company representation is generally indicative of the makeup of the U.S. population, we are committed to continuing to improve our makeup of women and traditionally underrepresented ethnicities and races at leadership levels.

People Partnerships

Fostering inclusive relationships across our value chain provides equitable opportunities for diverse businesses and has the power to create positive socio-economic impacts. We remain committed to ensuring a diverse supplier base in the procurement of goods and services. To read more about our people partnerships, refer to page 59.

WE WILL USE THE POWER OF OUR BUSINESS TO DRIVE CHANGE BY WORKING WITH ORGANIZATIONS, BRANDS, AND MAKERS FROM UNDERREPRESENTED BACKGROUNDS.

Racial & Ethnic Justice

One of our focal DEIB efforts is our commitment to work toward racial justice. Together we stand against racism and for equality for all. We believe that Black lives have always mattered. We also stand clearly opposed to Asian hate and violence. We are dedicated to this work through partnerships with organizations like the American Civil Liberties Union (ACLU) and The Asian Mental Health Project, and continue to hold ourselves accountable as we move forward.

Our culture of belonging is built on our belief in inclusion; it means that every associate feels safe, embraced, and empowered at Madewell. As antisemitism rises in the U.S. and across the globe, the safety of the Jewish community is threatened, and it is critical that we stand in solidarity and act. In 2022, J.Crew Group joined the Anti-Defamation League’s ‘Shine A Light’ campaign, which uses the occasion of Hanukkah to create opportunities for education, advocacy, and support. We’re proud to join this coalition of over 70 nonprofits and 80 companies dedicated to fighting antisemitism and hate.



OUR PROGRESS

The last three years saw a renewed focus and commitment to racial justice, diversity, equity, inclusion, and belonging.

While 2021 was focused on paving the road for our revamped approach to Diversity, Equity, Inclusion, and Belonging (DEIB), 2022 was about honing in further — recognizing the interconnectedness of our identity and overall wellness.

Our commitment to DEIB is stronger than ever as we initiated a company-wide DEIB training program, launched branded pronoun pins in support of LGBTQ+ inclusion, and partnered with Open to All's Retail Charter to reduce racial bias in retail. To read more about these initiatives, please refer to page 68.

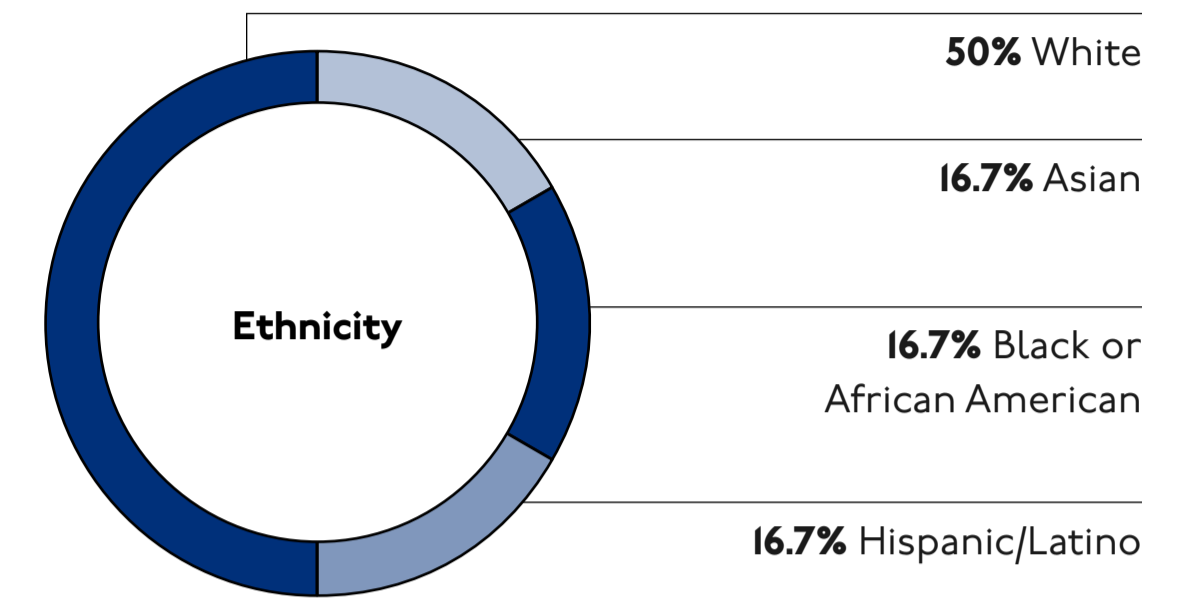
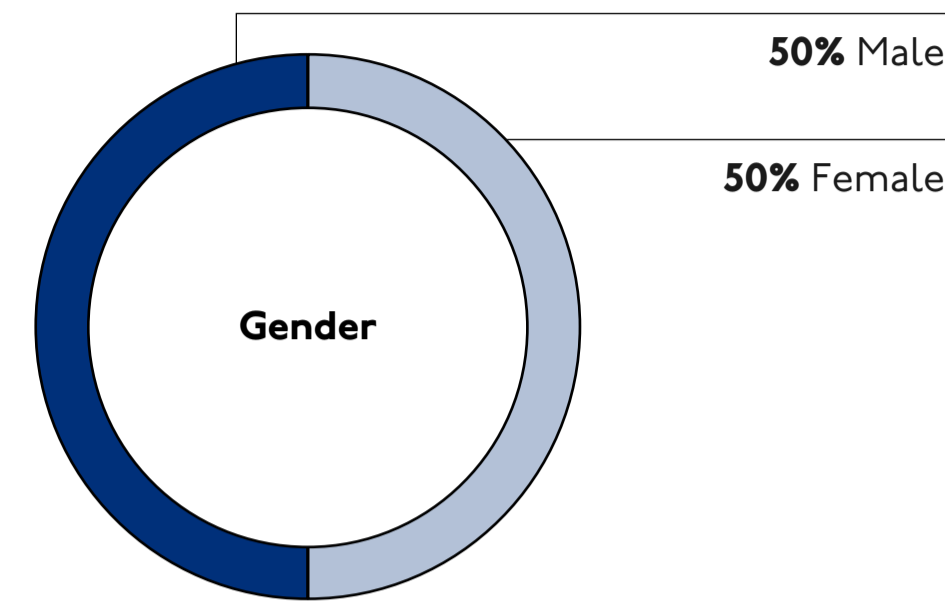
Representation

We are proud of the makeup of our Board of Directors, which has an equal gender balance along with strong representation of traditionally underrepresented ethnicities and races.

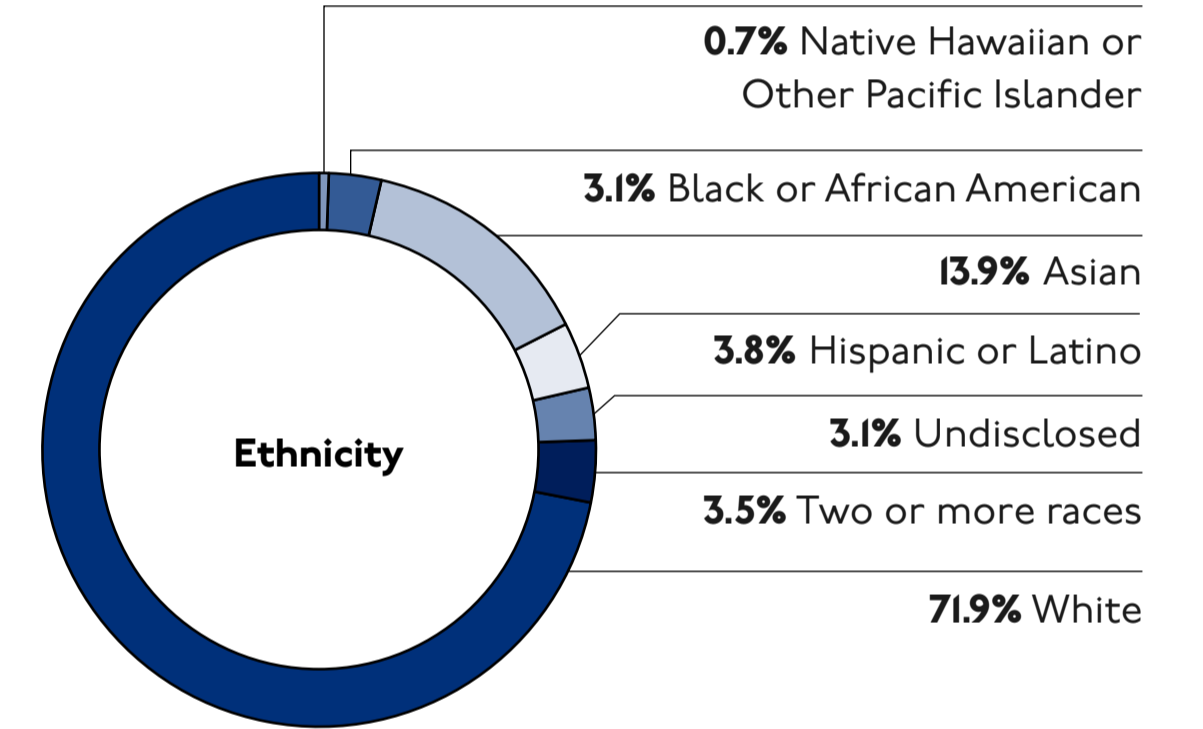
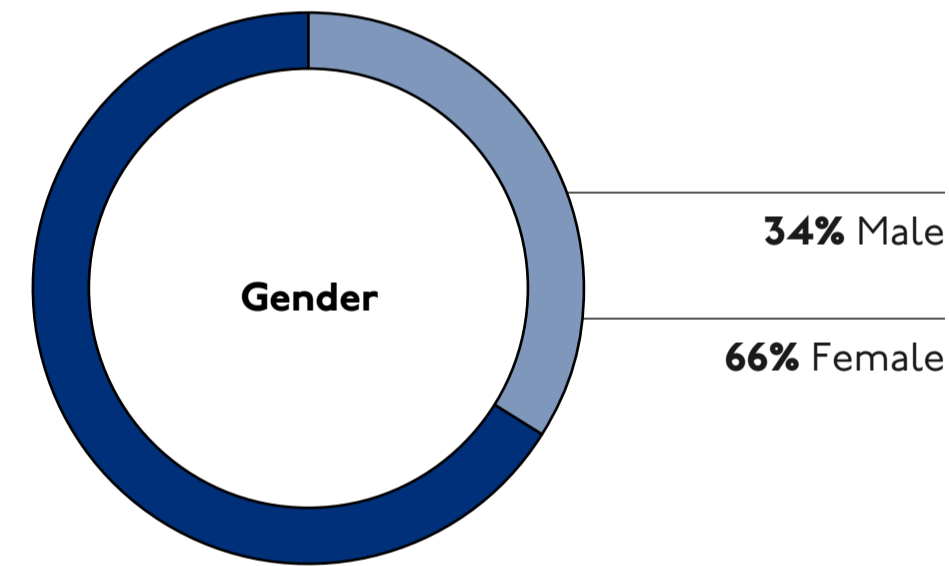
Across the page, you will see a breakdown of our gender and ethnic/race composition in the U.S. at the Board, leadership, and total company levels. Each year, we are working to push our gender and ethnic/race diversity further, but we recognize that this is a continuous work in progress.

Data has been compiled as of the end of Fiscal Year 2022 and is representative of all of J.Crew Group.

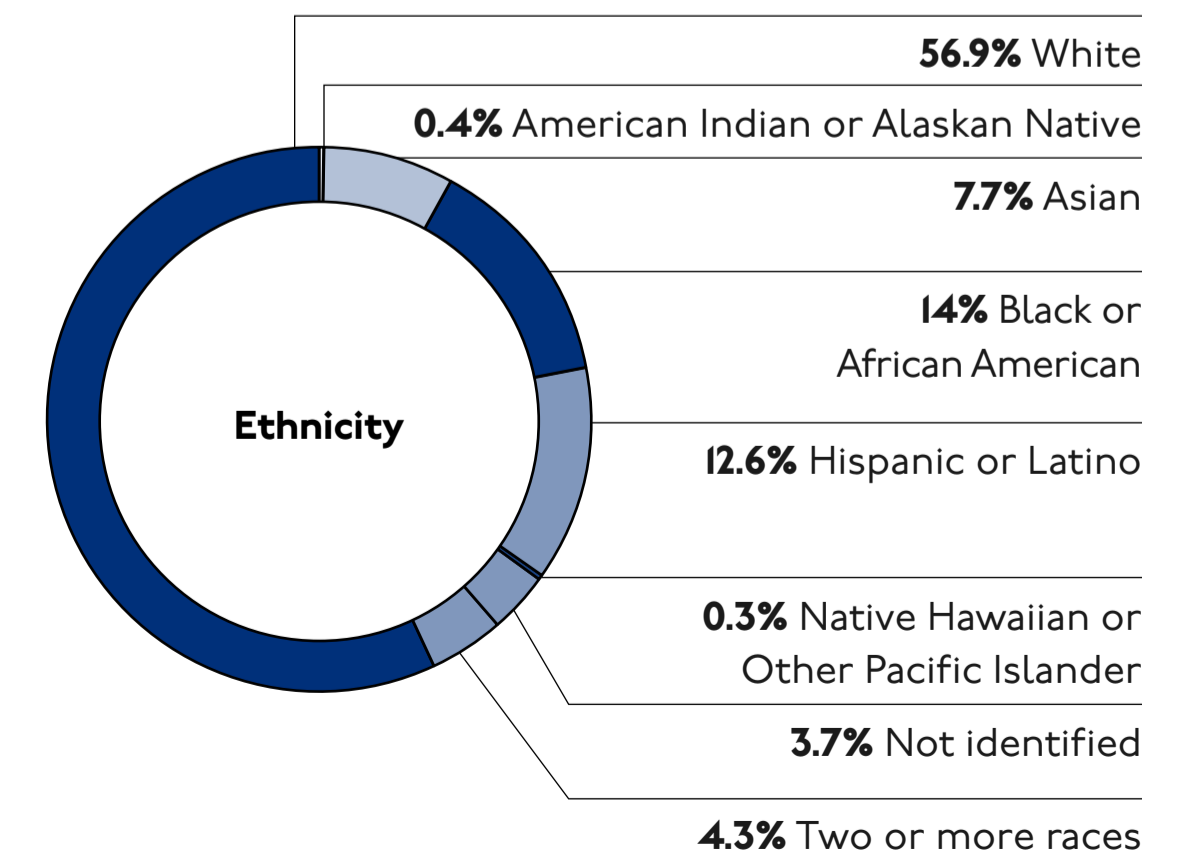
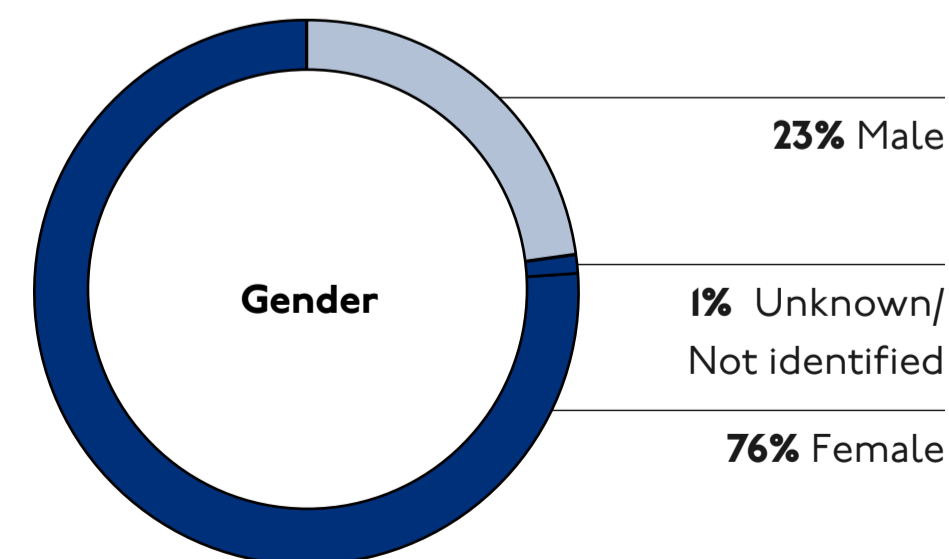
BOARD OF DIRECTORS



LEADERSHIP
(Director level and above)



ALL U.S. EMPLOYEES
(Total Company)



ASSOCIATES

We believe that strengthening diversity across race, ethnicity, culture, gender, sexual orientation, age, and physical and mental abilities makes Madewell more creative and successful.

To advance our talent and business strategy, we are investing in culture and community-building activities in order to create a workplace that integrates and leverages the uniqueness of each associate.

TALENT ATTRACTION OUR APPROACH

We are committed to expanding our talent pipeline and ensuring our hiring managers are ready to bring in new employees without bias.

WE HAVE IMPLEMENTED INTERVIEW GUIDES TO HELP COUNTERACT UNCONSCIOUS BIAS, ENHANCED TRAINING FOR HIRING MANAGERS, AND APPLIED MORE ROBUST TRACKING OF REPRESENTATION IN THE RECRUITING PIPELINE.

Our recruiters all hold a diversity, equity, and inclusion (DEI) Recruiter Certification, which enables them to improve our DEI talent practices. We have implemented interview guides to help counteract unconscious bias, enhanced training for hiring managers, and applied more robust tracking of representation in the recruiting pipeline.

OUR PROGRESS

In 2022, we continued to diversify our Talent Attraction team and expand candidate pools for all positions, including entry-level and internship positions. We partnered with two talent platforms — Talenya, dedicated to engaging diverse candidates, and Tallo, dedicated to reaching the next generation of Gen Z candidates — to further enhance our opportunity to diversify our workforce.

In 2022, we continued to make strides in hiring new and diverse talent in our home office and stores. We're proud to report that at our New York headquarters:

73%
of our new hires in 2022 were female

49%
of our new hires in 2022 identified as racially diverse

10%
of our new hires in 2022 were returning employees, which may be indicative of a work environment associates are eager to return to

56%
of Madewell new hires in our store management teams identified as racially diverse

RECOGNITION FOR OUR EFFORTS

- For the fourth year running, J.Crew Group achieved a 100 percent score on the Human Rights Campaign's Corporate Equality Index – a benchmarking tool on corporate policies, practices, and benefits important and pertinent to lesbian, gay, bisexual, transgender, and queer employees.
- J.Crew Group was ranked 164th out of the 500 companies most dedicated to diversity, equity, and inclusion.

LEARNING & DEVELOPMENT

OUR APPROACH

We invest in our associates' personal and professional growth by offering on-site, virtual, and digital learning experiences, as well as other development resources and programs. For example, open jobs are always posted internally, and we aim to promote from within.

OUR PROGRESS

Over the past year, we have continued to enhance our formal and informal offerings to support our call to listen and learn from each other and experts across different communities and experiences. In 2022, we launched the first-of-its-kind DEIB Learning Journey across the business. This program aims to promote greater understanding and community around DEIB-related topics amongst all our associates.

This Learning Journey includes:

- DEIB foundational learning and values as a part of the new hire/onboarding process for all associates.
- Live and asynchronous training including collaborative learning sessions with PFLAG – an organization dedicated to supporting, educating, and advocating for persons of LGBTQ+ identity and their families. This includes training on LGBTQ+ Inclusion and the use of Pronouns; Racial Bias in Retail; and Cultural Competence and Allyship.
- Asynchronous learning on topics including Microaggressions, Intergenerational Workforce, and Workplace Diversity. Our stores' part-time associates received the same foundational learnings through micro versions called "sparks".
- We developed and launched our in-house LGBTQ+ inclusion pronoun module as a fully interactive option for associates to build foundational learning.



EMPLOYEE BENEFITS & WELL-BEING

OUR APPROACH

Our employees are one of our most important assets. By providing health and well-being support and resources for them to grow and learn, we strive to continue to be a company that people love to work for.

We believe in competitive and equitable pay for our associates. On a regular basis, Madewell conducts compensation studies to make sure all associates are paid fairly based on their experience, skills, position, performance, and other objective factors.

Our benefits help us attract and retain impressive talent. Eligible associates and their family members receive competitive benefits beyond typical health insurance. We cover annual preventative screenings, smoking cessation and weight-loss support, and fitness discounts. We are committed to creating an equitable space for our LGBTQ+ associates. Transgender services are covered under the PPO and CCP medical plans just like any other medical condition, based on the type of service received. We also offer a robust 401(k) plan with a company match, Flexible Spending Accounts, Healthcare Savings Accounts, financial literacy classes, and commuter benefits.

Paid-time off is crucial to managing the personal lives of our employees. We offer paid-time off, generous paid parental leave for all parents (mothers and fathers, biological, and adoptive), and flexible leave policies for other life moments.

We understand that our associates face the demands of juggling work, personal, and family obligations, and we are committed to helping associates feel empowered to perform their best every day. That’s why we designed our Workplace Flexibility Policy to help associates reach both their professional and personal goals, as well as maintain or even enhance their productivity. The Policy outlines the requirements and expectations for eligible associates to participate in hybrid as well as fully remote work plans, recognizing the unique situations of each individual. We have also implemented a four-and-a-half-day work week, which gives eligible HQ associates the chance to take half-day Fridays all year to prioritize their physical and mental well-being.



WOMEN+ AND TECH@JCG PARTNERSHIP: KODE WITH KLOSSY

Founded by supermodel and tech enthusiast Karlie Kloss, Kode With Klossy is focused on breaking down barriers in tech by offering scholarships to young women, trans, and non-binary individuals at coding bootcamps across the country. The WOMEN+ Associate Impact Group, the Tech@JCG department and our DEIB team came together to sponsor a Kode With Klossy camp, hosting 30 scholars in August 2022. During the camp, the scholars worked from our New York headquarters, met with CEO Libby Wadle, and presented their projects to J.Crew Group leaders.

OUR PROGRESS

Our goal is to make space for the total well-being of our associates. In 2022, we continued dedicating resources to provide our community with effective tools to support a healthy balance between work and life, and to holistically improve stress management.

In 2022, J.Crew Group also expanded family-friendly benefits beyond just fertility, adding adoption and surrogacy support to the mix of our family planning benefits. To ensure we are being as inclusive as possible when thinking of new benefits, this benefit also includes our LGBTQ+ and single prospective Madewell parents. Transgender services are covered under the PPO and CCP medical plans just like any other medical condition, based on the type of service received.

We regularly harness the power of open conversation with community discussion forums, where associates can share personal experiences, observations, and thoughts around DEI-related topics. In 2022, we hosted sessions connected to associates’ identity, mental wellness, and emotional care. These events were highly successful, generally bringing together 50 associates per session. These sessions included a Black Healing Circle, Parent Healing Circle, Embracing Cultural Confidence®, Intersecting DEI and Mental Health, and Embracing Cultural Confidence: Mindfulness – A Cultural Balance of Embracing Authentic Self-Care.



HOW OUR ASSOCIATES COME TOGETHER

Associate Impact Groups

Associate Impact Groups (AIGs) are associate-led groups that gather based on common interests or identities. These provide a safe, welcoming, and supportive environment to empower associates and allies across a broad spectrum of groups to address their unique needs and perspectives. As part of our efforts to build a collaborative and connected community, we offer the opportunity to form and participate in AIGs which are open to all members of our team. Some of our current AIGs include:

- **BLACK** – An intentional and celebratory space for associates to build powerful connections centered on a shared Black identity and culture.
- **PRIDE** – Offers our LGBTQ+ community a chance to gather on a regular basis in order to celebrate our diversity together.
- **WOMEN+** – A platform that strengthens the leadership, power, and impact of women & gender minorities at J.Crew Group.
- **UNIDOS** – Amplifying the voices of the Latinx + Hispanic community at J.Crew Group.
- **FAMILY** – Support, connection, and engagement for working parents, caregivers, and allies at J.Crew Group.

Associate Interest Groups

Associate Interest Groups are organization-side groups that galvanize associates around a common interest and help build culture and community with each other. From book clubs to sustainability and running groups, community clubs are fun ways to connect with colleagues from across the business.

CELEBRATING DIVERSE IDENTITIES

OUR APPROACH

Our company is committed to a workplace where everyone is respected and treated professionally. Harassment of any form is not tolerated, including but not limited to, harassment on the basis of race, color, ancestry, national origin, religion, sex, marital status, age, sexual orientation, gender identity or expression, a legally protected physical or mental disability or any other basis protected under applicable law.

To prevent or mitigate potential negative impacts, we maintain an Open Talk Hotline that is available to all associates globally and provides an anonymous way to report suspected illegal or unethical conduct observed, discovered, or experienced in the workplace. Our dedicated Associate Relations team was created in 2021, and it specializes in investigating discrimination claims and ensuring a positive workplace environment for all associates. Associates also complete mandatory annual training to ensure compliance with various national, state, and local requirements.

OUR COMPANY IS COMMITTED TO A WORKPLACE WHERE EVERYONE IS RESPECTED AND TREATED PROFESSIONALLY.

OUR PROGRESS

J.Crew Group continues to recognize and celebrate key dates throughout the year with robust internal programming to honor the diversity of our community and create space for our teams to come together in a variety of different ways. This includes recognizing and celebrating months like Black History Month, Women’s History Month, Asian American and Pacific Islander (AAPI) Heritage Month, Pride Month, and Hispanic Heritage Month.

In 2022, we:

- Continued our support of LGBTQ+ inclusion with the launch of branded pronoun pins. We also continued adding pronoun requests to employment applications, onboarding processes, and email signatures in an effort to ensure that all gender identities are welcomed.
- Continued to refresh our holiday calendar to promote representation and celebrate the range of holidays important to our employees, including the opportunity for all associates to recognize the day that is most meaningful to them with a Floating Holiday in addition to our standard paid-time off holidays.

- Updated our inclusion calendar to include 46 days of recognition that are acknowledged and celebrated throughout the year. We ask our associates to consider these dates when scheduling training, deadlines, meetings, and events to ensure individuals are not excluded or pressured unfairly to attend certain events. We ask our associates to:
 - Provide options for taking time off for employees who celebrate religious/holy days.
 - Consider that some holidays involve fasting or other dietary restrictions when planning meetings or events that include food.
 - Allow time for associates to participate in heritage or history month events, or other cultural days with speakers, displays, and educational activities.

Advocacy Efforts

Pregnant Workers Fairness Act

Last year, J.Crew Group supported our partners at the American Civil Liberties Union (ACLU) and their fight for the Pregnant Workers Fairness Act. The Act is meant to eliminate discrimination and ensure workplace accommodations for workers with known limitations related to pregnancy, childbirth, or a related medical condition. We’re proud to have fought for this legislation, which was passed by Congress with sweeping bi-partisan support at the end of 2022.

In addition, Madewell made a \$25,000 contribution to the ACLU’s Women’s Rights Project, which works to address educational and economic barriers for women and to end gender-based violence.

\$25,000

contributed to ACLU's Women's Rights Project, which advocates for the freedoms of all people

Don't Ban Equality

In 2021, J.Crew Group signed onto the Don't Ban Equality statement that was created in response to bans restricting comprehensive access to reproductive healthcare in Texas and across the country. More than 800 businesses have signed on to this initiative, raising awareness about how these bans go against company values to promote equity in the workplace and put employees, businesses, and communities at risk.



CUSTOMERS

OUR APPROACH

We believe in intentional inclusivity, purposefully opening our aperture to include and represent all; from size and shape, to race, ethnicity, religion, gender, age, ability, and sexual orientation.

Our three focus areas are Product, Marketing, and Customer Experience.

Product

We're passionate about what we make and how we make it, uncompromising in our high standards of quality, fit, inspiration, and style. Inclusivity is never passive or an afterthought, it's an essential part of our brand that aligns with our values of redefining beauty and leaning into personal identity as a means of creative expression.

Marketing

We're re-shaping the narrative, creating a real, open, and expansive interpretation of the modern moment — embracing inclusivity and creativity, celebrating the collective and individual identity, and setting ourselves forward on a path of discovery.

Customer Experience

We're designing and implementing actions that mitigate racial bias from the customer experience and foster inclusive shopping experiences for all, celebrating all identities they hold.

One of the ways we honor this commitment is through our partnership with and support of the Mitigate Racial Bias in Retail Charter (the Charter), a multi-stakeholder collaboration initiated by Open to All that aims to implement tactics and actions to reduce racial biases from the shopper experience and create an environment that is truly open to all. Starting with the Charter, this growing collaboration also includes the development of training materials and an annual in-person convening.

As a founding signatory of the Charter, we and other participating retailers acknowledge that racially biased and unfair treatment exists broadly in our society and has an impact on the experience of shoppers. As an early signatory, we have pledged to design and implement actions that mitigate racial bias from the shopping experience, help foster inclusive shopping experiences for all, and work together to share best practices across the retail industry to drive change.

We show the Open to All decal in all stores, indicating that we maintain a welcoming and safe environment for people regardless of race, ethnicity, national origin, age, sex, sexual orientation, gender identity and expression, military status, immigration status, religion, or disability.

The customers that shop our products, the employees that make it possible, and the partnerships that increase our impact, are all crucial to the success of our business. We're growing our associate volunteer program, connecting customers with nonprofits we admire, and creating opportunities to give back in the communities where we live and work. We are achieving these efforts through philanthropy and giving, volunteerism, and corporate matching.

Throughout the year, we team up with organizations across the country that are aligned with our values and connect our customers to their missions. We support their work through monetary donations as a portion of a product purchase or by collecting physical items like coats and clothing.



OUR PROGRESS

This year, we honed in on racial bias training within our stores and strengthened our responsiveness to in-store feedback.

We implemented the first phase of customer-specific training developed in partnership with Open to All and its charter companies by rolling out a training program called Reducing Racial Bias in Retail. The training was built to reduce bias against BIPOC customers across the entire retail industry and provides retail associates with specific actions to foster inclusive shopping experiences for all.

Additionally, we developed an initial internal response mechanism to review customer feedback across cross-functional teams. Armed with this feedback, the DEIB team and DEIB council are better equipped to support strategic initiatives to deliver best-in-class service across customer-facing functions.

In 2022, our Charlottesville, Virginia, Madewell store hosted the first-ever non-binary gender-inclusive Queer styling event. The private event was attended by a group of community members who enjoyed exploring their personal style with the support of the Madewell team.

WE HAVE PLEDGED TO DESIGN AND IMPLEMENT ACTIONS THAT MITIGATE RACIAL BIAS FROM THE SHOPPING EXPERIENCE, AND HELP FOSTER INCLUSIVE SHOPPING EXPERIENCES FOR ALL.



COMMUNITIES

OUR APPROACH

We are proud to be able to stand up for and support causes that are aligned with our values.

Throughout the year, we partner with organizations across the country and find creative ways to support their missions — whether that's through monetary donations, collaborating with them on exclusive collections, hosting events, or volunteering.

Our strategy is built on the belief that associates and our customers are our most powerful agents for change. That's why we have developed J.Crew Group Cares, a program that creates opportunities for our company, associates, and customers to give back.

This program includes strategies for corporate giving and philanthropic engagement, in-store giving events, associate volunteerism, our "You Give, We Give" associate matching fund, and our newly-launched J.Crew Group Associate Care Fund.

Our approach to giving is woven into both our internal associate-facing commitments, as well as our customer-facing cause marketing strategy. Each year, we develop a strategic partnership plan for the year ahead, ensuring that it has enough flexibility to allow us to respond to national events that need our urgent attention. We encourage our stores to host events where a portion of the proceeds are donated to local charitable organizations, and we give store associates the freedom to focus those events on the initiatives that will best resonate with their communities.

We also empower our associates to support the causes important to them through our J.Crew Group Cares associate volunteer program and our "You Give, We Give" matching fund. Associates who have contributed their own money and/or volunteer time to a nonprofit are encouraged to submit a request for a cash or a time donation match on their behalf from J.Crew Group to the charity of their choice.

OUR PROGRESS

From civil unrest across the globe, to threats to reproductive freedoms, to increases in devastating natural disasters — 2022 presented a number of unique challenges for the communities in which we work.

We teamed up with organizations that Do Well all over the country (and world).

In-Store Giving Events

Our Madewell stores hosted 197 events, generating over \$132,000 in cash donations for our charitable organizations. Some of these in-store events and volunteer opportunities included working directly with local ACLU chapters to reinforce our commitment and ACLU's mission to maintain and advance civil liberties for all.

Our stores hosted many other events, generating close to \$200,000 in cash donations for our charitable partners. At one of these events, our Madewell and J.Crew store teams in the Boston, MA, area partnered together for a river cleanup with the Charles River Watershed Association.

Associate Volunteer Program

In 2022, over 900 J.Crew Group associates participated in volunteer events, supported over 300 charities, and volunteered over 2,500 hours. Some initiatives we're especially proud of include:

- Over the holidays at our New York Headquarters, J.Crew Group partnered again with NYC Services and their secret snowflake initiative, which anonymously paired our associates with children in need of Holiday gifts. Our associates helped spread joy to over 200 children in need.
- For the fifth year in a row, our Customer Care team in Lynchburg, VA, participated in the Girls On The Run! 5K Race to drive funding to empower young girls.

\$1m

in charitable donations

"You Give, We Give" Associate Matching Fund

Our associates largely drive local giving in their stores and communities, hosting local events and making their own contributions to nonprofits through our matching fund. In 2022, J.Crew Group matched over \$80,000 in associate matching requests. The top charities our associates chose to personally support included The American Red Cross, The Grace Institute, St. Jude Children's Hospital, Juvenile Diabetes Research Fund, and the National Network of Abortion Funds.

J.Crew Group Associate Care Fund

Just launched in August 2022, the J.Crew Group Associate Care Fund was created to help our associates who are in need of immediate financial assistance following an unforeseen disaster or hardship. In 2022, we distributed approximately \$70,000 in grants to associates unexpectedly dealing with a death, natural disaster, or serious illness.

"THERE ARE TIMES WHEN LIFE'S CHALLENGES CAN SEEM OVERWHELMING FINANCIALLY, BUT KNOWING ABOUT SUCH A PROGRAM CAN EASE THE STRESS OF THOSE LIFE-CHANGING OBSTACLES. THE GRANT PROVIDED BREATHING ROOM SO I CAN FIGURE OUT NEXT STEPS."

- J.CREW GROUP ASSOCIATE

Causes We Care About

In 2022, J.Crew Group gave \$1 million in charitable cash donations to our nonprofit partners through cause marketing partnerships, product collaborations, and responsive aid assistance.

The American Civil Liberties Union

Madewell began supporting the American Civil Liberties Union (ACLU) on International Women's Day in March 2020. Since then, we have launched multiple products supporting LGBTQ+ and voting rights, and are proud to have donated over \$1,000,000 to bolster their ongoing mission to protect and advance civil liberties for all. The ACLU continues to lend its expertise on additional issues that are priorities for J.Crew Group and our community.

PEOPLE

15% of our third-party vendors will be Black-owned businesses by 2022

✓ Goal reached in 2022!

In 2022, 15% of Madewell's third-party vendors were Black-owned businesses.

Dirty Soles

Madewell is excited to announce our partnership with Dirty Soles. Founded by an entrepreneurial couple with a background in footwear production, Dirty Soles is an after-school vocational training program for students in the Newark Public School System. The Madewell team visited Dirty Soles in New Jersey at the Newark School of Fashion and Design and was inspired by the program's work, practically in Madewell's backyard, and donated \$16,000 to support a new sample room where the students can practice their skills.

The Madewell cross-functional team, including design, production, merchandising, and tech members, spoke with the Dirty Soles students about all that goes into creating a pair of Madewell sneakers. The students designed their own MWL Court Sneakers and pitched their product idea back to the Madewell team. The visit was extremely inspiring, and Madewell plans to continue to partner with Dirty Soles to inspire the next generation of footwear creators.



Fifteen Percent Pledge

Since its launch in 2020, we've been committed to the Fifteen Percent Pledge – an organization pushing our country towards a more equitable economic future for Black people. The pledge ensures a minimum of 15 percent of our third-party vendors are Black-owned businesses. Since taking the pledge, we've been diligent about working with Black businesses.

In 2022, we met our goal to have at least 15 percent of our third-party vendors be Black-owned businesses. This work does not stop here, and we will continue to partner with Fifteen Percent Pledge to ensure diversity is reflected on our shelves.

By the end of 2022 Madewell also increased:

- Collaborations with Black designers, artists, and Black-owned brands like La Réunion and Walker Noble.
- The share of Black makers and small businesses within our long-standing Hometown Heroes program – aiming to have each class made up of 15 percent Black makers.
- The share of Black-owned businesses featured in our Labels We Love program, which sells third-party brands on our website. As of 2022, we represent 48 Black-owned business brands under the Labels We Love, an increase of 13 percent from 2021.

A FIRESIDE CHAT WITH THE FIFTEEN PERCENT PLEDGE

Over 300 associates were invited to join a fireside chat with our CEO Libby Waddle and Aurora James, founder of the Fifteen Percent Pledge. During the conversation, Aurora shared the story of how the Pledge came to be, the importance of Madewell's partnership, and her vision for the future.

Hometown Heroes Community and Collective

Our Hometown Heroes Community program was launched in 2010 to support local communities by giving artists and makers the opportunity to sell their goods at Madewell. Since its launch 10 years ago, this program has become a foundation of Madewell — we now host thousands of Hometown Heroes events in stores each year.

In 2019, we launched our Hometown Heroes Collective program with our nonprofit partner Nest – an organization that is building a new handworker economy to increase global workforce inclusivity, improve the well-being of women beyond factories, and preserve important cultural traditions across the world.

Four times a year we select artisans and provide them with a platform to sell their small-batch goods. Our Hometown Heroes not only get exposure and a new sales channel, but they also get professional photography, mentorship, and access to development grants. In 2022, we had four classes on the marketplace representing 46 small businesses.

HOMETOWN HEROES SPOTLIGHT: MEET KATIE DEAN

Katie Dean launched as part of Hometown Heroes' 10th collection and garnered a hugely positive response from our customers. Katie went on to become a Labels We Love marketplace vendor and created an exclusive necklace for Madewell that launched as part of our holiday gifting assortment. Katie continues to be part of the program and offers mentorship to new Hometown Hero class members.



A YEAR OF GIVING

Here's a timeline of Madewell's charitable partnerships in 2022.



MARCH
WORLD WATER DAY
 Madewell donated \$10,000 to Water.org to celebrate World Water Day. We're proud to support Water.org's vision of safe water and sanitation for all.



APRIL
EARTH MONTH
 We continued our partnership with the Natural Resource Defense Council (NRDC) to create limited-edition totes made from recycled post-consumer plastic. 50 percent of the purchase price from the totes' sales was donated to support NRDC's mission to combat climate change.



MAY
ASIAN AMERICAN AND PACIFIC ISLANDER (AAPI) AND MENTAL HEALTH AWARENESS MONTH
 In honor of AAPI month, we highlighted Doris Ho-Kane on our social media and blog. We profiled Doris as an advocate for Asian Pacific Islander women and gave her the opportunity to pick an organization to support. Doris suggested Heart of Dinner, and we donated \$10,000 to support the AAPI community.

EVERYTOWN FOR GUN SAFETY
 We also work to quickly respond to the most challenging events that impact our country. For instance, last May, in response to the Texas shooting, J.Crew Group donated to Everytown for Gun Safety – an organization fighting to end gun violence.



JUNE
PRIDE MONTH WITH THE ACLU
 In June, we launched our Pride collection with 50 percent of the proceeds donated to support the ACLU and LGBTQ+ community, totaling a donation of \$95,333.

JUNETEENTH WITH WELL READ BLACK GIRL
 We celebrated Juneteenth by featuring Cafe Con Libros – a Black-owned bookstore – and donating \$10,000 to Well Read Black Girl. Well Read Black Girl is a book club dedicated to Black women writers and aims to showcase the universality of Black women through literature.



JULY
PARKS PROJECT
 In July, we partnered with the Parks Project to celebrate Zion National Park. To help preserve the natural habitat there, Madewell and the Parks Project collectively donated \$20,000 to Zion National Park Forever Project.



SEPTEMBER
CLIMATE WEEK
 In honor of climate week, Madewell teamed up with NRDC to share ways we can all make a difference. In addition, we donated \$10,000 to support NRDC's mission of ensuring the rights of all people to clean air, safe water, and healthy communities.

NATURAL DISASTER RESPONSE
 In September, in response to Hurricane Ian, J.Crew Group matched all associate donations to support the delivery of food, clean water, medicine, and emergency relief supplies to those who needed it most. Internally, we supported 58 associates recovering from the damage of Hurricane Ian, through our J.Crew Group Associate Care Fund.



OCTOBER
BREAST CANCER AWARENESS MONTH
 This year, Madewell partnered with the Breast Cancer Research Foundation (BCRF) to support its mission of preventing and curing breast cancer by advancing the world's most promising research. We partnered with BCRF on a nine-piece collection with 50 percent of each piece's purchase price donated to BCRF. In total, Madewell has donated \$195,000 to BCRF's mission.



NOVEMBER - DECEMBER
NO KID HUNGRY
 For Thanksgiving 2022, we continued our support of No Kid Hungry and donated \$100,000 to help end childhood hunger. Since 2020, we have raised more than \$398,000 and helped to provide 3.9 million meals to kids in need.
JANUARY 2023
KULE X NATIONAL NETWORK OF ABORTION FUNDS
 In January 2023, Madewell teamed up with NYC-based brand, Kule, to create limited-edition tees and sweatshirts to commemorate the 50th anniversary of Roe vs. Wade. A full 100 percent of the sales of each style was donated to the National Network of Abortion Funds in support of its mission to remove financial and logistical barriers to abortion access.

AT MADEWELL WE VALUE QUALITY AND INTEGRITY IN EVERYTHING THAT WE DO, FROM THE MERCHANDISE WE OFFER TO THE CORPORATE GOVERNANCE PRACTICES THAT GUIDE US.

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GOVERNANCE

ESG GOVERNANCE

Strong Environment, Social, and Governance (ESG) practices are an important way to safeguard businesses from future risks, create value, and build trust and accountability with external partners.

Our ESG work is led by our internal ESG Steering Committee, which is co-chaired by our Chief Legal Officer and Senior Vice President of Corporate Sustainability. It also includes representatives from the leadership levels across Human Resources; Diversity, Equity, Inclusion & Belonging; Legal; Social Compliance; Sourcing; Information Technology Finance; Facilities; Supply Chain; and Marketing. This group meets quarterly to review projects, track progress, and set priorities for ESG work moving forward.

The ESG Steering Committee presents any ESG updates and high-level decisions to the Executive Council, which consists of our Chief Executive Officer, Chief Operating Officer, Chief Finance Officer, Chief People Officer, Head of Strategy and Chief Legal Officer. This group approves new goals, budgets, and priorities for the organization. It also prioritizes information to be shared with the Board of Directors (BOD).

Board Oversight and Partnership on ESG Initiatives

We hold quarterly Board meetings, alongside routine business meetings and monthly Board calls. The Board is provided with regular updates, as well as presented new key initiatives, for feedback and approval when warranted. The Board reviews and approves the annual ESG report prior to its publication. 50 percent of our Board are women and 50 percent self-identify as members of underrepresented racial and ethnic groups.

BOARD
EXECUTIVE COUNCIL (CEO, COO, CFO, CPO CLO)
ESG STEERING COMMITTEE (Senior Leadership Steering Committee)
Co-chaired by Chief Legal Officer and SVP of Corporate Sustainability and comprised of representatives from:
Sustainability
HR
Legal
Social Compliance
Production/Sourcing
HK Sourcing
IT
Finance
Facilities
Supply Chain
Communications/Marketing

The BOD's oversight responsibilities include reviewing the company's corporate sustainability strategy, ensuring board diversity in all of its forms, board structure, corporate governance, and assigning ESG-specific responsibilities and delegating authority of oversight to its committees. Within the BOD structure, ESG responsibilities will also fall under the Audit Committee and compensation committee. These topics include, but are not limited to, the following:

AUDIT COMMITTEE
Environmental impact of J.Crew Group, including measurement, controls and reporting
Business Ethics & Integrity
Privacy & Data Security
Anti-Corruption & Bribery
Supply Chain Labor Practices
Assessing ESG-related risks

COMPENSATION COMMITTEE
Associate diversity, equity & belonging
Executive Compensation
Associate health & safety

Responsibility and accountability of our efforts is managed across multiple teams. Across J.Crew Group, there are also teams whose compensation and performance are tied directly to ESG goals:

- **Environment:** Our dedicated team focused on our environmental programs and policies, which consists of an SVP of Sustainability and seven team members based in the U.S. and Asia who hold a variety of positions that range from Senior Director to Assistant. This team is led by the SVP of Sustainability/SVP of Madewell Sourcing, who reports directly to our CEO.
- **Social (Compliance):** Our dedicated team focused on the social responsibility of our supplier community, which includes team members in the U.S. and Asia who report directly and indirectly to J.Crew Group's Legal Department. This group is responsible for managing our approach to ethical sourcing and compliance and reports regularly to leadership including our Chief Sourcing Officer.
- **Social (DEIB and HR):** Our People work is led by our Chief People Officer, who has teams dedicated to HR, DEIB, Associate Relations and Charitable Giving, and reports to our CEO.

DEI Council

We believe that integrating Diversity, Equity, and Inclusion into our approach to people management and leadership, and holding those with position and power accountable, will create a community and a culture that builds belonging, drives engagement, and grows talent.

Clear governance is important to ensure the effectiveness of our DEI strategies and programs. To hold ourselves accountable to our commitments, we created a cross-sectional DEI Council in 2021 with a charter to provide oversight to our work and align our business goals with our DEI strategy. The Council integrates the Diversity, Equity, and Inclusion blueprint into a broader business strategy, centers the work, assesses effectiveness and champions progress.

The DEI Council is led by our Chief People Officer who is Council Chair, and our CEO Libby Wadle, who is the executive sponsor. Council Members include leaders from across our Marketing, Stores, Merchandising, Supply Chain, Operations, Technology, and Talent departments.

STAKEHOLDER ENGAGEMENT

To truly integrate ESG into our business, we recognize the need to engage a wide range of stakeholders in our work.

We activate company leaders through avenues like our ESG Steering Committee, and we communicate with all associates through a quarterly Corporate Social Responsibility (CSR) Newsletter, sharing progress on our initiatives as well as upcoming CSR events. We regularly seek input from a wide range of employees when developing and implementing our ESG strategy, recognizing that all parts of the business have a role to play in advancing our critical goals.

We engage our suppliers through vendor summits, where we share updates on our ESG goals and strategy and solicit feedback on our work. When bringing on a new vendor, we share information on our ESG work and discuss ways to support one another in achieving our shared goals.

We actively seek customer feedback on our ESG efforts as well. We annually survey our customers to determine which ESG issues are most important to them, and we use those results to help inform our strategy. We engage with customers individually through our team email account dowell@madewell.com and pay close attention to our customers' questions and make sure we are addressing their concerns. We are also active members of multi-stakeholder organizations such as Textile Exchange, the Fashion Pact, and the Sustainable Apparel Coalition, and contribute to and learn from the dialogues and expertise of these groups.

We also know it is critical to get input from our internal associates. We do this through ongoing updates and engagements, and through formalized programs such as our home office Sustainability AIG. The Sustainability AIG meets monthly to discuss new sustainability initiatives and plan events to engage all associates.

This is Madewell's fourth ESG report, which demonstrates our commitment to reporting transparently on our environmental and social impacts, and on our progress towards ESG goals. We intend to publish ESG reports annually to continue to share progress. This report references the SASB reporting framework and GRI standards and covers all prioritized material ESG topics following our first formal materiality assessment (see the materiality section on page 12 for more details).

WE ARE ACTIVE MEMBERS OF MULTI-STAKEHOLDER ORGANIZATIONS SUCH AS TEXTILE EXCHANGE, THE FASHION PACT, AND THE SUSTAINABLE APPAREL COALITION.

ETHICAL BUSINESS PRACTICES

Our Code of Ethics and Business Conduct ("Code of Ethics") provides the fundamental underpinning for our ethical and compliant conduct for associates.

The Code of Ethics defines the way we do business worldwide and serves as a guide to help associates make responsible and prudent business decisions. Each of us is responsible for ensuring that the highest standards of conduct are upheld and encouraged. While the Code of Ethics applies to our associates and our Board of Directors, we also expect our suppliers to behave in a manner consistent with our Code of Ethics. You can view our Code of Ethics on our investor relations [webpage](#).

Cybersecurity and Privacy

J.Crew Group takes its responsibilities related to customer data seriously, and we have put into place a wide range of technical and organizational measures to help protect customer data and to maintain appropriate confidentiality and use of data within our care.

J.Crew Group's Privacy Policy governs the use of that data and is updated as needed to ensure new privacy laws and regulations are properly addressed. The Company conducts regular training across the organization on security and privacy policies and standards. Our cybersecurity program is assessed, at least annually, by independent third parties against various industry standards, including annual PCI DSS certification. Internally, we test aspects of the cybersecurity program routinely, including conducting incident response tabletop exercises. We also conduct ongoing security monitoring and testing of applications and systems and vulnerability scanning.

Anti-corruption

We prohibit all forms of bribery, kickbacks, and improper payments in all of our business operations around the world. Offering, giving, or promising bribes, improper payments, or anything of value to government officials, civil servants, or anyone else to influence them is prohibited and illegal under the U.S. Foreign Corrupt Practices Act (FCPA), the U.K. Bribery Act and other applicable local and international anti-corruption laws. Many of these laws are broad and carry significant legal penalties for individuals and companies found to be in violation.

Reporting

We have an open door policy for reporting any violations of the ethical business practices we stand strongly behind. A 24-hour reporting phone line and website are available to any employee wishing to raise a concern anonymously, or for those who cannot reach or get help from their manager, or HR. We have a non-retaliation policy and we do not tolerate any retaliation against any associate reporting their concerns in good faith, or for those participating in investigations.

THE CODE OF ETHICS DEFINES THE WAY WE DO BUSINESS WORLDWIDE AND SERVES AS A GUIDE TO HELP ASSOCIATES MAKE RESPONSIBLE AND PRUDENT BUSINESS DECISIONS.

TRANSPARENCY

At Madewell, increasing the transparency and traceability of fibers and yarns and fully mapping our supply chain are high priorities.

We know that operating a responsible business requires a deep understanding of where our products come from, who is making them, and the environmental and social impacts they have along the way. That is why we are working towards increased transparency and traceability of our cotton supply chain by 2023, with other important fibers to follow.

Disclosing our Tier I Supply Chain

Madewell discloses our Tier I supply chain on the Open Supply Hub – a database that exists to improve human rights and environmental conditions in and around factories and facilities by opening up supply chain data as a free, public good. We are proud of this commitment to transparency and update our Tier I Supply Chain list on a quarterly basis. For more information or to see our list of Tier I suppliers, visit opensupplyhub.org.

Mapping our Supply Chain

Madewell knows all of our Tier I and Tier 2 supply chain partners. Since 2021, we have leveraged the Transparency One platform to allow us to connect with and map our supply chain beyond Tier 2, with the goal of getting to farm-level. Vendor and mill partners who are on the platform are asked to disclose critical information — and where necessary, provide documentation — on their supply chain partners, including mills, spinners, traders, and eventually, farm-level information. This information helps us gain deeper knowledge of our supply chain and ensures that we are working with partners who are willing to partner with us as we work towards full traceability and transparency. It also allows us to ensure that no partners are located in regions designated as high risk by U.S. Customs and Border Patrol.

Supplier Screening

In 2022, in addition to our already-in-place supplier due diligence screening tools, we began leveraging the Kharon ClearView platform – a business intelligence service that allows us to screen for connections to high-risk or restricted actors deep in our supply chain. We screen all new supplier partners before entering a business relationship. Additionally, we are able to leverage the Kharon platform through our supply chain mapping platform,

Transparency One, to screen vendors in real-time as they are disclosed. If a connection to a high-risk actor is identified, we take swift action to remediate the situation, including working with partners to disengage with the high-risk actor, or re-evaluating our business relationship with that party.

MADEWELL DISCLOSES OUR TIER I SUPPLY CHAIN ON THE OPEN SUPPLY HUB – A DATABASE THAT EXISTS TO IMPROVE HUMAN RIGHTS AND ENVIRONMENTAL CONDITIONS IN AND AROUND FACTORIES AND FACILITIES BY OPENING UP SUPPLY CHAIN DATA AS A FREE, PUBLIC GOOD.

Traceability and Document Collection

In 2021, we created a policy to begin to trace our fibers back to their origin. Our mill and vendor partners are required to assist us in collecting and managing additional documentation that traces the origins of fibers and yarns used in Madewell products. They also help us to monitor that there was no forced labor used at any step in our sourcing process.

In 2022, we evolved that approach and created a detailed Transparency and Traceability Standard Operating Procedure (SOP) and detailed training that was rolled out to all vendor and mill partners, explaining both what documents were needed to show full traceability, but also best practices for how to organize and demonstrate the full chain of custody. The SOP was created in partnership with strategic vendors, who helped us understand best practices and create a framework that could be replicated across our supply chain.

Supplier Agreements

In 2023, we began mandating adherence to our Transparency and Traceability SOP in our Vendor Agreements, Mill Agreements, and PO Terms and Agreements. Our transparency and traceability expectations are also outlined in our updated Social Responsibility Guidelines, which all supplier partners must sign to do business with J.Crew Group.

Verifying Country of Origin through Isotope Testing

To complement our transparency work, we also verify country of origin testing through strategic use of isotope testing. We piloted this technology in 2022, and are beginning to use the technology at scale across our supply chain beginning in 2023. We use this program to test fabrics seasonally, using sample collection audits. If results reveal that a fabric or fiber is from a restricted region, we act quickly to remove that fabric with our supply chain and take the necessary next steps to remediate with our supplier partner or re-evaluate our business relationship.

Transparency for Non-Cotton Fibers

We are committed to driving transparency across all fiber types. As cotton accounts for over 60 percent of our fibers, much of the focus has been on driving transparency in that supply chain. However, we are committed to transparency across all fibers. For example, we have full transparency to the farm-level for all of our non-woven cashmere, which accounts for over 90 percent of our cashmere footprint.

Additionally, we rely on chain of custody standards outlined by our various sustainable fiber platforms, and trace fibers using online platforms that utilize blockchain and other technologies. For every sustainability claim that we make on a product, we ensure that the proper chain of custody documentation has been collected. We look forward to continuing to drive transparency across all fibers and sharing more information in the future.

WE HAVE FULL TRANSPARENCY TO THE FARM LEVEL FOR ALL OF OUR NON-WOVEN CASHMERE.



OUR PARTNERS



IN THIS SECTION:

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APPENDIX



GRI CONTENT INDEX

Disclosures are on behalf of J.Crew Group unless otherwise noted.

CODE	DESCRIPTION	DISCLOSURE AND/OR ADDITIONAL REMARKS	REPORTING LOCATION
GRI 2: GENERAL DISCLOSURES 2021			
2-1	Organizational details	<p>Chinos Global Holdings LLC (“Chinos”), a Delaware Limited Liability Company, is the ultimate parent company of J.Crew Group, LLC (“J.Crew” or “Company”), which in turn holds the consolidated operations for the business, including Madewell, Inc. (“Madewell”). Unless otherwise specified, references herein to “we” or “our” shall be references to J. Crew Group, LLC.</p> <p>Headquarters for Chinos, J.Crew and Madewell is located at 225 Liberty Street, New York, NY 10281.</p> <p>J.Crew has foreign subsidiaries and/or representative offices in Hong Kong, China, India, Indonesia and Vietnam.</p>	<p>About this Report</p> <p>Content Index</p>
2-2	Entities included in the organization's sustainability reporting	<p>Chinos and its subsidiaries report at a consolidated level. Prior to May 2020, J.Crew (formerly known as J.Crew Group, Inc.) was a voluntary filer with the SEC.</p> <p>J.Crew has multiple subsidiaries including multiple entities for its three brands; J.Crew, Madewell and J.Crew Factory.</p> <p>The Company has two main operating segments, J.Crew (inclusive of the J.Crew and J.Crew Factory brands) and Madewell, which are aggregated into one reportable segment. The Company's identifiable assets are located primarily in the United States. Export sales are not material.</p>	<p>About this Report</p> <p>Content Index</p>
2-3	Reporting period, frequency and contact point	<p>This report covers the reporting period of our 2022 fiscal calendar year which was from January 30, 2022 to January 28, 2023. However, specific sets of data, including GHG emissions, may be represented on a calendar year basis. Our sustainability reports are published on an annual basis.</p>	<p>About this Report</p> <p>Content Index</p>
2-4	Restatements of information	<p>This report does not contain any restatements of information from previous reporting periods.</p>	<p>Content Index</p>
2-5	External assurance	<p>External Assurance was not sought for this reporting period.</p>	<p>Content Index</p>
2-6	Activities, value chain and other business relationships	<p>The Company and its wholly owned subsidiaries operate the J.Crew®, J.Crew Factory and Madewell® brands which are internationally recognized apparel and accessories retailers that differentiate themselves through high standards of quality, style, design and fabrics.</p> <p>Our Company designs, contracts for the manufacture of, markets and sells women's, men's and children's apparel and accessories under the J.Crew and Madewell brand names. Our Company's products are marketed primarily in the United States through its retail and factory stores, its websites and select wholesale customers. We are a vertically integrated, omni-channel specialty retailer that operates stores and websites both domestically and internationally.</p> <p>Our Company sources its merchandise in two ways: (i) by purchasing merchandise directly from manufacturers and (ii) through the use of buying agents. We have no long-term merchandise supply contracts, and we typically transact business on an order-by-order basis. In fiscal 2022, we worked with 7 buying agents, who supported our relationships with vendors that supplied approximately 22% of our merchandise. One of these 7 buying agents supported our relationships with vendors that supplied approximately 33% of our agent-supplied merchandise. In exchange for a commission, our buying agents identify suitable vendors and coordinate our purchasing requirements with the vendors by placing orders for merchandise on our behalf, managing the timely delivery of goods to us, obtaining samples of merchandise produced in the factories, inspecting finished merchandise and carrying out other administrative communications on our behalf. We have invested substantially in our direct sourcing capabilities and relationships with our vendors in an effort to decrease our reliance on buying agents. We sourced 78% of our merchandise directly from manufacturers within the United States and overseas, the majority of whom we have long-term and, in our opinion, stable relationships.</p> <p>Our sourcing base currently consists of 157 vendors who operate 259 factories in 29 countries (as of January 28, 2023).</p> <p>Our top 10 vendors supply 35% of our merchandise. Each of our top 10 vendors uses multiple factories to produce its merchandise, which we believe gives us a high degree of flexibility in placing production of our merchandise.</p> <p>Distribution</p> <p>Our Company owns a 282,000 square foot facility in Asheville, North Carolina, that houses our distribution operations for our stores and wholesale business. This facility employed approximately 169 full and part-time associates as of January 28, 2023. Merchandise is transported from this distribution center to our stores and wholesale customers by independent trucking companies, with a transit time of approximately two to five days, or directly to our stores from our suppliers.</p> <p>We also own a 425,000 square foot facility in Lynchburg, Virginia, that houses a customer call center and order fulfillment operations for our e-commerce business. The Lynchburg facility employed approximately 620 full and part-time associates as of January 28, 2023. This facility employs approximately 200 additional associates during our peak season. Merchandise sold through our e-commerce business is sent directly to domestic customers from this distribution center or our stores via the United States Postal Service, or UPS. We utilize a single third party to accept and fulfill online orders from customers in approximately 100 countries outside of the United States.</p> <p>The Company generates revenue from three sources: (i) customers who shop in its brick-and-mortar stores, (ii) customers who shop on its websites and (iii) wholesale customers who buy and resell its merchandise.</p>	<p>Content Index</p>

CODE	DESCRIPTION	DISCLOSURE AND/OR ADDITIONAL REMARKS	REPORTING LOCATION																																																																											
2-7	Employees	<table border="1"> <thead> <tr> <th></th> <th>2021</th> <th>2022</th> </tr> </thead> <tbody> <tr> <td>TOTAL COMPANY</td> <td></td> <td></td> </tr> <tr> <td>Female</td> <td>7,345</td> <td>8,558</td> </tr> <tr> <td>Male</td> <td>2,191</td> <td>2,601</td> </tr> <tr> <td>Undisclosed</td> <td>47</td> <td>92</td> </tr> <tr> <td>Total</td> <td>9,583</td> <td>11,249</td> </tr> <tr> <td>PERMANENT EMPLOYEES, FULL TIME</td> <td></td> <td></td> </tr> <tr> <td>Female</td> <td>2489</td> <td>2,858</td> </tr> <tr> <td>Male</td> <td>1014</td> <td>1,225</td> </tr> <tr> <td>Undisclosed</td> <td>2</td> <td>13</td> </tr> <tr> <td>Total</td> <td>3505</td> <td>4,094</td> </tr> <tr> <td>PERMANENT EMPLOYEES, PART TIME</td> <td></td> <td></td> </tr> <tr> <td>Female</td> <td>4735</td> <td>5,650</td> </tr> <tr> <td>Male</td> <td>1134</td> <td>1,359</td> </tr> <tr> <td>Undisclosed</td> <td>44</td> <td>79</td> </tr> <tr> <td>Total</td> <td>5913</td> <td>7,086</td> </tr> <tr> <td>SEASONAL EMPLOYEES, PART TIME</td> <td></td> <td></td> </tr> <tr> <td>Female</td> <td>6</td> <td>48</td> </tr> <tr> <td>Male</td> <td>2</td> <td>17</td> </tr> <tr> <td>Undisclosed</td> <td>1</td> <td>1</td> </tr> <tr> <td>Total</td> <td>9</td> <td>65</td> </tr> <tr> <td>TEMPORARY EMPLOYEES, NY HEADQUARTERS</td> <td></td> <td></td> </tr> <tr> <td>Female</td> <td>5</td> <td>4</td> </tr> <tr> <td>Male</td> <td>2</td> <td>1</td> </tr> <tr> <td>Total</td> <td>6</td> <td>5</td> </tr> </tbody> </table> <p>Total headcount data as of the last day of the fiscal quarter, January 28, 2023.</p>		2021	2022	TOTAL COMPANY			Female	7,345	8,558	Male	2,191	2,601	Undisclosed	47	92	Total	9,583	11,249	PERMANENT EMPLOYEES, FULL TIME			Female	2489	2,858	Male	1014	1,225	Undisclosed	2	13	Total	3505	4,094	PERMANENT EMPLOYEES, PART TIME			Female	4735	5,650	Male	1134	1,359	Undisclosed	44	79	Total	5913	7,086	SEASONAL EMPLOYEES, PART TIME			Female	6	48	Male	2	17	Undisclosed	1	1	Total	9	65	TEMPORARY EMPLOYEES, NY HEADQUARTERS			Female	5	4	Male	2	1	Total	6	5	<p>People – Diversity, Equity, Inclusion and Belonging</p> <p>Content Index</p>
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2-8	Workers who are not employees	<p>All workers performing work for the organization are employees and the organization does not have any workers who are not employees.</p>	<p>Content Index</p>																																																																											
2-9	Governance structure and composition	<p>—</p>	<p>Governance – ESG Governance</p>																																																																											
2-10	Nomination and selection of the highest governance body	<p>Board members are nominated by the equity owners of Chinos as set out by the terms of the company's LLC agreement.</p> <p>As a privately held company and because our equity securities are not traded on any national securities exchange, the Board has not formally reviewed whether the four directors who are not employees of the Company or employees of an interest holder qualify as independent under the independence standards of the New York Stock Exchange or other stock exchange in the U.S. One director is an employee of the majority interest holder and therefore would not be considered independent under these standards. In addition, the CEO who sits on the Board is an employee of the Company and would not be considered independent.</p>	<p>Governance – ESG Governance</p>																																																																											
2-11	Chair of the highest governance body	<p>The chair is not a senior executive in the organization.</p>	<p>Content Index</p>																																																																											
2-12	Role of the highest governance body in overseeing the management of impacts	<p>—</p>	<p>Governance – ESG Governance</p>																																																																											
2-13	Delegation of responsibility for managing impacts	<p>—</p>	<p>Governance – ESG Governance</p>																																																																											
2-14	Role of the highest governance body in sustainability reporting	<p>—</p>	<p>Governance – ESG Governance</p>																																																																											
2-15	Conflicts of interest	<p>The Board adopted a Related Person Transaction Policy (“Policy”) which addresses the reporting and the review and approval or ratification of transactions with related persons which include (i) members of and nominees to the Board, (ii) Chinos’ officers, (iii) holders of interests equivalent to five percent or more of the Company's voting securities and their respective affiliates, and (iv) immediate family members of the foregoing. Under the Related Person Transactions Policy, the Audit Committee shall review all Related Person Transactions reported to the Audit Committee and may, in its discretion, based upon a determination of whether such transactions are in the best interests of the Company or such other determinations as the Committee deems appropriate:</p> <ul style="list-style-type: none"> • approve or ratify such transactions, as applicable • request that the transaction be modified as a condition to the Board's approval or ratification, or • reject the transaction. <p>In addition to the Policy, the provisions of the Company's Code of Ethics & Business Conduct may apply to potential conflict of interest situations and such provisions are also considered in connection with the review and approval or ratification of Related Person Transactions.</p> <p>J.Crew and Madewell employees have access to a whistle-blower hotline (24/7) to address any concerns. All claims are investigated by members of the Legal Team and Human Resources. To the extent the Board needs to be made aware of a critical issue, Senior Management and the Company's General Counsel communicate with the Board directly. Additionally, the Audit Committee meets quarterly, and the Board has monthly update calls and quarterly meetings on this topic.</p>	<p>Content Index</p>																																																																											

CODE	DESCRIPTION	DISCLOSURE AND/OR ADDITIONAL REMARKS	REPORTING LOCATION
2-16	Communication of critical concerns	J.Crew and Madewell employees have access to a whistle-blower hotline (24/7) to address any concerns. All claims are investigated by members of the Legal Team and Human Resources. To the extent the Board needs to be made aware of a critical issue, Senior Management and the Company's General Counsel communicate with the Board directly. Additionally, the Audit Committee meets quarterly, and the Board has monthly update calls and quarterly meetings on this topic.	Governance – Ethical Business Practices Content Index
2-19	Remuneration policies	<p>We believe that a substantial portion of executive compensation should be performance-based.</p> <p>Base Salary:</p> <p>Base salary represents the fixed component of our executive officers' compensation.</p> <p>The Committee sets base salary levels based on experience and skills, position, level of responsibility, and the ability to replace the individual and market practices. The Committee reviews base salaries of the executive officers annually and approves all salary increases for the executive officers. Increases are based on several factors, including the Committee's assessment of individual performance and contribution, promotions, level of responsibility, scope of position, competitive market data, and general economic, retail and business industry conditions, as well as, with respect to our executive officers other than the CEO, input from the CEO and the Chief People Officer.</p> <p>Annual Cash Incentives:</p> <p>Executives typically have the opportunity to earn cash incentives for meeting annual performance goals. Historically, before the end of the first quarter of the relevant fiscal year, the Committee establishes financial and performance targets and opportunities for that year.</p> <p>Equity Incentives:</p> <p>Certain eligible executives and Board directors participate in the Company's equity incentive plan in order to have meaningful participation in the Company's long-term performance and success.</p> <p>Across J.Crew Group, there are also teams whose compensation and performance is tied directly to ESG goals:</p> <ul style="list-style-type: none"> • Environment: Performance against sustainability goals is included in performance conversations and directly impact annual compensation increases. • Social (Compliance): Performance against social compliance program is included in performance conversations and directly impact annual compensation increases. • Social (DEIB and HR): Performance against DEIB goals and program are included in performance conversations and directly impact annual compensation increases. 	Governance – ESG Governance Content Index
2-20	Process to determine remuneration	<p>Our Board-level Compensation Committee (three Directors on our Board) oversees our executive compensation program. The Committee meets regularly, both with and without management. The Committee's responsibilities include, but are not limited to: assisting the Board in overseeing the Company's employee compensation policies and practices, including recommending to the Board the compensation of the Company's CEO and other members of the Company's senior management, and reviewing, approving and recommending to the Board for adoption incentive compensation and equity compensation policies and programs.</p> <p>We also hire outside compensation consultants to make recommendations and provide guidance to the Committee as and when needed.</p>	Introduction – Approach to ESG
2-22	Statement on sustainable development strategy	—	Introduction – Approach to ESG
2-23	Policy commitments	—	People – Responsible Supply Chain Governance – Ethical Business Practices
2-24	Embedding policy commitments	The Human Rights Policy and Code of Ethics form the basis of our ethical stance. We roll out a sign-off on our Code of Ethics typically annually and at hire. We also have online training related to the Code of Ethics, Anti-Corruption, and Awareness of Forced Labor. We annually refresh our Supplier Code of Conduct and send out communications to supplier partners on a regular basis along with a thorough audit program which includes due diligence for new supplier partners as well as regular audits done by reputable third parties.	Governance – Ethical Business Practices
2-25	Processes to remediate negative impacts	—	Appendix – Approach to Social Compliance
2-26	Mechanisms for seeking advice and raising concerns	—	Governance – Ethical Business Practices
2-27	Compliance with laws and regulations	Zero instances of non-compliance or non-compliance fines that would qualify as significant occurred during the reporting period. We are subject to various legal proceedings and claims arising in the ordinary course of business. We do not expect that the results of any of these legal proceedings, either individually or in the aggregate, would have a material effect on our financial position, results of operations, or cash flows.	Content Index
2-28	Membership associations	The Fashion Pact, Canopy, Sustainable Apparel Coalition, Textile Exchange, U.S. Cotton Trust Protocol, Fair Factories Clearinghouse, BSR, American Apparel & Footwear Association, Fair Trade USA, Better Work, Sustainable Fibre Alliance, Aid by Trade/Good Cashmere Standard, RILA, NRF and AFIRM Group.	Content Index

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2-29	Approach to stakeholder engagement	—	Governance – Stakeholder Engagement																																																																																																																																															
2-30	Collective bargaining agreements	None of the Company's employees are covered by collective bargaining agreements.	Appendix – Our Approach to Social Compliance Content Index																																																																																																																																															
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3-1	Process to determine material topics	—	Introduction – ESG Materiality																																																																																																																																															
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LWG Leather	940	984																																																																																																																																																
Regenerative Leather		2																																																																																																																																																
NYLON	902	896																																																																																																																																																
Conventional Nylon	742	625																																																																																																																																																
Recycled Nylon	160	271																																																																																																																																																
WOOL & CASHMERE	1,021	958																																																																																																																																																
Better Wool	-	-																																																																																																																																																
Cashmere	21	19																																																																																																																																																
Conventional wool	422	378																																																																																																																																																
Good Cashmere	180	147																																																																																																																																																
Recycled Cashmere	0.6	2																																																																																																																																																
Recycled Wool	6	117																																																																																																																																																
Responsible Wool	156	85																																																																																																																																																
Wool – Alpaca	44	33																																																																																																																																																
Wool – Merino	191	178																																																																																																																																																
Wool – Mohair	0	0																																																																																																																																																
OTHER MATERIALS	2,591	2,163																																																																																																																																																
Acetate	37	50																																																																																																																																																
Acrylic	974	431																																																																																																																																																
Recycled Acrylic	12	4																																																																																																																																																
Better Silk	2	-																																																																																																																																																
Elastane & Spandex	217	231																																																																																																																																																
Hemp, Jute, Sisal & Rattan	24	82																																																																																																																																																
Kapok Fibre	61	-																																																																																																																																																
Linen	278	522																																																																																																																																																
Metallised Fibres	1	1																																																																																																																																																

CODE	DESCRIPTION	DISCLOSURE AND/OR ADDITIONAL REMARKS	REPORTING LOCATION
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		TONNES (OF RAW MATERIALS)		
	MATERIAL	2021	2022	
	Metals	262	181	
	Recycled Metals	15	72	
	Metals, Minerals, Shells & Stones	-	-	
	Minerals, Shells & Stones	33	46	
	Neoprene	-	-	
	Other	200	141	
	Recycled Other	0	11	
	Paper & Straw	25	39	
	Polycarbonate	8	13	
	Polypropylene	0	0	
	Polyurethane	72	94	
	PVC	0	0	
	Ramie	-	6	
	Silk	49	44	
	Sorona Fibre	1	9	
	Synthetic resins, epoxy & other plastics (inc. TPR)	79	147	
	Unspecified	242	128	
301-2	Recycled input materials used	—		Planet - Fibers & Materials
301-3	Reclaimed products and their packaging materials	An annual packaging footprint is performed with relevant packaging data inclusive of weights, materials and volumes, from internal teams and suppliers. Our shopping bags are sustainably certified and contain a minimum of 40% post-consumer waste recycled paper. See page 36 to read more about our polybags.		Content Index

GRI 302: ENERGY 2016

3-3	Management of material topic	Energy is used across of our operations to light, heat and cool our retail locations, corporate offices, and distribution centers, and operate machinery key to our business operations. A portion of energy use is captured on a third-party bill pay system, with additional data coming directly through external invoices, and utility providers. Additionally, several of our stores are equipped with energy management systems. We historically track our Company's energy usage from our retail locations, corporate office and distribution centers through a third-party platform. We have also joined the Fashion PACT which requires a renewable energy commitment of 100% by 2030.	Content Index																				
302-1	Energy consumption within the organization	<table border="1"> <thead> <tr> <th></th> <th>2022</th> </tr> </thead> <tbody> <tr> <td colspan="2">SCOPE 1 FUEL CONSUMPTION (IN MWH)</td> </tr> <tr> <td>Mobile fuels</td> <td>60.71</td> </tr> <tr> <td>Natural gas</td> <td>10,626.73</td> </tr> <tr> <td>Additional stationary fuels</td> <td>127.73</td> </tr> <tr> <td>Total</td> <td>10,815.17</td> </tr> <tr> <td colspan="2">SCOPE 2 FUEL CONSUMPTION (IN MWH)</td> </tr> <tr> <td>Chilled water</td> <td>334.4</td> </tr> <tr> <td>Electricity</td> <td>51,858.07</td> </tr> <tr> <td>Total</td> <td>52,192.47</td> </tr> </tbody> </table>		2022	SCOPE 1 FUEL CONSUMPTION (IN MWH)		Mobile fuels	60.71	Natural gas	10,626.73	Additional stationary fuels	127.73	Total	10,815.17	SCOPE 2 FUEL CONSUMPTION (IN MWH)		Chilled water	334.4	Electricity	51,858.07	Total	52,192.47	Content Index
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302-3	Energy intensity	The energy intensity for the organization is .0185 MWh/square foot and is representative of our Scope 1 & 2 emissions, which capture consumption within the organization. This is broken down across our operations as follows: <ul style="list-style-type: none"> Distribution Center: 0.02238 MWh/sq ft Corporate Offices 0.00640 MWh/sq ft Retail Locations 0.018973 MWh/sq ft Included in the intensity ratio are mobile fuels, natural gas, electricity, chilled water, and additional stationary fuels. Only .2% of our physical square footage footprint is outside of the US.	Content Index																				
302-4	Reduction of energy consumption	-	Planet - Fibers & Materials																				

CODE	DESCRIPTION	DISCLOSURE AND/OR ADDITIONAL REMARKS	REPORTING LOCATION
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GRI 303: WATER AND EFFLUENTS 2018

3-3	Management of material topic	-	Planet - Water Stewardship
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GRI 305: EMISSIONS 2016

3-3	Management of material topic	-	Planet - Greenhouse Gas Emissions
305-1	Direct /Scope 1 GHG emissions	All gases included in the calculation of our Scope 1, 2 and 3 emissions, were measured against our 2019 baseline. Scope 1 emissions have been recalculated from our previous reporting as a new screening approach for fugitive emissions has been applied in order to account for HVAC refrigerant leakage. Scope 2 emissions have similarly been recalculated due to methodology improvements. The screening of 2019 Scope 3 emissions has been altered in two ways since J.Crew Group's last publication:	Planet - Greenhouse Gas Emissions
305-2	Energy indirect /Scope 2 GHG emissions		Content Index
305-3	Other indirect /Scope 3 GHG emissions	1) Updated to include Category 3, as this category was originally deemed not relevant, but later determined to be relevant. 2) The calculation methodology for Category 1 was updated to include all external purchase data and to use emission factors per ton of material purchased where applicable. We historically track our energy usage from our retail locations, corporate office, and distribution centers through a third-party platform. Emissions factors are obtained from EPA eGRID2022 (Year 2021 Data) (USEPA 2023), The Climate Registry (TCR, 2022), EPA Emissions Factor for Greenhouse Gas Inventories guide (USEPA 2022). Each annual inventory reflects the most current emissions factors released from these sources in that year. The operational control method best reflects the extent of J.Crew's actual control, as the company does not maintain financial control over leased retail sites, which account for the majority of our Scope 1 and 2 emissions. The Scope 3 GHG Inventory was carried out using methodologies consistent with the GHG Protocol Corporate Accounting and Reporting Standard, GHG Protocol Corporate Value Chain (Scope 3) Accounting and Reporting Standard, and the GHG Protocol Technical Guidance for Calculation Scope 3 Emissions (version 1.0).	
305-4	GHG emissions intensity	The GHG emissions intensity for the organization is .0069 MTCO2e/square foot and is representative of our Scope 1 & 2 emissions, which capture consumption within the organization. Included in the intensity ratio are mobile fuels, natural gas, electricity, chilled water, and additional stationary fuels.	Content Index
305-5	Reduction of GHG emissions	-	Planet - Greenhouse Gas Emissions

GRI 306: WASTE 2020

306-1	Waste generation and significant waste-related impacts	-	Planet - Sustainable Operations																																										
306-2	Management of significant waste-related impacts	Our distribution centers identified a recycling partner for all polybags, plastic wrap and office paper and successfully diverted all this material in 2022 to responsible recycling streams. All plastic garment hangers are recycled at our DCs as well.	Planet - Sustainable Operations Content Index																																										
306-3	Waste generated	This is a one-day snapshot of waste data collected from 30 stores and our 2 distribution centers in an audit conducted in early 2022. This data is being used to impact our waste strategy in 2023 and beyond.	Content Index																																										
		<table border="1"> <thead> <tr> <th></th> <th>2021</th> </tr> </thead> <tbody> <tr> <td colspan="2">MATERIAL</td> </tr> <tr> <td colspan="2">Weight (in lbs.)</td> </tr> <tr> <td>Trash</td> <td>285.44</td> </tr> <tr> <td>Liquids</td> <td>50.41</td> </tr> <tr> <td>Mixed paper</td> <td>123.36</td> </tr> <tr> <td>Mixed paper- soiled</td> <td>1.56</td> </tr> <tr> <td>Glass</td> <td>2.34</td> </tr> <tr> <td>Glass- soiled</td> <td>285.44</td> </tr> <tr> <td>Metal</td> <td>50.41</td> </tr> <tr> <td>Metal- soiled</td> <td>123.36</td> </tr> <tr> <td>Plastics</td> <td>1.56</td> </tr> <tr> <td>Plastics- soiled</td> <td>2.34</td> </tr> <tr> <td>Organics</td> <td>0.46</td> </tr> <tr> <td>Cardboard</td> <td>50.41</td> </tr> <tr> <td>Cardboard- soiled</td> <td>123.36</td> </tr> <tr> <td>E/U Waste</td> <td>1.56</td> </tr> <tr> <td>Other 1</td> <td>2.34</td> </tr> <tr> <td>Other 2</td> <td>0.46</td> </tr> <tr> <td>Other 3</td> <td>9.081</td> </tr> <tr> <td>Presort total weight</td> <td>1,788.45</td> </tr> </tbody> </table>		2021	MATERIAL		Weight (in lbs.)		Trash	285.44	Liquids	50.41	Mixed paper	123.36	Mixed paper- soiled	1.56	Glass	2.34	Glass- soiled	285.44	Metal	50.41	Metal- soiled	123.36	Plastics	1.56	Plastics- soiled	2.34	Organics	0.46	Cardboard	50.41	Cardboard- soiled	123.36	E/U Waste	1.56	Other 1	2.34	Other 2	0.46	Other 3	9.081	Presort total weight	1,788.45	
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CODE	DESCRIPTION	DISCLOSURE AND/OR ADDITIONAL REMARKS	REPORTING LOCATION
306-4	Waste diverted from disposal	In 2022, our distribution centers diverted a total of 2,238 tons of waste from landfills, or 89% percent of total waste generated during the reporting period. Additionally, our distribution centers (DCs) identified a recycling partner for all polybags, plastic wrap and office paper and successfully diverted all this material in 2022 to responsible recycling streams. All plastic garment hangers are recycled at our DCs as well. Some of the additional wins at our DCs include: <ul style="list-style-type: none"> Updating all trash and recycling receptacles around the facilities for optimal usage Trialing a PPE glove laundering program with Closed Loop Recycling to facilitate reuse Reusing approximate 45% of inbound boxes for outbound shipments at our Ashville facility 	Planet - Sustainable Operations

GRI 308: SUPPLIER ENVIRONMENTAL ASSESSMENT 2016

3-3	Management of material topic	Audits are conducted at a regular cadence across all factories producing J.Crew Group products. The cadence is determined through a risk-based approach that is informed by past audit performance, with lower-performing facilities audited more regularly (within six months), and higher-performing facilities audited less frequently (but no longer than 18 months).	Planet - Sustainable Operations Appendix - Our Commitment to Protect Forests Content Index
308-1	New suppliers that were screened using environmental criteria	In 2022, we collected 149 Higg FEM Self-Assessment modules from our Tier I supply chain partners, representing over 83 percent of our business (by dollars spent).	Planet - Sustainable Operations - Responsible Supply Chain Content Index

SOCIAL

GRI 401: EMPLOYMENT 2016

3-3	Management of material topic	-	People - Associates
401-1	New employee hires and employee	-	People - Associates - Talent Attraction
401-2	Benefits provided to full-time employees that are not provided to temporary or parttime employees	We offer a comprehensive and competitive set of benefits to our employees including: <ul style="list-style-type: none"> Medical, prescription, vision and dental insurance Flexible spending account (FSAs) and health savings account (HSAs) Life insurance Short- and long-term disability Pet insurance Auto and home insurance Maternity and bonding leave 401(k) and matching Legal plans and ID theft support Tuition reimbursement Gym membership discount Adoption and surrogacy leave <p>These benefits are available to differing extents based on location. For example, in our Asia offices, life insurance, health care, disability, retirement, and parental leave are the primary benefits provided.</p>	People - Associates - Employee Benefits & Well-Being Content Index

401-3	Parental Leave	2021			2022			People - Associates - Employee Benefits & Well-Being	Content Index
		Female	Male	Total	Female	Male	Undisclosed		
PARENTAL LEAVE DEMOGRAPHICS									
	# of employees entitled to parental leave	3,313	1,404	4,717	2696	1120	5	3821	
	# of employees that took parental leave	130	24	154	120	32	1	153	
	# of employees that returned to work within reporting period	128	24	152	75	24	0	99	
	# of employees still employed 12 months after their return to work	28	24	52	90	26	1	115	
	Return to work and retention rates of employees that took parental leave	98.4%	100%	99.2% average	75%	81%	100%	75%	

*8 employees took leave in 2022 and their leave will end in 2023. We expect them to return to work in 2023.
**Return to work and retention rates shifted in 2022 due to factors such as company re-organization, store closures, and headcount reductions.

CODE	DESCRIPTION	DISCLOSURE AND/OR ADDITIONAL REMARKS	REPORTING LOCATION
GRI 402: LABOR MANAGEMENT RELATIONS 2016			
3-3	Management of material topic	-	People - Associates
GRI 404: TRAINING AND EDUCATION 2016			
3-3	Management of material topic	-	Appendix - Our Approach to Social Compliance
404-2	Programs for upgrading employee skills and transition assistance programs	There were 64 training programs provided to employees across the organization: <ul style="list-style-type: none"> Home office trainings: 23 Distribution center trainings: 13 Store trainings: 28 <p>The content of these training programs included:</p> <ul style="list-style-type: none"> DEIB foundational learning and values as a part of the new hire/onboarding process for all associates. Asynchronous learnings on topics including Microaggressions, Intergenerational Workforce, and Workplace Diversity. Our stores' part-time associates received the same foundational learnings through micro versions called "sparks". Situational Leadership and Designing My Future leadership trainings for Managers and above. Product, Fitting Room, and Building Loyalty Trainings for all store associates 	People - Associates - Learning & Development Content Index
404-3	Percentage of employees receiving regular performance and career development reviews	100% - All full-time associates participate in quarterly conversations to review progress against goals and performance metrics.	Content Index
GRI 405: DIVERSITY AND EQUAL OPPORTUNITY 2016			
3-3	Management of material topic	-	People - Diversity, Equity, Inclusion and Belonging
405-1	Diversity of governance bodies and employees	-	People - Diversity, Equity, Inclusion & Belonging - Representation
GRI 406: NON-DISCRIMINATION 2016			
3-3	Management of material topic	-	People - Associates - Celebrating Diverse Identities
406-1	Incidents of discrimination and corrective actions taken	No 2022 enterprise-wide view is available - however if any incidents occurred, they have been fully investigated.	Content Index
GRI 407: FREEDOM OF ASSOCIATION AND COLLECTIVE BARGAINING 2016			
3-3	Management of material topic	-	Appendix - Our Approach to Social Compliance - Worker Voice
407-1	Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk	Our audit process includes assessment of freedom of association, guided by our strict policies which can be found in the Appendix - Supplier Code of Conduct.	Appendix - Supplier Code of Conduct Content Index
GRI 408: CHILD LABOR 2016			
3-3	Management of material topic	-	Appendix - Supplier Code of Conduct Content Index
408-1	Operations and suppliers at significant risk for incidents of child labor	We did not find any substantiated child labor cases in 2022. Regular audits are conducted to ensure that operations and suppliers comply with our labor policies, which can be found in the Appendix of this report.	Appendix - Approach to Social Compliance Content Index

CODE DESCRIPTION DISCLOSURE AND/OR ADDITIONAL REMARKS REPORTING LOCATION

GRI 409: FORCED OR COMPULSORY LABOR 2016

3-3	Management of material topic	-		People – Responsible Supply Chain Appendix – Supplier Code of Conduct Appendix – Our Approach to Social Compliance	
409-I	Operations and suppliers at significant risk for incidents of forced or compulsory labor	J.Crew Group constantly evaluates the social compliance risks inherent within the countries in which we operate. We use this information to ensure our compliance program is designed to mitigate these country-level risks, alongside global risks. We recognize that these risks may change year-to-year, and we assess and adjust our programs accordingly. In 2022, here is a breakdown of the risks by our top 10 production countries:	People – Responsible Supply Chain Content Index		
	CHINA	VIETNAM	CAMBODIA	INDIA	PHILIPPINES
	Product category:	Product category:	Product category:	Product category:	Product category:
	• Apparel, footwear, accessories	• Apparel, footwear, accessories	• Apparel, footwear, accessories	• Apparel, footwear, accessories	• Apparel, accessories
	Country-level risks:	Country-level risks:	Country-level risks:	Country-level risks:	Country-level risks:
	• Working Hours, Transparency, Unauthorized Subcontracting	• Working Hours, Transparency	• Freedom of Association, Harassment & Abuse (verbal), Unauthorized subcontracting	• Working Hours, Domestic Migrant & Contract Workers	• Working Hours, Health & Safety
	BANGLADESH	INDONESIA	GUATEMALA	SRI LANKA	MADAGASCAR
	Product category:	Product category:	Product category:	Product category:	Product category:
	• Apparel, accessories	• Apparel, accessories	• Apparel, accessories	• Apparel, accessories	• Apparel
	Country-level risks:	Country-level risks:	Country-level risks:	Country-level risks:	Country-level risks:
	• Working Hours, Harassment & Abuse (verbal), Fire & Building Safety, Freedom of Association	• Contract Workers, Freedom of Association	• Harassment & Abuse (verbal), Health & Safety	• Working Hours, Freedom of Association	• Health & Safety

GRI 413: LOCAL COMMUNITIES 2016

3-3	Management of material topic	-	People – Communities
413-I	Operations with local community engagement, impact assessments, and development programs	-	People – Communities

GRI 414: SUPPLIER SOCIAL ASSESSMENT 2016

3-3	Management of material topic	-	People – Responsible Supply Chain Appendix – Our Approach to Social Compliance
414-I	New suppliers that were screened using social criteria	100% of new suppliers were screened using social criteria during the reporting period.	Content Index
414-2	Negative social impacts in the supply chain and actions taken	-	People – Responsible Supply Chain

SASB DISCLOSURE INDEX

APPAREL, ACCESSORIES & FOOTWEAR STANDARD

Disclosures are on behalf of J.Crew Group unless otherwise noted.

SASB CODE	ACCOUNTING METRIC	DISCLOSURE (COVERS 2022 UNLESS OTHERWISE INDICATED)										
MANAGEMENT OF CHEMICALS IN PRODUCTS												
CG-AA-250a.1	Discussion of processes to maintain compliance with restricted substances regulations	See the Planet – Chemical Management section										
CG-AA-250a.2	Discussion of processes to assess and manage risks and/or hazards associated with chemicals in products	We routinely inspect for building and machinery safety, fire safety, proper handling and storage of chemicals and hazardous materials, and safe evacuation procedures. We also work to maintain safe production processes in our factories including providing personal protective equipment for our workers.										
ENVIRONMENTAL IMPACTS IN THE SUPPLY CHAIN												
CG-AA-430a.1	Percentage of (1) Tier I supplier facilities and (2) supplier facilities beyond Tier I in compliance with wastewater discharge permits and/or contractual agreement	We track wastewater permits through our supplier audits and the Higg FEM. We will report percentage breakdowns in our 2023 report.										
CG-AA-430a.2	Percentage of (1) Tier I supplier facilities and (2) supplier facilities beyond Tier I that have completed the Sustainable Apparel Coalition's Higg Facility Environmental Module (Higg FEM) assessment or an equivalent environmental data assessment	Supplier facilities that have completed the Sustainable Apparel Coalition's Higg Facility Environmental Module (Higg FEM) assessment or an equivalent environmental data assessment Tier I supplier facilities 83% Supplier facilities beyond Tier I: 105 Facilities										
LABOR CONDITIONS IN THE SUPPLY CHAIN												
CG-AA-430b.1	Percentage of (1) Tier I supplier facilities and (2) supplier facilities beyond Tier I that have been audited to a labor code of conduct, (3) percentage of total audits conducted by a third-party auditor	Supplier facilities that have been audited to a labor code of conduct Tier I supplier facilities 250 facilities – 100% 17 of 60 top strategic mills have been audited by SLCP Total audits conducted by a third-party auditor 28% Additional details provided in the Supply chain section under Environment – Sustainable Operations.										
CG-AA-430b.2	Priority non-conformance rate and associated corrective action rate for suppliers' labor code of conduct audits	J.Crew Group collaborates with suppliers to help identify compliance issues and their root causes and uses a capacity-building and continuous improvement model to reach a higher level of social compliance in our supply chain. However, if a critical issue related to working standards or required procedures is cited, or if the supplier is unwilling to correct non-compliances or reach a higher level of social compliance, J.Crew Group may terminate the business relationship. The most common non-compliances were health and safety, with an average of 7.7 Health and Safety issues per audit. Additionally, in 2022 we had three incidents of verbal abuse reported which accounts for 1% of audits.										
CG-AA-430b.3	Description of the greatest (1) labor and (2) environmental, health, and safety risks in the supply chain	See the Introduction – Approach to ESG – Risks section										
RAW MATERIALS SOURCING												
CG-AA-440a.3	(1) List of priority raw materials; for each priority raw material: (2) environmental and/or social factor(s) most likely to threaten sourcing, (3) discussion on business risks and/or opportunities associated with environmental and/or social factors, and (4) management strategy for addressing business risks and opportunities	See the Introduction – Approach to ESG – Risks section See the Planet – Materials section										
CG-AA-440a.4	(1) Amount of priority raw materials purchased, by material, and (2) amount of each priority raw material that is certified to a third-party environmental and/or social standard, by standard	See the GRI Content Index – GRI 301-I, materials used by weight or volume.										
CG-AA-000.A	Number of (1) Tier I suppliers and (2) suppliers beyond Tier I	<table border="1"> <thead> <tr> <th></th> <th>J.Crew Group</th> </tr> </thead> <tbody> <tr> <td>Tier I FEM</td> <td>149</td> </tr> <tr> <td>Tier I FEM Verification</td> <td>108</td> </tr> <tr> <td>Tier 2 (Mill) FEM</td> <td>105</td> </tr> <tr> <td>Tier 2 (Mill) FEM Verification</td> <td>97</td> </tr> </tbody> </table>		J.Crew Group	Tier I FEM	149	Tier I FEM Verification	108	Tier 2 (Mill) FEM	105	Tier 2 (Mill) FEM Verification	97
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SUPPLIER CODE OF CONDUCT

The cornerstone of the J.Crew Group, LLC (J.Crew Group) Social Responsibility Guidelines is the J.Crew Group Supplier Code of Conduct (Code). The Code outlines our expectations related to labor and human rights, environment, facility safety, and fair and honest operating standards. Our Code is based on the International Labor Organization (ILO) core labor standards and requires compliance with all laws in each of the countries in which your facilities operate. Our Code applies to every level of our supply chain, including all approved subcontractors, homeworkers and sub-suppliers.

The Guidelines also define the processes and procedures that support our continuous improvement approach to compliance, and our commitment to improve working conditions in the facilities that produce or contribute to the production of J.Crew and Madewell merchandise.

All vendors will be required to sign a Social Responsibility Guidelines Acknowledgement annually indicating a commitment to the standards set forth in the Guidelines and ensuring that all supply chain partners adhere to the standards.

Health and safety

Maintain a clean, safe, and healthy workplace and residential settings (where provided) which comply with all applicable workplace health and safety laws.

Hours of work

Comply with all applicable laws and regulations. Except as necessitated by extraordinary business circumstances, workers shall not be required to work more than 60 hours per week (including overtime). All overtime work must be voluntary and compensated at a premium rate. Workers must be provided with at least one day off in every seven-day period.

Forced labor

Forced, bonded, compulsory, or prison labor is absolutely forbidden. There shall be no restrictions on movement, no withholding of personal documents or deposits, and only voluntary overtime. Must engage in ethical recruitment practices. Must take adequate steps to ensure that workers are not trafficked.

Child labor

J.Crew Group Suppliers must follow applicable law and employ workers that are (i) at least 15 years of age; or (ii) the age for completing compulsory education; or (iii) the minimum working age, whichever is higher. Workers under 18 shall be protected from working overtime, performing hazardous work, and working night shifts.

Transparency

Provide full access to J.Crew Group or its third-party representatives, as requested, for audits or investigations; provide complete and accurate records and information. When requested, provide full transparency to your supply chain partners who provide source materials to produce J.Crew Group products.

Anti-corruption

Prohibit all forms of corruption, including extortion, bribery, or other abuses of power to gain an advantage.

Nondiscrimination

Must not discriminate in recruitment, hiring, compensation, training, benefits, advancement, termination, or retirement based on race, sexual orientation, ethnic origin, religion, gender identity or expression, marital status, disability, political opinion or other personal characteristics or belief.

Laws and regulations

Operate in full compliance with all applicable local, national, and international laws, standards, and regulations relevant to employment, workers, and the conduct of business.

No harassment and abuse

The cornerstone of the J.Crew Group, LLC (J.Crew Group) Social Responsibility Guidelines is the J.Crew Group Supplier Code of Conduct (Code). The Code outlines our expectations related to labor and human rights, environment, facility safety, and fair and honest operating standards. Our Code is based on the International Labor Organization (ILO) core labor standards and requires compliance with all laws in each of the countries in which your facilities operate. Our Code applies to every level of our supply chain, including all approved subcontractors, homeworkers and sub-suppliers.

The Guidelines also define the processes and procedures that support our continuous improvement approach to compliance, and our commitment to improve working conditions in the facilities that produce or contribute to the production of J.Crew and Madewell merchandise.

All vendors will be required to sign a Social Responsibility Guidelines Acknowledgement annually indicating a commitment to the standards set forth in the Guidelines and ensuring that all supply chain partners adhere to the standards.

Environment

Adhere to applicable local, national, and international laws and regulations that protect and preserve the environment. Drive impact reductions in the use of water, chemicals, and carbon emissions.

Customs and security

Comply with all applicable local, national, and international customs laws, including those which prohibit trans-shipments. Implement security measures and participate in audits consistent with the recommendations set forth by the Customs-Trade Partnership Against Terrorism (C-TPAT).

Freedom of association

Recognize and respect the rights of workers to freely associate and bargain collectively. Where such rights are not provided by law, workers will be provided with the means for independent and open communication.

Worker voice

Implement and clearly communicate a process that allows employees to raise workplace grievances confidentially and anonymously, without fear of reprisal or retaliation. Post the J.Crew Group Supplier Code of Conduct in each factory, mill and production facility.

Wage and benefits

Comply with all applicable wage and social security laws and regulations. Workers shall be paid at least the minimum wage or a wage consistent with prevailing local industry standards, whichever is higher. Overtime work shall be compensated at the premium rate which is legally required. Compensation must be provided at least monthly and without illegal or inappropriate deductions or penalties.

Subcontracting

With prior written authorization from J.Crew Group parts of the manufacturing process may subcontract to other facilities. However, as a condition of approval, subcontractors must agree to comply with the standards outlined in this Supplier Code of Conduct.



SUSTAINABLE MATERIAL DEFINITIONS

We align our sustainable material definitions to Textile Exchange’s Preferred Fiber and Material Matrix, which defines these as “fibers or materials which result in improved environmental and/or social sustainability outcomes and impacts in comparison to conventional production”.

- **Sustainable Cotton** sources include but are not limited to: certified-organic, transitional-organic, regenerative, recycled and U.S. Cotton Trust Protocol Cotton (a program which aims to set a new standard in sustainable U.S. cotton production), as well as cotton sourced through the Better Cotton Initiative (BCI) (a nonprofit dedicated to making global cotton production more sustainable).
- **Sustainable Polyester** sources include but are not limited to: recycled materials certified by the Global Recycled Standard or Recycled Claim Standard, which might include fishing nets, fabric scraps, old clothes or plastic bottles, we are also exploring innovative fibers and technologies to help us reach this goal.
- **Sustainable Wool** will come from sustainable sources including but not limited to: farms verified by the Responsible Wool Standard (RWS), NATIVA™ Protocol, certified organic wool or recycled wool.
- **Sustainable Cellulosic Fibers**, like viscose, will come from sustainable sources including but not limited to: responsibly managed forests, recycled fibers and new innovative materials from the Forest Stewardship Council (FSC), the Programme for the Endorsement of

Forest Certification (PEFC) or suppliers approved by Canopy (an organization working to eliminate the use of Ancient and Endangered Forests in viscose and other cellulosic fabrics). We also partner with Lenzing to incorporate their TENCEL™ Modal, TENCEL™ Lyocell and LENZING™ AG ECOVERO™ fibers into our products. These cellulosic fibers are sourced from responsibly managed forests and are turned into fabric using a manufacturing process that limits the chemical, water and energy impacts of these materials.

- **Sustainable Leather** will come from recycled leather or facilities certified by the Leather Working Group (an organization that works to promote sustainable environmental practices in the leather industry).
- **Sustainable Cashmere** will be certified to the Good Cashmere Standard or will come from recycled sources.

Better Cotton Initiative (BCI)

A nonprofit dedicated to making global cotton production more sustainable (psst, we’ve been a proud member since 2016). Through BCI and its Partners, farmers receive training on how to use water efficiently, care for the health of the soil and natural habitats, reduce use of the most harmful chemicals and apply decent work principles. Better Cotton is sourced via a system of Mass Balance. See bettercotton.org/learnmore for details.

bluesign® System

An independent industrial textile standard that tracks raw materials at every step of the supply chain, eliminating harmful chemicals from the very beginning (FYI, it’s the clothing industry’s strictest environmental, health and safety system).

LENZING™ ECOVERO™

Viscose fibers made from sustainable wood and pulp, which are manufactured using up to 50 percent less energy and water than generic viscose.

Madewell Second Wave

Our earth-friendlier swim collection has a built-in feel-good factor—the fabric was made using recycled plastic bottles (and the look-good factor is no joke either).

Organic Cotton

Cotton that is grown without chemical fertilizers and pesticides from untreated, non-genetically modified seeds (the end result: healthier workers, healthier soil).

Primaloft® Insulation

A water-resistant warm-as-down alternative made of 100 percent recycled content (aka, one parka = 11 plastic bottles).

Recycled Polyamide

This fabric is recycled from pre-consumer nylon waste like fishing nets, fabric scraps or carpet.

REFIBRA™

A technology that creates brand-new TENCEL™ lyocell fibers from a combo of recycled cotton scraps and sustainably harvested wood pulp.

Repreve®

Polyester made from recycled plastic bottles, yarns and fabric scraps.

TENCEL™ Lyocell

A soft, smooth lyocell fiber made from renewable wood sources like natural forests and sustainably planted tree farms (bonus: the closed-loop production recycles the H₂O and reuses more than 99 percent of the solvent).

Upcycling

The practice of turning something great (like old jeans) into something just as good or even better (like new jeans).



HUMAN RIGHTS STATEMENT

Our commitment to human rights

At J.Crew Group we build iconic American brands that allow customers to look and feel their best. We strive to be a leading and prosperous portfolio of beloved brands with great design legacies, and our mission is to set a standard that inspires us and the retail industry to do better. Improving the lives of the people we touch is of supreme importance to us, and so we have committed to fundamental, universal, and inalienable human rights that apply to our own associates, customers, and communities, as well as our operations, suppliers, and business partners. We respect and support international principles aimed at protecting human rights as described in the [United Nations' Universal Declaration of Human Rights](#), the [International Labor Organization's \(ILO\) Declaration on Fundamental Principles and Rights at Work](#), and the [United Nations' Guide for Developing a Human Rights Policy](#). We also seek to operate in compliance with all applicable laws that impact human rights wherever we do business.

Human rights and our associates

How Our Associates Conduct Business

The J.Crew Group [Code of Ethics and Business Conduct](#) requires our associates, wherever they are located, to conduct business and perform their job responsibilities with the highest standards of ethics and respect for others. The Code applies not only to all our associates, but to our service providers, independent contractors, and our Board of Directors. It requires all to foster respect in the workplace and to show professionalism in working with other associates, customers, business partners, and the general public.

Valuing Our Associates

Our approach to human rights in our company begins with our own associates. We engage in business activities across the globe with more than 10,000 full and part-time associates from a variety of backgrounds and life experiences. We foster safe, inclusive, and respectful workplaces in every location throughout the world. We are steadfastly committed to a workplace where equal treatment, dignity, and respect are provided regardless of race, color, ancestry, national origin, religion, sex, marital status, age, sexual orientation, gender identity or expression, legally protected physical or mental disabilities, or any other basis protected under the law.

Supporting Diverse Candidates and Associates

We are continually expanding our candidate pools by partnering with organizations and educational institutions that promote racial, socio-economic diversity. As part of our efforts to build inclusion, we offer regular DEIB training, open forums, and the opportunity to form and participate in associate-led groups that gather based on common interests or identities. These groups are open to all members of our team. We are also proud to celebrate key dates throughout the year which honor the

diversity of our associates including Black History Month, Hispanic Heritage Month, Women's History Month, AAPI Heritage Month, Pride Month, and many more.

Equitable Pay

We believe in competitive and equitable pay for our associates. J.Crew Group routinely conducts compensation studies to ensure that all associates, regardless of gender or race, are paid fairly based on objective factors including experience, skills, position, and performance.

Employee Benefits

J.Crew Group provides an array of inclusive benefits that support our diverse population. We provide access to benefits that encourage wellness and recognize the need for a healthy balance between work and personal life. We are committed to providing life-enhancing benefits that go beyond typical health insurance such as adoption, surrogacy, parental leave, and mental health services. Our associates are able to select from a variety of options that can be tailored to their individual needs and supported by self-service technology.

Health & Safety

We are committed to providing a safe and healthy environment for our associates and customers through dedicated safety programs to reduce or eliminate workplace hazards in our stores, our distribution centers, and our offices.

Our customers

Our customers are the reason we are in business. We strive to meet and exceed customer expectations by providing safe, accessible, and sustainable goods and services. Through our marketing practices we strive to embrace inclusivity and celebrate the collective and individual identity. As a company, we actively welcome all customers regardless of race, ethnicity, religion, gender, age, ability, size and shape, or sexual orientation. We partner with Open to All and signed their [Mitigate Racial Bias in Retail Charter](#) which honors our commitment to the customer experience and supports our goal of mitigating racial bias and fostering an inclusive shopping experience for all. We are committed to ensuring that store associates treat all customers with respect and according to our policies and related laws, including those pertaining to equal access for customers with disabilities.

We also respect our customers' privacy as outlined in the J.Crew Group [Privacy Policy](#) which prohibits the collection of personal information from children and responsibly maintains and uses private customer information in order to enhance our customers' shopping experiences in accordance with applicable laws. Our policy encourages customers to choose how their information is used by providing opt-out options as well as the ability to delete specific personal information or a customer account.



Our communities

We are growing our associate volunteer program, connecting customers with nonprofits we admire, and creating opportunities to give back in the communities where we live and work. We are achieving these efforts through philanthropy and giving, volunteerism and corporate matching. Throughout the year, we team up with organizations across the country that are aligned with our values and connect our customers to their philanthropic mission. And we support their work through donations as a portion of a product purchase, or by collecting physical items like coats and clothing.

Locally, our stores sponsor events where a portion of the proceeds are donated to local charities, and in 2022 our J.Crew Group teams collectively volunteered over 2,600 hours to organizations that foster basic human rights of those living in their communities. We also believe that having enough food is a basic human right. We therefore partner with No Kid Hungry which has a mission to end childhood hunger in America. Finally, since March of 2020 we supported the American Civil Liberties Union with donations totaling over a million dollars to protect and advance civil liberties for all. We team up with other organizations all over the country that tackle important issues like inclusivity, female empowerment, and support for children.

Human rights in our supply chain

Our Business Partners and their Facilities

We do not own or operate any production facilities, so it is important for us to develop trusted relationships with our vendors to ensure that human rights are respected in our entire supply chain. Therefore, we seek long-term relationships with suppliers that share our commitment to abide by our [Supplier Code of Conduct](#) (“Code”) and respect the human rights of the more than 100,000 workers who contribute to the production of our merchandise.

Supplier Code of Conduct

Our Code clearly outlines our expectations for the treatment of all workers within our supply chain. It prohibits physical, psychological, verbal, or sexual harassment, threats, or abuse or corporal punishment. All workers must be treated with dignity and respect. The Code also forbids the use of any form of forced or child labor, involuntary or trafficked labor, including prison, bonded, and indentured, and any form of human trafficking. And it outlines our expectations and applicable laws pertaining to working conditions, including legal working hours, safe working environments, health benefits, legal wages, and the right to freely associate and participate in a formal grievance process. We are particularly committed to protecting the human and labor rights of at-risk groups including women, young workers, domestic migrant workers, and foreign contract workers; groups which are known to be more at risk for human rights abuses.

Risk Assessments

Prior to approval, each new vendor and factory goes through a thorough due diligence screening process as well as pre-approval audits to assess the level of compliance with our J.Crew Group Supplier Code of Conduct. Over the lifecycle of our relationship with our vendors we conduct frequent announced

and unannounced facility audits to evaluate compliance, and we will not do business with any company that does not protect human rights or is deemed to be a risk to our business.

Remediation and Improvement

If serious human rights non-compliances are identified during an audit, we will investigate to assess the allegation and understand the root cause. Depending on the findings, we will assess possible remediations with a factory while always trying to focus our efforts to improve outcomes for workers. We expect all suppliers to improve their level of compliance with our Code from audit to audit. If a supplier is unable to respond to our continuous improvement model after three social compliance audits, we will consider an end to the business relationship.

Transparency

We will continue to implement processes and procedures to drive transparency, assess our supply chain, trace fabric and raw material origins, and prohibit forced labor of any type in the manufacture of J.Crew Group product.

Partnerships

We align with several organizations which support our efforts to ensure that human rights are respected in our supply chain. Through our partnership with [Fair Trade USA](#) we empower workers and ensure fair conditions and equal economic opportunities for everyone who manufactures our products. [Better Work](#) supports the human rights of workers in our supply chain by providing compliance assessments, training, advocacy, and research. [The Mekong Club](#) works to bring about sustainable practices towards the fight against modern slavery. They enhance our human rights efforts by providing modern slavery training for J.Crew Group associates, and providing ongoing research and advocacy in support of our efforts to ensure that modern slavery is not found in our supply chain.

Corporate governance of human rights

We hold ourselves accountable through our corporate governance structure beginning with our associates who have a shared responsibility for respecting human rights in our organization, our stores and in our supply chain. Our associates also have a responsibility to raise any observed or suspected violation of our human rights policies. Our Open Door policy provides the forum for our associates to raise human rights issues and concerns to their manager or through our [Open Talk Line](#) which supports anonymous and confidential reporting.

Our Board of Directors, comprised of 50% women and 50% who identify as members of underrepresented racial and ethnic groups, routinely review, and provide oversight over our human rights initiatives, sustainability efforts, and our overall Environmental, Social, and Governance (ESG) strategy. Our Audit Committee regularly reviews our human rights compliance and ethics programs throughout our business. Finally, our Diversity, Equity, Inclusion and Belonging Council (DEIB), led by our CEO and Chief People Officer and senior leaders provides oversight, business alignment, and championing of our DEIB strategies and programs.

Looking forward

We will continue to conduct the ongoing due diligence necessary to continually strengthen our understanding of human rights issues in our operations and supply chain. We will focus our efforts on infusing innovation in our training, our policies, and our business collaborations in support of our core values and our commitment to fundamental, universal, and inalienable human rights.



ANIMAL WELFARE POLICY

At Madewell, we believe in delivering the best possible products to our customers while honoring our broader commitment to social responsibility. We continually work to ensure that we are sourcing the materials for these products responsibly, constantly keeping in mind the quality of our products and the values of both our customers and our company. We aim to work with partners who are equally committed to ethical sourcing, including responsible and humane animal welfare practices in the supply chain.

We aim to work with suppliers who adopt industry-best practices that are based on the internationally recognized Five Freedoms. The Five Freedoms are also the guiding principle behind our Animal Welfare Policy. We require that all our suppliers adhere to the following baseline requirements for the materials allowed for use in our products, and for those who provide materials of animal origin, they must meet the standards for ethically sourced materials.

Fur-free

Madewell prohibits the use of fur in our products. We define fur in accordance with the Fur Free Retailer definition as being: "Any animal skin or part thereof with hair or fur fibers attached thereto, either in its raw or processed state or the pelt of any animal killed for the animal's fur. 'Animal' includes, but is not limited to, mink, fox, rabbit, karakul lamb and raccoon dog. 'Fur' shall not include:

1. Such skins as are, or are to be, converted into leather or which in processing have, or shall have, the hair, fleece or fur fibers completely removed
2. Materials clipped, shorn or combed from animals, such as fleece, sheepskin or shearling
3. Leather or hair attached to skin that is typically used as leather, e.g. cowhide with hair attached

4. Synthetic materials intended to look like fur.

Any hair, fleece or shearling used must be a byproduct of the meat industry, as outlined in our leather requirements below. We also ensure that faux fur is coming from non-animal sources through our fiber content testing program.

Down

Madewell does not currently source any down for our products. If we chose to do so in the future, all down will have to be Responsible Down Standard (RDS) certified or meet an equivalent standard for animal welfare.

Leather

All leather must be a byproduct of the meat industry.

Exotic-skins-free

Madewell does not use real exotic animal skins, including but not limited to: snake, alligator, crocodile, lizard, fish or marine mammals.

Angora-free

Madewell will not produce goods that contain angora or rabbit hair unless and until we can identify a source that meets our animal welfare standards.

Wool

Madewell supports the use of wool that is sourced from humanely raised and treated sheep. We are committed to sourcing wool certified to Textile Exchange's Responsible Wool Standard or equivalent standards, in our products where possible. We also will not produce goods that contain mohair until we can identify a source that meets our animal welfare standards.

Cashmere

Madewell is committed to using cashmere that is sourced in a way that protects the welfare of the cashmere goats, protects natural resources and improves the working conditions of farmers,

farmworkers and herders. As of Fall 2021, we have committed to using responsibly certified cashmere in all of our products.

Endangered Species

Madewell prohibits the use of any protected, threatened or endangered species including, but not limited to, species appearing in:

- The Convention on International Trade in Endangered Species (CITES)
- The International Union for Conservation of Nature (IUCN) Red List as critically endangered, endangered, or vulnerable
- The Endangered Species Act (ESA)

OUR APPROACH TO SOCIAL COMPLIANCE

We have a responsibility to run and grow our business ethically, responsibly and legally. Our Supplier Code of Conduct is the cornerstone of our responsible sourcing programs. This code is based on the International Labor Organization (ILO) core standards and requires compliance with all laws in each of the countries in which our facilities operate. The code applies to every level of our supply chain, including all approved subcontractors, homeworkers and sub-suppliers. It outlines fifteen specific expectations related to labor and human rights, environment and fair and honest operating standards.

J.Crew Group collaborates across the fashion industry with organizations actively improving global labor standards and workplace conditions. We are members of Fair Factories Clearinghouse and Business for Social Responsibility, and we partner with Better Work to improve social dialogue and worker engagement in supplier factories. Better Work engages directly with our factories in Vietnam, Bangladesh, Cambodia, Indonesia and Haiti.

We support our suppliers with tools and best practices for safe working conditions, including training and consultations. Our suppliers agree to monitoring by third-party, independent audit firms to ensure ongoing compliance. Most inspections are semi-announced, and when necessary, fully unannounced.

All new suppliers are subject to inspection and approval before any purchase orders are placed. The existing factories within our supply chain are routinely inspected based on their previous compliance performance and their overall external risk factors. Inspections consist of document review, private and protected worker interviews and a walk-through of the facility to assess worker well-being, health and safety.

In 2022, we conducted 135 audits to assess the level of compliance with our Supplier Code of Conduct. We uphold a rigorous Code of Conduct and as a result, two factories were not approved for production based on an unacceptable level of compliance, and we ceased production in two existing factories that did not support key elements of our Code. Fifteen percent of our factories achieved top audit ratings, and the majority of our factory audits resulted in what we consider a "Fair" rating due to the need for system or procedure changes to be remediated within six to 12 months. And 10 percent received a rating which required remediation within three months to remain a J.Crew Group supplier. In all cases, we worked with our suppliers to develop and implement a Corrective Action Plan specific to the issues cited during the audit. We also accepted 107 audits which were conducted by industry certification programs or other retail brands. For these audits we reviewed the level of compliance and worked collaboratively with the program or brand to support sustainable resolution to the non-compliances.

J.Crew Group collaborates with suppliers to help identify compliance issues and their root causes and uses a capacity-building and continuous improvement model to reach a higher level of social compliance in our supply chain.

However, if a critical issue related to working standards or required procedures is cited, or if the supplier is unwilling to correct non-compliances or reach a higher level of social compliance, J.Crew Group may terminate the business relationship.

Modern Slavery

J.Crew Group is committed to preventing modern slavery of any kind in the manufacturing of our products. Based on reports documenting the systemic use of forced labor (including child labor) in the harvesting of cotton in certain parts of the world, our policy prohibits the sourcing of cotton from these regions for the manufacturing of our products. We continually collaborate with industry associations, NGOs and other brands to raise awareness of this very serious issue and advocate for its elimination. Upon independent verification that cotton in any of these regions is no longer harvested using forced labor, we will re-evaluate this policy.

Worker Safety

Protecting workers' safety, health and well-being throughout the production process is also a requirement of our suppliers. Our compliance audits include many elements related to the safety of workers in factories and dormitories. We routinely inspect for building and machinery safety, fire safety, proper handling and storage of chemicals and hazardous materials, and safe evacuation procedures.

We also work to maintain safe production processes in our factories including providing personal protective equipment for our workers.

When we became aware of the health issues related to sandblasting, we prohibited this process being used in the production of denim and other J.Crew products.

Worker Voice

We believe all workers need the freedom to raise grievances and be free from any retaliation. All of our suppliers must recognize and respect the rights of workers to freedom of association and collective bargaining.

All suppliers are required to maintain a structured grievance procedure to report complaints or grievances and adopt a zero-retaliation policy. Workers must be trained on the process and understand the importance of reporting grievances or suspected misconduct.

Responsible Exit Policy

At J.Crew Group we believe that fair and decent working conditions, the freedom of opinion and expression and an adequate standard of living are basic human rights. This is why we are committed to sourcing our products in an ethical, responsible and legal manner—and expect our Suppliers to share our core values and to partner with us in our commitment to continuous improvement and in promoting better working conditions.

We do this by holding our Suppliers and ourselves accountable, by identifying issues and their root causes and by building capacity for positive change. The cornerstones of our program are our J.Crew Group Supplier Code of Conduct, our monitoring program and capacity building efforts, as well our multi-stakeholder collaborations.

SOCIAL COMPLIANCE PROGRAM

The Vendor Code of Conduct is based on the International Labour Organization (ILO) conventions and other internationally recognized labor rights. We expect these standards to be followed by all factories, subcontractors, suppliers and agents who are affiliated with the production of Madewell goods (“Suppliers”). While Madewell recognizes that there are different legal and cultural environments in which our Suppliers operate throughout the world, the J.Crew Group Supplier Code of Conduct (“Supplier Code”) forms the guiding principles for our Responsible Sourcing program. By choosing to do business with Madewell, Suppliers commit to following our policies including the Supplier Code. As such, adherence to the Supplier Code constitutes a contractual obligation between Madewell and its Suppliers.

Monitoring Factory Conditions

While it’s relatively simple to communicate our expectations to our Suppliers, it is more complicated to verify compliance throughout all areas of our supply chain. In order to ensure objectivity, we carefully select independent external firms to conduct both semi-announced and fully unannounced inspections of our manufacturing facilities. We also make sure that each facility will not be inspected by the same third party on a continuous basis in order to ensure integrity. All new Suppliers are subject to inspection before any purchase orders are placed. Existing factories are inspected based on their compliance performance and overall external risk factors. A typical inspection consists of document review, private worker interviews and a walk-through of the facility to assess worker well-being and workplace health and safety. Where we may deem necessary, we also may employ additional measures such as more in-depth auditing, focused inspections, surveillance or off-site interviews, for example, depending upon the key concerns identified.

Improving Working Conditions at Factories

We believe that sustainable and positive change can only happen in partnership with our Suppliers. To this end, we provide our Suppliers with the tools they need to improve working conditions, including training and in-factory consultations. We also believe that the ability for workers to raise grievances and to collectively address issues and concerns to management are pivotal in improving working conditions. This is why we promote the establishment of worker committees at our factories through our participation in such programs as the Better Work and Fair Trade programs.

Our goal is to work to address issues of noncompliance in a cooperative manner in partnership with our Suppliers. However, in cases where a critical issue of noncompliance is identified or when a Supplier may be unwilling to meet our requirements, despite our efforts and engagement, we will terminate our business relationship where we deem necessary.

Zero-tolerance Approach Toward Forced Labor

At Madewell, we recognize our responsibility to source our products in a legal, ethical and responsible manner consistent with the highest standards. Our Code of Conduct, which must be followed by all factories, subcontractors, suppliers and agents who are affiliated with the sourcing and/or production of Madewell goods, is based on International Labour Organization conventions, in addition to other internationally recognized labor rights standards.

Embedded in our Code of Conduct is our commitment to our zero-tolerance policy to ensure that no forced labor or trafficked persons are being used in any parts of our business or in our global supply chain. Business partners must not use forced labor, whether in the form of prison labor, indentured labor, bonded labor or otherwise. No employee may

be compelled to work through force or intimidation of any form, or as a means of political coercion or as punishment for holding or expressing political views.

Specifically, based on region-wide Withhold Release Order on products made by forced or slave labor in Xinjiang region, issued by U.S. Customs and Border Protection, we prohibit the manufacture of any product or the use of any cotton from the Xinjiang Uyghur Autonomous Region (XUAR) in China, as well as other areas where forced labor is knowingly practiced, including Uzbekistan.

Additionally, we are committed to working with our suppliers, industry groups, governments and other stakeholders to develop strategies to address forced labor throughout the supply chain. We participate in the Retail Industry Leaders Association (RILA), the American Apparel & Footwear Association (AAFA) and with the Mekong Club to help advance human rights worldwide, which includes stopping the practice of forced labor. We also support the Joint Statement published by our industry partners in July 2020.

Uzbek Cotton

Madewell is aware of and takes very seriously the reports of government-sponsored forced child labor in the harvest of cotton in Uzbekistan. The use of forced child labor is inconsistent with the requirements set forth in the Madewell Code of Supplier Conduct. We are firmly opposed to the use of forced child labor in the harvest of Uzbek cotton and are collaborating with a multi-stakeholder coalition to raise awareness of this very serious concern and press for its elimination. We commit to not knowingly sourcing Uzbek cotton for the manufacturing of any of our products until the government of Uzbekistan ends the practice of forced child labor in its cotton sector.

Industry collaboration and partnerships

Industry collaborations matter when it comes to improving overall working standards and standards of living. While we make sure to work with each of our factories, there are certain issues which only can most effectively be addressed in a collective manner. That is why we partner with several international organizations committed to improving global labor standards and conditions.

Madewell is a member of Fair Factories Clearinghouse (FFC), a nonprofit organization that allows participating brands to share reports and thereby increase transparency. For more information, please visit fairfactories.org.

Madewell is also a member of Business for Social Responsibility (BSR), an organization for companies committed to socially responsible business practices, and we are proud to partner with them on initiatives that are committed to improving working conditions around the world. More information on BSR can be found at bsr.org.

Madewell is a partner with Better Work, a partnership between the International Labor Organization (ILO and the International Finance Corporation to improve social dialogue and worker engagement in supplier factories. Better Work advisers engage with suppliers to improve working conditions by building out worker committees, establishing solid grievance mechanisms and providing training to factory supervisors. We currently work with Better Work in our factories in Vietnam, Indonesia and Cambodia.

Madewell is a member of the Mekong Club, an organization whose mission is to eradicate all forms of modern-day slavery. For more information, please visit themekongclub.org.

Sandblasting

Sandblasting is a finishing process that is primarily used to achieve a worn look for denim. The method involves sand particles being applied to garments under high pressure. The use of sandblasting without proper protective equipment endangers the health of factory workers. To ensure the well-being of the workers who manufacture Madewell products, we have banned the use of sandblasting for all Madewell’s products.

California Transparency in Supply Chains Act (sb 657) and UK Modern Slavery Act Disclosure Statement 2017

The ILO Forced Labour Convention No. 29 defines “forced labor” as “work or service exacted from a person under threat of any penalty, which includes penal sanctions and the loss of rights and privileges, where the person has not offered himself/ herself voluntarily.”

According to ILO data, human trafficking is the second most prevalent form of illegal trade in the world, just after the illicit drug trade and equal to the sale of illegal firearms. Sometimes referred to as modern-day slavery, it is also the fastest growing illegal business in the world.

Madewell strictly prohibits the use of any form of forced labor or the trafficking of persons across all of our company operations and in our global supply chain. In accordance with our Code of Conduct standards, business partners must not use forced labor, whether in the form of prison labor, indentured labor, bonded labor or otherwise. No employee may be compelled to work through force or intimidation of any form, or as a means of political coercion or as punishment for holding or expressing political views.

For more details please see our policies.

Madewell Code of Ethics

Our Madewell Code of Ethics and Business Conduct—the “Code of Ethics”—provides the fundamental underpinning for our ethical and compliant conduct for Madewell associates. The Code of Ethics defines the way we do business worldwide and serves as a guide to help associates make responsible and prudent business decisions. Each of us at Madewell is responsible for ensuring that the highest standards of conduct are upheld and encouraged. The Code of Ethics applies to all Madewell associates and our Board of Directors. While the Code of Ethics applies to our associates and our Board of Directors, we also expect our Suppliers to behave in a manner consistent with and in furtherance of our Code of Ethics.



OUR COMMITMENT TO PROTECT FORESTS

At Madewell, we believe in delivering the best possible products to our customers while honoring our broader commitment to corporate social responsibility. We continually work to ensure that we are sourcing the materials for our products responsibly, constantly keeping in mind the quality of our products and the values of both our customer and our company. Madewell is committed to the sustainable use of the world's forests and lands, in order to protect ecosystems, prevent biodiversity loss and combat climate change. For this reason, we are committed to sourcing all pulp-based products, such as man-made cellulosic fabrics, from sustainable sources.

Conservation of ancient and endangered forests and ecosystems

Madewell will support approaches and systems to build a future that does not use ancient and endangered forests in manmade cellulosic fabrics (including rayon, viscose, lyocell, modal and other trademarked brands). We will influence our fabric supply chains in order to protect the world's remaining ancient and endangered forests and endangered species' habitats.

To do this, we will:

- Assess our existing use of man-made cellulosic fabrics and eliminate sourcing from endangered species' habitats and ancient and endangered forests such as the Canadian and Russian boreal forests; coastal temperate rainforests; tropical forests

and peatlands of Indonesia, the Amazon and West Africa by 2022.

- Work to eliminate sourcing from companies that are logging forests illegally from tree plantations established after 1994 through the conversion or simplification of natural forests, from areas being logged in contravention of indigenous and local peoples' rights or from other controversial suppliers.
- Work with Canopy and our suppliers to support collaborative and visionary solutions that protect remaining ancient and endangered forests in the coastal temperate rainforests on Vancouver Island and the Great Bear Rainforest, Canada's boreal forests and Indonesia's rainforests.
- Engage our suppliers to change practices and/or re-evaluate our relationship with them if we find that any of our forest fibers are being sourced from ancient and endangered forests, endangered species' habitats or illegal logging.

This commitment is aligned with, and builds on, the work of not-for-profit organization Canopy, which collaborates with brands and retailers to ensure that their supply chains are free of ancient and endangered forests as part of the CanopyStyle Initiative.

Shift to more environmentally and socially beneficial fabrics

Madewell will collaborate with Canopy, innovative companies and suppliers to encourage the development of fiber sources that reduce environmental and social impacts, with a focus on agricultural

residues and recycled fibers. In 2021, Madewell will put in place a preference for purchasing man-made cellulose with a minimum of 50 percent of these innovative fiber sources and develop a 2025 procurement target for these closed-loop solutions based on viscose fiber producer innovation.

Recognizing, respecting and upholding human rights and the rights of communities

Madewell will request that our suppliers respect the Universal Declaration of Human Rights and acknowledge indigenous and rural communities legal, customary or user rights to their territories, land and resources. To do so, we request that our suppliers acknowledge the right of indigenous people and rural communities to give or withhold their Free, Prior and Informed Consent (FPIC) before new logging rights are allocated or plantations are developed. We request that our suppliers resolve complaints and conflicts, and remediate human rights violations through a transparent, accountable and agreeable dispute resolution process.

Forest certification for fabrics

Where the above conditions are met, Madewell will request that all fiber sourced from forests are from responsibly managed forests, certified to the Forest Stewardship Council (FSC) certification system, and where FSC certified plantations are part of the solution.

Support best processing practices

Madewell requires that our man-made cellulosic suppliers use best available environmental practices for processing, such as the closed-loop lyocell processing.

Reduce greenhouse gas footprint

Recognizing the importance of forests as carbon storehouses, as part of our ongoing leadership on climate, Madewell will support initiatives that advance forest conservation to reduce the loss of high carbon value forests, by encouraging suppliers to avoid harvest in these areas and by giving preference to those that use effective strategies to actively reduce their greenhouse gas footprint.

Promote industry leadership

Madewell looks to create a positive impact together with our suppliers, partners and customers. As implementation progresses, Madewell will work with suppliers, non-governmental organizations, other stakeholders and brands that are part of the CanopyStyle initiative to support the protection of ancient and endangered forests and forward solutions to reduce demand on our forests. We will also seek opportunities to educate and inform the public on these issues and solutions through our marketing and communications.



SCOPE 3 EMISSIONS TABLE

2022 emissions against 2019 baseline data

CATEGORY NAME	BASE YEAR DATA	
	2019 EMISSIONS (MTCO ₂ E) SCREENER	2022 EMISSIONS
I. Purchased goods and services	433,776	370,342
2. Capital goods	5,267	16,391
3. Fuel and energy related activities	8,779	6,945
4. Upstream transportation & distribution	144,962	154,432
5. Waste generated in operations	2,495	1,170
6. Business travel	1,363	1,257
7. Employee commuting	8,220	4,862
8. Upstream leased assets	Not applicable	Not Applicable
9. Downstream transportation & distribution	Not Applicable	Not Applicable
10. Processing of sold products	Not applicable	Not Applicable
II. Use of sold products	Not applicable, but 277,950	Not Applicable, 410,611
12. End-of-life treatment of sold products	449	392
13. Downstream leased assets	Not applicable	Not Applicable
14. Franchises	Not applicable	Not Applicable
15. Investments	Not applicable	Not Applicable
TOTAL EMISSIONS	605,311	555,792



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