



CINTAS CORPORATION CODE OF CONDUCT FOR VENDORS

Cintas Corporation and its subsidiaries seek to conduct business in a lawful, ethical, and moral manner in all countries in which we have the privilege to work. To achieve this purpose, we expect our vendors to subscribe to certain moral and ethical principles in conducting business. While Cintas recognizes that there are different legal and cultural environments throughout the world, this code sets forth the basic requirements all vendors must meet in order to do business with Cintas.

As a condition of doing business with Cintas, each and every vendor must comply with this Code of Conduct for Vendors. Failure to comply with this policy may be sufficient cause for Cintas to exercise its right to revoke a supplier's "approved" status as a supplier. Cintas reserves the right, as a condition of supplier approval, to conduct unannounced periodic audit inspections of suppliers, their facilities, and business practices to verify compliance with this Code.

If Cintas determines that any vendor has violated this code, Cintas may either terminate its business relationship or require the vendor to implement a corrective action plan. If corrective action is advised but not taken, Cintas may suspend placement of future orders and may terminate current production.

Endorsement of this letter authorizes Cintas to send a company representative or agent to suppliers' premises to perform assessments as necessary to ensure that suppliers are in compliance with our conduct, quality and security standards. Suppliers agree to cooperate fully and to provide our representative or agent with any and all information requested which is necessary to demonstrate compliance with this Code of Conduct.

1. **General ethical standards** - Cintas respects the legal, ethical, and moral standards and beliefs of all people and cultures with which we do business. We in turn expect our vendors to respect our rules and procedures. Vendors that produce goods for Cintas will operate in full compliance with the laws of their respective countries and with all other applicable laws, rules and regulations. We also expect that international laws related to the conduct of business between nations will be followed at all times.

2. **Customs Compliance** – Vendors importing products from countries outside the United States must comply with applicable US customs law and, in particular, will establish and maintain programs to comply with customs laws regarding illegal transshipment of products. Cintas is an approved and qualified participant in the U.S. Customs Trade Partnership Against Terrorism Program (C-TPAT). Vendors will, at all times, do whatever is necessary to maintain a high level of product shipment security, which includes ensuring the integrity of their security practices and communicating the U.S. Customs security guidelines to their business partners within the supply chain. Routine audits of plant security procedures must be put into place. Any deficiencies found during the audit process should be addressed immediately.

3. **Drug Interdiction** – Vendors will cooperate with local, national and foreign customs and drug enforcement agencies to guard against illegal shipments of drugs.

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4. **Wages and hours** – Per ILO Convention C-100 & C-131, Vendors will set working hours, wages and overtime pay in compliance with all applicable laws and regulations. Workers shall be paid at least the legal minimum wage. While we understand that overtime is occasionally necessary, contractors and suppliers must allow workers a reasonable amount of time off from their duties to ensure humane and productive working conditions.

5. **Child labor** – Per ILO Conventions C138 & C-182, the use of child labor by Cintas suppliers is strictly prohibited. Vendors shall employ only workers who meet the minimum legal age requirement applicable to that area. If, however, the laws of that country do not provide such a definition, or if the definition includes individuals below the age of 16, Cintas defines “child” for purposes of determining use of illegal child labor as anyone who is less than 16 years of age, or is younger than the compulsory age to be in school in the country in which the business is being conducted, if that age is higher than 16.

6. **Prison/forced labor/anti-slavery** – Per ILO Conventions C-29 & C-105, the use of prison labor, forced labor, or slave labor by Cintas suppliers is strictly prohibited. Vendors will not knowingly utilize or purchase materials and/or products manufactured by uncompensated prison workers, indentured servitude, or slave labor. Vendors should not require any worker to remain in employment for any period of time against his or her will.

7. **Discrimination & Harassment** – Per ILO Convention C-111, Suppliers of Cintas will not discriminate or harass on the basis of any personal status or human rights protected by any law or statute

8. **Health and Safety** – Cintas strives to have a safe and healthy working environment in all the facilities that Cintas owns and operates. Cintas also expects that any vendor who we provide work will provide a safe/healthy environment for the employees in the workplace. Vendors must comply with all applicable environmental laws and regulations. Vendors further agree to notify local community authorities in case of any environmental emergency.

9. **Working conditions** – Vendors must treat all workers with respect and dignity and provide them with a safe and healthy environment. Vendors shall comply with all applicable laws and regulations regarding working conditions. Vendors shall not use corporal punishment or any other form of physical or psychological coercion.

10. **Right to Organize and Workplace Freedom** – Per ILO Conventions C-87, C-98, C-135 & C-154, Cintas believes that employees should have the right to decide whether they want collective bargaining or not, and that companies and unions should respect employees’ decisions. We believe employees should have the right to say yes and the freedom to say no to union representation.

11. **Subcontractors** – Cintas suppliers and vendors should take steps to ensure that subcontractors also operate in a manner consistent with the Code of Conduct.

12. **Anticorruption** – Cintas suppliers will show compliance to the principles and objectives of the Organization for Economic Cooperation & Development’s Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (“the OECD Convention”) and implementing legislation, including the U.S. Foreign Corrupt Practices Act (“FCPA”) and the U.K. Bribery Act 2010 (“Bribery Act”) collectively, along with any other applicable laws, “Anticorruption legislation”. These laws, and various local laws throughout the world, which prohibit or restrict the provision of payments or anything of value, directly or indirectly, to Government Officials or political parties and require strict controls over the disposition and accounts of company assets.

13. **Conflict Minerals** – Cintas suppliers will show compliance to the principles and objectives of the laws and rules relating to conflict minerals, including the United States Securities and Exchange Commission’s final ruling on conflict minerals pursuant to Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act, which requires assessment, reasonable country of origin, and reporting for issuers whose products contain conflict minerals.

Please confirm your agreement with all of the foregoing by signing this letter in the space below and returning it to the Chief Legal Officer, Cintas Corporation, 6800 Cintas Blvd., Cincinnati, OH 45262. Additionally, suppliers must notify employees of the terms of these standards.

If you have any questions concerning compliance with the applicable laws of your country, we suggest that you consult with your local attorney.

CINTAS CORPORATION

BY: William Bradbury

SIGNATURE: _____

TITLE: Director of Vendor Compliance

VENDOR: _____

BY: _____

SIGNATURE: _____

TITLE: _____

DATE: _____

ADDRESS: _____

CITY: _____

STATE: _____

ZIP CODE: _____

PHONE #: _____

EMAIL: _____

As stated at the outset, each and every vendor must comply with this Code of Conduct for Vendors as a condition of doing business with Cintas. Failure to comply with this policy may be sufficient cause for Cintas to exercise its right to revoke a supplier’s “approved” status as a supplier. Cintas reserves the right, as a condition of supplier approval, to conduct periodic unannounced audit inspections of suppliers and their facilities, and business practices to verify compliance with this Code.

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