



Vendor Code of Conduct

Ollie's Bargain Outlet Holdings, Inc. and the Ollie's family of companies (collectively, "Ollie's") has established conduct standards for its business related practices in its Vendor Code of Conduct (the "Code"). The Code reflects our commitment to our values of culture, passion, commitment, and honesty. Ollie's expects its Vendors will embrace these values as well as our commitment to regulatory compliance. The Code is designed to:

- Promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest;
- Promote compliance with applicable governmental laws, rules and regulations;
- Promote the protection of Ollie's assets, including corporate opportunities and confidential information;
- Ensure ethical, honest and respectful behavior by Ollie's Vendors in all aspects of its business; and
- Ensure accountability for and adherence to the Code.

While our Vendors are independent entities from Ollie's, the business practices and actions of a Vendor, when conducting business with or on behalf of Ollie's, they may significantly impact and reflect upon our company. Therefore, Ollie's expects all Vendors (referenced to in this code as "you" or "Vendor") and their employees, agents, and subcontractors to follow the high ethical standards set forth in the Code, while they are conducting business with Ollie's or on our behalf.

HONEST AND ETHICAL CONDUCT

Honesty, integrity, professionalism, fairness and compliance with laws and regulations in every place and in every way Ollie's does business is of the utmost importance to all of us at Ollie's—shareholders, directors, management, Associates and Vendors alike. It is also vital to Ollie's reputation and credibility and its business and financial prosperity. Accordingly, Ollie's is committed to promoting an organizational culture which encourages ethical conduct and compliance with the law. This commitment must be reflected in all our relationships with our Vendors.

Our fundamental ethical responsibilities are to: conduct business in compliance with applicable laws, rules and regulations and Ollie's policies; treat all in an honest and fair manner; avoid situations in which personal interests are, or may appear to be, in conflict Ollie's interests; safeguard and use properly all Ollie's information, assets and resources, as well as those of Ollie's customers and business partners; and ensure integrity in every business decision.

CONFLICTS OF INTEREST

Conflicts of interest between a Vendor and Ollie's should be avoided at all times. When an actual, potential or perceived conflict of interest occurs, it must be made aware to Ollie's immediately. An Ollie's Employee (each "Associate") that engages in secondary employment may not work for a Vendor that has a contractual relationship with Ollie's. Vendors that conduct or intend on conducting business with Ollie's and are the spouse, domestic partner, or other family member or relative of an Ollie's Associate must disclose said relationship with Ollie's General Counsel or General Counsel's designee to obtain prior approval of the business relationship.

You should avoid gifts to Associates, because even a well-intentioned gift might be construed as bribes, kickbacks, improper inducements or any other illegal or improper payments. As a Vendor who is engaging, or about to engage in business transactions with Ollie's, we request you refrain from offering or providing any gift, entertainment or reimbursement of expenses of more than modest value to any Associate. It is particularly important that any such item not exceed customary courtesies for that time and location. In addition, under no event should you offer or provide, directly or indirectly, any material, equipment or services to any individual in a position to make or influence any business or governmental decision affecting Ollie's.

COMPLIANCE WITH APPLICABLE LAWS, RULES AND REGULATIONS

Vendor of Ollie's conducting business domestically must adhere to all applicable laws, rules and regulations of the United States. All Vendors of Ollie's conducting business outside of the United States, or whose business inside the United States could require compliance with international laws must obey the applicable laws, rules and regulations of the countries in which they do business. Ollie's requires that all Vendors adhere to the Foreign Corrupt Practices Act ("FCPA") when conducting business both domestically and internationally. All Vendors must conduct business in a way that does not interfere with local jurisdictions or infringe on local cultures and traditions. If Vendor at any time is sanctioned or to the best of their knowledge comes under investigation for violations of FCPA, they must notify Ollie's immediately.

MAINTAINING CONFIDENTIALITY

Any and all information and other material which is provided to or obtained by a Vendor in connection with his or her arrangement is strictly the property of Ollie's.

Confidential information includes all information which has not been publicly disclosed. This definition includes, but is not limited to any such information that is written, verbal, electronic, transmitted or stored in any way. Vendors of Ollie's should not use confidential information for any purpose other than Ollie's business and should not disclose it without receiving from the intended recipient agreement in writing to treat the information confidentially. The confidentiality of information received from third parties also must be maintained. In addition, adequate safeguards must be used to prevent the disclosure of confidential information. The obligation to protect Ollie's confidential information continues after involvement with Ollie's ends. To avoid inadvertent disclosure, information that is confidential should never be discussed with any unauthorized person, including the unauthorized Associates of Ollie's and family members or friends.

BUSINESS RECORD RETENTION

Vendors must retain all records related to business with Ollie's for ten (10) years. These records must be made available to Ollie's or a government auditor in accordance with applicable laws, regulations and contract terms.

SECURITIES TRANSACTIONS

Ollie's does not condone insider trading by any of its directors, officers, Associates and Vendors. To avoid insider trading, Ollie's prohibits the buying or selling of Ollie's or another company's securities when in possession of information which is not available to the investing public and could influence someone's decision to buy, sell or hold the security.

ENVIRONMENTAL CONCERNS

Ollie's is committed to maintaining a safe work environment by eliminating all significant recognized hazards in the workplace, and to conducting business in an environmentally sound manner based on scientific understanding, customer needs and local requirements. Directors, officers, Associates and Vendors are required to comply with all applicable health, safety and environmental laws and regulations, and all related policies adopted by our company. All Vendors must adhere to the Fair Labor Standards Act (Department of Labor Monitoring Guide) as well as all other jurisdictional laws.

COMPLIANCE ACKNOWLEDGMENT

All Vendors are required to acknowledge and understand the Code and educate all of their representatives that conduct business with Ollie's to ensure full compliance. As a condition of continuing a Vendor relationship with Ollie's, Vendors may be required to provide updated information and acknowledgments on an annual basis in regards to compliance with the code.

HOW TO RAISE A VENDOR CODE OF CONDUCT CONCERN

If you wish to report questionable behavior or possible violation of the Vendor Code of Conduct, you are encouraged to work with your primary Associate in resolving your concern. If that is not possible or appropriate please contact Ollie's Whistleblower Hotline, toll-free at 844-373-2029.

A copy of the Vendor Code of Conduct can be found on Ollie's website at www.ollies.us, or if you wish to obtain a hard copy please contact the Support Center at (717)-657-2300.