

**Policy Against Unlawful Harassment, Discrimination and Retaliation
and Procedure for Reporting Problems or Concerns**DATE: 02/01/1992
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Genesco is committed to providing an environment free from all forms of unlawful harassment, discrimination and retaliation on the basis of any legally protected characteristic, including race, color, religion, religious creed, sex, national origin, ancestry, age, military and veteran status, pregnancy, childbirth, or related medical condition, physical or mental disability, medical condition, genetic information, citizenship, marital or registered domestic/civil union partner status, sexual orientation, gender (including gender identity and gender expression), or any other classifications protected by applicable local, state, or federal law. Each manager, supervisor and employee has a responsibility to keep the workplace free from any form of unlawful harassment, including in any work-related setting outside of the workplace, such as during business trips, business meetings, business related social events and while on site at a customer's premises. Employees should recognize that harassment can occur both during working and non-working time.

Genesco's policy covers all employees of the Company (including, but not limited to, all supervisors and managers of the Company), applicants, paid and/or unpaid interns, persons providing services to the Company pursuant to a contract, and other third parties with whom employees may come in contact (regardless of their status).

For purposes of this policy, impermissible harassment or discrimination includes any verbal, visual, or physical conduct that denigrates or shows hostility or aversion toward an individual because of his/her lawfully protected classification, and that:

- Has the purpose or effect of creating an intimidating, hostile or offensive work environment;
- Has the purpose or effect of unreasonably interfering with an individual's work performance; or
- Otherwise adversely affects an individual's employment opportunities or benefits.

Abusive conduct and/or bullying based on any protected classification is also prohibited. Some examples of such impermissible harassment or discrimination include, but are not limited to, epithets, slurs, jokes, teasing, gestures, negative stereotyping, deliberate touching, display of offensive material, and other unwelcome and offensive verbal, graphic, or physical conduct or behavior that denigrates or shows hostility toward an individual or group because of their protected classification. The above list of examples is not intended to be all-inclusive. This policy applies to all communications, including, but not limited to weblogs (blogs), social networking websites, forums, e-mails, instant messaging, text messages, graphics and pictures, chat rooms and virtual worlds.

Sexual harassment (both overt and subtle) is a form of employee misconduct that is demeaning to another person, and undermines the integrity of the employment relationship and is strictly prohibited. Unwelcome sexual advances, requests for sexual favors, and other verbal, graphic, or physical conduct of a sexual nature may constitute unlawful sexual harassment if:

1. Submission to such conduct is made explicitly or implicitly a term or condition of an individual's employment; or
2. Submission to or rejection of such conduct by an individual is used as the basis for personnel decisions affecting that individual; or

3. Such conduct has the purpose or effect of unreasonably interfering with an individual's work or creates an intimidating, hostile or offensive working environment.

Some examples of what may constitute sexual harassment include, but are not limited to, threatening to take or taking employment actions, such as discharge, demotion or reassignment, if sexual favors are not granted; demands for sexual favors in exchange for favorable or preferential treatment; unwelcome and repeated flirtations, propositions or advances; unwelcome physical contact; whistling; leering; improper gestures; tricks; horseplay; use of stereotypes; offensive, insulting, derogatory or degrading remarks; unwelcome comments about appearance; sexual jokes or use of sexually explicit or offensive language; gender or sex based pranks; and the display in the workplace of sexually suggestive objects or pictures. The above list of examples is not intended to be all-inclusive. Sexual harassment need not be motivated by sexual desire and can exist between individuals of the same or opposite sex and regardless of their sexual orientation, gender, gender identity and/or expression.

A consensual romantic and/or sexual relationship between an employee with supervisory authority and any subordinate, including one not directly under the supervisor, will compromise the Company's ability to enforce its policy against sexual harassment. Consequently, if such relationships arise, the Company will consider them carefully, and appropriate action will be taken. Such action may include a change in the responsibilities of the individuals involved in such relationships or transfer of location within the Company to diminish or eliminate the supervisory relationship and workplace contact that may exist. Any supervisory employee involved in such a relationship is required to report the relationship to his or her supervisor and to Human Resources immediately.

Genesco will not tolerate illegal harassment in any form. It is a form of discrimination, a violation of federal and state law, and a serious violation of the Company's policy. Any such discrimination, harassment and/or retaliatory conduct may result in disciplinary action up to and including termination.

PROCEDURE

Genesco requires supervisors and all individuals working with the Company to report incidents of illegal harassment or discrimination and provides avenues by which individuals can report complaints of illegal harassment or discrimination. Genesco strongly encourages reporting of all perceived incidents of illegal harassment or discrimination, regardless of who the alleged offender may be. An individual who believes he or she is the victim of illegal harassment or discrimination or, who witnesses illegal harassment or discrimination of others should immediately discuss his or her concerns with his or her supervisor or another supervisor.

If the employee does not feel comfortable discussing the situation with his or her supervisor or another supervisor or is not satisfied with the action taken by the supervisor, the employee should contact the Human Resources Department, Suite 264, Post Office Box 731, Nashville, Tennessee 37202-0731, by telephone at (615)367-8232 or (800) 404-5370 or via email at respect@genesco.com. An individual is not required to discuss the concern with the alleged harasser. An individual is not required to discuss the concern with his or her supervisor. All Company supervisors must promptly report any complaints to the Employee Relations Manager in the Human Resources Department.

Genesco will promptly investigate and respond to all complaints of illegal harassment or discrimination. Employees are expected to cooperate with the Company's investigation to the fullest extent. False information provided in the course of an investigation is grounds for discipline, including termination. The Company will use qualified personnel to conduct a fair, impartial, timely, and thorough investigation that provides all parties appropriate due process and reaches reasonable conclusions based on the evidence collected. The steps of an appropriate investigation cannot be fixed in advance, but will vary depending upon the nature of the allegations. The Company will utilize appropriate documentation and tracking to ensure reasonable progress and timely closure of the investigation. When unlawful sexual or other

harassment, discrimination or conduct in violation of either policy is found to have occurred, appropriate remedial action will be taken.

All reports of harassment or discrimination will be treated in a confidential manner to the extent possible, subject to the Company's legal obligation to investigate and respond appropriately to such complaints. Further, appropriate steps will be taken to investigate and respond to any complaints of illegal harassment or discrimination involving a non-employee's conduct or behavior or an employee's conduct or behavior against a non-employee under this policy, whether the non-employee is a vendor, customer or other.

An individual who reports incidents that the employee believes to be violations of this policy, or who is involved in or participates in the investigation of a violation of this policy, will not be subject to reprisal or retaliation. In other words, the Company will not allow any co-worker, supervisor, manager or Company officer to take adverse action against any person for reporting alleged harassment, discrimination or retaliation in good faith. Retaliation is a serious violation of this policy and employees should report it immediately. The Company will likewise implement appropriate investigation consistent with this policy of any allegations of retaliation. Any person found to have retaliated against an individual for reporting discriminatory harassment or participating in an investigation of allegations of such conduct will be subject to appropriate disciplinary action.