



ESG

Environmental Social Governance

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Overview

In addition to delivering strong business performance, at AEO we believe we have a responsibility to build a better world. We lead with purpose and are guided by our values. We understand that every action we take—even the small ones—can have a huge impact. We hold ourselves accountable and are proud of the significant progress we have made through our Environmental, Social and Governance (ESG) commitments.

"At AEO we focus on youth and their optimism toward the future, so building a better world for generations to come is fundamental to our brands, values and purpose."

–Jay Schottenstein, Executive Chairman of the Board and Chief Executive Officer.



Environmental

AEO is committed to accelerating sustainability improvements across our operations. In 2019, we introduced comprehensive sustainability goals, including a plan to be carbon neutral by 2030 with a focus on water reduction, energy reduction, and the use of more sustainable raw materials. This work is highlighted in our Real Good products, which is how customers can identify the most sustainable items in our American Eagle and Aerie collections. Real Good is our promise to doing better and working harder. We have a lot of work to do to reach our sustainability goals. We're not there yet, but we're on our way.

Our values drive improvements in our practices, enabling us to responsibly source and create products that our customers love to wear. To make American Eagle and Aerie products, we partner with apparel manufacturers that operate more than 300 factories in more than 20 countries around the world. We do not own or operate any factories, so it's important to develop trusted relationships with our suppliers to make our apparel responsibly. We're working to enhance our current factory monitoring programs and advance key initiatives that focus on worker well-being, environmental responsibility and increased supplier ownership. AEO has a comprehensive Supplier Code of Conduct which is based upon internationally

accepted standards, including the International Labor Organization (ILO)'s core conventions and the Universal Declaration of Human Rights. AEO uses this Code of Conduct to work collaboratively with our factory partners to ensure they meet AEO's requirements.

SUSTAINABILITY

RESPONSIBLE SOURCING

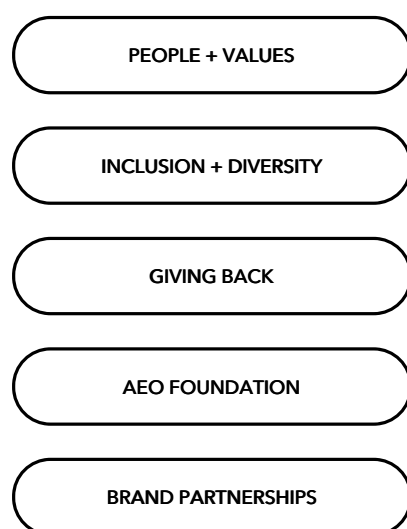


Social

We lead with purpose and commitment. Through the AEO Foundation we support numerous causes, giving back to our local communities. This includes many volunteer opportunities for our associates, like our annual Community Day when set aside a day to volunteer in the communities where we live and work.

The American Eagle and Aerie brands support charitable causes that empower youth and promote young women's health. In 2020, AEO and our customers donated more than \$4.5 million to support these important causes.

We embrace a strong set of values based on being real and always doing the right thing. Our vibrant culture makes AEO a place where people want to work. Passion and integrity are at our core and we celebrate our differences and unique talents. Inclusion and diversity are fundamental to teamwork and strengthen our ability to succeed. We are focused on human capital management strategies that guide talent recruitment, acquisition, retention, development and performance. We are committed to offering benefits and resources that enhance our workplace environment, our associate experience, and engage our most valuable resource: our people.



Governance

AEO is committed to values of effective corporate governance and the highest ethical standards, which we believe promote the long-term interests of our Company and maximize stockholder value, while strengthening Board and management accountability. We continuously review governance practices and consider adoption of best practice principles. Key areas of our governance framework include the following and are described in more detail in our [Corporate Governance Guidelines](#) and [Code of Ethics](#).

✓	Highly talented, skilled Board of Directors

✓	All Directors and Officers must own and retain AEO stock, ensuring alignment with stockholder interests
✓	All Board Members other than the Chief Executive Officer are independent and all of our Board Committees are composed of independent directors
✓	We conduct self-assessments of the Board and its Committees annually
✓	44% of our directors are diverse in terms of gender and/or ethnicity
✓	Directors are subject to overboarding restrictions which align with shareholder expectations
✓	We have appointed a Lead Independent Director
✓	Directors and Officers are prohibited from engaging in hedging or pledging transactions with respect to AEO stock

Leadership

Learn more about our AEO Inc leadership team and board of directors.



Committee Composition

Our Board of Directors currently has nine members and has determined that eight are independent under NYSE rules. The Board has a standing Audit Committee, a standing Compensation Committee and a standing Nominating, Governance and Corporate Social Responsibility Committee. We require 100 percent membership independence on our three standing committees.



Audit Committee

Noel J. Spiegel ☆ \$







Sujatha Chandrasekaran



Steven A. Davis	
Deborah A. Henretta	
Thomas R. Ketteler 	
Cary D. McMillan 	
Janice E. Page	
David M. Sable	

<u>Compensation Committee</u>	+
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<u>Nominating, Governance and Corporate Social Responsibility Committee</u>	+
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-  Chairperson
-  Member
-  Lead Independent Director
-  Financial Expert

Governance Documents

File Name	View
Corporate Governance Guidelines	
Code of Ethics	
Audit Committee Charter	
Compensation Committee Charter	



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SUBMIT

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