

why we exist.

our purpose defines why we exist as a company. it's the reason we wake up every day. the best part is it's uniquely ours - no one can claim it or fulfill it the way we can, and we do it for our **customers!**

five BELOW

knows life is waaay better when you're free to

LET GO & HAVE FUN

in an AMAZING EXPERIENCE filled with

UNLIMITED POSSIBILITIES

priced so low you can always say

to the NEWEST, COOLEST STUFF!

YES!

the five below way is a deep belief that our crew members – and everything that makes them who they are – fuel our business. as individuals, we are amazing ... but collectively, we are unstoppable!

THE **fiVE** **BEL°W** WAY

we are *AN ADOPTED FAMILY.*

one who *ACTIVELY PARTICIPATES* **and leans in to support each other and our business. in this family, we** *VALUE EVERY INDIVIDUAL* **for their uniqueness and potential. we know fiVE BEL°W is strongest when our teams** *REFLECT THE DIVERSITY* **of the communities we serve and our crew members can bring their** *WHOLE AUTHENTIC SELF* **to work, do what they do best, feel that they** *TRULY BELONG* **and grow every single day.**



we live our purpose and the five below way through **five core values**. these values guide us in all decisions and actions. beneath each value sits a set of **behaviors** that reinforce the expectations we hold for ourselves and others.

five BELOW

VALUES & BEHAVIORS.

WOW OUR CUSTOMERS.

the customer is everything. every decision we make begins and ends with them in mind. we do more than they expect and create an awesome experience they won't find anywhere else.

I FIND MY CUSTOMERS THE
TRENDIEST,
HIGHEST-QUALITY STUFF.

I STRIVE TO MAKE ALL SHOPPERS
REPEAT FIVE BELOW-ERS.

I MAKE A POSITIVE DIFFERENCE
IN PEOPLE'S LIVES.

I TREAT CUSTOMERS LIKE
I'D WANT TO BE TREATED.

UNLEASH YOUR PASSION.

five below is like a team of unstoppable superheroes. everyone's unique backgrounds and experiences blend together to form one incredible team that "bleeds five below blue". we're all pumped about what we do and all empowered to make a difference.

I CHECK MY EGO AT THE DOOR.
I DO WHAT I SAY I WILL DO.

I BUILD ALL PEOPLE UP!

I PROVIDE RESPECTFUL FEEDBACK.

I LISTEN INTENTLY +
COMMUNICATE OPENLY.

I TAKE ON MY OWN GROWTH
BY SEEKING OUT FEEDBACK.

I RESPECT + WELCOME
ALL CREW MEMBERS.

HOLD THE PENNY HOSTAGE.

we're on a mission to make everything as close to free as it can be for teens and tweens. when we pile up the pennies, we're able to wow our customers with the most incredible must-haves and gotta-gets at extreme value.

I FIND NEW WAYS TO BE
MORE EFFICIENT.

I MAKE SURE WHAT I'M
DOING IS BEST FOR FIVE BELOW
AND MY CUSTOMERS.

I TREAT FIVE BELOW LIKE
IT'S MY OWN BUSINESS.

I TEACH OTHERS HOW
FIVE BELOW WORKS.

I THINK ABOUT EVERY EXPENSE!

ACHIEVE THE IMPOSSIBLE.

we are five below; a one-of-a-kind experience! with our gutsy attitude and relentless drive to be better, we accomplish what others wouldn't even think about trying. we take risks and win or lose as a team. integrity always rules and coasting is never, ever an option.

I TAKE RISKS TO
LEARN + GROW.

I COLLABORATE WITH OTHERS.

I SPEAK UP ABOUT WHAT THE
NEXT "BIG THING" COULD BE.

I SET THE BAR HIGH!

I MAKE SURE ETHICS
NEVER GO OUT OF STYLE.

WORK HARD, Have fun, BUILD a career.

anywhere you see the five below name something awesome is going on. people are succeeding, accomplishing impossible things, taking control of their future, helping their community, throwing a party or making friends. face it, being the best is hard work, but all work and no play is not ok, so we live a little.

I COME TO WORK READY
TO TAKE ON THE DAY.

I RECOGNIZE PEOPLE FOR
THEIR EFFORTS.

I DEVELOP NEW SKILLS.

I CREATE THE FUN I WANT AT WORK.

I STAND UP FOR A HEALTHY
WORK-LIFE BALANCE.

I TAKE CONTROL OF MY FUTURE
+ DESTINY FOR GREATNESS.

Five Below is committed to exploring ways to reduce the amount of carbon we emit and energy we use.

This includes discovering new ways of packaging, offering additional responsible products, as well as managing operations in our stores, ShipCenters, WowTown (our headquarters) and other offices.



greenhouse gas emissions

The Company is working to collect and calculate scope 1 and 2 emissions ahead of expected upcoming ESG regulations, including California's Climate Accountability Package. We intend to continue this work and disclose results as required.



transportation efficiency

We maintain a network of five ShipCenter locations geographically optimized to help maximize efficiencies across the network and reduce delivery distance to stores. Additionally, we actively manage our third-party carriers' fuel consumption and emissions. Also, through global logistics optimization and utilization measures, we shipped 192 fewer containers in 2024.



energy efficiency

We use an energy/building management system (EMS/BMS) to monitor consumption across our stores and in our two newest ShipCenters in Arizona and Indiana. All appliances within stores are Energy Star rated.



LED lighting

All stores, ShipCenters and WowTown are outfitted with LED lights. In 2024 we finished a project to retrofit our New Jersey ShipCenter with LED bulbs, improving our energy efficiency.



responsible products

As a part of our broad product assortment, we offer textiles produced from recyclable and recycled materials, as well as various Fair Trade-certified products. Additionally, we sell organic products, for example within snacks and personal care items. In 2022 and 2023, we undertook the effort to analyze the exposure to chemicals of concern in our private label products. We published the resulting [Chemical Management Policy and Restricted Substances List](#) in 2024, including increased standards for our private label products and suppliers.



reduced packaging

To the extent possible, we engineer our product packaging materials to minimize waste and reduce transportation needs. In 2024, we reduced the amount of cardboard used by ~240 tons, the equivalent of 4,000 trees saved or 20 acres of rainforest. As a result, we were able to ship over 100 fewer containers – or 100 fewer trucks on the highway – further helping reduce energy consumption.

One tool we used is a systematic packaging checklist, divided into three categories: Design, Supply Chain, and Consumer. We use this checklist to challenge ourselves to improve our packaging. Examples of questions on our checklist include:

Design	Supply Chain	Consumer
Can the package be smaller?	Has the shipping container been maximized?	Is the amount of garbage minimized?
Has excess packaging been removed?	Can the carton be smaller?	Is the package reusable?
Is the package environmentally friendly?	Can the product be reconfigured for a better fit?	Is the package recyclable?



reusable bags

Since 2020, we have sold over 35 million reusable bags in an effort to reduce waste. In 2024 alone, we sold over 8 million reusable bags.



recycling programs

We have recycling programs at our ShipCenters and in WowTown.

Everything we do starts and ends with our customers.

We work hard to earn their trust and wow them with amazing experiences, products and value at every turn.

We love our crew.

The success and growth of Five Below is the direct result of our employees (whom we call our "crew"), who embrace our purpose, our beliefs and our core values to create an amazing experience for our customers.



amazing experience & staying relevant

We provide our customers with an amazing experience in a unique, dynamic environment with an assortment that meets their needs. We believe life is better when customers are free to "let go & have fun" in an amazing experience filled with unlimited possibilities.

Five Below makes it easy to say YES! to the newest, coolest stuff across eight awesome Five Below worlds: Style, Room, Sports, Tech, Create, Party, Candy, and New & Now.



data privacy & security

We protect the data of our customers and crew with a robust privacy policy and controls using high standards to mitigate risks. Our crew is also trained annually on data privacy management.

Some highlights include:

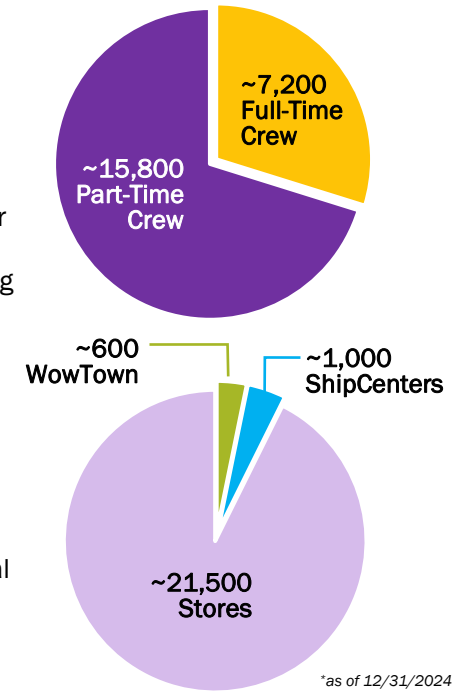
- Obtaining user data only through lawful and transparent means
- Collecting and processing user data that is limited to the stated purpose
- Implementing leading data protection standards
- Conducting annual training on data privacy management for all crew members
- Conducting phishing tests and education campaigns internally and with key contractors
- Conducting regular risk audits on our data security.

Learn more in our [Privacy Policy](#).



crew members*

The number of part-time crew fluctuates depending on seasonal needs. We are in the top quartile of companies in overall crew engagement, according to Gallup. None of our crew belong to a union or are party to any collective bargaining or similar agreement.



benefits

We provide a comprehensive suite of benefits designed to help our crew and their families stay healthy, meet their financial goals, protect their income and help them balance their work and personal lives. We provide competitive pay and significant

career growth opportunities all within a culture that values diverse viewpoints and contributions at every level. Our available benefits are listed in our [Annual Report](#).



opportunities

We aim to provide challenging, meaningful and rewarding opportunities for personal and professional growth of all. Additionally, we are committed to keeping our crew safe, maintaining a workplace free from harassment and discrimination, and complying with all applicable laws. For more information on what we expect of our crew visit our updated [Five Below Code of Business Conduct and Ethics](#).

We hold our vendors to a high standard

because we strive to be an example of good human rights and labor practices throughout our business activities. We take care in the selection of our vendors and require them to meet the standards set forth in our vendor agreement.

Our communities play a vital role in our success, and we feel a strong responsibility to give back. Since 2016, we raised over \$60 million for charities dedicated to kids and their families. Learn more [here](#).



vendor requirements

We require our vendors to, in accordance with all applicable laws, meet the following standards per our vendor agreement and standard terms and conditions:

✓	Treat all workers with dignity & respect
✓	Provide a safe & clean work environment
✓	Provide a discrimination, harassment & punishment-free environment
✓	Where applicable, provide acceptable living conditions
✓	Respect workers' rights to associate (or not) with groups of their choosing
✓	Pay workers at least the minimum wage & benefits required
✓	Follow maximum working hour restrictions
✓	Prohibit child labor, forced labor & human trafficking
✓	Prohibit our vendors from using conflict minerals
✓	Comply with law (including any changes from time to time)

We are certified to participate in Customs-Trade Partnership Against Terrorism ("C-TPAT") to manage the security of our supply chain as part of the effort to protect the United States and our imported products against potential acts of terrorism.

We maintain a vendor/item management system, enabling greater visibility across our supply chain, including factory information for each SKU for which Five Below is Importer of Record.

We require all factories for import vendors to complete and pass a third-party qualification audit, and social compliance and cargo security (C-TPAT) self-assessments for each factory prior to approving use of that facility. Additionally, all import vendors must test and provide documentation to ensure products meet all regulatory requirements.



community giving

In 2024, we raised over \$11 million to support our communities.

In 2023, we publicly launched the Five Below Foundation, giving charitable grants and donations to nonprofit organizations across five key pillars:



- *Community Enrichment*, investing in the communities who have invested in us
- *Empowered Inclusion*, uniting kids and families of all backgrounds
- *Family Support*, aiding families in the ways they need it most
- *Purposeful Play*, increasing accessibility for everyone to *Let Go & Have Fun*
- *Youth Education*, helping kids thrive in- and outside the classroom

The Foundation donated over \$1 million to support charitable partners in 2024.

We're proud to partner with and support these kids- and family-focused nonprofits:



Our board of directors believes that we must continually nurture our purpose and values to ensure our long-term success.

As our overall governance and ESG initiatives emanate from these purpose and values, our board and each of its committees is proactive in oversight. Below is a high-level summary of how the board and its committees oversee our key initiatives. For more information, please see our investor website at investor.fivebelow.com/governance.



representation

Our board of directors is diverse in its expertise and experience with members who have unique perspectives and backgrounds. The board of directors and its Nominating and Corporate Governance Committee will continue to consider diversity in a variety of forms as it evaluates board composition in the future.



political contributions

Five Below has never made any political contributions.



oversight

Five Below amended its Articles of Incorporation and Bylaws in June 2024 to transition to annual elections for directors. The board will be fully declassified by the June 2025 Annual Meeting.

Our board and its committees work closely with management and oversee all key strategic, operational, financial and governance matters. Our Nominating and Corporate Governance Committee has been assigned general oversight responsibility for ESG matters by our board and engages with management at each meeting and other relevant times on ESG matters.

Management regularly solicits feedback from key shareholders, employees, and other stakeholders to help understand and prioritize our ESG initiatives. This feedback is conducted both through direct engagement as well as surveys targeted at the stakeholder groups (such as engagement and materiality assessment surveys).

	FULL BOARD	AUDIT COMMITTEE	COMPENSATION COMMITTEE	NOMINATING & CORPORATE GOVERNANCE COMMITTEE
Board & Committee Assessment	✓	✓	✓	✓
Board Composition & Nomination Process	✓			✓
Board Continuing Education	✓			✓
Board & Executive Succession Planning	✓		✓	✓
Corporate Citizenship & Sustainability	✓			✓
Cybersecurity & Technology Risks	✓	✓		
Enterprise Risk Management	✓	✓		
Ethics & Compliance	✓	✓		
Executive Compensation	✓		✓	
Compensation Risk Management	✓		✓	
Financial Reporting	✓	✓		
Internal Controls & Internal Audit	✓	✓		
Related Party Transactions	✓	✓		
Whistleblower Compliance	✓	✓		

As part of our efforts to disclose the topics that are most material to our business, Five Below aims to align with the Sustainability Accounting Standards Board (SASB) Multiline and Specialty Retailers and Distributors Standard.

All data referenced in this report is from FY 2024. We plan to update these figures on an annual basis.

TOPIC	METRICS	FIVE BELOW RESPONSE
Energy Management in Retail & Distribution	<ol style="list-style-type: none"> 1. Total energy consumed 2. Percentage grid electricity 3. Percentage renewable 	<ol style="list-style-type: none"> 1. The Company is working to collect energy data ahead of expected upcoming ESG regulations, including California's Climate Accountability Package. We intend disclose results as required. 2. 100% grid electricity 3. No renewable energy consumption
Data Security	<p>Description of approach to identifying and addressing data security risks</p> <p>(1) Number of data breaches, (2) percentage involving personally identifiable information (PII), (3) number of customers affected</p>	<p>We protect the data of our customers and crew with a robust privacy policy and controls using high standards to mitigate risks under the supervision of our Chief Information Security Officer.</p> <p>Our program includes:</p> <ul style="list-style-type: none"> • Obtaining user data only through lawful and transparent means • Collecting and processing user data that is limited to the stated purpose • Implementing leading data protection standards • Conducting annual training on data privacy management for all crew members • Conducting regular phishing tests and education campaigns internally and with key contractors • Conducting regular risk audits on our data security <p>Learn more at https://www.fivebelow.com/privacy</p> <p>Any material data breaches would be disclosed in our Forms 8-K on our investor relations website. We experienced no material data breaches in 2024.</p>
Labor Practices	<p>(1) Average hourly wage and (2) percentage of in-store employees earning minimum wage, by region</p> <p>(1) Voluntary and (2) involuntary turnover rate for in-store employees</p> <p>Total amount of monetary losses as a result of legal proceedings associated with labor law violations</p>	<p>All Five Below retail operations are located in the US and subject to federal and state minimum wage laws. All Five Below employees earn at or above the applicable minimum wage for their location.</p> <p>We track voluntary and involuntary turnover numbers internally, but do not currently disclose these statistics.</p> <p>All material legal proceedings would be disclosed in the appropriate filing on our website; in 2024, we experienced no material legal proceedings due to labor law violations.</p>

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TOPIC	METRICS	FIVE BELOW RESPONSE
Workforce Diversity & Inclusion	Percentage of gender and racial/ethnic group representation for (1) management and (2) all other employees	Five Below does not currently disclose this data. However, we believe Five Below is strongest when our teams reflect the diversity of the communities we serve.
	Total amount of monetary losses as a result of legal proceedings associated with employment discrimination	All material legal proceedings are disclosed in the appropriate filing on our website. In 2024, we did not experience any material employee discrimination-based lawsuits.
Product Sourcing, Packaging, & Marketing	1. Revenue from products third-party certified to environmental and/or social sustainability standards	1. We currently do not certify our products to any third-party standards
	2. Discussion of processes to assess and manage risks and/or hazards associated with chemicals in products	2. In 2022, we undertook the effort to analyze the exposure to chemicals of concern in our private label products. We repeated this work in 2023 with an expanded portfolio of products. <ul style="list-style-type: none">About 4% of SKUs were identified as critical products due to their high sales volume and potential for chemicals exposure. These SKUs range across our departments and are prioritized for increased oversight.The majority of our surveyed products were found to be low-moderate risk. We follow all national and regional legislation around restricted substances and maintain the appropriate testing protocols for our products.Further information can be found in our Chemical Management Policy and Restricted Substances List.
	3. Discussion of strategies to reduce the environmental impact of packaging	3. To the extent possible, we engineer our product packaging materials to minimize waste and reduce transportation needs. In 2024, we reduced the amount of cardboard used by ~240 tons, the equivalent of 4,000 trees saved or 20 acres of rainforest. As a result, we were also able to ship over 100 fewer containers.