



## **Policy prohibiting the solicitation of professional employees affiliated with audit and non-audit services firms.**

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### **Introduction**

The Board of Directors recognizes the conflict of interest that soliciting professional employees affiliated with audit and non-audit services firms and therefore has adopted the following policy.

### **Purpose**

The purpose of this policy is to ensure compliance with applicable rules and regulations regarding hiring professional employees affiliated with audit and non-audit service firms.

### **Statement of Policy**

Sally Beauty Holdings will not solicit for employment, nor will the Company hire, any current or former partner or any professional employee affiliated with a professional services firm engaged by the corporation or any of its affiliated member firms, in a financial reporting oversight role (as defined in the SEC independence rules) if such partner or professional employee previously participated in the audit of the Company's consolidated financial statements or quarterly review procedures until the applicable "cooling off" period under the SEC independence rules has expired. That period would commence with the latest date on which the individual participated in the annual audit or quarterly review procedures and would expire upon the filing by the Company of its Form 10-K for the succeeding fiscal year.

### **Policy Assessment**

As considered necessary, the Audit Committee will assess the adequacy of this policy and related procedures and revise accordingly.

### **Administration**

The Chief Financial Officer of the Company shall be responsible to the Audit Committee for administration of this policy and for reporting non-compliance. Violation of this Policy may result in disciplinary action, up to and including termination of employment.

### **Company Assistance and Contact Information**

Any person who has a question regarding this policy may obtain additional guidance from the Chief Audit Executive, Christy Canales, at 940-297-3892.