

## **CROWN CRAFTS, INC.**

### **WHISTLEBLOWER POLICY**

#### **Introduction**

Crown Crafts, Inc. (the “Company”) has adopted a Code of Business Conduct and Ethics (the “Code”) applicable to all employees that urges employees promptly to discuss with or disclose to their supervisor or the Company’s senior corporate officers or Audit Committee events that are of a questionable, fraudulent or illegal nature. In addition, the Code requires that the Chief Executive Officer and each senior financial officer of the Company, among other things, promptly report to the Company’s Board of Directors and Audit Committee any fraud or violations of the Code (including any actual or apparent conflicts of interest between personal and professional relationships) involving any of the Company’s senior management or other employees who have a significant role in the Company’s financial reporting, disclosures or internal controls. As an additional measure to support the Company’s commitment to ethical conduct, the Audit Committee of the Company’s Board of Directors has adopted the following policies and procedures for (i) the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters (“Accounting Matters”); and (ii) the confidential, anonymous submission by employees of concerns regarding questionable Accounting Matters.

#### **Reporting Concerns or Complaints Regarding Accounting Matters**

Taking action to prevent problems is part of the Company’s culture. If you observe possible unethical or illegal conduct, you are encouraged to report your concerns. Employees and others involved with the Company are urged to come forward with any such information, without regard to the identity or position of the suspected offender. Employees and others may choose any of the following modes of communicating suspected violations of law or policy related to Accounting Matters or concerns regarding questionable Accounting Matters: (i) report the matter to your direct supervisor or manager; (ii) report the matter to the Company’s Chief Executive Officer or Chief Financial Officer; or (iii) report the matter to the Chairman of the Company’s Audit Committee.

If your situation requires that your identity be protected, please submit an anonymous Whistleblower Form, which form can be found in the “Governance” section of the Company’s website at <http://www.crowncrafts.com/about.html>. Whistleblower Forms should be sent to the following address:

Crown Crafts, Inc.  
ATTN: Chairman of the Audit Committee  
P.O. Box 1028  
Gonzales, Louisiana 70707-1028

Or via email to [drdonecon@aol.com](mailto:drdonecon@aol.com)

Any concerns or complaints relating to Accounting Matters will be reviewed under the direction of the Audit Committee or such other persons as the Audit Committee determines to be

appropriate. Prompt and appropriate corrective action will be taken when and as warranted in the judgment of the Audit Committee.

### **Confidentiality**

The Company will treat all communications made pursuant to this Whistleblower Policy in a confidential manner, except to the extent necessary (i) to conduct a complete and fair investigation, or (ii) for the Company's Board of Directors, Audit Committee and independent public accountants to review the Company's operations.

### **No Retaliation**

Any individual who in good faith reports a possible violation of the Code or law or any concerns regarding questionable Accounting Matters (even if the report is mistaken) or who assists in the investigation of a reported violation will be protected by the Company. Retaliation in any form against these individuals will not be tolerated. Any act of retaliation should be reported immediately and will be disciplined appropriately.

Specifically, the Company will not discharge, demote, suspend, threaten, harass or in any other manner discriminate or retaliate against any employee because of any lawful act done by that employee to either (i) provide information, cause information to be provided or otherwise assist in any investigation regarding any conduct that the employee reasonably believes constitutes a violation of the Code or any law, rule or regulation, including any rule or regulation of the Securities and Exchange Commission or any provision of federal law relating to fraud against shareholders, or (ii) file, cause to be filed, testify, participate in or otherwise assist in any filed or pending proceeding relating to an alleged violation of any such law, rule or regulation.

*Adopted as of November 4, 2010.*