

Audit Committee Procedures for Receiving Confidential Submission from Employees

Any employee wishing to contact the Audit Committee of the Board of Directors regarding questionable accounting or auditing matters by a senior Company officer or director may do so by utilizing the ethics hotline. The ethics hotline link and phone number are hosted separately by EthicsPoint's secure services. It offers a safe and secure means for employees and stakeholders to raise any confidential concerns they may have. Please utilize this valuable service when appropriate, thereby ensuring we all uphold the highest standards of trust and integrity. All concerns submitted to the hotline will be investigated:

woodmark.ethicspoint.com
U.S.: 1-844-471-7681
Mexico: 800-872-1787
China: 400-120-9178

Any employee may submit a good faith concern regarding questionable accounting or auditing matters without fear of dismissal or retaliation.

The Vice President of Internal Audit will review all correspondence and as appropriate disclose details to the members of the Audit Committee and the external auditors of the Company. The Audit Committee will review all information and determine a course of action as appropriate based on the information received. The Audit Committee may delegate responsibility for the initial discussion with the Vice President of Internal Audit or to an individual member of the Committee.

The Committee will review and regularly provide the Board of Directors with a summary of all submission by employees and the actions taken or recommended to be taken if it requires approval of the full Board as a result of such submissions.