



Code of Ethics



Tom Kingsbury

Chief Executive Officer, Kohl's

Dear Associate,

At Kohl's, we are guided by values that each of us models everyday – put customers first, act with integrity, build great teams and drive results. These values help us to navigate our work and make the best decisions for our business.

While we are focused on driving sales and increasing profitability, it's important we achieve results the ethical way. The Code of Ethics guides us to do what's right and it's critical to our success. We all share the responsibility to act with integrity, voice any concerns, and hold ourselves – and each other – accountable. If you have questions on how to navigate a situation in alignment with our values or you see a potential violation of our Code of Ethics, reach out to your manager or Human Resources.

One of our greatest assets is our culture, and it is our shared values and behaviors that make us who we are. We care about each other, our customers, and our communities – and we all play an important role in creating a safe, healthy, and respectful place to work and shop.

Thank you for your commitment to upholding our values.

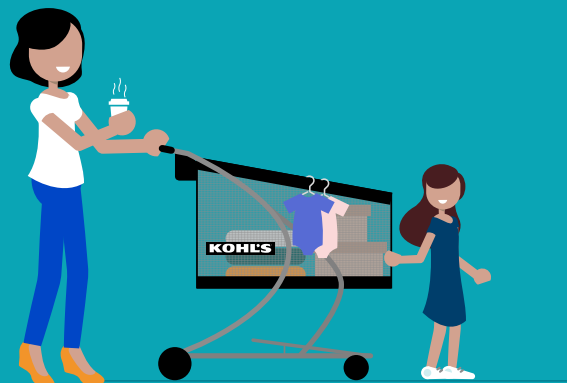
Thank you,

Tom Kingsbury
Chief Executive Officer

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1.0 Our Commitment to Integrity

1.1 Purpose Statement & Values

Kohl's was built on a foundation of integrity that we uphold and exemplify every day. These values are more than a commitment to those we serve; they are fundamental to every aspect of our business and drive our purpose to inspire and empower families to lead fulfilled lives. Our values bring our purpose and pillars to life.

Integrity is at the heart of who we are, and we want to be proud of the work we do and the lives we lead. Without a reputation for integrity, we would fail — on store shelves, on Wall Street and in our own eyes.

Put Customers First

Putting customers first means we...

See customers as a constant source of inspiration and guidance.

Take a "yes we can" approach to everything we do.

Support the communities and causes our customers and associates care about.

Act with Integrity

Acting with integrity means we...

Earn trust by living up to our commitments.

Treat others with respect and fairness.

Make decisions that support the reputation of the organization.

Build Great Teams

Building great teams means we...

Communicate openly and embrace diverse perspectives.

Actively promote the empowerment, engagement and continuous development of all associates.

Recognize and celebrate greatness.

Drive Results

Driving results means we...

Work with a sense of urgency and accountability.

Seek out information to make smart decisions.

Offer up new ideas and solutions beyond the status quo.



1.0

1.0 Our Commitment to Integrity

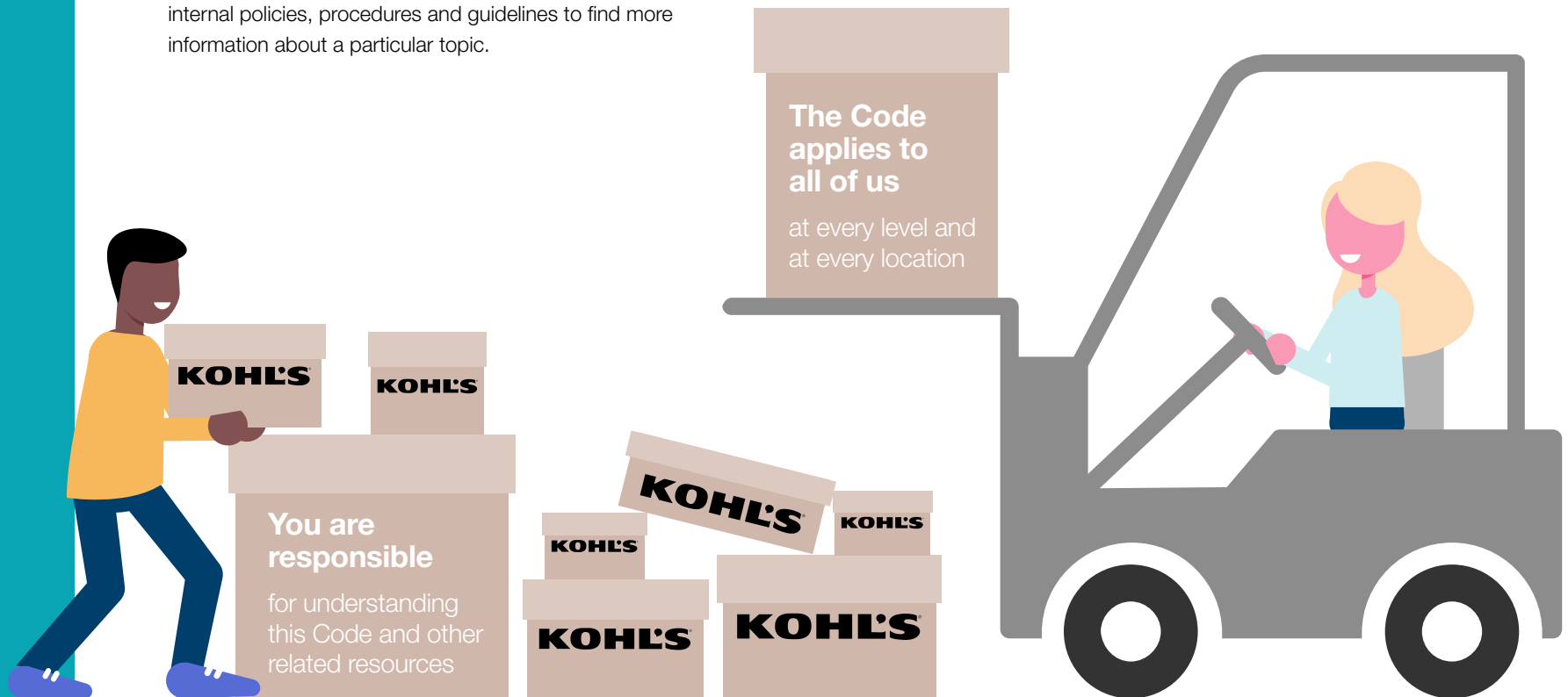
1.2 About this Code

Kohl's Code of Ethics ("Code") guides our ethical and legal responsibilities to each other, our customers, shareholders, business partners and the communities we serve. The Code applies to all of us, at every level and at every location. It's intended to assist you in identifying ethical and legal issues that may arise. Importantly, the Code explains how to voice a concern or ask questions if something is unclear.

This Code covers many situations, but it can't address every ethical issue you might face, nor can it cover all laws and policies that apply to Kohl's business. Please be sure to review other internal policies, procedures and guidelines to find more information about a particular topic.

Because Kohl's reputation and integrity are important aspects of our culture, you are responsible for understanding this Code and other related resources.

Anyone who violates (or fails to report a violation of) our Code, our policies, regulations or the applicable laws is subject to disciplinary action, up to and including termination.



1.0 Our Commitment to Integrity

1.3 Associate Responsibility

While business integrity is hard to define, Kohl's Code of Ethics outlines all associates' responsibilities to uphold our value of integrity and ensure our continued success. As a company of integrity, we expect our associates to be honest and accountable. Kohl's associates should treat others with fairness and respect.

1.4 Manager Responsibility

Managers have an additional responsibility to lead by example in creating a safe and inclusive culture for our Associates. Additional responsibilities include, but are not limited to:

Leading with Integrity

- Make ethical decisions
- Model appropriate behavior
- Promote compliance
- even in difficult situations

Setting the Tone

- Promote an ethical work environment
- Hold Associates accountable to the Code

Being Available

- Encourage open dialog
- Always make time to listen to an Associate's concerns

Responding

- Report any possible concerns
- Always follow through
- Zero tolerance for retaliation

1.5 Ethical Decision-Making

Not sure what to do? Ask yourself:



2.0

How to Report Concerns

Reporting violations of the Code is everyone's responsibility. If you have questions about the Code or are concerned about conduct you believe violates the Code or the law, you have several reporting options:

Talk to your manager, human resources or senior leadership.

Contact the Chief People Officer, Chief Risk & Compliance Officer or Chief Legal Officer.

Use the Kohl's Integrity Hotline (by phone at 1-800-837-7297 or online at kohlsintegrity.com).



The Hotline and website allow you to report concerns openly or anonymously.

If you choose to remain anonymous, please know that we may need additional information to conduct a prompt and thorough investigation. Those who remain anonymous and wish to follow up on their concern will be assigned a confidential access number.

What happens when you contact Kohl's Integrity Hotline?

When you call the Hotline, you will speak with an independent, third-party representative who will ask you the same questions as those included on the website and then share your concern with Kohl's for review. Kohl's Human Resources or Associate Relations team will review your concern and, if necessary, begin an investigation. Code violation allegations are taken very seriously. The Human Resources or Associate Relations team will promptly and appropriately investigate all complaints, sharing the concern only with those who need to know in order to resolve the issue. We will maintain confidentiality of our investigation to the extent reasonably possible in light of the Company's need to investigate reported matters and the requirements of applicable laws.

Kohl's prohibits retaliation against anyone who reports a concern in ***good faith**. Any associate who retaliates against anyone involved in reporting a concern or for participating in the investigation of a concern will be subject to disciplinary action, up to and including termination of employment. For further information, see [Kohl's Policy 612 No Retaliation](#).

No matter which of the reporting options you use, we will promptly address all concerns or questions.

*What is good faith? Sharing a concern 'in good faith' means that you honestly suspect there's a violation of the Code, our policies or the law. And you're not deliberately making a false report.

"What if the concern I raise is about my supervisor - could I lose my job?"

"The best way to raise your concerns would typically be with your supervisor, but because it's your supervisor's conduct that concerns you, calling one of the other resources provided in this Code, including AskHR or the Integrity Hotline, are good options. Retaliation by anyone, including your supervisor, will not be tolerated."

3.0

Respect Each Other - Diversity & Inclusion

3.1 Diverse, Respectful & Discrimination-Free Workplace

Kohl's believes in embedding equity, diversity and inclusion in everything we do. By addressing inequities, we can create lasting change and positively impact our people, customers and community. Our success depends on associates embarking on a journey of ongoing listening, learning and taking action.

Do your part to foster an environment of inclusion and belonging. Examples include:

Treating others how they want to be treated

 Listening to unique points of view

 Understanding how your words and actions may be perceived by others

Going the extra mile to ensure everyone feels respected, valued and included

 Championing the strengths of our differences

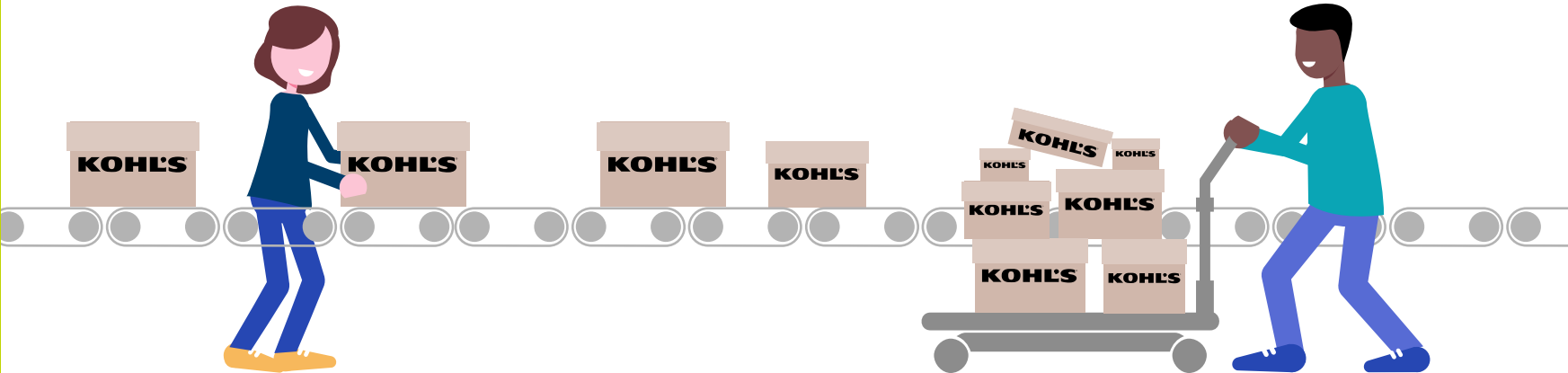
 Leading by example to inspire empathy

Kohl's is also committed to maintaining a workplace free from discriminatory harassment based on an individual's race, color, sex, religion, national origin, age, disability, sexual orientation, gender identity or any other legally protected characteristic. Neither discrimination nor ***harassment** will be tolerated at Kohl's.

We believe it is in Kohl's best interest to recruit, hire, train, and promote people based on their skills, abilities and qualifications without regard to factors unrelated to job performance. We follow laws that promote equal opportunity employment.

Kohl's respects human rights and complies with all applicable labor and employment laws. If you have a question or concern, report it immediately.

For additional information, refer to [Kohl's Diversity & Inclusion page](#) as well as [Kohl's Policy 701 Equal Employment Opportunity](#) and [Prohibited Harassment Policies 702 and 702A](#).



*Harassment is a form of discrimination that includes unwelcome conduct or comments by supervisors, managers, co-workers or others in the workplace, such as customers or vendors, based on an individual's protected characteristic, which has the effect of creating an intimidating, hostile, or offensive work environment, unreasonably interfering with an individual's work performance or adversely affecting an individual's employment opportunities."

3.0

Respect Each Other - Diversity & Inclusion

3.2 Safety & Health

Kohl's is committed to providing a safe, healthy and environmentally friendly place to work and shop. When you take a safety-minded approach to your work and incorporate working safely into your daily routine, you're better able to protect yourself and those around you. Kohl's follows all applicable environmental, health and safety laws and regulations, including Occupational Safety and Health Administration (OSHA) standards. You play an important role to ensure compliance.

Think Safe. Work Safe. Be Safe.

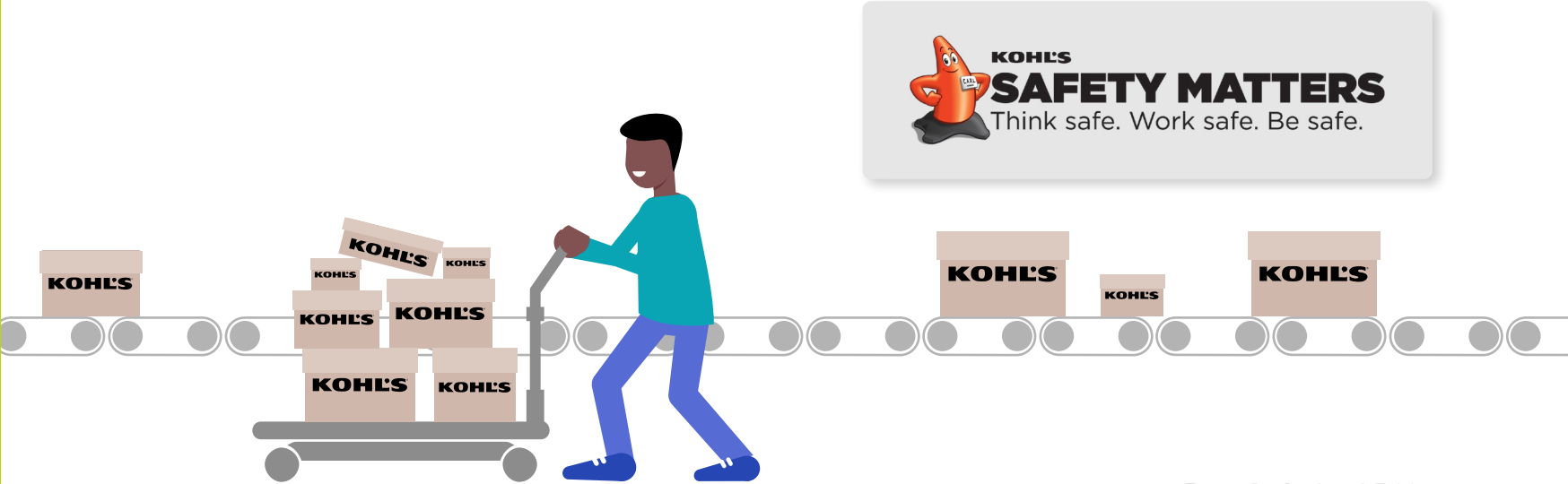
You must follow all applicable safety practices and use personal protective equipment (PPE) as required.

You are expected to complete and follow any safety and compliance training applicable to your position.

You should understand the regulated materials and waste management practices for your work location.

You are also responsible for immediately reporting accidents, injuries, unsafe practices or conditions, “near-misses” or any environmental or safety issues. We will take appropriate and timely action to correct known unsafe conditions. For further information, read [Kohl's Safety and Accident Policy 121](#).

Kohl's does not tolerate workplace violence or threats of workplace violence, and associates are not permitted to possess weapons in the workplace. Kohl's also prohibits, among other things, working under the influence of alcohol, illegal drugs or the abuse of controlled substances. Refer to the following Kohl's policies for additional information: [Drug Testing \(126E\)](#), [Alcohol and Substance Abuse \(150\)](#), [Serving Alcoholic Beverages \(606\)](#), [Zero Tolerance Violence-Free Workplace \(611\)](#), and [Weapons \(619\)](#).



4.0 Serve Our Customers

Kohl's has earned a reputation for honesty and integrity by providing quality and value to its customers. We must stand behind what we sell to preserve that trust. That's why we are committed to:

Truthful and tasteful advertising, sales and marketing practices.

Accurate representation of our products and services.

Compliance with all laws that promote customer protection.

4.1 Responsible Sales & Marketing Practices

We know our customers expect accurate and honest sales and marketing practices. We base our marketing efforts on quality, distinctiveness, brand recognition, fair pricing and promotional programs, and honest advertising practices. We do not misrepresent merchandise, service and price attributes nor do we make false claims about competitors' offerings.

Prices must be stated accurately, and advertisements must be truthful. All ads must accurately describe and illustrate the merchandise Kohl's offers for sale and must conform to all applicable federal, state and local rules and regulations. Advertisements, packaging, point of purchase displays and promotions should not be untrue, misleading or deceptive.

4.2 Product Safety

Kohl's takes pride in the goods we sell to our customers. It is our duty to sell products that meet or exceed Kohl's safety expectations. Product that does not comply with our standards is responsibly disposed of consistent with Kohl's practices.

We expect and require that our vendors provide us products that are safe and comply with all applicable laws and regulations.



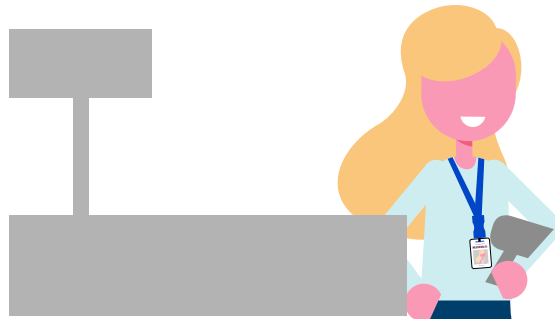
5.0 Accurate Business Records

5.1 Records Retention

Make sure you know and follow our [Records Retention Policy](#). Kohl's financial books, records and accounts must be stored properly and retained in accordance with legal and business requirements applicable to Kohl's. Associates having ownership of Kohl's financial books, records or accounts are responsible for their security.

5.2 Accurate Business Records & Financial Reports

The records we create and maintain are important for our continued success. Accurate records are essential for us to make good business decisions. We also have a responsibility to our shareholders, business partners and various government agencies who rely on our business records and disclosures to make informed decisions. Because all business records may become subject to public disclosure (through litigation, governmental investigations or the media), associates must be clear, concise, truthful and accurate when recording any information.



**associates must be clear,
concise, truthful and accurate**
when recording any information

We must comply with internal control requirements governing our accounting and financial reports. In addition, all public disclosures must adhere to applicable laws, regulations and professional standards. If you are responsible for preparing these reports, the information must be full, fair, accurate, timely, understandable and transparent. Even if you are not directly responsible for financial reports, you are still responsible to maintain the integrity of all of our records — whether they be expense reports, customer records, time sheets, safety results or sales results.

If you have a question or concern, report it immediately.

5.3 Timekeeping

We expect you to be paid for every hour you work. If you are a non-exempt associate, you must record all of the time you work each day. Your arrival, departure, and meal and break times must be recorded honestly and accurately, and you are prohibited from working “off the clock.” When you receive your pay stub, you are required to verify immediately that your working time is reflected accurately and that you were paid correctly for all hours worked. Refer to [Kohl's Recording of Time Worked Policies 205](#) and [205A](#) for more information.



6.0

Protect Our Assets

We have an obligation to protect our company assets from theft, loss, waste, damage, fraud or other inappropriate use. Kohl's assets include just about everything we use to perform our job responsibilities.

6.1 Protecting Our Information

One of Kohl's most valuable assets is information. No matter what area of Kohl's you work in, or whether you work on Kohl's premises or remotely, you have access to information that could impact Kohl's, our customers or our associates if it is handled inappropriately or carelessly. We are all responsible for protecting information unique to Kohl's such as business strategies, new initiatives, future marketing promotions, processes, plans and other business ideas. We also have to safeguard financial information and other confidential information, such as sales results, potential acquisitions, new brand introductions and investments.

Treat all information with care by keeping it secure, limiting access to those who have a need to know in order to do their job, and avoiding discussion of confidential information in public areas, for example on planes, elevators and mobile phones. This obligation to preserve Kohl's confidential information applies both during and after your employment at Kohl's. Each of us needs to be a Defender of Data and protect from cybersecurity intrusions.

For more details regarding how information is classified and how it should be protected, refer to the following policies: [Associate Privacy \(802\)](#), [Information Security Program \(616\)](#), [Technology Resource \(607\)](#), and [Intellectual Property & Confidential Information \(613\)](#). If you work remotely, also refer to [Kohl's Policy 155 Remote Worker](#). If you suspect any misuse of company assets, unauthorized disclosure of confidential information, or inappropriate use of personal information, report it immediately.

6.2 Protecting Our Customer and Employee Data

As a part of our day-to-day operations, associates may come into contact with customers' and/or associates' personal information. We have an obligation to ensure customers know what information we are obtaining and why we need that information. In this way, we maintain the trust of our associates and customers, and comply with privacy laws.

Examples of personal information may include, among others, name, email address, mailing address, phone numbers and credit card numbers.

All associates must handle personal information responsibly. This includes, but is not limited to, not possessing, using, providing or sharing personal information for any purpose other than a legitimate Kohl's-related business purpose.

Examples of Our Assets

Technology Assets

Computer hardware, software and systems, mobile phones and tablets

Information / Intellectual Property Assets

Trademarks, copyrights and other confidential information

Physical Assets

Equipment, inventory, supplies, cash, credit cards, vendor samples

Assets Unique to Kohl's

Our name, our brand and customer relationships



7.0 Public Communications & Social Media

We need a clear and consistent voice when providing information to the public, including the media, analysts and shareholders about Kohl's business plans, results or position on public issues. For this reason, you should not share Kohl's internal materials (including emails) with the media. Further, all requests for information about Kohl's from the media should be referred to the Corporate Public Relations (PR) team; and any requests from analysts or shareholders regarding financial or other business results should be forwarded to the Investor Relations team (investor.relations@kohls.com).

Kohl's believes that our communications should accurately reflect our brand. Online communications live forever, so think before you hit the "send" button. If you participate in social media, you are responsible for what you publish or post. That means you must make it clear your opinions are yours, not Kohl's. You should never publish or post any confidential information about Kohl's or its customers or use Kohl's trademarks without authorization.

Any speaking engagement or public communication related to Kohl's business requires pre-approval from your manager, your Senior Vice President and your Operating Committee member. Upon receiving those approvals, you should request final approval from the Corporate PR team through the Associate Speaking/Conference Opportunities Request Form and authorization process.

For more information, read [Kohl's Policy 120 Media and External Communications](#) and [Policy 617 Social Media](#).



8.0

Conflict of Interest *Refer to 8.6 Disclosure Requirements

Kohl's expects you to make business decisions in the best interest of the Company. Our actions must be based on sound business judgment, not motivated by personal interest or gain. We all have to avoid any situation that creates a conflict of interest or that could even *appear* to create a conflict of interest. This means we don't engage in activities or relationships that would interfere with our jobs or make it difficult for us to fulfill our responsibilities at Kohl's. A conflict of interest exists anytime our personal interest or involvement in a situation interferes with our ability to make unbiased, objective decisions and act in the best interest of Kohl's.



Consider this

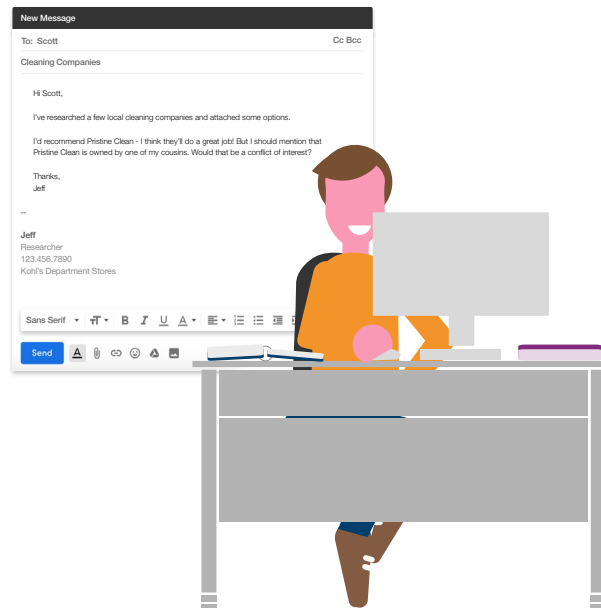
A customer doesn't have or want to sign up for rewards.

You cannot use your own information for personal gain.

While it is not possible to list every situation that could present a conflict, there are certain situations in which conflicts typically arise. A few situations include:

8.1 Personal Relationships

Business decisions can become difficult if the person with whom you are dealing is a friend or family member. When a friend or a family member performs services for a company that does business with, wants to do business with or competes with Kohl's, a conflict may arise.



Jeff's manager asked him to research some local cleaning service companies to potentially hire. Jeff starts his research, but he's not convinced any of the companies he's found so far will work well.

While at a family reunion, he realizes his cousins just started a cleaning service business. They're really anxious to work hard and gain some big clients. It seems like a win-win to Jeff.

This could be a potential conflict of interest, especially if Jeff controls Kohl's relationship with his cousins' cleaning service.

Jeff should disclose this potential conflict of interest when he proposes this option to his manager so his manager can escalate internally as outlined in [10.2 Purchasing Practices](#).

8.0

Conflict of Interest *Refer to 8.6 Disclosure Requirements

8.2 Corporate Opportunities

You have an obligation to advance Kohl's interests when the opportunity to do so arises. You may not use Kohl's property, information or your position with Kohl's for personal gain or to compete with Kohl's.

8.3 Investments

A conflict can arise if you or a person related to you holds a financial interest in (or exercises control over) one of our business partners or competitors. If you or a person related to you, owns, either directly or indirectly, a substantial interest in any entity that does business with, seeks to do business with, or competes with Kohl's, it could be a conflict.

8.4 Outside Employment

Work outside of Kohl's can pose a potential conflict if it competes with the work you do for Kohl's, is in a similar business as Kohl's, or interferes with your ability to fulfill the responsibilities of your job. This includes doing work as an employee or serving as a consultant without prior approval from your manager unless you are part of ***the Corporate organization**, which requires prior approval from a ****management board member**.

8.5 Supervisor / Associate Relationships

Personal relationships can (or may appear to others to) affect objective decision-making.

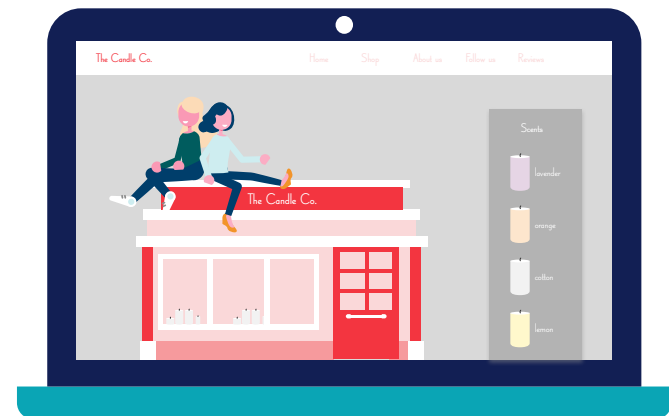
Sophie and Jennifer sell their homemade candles.

It started small, making the candles on weekends in Jennifer's basement and selling at craft fairs, but has grown significantly!

They reached the \$25k sales mark this year, mostly because Sophie used her SEO (Search-Engine Optimization) knowledge to drive traffic to their website. And they're getting some fantastic product reviews, especially on the label Jennifer designed on her work computer! They even got a trademark on their unique logo.

This would be considered a conflict of interest for multiple reasons:

1. They compete with Kohl's by selling candles
2. Sophie leverages her SEO and website creation knowledge which she gained while working at Kohl's, and Jennifer utilizes the design software that Kohl's purchased for their candle logo and label
3. Selling candles is no longer just a hobby - it is now considered a business, especially with \$25k in annual sales and a trademark



*The Corporate organization includes associates who work at the Corporate office, the Kohl's Innovation Center, the Tech Centers office, and the New York Design office.

**A management board member is a Kohl's associate at the Director level or above.

8.0

8.0 Conflict of Interest

There are also certain questions you can ask yourself to determine whether you face a conflict of interest situation:

Will the activity influence my work decisions?

In other words, would this cause me to make a decision that's not in the best interest of Kohl's?

Will a family member or friend benefit personally from my involvement in the situation?

Will I be using the same competencies or skills as I do in my job at Kohl's?

Will my participation in this activity interfere with my ability to do my job at Kohl's?

Would anyone think it might affect how I do my job?

If the answer is 'Yes' or 'Maybe' to any of these questions, you may have a conflict of interest.

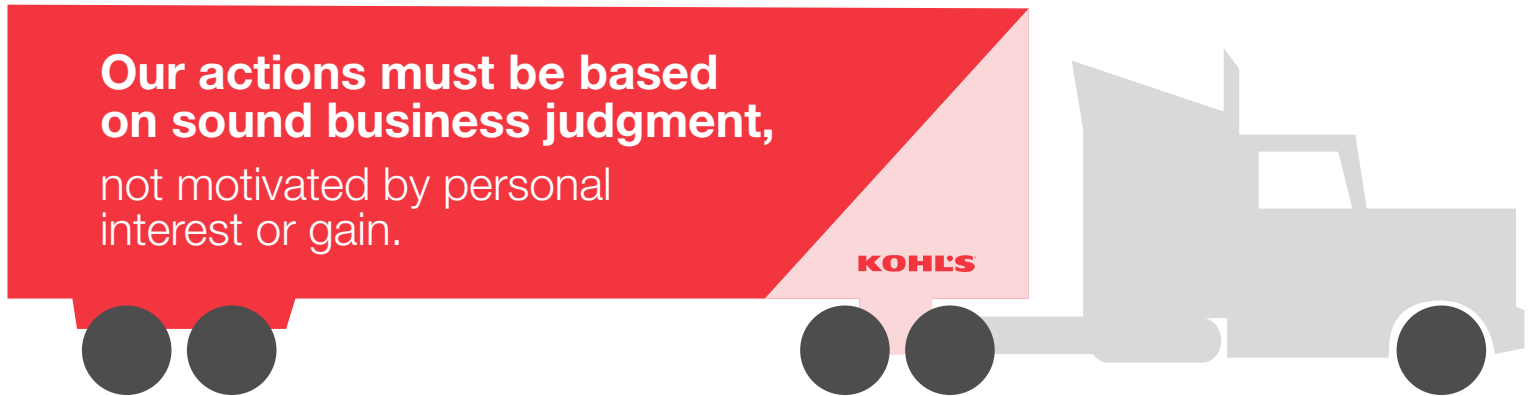
For additional information, refer to [Kohl's Employment of Relatives \(110\)](#) and [Outside Employment \(134\) Policies](#).

8.6 Disclosure Requirements

You are required to disclose any potential conflicts of interest immediately to your manager, pyramid head, Chief People Officer, Chief Risk & Compliance Officer or the Chief Legal Officer. If you have any questions or concerns, please report it immediately.

Our actions must be based on sound business judgment,
not motivated by personal interest or gain.

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9.0

9.0

Gifts & Entertainment

Gifts and entertainment can build and strengthen business relationships, but they can also pose a conflict of interest when they make it hard to be objective about a person or the company providing them. When it comes to giving or receiving gifts or entertainment, avoid anything that might influence or appear to influence the decisions you make as an associate of Kohl's.

9.1 Gifts from Third Parties

You may accept infrequent, nominal gifts valued at less than \$50 from vendors, suppliers or other third parties, such as an agent, freelancer or charitable organization. If you receive a gift of greater value, you must decline the gift or report the gift to your supervisor and to Corporate Loss Prevention, who will work with you to return the gift with a letter explaining Kohl's policy or dispose of the gift. If a gift is perishable, it must be distributed to associates for consumption on Kohl's premises, regardless of the value. Accepting gifts of cash or cash equivalents (e.g. gift card) or accepting gifts for your spouse or other family members is always unacceptable. This does not prohibit associates from participating in sweepstakes or other contests sponsored by a Kohl's vendor that are open to the general public. Additionally, this gift policy applies to any associate speaking engagements.

9.2 Kohl's Providing Gifts to Others

Gifts or entertainment may be provided if they are reasonable complements to business relationships, of nominal value, and not against the law or the policy of the recipient's company. Any gifts or entertainment to government officials require the advance approval of Kohl's Chief Legal Officer.

9.3 Entertainment Offered by Third Parties

Any form of entertainment offered by vendors, suppliers or other third parties, including but not limited to tickets to sporting or other entertainment events must be pre-approved by your Senior Vice President (or higher) through the Company's Associate Entertainment Approval process. Entertainment involving events where face value tickets are not generally accessible to the public or any entertainment with tickets having a face value exceeding \$200 will also require pre-approval from an Operating Committee member.

You may accept an occasional meal and entertainment from a vendor, supplier or other business partner as long as they attend the event, and the costs involved are in line with accepted business practice.

Requesting or soliciting personal gifts, favors, entertainment or services, is unacceptable. Additionally, associates may not exploit their position to solicit vendors, including financial institutions, to provide any individual preferential treatment.

For more information, refer to the [Policy 604 Gifts or Gratuities](#) and the [Gifts and Entertainment Guide](#).

9.4 Travel & Lodging

Travel or lodging may not be provided by a vendor, including travel or lodging for consultation, educational purposes, general entertainment or recreational purposes. Special circumstances may arise from time to time and should be reviewed and approved in advance by a member of the Operating Committee.



10.0

Conduct Business with Our Partners

We depend on strong relationships with our suppliers, vendors and other business partners (collectively, “partners”) who help us provide the high quality, high value merchandise our customers demand. We rely on our associates to select our partners and manage our partner relationships wisely.

10.1 Doing Business with Kohl’s

We believe in doing business with partners who embrace Kohl’s standards. That means we expect our partners to demonstrate high standards of ethical behavior and to operate in full compliance with all laws and regulations applicable to their operations. Kohl’s partners are also expected to comply with [Kohl’s Terms of Engagement](#), which set forth the guidelines for doing business with Kohl’s. Additionally, Kohl’s third-party contractors are expected to comply with [Kohl’s Business Partner Code of Conduct](#), which sets the guidelines for conducting business in a lawful, ethical manner and encourages reporting any concerns or potential violations.

We respect human rights, and we expect our partners to do the same. Our partners are also responsible to ensure their workers are treated fairly, are working voluntarily, have a safe and healthy workplace, are fairly compensated, are allowed the right of free association and are not exploited in any way. Kohl’s will not knowingly do business with partners who do not comply with Kohl’s Terms of Engagement, regardless of whether such practices are permitted by applicable law.

10.2 Purchasing Practices

All purchasing decisions must be made based on the best value received by Kohl’s. Obtaining competitive bids, verifying quality and service claims on a regular basis, and confirming the financial and legal condition of the supplier are all important steps in a good purchasing decision. Agreements should be written and clearly set forth the services or products to be provided, the basis for earning payment, and the applicable rate or fee. The amount must not be excessive in light of industry practice and must be consistent with the services provided. When considering or utilizing outside vendor services and products, refer to the guidelines outlined in [Kohl’s Policy 630 External Business Partner Contracts](#).

Personal, family or financial relationships with suppliers, potential suppliers, or potential acquisition candidates may impact objectivity and could result in a conflict of interest. These relationships should be disclosed to your manager and/or Human Resources partner. All potential conflicts will be reported to Kohl’s Chief Legal Officer to ensure decisions are based on objective input and judgment.

10.3 Kohl’s Merchandise

All samples (including inspirational samples), props, misdirected, marked out of stock or damaged property/merchandise is our property unless a vendor has specifically indicated that the sample is for preview purposes only and to be returned. You may not purchase a sample unless the item has been priced and offered for sale to the general public. All samples, props or other merchandise must be processed by the Corporate sample room or sent to a Distribution Center to be processed. On a periodic basis, we will audit the acquisition and disposal of such merchandise.

From time to time, we may ask associates to field-test an item. Prior to any field testing, a package pass and approval must be obtained from Corporate Loss Prevention.

Refer to the [Policy 810 Merchandise Donations and Fundraising](#) for additional information regarding Kohl’s merchandise.

10.4 Direct Purchase of Merchandise from Vendors for Personal Use

You may only purchase merchandise from a vendor through websites or locations made available to the general public and at a price available to the general public. You may not use a Kohl’s Purchase Order, Accounts Payable or Receiving systems for the personal purchase of merchandise, supplies or equipment.



11.0 Conduct Business Lawfully

11.1 Compliance with Law

Kohl's is committed to being a responsible corporate citizen by complying with the laws and regulations of every country and community in which it does business. You also have a personal obligation to become familiar and comply with the laws and regulations related to your job responsibilities. Any violation of these laws can result in severe penalties, both civil and criminal. If you are not sure what is within the law or what laws apply, you should seek advice from the Legal Department.

Some of the laws that apply to Kohl's, its associates and business dealings are summarized below.

11.2 Antitrust / Fair Competition

Kohl's believes in free and open competition that is grounded in integrity and fair dealing. Kohl's will compete vigorously on the merits of its products and services in compliance with all competition and antitrust laws.

This section briefly summarizes several issues common to many of the antitrust laws. Training and more detailed information are available from the Legal Department for any associate who has a question or concern. It is the responsibility of any individual who has a question about potential antitrust implications of a discussion, decision or action to consult with Kohl's Chief Legal Officer before such action has taken place.

While obtaining information about competitors, customers and suppliers is a valuable asset in the highly competitive markets in which Kohl's operates, it must be done lawfully and ethically. You may never access another company's confidential information or encourage anyone to give you confidential information.

Never exchange information with competitors regarding pricing, marketing, production or customers without consulting with Kohl's Chief Legal Officer. Also, never enter into any agreement, formal or informal, with competitors that fixes prices or allocates production, sales territories, products, customers or suppliers.

You may not conceal or misrepresent material information, misuse confidential information or otherwise engage in any deceptive practices.

11.3 Intellectual Property

It's up to you to show respect for the laws regarding copyright, fair use of copyrighted material, trademarks and other intellectual property owned by others. So as not to infringe on the rights of others, you are expected to obtain any necessary permission before using others' intellectual property. The Legal Department can assist you in obtaining appropriate usage rights.





11.0 Conduct Business Lawfully

11.4 Insider Trading

Securities laws and Kohl's policy prohibit you from trading in Kohl's stock or other securities of other companies when you have important information that is not available to the public. This type of illegal trading is sometimes referred to as insider trading. Important information could include, for example, news about acquisitions, investments, new brand launches or changes in business relationships, cybersecurity risks or incidents, sales or financial results, store openings or closures, management changes or any other information that has the potential to affect prices of these securities. We refer to this type of information as inside information. You may also not share such information with others. Sharing Kohl's inside information with third parties, including family, friends, vendors, and other associates, is called "tipping." Regardless of whether you know their intent to buy or sell Kohl's stock based on the information you share, tipping is prohibited by Kohl's and against the law.

If you are unsure as to whether you have inside information, do not trade or share that information until you have consulted with Kohl's Chief Legal Officer. For a complete statement of our policy on insider trading, you should refer to [Kohl's Policy 626 Statement on Securities Trading](#).

11.5 Anti-Bribery & Anti-Corruption

Kohl's has zero tolerance for bribery, kick-backs or any other unethical practices. No associate of Kohl's, or any third party acting on behalf of Kohl's may solicit, offer, make or authorize a payment or ***anything of value** to:

influence a business decision

secure an improper advantage

influence legislation, regulations or governmental processes, and/or persuade any officials or employees of another company to act contrary to, or neglect to perform, their duties

11.6 Foreign Corrupt Practices Act

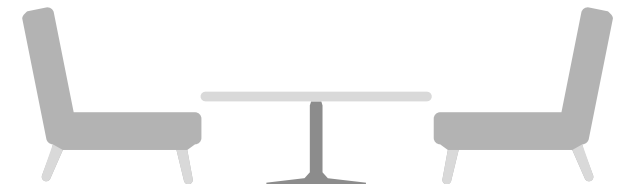
The Foreign Corrupt Practices Act (FCPA) prohibits Kohl's from directly or indirectly offering, promising to pay or authorizing the payment of money or anything of value to foreign government officials, parties or candidates for the purpose of influencing the acts or decisions of foreign officials. Certain minor payments to foreign government officials, made to expedite or secure the performance of "routine governmental action," may not violate U.S. law. Consult with Kohl's Chief Legal Officer before making or authorizing any payment of this type.

11.7 Government Requests

All government requests for information other than what is provided on a routine basis must be reported to Kohl's Chief Legal Officer immediately, and the Legal Department's guidance must be received before responding. Remember, we must always be truthful and accurate when responding to requests from government agencies. We must never destroy, alter or falsify any documents or records or attempt to impede any government investigations or audits.

11.8 International Trade Regulations

We are committed to complying with all applicable laws that govern international trade for Kohl's business, including anti-boycott and export controls. If your work involves international trade, it is your responsibility to understand the associated laws and regulations. Any questions should be directed to Kohl's Chief Risk & Compliance Officer or Chief Legal Officer. We also expect our agents and vendors to understand the laws that apply.



* "Anything of value" can include gifts, travel, entertainment, offers of employment, loans and charitable or political contributions.

12.0

Being a Good Corporate Citizen

12.1 Community Commitment

Kohl's is committed to giving back to the communities we serve. We encourage your personal involvement in the communities where you live and work, but all corporate contributions to charitable organizations must be consistent with Kohl's values and interests as well as benefit the communities we serve. All requests for charitable contributions should be sent to the Director of Community Relations. Associates should not solicit vendors for company-sponsored charitable events, including requests for prize donations or sponsorships.

For additional information, refer to [Kohl's Policy 810 Merchandise Donations and Fundraising](#) as well as the [Policy 602 Solicitation](#).

12.2 Commitment to Environmental Sustainability

Kohl's is committed to providing healthy and engaging environments for our associates, customers and their families. By seeking solutions that encourage long-term sustainability, we strive to leave a smaller footprint. We understand our obligations to meet all applicable environmental laws and regulations in our facilities.

We also hold ourselves to high ethical standards and expect our associates to work towards a more sustainable tomorrow. To that end, we support recycling programs and waste avoidance strategies, we provide options for our customers to reduce their environmental footprint, we seek to prevent, eliminate and reduce the use of chemicals in our products, and we continually evaluate the performance of our buildings and set goals to improve energy efficiency and lower greenhouse gas emissions.

The steps we have taken and continue to take – both big and small – help us drive results as we strive to create a more sustainable tomorrow. We expect our associates to ethically do their part in these environmental efforts.

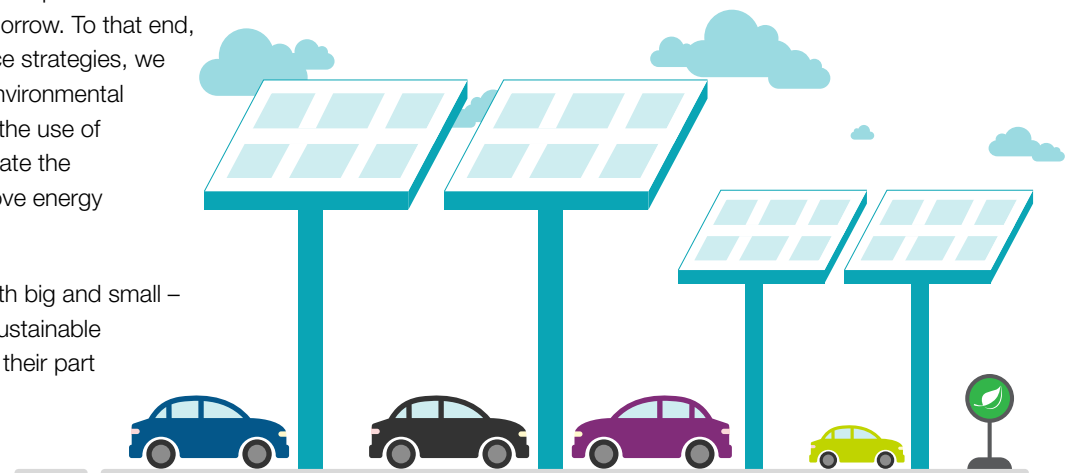
For more information about Kohl's commitment to sustainability, visit [Kohls.com/Sustainability](https://kohls.com/Sustainability).

12.3 Political Activities & Lobbying

Kohl's respects your right to participate in the political process and to engage in political activities of your choosing. When you get involved by contributing your personal time or money in the civic process, you need to make it clear you are acting on your own behalf and not on behalf of Kohl's. It is also important to remember you may not use any Kohl's funds to support or oppose political candidates or campaigns.

We work to ensure any lobbying activity on behalf of Kohl's is coordinated and compliant with all applicable laws. Before you contact any government officials (or their staff members) on behalf of Kohl's about legislation, regulations, policies or programs, you must obtain approval from Kohl's Chief Legal Officer and Chief Risk & Compliance Officer.

While Kohl's is a member of select industry-relevant trade organizations, such as the Retail Industry Leaders Association, the National Retail Federation and other State Retail Associations, Kohl's does not make monetary or non-monetary contributions to support or oppose political candidates or campaigns. Written approval from Kohl's Chief Legal Officer would be required before any Kohl's-funded political contribution, whether it is financial or a contribution in kind, could be made.



Additional Information

Nothing in this Code or our policies is intended to prohibit associates from discussing with one another wages, benefits or other terms and conditions of employment. Likewise, our Code and policies don't limit an associate's right to communicate with any government agency or participate in any investigation or proceeding conducted by any such agency.

Generally, waivers of Kohl's Code of Ethics will not be given. Any waiver of a provision of the Code for an associate must be approved by the Chief Risk & Compliance Officer, the Chief People Officer and the Chief Legal Officer. Further, any waiver of a provision of the Code for Kohl's executive officers or a member of the Board of Directors may be made only by the Board of Directors (or a Board committee) and will be disclosed on our website. This approval requirement should help assure that any provision of this Code is waived only in appropriate circumstances.

Contact Information

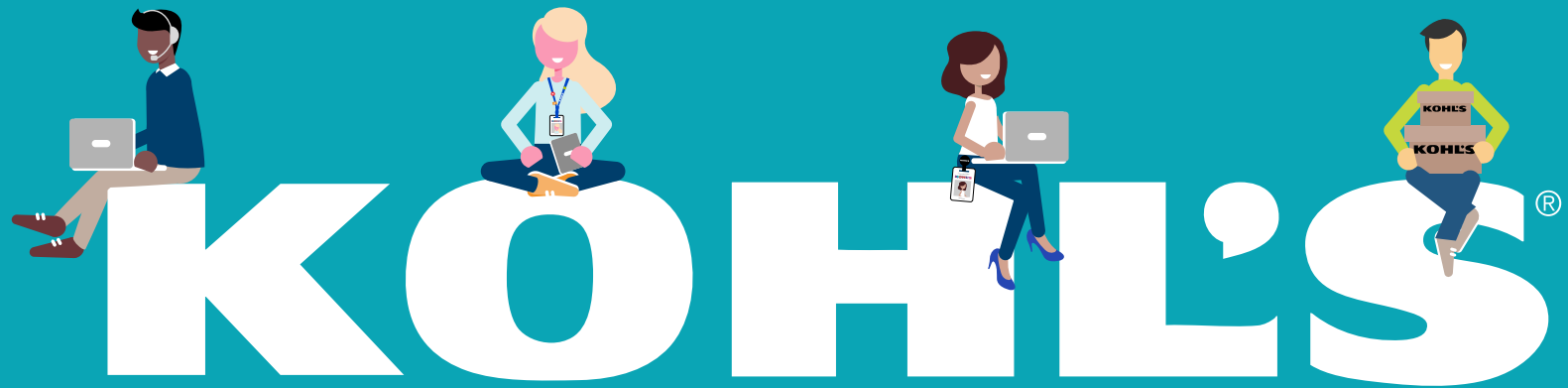
Integrity Hotline

(800) 837-7297
www.kohlsintegrity.com

Human Resources

AskHR@kohls.com

Policy (ies)	Topic	Reference Page(s)
612 - No Retaliation	Retaliation	6
701 - Equal Employment Opportunity 702 and 702A - Prohibited Harassment Policies	Diverse, Respectful & Discrimination-Free Workplace	7
121 - Kohl's Safety and Accident 126E - Drug Testing 150 - Alcohol and Substance Abuse 606 - Serving Alcoholic Beverages 611 - Zero Tolerance Violence-Free Workplace 619 - Weapons	Safety and Health	8
634 - Records Retention	Record Retention	10
205 and 205A - Recording of Time Worked Policies	Timekeeping	10
802 - Associate Privacy 616 - Information Security Program 607- Technology Resource 613 - Intellectual Property & Confidential Information 155 - Remote Worker	Information Protection	11
120 - Media and External Communications 617 - Social Media	Social Media	12
110 - Kohl's Employment of Relatives 134 - Outside Employment	Conflict of Interest	15
604 - Gifts or Gratuities Gifts and Entertainment Guide	Gifts and Entertainment	16
630 - External Business Partner Contracts Business Partner Code of Conduct Terms of Engagement	Business Partners	17
810 - Merchandise Donations and Fundraising	Merchandise	17
626 - Statement on Securities Trading	Insider Trading	19
810 - Merchandise Donations and Fundraising 602 - Solicitation	Community Commitment	20



Code of Ethics