

# KOHL'S<sup>®</sup>

CODE OF ETHICS

## LETTER FROM TOM

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Dear Associate,

At Kohl's, we are guided by our values – we are Customer First, Accountable, Resourceful and Empathetic. Whether we are working with our customers, collaborating with teammates or engaging with our communities, these values help us navigate our work and make the best decisions for our business. And it's important that we make these decisions with a commitment to ethical practices.

The Code of Ethics guides us to do what's right. We all share a responsibility to act with integrity and hold ourselves – and each other – accountable, and it is up to each of us to speak up if we see a situation that doesn't align with our values. If you have questions on how to navigate a situation or if you see a potential violation of our Code of Ethics, reach out to your manager or Human Resources.

Thank you for your ongoing commitment to making Kohl's a place where our associates and customers feel valued and respected. Our strength lies in our people — and it is our shared values and behaviors that make us who we are.

Thank you,

**Tom Kingsbury**  
Chief Executive Officer

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A photograph of a Kohl's + Sephora store sign. The sign is mounted on a brick wall and features the word "KOHL'S" in large, white, 3D block letters. Below it, the text "+ SEPHORA" is displayed in smaller, white, 3D block letters. The background of the photograph shows a clear blue sky with scattered white clouds and the corner of a modern building with large windows.

**KOHL'S**  
**+ SEPHORA**

## TABLE OF CONTENTS

### 01 INTRODUCTION

### 02 CUSTOMERS FIRST

Doing Business with Kohl's  
Sales & Marketing

### 03 ACCOUNTABLE

Business records, financial reports & records retention  
Timekeeping  
Conflicts of Interest  
Protecting our Data & Information  
Protect our Assets  
Safe Working Environment  
Gifts & Entertainment  
Public Communications & Social Media

### 04 RESOURCEFUL

Samples & Merchandise  
Purchase Practices

### 05 EMPATHETIC

Welcoming Working Environment  
Community Commitment  
Commitment to Environmental Sustainability

### 06 COMPLIANCE WITH LAWS AND REGULATIONS

Intellectual Property  
Government Requests  
Foreign Corrupt Practices Act  
Anti-Bribery & Anti-Corruption  
International Trade Regulations  
Insider Trading  
Antitrust / Fair Competition  
Political Activities & Lobbying  
Waiver






### 07 POLICY SUMMARY

# About the 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.



Within the Code you will see:

-  Expectations
-  Associate Responsibility
-  What If
-  Resources
-  How each item relates to our 4 Values of:
  - Customers First
  - Accountable
  - Resourceful
  - Empathetic

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 may 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.



## ✓ ASSOCIATE RESPONSIBILITY

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.

Anyone who violates our Code, our policies, regulations or the applicable laws is subject to disciplinary action, up to and including termination.



## MANAGER RESPONSIBILITY

Leaders have an additional responsibility to lead by example, create a safe and inclusive culture for our associates, promote integrity, and build trust. Here are a few key things we expect our leaders to do:

### Lead with Integrity

- Make ethical decisions
- Model behavior that aligns with our values and culture
- Promote compliance, even in difficult situations

### Set the Tone

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

### Be Available

- Encourage open dialogue
- Always make time to listen to an Associate's concerns and questions

### Respond Appropriately

- Report potential concerns
- Take concerns seriously and ensure they are properly handled
- Do not tolerate retaliation



## ETHICAL DECISION MAKING

Not sure what to do in a situation?  
Ask yourself:

**Is it legal?**

**Does it comply with our Code?**

**Would I feel good about my actions if they were published online or in the news?**

**Would it be good for Kohl's and my co-workers?**

**Not sure**

Ask for help:  
ask your manager or contact [AskHR](#)

**No**

Don't do it

## HOW TO REPORT A CONCERN

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](https://kohlsintegrity.com)).

The Hotline is operated by an independent, third-party provider. If additional information is needed or to provide updates on the progress or results of the investigation, it helps if you identify yourself. If you are not comfortable identifying yourself, you can report concerns anonymously.



All concerns brought forth will be investigated and treated confidentially to the extent reasonably possible.

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.

\*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.

02

# Customers First





# Doing Business with Kohl's

## EXPECTATIONS

We believe in conducting business with suppliers, vendors and other business partners (collectively, “partners”) who embrace Kohl's standards. Kohl's partners are expected to comply with Kohl's Terms of Engagement. This means we expect our partners to demonstrate high standards of ethical behavior and to operate in full compliance with all applicable laws and regulations.

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 compensated based on applicable laws, 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, which sets forth guidelines for doing business with Kohl's and may go beyond the requirements of applicable law. 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.

## PURPOSE

We depend on strong ethical relationships with partners who help us provide the high quality, high value merchandise our customers demand.

## ASSOCIATE RESPONSIBILITY

We rely on our associates to select ethical partners and manage our partner relationships responsibly.

### WHAT IF

**During the normal course of business you are made aware a vendor is violating Kohl's Terms of Engagement. What do you do?**

**You must report the violation and escalate to leadership.**

## RESOURCES

[Kohl's Terms of Engagement](#)

[Kohl's Business Partner Code of Conduct](#)



# Sales & Marketing

## 👉 EXPECTATIONS

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

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.

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.

## PURPOSE

Kohl's has earned a reputation for honesty and integrity by providing quality and value to its customers. It is our duty to sell products that meet or exceed Kohl's safety expectations. Additionally, our customers expect and deserve accurate and honest sale and marketing practices.

## ✓ ASSOCIATE RESPONSIBILITY

As a Kohl's associate, you must ensure:

Truthful and tasteful advertising, sales and marketing practices at every level

Accurate representation of our products and services

Compliance with all laws that promote consumer protection

Any product that does not comply with our standards is responsibly disposed of consistent with Kohl's practices



## 🗋️ WHAT IF

**There is a recall on a product - What would you do with the product on hand?**

**Pull all merchandise from the shelves and stockroom, perform the appropriate mark out of stock function, appropriately dispose of per instructions.**



03

# Accountable



# Business Records, Financial Reports & Records Retention

## EXPECTATIONS

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.

Kohl's financial records must be properly retained in accordance with applicable regulatory requirements.

## ASSOCIATE RESPONSIBILITY

All records must be full, fair, accurate, timely, understandable and transparent. Additionally associates must be clear, concise, truthful and accurate when recording any information. 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 are expense reports, customer records, time sheets, safety results or sales results.

Associates having ownership of Kohl's financial books, records or accounts are responsible for their security.

## RESOURCES

[634 Records Retention](#)

## PURPOSE

We must comply with requirements governing our accounting and financial reports. In addition, all public disclosures must adhere to applicable laws, regulations and professional standards.

Because 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.



## WHAT IF

**While performing a review of an internal report you notice a potential discrepancy. What do you do?**

**Research the difference, alert management, and ensure the correction is completed (if applicable).**



# Timekeeping

## EXPECTATIONS

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.”

It is a violation of our policy for anyone to instruct or encourage another associate to work “off the clock,” to incorrectly report hours worked, to incorrectly alter your own or another associate’s time records, or pre-fill your timecard with hours not yet worked.

## PURPOSE

It is the strict policy of Kohl’s to accurately compensate associates for all hours worked and to do so in compliance with all applicable state and federal laws.

## ASSOCIATE RESPONSIBILITY

You are required to review your time records at the end of each pay period to verify you have accurately recorded all time worked. If you are not paid properly or in accordance with Kohl’s policy, or if any circumstances arise in which you are requested to perform work contrary to this policy, you must immediately report it to your manager or AskHR. All confirmed errors will be corrected in a timely fashion.



## WHAT IF

**After punching out for the day, as you’re walking out, a customer stops you and asks for help finding shoes. You take the time to show them to the department and assist with answering questions until another associate is able to engage with the customer. What should you do?**

**Submit a payroll edit sheet to include your time helping the customer.**

## RESOURCES

[205](#) and [205A](#)  
Recording of Time Worked

# Conflicts of Interest

## 🔥 EXPECTATIONS

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 have to avoid any situation that creates a conflict of interest or that could even appear to create a conflict of interest.

## ✓ ASSOCIATE RESPONSIBILITY

You must avoid activities or relationships that would interfere with your job or make it difficult for you to fulfill your responsibilities at Kohl's.

You must disclose any potential conflict 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.

## ▶ RESOURCES

[110 Employment of Relatives](#)  
[134 Outside Employment](#)

## PURPOSE

Making objective business decisions builds trust. That's why we want you to avoid situations where your personal interest or involvement in a situation may interfere with your ability to make unbiased, objective decisions and act in the best interest of Kohl's. While we can't list every circumstance, it's important to know and avoid the common situations that could create a conflict or the perception of a conflict:

**You or a person related to you holds a financial interest in (or exercises control over) one of our business partners or competitors**

**Personal, family or financial relationships with suppliers, potential suppliers, or potential acquisition candidates**

**Work outside of Kohl's 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**

**Personal relationships with a supervisor**



## 📍 WHAT IF

**While checking a customer out at the register, you ask if they want to use or sign up for the Kohl's Rewards program. They decline.**

**You cannot enter your own rewards account information within the transaction.**

# Protecting Our Data & Information

## 👉 EXPECTATIONS

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 must also safeguard financial information and other confidential information, such as sales results, potential acquisitions, new brand introductions and investments. Additionally, associates may come into contact with customers' and/or associates' personal information. We have an obligation to ensure customers and associates know what information we are obtaining and why we need that information.

## PURPOSE

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 may have access to information that could impact Kohl's, our customers or our associates if it is handled inappropriately or carelessly.

## ✓ ASSOCIATE RESPONSIBILITY

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 any other public places where you can be overheard. This obligation to preserve Kohl's confidential information applies both during and after your employment at Kohl's.

If you suspect any misuse of, unauthorized disclosure of, or inappropriate use of personal information, report it immediately.

## ▶ RESOURCES

[155 Remote Worker](#)

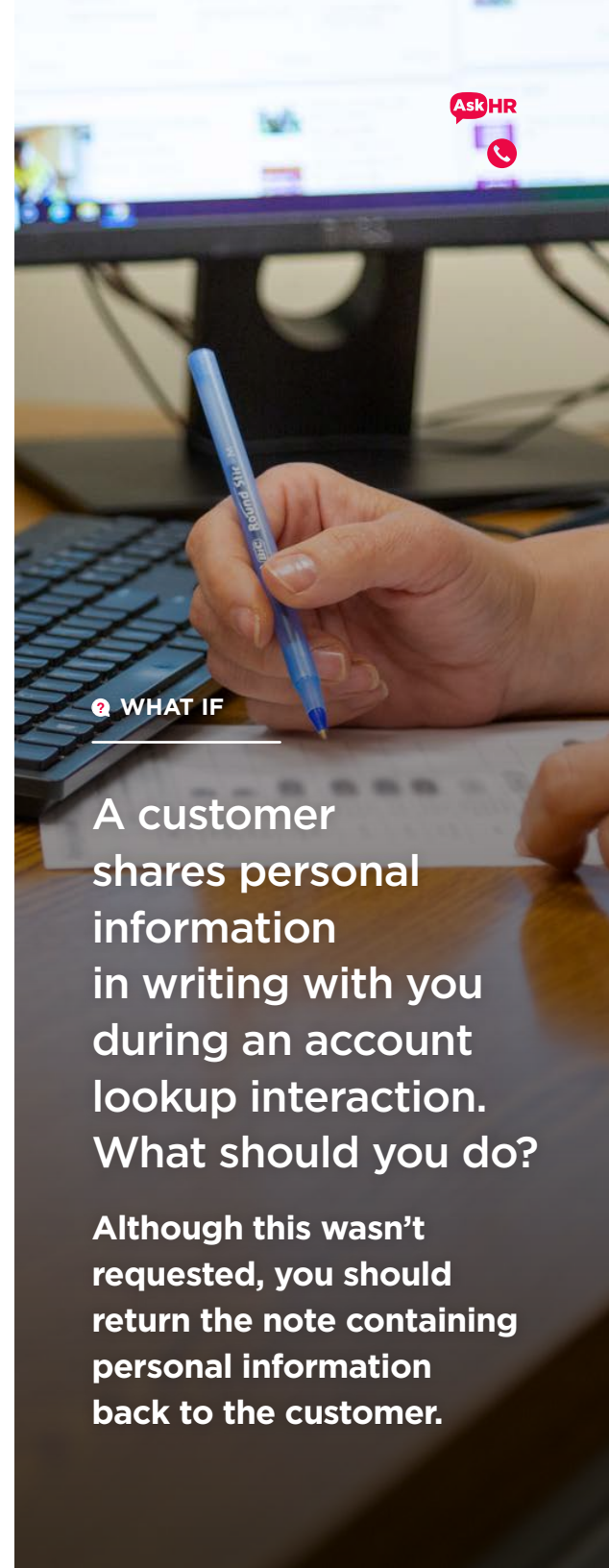
[607 Technology Resource](#)

[613 Intellectual Property & Confidential Information](#)

[616 Information Security Program](#)

[636 Artificial Intelligence Policy](#)

[802 Associate Privacy](#)



## 🔍 WHAT IF

**A customer shares personal information in writing with you during an account lookup interaction. What should you do?**

**Although this wasn't requested, you should return the note containing personal information back to the customer.**



# Protect Our Assets

## EXPECTATIONS

We have an obligation to protect our company assets from theft, loss, waste, damage, fraud or other inappropriate use.

## PURPOSE

Kohl's assets include just about everything we use to perform our job responsibilities. These assets are Kohl's property and allow associates to provide consistent service to our customers.

## ASSOCIATE RESPONSIBILITY

Associates must handle assets, both tangible and intangible, with the utmost care. Additionally, all assets must be used for their intended purpose.

Examples of Our Assets include:

### Technology Assets

Computer hardware, software and systems, mobile devices and tablets

### Physical Assets

Equipment, inventory, supplies, cash, fixtures, vendor samples

### Assets Unique to Kohl's

Our name, our brand and customer relationships

## WHAT IF

**During your shift, you need to use a handheld device owned by Kohl's.**

**You should follow protocols check out the device, use it for job related functions, and return it to the appropriate spot, logging it back in.**

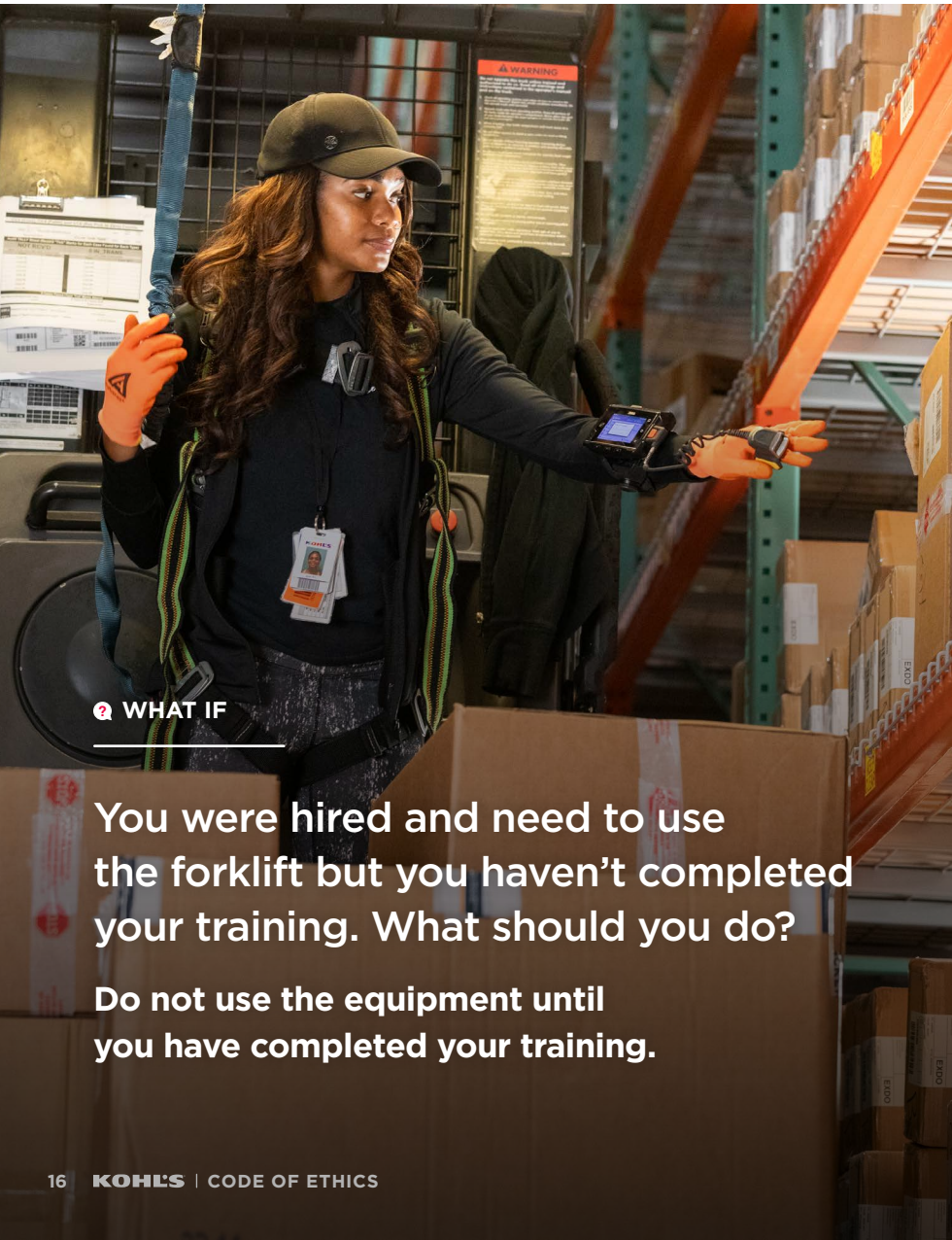


## RESOURCES

[607 Technology Resource](#)



# Safe Working Environment



## WHAT IF

You were hired and need to use the forklift but you haven't completed your training. What should you do?

**Do not use the equipment until you have completed your training.**

## EXPECTATIONS

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. 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 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.

## PURPOSE

Kohl's is committed to providing a safe, healthy and environmentally friendly place to work and shop.

## ASSOCIATE RESPONSIBILITY

You must follow all applicable safety practices.

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.

## RESOURCES

[121 Safety and Accident Policy](#)

[126E Drug Testing](#)

[150 Alcohol and Substance Abuse](#)

[606 Serving Alcoholic Beverages](#)

[611 Zero Tolerance Violence-Free Workplace](#)

[619 Weapons](#)





# Gifts & Entertainment

## EXPECTATIONS

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.

### ACCEPTABLE

#### Gifts & Entertainment

Infrequent, nominal gifts valued at less than \$100

Perishable gifts as long as it's distributed to associates for consumption on Kohl's premises

An occasional meal from a vendor, supplier or other business partner

Any form of entertainment offered by vendors, suppliers or other third parties, including but not limited to tickets to sporting or other entertainment events, with prior approval as long as they attend the event

### UNACCEPTABLE

#### Gifts & Entertainment

Gifts valued at greater than \$100

Cash or cash equivalents (e.g. gift card)

Accepting gifts for your spouse or other family members

Travel or lodging, including travel or lodging for consultation, educational purposes, general entertainment or recreational purposes

## PURPOSE

Gifts and entertainment can build and strengthen business relationships, but they can also pose a conflict of interest when they obscure what is in Kohl's best interests.

Associates are not prohibited from participating in sweepstakes or other contests sponsored by a Kohl's vendor that are open to the general public.

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

# Gifts & Entertainment

## ✓ ASSOCIATE RESPONSIBILITY

As a Kohl's associate, it's your responsibility to know when a gift or entertainment is acceptable or prohibited.

If you receive a gift that is not acceptable, 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.

All entertainment provided to Kohl's associates must be approved by your Senior Vice President (or higher) through the Company's Associate Entertainment Approval process.

You may provide gifts or entertainment 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.

## ▶ RESOURCES

[604 Gifts or Gratuities](#)

[Gifts and Entertainment Guide](#)



## 🗋 WHAT IF

**A vendor you work with invites you to a professional game in their suite, how should you handle the situation?**

Fill out the Associate Entertainment Approval form and obtain senior leadership approval prior to the event. You must be attending the event with the vendor. If you have any questions, reach out to your leadership or Associate Relations.

# Public Communications & Social Media

## Q WHAT IF

**You received confidential information about an upcoming product launch. You're so excited about and want to share it immediately on social media. Can you?**

**No - all new product launches are confidential. Only after the launch becomes public are you allowed to share on your social media account.**

## EXPECTATIONS

Kohl's believes that our communication 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.

## PURPOSE

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.

## ✓ ASSOCIATE RESPONSIBILITY

You should never publish or post any confidential information about Kohl's or its customers or use Kohl's trademarks without authorization.

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.

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.

## ▶ RESOURCES

[120 Media and External Communications](#)  
[617 Social Media](#)



04

# Resourceful

# Samples & Merchandise

## 👉 EXPECTATIONS

During the normal course of business, certain Kohl's associates are tasked with requesting, obtaining, and in some occasions, testing merchandise. All merchandise, including samples, inspirational samples, and props are our property unless a vendor has specifically indicated that the sample is for preview purposes only and to be returned.

At no point during this process should an associate obtain merchandise for personal use.

Additionally, misdirected, marked out of stock or damaged property/merchandise are the property of Kohl's. At no point should an associate take this merchandise for personal or donation purposes.

## PURPOSE

Kohl's obtains and utilizes sample merchandise to ensure we have the best products available to our customers. In order to deliver the best value to our customers, we must effectively control merchandise samples from the point of acquisition through disposition.

## ✓ ASSOCIATE RESPONSIBILITY

You may only purchase merchandise from a vendor available to the general public and at a price available to the general public. At no time are you allowed to use a Kohl's systems for the personal purchase of merchandise, supplies or equipment.

Prior to any field testing, a package pass and approval must be obtained from Corporate Loss Prevention.

## ▶ RESOURCES

[810 Merchandise Donations and Fundraising](#)



## 🗋 WHAT IF

**You're heading to a wedding next weekend and you need a jacket to go with your outfit. You find the perfect option while reviewing sample merchandise. Can you borrow the jacket for the weekend and return it on Monday?**

**No - all merchandise is the property of Kohl's and this is not permitted.**

# Purchase Practices

## EXPECTATIONS

All purchasing decisions must be made based on the best value for Kohl's and align with our Business Partner Code of Conduct.

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 be consistent with the services provided and be aligned with industry standards.

## PURPOSE

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.

## ASSOCIATE RESPONSIBILITY

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

## RESOURCES

[630 External Business Partner Contracts](#)



## WHAT IF

You become aware of a new third party vendor that could create efficiencies in a routine process. In order for the prospective vendor to be considered for the job, what should you do?

You should engage the appropriate internal teams (Legal and Purchasing or Vendor Management Organization (VMO) departments) prior to contracting to obtain guidance on risk management, related party processes, legal protections and contract provisions.



05

# Empathetic

# Welcoming Working Environment

## EXPECTATIONS

Kohl's is 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.

Kohl's respects human rights and complies with all applicable labor and employment laws.

## PURPOSE

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.

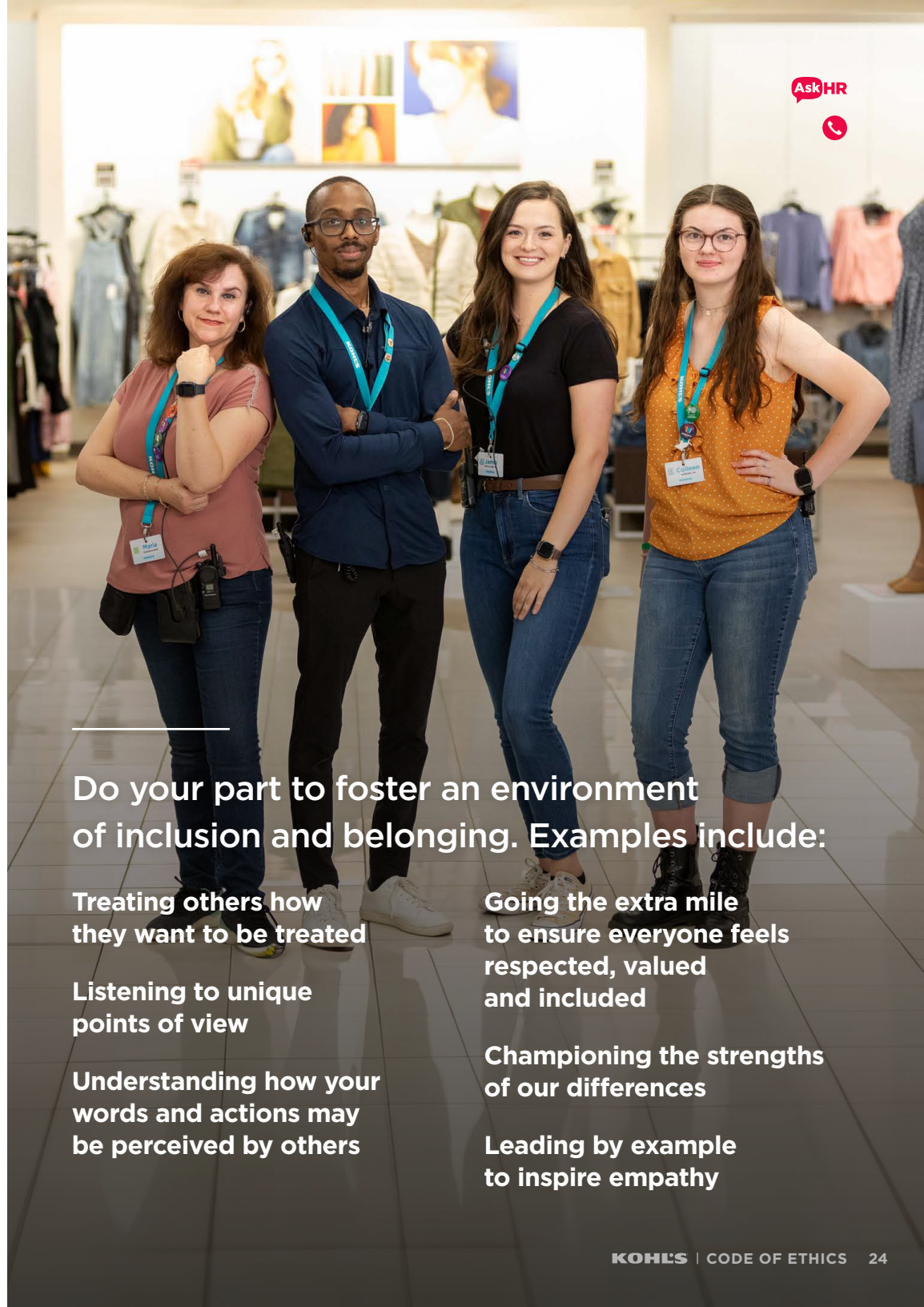
## ✓ ASSOCIATE RESPONSIBILITY

Integrity is at the heart of who we are. As such, we owe each other honesty, respect and fair treatment each and every day.

## RESOURCES

- [Kohl's Diversity & Inclusion page](#)
- [701 Equal Employment Opportunity](#)
- [702 and 702A Prohibited Harassment](#)

\*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.



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





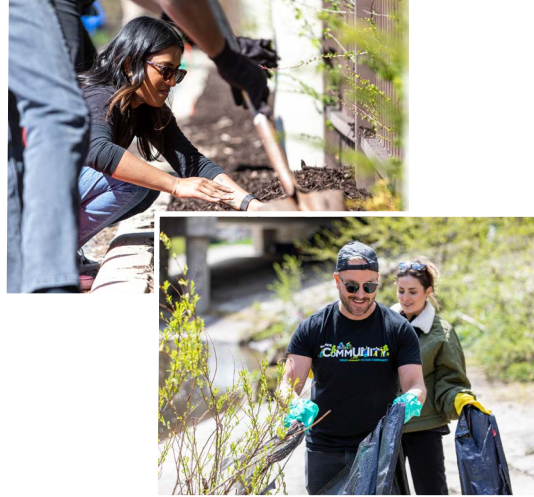
# Community Commitment

## EXPECTATIONS

We encourage your personal involvement in the communities where you live and work. All corporate contributions to charitable organizations must be consistent with Kohl's values and interests as well as benefit the communities we serve.

## PURPOSE

Kohl's is committed to giving back to the communities we serve.



## ASSOCIATE RESPONSIBILITY

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.

## WHAT IF

**An organization you've worked with in the past has reached out to you for a donation from Kohl's.**

**Reach out to the Director of Community Relations to determine if/what donation we can provide.**

## RESOURCES

[602 Solicitation](#)

[810 Merchandise Donations and Fundraising](#)

# Commitment to Environmental Sustainability

## EXPECTATIONS

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 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.

## PURPOSE

Kohl's is committed to providing healthy and engaging environments for our associates, customers and their families.

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.

## ✓ ASSOCIATE RESPONSIBILITY

We expect our associates to ethically do their part in these environmental efforts and to assist with achieving our sustainability commitments.

## ▶ RESOURCES

[Kohls.com/Sustainability](https://www.kohls.com/Sustainability)



## 🔍 WHAT IF

**While accepting a beauty item return the system prompts you with disposition instructions. What should you do?**

**You follow the systematic prompts and place the item in the designated black beauty buckets to be disposed of in accordance with Kohl's policies.**



06

# Compliance with Laws & Regulations

# Compliance with Laws & Other Regulations

## EXPECTATIONS

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.

## PURPOSE

Not only should we comply with the law, but any violation of these laws can result in severe penalties, both civil and criminal.

## ASSOCIATE RESPONSIBILITY

If you are not sure what is within the law or what laws apply, you should seek advice from the Legal Department.

You also have a personal obligation to become familiar and comply with the laws and regulations related to your job responsibilities.

## LAWS & REGULATIONS

### 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.

### GOVERNMENT REQUESTS

All government requests for information other than what is provided on a routine basis must be reported to the Legal Department immediately, and 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.

### 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.



# Compliance with Laws & Other Regulations

## LAWS & REGULATIONS

### ANTI-BRIBERY & ANTI-CORRUPTION

Kohl's has zero tolerance for bribery, kickbacks 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.

### 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.

### 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. 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. 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.

### 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.

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.

### 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.



# Policy Summary

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.

POLICY (IES)	TOPIC	REFERENCE PAGE(S)
612	No Retaliation	Retaliation 6
701 702 & 702A	Equal Employment Opportunity Prohibited Harassment Policies	Diverse, Respectful & Discrimination-Free Workplace 24
121 126E 150 606 611 619	Kohl's Safety and Accident Drug Testing Alcohol and Substance Abuse Serving Alcoholic Beverages Zero Tolerance Violence-Free Workplace Weapons	Safety and Health 16
634	Records Retention	Record Retention 11
205 & 205A	Recording of Time Worked Policies	Timekeeping 12
155 607 613 616 802	Remote Worker Technology Resource Intellectual Property & Confidential Information Information Security Program Associate Privacy	Information Protection 14
636 120 617	Media and External Communications Social Media	Social Media 19
110 134	Kohl's Employment of Relatives Outside Employment	Conflict of Interest 13
604	Gifts or Gratuities Gifts and Entertainment Guide	Gifts and Entertainment 17
630	External Business Partner Contracts Business Partner Code of Conduct Terms of Engagement	Business Partners 22
810	Merchandise Donations and Fundraising	Merchandise 21
626	Statement on Securities Trading	Insider Trading 29
602 810	Solicitation Merchandise Donations and Fundraising	Community Commitment 25