

# KOHL'S POLITICAL ACTIVITY POLICY

## 2019 REPORT

### **Political Contributions:**

As a matter of policy and practice, Kohl's:

- Does not make monetary or non-monetary contributions or expenditures (direct or indirect) to support or oppose political candidates or campaigns;
- Does not support political organizations created under Section 527 of the Internal Revenue Code which may influence referendums or the selection, nomination, election, appointment or defeat of candidates to federal, state or local public offices;
- Does not support social welfare organizations created under Section 501(c)(4) of the Internal Revenue Code which may use funds for political purposes;
- Does not have a company-sponsored Political Action Committee (PAC).

### **Trade Associations:**

Kohl's is a member of select industry groups and trade associations to maintain awareness of retail trends and to advance common interests of the retail community through advocacy. Kohl's monitors the activities of these organizations to ensure alignment with Kohl's perspectives and objectives. In fiscal 2019, Kohl's made dues payments to the following industry groups and trade associations that exceeded \$25,000 (for the non-deductible portion per group/association):

- Retail Industry Leaders Association (RILA)
- National Retail Federation (NRF)

### **Governance Process:**

Kohl's Code of Ethics, which is reviewed and approved by Kohl's Board of Directors on an annual basis, expressly prohibits Kohl's employees from using Kohl's funds to make political contributions. It also expressly states that written approval from Kohl's General Counsel would be required before any Kohl's-funded political contribution, whether it is financial or a contribution in kind, could be made. In addition, on an annual basis, the Governance and Nominating Committee of Kohl's Board of Directors, which is comprised entirely of independent members, reviews Kohl's spending on political contributions, advocacy (including payments to trade associations) and compliance with this Policy.

**Presented to the Board:** February 2020