

Honesty And Integrity Are Always In Style

TJX | Code Of Conduct Guide

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A Message From Our CEO

Dear Associate:

Thanks to your efforts, and those of every TJX Associate, our Company enjoys a reputation for integrity that is based on our culture of mutual respect for different perspectives, ideas and opinions. Ultimately, how each of us conducts business and interacts with others – fellow Associates, vendors, customers, communities and stockholders – determines how the world views TJX and ensures that TJX will continue to be a great company.

Attached is a revised Code of Conduct for all Associates of The TJX Companies, Inc. As this Code makes clear, we must hold ourselves to the highest standards of integrity at TJX. Compliance with the law is the minimum standard. We truly believe that we owe it to ourselves, our customers, our shareholders and our communities to continue our honest way of doing business. The long-term future of our Company depends on our ethical behavior and compliance with laws.

We expect you to read, understand and comply with the Code of Conduct and to report any violations. You are also expected to understand policies that relate to your job function. If you have any questions or concerns about what the Code requires or a question about specific policies related to your job, we strongly encourage you to seek out answers. This booklet identifies how you can get help in this regard.

Thank you again for your commitment to our Company and to maintaining our long tradition of acting with integrity in every aspect of our business.

Bernard Cammarata
Chairman of the Board of Directors

Carol Meyrowitz
Chief Executive Officer and President

TJX Commitment

TJX is committed to conducting its business in compliance with all applicable laws, rules and regulations and with the highest levels of integrity. Acting ethically and with integrity is an essential part of every associate's job.

Do:

- ✓ Read and understand this Code.
- ✓ Ask any questions you have about the Code.
- ✓ Report possible violations of the Code or the law.

Don't:

- ✗ Violate the Code or other Company Policies, even if someone (including a Supervisor, Manager or Executive) tells you to do so.
- ✗ Tell someone else to violate the Code.
- ✗ Refuse to cooperate or give false, incomplete or misleading information in investigations of violations of the Code or the law.
- ✗ Retaliate against or victimize anyone for any reason including raising a question or concern, or reporting possible violations of the Code or the law or cooperating in an investigation.
- ✗ Ignore or cover up a violation of the Code.

Getting Help And Raising Concerns

TJX believes you should have the opportunity to speak openly and to be treated fairly. The best way to bring up ideas, concerns, complaints and issues or to report possible violations of the Code of Conduct is to talk to your immediate Supervisor. In the U.S. and Canada, we call this using the Open Door. In Europe, we call this Help and Advice. If you are uncomfortable talking with your immediate Supervisor, talk with your Supervisor's Manager, an Executive or contact an Associate Relations/Human Resources representative.

In most cases, it is better to ask a question about what the Code covers or raise your concern in person with someone who knows the answer than to act independently. Very often, your question can be answered on the spot or action can be taken immediately. Often, our Company Policies will provide the answers to questions more completely than the Code does. They are available in our stores, distribution centers, offices, portal or upon request from one of the sources listed below.

Other resources available to answer your questions, listen to your concerns or receive reports include the following:

TJX Compliance Officer	508-390-6570 or complianceofficer@tjx.com
TJX Assistant Compliance Officer	508-390-6510 or asstcomplianceofficer@tjx.com
TJX Corporate Internal Audit Director	508-390-6540 or corporateauditdirector@tjx.com
TJX Legal Department	508-390-6550 or lawyer@tjx.com
Winners Compliance Officer	905-405-7530 or winnerscomplianceofficer@winners.ca
T.K.Maxx Compliance Officer	01923 473821 or tkmaxxcomplianceofficer@tkmaxx.com

What do I do if I have a question or if I learn of something that may violate the Code or the law?

There are many ways to let the right people know what you know or think is going on or what you are concerned about. Usually speaking with your immediate Supervisor or his/her boss is best, but otherwise let an Associate Relations/ Human Resources representative or someone identified on this page know or call the HelpLine. If you are not satisfied with the response, tell another resource identified in this section.

Helpline

Sometimes you may be uncomfortable speaking directly to someone in the Company, or you may want to raise concerns anonymously. In those cases or any other time, call our HelpLine. The HelpLine is staffed around the clock, every day of the year. You don't need to give your name or other identifying information if you don't want to. But remember that giving the most information possible will help us answer your questions or solve your concerns or report suspected violations.

Toll-free Helpline Contact Information

TJX/WMI Helpline 800-TJX-6488
T.K.Maxx Helpline 0800-328-1542

Retaliation Will Not Be Tolerated

We will not tolerate any retaliation against or victimization of Associates or others for asking questions, raising complaints or concerns or making good faith reports of possible violations of the Code or the law. Anyone who takes or attempts to take such retaliatory actions will be disciplined.

Important Reminders

You are responsible for familiarizing yourself with TJX's Code of Conduct and all other Company Policies that relate to your job function. These Policies are available in our stores, distribution centers and offices. TJX may add or change its Policies or modify the Code at any time.

You are required as part of your job to comply with this Code and all other Company Policies which relate to your job function. Violation of this Code or Company Policies may result in discipline, up to and including termination and legal action. Nothing in this Code creates an employment contract; nor does it change any U.S. Associate's status as an at-will employee.

Special Reminders To Supervisors, Managers And Executives

- Lead by example – your fellow Associates expect you to do the right thing.
- Understand this Code and Company Policies that affect your job.
- Help Associates you supervise to understand this Code and Company Policies that affect their jobs as well.
- Encourage Associates you supervise to bring ideas forward, ask questions, voice concerns and report any possible violations.
- Do not retaliate against, or permit those you supervise to retaliate against Associates who report possible violations or voice concerns.

Our Commitment To Our Associates

We will treat our fellow associates with honesty, dignity and respect.

Discrimination

Treat each other with dignity and respect. TJX does not permit discrimination. We recognize that each Associate brings a unique set of abilities and perspectives, and that our diversity makes us stronger as a company and better able to meet the needs of our customers.

TJX provides equal employment opportunities to all qualified applicants and Associates in all aspects of employment without regard to race, color, religion, sex, age, national origin, ancestry, sexual orientation, disability, marital status, military status, political beliefs or any other legally protected status. We provide reasonable accommodations for all qualified individuals with disabilities.

Harassment

We will not tolerate harassment of anyone. Harassment can take many forms, including slurs, epithets, inappropriate gestures, or jokes that demean another person or a person's race, gender, sexual orientation, age, ethnic background, religion, or that refer to a person's disability, or other conduct that creates a hostile environment. All reported allegations will be thoroughly investigated and appropriate disciplinary action will be taken as necessary.

Our Commitment To Diversity

Our customers, vendors and Associates are increasingly diverse. We are committed to the expansion of diversity at TJX to create a wide-ranging mix of talent and building upon the differences among our Associates to make this a better company. We are also committed to serving our diverse customer base by providing a broad mix of merchandise within our stores. We consider the unique views and opinions of our Associates to be a key to our growth and success in the future.

Do:

- ✓ Recognize the unique abilities and perspectives of co-workers and customers.
- ✓ Recognize and value co-workers based on their contributions.

Don't:

- ✗ Discriminate against or harass anyone.
- ✗ Make remarks, slurs or jokes that demean another person.
- ✗ Make inappropriate gestures or statements that make fun of a person.

Sexual Harassment

We will not tolerate sexual harassment of anyone, including Associates, Customers or Vendors.

This includes, but is not limited to:

- Inappropriate or unwelcome sexual advances
- Repeated or unwanted sexual suggestions
- Requests for sexual favors
- Unwanted or repeated physical contact
- Other verbal or physical conduct of a sexual nature that unreasonably interferes with an Associate's work performance or creates an intimidating, hostile, humiliating or sexually offensive working environment

Employment decisions will not be based on requests for sexual favors, submission or rejection of sexual advances or other verbal or physical conduct of a sexual nature. All reported allegations will be thoroughly investigated and appropriate disciplinary action will be taken as necessary.

Associate Wage And Hour Rules

We will follow wage and hour laws. Do not work "off the clock" or order someone to work off the clock. All hours worked by hourly Associates must be recorded in the Company's timekeeping system and hourly Associates may not work at home. A Supervisor must authorize any overtime work or additional work by Associates who are eligible for overtime pay, including an early start or late finish.

Do not falsify time records to either increase or decrease work time. Never punch a clock for another Associate. You may not work more than the maximum number of hours permitted by law.

Health And Safety

We will protect each other and our Customers from avoidable injury in the workplace. Whether you work in a store, distribution center or office, you can help keep the workplace safe by:

- Fixing any potential hazard you can reasonably correct yourself. Do not take action when you do not have the strength, skills or training to do so.
- Immediately reporting any potential hazard you cannot correct yourself, no matter how minor, to your Manager, Property Development or Office Services. If the hazard is not fixed, contact the Risk Management Department.
- Immediately reporting any workplace accident and/or any injury, no matter how minor, to your immediate Supervisor or a member of management.
- Requesting immediate medical attention for an injured or ill person. Do not attempt to move them.

Violence

Do not threaten violence, use offensive language or engage in verbal abuse, harassment, intimidation, or violent behavior in any form. This applies to all Associates, Customers and others on TJX property. It also applies to anyone you come in contact with through your job at TJX, whether you are in or out of the workplace or on or off your job.

Do not bring weapons onto Company premises at any time for any reason.

Substance Abuse

Do not possess, use, sell, buy or be under the influence of alcohol or illegal drugs on Company property. You may not perform any job-related activity while under the influence of alcohol or any illegal drug, whether on or off Company premises.

An “illegal drug” means any controlled substance that has not been obtained legally by prescription. Associates who are taking prescription drugs that may affect their judgment, job performance or ability to operate machinery are strongly encouraged to inform their Supervisors.

Honesty

TJX does not tolerate dishonesty of any type. Dishonesty can take many forms and includes, but is not limited to, false or misleading statements and any theft or deliberate act that results in loss of value of other's property. Do not steal from or defraud anyone, including the Company, other Associates, Customers or our business partners.

Associate Information

We will keep personal information secure. If you are entrusted with personal information about Associates, you must keep that information secure and not disclose it beyond those with a business need to know.

Do:

- ✔ Treat your fellow Associates with honesty, dignity and respect. By working together, we will achieve our business goals.
- ✔ Report harassment of any type.
- ✔ Follow wage and hour rules.
- ✔ Keep personal information about Associates and customers secure.
- ✔ Be truthful and honest in all matters.

Don't:

- ✘ Harass or threaten anyone.
- ✘ Work without reporting and being paid for your time.
- ✘ Work overtime without Supervisor approval.
- ✘ Use or bring weapons, alcohol or illegal drugs onto Company property.
- ✘ Be dishonest with anyone.

Our Commitment To Our Customers

We will treat our Customers with honesty, dignity and respect.

We must protect the personal information of our Customers, including their credit and debit card information. Do not access or share personal information about Customers, unless your job requires it and then follow all required procedures. Handle, retain and dispose of personal information of Customers and Associates in accordance with our policies and in a secure and confidential manner.

We will provide clean, safe and accessible facilities for our Customers and our fellow Associates.

We will sell safe, properly labeled merchandise. You should advise your Supervisor, Store Operations, or Risk Management of potentially unsafe or mislabeled merchandise.

Be Prepared

Learn the safety and emergency procedures in your workplace that are contained in the Emergency Response Guide or Health and Safety Manual.

Report Injuries Immediately

You must immediately report any accident or injury, no matter how minor, to your Supervisor or a member of management.

REACH: Remember, Everyone Affects Customer Happiness

Providing excellent customer service to Customers and other Associates is a top priority. REACHing for each other and the people who shop in our stores means being knowledgeable, friendly and professional and expressing a "Can Do" approach.

Do:

- ✔ Treat Customers with honesty, dignity & respect. A smile and friendly approach goes a long way.
- ✔ Be prepared for emergencies that might happen at your workplace.
- ✔ Report hazards, accidents and injuries immediately.
- ✔ Report potentially unsafe merchandise.

Don't:

- ✘ Access or share Customer information unless you have a business reason to do so.
- ✘ Ignore hazards in the workplace.
- ✘ Deceive, act dishonestly toward or mistreat Customers in any way.

Our Commitment To Fair Dealing

TJX will compete fairly. We do not agree with our vendors or competitors to fix prices or price terms in our stores or our competitors' stores, to divide territories or customers, or to punish vendors by cutting off our business with them.

TJX does not engage in unfair or fraudulent business practices. We do not engage in commercial bribery to help our business or hurt a competitor's business. We do not pay or take bribes or kickbacks or make or receive other improper payments in order to get business or take away business from a competitor.

Our advertising will always be honest. We will not say anything untrue about our competitors, their merchandise, or our merchandise.

We will not use confidential information of others. Do not bring private papers, records or trade secrets from previous employers to TJX. Do not use dishonesty or other improper means to learn competitors' trade secrets or get confidential information about other companies.

Our Commitment To Our Shareholders

Our Shareholders expect all TJX Associates to operate our business with honesty and integrity.

Conflicts Of Interest

Avoid situations, which are or may appear to be a conflict of interest. We will always perform our duties with only the interests of the Company in mind. Conflicts of interest are improper because they present situations in which our loyalty is, or may appear to be, divided.

A “**conflict of interest**” means a situation where your personal interests or your relationship with someone else interferes or appears to interfere in any way with the interests of the Company.

Examples Of A Conflict Of Interest

- A significant ownership interest by you or a relative in a company with which TJX does business.
- Any kickback, bribe, gift or special consideration you receive due to business dealings involving TJX.
- Purchase of merchandise from TJX for the purpose of resale.
- Working for a competitor or vendor without notifying and, where necessary, getting the approval of your Supervisor.
- An intimate relationship with someone you supervise or for whom you have oversight responsibility or with whom you do business.

Do not take for yourself (or others) any opportunity that is discovered through the use of Company information or working at TJX. You cannot use Company property or information or your position at TJX for your personal gain. You are prohibited from competing with TJX while you are an Associate of the Company.

Gifts And Entertainment

Do not accept any gifts, entertainment, trips, loans or anything of value for yourself or for others from those who do business with TJX, are seeking to do business with TJX, or whose business is being sought by TJX. The exceptions are:

- Gifts of very small value that contain vendor advertising.
- Occasional gifts of small value such as cookies or candy to be consumed at work or flowers.
- Occasional invitations to vendor-paid local entertainment and activities such as a dinner or sporting event, if the vendor accompanies you, the activity takes a day or less, the activity reasonably complements a business relationship and the value is small.
- Occasional invitations to vendor-sponsored seminars and educational and professional development events, if your travel and accommodation expenses are approved and paid by TJX.

However, you should not accept any gift or entertainment if you feel it would affect your ability to act only in TJX's best interests.

Offers of tips, gifts or rewards from Customers must be politely, but firmly, declined.

Examples Of Permissible Gifts

- Pens, T-shirts, or memo pads that contain vendor advertising.
- Tickets to a local football game, **as long as** the vendor attends the event with you and the value is small.
- Vendor-paid entrance fees at a local charity sporting event like a golf tournament, **as long as** the vendor attends the event with you and the entrance fees are small.
- A vendor-sponsored seminar, **as long as** your travel and accommodation expenses are paid by TJX.
- Cookies or candy consumed at work or flowers, if the value is small.

Gifts of perishable food items (except as permitted above) must be donated to charity. A non-perishable gift (except as permitted above) must be returned with a letter explaining our Gift Policy. Sample letters and more information about our Gift Policy are available from the TJX Corporate Compliance Department (508-390-6510).

We do not give gifts to vendors or others, except gifts of nominal value. You must be sure that your gift giving does not violate the recipient's company policies.

Insider Information

Do not buy or sell stock or other securities of TJX or another company when you know information that someone would consider important in deciding to buy, sell or hold securities and that is not generally known to the public.

Do not tell others about any non-public information about TJX or another company that you learn while doing your job. This includes non-public information about comparable store sales, financial results and trends or current business conditions. You should never communicate (“tip”) material, non-public information to others so they may trade securities based on that information. Within the Company, only those Associates who “need to know” should have access to confidential information. Company information should be used only for Company purposes and should not be disclosed to anyone outside of TJX unless approved by the Company’s Chief Executive Officer, Chief Financial Officer or a Division President or under a non-disclosure agreement approved by the Legal Department. Confidential information should never be disclosed in blogs, chat rooms or posted to electronic message boards. Company documents, records and other media containing confidential information should not be copied except as required by your job. If you leave the Company, you must return all Company materials and property and you must respect the property and intellectual rights of TJX by keeping confidential information that was obtained while working for the Company.

Use Of Company Property

We will use Company property for legitimate Company business. The use of Company property requires common sense, good judgment and awareness that improper use could expose the Company to unnecessary legal and financial risk.

The Company may inspect the contents of packages, boxes, briefcases, handbags, lockers, desks, file cabinets and other furniture and Company vehicles for business or security reasons.

We will not give away or dispose of TJX property or merchandise for less than actual value, whether current, outdated, sample or damaged, unless approved in advance by the store manager or an authorized officer of the Company.

We will safeguard the Company’s trademarks and brands. Our Company’s trademarks and brands are valuable to us. They must never be used improperly. If you are not sure that your use of the Company’s trademarks and brands is proper, ask your Supervisor.

We will respect the marks, brands and copyrights of others, and we will not violate their rights in that property.

Electronic Resources

Company electronic resources and equipment, whether desktop or mobile, such as computers, networks, e-mail devices, or phones are to be used for Company business. Associates have an obligation to protect the security of TJX's computer networks and the information stored on them. Always follow Company Policies designed to maintain the security of information systems and information. Personal information that you want to keep private should never be kept on or in Company property. You should be especially careful about confidential information stored on portable equipment such as laptops or other mobile devices.

Company information must not be disseminated in a blog, chat room, online message board or online discussion group. You may not use the Company's logo, graphics, trademarks, trade names, or corporate slogans. In addition, you should not discuss the Company, its management, or your supervisors or co-workers in a manner that could damage the Company, defame any individual, damage any person's reputation or otherwise violate this Code or our Policies.

Do:

- ✔ Protect the security of TJX's computer networks and computer hardware and the information stored on them
- ✔ Comply with established guidelines for access to and safeguarding of TJX and third-party information.
- ✔ Comply with vendor licensing agreements.

Don't:

- ✘ Remove, disable or bypass software installed to provide security of TJX's computers and networks or protect against viruses.
- ✘ Store personal information on Company computers that you wish to remain confidential.
- ✘ Download from the Internet software programs that have not been approved by the Company or trademarked materials.
- ✘ Disseminate Company information in any blog, chat room, or online message board.

Company Records

Prepare all Company records accurately, in a timely manner, and in compliance with Company Policies regarding record creation. You should understand how to prepare all records required by your job and ask your Supervisor if you do not. You should immediately report any request to prepare a false record.

Comply with all Company and legal requirements concerning document retention and destruction. You must not destroy any records the Company is required to keep. Under no circumstances should you destroy any document that may be subject to a subpoena or a judicial request for production.

Public Relations

Only authorized TJX spokespersons are permitted to speak to the media, investors or the general public regarding Company matters. If you are asked for information regarding the Company, whether in a formal request or an informal conversation, you should refer questions to the Investor and Media Relations Department (508-390-2323 in the U.S., 905-405-7783 at Winners and 01923 473132 at T.K.Maxx).

If the media or someone else without specific authorization from the TJX Investor Relations Department asks to take videos or photographs or interview personnel or make other inquiries, do not participate. Politely refer them to Media Relations, immediately notify your Manager or Supervisor and do not use the phrase, “No comment”.

When speaking out on your own on issues of public interest, you must make sure your comments are identified as your own and not those of the Company.

Reports Of Code Violations

We will report all possible violations of the Code, Company Policies and the law that we know of, will cooperate with Company investigations and will not provide false, incomplete or misleading information. All reports of possible violations are taken seriously. You have a duty to help when the Company requests assistance in conducting an investigation of possible violations. You should promptly report any activity that you think might possibly violate the Code using any of the resources identified in the Code.

Reports Of Accounting And Auditing Matters

We will report suspected violations of financial, accounting or reporting standards or audit matters. Associates with accounting, finance, treasury, tax and investor relations responsibility have a special obligation to assure that accounting information and financial reports are complete and accurate. Associates should contact the Corporate Internal Audit Director or call the Helpline to report any suspected violations.

Do not improperly influence, coerce, manipulate or mislead any TJX auditor.

Interacting With Governments

We will deal honestly and fairly with government representatives and law enforcement agents. We will comply with valid governmental requests and demands for information.

Important Reminder

If properly identified government representatives seek to inspect a Company facility, ask them to wait while you contact your Manager or the TJX Legal Department (508-390-6550). If they will not wait, DO NOT prevent them from entering the facility.

No Waivers For Executive Officers

Waivers of this Code for Executive Officers of TJX are not permitted unless specifically approved by the Board of Directors and promptly disclosed to the Company's Shareholders.

Do:

- ✔ Avoid conflicts of interest or the appearance of conflicts of interest.
- ✔ Act only in the best interests of the Company.
- ✔ Prepare Company records accurately.
- ✔ Cooperate with auditors and other investigators.

Don't:

- ✘ Accept gifts.
- ✘ Buy or sell Company stock or other securities if you have material non-public information.
- ✘ Reveal comparative store sales or other Company confidential information.
- ✘ Destroy Company records without authorization.

Our Commitment To Our Communities

TJX is committed to being a good Corporate citizen in the Communities where we operate.

Payments To Government Officials And Others

Do not offer gifts or give payments, gifts, or anything of value to any government official or employee, political party, or any candidates for political office in an attempt to obtain a benefit, decision, or action.

Do not offer or give any payment, gift or anything of value to someone if you know or suspect that they will, in turn, offer or give it to any government official or employee, political party or political candidate for such purposes.

Political Contributions

Do not use Company funds for political contributions.

Do not pressure another Associate to make an individual contribution to a political campaign.

No one may use Company premises, time, equipment or Associates to support any political issue or candidate.

The Environment

We are committed to protecting our environment. You must become familiar with the environmental rules and regulations that affect your job, especially those related to the use and disposal of hazardous substances.

Acting Ethically With Integrity Is An Essential Part Of Every Associate's Job

If you have questions or concerns, talk to your immediate supervisor. If you are uncomfortable speaking with your supervisor, talk with your supervisor's manager or an executive or contact an Associate Relations or Human Resource Representative.

Other resources available to answer your questions, listen to your concerns or receive reports include:

TJX Compliance Officer

508-390-6570 or
complianceofficer@tjx.com

TJX Assistant Compliance Officer

508-390-6510 or
asstcomplianceofficer@tjx.com

TJX Corporate Internal Audit Director

508-390-6540 or
corporateauditdirector@tjx.com

TJX Legal Department

508-390-6550 or lawyer@tjx.com

Winners Compliance Officer

905-405-7530 or
winnerscomplianceofficer@winners.ca

T.K.Maxx Compliance Officer

01923 473821 or
tkmaxxcomplianceofficer@tkmaxx.com

Toll-free Helpline Contact Information

TJX/WMI Helpline 800-TJX-6488
T.K.Maxx Helpline 0800-328-1542