Kohl's Private & Licensed Brand Protection & Product Disposition Policy

Effective Date: November 6, 2026
Version: 1.0

Purpose

This policy establishes requirements to protect Kohl's physical and digital assets for its Private and Licensed Brands, including but not limited to: intellectual property, branded materials, business information, product components and finished products throughout manufacturing, storage, transportation, distribution, and final disposition.

Policy Statement

Kohl's must protect its private and licensed brands, including those products' labels, trims, packaging, artwork, samples, style attributions, specifications, finished products, and related proprietary documentation, from unauthorized access, misuse, theft, counterfeiting, diversion, sale, or redistribution.

Scope

This policy applies to all vendors, facilities, subcontractors, warehouses, logistics providers, salvagers, retailers, and resellers handling Kohl's Private & Licensed Brand assets or products.

1. Governance & Accountability

To protect Kohl's Private and Licensed brands:

- Assign a Brand Protection Coordinator and maintain documented procedures consistent with this Policy.
- Establish clear ownership and roles for implementation and maintenance of this Policy across Design, Sales, Merchandising, Quality, Production, Warehouse, Security, HR, Compliance, Finance, and IT.

- Assign clear departmental accountability for maintenance, security and storage of private and licensed assets, including Kohl's documents, samples, and branded materials while those assets remain under each department's control or possession.
- Conduct periodic audits and an annual management review to verify compliance with this Policy, and, as needed, that corrective actions have been implemented and are effective.
- Obtain Kohl’s approval before any sale, redistribution, donation, destruction, or transfer of branded products. See Appendix B for additional details.
- Implement data protection policies for any proprietary, confidential, or sensitive information; including but not limited to samples and documents.

2. Secure Storage & Access

- Store branded materials including labels and hangtags, samples, finished goods, and proprietary documents in secured areas.
- Limit access to authorized personnel and maintain access and visitor records with a designated individual responsible for each secured storage location.
- Where applicable, routinely verify that security systems are functioning.

3. Inventory & Production Controls

To protect Kohl’s Private and Licensed Brands:

- Manage quantity by ordering labels and branded collateral against vendor-set tolerances to maintain continuity in production. Use existing inventory before placing new orders and document MOQ-related excess.
- Maintain traceability for receipt, issuance, use, return, rejection, destruction, and inventory on hand for WIP, finished goods, cancelled inventory, obsolete inventory, excess inventory, and rejected product.
- Issue branded materials only for approved production quantities and designated workstations.
- Record all branded material movement by PO, style, quantity, and production line..
- Reconcile inventory daily, at shift end, and at style completion.
- Secure all unused, excess, defective, returned, or rejected products or branded materials.
- Investigate and document all inventory discrepancies.
- Perform routine physical inventory counts and reconcile against inventory records, maintain documentation throughout.
- Ensure no branded labels, trims, or packaging remain on production lines after shift completion.

4. Samples, Documents & Information Security

- Secure samples, Tech Packs, BOMs, artwork, specifications, patterns, and digital files.
- Maintain sample movement records and separate samples by brand while identifying each sample by style, sample type, and approval status.
- Maintain documented loan, transfer, return, and custody records for all controlled samples.
- Keep samples covered or packaged to prevent contamination, damage, loss, or unauthorized viewing.
- Return production reference samples to secure storage immediately after use (e.g. sample closet).
- Prohibit unauthorized copying, photography, printing, sharing, downloading, or reuse of proprietary information.
- Restrict system access, control external storage devices, and password-protect confidential files.

Controlled Documents

- Require authorization before copying Tech Packs, artwork, trim cards, worksheets, or other proprietary documents.
- Require each receiving department to safeguard proprietary documents while under its custody.
- Reconcile all originals and controlled copies at production completion.
- Ensure all revised proprietary documents clearly display the revision level, revision date, and approval reference.

5. Visitor, Facility & Subcontractor Controls

- All visitors must be identified, registered and escorted at all times while restricting access to sensitive areas.
- Prohibit visitors and employees from photographing, filming, or recording Kohl's facilities, products, samples, production processes, or proprietary information without prior authorization.
- Display "No Photography" signage at facility entrances and throughout sensitive areas.
- Maintain inbound and outbound records for outsourced production.
- Maintain full accountability for all products transferred to subcontractors, including defective or damaged goods, and ensure all transferred products are returned unless otherwise authorized by Kohl's.

- Investigate and document all shortages or discrepancies involving subcontracted production.
- Do not transfer branded materials, products, or proprietary information to unauthorized locations.

6. Distribution & Chain of Custody

Maintain traceability records for all Kohl's related products or assets (and their components) from the point of origin through final disposition, including but not limited to:

- PO, style, UPC, and quantity
- Origin and destination
- Carrier and tracking details
- Warehouse or consolidator
- Transfer history
- Current location
- Final disposition

Cancelled, returned, excess, defective, or unshipped products must remain on secure hold until Kohl's provides written direction.

7. Product Disposition

Unless authorized by Kohl's in writing, no third party may dispose of, sell, transfer, or redistribute Kohl's branded products. Kohl's reserves the right to determine use of affected products. See Appendix B for additional information.

8. Sell-Off & Redistribution

Written Kohl's approval is required for cancelled POs, RTVs, overruns, production leftovers, excess inventory, or rejected product. See Appendix B for additional information.

Unless specifically approved, products may not be sold or redistributed:

- Within North America
- Through online channels
- During the original selling season

Before approved sell-off or redistribution:

- Remove or permanently obscure Kohl's labels, hangtags, price tickets, RN number, packaging, and other brand references.
- Do not sell products with permanent branding that cannot be removed without damaging the item.
- Provide product, quantity, destination, sales-channel, and reseller details.
- Obtain written confirmation that all third parties will comply with Kohl's requirements.
- Provide evidence of de-branding upon request.
- See Appendix B for necessary documentation.

9. Destruction

- Obtain written Kohl's approval before destruction of any units or materials.
- Keep goods secured until destruction is complete.
- Render products and brand identifiers unusable.
- Maintain inventory reconciliation, authorization, destruction records, witness signatures, and photographic or video evidence captured before, during, and after destruction.
- Destruction documentation must include the date, time, location, destruction method, buyer/brand, style & PO, item description, quantity or weight destroyed, and the names, departments, and signatures of personnel performing and witnessing destruction.
- Ensure destruction permanently renders both the product and brand identity unusable and irrecoverable.
- Comply with all applicable legal, customs, environmental, health, and safety requirements and obtain required regulatory approvals where applicable.
- Protect confidential buyer information when capturing destruction evidence.
- Open burning is prohibited unless expressly permitted by local law and approved by Kohl's.

See Appendix B for necessary documentation.

10. Incident Reporting, CAPA & Training

Immediately notify Kohl's of:

- Lost or stolen assets
- Unexplained inventory shortages
- Unauthorized access, production, subcontracting, transfer, or sale
- Suspected counterfeiting or diversion
- Security or data breaches

Significant incidents require documented containment, root-cause analysis, corrective and preventive action, and effectiveness verification.

Train applicable employees and subcontractors annually and retain training records.

- Verify CAPA effectiveness before closure.
- Review inventory discrepancies, security incidents, audit findings, CAPAs, and training completion during the annual management review.
- See Appendix B for necessary documentation.

11. Records, Audit & Compliance

Maintain all required inventory, production, access, shipment, disposition, training, audit, and CAPA records for Kohl's review.

Failure to comply may result in corrective action, financial recovery, suspension of production or shipment, removal of approval status, termination of the business relationship, or other remedies available to Kohl's.

Appendix A: Policy Adherence Checklist

Facilities (including subcontractors) must demonstrate the following for all Kohl's related products and assets (and their components):

- ☐ Secure storage and controlled access
- ☐ CTPAT Security Criteria
- ☐ Inventory and movement reconciliation
- ☐ Daily issuance and return controls
- ☐ Sample and document security
- ☐ Finished-goods and shipment traceability
- ☐ Sell-off, de-branding, and destruction records
- ☐ Incident reporting and CAPA
- ☐ Annual training, internal audits, and management review
- ☐ No Photography controls and signage
- ☐ Design and data protection and control
- ☐ Routine physical inventory reconciliation
- ☐ Controlled-copy logs and document reconciliation
- ☐ Document revision control
- ☐ Sample identification and traceability records
- ☐ Production-line end-of-shift clearance
- ☐ Before-, during-, and after-destruction photo evidence
- ☐ Legal, customs, environmental, health, and safety compliance

☐ CAPA effectiveness verification

Appendix B: Reference Forms

Vendors are required to comply with Kohl's terms, policies, and expectations provided by Kohl's.

Review the below documents listed in Klink, as needed:

- Sell-Off/Redistribution Request (Section 8)
    - *Klink > Resources > Private and Exclusive Brands > Quality Assurance > Kohl's Private Brand Protection Policy Sell Off Redistribution Form*
- Certificate of Destruction (Section 9); *Vendor to provide upon Kohl's request*
- Brand Protection Incident and CAPA Report (Section 10); *Vendor to provide upon Kohl's request*

Appendix C: Required Documents

Vendors are required to comply with ***all*** terms, policies, and expectations provided by Kohl's.

Review and comply with the below documents listed in K-Link:

- Terms and Conditions
- Business Partner Code of Conduct
- Terms of Engagement
- Kohl's CTPAT Requirements and Resources
- Supplier Anti-Corruption & Ethics Training
- Kohl's PDP Copy Guide(s)

Appendix D: Compliance Stakeholders

For questions, concerns, and escalation, see below contacts responsible for enforcing requirements.

- Enterprise Risk | governance@kohls.com
- Environmental Compliance | environmentalcompliance@kohls.com
- Factory Compliance | factory.compliance@kohls.com
- Legal | legal@kohls.com
- Global Vendor Operations | Vendor.Communication@kohls.com
- Quality Assurance | Quality.Assurance@Kohls.com