

**BEING the  
TRUSTED  
PARTNER.**



**PETSMART**  
CODE OF ETHICS & INTEGRITY



## A MESSAGE FROM OUR CEO

“

At PetSmart, we are the trusted partner to pet parents and pets, a reputation we've earned through our commitment to doing what's right and leading with integrity. Our success is rooted in the trust we build and maintain with each other, our business partners and our communities. Across our stores, distribution centers and home offices, our collective success is defined both by our individual decisions and actions, and the way we work together.

Making good decisions is what our Code of Ethics & Integrity (our Code) is all about. Our Code outlines expectations for how we do business and work together at PetSmart, and the ethical and legal responsibilities that we share.

Our Code is comprehensive, but it's not intended to provide guidance on every situation we might encounter. If you have questions, are faced with situations where you aren't sure what to do, or have concerns about whether we are living up to the standards that have been set in our Code, we encourage you to let us know. You can do this by using any of the Speak Up resources included in our Code.

It's up to each of us to make ethical decisions consistent with PetSmart's values and our Code. That's how – every day, with every connection – we do our best for pet parents, pets, each other, our business partners and our communities.

Thank you,



J.K. Symancyk  
President and CEO | PetSmart, Inc.

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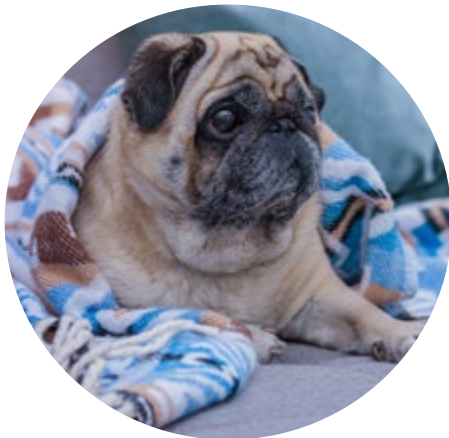
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## **OUR VISION**

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We love pets, and we believe pets make us better people. PetSmart is the trusted partner to pet parents and pets in every moment of their lives.

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## **OUR MISSION**

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Every day with every connection, PetSmart's passionate associates help bring pet parents closer to their pets so that they can live more fulfilled lives.



## PASSION FOR PETS AND PEOPLE

We unconditionally love pets and have a passion for serving the needs of pet parents. We are devoted to helping pets live their healthiest, happiest lives.



## ACCOUNTABLE TO THE PACK

We do what's right, deliver on commitments and own the outcomes of our actions. Each of us plays an active role in growing the business and finding solutions.



## LEARN NEW TRICKS

We are always curious, try new things and learn from our mistakes. Every day is an opportunity to be better.



## PLAY TO WIN

We see each day as a competition to be won. We embrace challenges, take prudent risks and celebrate successes.



## UNITED TOGETHER

We promote belonging and inclusiveness where individuals with diverse backgrounds and talents can excel. We know that by working together, we can accomplish great things.

# USING OUR CODE TO MAKE GOOD DECISIONS

## Why Do We Have a Code of Ethics and Integrity?

We make decisions every day at PetSmart that matter to pet parents, their pets, our fellow associates, our business partners and our communities. Our reputation and business success depend on us making choices that reflect our values, our policies and the law. Therefore, our Code of Ethics & Integrity (our Code) was created to help us make choices consistent with PetSmart's high business standards. When we have a concern or face a difficult decision, our Code is our guide.

## What Are My Responsibilities Under Our Code?

Each of us is expected to review the Code and understand how it applies to our role at PetSmart. PetSmart also has policies and procedures that provide more detailed information and requirements to help us make good choices. References to these policies and procedures are present throughout the Code and can be found in PetSmart's Policy and Procedure Library on Fetch. You are expected to follow the Code and all policies and procedures that apply to your role.

## Who is Covered by Our Code?

Our Code applies to everyone at PetSmart, including associates, officers and directors.

## What if I Have Questions or Concerns About My Responsibilities Under Our Code?

While our Code is a valuable guide, it cannot cover every question we might have. When we are not sure what to do, we have a responsibility to

ask questions and raise concerns. We do not have to decide on our own how best to proceed in uncertain situations; we have resources to help us. We refer to these resources as our Speak Up resources, and they are included in our Code.

## What Are the Consequences of Violating Our Code?

Making poor choices can lead to significant consequences for you and for PetSmart. Violating our Code, our policies or the law, or otherwise acting unethically, means you may be subject to legal action and discipline that could include termination of employment.

## What Are My Responsibilities as a Leader?

Our leaders guide our pack and accept additional responsibilities under our Code. They serve as role models for behaving ethically and ensure that we adhere to our values and our Code. Leaders can show their commitment to doing the right thing by always:

- Maintaining an "open door" environment and encouraging associates to ask questions and report concerns
- Understanding both how to resolve concerns, and how – and when – to escalate concerns to Human Resources, the Legal Department, Internal Audit and Loss Prevention and Safety
- Fostering open dialogue and consistent communication about our values, our Code and doing what's right
- Delivering a strong, consistent anti-retaliation message and ensuring that any retaliation is reported immediately

If you are faced with a difficult decision and you are not sure what to do...



### STOP

Stop and take time to consider the impact your decision will have. Ask yourself if the intended course of action is consistent with PetSmart's mission and values.



### CHECK

Look to our Code and our policies. Consider how your decision will impact PetSmart, our customers, your fellow associates or others.



### SPEAK UP

Still not sure what to do? Then ask. Our Speak Up resources, beginning with your leader, are here to answer your questions and help guide your decision.



# SPEAK UP: HOW TO ASK A QUESTION OR RAISE A CONCERN

PetSmart is committed to doing the right thing, but we cannot address concerns and solve problems unless we know about them. We don't just encourage—we expect—all associates to raise questions and concerns about PetSmart's business practices and their work environment by using our Speak Up resources.

If you ever feel as though PetSmart, any associate or any business partner is not living up to the standards of our Code, we expect to hear from you.

When you make a report, it is important that you are open and honest, and that you provide as much information as you can, so that we can respond properly.

## **THERE IS NO TOLERANCE FOR RETALIATION**

We understand that it can be hard to come forward, and sometimes people are concerned about retaliation when they make a report or cooperate in an investigation.

Know this: PetSmart does not tolerate retaliation against associates who make a good faith or honest report, even if that report turns out to be inaccurate. Anyone who engages in retaliation against someone who makes a good faith report or cooperates with an investigation will be subject to discipline, which may include termination of employment.

PetSmart fully investigates reports made through our reporting resources in a professional and respectful manner, and investigations are kept as confidential as possible. If your report is substantiated, PetSmart will take prompt and appropriate action. When possible and appropriate, or when required by law, we will share the outcome of the investigation with the person who reported the concern.



## **OUR SPEAK UP RESOURCES INCLUDE:**



**Your Leader or Any Leader**



**Human Resources**



**The CareSmart Hotline**

1-800-738-4693

<http://caresmart.ethicspoint.com>



**The Legal Department**

[ethicsandintegrity@petsmart.com](mailto:ethicsandintegrity@petsmart.com)



**The Internal Audit Department**

[internalaudit@petsmart.com](mailto:internalaudit@petsmart.com)



**Loss Prevention & Safety Department**

Your leader is a good place to start if you have questions, but if you are uncomfortable bringing your concerns to your leader or to other internal resources, CareSmart allows you to make an anonymous report through a service that is operated by an independent third party.



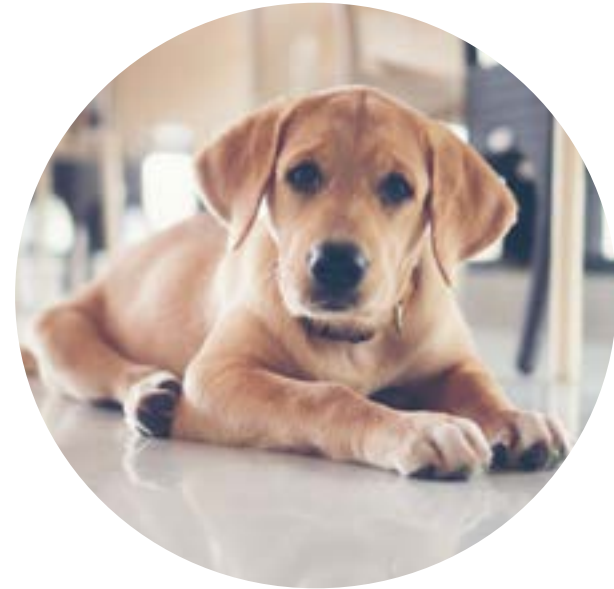
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# PROTECTING PET HEALTH & SAFETY

At PetSmart, we love pets and are devoted to helping pets live their healthiest and happiest lives. Protecting the health, safety and well-being of all pets is at the core of our values. So, whether you make decisions about the products we sell, the pets in our stores, or the services we provide, or you perform any supporting role in between, we expect that the best interest of pets is central to every decision you make. In this way, we earn the trust pet parents have in us to provide the best possible care for their pets.



## SPEAK UP

If you have any questions or need to report any concerns regarding the safety or health of pets, immediately contact the leader on duty, your Store Leader, your District Leader, CareSmart or your regional Loss Prevention and Safety partner.

## LEARN NEW TRICKS



**Q:**

**A pet parent brought her dog in for grooming. I was performing a hands-on pet assessment and noticed that the dog's coat was severely matted. I didn't feel that we could complete the groom without causing injury to the pet. I declined performing the service and recommended that the pet parent have her dog groomed at a veterinarian. Did I do the right thing?**

**A:**

Yes. Putting pet health and safety first is how we maintain PetSmart's reputation as a trusted partner. Declining the service and advising the pet parent to visit the veterinarian shows her that we care for the safety and well-being of her pet. If you are ever unsure what the right decision is, please ask your leader for guidance.



For more information, please see our Policy and Procedure Library on Fetch.

# CREATING AN EXCELLENT CUSTOMER EXPERIENCE FOR ALL PET PARENTS

We are passionate about providing an excellent customer experience for all of our pet parents. As trusted partners, we treat all those who enter our stores or interact with us in any other way with courtesy at all times. We avoid exposing pet parents and pets to hazards and maintain a safe and welcoming environment for everyone. It is never okay to discriminate or fail to treat all of our customers with the utmost respect.



## LEARN NEW TRICKS



**Q:** I notice that a fellow associate sometimes follows and monitors young men dressed a certain way who come into the store. She has also made comments about the young men and theft. These things seem wrong to me. What should I do?

**A:** You should report your concerns to your leader or to one of the Speak Up resources in our Code. When you have doubts about whether we are treating our customers with the utmost respect, or if you observe fellow associates behaving in ways that cause you concern, it is important to Speak Up about it.



For more information, please see our Policy and Procedure Library on Fetch.

# PROVIDING SAFE PET FOOD & PRODUCTS

Pet parents rely on us to ensure the safety of the food and products we provide for their pets. We are committed to complying with all applicable food and product safety laws and to providing quality food and products that are safe and reliable for our customers.

We select vendors and manufacturers who share our commitment to safety and who have the expertise and experience to meet our high standards and expectations. The vendors and manufacturers that we use for our proprietary brands must submit to our vigorous testing and verification processes to ensure they are adhering to the requirements we set. If an issue arises that could pose a risk to the safety of our pet food or products, we take swift action to investigate the issue and, where necessary, withdraw or recall products from our stores.



## **SPEAK UP**

If you have a concern regarding the safety of our food or products, including concerns about a vendor compromising our safety standards, contact your leader or one of the Speak Up resources in our Code.

# ENSURING OUR MARKETING & ADVERTISING IS TRUTHFUL

Our customers expect our marketing communications to be truthful and provide the information they need to make sound purchasing decisions. We follow truth-in-advertising laws and provide customers with accurate and complete information about our products and services. Associates whose work involves marketing, advertising or customer communications must ensure that our product or service claims, promotions or other advertising are true and adequately substantiated.



For more information, please see our Policy and Procedure Library on Fetch.

# PROTECTING CUSTOMER PRIVACY

Pet parents trust us to handle their personal information with care, and we take that responsibility seriously. We collect, use, retain and share customer information according to applicable laws and our privacy policies, and take appropriate steps to protect it from loss, misuse or unauthorized disclosure.

Personal information includes a pet parent's name, physical address, email, phone number, credit or debit card information and any other identifying information.

We respect our customers' privacy, and we do not disclose, access or use their personal information unless we have authority to do so. If you are unsure what our policy is regarding the use of personal information, or how it might apply to your role, ask your leader. If you know or suspect that a customer's personal information has been lost, misused or improperly accessed or disclosed, please immediately contact your leader, Loss Prevention and Safety, Information Security ([threat@petsmart.com](mailto:threat@petsmart.com)) or CareSmart. The loss, misuse or improper access or disclosure of our customer's information not only violates our Code and our values but may also be against the law and can lead to significant civil or criminal penalties.



## LEARN NEW TRICKS



**Q:** I overheard a fellow associate say he was going to see if he could find a customer's phone number in our records so that he could ask her out. What should I do?

**A:** You should always report any situation where a customer's personal information might be misused or disclosed. If you believe an improper disclosure has occurred, you should contact your leader, Human Resources, Loss Prevention and Safety or CareSmart.



For more information, please see our Policy and Procedure Library on Fetch.





# UNITED TOGETHER

## Our Responsibilities to Each Other

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# PROMOTING BELONGING, DIVERSITY & INCLUSION AT WORK

PetSmart is committed to creating and maintaining a culture of inclusion where all associates can excel. Not only is it the right thing to do, but we know that PetSmart's success depends on it. Embracing the diverse backgrounds, experiences and talents of all PetSmart associates makes PetSmart a stronger company for pet parents, pets, each other, our business partners and our communities.

We are all responsible for contributing to PetSmart's welcoming culture of belonging by treating each other with courtesy and respect. PetSmart does not tolerate any form of discrimination or harassment, including sexual harassment, bullying or harassment based on protected characteristics. We are likewise committed to ensuring equal employment opportunities without regard to protected status.

Behavior that creates an unwelcome, intimidating, hostile or offensive workplace will not be tolerated and should be reported immediately to your leader, Human Resources, the Legal Department or CareSmart.

PetSmart also does not tolerate retaliation against those who report harassing or bullying behavior. Those who engage in retaliation may face discipline, up to and including termination of employment.

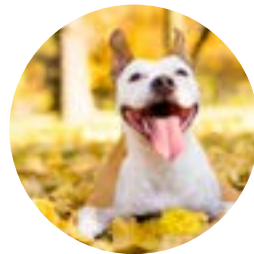
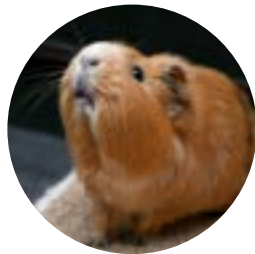
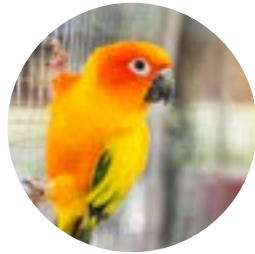
Everyone must play an active role for PetSmart to provide an environment of respect, inclusion and equal opportunity. We look for the best in everyone and evaluate associates based on their skill, performance, integrity and commitment to our goals. We do not treat job candidates, associates, customers or partners less favorably or express bias based on characteristics such as: race or color; national origin, ancestry or ethnicity; religion; sex, gender or pregnancy; sexual orientation, gender identity or gender expression; age; marital status; same-sex partner status; family status; military or veteran status; disability (physical or mental impairment or medical condition); genetic information (personal or family); citizenship status; or any other characteristic protected by law.



We value your feedback and want to hear from you. Please contact us at [belonging@petsmart.com](mailto:belonging@petsmart.com).

Harassing or bullying behavior can include, but is not limited to:

- Making offensive comments, slurs, gestures or jokes
- Displaying offensive photos, videos or drawings
- Sending or posting offensive emails, texts or social media messages
- Engaging in unwanted touching
- Pressuring a fellow associate to engage in a personal relationship
- Being verbally or physically threatening, intimidating or abusive
- Stereotyping or otherwise disparaging someone based on a protected characteristic



## LEARN NEW TRICKS



**Q:** I have noticed that some of the associates in my store pick on another associate and sometimes call him names. What should I do?

**A:** You should report the behavior to your leader or one of our Speak Up resources. We do not tolerate bullying or harassing behavior from our associates, so we must Speak Up when we experience harassment or see others experiencing it.



For more information, please see our Policy and Procedure Library on Fetch.

# KEEPING OUR WORK ENVIRONMENT SAFE

PetSmart is committed to creating and maintaining a safe work environment and has implemented safety programs to keep people and pets safe in our workplaces. Associates are responsible for doing their part to maintain a safe work environment and for following all safety programs that apply to their roles. If you are ever unsure of what safety rules or procedures apply to your role, ask your leader; if you become aware of any conditions or conduct that may threaten the safety of people or pets, report the situation immediately using our Speak Up resources.

## THREATS AND VIOLENCE

Violence, threats of violence and intimidation are not allowed in our workplace. You are expected to use our Speak Up resources to immediately report any violence, threat of violence, intimidation or other behavior that has resulted or could potentially result in harm to associates, customers or others in our workplace. Weapons are not permitted in our stores, distribution centers or corporate offices, unless authorized by PetSmart Corporate Security.

## DRUGS AND ALCOHOL

We must never work while under the influence of alcohol or drugs, including prescribed medication if it impairs the ability to work safely. The use, possession or distribution of illegal drugs in our workplace is also prohibited. We are also not permitted to consume alcohol on company property or at company functions, with the exception that associates of legal drinking age may consume alcohol in moderation at authorized company functions as permitted by their leader.



### **SPEAK UP**

If you believe there is an immediate danger, you should refer to PetSmart's emergency response procedures or dial 9-1-1.

# PROTECTING ASSOCIATE PRIVACY

At PetSmart, we respect and protect any personal information entrusted to us. Those of us with access to employment records may learn about associates' identities, finances, health or other personal information. We should access, use and share this information only as needed when fulfilling legitimate business duties for PetSmart.

If you work with other associates' personal information, you must take care to keep it confidential and follow all applicable policies, procedures and laws that apply to access and use.

If you are unsure what rules might apply, or if you have questions about the use of associate personal information, please contact your leader or any resource in our Code. In addition, if you have reason to believe that associate information has been stolen or lost, or improperly disclosed or used, or that our policies for safeguarding associate information are not being followed, please immediately contact your leader, Loss Prevention and Safety, Information Security ([threat@petsmart.com](mailto:threat@petsmart.com)) or CareSmart.



## LEARN NEW TRICKS



**Q:** I'm a Store Leader, and I received an email that says it is from the Phoenix Home Office and asks me to provide a complete list of the names and Social Security numbers for all the associates in our store. The email says that this information is critical and should be sent right away. What should I do?

**A:** This is a request for sensitive information that must be handled according to our data privacy policies and procedures. Do not respond or open any attachments. Instead, report the email to your leader, regional Loss Prevention and Safety partner, Information Security ([threat@petsmart.com](mailto:threat@petsmart.com)) or CareSmart so that they can verify the validity of the email. We must be wary about sharing associates' personal information unless we are certain it is for a valid and specified business purpose.



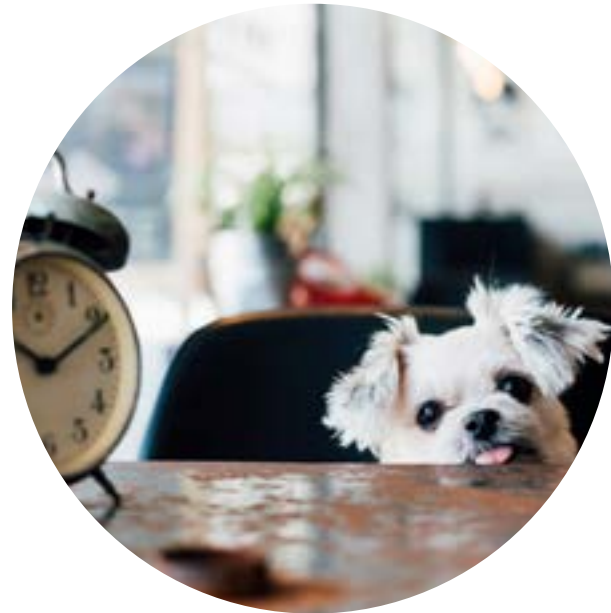
For more information, please see our Policy and Procedure Library on Fetch.

# KEEPING TIME ACCURATELY

PetSmart is committed to ensuring our associates are paid for their work fairly, accurately and in a timely manner. If you are an hourly associate, this means that in order to ensure you are compensated fully, you must use our timekeeping system to carefully and accurately record all the time that you actually work, including time worked outside of normal schedules.

You should record only your own time and never record time for another associate. If you know or suspect there has been an error in timekeeping or in your pay, let your leader know immediately. “Off the clock” work is never permitted. Just as associates should never record time not worked, working off the clock is a violation of our Code, our policies and the law.

Leaders of non-exempt associates are responsible for ensuring these associates take all required breaks and accurately account for all time worked.



## LEARN NEW TRICKS



**Q:** A fellow associate forgot to clock out at the end of her shift over an hour ago. She contacted me and asked me to sign her out at the time she actually left. What should I do?

**A:** You may not honor her request. Our policy is clear: we never record time for another associate. Your fellow associate is responsible for recording her own time and requesting an approved adjustment to her recorded stop time.



For more information, please see our Policy and Procedure Library on Fetch.







# PLAY TO WIN

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# AVOIDING CONFLICTS OF INTEREST

Every day, when we come to work, we should make objective decisions that are in the best interest of PetSmart. When we allow our personal interests to interfere with or influence decisions on behalf of PetSmart, that is a conflict of interest. Even potential conflicts of interest can appear to bias our decision-making and damage trust with our customers, business partners and fellow associates.

Not only do we expect associates to avoid actual conflicts of interest, but we also expect associates to avoid situations that may give the appearance of a conflict of interest. In cases where you believe a potential or actual conflict of interest exists, you must disclose it immediately to your leader, Human Resources, and the Legal Department so that they can help resolve the situation.

Some common conflicts of interest that you must disclose include:

- You or a family member has a substantial financial interest (excluding an interest of less than 1% in the stock of a publicly-traded company) in a PetSmart competitor or business partner, including suppliers, vendors or contractors
- You transact business on behalf of PetSmart with a company in which you or a family member has a substantial financial interest
- You have outside employment, an independent business venture or you otherwise provide consulting or other services outside of PetSmart to a company competitor or business partner, including suppliers, vendors or contractors



If your role involves selecting our company's business partners, including vendors and suppliers, you must do so based only on their suitability and capabilities and never because of any personal benefit you might receive or any other conflict of interest. Alert your leader, Human Resources and the Legal Department when you have a friend or family member who works for or has an ownership interest in any potential business partner.



## **SPEAK UP**

Conflicts of interest can be confusing, and the line between professional and personal interests can easily become blurred. If you have questions or concerns about conflicts of interest, please contact your leader, the Legal Department or Human Resources.

## LEARN NEW TRICKS

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**Q:** **My brother has a company that designs and sells innovative pet products. I would like to hire his company to design some products for PetSmart. Can I do this?**

**A:** As a general rule, you may not engage your brother's company to provide services to PetSmart. In this instance, you should disclose the potential conflict of interest to your leader and the Legal Department. Together, they can determine if there are steps that can be taken to remove your involvement in the selection process and ensure that decisions are made in the best interest of PetSmart.

**Q:** **After grooming for a few years, I've come to believe that there are several pet parents who would hire me to groom their dogs when I am not working at the store. Is it okay to start up a small side business?**

**A:** No. You cannot pursue any work you learned about through your role at PetSmart, and you cannot compete with PetSmart. If you are considering outside business opportunities or if you have any questions, you should contact your leader, the Legal Department or one of our other Speak Up resources.

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For more information, please see our Policy and Procedure Library on Fetch.

# NAVIGATING PERSONAL RELATIONSHIPS AT WORK

We recognize and respect that associates may have close personal and familial relationships with, and socialize with, other associates outside of work. You should use good judgment to make sure these relationships don't negatively impact your work for PetSmart, the work environment or your ability to supervise others.

We must not exhibit favoritism or open displays of affection nor base any business decisions on emotions or friendships; our business decisions must be made only in the best interest of PetSmart.

If you are related to or have a romantic or close relationship with an associate you directly or indirectly supervise, or if you are involved in any relationship that could create a real or perceived conflict of interest, you must immediately disclose the relationship to Human Resources and your leader.



## LEARN NEW TRICKS



**Q:**

**I recently started dating an associate at a different store. Is this okay?**

**A:**

The answer will depend on your roles and whether the relationship could create the appearance of favoritism or a conflict of interest. You should disclose the relationship to Human Resources and your leader, who will help you navigate the situation.



For more information, please see our Policy and Procedure Library on Fetch.

# PUTTING PETSMART FIRST WHEN IT COMES TO BUSINESS OPPORTUNITIES

Through our work at PetSmart, we may become aware of certain business opportunities. However, those opportunities belong to PetSmart. If you become aware of any actual or potential business opportunity that relates to PetSmart, you may not take advantage of the opportunity or share the opportunity with anyone outside PetSmart without first receiving the approval of the Legal Department. The duties of directors and officers with respect to corporate opportunities are subject to the terms of the Company's governing documents.

## TRADING SECURITIES LAWFULLY & FAIRLY

While working for PetSmart, you may learn material, non-public information about our company or one of our business partners.

“Material, non-public information” is information that is neither public nor widely disseminated and that a reasonable investor would think is important in making a trading decision, such as information about an upcoming merger or a new strategy.

We never engage in insider trading – the illegal buying or selling of any securities (whether they are PetSmart securities, Chewy, Inc. securities or another company's securities) using any material, non-public information. We also never provide material, non-public information to others so that they might trade on such information. This is known as “tipping,” and it is also illegal.

In addition to being against the law, insider trading or allegations of improper trading of securities by our associates can cause negative publicity for PetSmart and significant damage to our reputation and business.



### **SPEAK UP**

If you know about a potential or accidental disclosure of material, non-public information, or if you have questions or concerns about trading, please contact the Legal Department or email [tradingcompliance@petsmart.com](mailto:tradingcompliance@petsmart.com).



For more information, associates should refer to our Insider Trading Policy, which can be found in our Policy and Procedure Library on Fetch.

# AVOIDING CORRUPTION & BRIBERY

We will never compromise our integrity or our reputation in order to achieve a business goal. As part of our commitment to acting honestly, ethically and in compliance with the law, we must never take or offer any form of bribe. In addition, we must never ask or allow a third party to make or accept a bribe on our behalf.

Bribes not only violate our Code and our standards for ethical business practices but they are against the law and can lead to significant civil or criminal penalties. We must avoid situations where an item of value we are providing or accepting might appear to influence a business decision.

Bribery issues can be complex, so please contact the Legal Department, Internal Audit or CareSmart if you have any questions or need to report any issues.

A bribe is something offered or accepted to influence decision making or secure business. In addition to cash, bribes can be anything that has value, including gifts, favors, charitable and political contributions or entertainment.

## LEARN NEW TRICKS



**Q:** A logistics partner tells me that a reasonable “fee” paid to the right person will get our products released from an overseas port controlled by a foreign government agency. The partner suggests that he pay the “fee” for us. Is this okay?

**A:** No. We do not allow our partners to engage in any acts we cannot engage in ourselves. Even small payments to foreign government officials are illegal under many laws, and making such payments is always against our policy.



For more information, associates should refer to our Anti-Corruption Policy, which can be found in our Policy and Procedure Library on Fetch.

# PREVENTING MONEY LAUNDERING

In pursuing business opportunities, we cannot allow PetSmart to become a conduit for money laundering. Money laundering is an illegal activity where individuals or organizations try to conceal the illicit source of funds (from activities such as terrorism, drug dealing or human trafficking) by funneling them through legitimate business transactions.

All associates should be on alert for transactions that might signal a problem. Potential money laundering signs to watch out for include business transactions in which a business partner:

- Provides vague or fictitious information
- Asks for an unusual transaction that has no business purpose
- Gives unusual payment instructions or has an odd transaction pattern or payment instructions
- Changes the terms of an agreement or payment at the last minute



## **SPEAK UP**

If you notice any of these signs or any other suspicious activity, immediately alert your leader and the Legal Department, or report the matter to Internal Audit or CareSmart.

# COMPETING FAIRLY

We believe that everyone benefits from a competitive marketplace, so we follow all laws that promote competition in the locations where we operate, and take care to avoid even the appearance of unfairly restricting another company's ability to compete. We also don't speak dishonestly about our competitors, and we don't seek competitive information using unethical or illegal means.

When dealing with our vendors, competitors or other business partners, we must never enter into an agreement – not even an informal or verbal understanding – that is intended to, or appears to be intended to:

- Fix or set prices
- Divide or allocate markets, customers or territories
- Improperly tie or bundle services by conditioning the purchase of one product or service on the purchase of another
- Boycott another company

If any of the topics in this section come up while you're interacting with a vendor, competitor or other business partner at a meeting or trade show or in any other setting, immediately stop the conversation and make it clear that you cannot participate in such discussions or arrangements. Report any such incidents to your leader and the Legal Department immediately.

Competition issues can be complex, so please contact the Legal Department if you have any questions or need to report any concerns.

## LEARN NEW TRICKS



**Q:** While I was attending an event sponsored by one of our vendors, a buyer from one of our competitors approached me and suggested that her company and PetSmart work together to negotiate better prices from some vendors. Is it okay to discuss this?

**A:** No. We cannot coordinate with our competitors. You should tell the buyer we are not interested, then immediately end the conversation and report it to your leader and the Legal Department.



For more information, please see our Policy and Procedure Library on Fetch.



# GIVING & RECEIVING GIFTS, MEALS & ENTERTAINMENT RESPONSIBLY

Exchanging gifts or sharing meals and entertainment with our business partners is one way to strengthen professional relationships. However, these exchanges can be inappropriate, and in some cases illegal, if they are intended to influence or appear to influence a business decision. All gifts, meals and entertainment that PetSmart associates offer or accept must serve a legitimate business purpose, be reasonable and appropriate in the context of the business occasion, and never reflect poorly on PetSmart's reputation.

In order to ensure that business courtesies do not influence, or appear to influence our business decisions or the business decisions of others, associates must comply with our Company's Gifts and Entertainment Policy and with our Anti-Corruption Policy, which set forth additional restrictions and requirements.



## LEARN NEW TRICKS



**Q:** I've been asked to participate in a local vendor-sponsored golf event at which I will be playing with several of the vendor's employees. May I attend the event?

**A:** This kind of business entertainment is generally acceptable on occasion. Prior to accepting the invitation, you should refer to our Gifts and Entertainment Policy and any department policies to determine whether participation is allowed and what approvals are required. If participating in the event would impair your ability to be objective or would otherwise influence or appear to influence a decision about the vendor, then you should decline the invitation.



For more information, associates should refer to our Gifts and Entertainment Policy and our Anti-Corruption Policy, which can be found in our Policy and Procedure Library on Fetch.

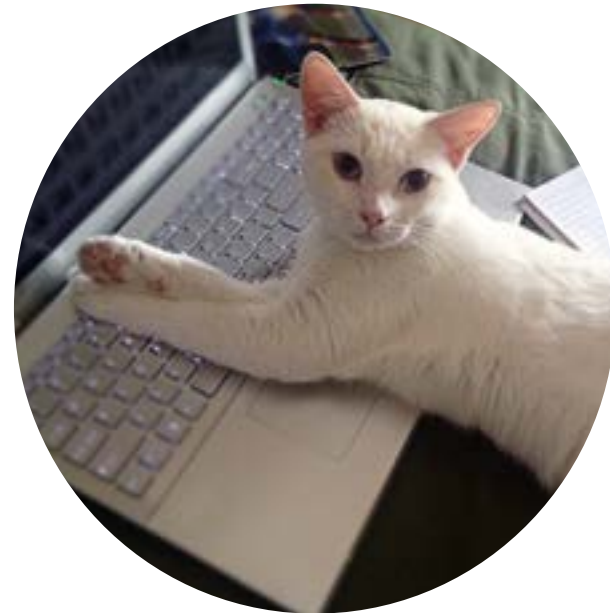
# USING BUSINESS ASSETS RESPONSIBLY

PetSmart's resources are to be used responsibly and only for business purposes. We must protect these assets, including cash, company records, equipment and store merchandise, from theft and abuse.

We must also use our technology assets, such as computers, tablets, phones and internet access, only for appropriate business purposes. All information and communications sent from, received by or stored in PetSmart's computer or network systems belong to the company. You should be aware that any use of company technology is not private, and PetSmart may access and review the information you send, receive or store for any business purpose.

Using our assets appropriately also means making responsible decisions about how we spend the company's money. You should always act only within your approved authority when negotiating binding agreements, signing any documents or otherwise acting on behalf of PetSmart. If you are unsure of your authority limit, you should discuss it with your leader.

You are expected to report theft, attempted theft, property damage and inappropriate uses of PetSmart assets immediately to your leader.



## LEARN NEW TRICKS



**Q:** A vending machine company contacted me about putting snack machines in some of the stores in my district. Can I sign an agreement to let them do it?

**A:** You must always act only within your approved authority. Before making any agreement on behalf of PetSmart, you must make sure you have the authority or have secured the appropriate approvals. If you are ever unsure about your approval authority, you should discuss it with your leader.



For more information, please see our Policy and Procedure Library on Fetch.

# PROTECTING CONFIDENTIAL INFORMATION

Company confidential information is a valuable asset that belongs to PetSmart, and we are each responsible for protecting it from unauthorized disclosure. At PetSmart, we diligently safeguard confidential information by following all applicable policies and procedures, including all security measures, and by being careful and prudent when we access, use, store or transfer it.

We share confidential company information with other associates only on a need-to-know basis and only when there is a legitimate reason for doing so. Before sharing confidential information with anyone outside the company, you must ensure that proper authorization has been obtained according to PetSmart policies and that any such third party has entered into a non-disclosure agreement with PetSmart. Please remember that your duty to protect confidential information continues even after your employment with PetSmart ends.



## **SPEAK UP**

If you have any questions about confidential information, please contact the Legal Department.

Confidential information that we must protect includes, but is not limited to:

- Financial information, including financial projections
- Business performance metrics and other information
- Customer and associate data
- Proprietary information, such as trade secrets, product designs, inventions and processes
- Strategic information, such as business plans, pricing and promotional plans, and other sensitive business information
- Confidential information that our business partners and other third parties share with us

## LEARN NEW TRICKS



**Q:**

**I travel frequently in my role at PetSmart and often must discuss confidential business plans with fellow associates while I'm on the road. Sometimes, I have these conversations on my cell phone while I'm in a taxi or taking public transportation. Is that okay?**

**A:**

No. To safeguard against making unintended disclosures, when you're discussing or handling our confidential information, you must avoid conversations in public areas. Our priority when using confidential information is keeping it safe and not revealing it to people with no business need to know.



For more information, please see our Policy and Procedure Library on Fetch.

# PROTECTING INTELLECTUAL PROPERTY

Because PetSmart's intellectual property assets are so valuable, we all share a responsibility to protect and use them according to company policies. PetSmart's intellectual property includes trademarks, patents, copyrights, trade secrets and inventions.

We also respect the intellectual property of others, including our business partners, and take care to ensure that our business activities do not infringe on the intellectual property rights of others. Failure to do so could result in significant legal and financial consequences for the company. You should also be aware that any intellectual property you create as part of your work for PetSmart belongs to the company.



## **SPEAK UP**

If you have any questions about intellectual property, including appropriate use of our trademarks, protecting intellectual property, or concerns about intellectual property infringement, you should contact the Legal Department.

# KEEPING ACCURATE BUSINESS RECORDS

PetSmart's records, including our financial records, must always truthfully reflect our business. Not only does creating and maintaining true and complete business records fulfill our strict obligations to provide accurate, comprehensive and timely financial results and required public disclosures, but doing so ensures that any reports we prepare based on our records are also accurate and complete.

We should never enter false or misleading information into our business records. We always cooperate with financial and internal audits and follow our policies and the law when issuing and filing any reports.

We must abide by all recordkeeping policies and procedures that apply to our role. We also must comply with all instructions from the Legal Department to preserve records, and we must never change, hide or destroy any records that we have been directed to preserve.



For more information, please see our Policy and Procedure Library on Fetch.

# FOLLOWING TRADE LAWS

Some of the products we source, sell or use are bought from or sold to foreign partners. There are complex laws that govern imports and exports, including requirements for conducting business internationally, paying duties and taxes, complying with permitting and licensing laws and other related activities. We must follow all applicable laws and regulations that govern this part of our business. If your role involves duties related to importing or exporting any products or technology, you must follow these laws.

Some business partners may want PetSmart to join them in boycotting a certain group or country. If you ever receive such a request, refuse it and immediately inform your leader and the Legal Department. In addition, when the U.S. government or another government imposes sanctions on certain individuals, groups or countries, PetSmart must abide by these restrictions, which may prohibit business transactions with those named in the sanctions.



## **SPEAK UP**

If you have any questions about sourcing, trade laws, boycotts or sanctions, please contact your leader or the Legal Department.

# RESPONDING TO GOVERNMENT REQUESTS

PetSmart cooperates with government authorities in connection with requests for information. If a government authority contacts you with a request for business information, you must immediately notify a member of the Legal Department who can assist with the inquiry.

We are always honest with government agencies and regulators, but it is important that only designated PetSmart associates handle these requests.



For more information, please see our Policy and Procedure Library on Fetch.

# COMMUNICATING RESPONSIBLY

Our external communications reflect on the PetSmart brand, so we must ensure that our communications about PetSmart are honest, consistent and delivered only by those authorized to speak on behalf of the company. If you are not so authorized, you must make sure that whenever you communicate in public forums, online or otherwise, you make it clear that you do not represent or speak for the company. Likewise, if a third party, such as a reporter or an analyst, asks you to speak for the company, politely refrain from answering any questions and direct them to our News Media Line (623-587-2177).

When it comes to social media, associates are expected to use good judgment. We know that many associates want to share their passion for pets and people with the world by using social media forums, blogs or public message boards. But think before you click “post” or hit “send.” The messages you post can impact your reputation and the reputation of PetSmart. Our Code and our policies apply to all forms of communication, so conduct such as revealing confidential information or engaging in harassing behavior toward fellow associates or customers is as unacceptable online as it is offline.

Associates who use their own social media accounts to promote our products and services are required to disclose their connection to PetSmart in order to comply with advertising rules and regulations. This disclosure allows customers to evaluate an associate’s statements while understanding the full context of the associate’s relationship with PetSmart.

**News Media Line  
623-587-2177**

## LEARN NEW TRICKS



- Q:** I saw that a pet parent posted false statements online about her pet’s treatment at my store, and I want to set the record straight. Is it okay to respond?
- A:** No. Even if you have the best of intentions, you cannot speak on behalf of PetSmart. It is best to report the issue and allow PetSmart’s Corporate Communications Team to handle any response.

## LEARN NEW TRICKS

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**Q:** PetSmart is offering a discount for first-time customers in our grooming salon, and I would like to share it with my friends on social media. Can I do this?

**A:** Although you are generally free to share or re-post an official PetSmart promotion that has been made available to the public, you must disclose your connection with PetSmart. After checking to ensure the first-time customer discount has been communicated to the general public (rather than to select customers), you may share it with your friends on social media, so long as it is accompanied by a statement that indicates you work at PetSmart. For example, you may choose to disclose your affiliation with PetSmart by including the hashtag #petsmartemployee in your post.

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For more information, associates should refer to our Social Media Policy and Communications Policy, which can be found in our Policy and Procedure Library on Fetch.





# ACCOUNTABLE TO THE PACK

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# CONDUCTING BUSINESS WITH INTEGRITY

To ensure that PetSmart continues to be a trusted partner, we must conduct business ethically and in compliance with all applicable laws and company policies. Each of us is responsible for being familiar with the laws and company policies that apply to our role at PetSmart.

We also believe that conducting business in a manner consistent with the highest standards of integrity is essential for building and maintaining successful business relationships, so we hold ourselves to this standard in our business dealings and seek business partners who also share these values.



# RESPECTING HUMAN RIGHTS

PetSmart is strongly committed to respecting and protecting human rights wherever we operate. We follow all applicable labor and employment laws, including the laws that govern working hours, fair wages, safety and health. We respect fundamental human rights and do not support any form of human trafficking, child labor, slavery, indentured labor or forced labor.

We select and work only with business partners, including suppliers, who also are committed to these principles.



## **SPEAK UP**

If you have questions about these topics, or working conditions generally, please contact your leader or one of the Speak Up resources listed in our Code.

# MAINTAINING A RESPONSIBLE SUPPLY CHAIN

PetSmart is dedicated to maintaining a responsible supply chain. As part of this commitment, we seek business partners who share our commitment to ethical business practices. PetSmart also maintains a Supplier Code of Conduct that sets forth specific requirements for our suppliers, including requirements regarding human rights, product quality, pet health and safety and compliance with applicable laws.



## **SPEAK UP**

If you become aware of or suspect that any of our suppliers are not meeting our expectations, please contact your leader or the Legal Department.

## LEARN NEW TRICKS



**Q:**

**When visiting a supplier, I saw what appeared to be unsafe working conditions in the supplier's facility. What should I do?**

**A:**

You should immediately inform your leader and the Legal Department or contact CareSmart. We require all of our suppliers to comply with all applicable laws as well as our Supplier Code of Conduct.



For more information, please see our Policy and Procedure Library on Fetch.

# PROTECTING THE ENVIRONMENT

We know that protecting the environment is important to pet parents, pets, our associates and our communities. We seek ways to reduce our impact on the environment and always follow the law and all applicable environmental regulations.



# PARTICIPATING RESPONSIBLY IN POLITICS

PetSmart encourages associates to participate in the political process and engage in activities that improve our communities. If you do, however, you must never suggest that PetSmart endorses any political cause or candidate without approval from Government Affairs.

Our Government Affairs team is responsible for making sure that PetSmart's political activities are consistent, coordinated and conducted in compliance with the laws. You must obtain approval from Government Affairs prior to engaging in any political activities on behalf of PetSmart, prior to using any of PetSmart's assets for political purposes, and prior to offering or providing gifts, meals, entertainment or travel to a government official.



## LEARN NEW TRICKS



**Q:** I'm supporting a local political candidate and have been asked to help make copies of a flyer. Is it okay to make copies using the printer at the store when it is not in use?

**A:** No. You should not use PetSmart assets, such as the printer and the paper, for political campaigns or causes. Additionally, you cannot leave the impression that PetSmart endorses any cause or candidate by using PetSmart assets in this way.



For more information, please see our Policy and Procedure Library on Fetch.

# GIVING RESPONSIBLY

Our passion for pets and people inspires many of us to give back by enriching our communities through charitable causes. While PetSmart supports charitable giving, we have to be responsible and make sure our participation does not violate our company's values, our Code or our policies.

We should not participate in charitable activities, or any other outside activities, during our working time for PetSmart, except when done in partnership with PetSmart or PetSmart Charities volunteer opportunities and approved in advance by our leader.

We otherwise do not use PetSmart assets (such as computers, printers and telephones) or premises for these activities. We also never state, suggest or imply that PetSmart endorses or supports our personal charitable efforts unless they are official, company-sponsored charitable activities, such as those conducted by PetSmart Charities or the PetSmart Associate Assistance Foundation.



For more information, please see our Policy and Procedure Library on Fetch.

# WAIVERS

In extremely limited circumstances, PetSmart may find it appropriate to waive a provision of our Code. All waivers require the pre-approval of the Board of Directors, the Chief Executive Officer or the General Counsel. Any waiver involving officers or directors may be made only by the Board of Directors or a committee designated by the Board of Directors.





## SPEAK UP RESOURCES

Remember, you always have these Speak Up resources available to you if you have a question or want to report a concern:



**Your Leader or Any Leader**



**Human Resources**



**The CareSmart Hotline**

1-800-738-4693

<http://caresmart.ethicspoint.com>



**The Legal Department**

[ethicsandintegrity@petsmart.com](mailto:ethicsandintegrity@petsmart.com)



**The Internal Audit Department**

[internalaudit@petsmart.com](mailto:internalaudit@petsmart.com)



**Loss Prevention & Safety Department**

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