

# **The Home Depot, Inc.**

## **Political Activity and Government Relations Policy**

### **Introduction**

The Home Depot, Inc. (“Home Depot,” or the “Company”) recognizes that the actions of public policymakers impact our daily business operations. In an effort to ensure that the federal, state and local governments of those countries in which we conduct business act responsibly and in the best interest of our customers and associates, Home Depot actively participates, and encourages its associates to participate, in the political process. In doing so, Home Depot demands the highest standards of professional conduct and ethics from those representing the Company.

Corporate political activity is regulated by federal, state, and local laws, and violations of these laws carry civil and criminal penalties. It is important that associates pay careful attention to Home Depot's and their own legal and ethical obligations when engaging in political activity. This policy sets forth the standards for participation in the political process by Home Depot and its associates.

### **Standards of Conduct**

- Home Depot complies with all legal and regulatory requirements in its political activities and interactions with public officials.
- Home Depot does not permit the use of corporate resources or Home Depot time for personal political matters.
- Home Depot sponsors a political action committee called The Home Depot Political Action Committee (the “PAC”) which supports public officials and candidates who understand the issues affecting Home Depot and promote a favorable business climate for the Company.
- Participation in the PAC is strictly voluntary, and neither participation in the PAC nor personal political affiliation will have an effect on one's employment with Home Depot.
- Home Depot generally does not make contributions from corporate funds to candidates, party committees, political campaigns, political action committees or other entities operating under Section 527 of the Internal Revenue Code, but is committed to disclosing such contributions if they are made. All Corporate political contributions must be in compliance with applicable law and Company policy, must be approved in advance by the Company’s Government Relations department, and will be made to promote the interests of the Company and without regard for the private political preferences of executives or directors.
- Making political contributions and giving money, products or services to government officials in exchange for official action is strictly prohibited. Associates and agents working on behalf of Home Depot generally may not give any money, goods or services to a government official as it may constitute a “gift” under certain ethics rules. Many gifts are prohibited. Before providing anything of value to a local, state or federal official, including

Members of Congress and their staff, associates must obtain prior approval from the Company's Government Relations department.

- Directors, officers and those associates involved in soliciting or negotiating contracts with state or local governments must preclear their state and local personal political contributions and fundraising activity in order to ensure compliance with the so-called "pay-to-play" rules. Directors should preclear with the General Counsel, and officers and associates should preclear with the Government Relations department. The jurisdictions covered by this preclearance obligation can be obtained from the Government Relations department. Contributions to federal political campaigns and to The Home Depot PAC are not subject to this preclearance process.
- Political communications, lobbying activities, grassroots lobbying communications, and other communications with government officials made on behalf of the Company may only be made or conducted by the Company's Government Relations department. Home Depot may ask associates to voluntarily make personal contact with, or write letters to, government officials to express Home Depot's position on specific issues. Associates who communicate with government officials on the Company's behalf must utilize Home Depot resources and comply with this Policy.
- The Nominating & Corporate Governance Committee of the Company's Board of Directors must approve in advance any public advertisement directly or indirectly paid for by the Company that expressly advocates the election or defeat of a candidate in which Home Depot is identified specifically as an advocate of such election or defeat.
- Home Depot prohibits the solicitation or distribution of political literature on Company property unless required by law.

## **Disclosure**

- Home Depot will post this Policy and a link to an annual corporate political activity report on its website. The report will include:
  - The Company's corporate contributions to political candidates, parties, committees and other entities operating under Section 527 of the Internal Revenue Code.
  - For trade associations that engage in lobbying activities and nonprofits organized under Section 501(c)(4) of the Internal Revenue Code, the report will include a list of any of these organizations to which the Company makes yearly payments of \$5,000 or more.
  - Any independent political expenditures by the Company supporting or opposing ballot initiatives and contributions to ballot measure committees.

To see the most recent annual report of corporate political activity, please click [here](#).

- In addition, more information about the Company’s political activities is available at the following websites:
  - The PAC files regular reports with the Federal Election Commission, and political contributions to and by the PAC are required to be disclosed. These reports are publicly available on the FEC website at <http://www.fec.gov/>.
  - Home Depot and any registered federal lobbyists that it engages to support the Company’s participation in the legislative and regulatory processes are required to file lobbying reports with the U.S. Congress. These reports, which include information on issues lobbied, agencies contacted and expenditures made, are publicly available at the websites of the U.S. House (<http://lobbyingdisclosure.house.gov>) and the U.S. Senate ([https://www.senate.gov/legislative/Public\\_Disclosure/LDA\\_reports.htm](https://www.senate.gov/legislative/Public_Disclosure/LDA_reports.htm)). Reports of state lobbying activities are filed with the applicable state government offices and are publicly available.

## **Oversight**

- Our Government Relations department, led by a vice president who reports to our general counsel, manages our political activity. The team carefully analyzes our political contributions for alignment with our key priorities, guided by our Core Values (<https://corporate.homedepot.com/about/values>).
- The Company’s Nominating and Corporate Governance Committee will annually review this Policy, Home Depot’s political contributions, and payments to trade associations that engage in lobbying activities.

## **For More Information**

If you need more information, please refer to the attached Frequently Asked Questions or call the Company’s Government Relations department at 202-393-4400. If you believe you have observed any potential violation of Home Depot policy, please contact your manager or call the Home Depot Awareness Line at 800-286-4909 or online at [THDawareline.com](http://THDawareline.com)

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**FREQUENTLY ASKED QUESTIONS**

**What should I do if I want Home Depot to support a local school bond referendum because I believe it will benefit Home Depot associates?**

You should contact the Company's Government Relations department, which is responsible for considering a number of factors in deciding what public communications will be made by Home Depot concerning the referendum. Also, you may personally support the referendum by using your personal time and resources.

**May I ask other associates to write letters supporting the school board referendum?**

On your individual time away from work, you may solicit letters from others. You may not ask other associates to write letters supporting the referendum on Home Depot time or on Home Depot property.

**Who is eligible to join or contribute to Home Depot Political Action Committee?**

You are eligible to join or contribute to Home Depot's PAC if you are a salaried associate or own Home Depot stock. Participation in the PAC (including monetary contributions) is limited to U.S. nationals (citizens and green-card holders).

**How are contributions to candidates determined?**

Our Government Relations department, led by a vice president who reports to our general counsel, manages our political activity and carefully analyzes our political contributions. The Nominating and Corporate Governance Committee of our Board of Directors provides additional oversight, conducting an annual review of the company's political contributions and payments to trade associations that engage in lobbying activities.

Our Core Values drive all strategic decisions inside our company, and we build relationships with elected officials who help enable our ability to implement those strategies to the benefit of our associates, customers, shareholders, and communities. Here are the primary, business-focused criteria the PAC considers when deciding which candidates to support:

- Service on key committees important to The Home Depot.
- Favorable position on one or more legislative issues that align with The Home Depot's business objectives.
- Service in a current or potential leadership position.
- Location of a Home Depot facility in the candidate's district.
- Industry support from business and retail organizations.

**Why does Home Depot support trade associations? Does Home Depot endorse the positions of all trade associations where it holds memberships?**

Home Depot maintains memberships in national and state trade associations specific to business and retail industry interests. We may not always support every position taken by these associations or their other members; however, these associations provide significant benefits to Home Depot by providing access to their business, technical and industry expertise. They host forums for their members and lobby on behalf of members on various business-focused policies that impact our company and ability to conduct business.

**May I distribute a campaign brochure about Senator John Doe while I am at work? Can I distribute the brochure on my own time?**

You may not distribute campaign brochures at work. You may distribute literature on your personal time away from Home Depot.

**May I send a memo to a friend at work suggesting that he write a check to Congressman John Smith?**

No, an associate may not ask for or collect checks for any candidate or support the election or defeat of a candidate while at work or using Home Depot resources unless he or she first obtains the approval of the Company's Government Relations department and General Counsel.

**May I serve as the treasurer of Lisa Doe's campaign for Mayor? May I keep track of political donations and expenses on my Home Depot computer after business hours? May donations be sent to my work address?**

You may serve the campaign in your personal capacity on your own time, but you may not work on the Mayor's campaign while at work or use Home Depot resources (including computers) to work on the campaign at any time. You may not use Home Depot's business address for personal political matters.

**Can associates hold public office?**

It is permissible for Home Depot associates to engage in civic activities including holding public office. However, associates may not campaign or solicit support from other associates on Home Depot property and may not use Home Depot time or resources on personal political matters. In the course of performing civic duties, an associate should abstain from all discussions and decisions that specifically involve Home Depot.

**Can my store permit a candidate to park his or her campaign van in Home Depot parking lot other than when shopping in the store?**

No. This violates Home Depot's solicitation policy and could be an unlawful corporate political contribution.

**A local civic group requests space in a Home Depot store for voter registration. Does this violate our solicitation policy?**

Yes, it is a violation of our solicitation policy. No organization may distribute political literature on Home Depot property unless access is required by law.

**If an elected official comes to me asking for an in-kind donation for disaster relief, local community projects, campaign support, etc., am I permitted to gift them items of low value like wood posts for yard signs or tarps for volunteer areas?**

No. Associates and agents working on behalf of Home Depot generally may not give any money, goods or services to a government official as it may constitute a gift or a political contribution. Many gifts are prohibited. Before providing anything of value to a local, state or federal official, including Members of Congress and their staff, associates must obtain prior approval from the Company's Government Relations department.

**May I pay for the lunch of a zoning official? Does it matter if Home Depot has a matter pending before this official?**

If there is any Home Depot matter pending before the official, you should not offer to pay any personal expenses of the official, including lunch, to avoid even an appearance of impropriety. If no Home Depot matter is pending before the official, you must still preclear engagement with the Government Relations department.

**My neighbor is running for a seat in our State House of Representatives. May I make a contribution to her campaign?**

If you are a member of the Board of Directors, an officer or an associate involved in soliciting or negotiating contracts with state or local governments, you must preclear any state and local personal political contributions. Officers and associates should preclear with the Government Relations department, and Directors should preclear with the General Counsel. If you are not one of these individuals, you may make the contribution without preclearance.

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