

DICK'S SPORTING GOODS



CODE OF ETHICS AND BUSINESS CONDUCT



LET'S ALL
PROMISE TO
PLAY THIS
GAME FAIRLY.



Lauren Hobart and Edward W. Stack

A Message from Ed and Lauren:

DICK'S Sporting Goods was founded in 1948 with just \$300 from a cookie jar. What started out with two employees at a small bait and tackle shop in Binghamton, NY, has now grown into hundreds of stores and tens of thousands of teammates across the United States.

Our Company has changed significantly since 1948, but one thing that hasn't changed is our focus on always doing what's right for our teammates, our athletes, our shareholders and our communities.

The following pages outline our Company's Code of Ethics and Business Conduct. Our Code is a valuable tool for all DICK'S teammates to understand the rules of our business and of professional conduct. It provides principles to ensure we follow the law, examples to assist us in resolving potential issues and contact information to seek advice or report concerns.

Our Code applies to everyone at the Company, regardless of role or title. Each of us must do our part to prevent, report or correct unfair play. If you have any questions, you can contact any member of the People & Purpose team, your manager or another leader. You can also submit your question anonymously to our Ethics Hotline at 1-866-814-2749 or via our website. We maintain the confidentiality of reports where possible and prohibit retaliation.

We all must promise to play this game fairly. We both pledge to follow this Code and to conduct business in an honest and ethical way every day. As a valuable teammate, we know you will do the same.

Sincerely,



Edward W. Stack
Executive Chairman



Lauren Hobart
President & CEO



**WE EACH
MUST DO
OUR PART.**

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CHAPTER 1

UNDERSTANDING THE RULES OF THE GAME



OUR PURPOSE

DICK'S Sporting Goods and its subsidiaries (collectively, the **“Company”** or **“DICK’S”**) creates confidence and excitement by inspiring, supporting, and personally equipping all athletes to achieve their dreams. Our employees (**“teammates”**) strive to make a lasting impact on our communities through sport and support programs that inspire and enable sports participation, because **we believe that sports have the power to change lives.**

We do all of this while emphasizing our Values: Dedication, Optimism, Integrity and Authenticity.

DEDICATION

We are driven, skilled, passionate and committed. We draw inspiration from the driven nature of the athletes we serve and the teammates we work alongside. We're better than we were yesterday but never as good as we'll be tomorrow. No matter how experienced we are, there's always potential left to realize and the opportunity to become even better.

OPTIMISM

We focus on the good and our ability to change things for the better. We do everything with a sense of confidence and positivity. We take on challenging initiatives as a team, fully believing in each other and in the initiatives that simultaneously better our communities and our business.

INTEGRITY

It's how we act when no one is watching and how we act when the whole world is watching. We stick to our principles as individuals, with our partners and as an organization.

AUTHENTICITY

We are rooted in sports. We understand the athlete. We obsess over the details. From the products we curate to how we design our stores. From the stories we tell to the support we give on and off the field. Every interaction, every athlete, every day.

OUR SHARED RESPONSIBILITIES

Following this Code of Ethics and Business Conduct (the “**Code**”) helps each of us live our Common Purpose and Values in the work we do every day. We want to avoid even the appearance of wrongdoing at all times.

Many problems are easily avoided by simply using good judgment and seeking guidance when questions arise. We each have the responsibility to ask questions and disclose ethical concerns to our leaders.

Failing to comply with this Code can damage the Company’s reputation, your reputation and our teammates’ reputations. It may even subject you or our teammates to legal consequences. The Company will enforce this Code and will take any disciplinary action necessary, including potential termination of employment. When necessary, we will also refer cases to the government or police to investigate.

Remember, honesty is the best policy. If you find that you have violated this Code, whether by mistake or otherwise, it is best to report it. Your prompt report may help avoid more serious problems. We will consider whether you voluntarily reported your own violation and cooperated in the investigation when determining disciplinary action.

ADDITIONAL RESPONSIBILITIES OF PEOPLE LEADERS

Along with the expectations that apply to all teammates, leaders have additional responsibilities under this Code. As a leader, you must demonstrate the highest standards of integrity and lead by example when following and enforcing this Code.

As a leader, we expect you to:

- **SET THE TONE** - Help us maintain a culture that emphasizes our Values and expects ethical behavior. Review the Code and other policies with your team to ensure they understand them. Ensure that you and your teammates complete the required training for this Code.
- **LEAD WITH INTEGRITY** - Demonstrate our Values through your actions. Always make ethical decisions so teammates understand that business results are never more important than acting legally and ethically.
- **BE A RESOURCE** - Create an environment where teammates feel comfortable raising questions and concerns. Always make time to listen to your teammates and make sure you address concerns promptly. Look for opportunities to routinely discuss ethical conduct or other challenging situations.
- **ASK FOR HELP** - The right choice may not always be clear. If you are unsure of the answer to a question, contact any resource listed in the next chapter.



CHAPTER 2

PLAYING BY THE RULES OF THIS CODE





This Code applies to all teammates and contractors. We want our teammates to communicate candidly and to do the right thing. The policies mentioned in this Code, together with common sense, are meant to guide your business decisions.

Where local laws and regulations contain requirements that conflict with this Code, those requirements apply for teammates working in those locations – our teammates should always follow local law.

ASKING QUESTIONS AND REPORTING VIOLATIONS

We should always do the right thing, even when nobody's looking. If you are unsure about what to do, **ASK BEFORE ACTING**. We want our teammates to feel empowered to speak up when they witness or experience conduct that is inconsistent with our Values. If you become aware of a possible violation of this Code, you have a duty to report it. Here are a few options:

- **Discuss the matter with your manager or any member of your leadership team.**
- **Raise the matter to your business or functional leader (e.g., senior or regional vice president).**
- **Contact your Human Resources Business Partner or any member of Human Resources.**
- **Call the Ethics Hotline at 1-866-814-2749.**
- **Submit a report to the Ethics Hotline online at dickssportinggoods.ethicspoint.com.**

The Ethics Hotline is staffed by an outside company and is available 24/7. Reports to the Ethics Hotline may be made anonymously. Your concern will be thoroughly reviewed or investigated no matter how you choose to reach out.

WE DON'T TOLERATE RETALIATION

Doing the right thing can be difficult, but we don't want you to worry about your employment being adversely affected. Overlooking misconduct or waiting for someone else to say something can make a situation worse. DICK'S strictly prohibits retaliation against anyone for reporting a possible violation in good faith. Sharing a concern in good faith means that you honestly and reasonably believe there has been a violation of our Code, our policies or the law. You don't have to be right, but you do have to provide all information you have directly and in a sincere and honest way.

Need more information?
Review the Whistleblower Policy.



Q & A

Q: I'm being asked to do something at work that doesn't feel right. I'm not sure if it's illegal or even against Company policy, but it makes me feel uneasy. I really don't feel comfortable talking to my manager about it. What can I do?

A. We all have a responsibility to make sure that we're protecting DICK'S, its teammates, athletes, shareholders and the communities we serve by ensuring that every teammate does the right thing. To report violations or ask questions about a potential issue, you can contact the Ethics Hotline, any member of Human Resources or another leader. The Ethics Hotline is available 24 hours a day, 7 days a week. Reports submitted to the Hotline may be provided anonymously.

Q: My report involves my manager and teammates. Can they gang up on me and get me fired?

A: The Company prohibits retaliation, meaning you will not be disciplined for reporting something in good faith.

How do I know if I'm making the right choice?



CHAPTER 3

PLAYING AS PART OF A TEAM





FAIR TREATMENT IN EMPLOYMENT

We are committed to ensuring that our teammates are treated with integrity and respect at all times, and to cultivating a sense of belonging.

We are committed to giving equal employment opportunities to qualified individuals consistent with all federal, state or local laws. We do not discriminate against teammates.

We want our work environment to be a positive and productive one, where we treat one another with dignity and respect. **We do not tolerate discrimination or harassment of any kind.** Harassment includes offensive behavior that interferes with another's work environment or that would create an offensive, intimidating or hostile work environment. Conduct will be considered harassment regardless of whether it is done physically or verbally, in-person or by other means (such as notes, social media postings, emails or text messages). Potentially offensive behavior includes unwelcome sexual advances, remarks or off-color jokes.

Keep in mind that the key to determining whether a behavior is offensive generally depends on how it is perceived, **not how it was intended.** People often have different views about what is offensive. The fact that some people may not be offended by certain behavior does not mean that it is acceptable.

If you believe that you or someone else experienced discrimination or harassment, you must report the situation.

Need more information? Review your Teammate Handbook for the Company's policies regarding Equal Employment Opportunity, the Anti-Discrimination/Anti-Harassment Policy and the Whistleblower Policy.



Q & A

Q: My co-worker and I are good friends, but we don't see eye to eye on social or political issues. We often share posts from social media and make jokes about headlines in the news at work. Other teammates seem to really get a kick out of our discussions. It's all in good fun - no harm, no foul, right?

A: Not necessarily. Jokes or commentary on social or political issues can touch upon race, religion or other protected classes and may be offensive to other teammates or nearby athletes. Even a well-meaning joke among friends can offend others who hear it. Be mindful of how conversations unrelated to work can affect those around you. It's always best to focus on topics that contribute to a positive and respectful work environment. If you're ever unsure about a situation, reach out to your manager or Human Resources Business Partner for guidance.

FAIR TIME AND PAY

We understand that you work hard for the Company, and it's important that you get paid appropriately. The Company complies with all applicable laws and regulations related to work time and compensation. This includes our commitment to follow the rules related to matters such as breaks, timekeeping, overtime pay, minimum wage, employment of minors and scheduling.

As part of our team, you must comply with all policies and procedures related to timekeeping, pay and wage and hour requirements. You share in the responsibility for ensuring that you are properly paid for all hours worked. "Off the clock" work is strictly prohibited, and any suspected violations of DICK'S time and pay policies must be reported to the Ethics Hotline, any member of Human Resources, your manager, another leader or any of the other outlets identified in this Code.



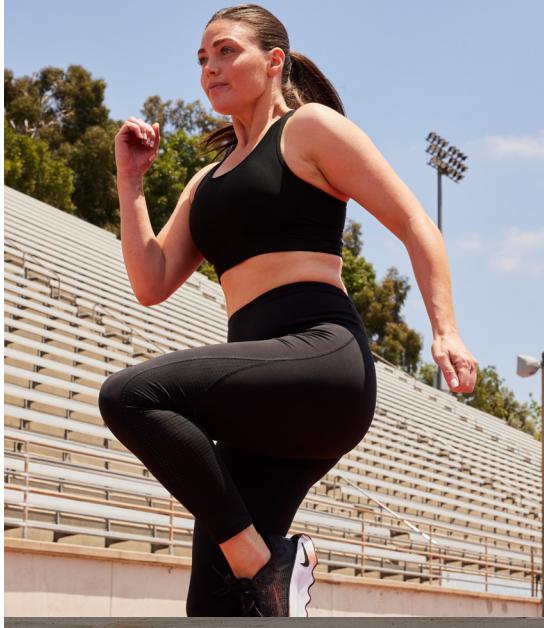
HEALTH AND SAFETY FIRST

Our teammates are our most valuable resource, and our success depends on protecting them. We strive to minimize work-related injuries and illnesses, and we can continue to do so by:

- Following all applicable health and safety laws and regulations.
- Complying with all Company policies and safety procedures in our facilities.
- Completing all required safety training.
- Conducting ourselves in a safe manner.
- Taking all reasonable precautions when handling dangerous or unsafe equipment and materials.

To maintain the safety of our teammates and athletes, we do not tolerate any type of threatening or violent behavior. In addition, teammates are not permitted to have personal weapons of any kind at work.

You must immediately report anything that jeopardizes the health and safety of our workplace. If you feel that you or someone else is in immediate danger, call the police or fire department first, and then notify any of the other reporting resources identified in this Code.



Q & A

Q: What about when we see shoplifters in our store? It is so frustrating to see them get away with items that our athletes depend on us to have. I know that I could make a difference by catching a few and sending a message that we won't stand for it.

A: We hear you and share your frustration. Our first priority is keeping people safe. Catching shoplifters is a dangerous activity. We never want any of our teammates to engage in a potentially dangerous situation. There is no amount of merchandise that is worth the risk that our teammates will be hurt when confronting a shoplifting criminal. For difficult situations like this, use your de-escalation training to help maintain a safe and respectful environment for all.



CHAPTER 4

PLAYING HARD FOR OUR SHAREHOLDERS

AVOIDING CONFLICTS OF INTEREST

We have an obligation to each other, our shareholders and our vendors to make all business decisions in the best interest of the Company. A conflict of interest may occur if we have a personal interest, relationship or bias that interferes with our ability to make an objective business decision. We should avoid any actions or relationships that create, or even appear to create, a conflict of interest.

Any time there is a situation where your potential actions or relationships may create a bias or personal interest that impacts the Company, you must report the situation to Compliance using the Compliance Disclosure Form. Your disclosure will ensure the action or relationship is documented, and the Company can put the proper protections in place to protect you and our business from potential risk.

Close personal relationships between teammates (including romantic or intimate relationships) can also create potential conflicts of interest. See the Personal Relationships in the Workplace policy for more details.

Need more information? Review the Conflicts of Interest Policy, Personal Relationships in the Workplace Policy and the Compliance Disclosure Form.

PERSONAL INTERESTS AND BUSINESS WITH FAMILY AND FRIENDS

You should not use Company property or information for personal gain. You must disclose if a member of your immediate family is employed by a vendor or competitor of DICK'S. You must also disclose if a member of your immediate family proposes to engage in any activity that would be a conflict if you were to engage in the proposed activity.

Need more information? Review the Conflicts of Interest Policy and the Related Person Transaction Approval Policy and Procedures.





GIFTS, ENTERTAINMENT AND TRIPS

Although accepting gifts or attending events can help build relationships with our vendors and suppliers, we must exercise caution. Remember, by accepting gifts, entertainment or travel, we may make it difficult to make objective business decisions, or we may make it appear that we show favoritism toward certain vendors.

In general, we may only accept gifts or entertainment that are professionally appropriate, lawful and have no "strings" attached.

In general, we should not give gifts to our vendors or suppliers. If you find yourself in a situation where you think you need to give a gift, please contact Compliance in advance to discuss whether the gift is professionally appropriate and lawful.

Need more information? Review the Gifts, Entertainment and Trips Policy, the Anti-Corruption Policy and the Anti-Corruption Policy FAQ.

MAINTAINING FINANCIAL INTEGRITY

Our Company's financial statements must be accurate and complete. The records you create, including timecards, expense reports, inventory reports and sales data, have an impact on the financial information that the Company discloses. We must ensure that all the records we create and submit are accurate and that we act in accordance with our internal control structure at all times.

Misrepresentations, omissions and/or inaccuracies of any kind may lead to civil or criminal liability for you and the Company. We must never condone the use of any “off book” accounting, unrecorded bank accounts, “slush funds” or anything else that could distort records or reports of the Company’s true operating results and financial condition.

Need more information? Review the Whistleblower Policy and the Anti-Corruption Policy.

AVOIDING INSIDER TRADING

Teammates cannot trade on DICK'S stock, personally or for others, using material non-public information. We also cannot communicate material non-public information about DICK'S to anyone outside the Company (including friends, family, investors and vendors, to name a few) who may trade on that information. These activities are commonly referred to as “Insider Trading.” If you violate laws governing Insider Trading, you could go to prison and/or pay serious fines.

Our Insider Trading Policy also restricts teammates from trading on the stock of our vendors if you know material non-public information about that vendor.

Teammates are restricted from any trades in the Company's stock during the Company's trading blackout periods, and some are restricted from trades until they receive approval from the Company's President & CEO, CFO, or SVP, General Counsel and Corporate Secretary. Our Insider Trading Policy provides additional information to help you determine if you are a restricted teammate.

Need more information? Review the Insider Trading Policy.



PROTECTING INFORMATION AND PROPERTY

INFORMATION SECURITY AND RESTRICTED INFORMATION

All our teammates, contractors and vendors must handle information technology, information assets and restricted information with care. We have policies and procedures in place to protect both physical and digital information – it's important to understand and follow them. Review the Company's Information Security Policy and the Information Classification Guideline to determine if information is Restricted or Unrestricted, and the corresponding safeguards for the information. Remember, any information you create using a Company device (e.g., laptop, desktop, cell phone, tablet, etc.) belongs to the Company, not to you. The Company can review any information (photos, videos, text messages, emails, documents) on a Company device or system at any time. You should not create, store, or otherwise retain anything on your Company device or system that you want to keep private.

Teammates, contractors and vendors may have additional obligations to protect DICK'S information, including when using, processing or storing Restricted Information with tools, sites, resources and/or technologies (such as those that leverage artificial intelligence (AI) tools). Restricted Information includes personal information associated with teammates or athletes. Additionally, a Vendor Risk Assessment must be completed for each vendor tool, site, resource and/or technology. Visit the Vendor Risk Management page for details.

Need more information? Visit the Cybersecurity & Digital Trust Knowledge Hub to review the Information Security Policy, Internal Privacy Program Policy, Corporate Owned Cellular Device Eligibility Policy and Procedure, Information Classification Guideline and more. Also visit the Vendor Risk Management page.



Q: I answered a call from someone saying they're from my local government, although the number was "unknown." They urgently requested what I believe is restricted information. I don't have access to this information, but another teammate does, and they offered to let me use their login credentials. I'm not sure of the process to follow and the caller needs the information fast. Can I use the other teammate's credentials to get the information to the caller just this once?

A: No, you should never use another teammate's credentials or share yours. In addition, you should always first confirm that the caller is legitimate with a legitimate business need for the information. If not, do NOT share any information with the caller. If the call is determined to be legitimate, teammates should not share restricted information with third parties without proper protections. Data breaches could cause significant damage to the Company, our teammates and athletes. Work with the Legal and Cybersecurity & Digital Trust teams to make sure any transfer of restricted information to a third party, including the government, is safe and secure.



CONFIDENTIAL INFORMATION AND TRADE SECRETS

There's a lot to get excited about while working for DICK'S. As tempting as it is to tell everyone about it, there are some things that are best kept to yourself. **Confidential information is an important asset of the Company and must be protected.** Confidential information can include projected sales and/or earnings, detailed sales and margin figures, new product or marketing plans, real estate and construction plans, information about potential transactions and personnel information.

At times you may need to exchange confidential information with another party for legitimate business reasons. Before you do, you must review the Company's Contract Review and Authorization Policy, Information Classification Guideline, have a current Vendor Risk Assessment and obtain a Non-Disclosure Agreement via our Legal Team's contract request process.

Here are some tips to ensure the safety of our confidential information:

- **Limit access to locations where such documents are stored or used.**
- **Maintain Company records in accordance with the Records and Information Management Policy.**
- **Be mindful of the Company's Social Media Policy and think carefully before posting any work-related content online.**
- **Classify and protect information in accordance with the Information Security Policy and the Information Classification Guideline.**

Remember, you have a duty to keep Company information confidential even after you are no longer a teammate.

Need more information? Review the Information Security Policy, Information Classification Guideline, the Records and Information Management Policy, the Social Media Policy and visit the Vendor Risk Management page.

INTELLECTUAL PROPERTY

Some of our most valuable assets are intellectual property. Intellectual property includes things like our logos, brands, trademarks, patents, copyrights, software, designs, know-how and other intangible property.

We must protect our intellectual property rights – even those that are not patentable or not protected by copyright or trademark laws – to the fullest extent permitted by law.

All rights, titles and interests in and to any inventions, ideas or original works of authorship you create on Company time and expense or within the scope of your duties belong to the Company.

As part of your work for DICK'S, you:

- Agree to help us document our ownership in this intellectual property.
- Assign to us all rights, titles and interests in this intellectual property.
- Agree to perform all acts and execute all necessary and appropriate documents to enable the Company to obtain all rights, titles and interests in and to the intellectual property.

PHYSICAL PROPERTY

Our Company assets, including our stores, inventory, facilities, equipment, materials and cash are Company property and must only be used for proper business purposes. We have a responsibility to protect all Company assets against theft, damage or misuse. This includes reporting any incidents of misuse, abuse or theft of Company property.





CHAPTER 5

PLAYING FAIRLY WITH OUR ATHLETES AND BUSINESS PARTNERS

FAIR DEALING

Each of us must always deal fairly and honestly with our teammates, athletes and vendors. No one should take advantage of anyone through manipulation, concealment, abuse of confidential information, falsification, misrepresentation or any other unfair dealing or practice.

ANTITRUST

Antitrust laws, in the U.S. and foreign countries, encourage vigorous, but fair, competition. When communicating with competitors, you must be careful not to disclose specific Company pricing, promotions, costs, strategic or store plans or other competitive market information, including relationships with our vendors. Remember that our vendors may also be our competitors. In general, you may not make any agreements with a competitor or vendor regarding the price we charge athletes for our products. While vendors may suggest retail pricing, the actual price for our products is our sole decision.

Penalties for antitrust violations are severe, including fines and imprisonment. If you have questions, please contact the Legal Department before meetings with competitors to ask for meeting rules and other safeguards to make sure you comply with antitrust laws.

VENDOR RELATIONS

All contracting and purchasing decisions must be based on quality, service and price. When deciding among competing vendors, weigh all the facts impartially. Our Non-Merchandise Procurement and Legal teams must be engaged when selecting, expanding or renewing a contract with a vendor for any purchases above a certain level.

Need more information? Review the Contract Review and Authorization Policy and the Non-Merchandise Procurement Policy.





Q&A

Q: I am working on a project where I need to engage a vendor for approximately \$100,000 in services. The project is on a tight deadline. Can I just use the vendor I am most comfortable with that I have already used for previous projects?

A: Not necessarily. You must consult the Non-Merchandise Procurement Policy and the Contract Review and Authorization Policy to see if you need to engage the Non-Merchandise Procurement team or the Legal team. By following the procedures set forth in these policies, you are helping to ensure the Company uses only reputable vendors for which we will receive the best services (or goods) at the best prices.

ENVIRONMENTAL RESPONSIBILITY

The Company is committed to minimizing its impact on natural resources and complying with all applicable environmental laws and regulations.



PRODUCT SAFETY

Our athletes expect us to sell safe products that comply with applicable laws and regulations. To meet this expectation, the Company maintains policies and procedures to ensure safe products through:

- Vendor requirements, collaboration and communication.
- Vertical brands product testing.
- Vertical brands product quality control.
- Vertical brands Restricted Substances List (RSL).
- Cross-functional product safety teams.

Non-vertical brand vendors that provide products to the Company for sale in our stores are responsible for ensuring their products comply with all applicable product safety laws and regulations.

Need more information? Review the Undue Influence on Laboratories Policy and the Product Safety and Regulatory Compliance Policy. Or, contact Compliance, the Ethics Hotline or the Product Safety team at SafeProducts@dcsq.com.



Q & A

Q: I was recently watching a video on YouTube featuring a product that we sell in-store. The product performed poorly and nearly injured the product reviewer during his demonstration. Is there something I should do?

A: We have an obligation to ensure the products we sell to athletes are safe. If a product we sell gives you cause for concern, you should contact the Product Safety team at SafeProducts@dcsq.com.



CHAPTER 6

PLAYING PASSIONATELY FOR OUR COMMUNITY



COMPLYING WITH THE LAW

We comply with the different laws and regulations that apply where we operate.

RESPONDING TO AUDITS AND INVESTIGATIONS

Our daily business activities include many processes and procedures that are subject to regular inspection and/or audit by government agencies that regulate our business. Inspectors and auditors from government agencies can visit our Stores, Distribution/Fulfillment Centers, Customer Support Center or any other location where we operate.

Inspections and audits can include looking at files and documents, reviewing equipment or entire locations and submitting requests for additional information.

Please contact your manager, Human Resources Business Partner or Compliance on how best to cooperate with auditors and inspectors.

Need more information? Review the Inspector and Regulator Visits Policy and Procedure.



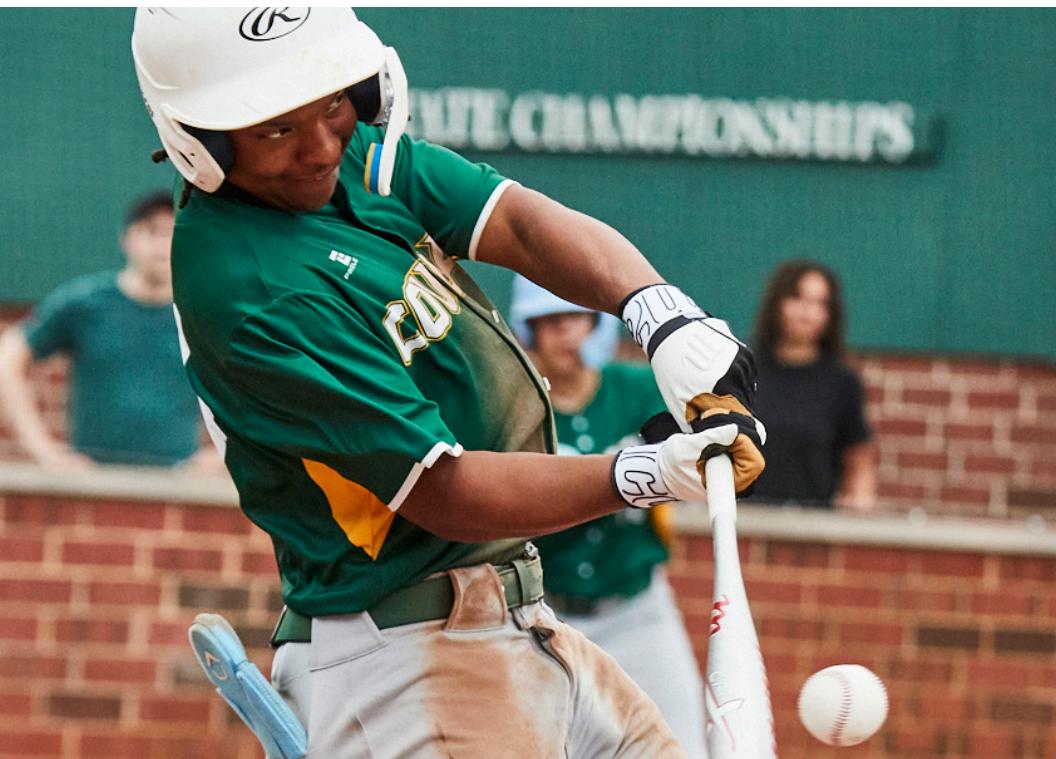
COMMUNICATING WITH THE PUBLIC

The Company is committed to providing fair disclosure of material information and to complying with the legal and regulatory requirements related to the disclosure of material Company information. The Company maintains an active and open public dialogue with its shareholders and potential investors. We have a Disclosure Policy to ensure that disclosure of material information is made on a broadly disseminated basis and in compliance with the federal securities laws and the rules of the New York Stock Exchange.

Only the Company's spokespersons are authorized to speak with the investment community and the media on behalf of the Company. If you have not been designated as a spokesperson by the Communications or Investor Relations teams, you should not discuss information on the Company's behalf without permission.

All requests for Company information from the media or the general public should be referred to the Company's Communications Department via email at press@dcsq.com or by phone at 724-273-5552. Inquiries from securities analysts or stockholders should be referred to our Investor Relations team via email at investors@dcsq.com or by phone at 724-273-3400.

Need more information? Review the Disclosure Policy, the Media and Communications Procedures and the Social Media Policy.



ENGAGING IN POLITICAL ACTIVITIES

Participation in political activities must be on your own time and at your own expense.

AVOIDING BRIBERY AND CORRUPTION

The Company strictly prohibits bribery in any form and any amount or value. Bribery puts you and the Company at legal risk and causes reputational damage.

Bribery and fraud can take many forms, including but not limited to theft of Company assets, forgery or alteration of Company documents, embezzlement and kickbacks. Such acts violate the law and can lead to your termination or possible criminal prosecution.

If you are in any doubt as to whether a transaction is proper or may include bribery or fraud, or if something just doesn't feel right, contact Compliance, Human Resources or any of the other outlets identified in this Code.

Need more information? Review the Anti-Corruption Policy, the Anti-Corruption Policy FAQ, the Gifts, Entertainment and Trips Policy and the Whistleblower Policy.



THE FOREIGN CORRUPT PRACTICES ACT (FCPA)

The U.S. FCPA and the laws of many other nations make it unlawful to bribe foreign government officials to obtain or retain business. Bribery includes paying, offering, promising to pay (or authorizing to offer or pay) money or anything of value to a foreign government official. This applies to all our teammates, contractors, vendors and representatives who do business on our behalf. The consequences of an FCPA violation are severe and can include criminal and civil penalties for the Company and prison time. If your duties involve business relationships with foreign vendors or government officials, you should take extra caution in your business dealings and complete our Anti-Corruption training to help you understand when and how a bribe may occur.

Need more information? Review the Anti-Corruption Policy, the Anti-Corruption Policy FAQ, the Gifts, Entertainment and Trips Policy and the Whistleblower Policy.



CHAPTER 7

NOTES



WAIVERS

In extremely limited circumstances, DICK'S may find it appropriate to waive a provision of this Code. All waivers require the documented pre-approval of the SVP, General Counsel and Corporate Secretary. Only the Board of Directors or a Board Committee may issue waivers for executive officers.

AMENDMENTS AND OTHER MODIFICATIONS

The Company continually reviews its policies and reserves the right to modify, supplement, amend or delete any provisions in this Code or any other Company policy.

Any amendments or other modifications to this Code (except technical, administrative or other non-substantive updates) shall be promptly disclosed to shareholders.

ACKNOWLEDGMENT

Teammates are required to certify and affirm their understanding of this Code through training courses.

INFORMATIONAL AND REPORTING CONTACTS

All policies and procedures referred to throughout this Code are available on the Company's intranet. You may also request a copy of any policy or procedure through Compliance at Compliance@dcsq.com.





DICK'S SPORTING GOODS
CODE OF ETHICS AND BUSINESS CONDUCT