

BJ's Wholesale Club, Inc.

Vendor Code of Conduct

This Code of Vendor Conduct applies to vendors/suppliers who provide merchandise to BJ's Wholesale Club, Inc. or any of its subsidiaries, divisions, affiliates or agents ("BJ's").

BJ's conducts its business in a legal and ethical manner and we expect our business partners to share our ethical concerns. While recognizing and respecting the cultural and legal differences found throughout the world, BJ's is committed to ensuring the safe and fair treatment of all employees around the world who are involved with the manufacture of products supplied to BJ's. We expect all of our vendors/suppliers and the factories which manufacture the merchandise, to provide their employees with a safe and healthy workplace and to respect the rights of their employees in the workplace.

To achieve that purpose, this Code sets forth the basic requirements that all such vendors/suppliers must meet in order to do business with BJ's. Since no code can be all inclusive, we expect our vendors/suppliers to ensure that no abusive or exploitative conditions and practices or unsafe working conditions exist at the facilities where our merchandise is manufactured. As a condition of doing business with BJ's, each and every vendor/supplier must comply with this Code of Vendor Conduct. If BJ's has determined that any vendor/supplier has violated this Code, BJ's reserves the right to cancel a purchase order, return or revoke acceptance of affected goods, and/or require the vendor/supplier to implement a corrective action plan, or terminate its business relationship with the vendor/supplier.

Compliance with Laws and Regulations

Vendors/suppliers must comply with all applicable laws and regulations of their respective countries relating to employee rights and working conditions, including, but not limited to age, hours of work, minimum wage, overtime provisions for vacation and holidays, pregnancy and/or family leave and required retirement benefits. If a generally accepted industry standard is higher than the legal minimum, vendors/suppliers must apply the higher industry standard.

Vendors/suppliers must also comply with all other applicable laws and regulations including, without limitation, laws and regulations relating to the exportation and importation of merchandise including country of origin, labeling, customs classifications and valuation and all laws prohibiting counterfeiting trademarks or transshipment of merchandise. Vendors/suppliers must also develop security processes and procedures consistent with Customs-Trade Partnership Against Terrorism ("C-TPAT"), a joint effort between U.S. Customs and the trade community to reduce the threat of terrorism by means of protecting the integrity of cargo imported into the United States. From time to time, BJ's will ask Vendors to confirm compliance with the C-TPAT requirements. Updated C-TPAT requirements can be found at the U.S. Customs and Border Protection website www.cbp.gov.

Hours of Work/Overtime

Vendors/suppliers must comply with all applicable laws on regular working hours and overtime hours. Vendors/suppliers must not require their employees to work, on a regularly scheduled basis, more than 60 hour workweeks.

Wages/Benefits

Vendors/suppliers must pay employees the minimum legal wage or a wage that is consistent with local industry standards, whichever is greater and provide legally mandated benefits. The wage structure, with any employer contributions and legitimate deductions, is to be itemized clearly in writing for the

worker and in accordance with the local law. Wages should be paid directly to the employee in cash or check. Wage rates for overtime should be at such premium rate as is legally required.

Forced Labor

Vendors/suppliers must not use forced labor, whether in the form of prison labor, indentured labor, bonded labor, labor that is imposed as a means of political coercion or as a punishment for political or religious views, or otherwise.

Child Labor

Vendors/suppliers must not use child labor. No person shall be employed at an age younger than 15 (or 14 where the law of the country of manufacture allows) in any factory (18 in footwear factories), or younger than the age for completing compulsory education in the country of manufacture where such age is higher than 15.

Safety and Health

Vendors/suppliers must provide employees with a safe and healthy working environment in accordance with applicable laws and regulation. Factories producing merchandise being supplied to BJ's shall provide adequate safety equipment (appropriate to the industry), ventilation, first aid supplies, fire extinguishers, fire exits, well-lit workstations, clean restrooms and ensure that all are well maintained and in good working order. Vendors/suppliers who provide residential accommodations for employees must apply similar standards to their residential facilities.

Workers' Insurance

Vendors/suppliers must comply with all appropriate local laws and regulations requiring social insurance, health insurance, life insurance and worker's compensation insurance.

Environment

Vendors/suppliers must comply with all applicable local environmental laws and regulations regarding protection and preservation of the environment in their country.

Equal Opportunity

Vendors/suppliers must not discriminate in hiring, salary, benefits, advancement, discipline, termination or retirement on the basis of race, color, nationality, gender, disability, sexual orientation, religion, social or ethnic origin, political or other beliefs. Employees should be hired and promoted on the basis of ability, not on the basis of personal characteristics or beliefs.

Freedom of Association

Vendors/suppliers must respect and recognize the rights of all employees to lawfully meet. Vendors/suppliers shall not discipline any person in their employment due to that person's non-violent exercise of such right.

Disciplinary Practices

Vendors and suppliers must treat all employees with respect and dignity. Vendors/suppliers must not inflict or threaten to inflict corporal punishment or any other forms of physical, sexual, psychological or verbal abuse or harassment on any of their employees.

Documentation and Inspection

Vendors/suppliers must maintain on file such documentation, kept according to generally accepted business practice or local law, as may be needed to illustrate compliance with this Code of Conduct and shall make these documents available to BJ's or to BJ's designated agent upon request. At any time, with or without notice, BJ's reserves the right to audit and/or authorize a third party to audit, any of Vendor's facilities to verify compliance with this Code. Copies of the Code shall be supplied to individual employees at the employee's request.