

**BIG LOTS, INC. CODE OF ETHICS FOR FINANCIAL PROFESSIONALS**

This Code of Ethics for Financial Professionals applies to the Company's Chief Executive Officer, Chief Administrative Officer and all other Senior Financial Officers. For purposes of this Code of Ethics, the term "Senior Financial Officer" shall mean the Company's Chief Financial Officer, Corporate Controller and officers in Accounting, Finance, Treasury, Tax and Investor Relations. The Company expects all of its employees to act in accordance with the highest standards of personal and professional integrity in all aspects of their activities, to comply with all applicable laws, rules and regulations, to deter wrongdoing and abide by the Company's Code of Business Conduct and Ethics and other policies and procedures adopted by the Company that govern the conduct of its associates. This Code of Ethics is intended to supplement the Company's Code of Business Conduct and Ethics.

If the Company's Chief Executive Officer, Chief Administrative Officer, Chief Financial Officer or Corporate Controller has a reporting obligation under any policy set forth below, they must promptly bring the matter to the attention of the Audit Committee and the Company's internal auditor (or internal audit service provider). If any other Senior Financial Officer has a reporting obligation under any policy set forth below, such Senior Financial Officer must promptly bring the matter to the attention of his or her immediate supervisor and the Company's internal auditor (or internal audit service provider) or, if appropriate, the Audit Committee.

The Company's Chief Executive Officer, Chief Administrative Officer, and Senior Financial Officers agree to:

- (a) Engage in and promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Avoid conflicts of interest and to disclose to your supervisor any material transaction or relationship that reasonably could be expected to give rise to such a conflict;
- (c) Take all reasonable measures to protect the confidentiality of non-public information about the Company or its subsidiaries and their vendors and customers obtained or created in connection with his or her activities and to prevent the unauthorized disclosure of such information unless required by applicable law or regulation or legal or regulatory process;
- (d) Produce full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company or its subsidiaries files with, or submits to, the Securities and Exchange Commission and other regulators and in other public communications made by the Company or its subsidiaries. Accordingly, it is the responsibility of the Chief Executive Officer and each Senior Financial Officer to report any untrue statement of material fact and any omission of material fact of which he or she may become aware pertaining to information prepared by him or her or associates in his or her area(s) of responsibility that affect the disclosures made by the Company in its public filings.

- (e) Report any information he or she may have concerning (i) significant deficiencies in the design or operation of disclosure and internal controls which could adversely affect the ability of associates in his or her area(s) of responsibility to record, process, summarize and report financial data or (ii) any fraud, whether or not material, that involves any associate who has a significant role in his or her area's internal controls.
- (f) Comply with applicable governmental laws, rules and regulations, as well as the rules and regulations of self-regulatory organizations of which the Company or its subsidiaries is a member; and
- (g) Promptly report information concerning any violation of this Code of Ethics.

The Company's Chief Executive Officer, Chief Administrative Officer and Senior Financial Officers are prohibited from directly or indirectly taking any action to fraudulently influence, coerce, manipulate or mislead the Company's independent public auditors for the purpose of rendering the Company's financial statements misleading.

You understand that you will be held accountable for your adherence to this Code of Ethics. Your failure to observe the terms of this Code of Ethics may result in disciplinary action, up to and including termination of employment. Violations of this Code of Ethics may also constitute violations of law and may result in civil and criminal penalties for you, your supervisors and/or the Company.

If you have any questions regarding the best course of action in a particular situation, you should promptly contact your supervisor or the Company's General Counsel. You may also choose to remain anonymous in reporting any possible violation of this Code of Ethics by utilizing the Company's Get Real Hotline.

**Your Personal Commitment to Big Lots, Inc.'s Code of Ethics for Financial Professionals**

I acknowledge that I have received and read the Company's Code of Ethics for Financial Professionals, dated January 2004, and understand my obligations as a financial professional of the Company to comply with the Code of Ethics.

I understand that my agreement to comply with the Code of Ethics does not constitute a contract of employment.

Please sign here: \_\_\_\_\_

Date: \_\_\_\_\_

Please print your name: \_\_\_\_\_

This signed and completed form must be returned to the Company's General Counsel.