

Code of Conduct for Employees

Our *Code of Conduct for Employees* describes the specific topic areas where sustainability performance is expected to be managed, within the company and also in its supply chain. The Code sets overall standards for each topic. These in turn form the basis for the development of internal rules and subsequently targets and performance indicators at the company level.

A compliance guideline will be available to all staff members, defining and mapping the structure and role of the compliance system. *Fenix Outdoor* Companies deal with a variety of issues and we are perceived as responsible and aware organization considering the various views of our stakeholders.

Our image as a company depends on how we conduct and behave in the business world. There is no substitute for personal integrity and sound judgment.

When faced with a difficult situation, everyone should consider these questions:

- *Is my action or decision legal?*
- *Does it comply with our values and our policies?*
- *Is it right and free of any personal conflicts of interest?*
- *Could my action or decision withstand public review?*

If the answer to these questions is "yes", the action or decision based on the following principles of conduct is most likely correct.

Fenix Outdoor AB is dedicated to societal, ecological and economical responsible business conduct and has incorporated it into its mission statement, corporate vision and group-wide strategy.

Each corporate company and every staff member – from production via sales to back-office – has the duty to contribute to the improvement in these areas by setting targets and regularly monitor and report the progress.

In order to become the leading, most sustainable outdoor group, delivering excellence in high-quality, functional and innovative outdoor products, we are committed to observe our principles and rules in all our operations and ensure that the same level of commitment is kept around the globe.

In this *Code of Conduct* we have laid out our values and give specific guidance on rights and duties for staff members and business partners of *Fenix Outdoor AB* and its entities.

In our conduct we respect and observe the principles of *The Fenix Way* and the rules and aspirations of the *United Nations* and other regional or multilateral agreements. Against this background we have signed the *United Nations Global Compact* and use the principles thereof to guide staff and business partners in their daily operations.

We expect that all business partners adhere to these principles and support in promoting and implementing them. This goes in particular for human and labor rights, the sustainable protection of the environment and the fight against every form of forced and compulsory labor as well as child labor.

We adhere to the highest level business ethics and therefore have committed to ban corruptive practices.

Scope

This *Code of Conduct* includes the minimum standards for legal compliance and ethical business conduct. It is mandatory and non-negotiable. It has to be signed and complied by all people being employed by *Fenix Outdoor AB* and its subsidiaries, affiliates and joint ventures where we hold a share of at least 50%.

The term “being employed by” includes every person holding a contract or having a written agreement with Fenix. It refers to male and female staff members, no matter if they are permanent or fix-term and no matter if full-time or parttime working for us. It also includes workers and managers alike. In M&A activities, the President and CEO will strive to make the *Code of Conduct* and all rules linked to it a prerequisite.

Wherever our principles exceed legal requirements, we endeavor to adhere to our principles. No one stands above this Code and no one has the right to break any of the rules laid out herein unless legal or other generally accepted circumstances demand it. However, in this case the CEO and CSO have to be informed immediately and approval sought from them.

Reference Documents

The *Fenix Code of Conduct* is based on current international reference documents and standards, including *The United Nations Global Compact*, *the Universal Declaration of Human Rights*, *the International Labour Organization’s Declaration on Fundamental Principles and Rights to Work*, *The Rio Declaration on Environment and Development*, *The United Nations Convention Against Corruption*, and *the UN Convention on The Rights of the Child*.

In developing our management categories and topical focus areas, we use the general *Global Reporting Initiative Reporting Guidelines*.

1. General Commitments

Legal Compliance

Compliance with national legislation and statutory requirements in all countries where we are operating is a general business principle for us.

Should any of the requirements by *Fenix Outdoor* be in violation of the national law in any country or territory, the law in that country takes precedence over this *Code of Conduct*, unless it violates general ethical and universal principles. In the latter case, immediate reporting to the CSO is necessary to decide on how to proceed.

In cases where legal requirements are less strict than the Code, the stricter ones shall prevail.

Nature and Environmental Commitment

Nature conservation and environmental protection is for us of highest importance. It forms the basis for all our business endeavors. We strive to support sustaining biological diversity and the protection of vulnerable species. We do not tolerate animal mistreatment and support animal welfare and the right to a life in dignity.

We acknowledge the possible negative impact of our business activities on the environment and are committed to improving our environmental track record through precautionary measures, innovation and the use of environmentally friendly technologies. We regularly assess and monitor our impact on the environment. By systematically identifying and leveraging potential ecological initiatives, we strive to support constant improvement of our environmental performance and the increase of efficiency in our resources. This includes environmental audits and risk management. We want to measure our processes and products against high quality standards.

National and international environmental standards shall be our guiding principles. As a corporate group, we advocate and support the dissemination of environmental standards throughout the world. We consider every employee’s commitment and active involvement to be an important platform for our quest for excellence and a significant source of innovation and passion for our products.

Economic Commitment

We are a “for-profit-organization” and hence strive to be economically successful. Traditional measurements of economic performance are part of sustainability and a necessary tool for shareholders as well as stakeholders to assess the wellbeing of our company.

We are convinced that the more economically successful we are, the more we can contribute to environmental protection and benefit the society as well as our staff members. However, we do not believe in profit-maximization at any cost as we see the danger of the loss of values and ethics. Therefore we believe that only a renewed sustainable business ethics and economy will be successful in the long-run.

We aim at actively contributing to a future that offers a sustainable development perspective for all human beings and sustains life on this planet.

Societal Commitment

We practice good corporate citizenship in the countries and communities where we are present, and we uphold the highest standards of ethical integrity. Our aim is to be a net contributor to a well functioning society everywhere we do business.

We are committed to support the communities in which we work and recognize the need to contribute to their wellbeing with our know-how and professional skills. Respect for and understanding of the different cultures and a sensitive manner of dealing with their key issues is of highest importance to us as it builds trust and credibility within our international environment.

We will continue to support community development as demonstrated in partnerships with non-government organizations and charities in accordance with our citizenship strategy. We recognize that we are measured by our actions outside the workplace and therefore call on our employees to respect the local culture and understand the issues of communities where they work.

Wellbeing of employees

Our products are the result of passion for the outdoors, innovation, hard work and excellence in the competence field of each individual staff member. We feel that human beings are valuable individuals not just economic human resources. Because of this we are committed to provide safe and healthy working environments, the possibility to personal development and life-long learning and a balanced life between work, family and recreation.

We think that only the best people will deliver the best products. Therefore our staff and their families rank high on our sustainability agenda.

2. Individual Responsibility and Integrity

The skills and the commitment of our people are our greatest asset. We expect our employees to conduct their business in an entrepreneurial way and accept their individual responsibility.

Every staff member plays an active role in our projects and decision-making processes in order to achieve our common goals with reliability and commitment.

Many of our products are providing safety and need to be reliable and dependable.

We therefore expect also our staff members to adhere to high professional standards and act in accordance with our standards.

The integrity of our staff members determines the quality of our products.

3. Mutual Respect and Openness

All relations between directors, managers and employees of all levels, units and regions shall be guided by mutual respect, openness, honesty and the spirit of trust and cooperation.

We give and look for feedback and we communicate actively and openly with each other. We are committed to a fair and open debate and seek varying opinions.

We motivate our colleagues to speak-up promptly and to express their ideas and concerns.

Team spirit is triggered by open-mindedness. We therefore support an open door policy and initiatives to share and exchange knowledge.

4. Diversity and Discrimination

We see employee diversity as a guiding principle in our employment policy.

This means promoting the diversity and heterogeneity of the individuals in the company in order to attain the highest possible productivity, creativity and efficiency. Skills, performance and ethical conduct shall be the most important indicators for employee qualification.

We will not discriminate or tolerate discrimination with respect to race, gender, ethnicity, religion, age, disability, sexual orientation, national origin or any other characteristic protected under law.

Each employee is required to contribute to an environment of respect that precludes any kind of harassment, including workplace bullying, unwelcome sexual advances, unwanted physical contact, propositions or a working environment poisoned with harassing jokes, words and demeaning comments.

5. Health Management

Our employees deserve to work in a safe and healthy environment. We are therefore committed to the workplace health and safety regulations pursuant to applicable laws and as expressed in our health and safety policies.

We strive to foster the physical and psychological "well being" of our employees. Our goals are both fewer illnesses and a lower accident rate. We promote health care as a key element of our sustained productivity and the quality of our services.

We ban illegal drugs in the workplace. We prohibit any kind of violence and assault at the workplace, including threatening and intimidating behavior.

6. Company Property

The use of company property, including labor, supplies, equipment, buildings or other assets for personal benefit is prohibited.

Each employee has a responsibility to safeguard and make proper use of *Fenix Outdoor* property. Intellectual property is a valuable asset and must be protected from unauthorized use or disclosure. Such property includes trade secrets, confidential information, copyrights, trademarks, logos, but also customer lists, business opportunities and product specifications, whether owned by *Fenix Outdoor*-affiliated companies or business partners.

7. Legal Proceedings

Employees must avoid activities that could involve or lead to involvement of *Fenix Outdoor* or its personnel in any unlawful practice, including the employment of our personnel or use of company assets for illegal gain.

Lawsuits, legal proceedings and investigations concerning any entity of *Fenix Outdoor* must be handled quickly and properly in order to protect and defend the company.

Employees who are threatened by a lawsuit or other legal proceedings or investigation in a *Fenix Outdoor*-related matter are required to contact their ombudsperson, Managing Director or the Group Chief Sustainability Officer (CSO) immediately.

8. Conflicts of Interest

We require all staff members to maintain high ethical standards in handling conflicts of interest.

Everyone shall disclose any relationship with persons or firms with whom we do business ('Business Partners') or where in view of the public a lack of transparency regarding a relationship may give rise to assumption of corruption or illegal benefits. Such relations may include personal relationships in supply- or consulting companies to any *Fenix Outdoor* entity or an investment in a competitor. In case of such a situation, this shall be disclosed to

the management of *Fenix Outdoor AB*. In case you are in doubt refer to the internal guidance documents of *Fenix Outdoor* on this matter.

9. Gifts and Benefits

No employee shall solicit services, gifts, or benefits from customers or suppliers that influence or appear to influence the employee's conduct in representing the company. Gifts and entertainment may be exchanged at a level that does not exceed customary local courtesies in accordance with ethical business practices and applicable law. Generally it should be possible to reciprocate them. In case of doubt, employees should consult with their supervisor or the CSO.

Under no circumstances shall benefits be given or promised to government official.

10. Donations and Sponsoring

Donations and sponsoring form part of both, marketing strategies as well as good corporate citizenship. However, in order to avoid the abuse of sponsoring funds and donations, the adherence to this guidance is mandatory.

Every annual sponsoring, exceeding the total equivalent of 100.000 SEK is subject to approval by the CEO, no matter if given in a lump-sum or split-up into different smaller amounts.

Generally we neither sponsor nor donate to political parties or politicians. Donations always produce tax deductible receipts and do not ask for any favor by the beneficiary; sponsoring is always a mutual business relation where an organization allows for and supports marketing efforts and raises publicity.

In our policy we strive to streamline donations and sponsoring along our values and convictions.

11. Insider Information

Any person with inside information is prohibited by law to buy or sell Fenix Outdoor stock by using this information.

Employees are at risk of civil and criminal penalties should they disclose nonpublic information that an investor could use to buy or sell securities.

Trading with such information is illegal whether employees trade for their own benefit or others trade for them.

12. Confidentiality

Every person has certain knowledge about issues, products or individuals which are not intended to be publicized. Therefore everyone who has confidential or secret knowledge is obliged to do all to the utmost extend to keep this knowledge secret or confidential. Neither do we discuss exclusive Know-how and innovations with competitors and external people, nor do we disclose information to suppliers or retailers which may lead to market disadvantages.

Any knowledge about the financial situation and development of the company is always strictly confidential and exclusive domain of the CEO and his authorized people (e.g., Chief Financial Officer – CFO - and Investors Relations).

Strategic decisions and orientations always have a competitive element and are to be kept strictly confidential at all times.

Only the management can decide on which strategies can or even shall be made public. In case you are not sure if information can be disclosed, please consult with your supervisor or the responsible managing director.

13. Money Laundering

Fenix Outdoor AB complies strictly with laws and regulations designed to combat money laundering activity. This includes those rules and regulations requiring reporting of currency transactions with blocked persons. Details will be laid out in specific work instructions.

14. Accounting and Reporting Standards

We rely on the authenticity and accuracy of information recorded in our accounting records for proper decision making.

It is of the utmost importance that records dealing with intellectual property and personnel, as well as booking and financial data are protected.

All business transactions must be reflected accurately in our accounts in accordance with established procedures and auditing standards. Accounting records will reflect and describe the nature of the underlying transactions.

15. Transparency

We are committed to openness in our dealings with our stakeholders. Transparency and honesty shall be the guiding principles in all our communication activities, internally and externally. The public will have access to information concerning our company, in line with what is required by law or recommended by internationally recognized standards of corporate governance.

16. Shareholder s' Trust

We recognize the necessity of sound and transparent corporate management to maintain the trust of our shareholders and investors.

We are committed to increasing shareholder as well as stakeholder value.

17. Quality Focus

Our commitment to quality is core to our business. In order to achieve the highest quality standards and functionality while at the same time reducing our negative impacts on societies and the environment, we will work constantly to improve our structures and processes for the benefit of our customers. This applies to our products, services and management, but also to our behavior.

18. Customer Satisfaction

We place highest importance to the satisfaction of our customers. We include the customer focus in all our business processes, projects and dealings.

We know that we will be measured by our ethical, social and environmental performance as much as by the quality of our products. We therefore strive for best practice in all these areas to secure customer trust into our companies.

19. Business Partner Dialogue

We are committed to dialogue and partnership with our business partners in many communities throughout the world. We share principles of ethical behavior, social engagement and respect for the environment with our suppliers, subcontractors, agents and consultants.

We will communicate our principles to our business partners and motivate them to adhere to the same standards we do. We expect that business partners will adhere to the relevant provisions of this *Code of Conduct* as part of the contractual relationship with us, thereby observing the fundamental principles of the *UN Global Compact*.

We offer support and training in how to implement the Code and wish to take our business partners with us on our *Fenix Way*.

20. Fair Competition

We are committed to free enterprise and fair competition. Company business must be conducted solely on the basis of merit and open competition. We will hire suppliers, agents or their intermediaries only by fair assessment.

We are legally bound to make business decisions in the best interests of the company, independent of any understanding or agreement with a competitor.

As a result, the company and its employees will avoid any conduct that violates or might appear to violate antitrust laws.

21. Bribery and Corruption

We trust that the excellence of our products is the key to our business success.

Therefore we will deal with all our customers, suppliers and government agencies in a straightforward manner and in compliance with international anti-bribery standards as stated in the *Global Compact* and local anti-corruption and bribery laws. This includes any transaction that might appear to be arranged for granting concessions or benefits.

22. Non-association

Our reputation is of high value. We strive to protect our companies' names in all possible ways. Therefore doing business with companies and organizations whose business model is based on the maltreatment of staff members or animals is not acceptable.

Since we are a company that is strongly values oriented and where traditions from the founder's family are alive, we have decided to refrain from business with the following and expect our suppliers and business partners to do alike:

We refrain from doing business with business actors whose business model is based on child labor, forced and compulsory labor or slavery.

The well-being of animals is of high importance to us. We therefore do not work with partners who cannot guarantee a dignified life of animals and a humane slaughtering process. Animals that are killed without being intended for human consumption will not be acceptable in our production. Exceptions are only possible if approved by the CEO and Sustainability Office.

Companies that repeatedly have come into conflict with the law for having violated human or labor rights as well as environmental laws are not perceived as good business partners. Any such company, being part of our network will be monitored closely and if no improvement in their business dealings can be detected, we reserve the right to terminate the business relationship.

23. "Facilitating Payments"

Fenix Outdoor does not generally allow "Facilitating Payments", even where they might be legally permitted. Where there is no specific legislated prohibition on such payments, but the same are a local business practice, *Fenix Outdoor* companies will nonetheless do the utmost to avoid making such payments, which are at all times strongly discouraged.

Any exceptional payment, which is legal and approved by the CEO and the CSO of the Group must be recorded and appear accurately on the company's books and records.

24. Data Protection

Neither our employees nor our business partners shall disclose information that is not known to the general public for personal gain or the benefit of anyone other than the company.

Such information includes technical data, financial data, operating data, customer information, memoranda or other information regarding the company's business and operational activities and future plans.

Employees will adhere to relevant laws and company regulations with respect to personal data, which require employees to protect personal data of legal (where applicable) and individual natural persons, including employees, shareholders and customers.

25. Communication

Official and public communication shall only be handled by the designated *Fenix Outdoor* officers and agencies. Communicating on financial figures vis-à-vis institutional investors or business media is the exclusive responsibility of the top management of *Fenix Outdoor AB* and hence can only be done by authorized staff members.

Any crisis communication is the domain of the CEO and the press office.

Before sending out documents or press releases or marketing material, an independent and not-involved staff member will check and sign-off on the statement or document (four-eyes-principle).

26. Conclusion

The *Code of Conduct* sets the principles for all policies and regulations in *Fenix Outdoor*. Local or business-related policies and work instructions will provide more specific guidance. Divisions, business units, regional entities and companies of *Fenix Outdoor* may adopt their own local codes, incorporating the substance of the *Fenix Outdoor AB Code of Conduct* but modified to reflect requirements of local laws and regulations or the social customs and characteristics of their business operations.

Such local codes may include additional, specific standards.

However, in no event will any term contradict or be more lenient than this *Code of Conduct*.

All local codes shall be reviewed and approved by the Group CSO Office. All Codes will be subject to change and continuous improvements.

Monitoring

Fenix Outdoor AB will monitor compliance with this Code through an internal management system.

The persons ultimately responsible for compliance with this Code are the members of the *Executive Board* and the CSO.

Additional provisions can be found in the related guidance documents of *Fenix Outdoor*.

Implementation

The implementation of this *Code of Conduct* is the responsibility of every *Fenix Outdoor* employee, manager and business partner. The implementation is ensured through:

All employees sign this *Code of Conduct* to affirm that they have read and understood it.

The original language of this document is English. If translated into other languages, the English version shall take precedence in case of disputes.

Fenix Outdoor reserves the right to amend or modify *The Fenix Way* and the *Code of Conduct* at any time, and from time to time.

Reporting

Incidents of non-compliance and breaches of the *Code of Conduct for Employees* can be communicated anonymously or directly to the Vice-presidents and CSO.

In exceptional cases where non-compliance with this *Code* is demanded due to legal or generally accepted circumstances, the *CEO* and the *CSO of Fenix Outdoor* have to be informed immediately and approval has to be sought from them.

Further inquiries or questions of uncertainty shall always be discussed with the closest supervisor/manager or directly with the *CSO of Fenix Outdoor*.

Compliance Commitment Fenix Outdoor Code of Conduct for Employees

- I hereby confirm that I have received, read and understood the *Fenix Outdoor Code of Conduct for Employees* – version August 2014 – and hereby commit to comply with the content set out in this document
- I commit to the responsibility of keeping myself informed of the content of the Code and accept the *Fenix Outdoor AB* reserves the right to amend or modify the *Fenix Outdoor Code of Conduct for Employees*
- I commit to report all incidences of non-compliance and breaches of the *Fenix Outdoor Code of Conduct for Employees* to the *Chief Executive Officer (CEO)* or the *Chief Sustainability Officer (CSO)* of *Fenix Outdoor AB*.
- I am aware that non-compliance with the *Fenix Outdoor Code of Conduct for Employees* will lead to disciplinary measures and in significant cases can lead to the immediate termination of the employment contract with *Fenix Outdoor AB, its subsidiaries, affiliates and joint ventures* as set out on page 2 of this document.

Place, Date

Name

Signature