

RE: Supplier Anti-corruption Policy

TO: All Boardriders Suppliers

Boardriders, Inc. (“Boardriders”) is committed to operating all aspects of our business, including the sourcing of materials, products, and services, with the highest levels of ethical conduct and integrity. In furtherance of these standards, Boardriders requires that its vendors comply with the Boardriders Supplier Compliance Program set out in the Company’s Supplier Code of Conduct (“Supplier Code”), which mandates, among other things, that Suppliers must work against corruption in all its forms, including extortion, kickbacks, and bribery.

This Supplier Anti-corruption Policy (“Anti-corruption Policy”) reiterates this requirement by establishing a zero-tolerance policy towards bribery and corrupt conduct in any form. Boardriders’ Suppliers may not offer or accept any bribe, kickback, favours or use any improper influence when dealing with government officials or in any business arrangements for the purpose of obtaining or retaining business or directing business to any person.

This Policy applies to all Suppliers who provide goods or services to Boardriders, including third party suppliers that any Supplier might engage in connection with its business arrangement with Boardriders.

Supplier Obligations

Our Suppliers must comply with the anti-corruption laws, directives and/or regulations that govern operations in the countries in which they do business, such as the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act, France’s Sapin II, and the Clean Companies Act in Brazil. We expect our Suppliers to exert due diligence to prevent and detect corruption in all business arrangements, including partnerships, joint ventures, offset agreements, and the hiring of consultants.

Suppliers must take appropriate steps to ensure that their employees, officers, directors, affiliates, agents, and third parties they engage will:

- Comply with all applicable anti-corruption laws;
- Not directly or indirectly offer, promise, or authorize the payment of any money, advantage, or other “thing of value” to any persons (including any government officials, Boardriders employees or representatives, or any other third parties) in order to induce the recipient to misuse their position or to obtain an improper “business advantage;”
- Not solicit, accept, or agree to accept any money, advantage, or other thing of value from a Boardriders employee or representative in exchange for an improper advantage;
- Not pay or provide anything of value to a third party where there is reason to suspect that all or part of the payment or thing of value may be provided to a person for an improper purpose; and
- Not do anything to induce, encourage, assist, or permit someone else to violate these prohibitions.

Suppliers must implement and maintain internal accounting controls that follow generally accepted accounting practices and must keep accurate and complete books and records, including supporting documentation, relating to their business relationship with Boardriders.

Suppliers must conduct risk-based integrity due diligence on individuals or entities they engage who may interact with government officials in connection with their business activities on behalf of Boardriders. This diligence must be conducted prior to any engagement of any such third party. Suppliers must also require such third parties to comply with the principles contained in this Policy.

Boardriders may at times undertake a more detailed review of business relationships with certain Suppliers, such as when the Supplier will, by the nature of the business relationship with Boardriders, be required to interact with government officials, e.g., representation in a tax dispute. As part of these reviews, Boardriders requires the Supplier to fully cooperate and provide whatever information and documentation Boardriders may require in order to conduct a full due diligence review of the Supplier.

Unless prohibited from doing so by local law, Suppliers must promptly disclose to Boardriders the details of any actions or occurrences they believe violate this Policy or any anti-corruption laws. Disclosures may be made to (i) the Supplier's business contact at Boardriders or directly to the Boardriders ethics and compliance group at +1 714.889.7300 or ethics@boardriders.com.

A Supplier must fully cooperate with Boardriders in connection with a (i) Boardriders' internal or government-led investigation; (ii) review of the Supplier's compliance with this Policy; or (iii) any potential bribery or corruption issues, relating to their supply to Boardriders.

Definitions

Anything of value: Payments of cash or cash equivalents (e.g., gift cards), gifts such as cars, jewellery, etc., excessive travel and entertainment expenses, educational or executive training expenses, promises of future employment, fake employment positions or consulting agreements, shares or dividends of a company, loans, and political or charitable contributions. For purposes of this Policy, a "thing of value" has no minimum value. Even a small gift is a "thing of value."

Bribe: Offer, request, promise, authorization to pay, or payment or receipt of "anything of value" to or from any "government official" or any other person or entity, including persons or commercial entities in the private sector, where it is intended to induce the recipient to improperly their position or to obtain an improper "business advantage."

Business advantage: Obtaining or retaining business, obtaining preferential treatment, or securing political or business concessions.

Government Official: Any officer or employee of a foreign government, department, agency, or state owned entity, no matter what level; customs officials; political parties; candidates for political office and their representatives; and officials of public international organizations such as the United Nations, the World Bank or the Red Cross.

Boardriders reserves the right to take whatever actions are necessary to protect its interests, including terminating its business relationship with any Supplier that does not comply with the terms of this Policy. If Boardriders has a reasonable suspicion that a Supplier has violated the terms of this Policy, including when a Supplier fails to disclose known or suspected bribery or corruption issues, we may terminate or restrict our business relationship with that Supplier, including by suspending the making or reimbursing any payments, regardless of any other agreement.

Boardriders adopts industry best practices and strict legal requirements into its supply chain to meet our stakeholders' expectations. Suppliers are requested to stay alert to our continued releases of various Boardriders' Policies. Any Policy not effectively followed and implemented by Suppliers may result in a Fail grade in a Boardriders Compliance Audit.

Thank you for your continued support of our efforts. Please sign and return the Supplier Acknowledgement below confirming you have read and understood this Supplier Anti-Corruption Policy and that your company will fully comply with it.

Sincerely,
 Boardriders Senior Management
 November 2021

SUPPLIER ACKNOWLEDGEMENT: By signing below, I acknowledge that I have read and understand the Boardriders Supplier Anti-Corruption Policy.	
Supplier/Factory Name	
Date	
Signature	
Title	
Print Name	