

Subject: Conflicts of Interest Policy	Policy Number: E.02.06
Department Name: Law Department	Page: 1 of 3
Original Issue Date: January 1, 2006	Revision Date: September 2015
Policy Owner: Brunswick Ethics Office	Policy Contact Person: Assistant General Counsel— Securities and Employment

Purpose

The purpose of this Policy is to set forth procedures for identifying and disclosing potential actual or perceived conflicts of interest.

Applicability

All Brunswick employees

Definitions

1. Company: Brunswick Corporation and all divisions, subsidiaries, and affiliates
2. Employee: All regular, temporary, full or part-time employees
3. Family Member: An employee's spouse, Significant Other, person with whom they he/she resides, or the following related by blood or marriage (including foster and step): parent, child, brother, sister, grandparent, grandchild, aunt, uncle, first cousin, niece, or nephew. A Family Member is also any parent, child, brother, or sister of an employee's spouse.
4. Significant Other: A person with whom an individual has an intimate relationship, such as a girlfriend or boyfriend.

Policy**A. Conflicts of Interest**

A conflict of interest arises when an employee's personal or family interests interfere—or appear to interfere—with his/her ability to make sound business decisions on behalf of the Company. Conflicts may result from a number of issues, including outside employment, an interest in a competing company, or romantic or family relationships. Employees must avoid not only actual conflicts of interests, but also situations that appear to be a conflict between employee personal interests and the interests of the Company.

Examples of Conflicts of Interest:

- An employee or his/her Family Member directly or indirectly owning an interest in (other than ownership of a minimal amount of stock—less than \$50,000 market value in shares of a publicly-traded company), or providing services to, a competitor of the Company or an entity that does business with the Company.
- An employee supervising one of his/her own Family Members.
- An employee working at an outside job that interferes with his/her position at the Company or using Company property, equipment, information, or other resources to complete work at an outside position.

- Using information learned at the Company for personal gain, to benefit a Family Member or to benefit another company in which an employee has an economic interest.

Direct questions concerning identifying conflicts and apparent conflicts of interest to the Law Department or the Ethics Office.

B. Disclosing Conflicts of Interest

If an employee becomes aware of an actual or potential conflict of interest, he or she must disclose it as soon as reasonably practicable by completing the Conflicts of Interest Disclosure Certification—Manual Form (available on BC One). An employee may also use the Manual Form for advance approval to proceed before entering into a potential conflict.

Salaried employees must complete an on-line Conflicts of Interest Disclosure Questionnaire, typically on an annual basis. Even if a conflict has been previously disclosed and approved, salaried employees must disclose it during the Conflicts of Interest Disclosure Questionnaire process each year it remains in existence.

C. Gifts, Meals, and Entertainment

Gifts, meals, and entertainment must support Brunswick's legitimate business interests, be infrequent, and comply with all applicable laws and Company policies. Entertainment may only take place in a setting consistent with the Company commitment to mutual respect. Gifts offered to or received from anyone should never include cash or cash equivalents, such as gift cards.

If, as part of legitimate business practices, an employee seeks to offer or receive a gift greater than \$100 in value, other than business meals, he or she must disclose the gift on a Gift Reporting Form, and the gift must be approved by a manager and the Ethics Office prior to the offer, receipt, or acceptance of the gift.

Gifts offered to or received from government officials should never exceed \$100 in value. Any government gifts must be given or received openly and transparently, properly recorded in the Company's books and records, provided only to reflect esteem or gratitude and be acceptable under local law. Questions about whether a gift, meal, or entertainment to or from a government official is allowable should be directed to the Law Department. The Gift Reporting Form (E.02.05) is available on BC One.

Exceptions

- A. Not applicable

Related Documents

- A. Code of Conduct
- B. Code of Ethics for Senior Financial Officers and Managers – E.02.02
- C. Gift Reporting Form – E.02.05
- D. Conflict of Interest Disclosure Certification—Manual Form
- E. Employment of Relatives –H.02.04
- F. Outside Employment--H.02.05