



THE POWER WITHIN™



2012

BUSINESS

INTEGRITY MANUAL



COMMITMENT TO INTEGRITY

WELCOME

Briggs & Stratton and all its subsidiary companies are committed to conducting business in full compliance with the law. Compliance bolsters the Company's reputation for excellence, generates employee pride, and avoids unproductive cost and expense. It is the right thing to do; yet it also makes good business sense.

Compliance has a personal dimension. Only if each of us demonstrates integrity in everything we do affecting Company business will our customers, suppliers, competitors, co-workers and others recognize the company as:

- A superior value creator
- A world class provider of high quality products
- A fierce, but fair, competitor
- A considerate employer and
- A good corporate and community citizen

Please take the time to read the material in this manual. It describes the very important role of the Integrity Program Committee, the elements of the integrity program and your personal responsibility to the program.

If there are any questions, please contact your manager or the Integrity Committee. They are here to help you continue your commitment to integrity.

Thank you for your personal dedication to compliance and integrity.



Todd J. Teske
Chairman, President and CEO





CONTENTS

WHAT'S INSIDE	i
HOW TO HANDLE A CONCERN	ii
Section 1. PROGRAM OVERVIEW AND POLICIES APPLICABLE TO ALL EMPLOYEES	
Policy 1: INTEGRITY PROGRAM	1-1
• Elements of Integrity Program	
• What's Required of You	
• Examples of What's Involved	
• Where to Go for Help	
Policy 2: AVOIDING PERSONAL CONFLICTS OF INTEREST	2-1
• Outside Business Interests	
• Personal Investments	
• Insider Trading Restrictions	
• Use of Company Property	
Policy 3: EQUAL EMPLOYMENT OPPORTUNITY	3-1
• Non-Discrimination in Hiring	
• Equal Employment Opportunity	
• Accommodations for Employees	
• Prohibition of Harassment	
HEALTH & SAFETY	
Policy 4: DRUG/ALCOHOL-FREE WORKPLACE	4-1
• Prohibition on Possession and Use	
• Drug and Alcohol Tests	
• Examples of Impaired Behavior	
Policy 5: SAFETY AND ENVIRONMENTAL PROTECTION	5-1
• Safety in the Workplace	
• Reviews for New Products	
• Waste Minimization	
Appendix:	
• Energy Management Policy	
COMPANY RECORDS	
Policy 6: DOCUMENT CREATION, MAINTENANCE, DISCLOSURE AND DISPOSAL	6-1
• Creating Documents	
• Employee Commitment to Confidentiality	
• Guidelines for Using E-Mail	
• Responding to Government Inquiries	
• Disposal of Records	

CONTENTS

Section 2. POLICIES OF SPECIAL INTEREST TO MANAGERS, SUPERVISORS AND EMPLOYEES WHO HAVE CONTACT WITH PEOPLE OUTSIDE THE COMPANY

HOW MANAGERS AND ISC MEMBERS SHOULD RESPOND TO AN INTEGRITY CONCERN.....iii

Policy 7: **MANAGER'S ROLE IN THE INTEGRITY PROGRAM** 7-1

- Elements of Manager's Role
- What's Required of You
- Examples of What's Involved
- Where to Go for Help

Appendices:

- Formats for Training Sessions
- Annual Compliance Review Questionnaire

MANAGING OTHER EMPLOYEES

Policy 8: **EMPLOYEE HIRES, PERFORMANCE REVIEWS AND DISCIPLINE** 8-1

- Non-discrimination in Hiring
- Annual Performance Reviews
- Action Plans to Address Deficiencies
- Guidelines for Disciplining Employees
- Exit Interviews

Policy 9: **PROTECTING TRADE SECRETS AND PATENT RIGHTS**..... 9-1

- Acknowledgment of Confidential Information
- Disclosure of Employee Inventions
- Unsolicited Ideas and Inventions

Appendices:

- Employee Acknowledgment
- Process for Reviewing Inventions

Policy 10: **DELEGATIONS OF AUTHORITY** 10-1

- Capital Expenditures
- Time and Material Contracts
- Transaction Documents
- Charitable Contributions

Appendices:

- Policy Regarding Foreign Subsidiary and Branch Hedging for Purchases or Sales of Inventory
- Policy Regarding Subsidiary and Branch Borrowing



CONTENTS

MANAGING RELATIONSHIPS WITH THIRD PARTIES

- Policy 11: CORPORATE COMMUNICATIONS 11-1**
 - Keeping Subordinates Informed
 - Handling Media Contacts
 - Preparing Announcements
 - Responding to Request for Donations
- Policy 11A: EXTERNAL GLOBAL COMMUNICATION POLICY 11A-1**
- Policy 11B: BLOGGING AND SOCIAL MEDIA POLICY 11B-1**
- Policy 12: ETHICAL BUSINESS PRACTICES 12-1**
 - Accuracy of Promotional Materials
 - Providing Gifts and Entertainment
 - Compliance with Foreign Corrupt Practices Act
 - Political Contributions and Activities
- Policy 13: SUPPLIER/CONSULTANT RELATIONSHIPS 13-1**
 - Selection of Suppliers
 - Receiving Gifts and Entertainment
 - Software License Restrictions
 - Political Contributions
- Policy 14: ANTITRUST COMPLIANCE 14-1**
 - Contacts with Competitors
 - Resale Prices of Distributors
 - Special Prices and Allowances
 - Trade Association Memberships
- Appendices:**
 - Guidelines for Collecting Competitive Information
 - Guidelines for Protecting Confidential Competitive Information
- Policy 15: MANAGING DISTRIBUTOR AND DEALER RELATIONSHIPS 15-1**
 - Due Diligence in Selection
 - Arm’s Length Relationships
 - Termination Procedures
- Policy 16: INTERNATIONAL OPERATIONS 16-1**
 - Due Diligence in Selection
 - No Improper Gifts or Payments
 - Compliance with Export Regulations
 - Compliance with Antiboycott Laws
 - Managing Foreign Currency Risk
- POLICY ACKNOWLEDGMENT A-1**

WHAT'S INSIDE

The objective of this manual is to state the Company's commitment to conduct business lawfully and ethically in a comprehensive integrity programs:

SECTION 1:

- A **description of the elements** of the Company's Integrity Program
 - Employee code of conduct
 - Business practices
 - Education and training
 - Reporting and investigation
 - Compliance reviews and action plans
- **Specific guidance** on how to report an integrity concern

SECTION 2:

Is a common set of procedures about subjects that can present integrity risks. The policies in this section include best practices that will help you do your job efficiently and safeguards to protect you and the Company against unnecessary exposure to legal risk. Included are:

- A description of your responsibilities as a manager to lead the Corporate Integrity Program in your organization, including formats to help you plan training sessions, conduct annual compliance reviews and respond to integrity concerns
- A set of best practices to use in handling employee performance issues
- Specific guidance on delegation of authority and protection of trade secrets and patent rights
- Key requirements to focus on when establishing domestic and foreign distributors, dealers and joint venture partners
- An acknowledgment that you understand all employees are required to comply with Company policies and report any concern about a policy violation

You should carefully review this manual, learn your responsibilities, and discuss with your manager, or other appropriate personnel, any questions you may have. Then sign and return the acknowledgment located at the back of the manual. You should use this manual in your job as a reference guide for all integrity related matters.

***Note:** This manual applies to employees of Briggs & Stratton Corporation and each affiliated company that adapts it. References in this manual to "B&S" mean Briggs & Stratton Corporation, and references to "Company" mean the entity that employs you. This manual and the Company's procedures will be updated and modified periodically. They are not an employment contract. The Company does not create any contractual rights by issuing this manual.*



HOW TO HANDLE A CONCERN

If you have a concern about a possible policy violation, do your best to define your concern by answering the following questions:

- What is the concern?
- When did the concern occur?
- Where did it happen?

Then report the concern in any of the following ways:

- Within your area, talk or write to either –
 - Your manager
 - The member of the Integrity Steering Committee in your area
 - Your Human Resources representative
 - The next level of management above your manager
- If you wish to contact the B&S Legal Department, call (414) 259-5333.
- If you wish to make a confidential, anonymous report of a concern about accounting, internal control, auditing or other matters, call the toll-free number designated by the Company, (888) 732-1411.
- Directors should report any concern to the Chairman of the Audit Committee of the B&S Board of Directors.

Don't ignore a concern. The whole idea is to speak up...ask questions...and report your concern so that it can be resolved.

Employees at all levels are prohibited from taking retribution against anyone for reporting or providing information about a policy concern. If you feel this has happened, tell someone in Human Resources or call a member of the Integrity Steering Committee or the B&S Legal Department.

The Company has adopted a formal program to help support compliance and integrity. The program is guided by the Integrity Program Committee and has five principal elements:

- A code of conduct for all employees
- Business practices on key topics
- Integrity education and training
- Mechanisms to report and investigate concerns
- Annual compliance reviews and action plans

The integrity program applies to B&S, and its wholly owned subsidiaries. Companies in which B&S owns a majority interest should adopt the same or a comparable program, and companies in which B&S owns less than a majority interest should be encouraged to establish a comprehensive and effective integrity program.

Each employee is responsible for being familiar with the elements of the Integrity Program, and how Company policies relate to his or her job. Complying with Company policies and applicable governmental laws, rules and regulations, and reporting any compliance concerns to appropriate personnel is required. Failure to comply with Company policies may result in disciplinary action up to and including termination of employment.

ADMINISTRATION OF THE PROGRAM

The B&S Integrity Program Committee (IPC) is a team of senior executives who have been assigned responsibility for the operation of the Company's integrity program. They are appointed by the CEO and report to him the activities of the IPC. The members of the IPC are the Vice-President – International; Vice-President & President – Briggs & Stratton Power Products Group, LLC; Senior Vice-President – Sales & Service; Senior Vice-President – Engine Products; Senior Vice-President – Corporate Development (chair); and Senior Vice-President & Chief Financial Officer.

The IPC oversees the integrity program during the year, submits a year-end report to the B&S Board of Directors on the status of compliance within the Company, and develops action plans on compliance matters for the coming year. The IPC is supported in these activities by an Integrity Steering Committee (ISC), which includes representatives from your area. The ISC assists managers in complying with the elements of the integrity program, and in fielding and responding to integrity concerns.

The chair of the IPC will review and obtain approval from the Board of Directors or a committee of the Board for any waiver of any policy in this manual that applies to a B&S director or Board-elected officer.



INTEGRITY PROGRAM

ELEMENTS OF THE PROGRAM

1. Code of Conduct. Section 1 of this manual contains a description of the Company's integrity program and includes policies concerning conflicts of interest, employee practices, health and safety, and Company records and document retention. Divisions, business units, and functions may issue additional policies and procedures about these or other topics.

2. Business Practices. Section 2 of this manual provides guidance to employees whose work brings them in contact with customers, suppliers and others outside the Company. It contains a description of each manager's responsibilities concerning the Integrity Program and provides detailed procedures for employees about various topics including employment, relationships with third parties, international operations, and corporate communication and document retention.

Upon receiving the manual, an employee signs a copy of the written acknowledgment. The acknowledgment notifies the employee that the Company requires compliance with the policies contained in the manual. The acknowledgment is kept in the employee's personnel file.

3. Education and Training. Managers are responsible for working with their local ISC representatives and the B&S Legal Department to arrange education and training for employees concerning Company policies. Employees are responsible for attending these sessions, constantly improving their knowledge of and sensitivity to integrity issues, and reporting concerns to appropriate personnel in the Company.

Education and training sessions are geared to the job responsibilities of the people who attend the sessions. To the maximum extent possible, the sessions should be informal and interactive so that real learning occurs. The sessions ensure that employees are aware of the Company policies which are relevant to their jobs, understand what the policies require of them, are informed of any recent developments affecting their compliance responsibilities, and know how to report an integrity concern.

4. Reporting and Investigation. Each employee has an obligation to report promptly any integrity concern to one or more of the following individuals:

- The employee's manager
- The next level of management above the employee's manager
- A member of the Integrity Steering Committee
- The employee's Human Resources representative

Employees can also contact the B&S Legal Department at (414) 259-5333 or call toll-free (888) 732-1411 for the confidential, anonymous reporting of concerns.

B&S directors should report any concern to the Chairman of the Audit Committee.

INTEGRITY PROGRAM

The Company keeps confidential the identity of the person who reports an integrity concern if confidentiality will not compromise the investigation or corrective action.

A report of an integrity concern can be made orally, but written reports are preferred in order to help ensure accuracy. A record of each report is maintained, under the direction of the B&S Legal Department, by the member of the ISC in which the concern has arisen. The reports are used to focus any required investigation and to assist the IPC in assessing integrity risks and developing corrective action.

No employee will be subject to retaliation by the Company for reporting an integrity concern.

- 5. Compliance Reviews and Action Plans.** At least once a year each manager is responsible for conducting a compliance review with the employees who report to the manager. The manager inquires separately of each employee whether he or she is aware of any previously unreported integrity concern in the business during the past 12 months. The inquiry can be face-to-face or based on a list of written questions.

Individual reports of integrity concerns are handled as stated above, and the overall results of the reviews are reported to the manager's manager. After year end, the B&S Board and the IPC will receive a summary of all integrity concerns that have been reported in the business during the past year. The IPC will then develop Company-wide action plans based on the compliance reviews.

What's Required of You

Each employee is responsible for:

- Understanding what's in this manual
- Attending scheduled education and training sessions
- Participating in annual compliance reviews
- Complying with applicable governmental laws, rules and regulations
- Reporting any integrity concern to appropriate personnel
- Complying with the policies included in the manual

Each manager is also responsible for:

- Ensuring new employees know the manual is available
- Making arrangements for education and training sessions
- Conducting annual compliance reviews
- Complying with the policies included in the manual



INTEGRITY PROGRAM

Examples of What's Involved

- **Demonstrate integrity in all your business dealings**
- Take time to read the *Integrity Manual*
- Think about how Company policies relate to your job
- **Identify any areas where operating practices may differ from policy requirements**
- Discuss issues with your manager or others
- Ask questions at education and training sessions
- Report integrity concerns to designated personnel

Employees who violate these policies are subject to disciplinary action up to and including discharge from employment for cause. Conduct which may result in discipline includes:

- Actions which violate a Company policy
- Requesting others to violate a Company policy
- Failure to promptly report a suspected policy violation
- Failure to cooperate in Company investigations of policy violations
- Retribution against an employee for reporting a policy concern

For many policies a violation can also mean subjecting the Company and yourself to criminal penalties and civil sanctions.

WHERE TO GO FOR HELP

If you have a question about the Integrity Program, you should contact your manager, the next level of management above your manager, the member of the ISC assigned to your organization, your Human Resources Manager, the Legal Department or the toll-free phone number (888) 732-1411 for the confidential, anonymous reporting of concerns.

INTEGRITY PROGRAM

Q&A

QUESTIONS & ANSWERS

About this Manual

Q: What's new about this manual?

A: It describes the Company's corporate integrity program in depth, including reporting mechanisms and how you can get more information about a specific policy. It also lists your personal responsibilities concerning policy compliance, and gives examples of how each policy applies in the workplace so that you can more easily recognize integrity issues.

Q: Do I have to memorize everything in here?

A: No. Use this manual as a reference tool. You should be generally familiar with the subjects covered by Company policies, and you need to know the requirements of those policies which affect your work activities.

Reporting a Policy Concern

Q: Does the Company really want me to report a policy concern?

A: Absolutely. It's part of your job to be sensitive to integrity issues and to raise concerns for discussion and resolution. The Company wants and needs your active involvement in promoting integrity and compliance with the law.

Q: Do I have to report a concern in writing? That sounds awfully formal.

A: It's preferable but not required that concerns be reported in writing. If you feel more comfortable raising a concern by talking with your manager or another designated person in the Company, or by reporting the concern by phone, that's okay.

Q: Can I make a report anonymously?

A: Yes. The Company has established a toll-free phone number that you may call.



Statement of Principles

Except where prior approval has been obtained, employees should not perform services of any kind for any entity doing business or seeking to do business with the Company or which competes or seeks to compete with the Company. Employees should ensure that any personal services provided to other entities do not reflect adversely on the integrity of the Company, and should consult with the CEO or B&S Legal Department before accepting any request to serve as a director of an entity.

Concerning personal investments, no employee may have a substantial ownership interest in any customer, supplier or competitor of the Company. In addition, all employees must maintain the confidentiality of material non-public information about B&S's businesses and must not buy or sell securities, or recommend that others buy or sell, on the basis of such information.

Employees may use Company property only for legitimate business purposes. Employees may not allow the Company's name to be associated with their personal activities, and they may not use Company property such as facilities, computers and phones to conduct a separate business.

What's Required of You

- Follow the law, the Company policies and your own conscience in all personal business and financial dealings outside your job
- Avoid activities that might conflict with your job
- Report any potential conflict in writing to your manager, with a copy to your Human Resources Manager

Concerning outside business interests:

- **Don't work part-time for a company which is a supplier, customer or competitor of the Company**
- Ensure that any part-time work you perform for another employer occurs outside of your work hours at the Company

The Company recognizes the right of employees to have business, financial and other activities outside their jobs. But these activities must be lawful and free from any conflict with the loyalty and responsibility owed to the Company.

Employees must keep their personal business free from conflict with the Company's business, comply with restrictions on insider trading of B&S stock and the securities of other companies, and not misuse Company property.



AVOIDING PERSONAL CONFLICTS OF INTEREST

- Don't let outside work affect your physical or mental productivity
- Get approval before accepting any outside directorship of a non-charitable organization
- Don't take personal advantage of any business opportunity available to the Company that you discover because of your job or by using corporate property or information, such as the opportunity to invest in a venture offering a new product or service

Concerning personal investments:

- **Don't make or hold a substantial investment in a customer, supplier or competitor of the Company, even if your job doesn't require that you have direct contact with the entity**
A substantial investment means:
 - 1% of the outstanding securities of a publicly-traded company or
 - 20% of a private company's securities or profits, and
 - Includes securities held by members of your immediate family (your spouse, siblings, children, step-children, parents and dependents) or a trust where you may exercise influence or control over the investment
- **Don't buy or sell securities of B&S or another company while you possess information about B&S, or its relationship with another company which is non-public and may have a material impact on the market prices of the securities**
 - *Securities* include stocks, bonds, notes, debentures, stock options and other financial instruments
 - Information should be considered *non-public* until the third business day after it has been disclosed to the investing public
 - Information should be considered *material* if there is a substantial likelihood that a reasonable investor would consider it important in deciding to buy, sell or hold a security
 - Examples of material non-public information may include earnings, dividend action, mergers and acquisitions, major discoveries, major new products, significant advances in research, major personnel changes, significant labor negotiations or shutdowns, price changes, unusual gains or losses in major operations, and major marketing changes
- Disclose to your manager any acquisition of property (such as real estate, patent rights or securities) in which the Company has or might have interest
- **Disclose material non-public information within the Company or to others only on a "need to know" basis. Don't give the information to someone who might use it to make investment decisions**
- If you are personally notified by B&S's Corporate Secretary, you must give prior notice to the Corporate Secretary or B&S Legal Department before you (or a member of your immediate family who resides with you) buy, sell, exchange or otherwise transfer any B&S securities

AVOIDING PERSONAL CONFLICTS OF INTEREST

Concerning the use of Company property:

- Use Company property to do your job and not for personal gain
- Get approval before taking any Company property home
- Protect Company property against theft, carelessness and waste
- **Comply with the terms of software licenses, which frequently contain restrictions against copying or modifying the software**

Examples of What's Involved

Examples of violations of this policy include:

- Doing consulting work for a customer, supplier or competitor
- Directing Company business to a business which is owned or controlled by you or your family
- Soliciting suppliers for donations to any charity
- Serving as a director of a for-profit company without prior authorization from the CEO or B&S Legal Department
- Owning 20% or more of a private company which is a customer, supplier or competitor of the Company
- Buying shares of stock in a supplier which you know is about to enter into a significant contract with the Company before the contract arrangement is publicly disclosed
- Buying shares of B&S stock when you learn of the Company's quarterly operating results before they are announced to investors
- Using a machine in a Company shop after hours to make parts for your spouse's repair business
- Using the desktop computer in your office to keep financial records regarding your family business
- Using the Company voice mail or e-mail system to promote the sale of products by your family-run business
- Making unauthorized copies of software or giving a copy of software to others
- Installing on a Company computer any software that has been copied from another computer, including "public domain" or "shareware" software

Violations of the laws prohibiting insider trading and tipping can expose the Company to significant fines and the employee to criminal prosecution under U.S. and state securities laws.



AVOIDING PERSONAL CONFLICTS OF INTEREST

Q&A

QUESTIONS & ANSWERS

Outside Job Offers

Q: Can I accept an offer of part-time employment from one of the contractors who work at a Company plant?

A: No. Employees are not allowed to work for customers, suppliers or competitors. Working for a supplier could be viewed by some as a kickback paid to you in return for Company business.

Outside Business Interests

Q: I want to start a business selling home furnishings which I make in my spare time. Can I sell these items to other Company employees?

A: Yes, as long as you don't solicit business during work hours or use Company property to support your business. You also shouldn't try to persuade anyone who works for you to buy your products since they may feel coerced.

Stock Tipping

Q: I just heard that the Company is going to give a major supply contract to a company which has its stock listed on the NASDAQ. The deal will be good for the Company and good for the supplier. Is it okay to tell my father to buy some of the supplier's stock?

A: The answer depends on whether the deal has been publicly announced and whether you have inside information about the transaction. If the deal has not yet been announced, you can't tell your father about the transaction or recommend to anyone that they buy or sell the supplier's stock. If an announcement of the deal was made more than two business days ago, you can tell your father about it as long as you don't convey any other information which is still confidential.

WHERE TO GO FOR HELP

If you have a question concerning outside business interests, contact your manager, the Human Resources Department, the local ISC representative or B&S's Legal Department.

If you have a question concerning personal investments, contact the Human Resources Department, B&S's Corporate Secretary or the B&S Legal Department.

If you have a question about the use of Company property, contact your manager, Human Resources, or Information Systems with respect to computer software.

Statement of Principles

The Company will recruit, employ, develop and promote all persons without regard to a person's race, color, religion, sex, age, national origin, disability, veteran status or other protected classification. The Company will encourage diversity in the workplace consistent with legal and contractual requirements.

The Company will treat employees with disabilities consistently with all other employees if they possess the requisite qualifications and skills, are capable of performing the essential functions of the job with or without reasonable accommodation, and medical documentation indicates that their condition does not pose a direct threat of harm to themselves or others in performing the job.

The Company is committed to providing a work environment in which employees are treated with respect. The Company will not tolerate any form of harassment with regard to an individual's race, color, religion, sex, national origin, age, disability or any other protected characteristic.

These principles apply to operations within the United States and to foreign affiliates controlled by B&S which employ U.S. citizens. In other circumstances, these principles should guide the Company operations in a manner consistent with the laws, customs and practices within each country.

What's Required of You

Each employee is responsible for:

- Treating co-workers with respect
- Avoiding behavior which others may reasonably consider to be offensive
- Promptly reporting any possible violations of this policy

Each manager is also responsible for:

- Seeking out diverse applicant and candidate pools of people who are qualified for open positions
- Using merit and other job-related criteria as the sole basis for making employment-related decisions affecting employees
- Making reasonable accommodations to assist employees with disabilities in the performance of their job duties while maintaining appropriate job-related and safety standards
- Providing a work environment that is free of harassment of any kind

The Company is committed to providing a professional work environment for its employees that is free from discrimination and physical, sexual or verbal harassment. This commitment continues the Company's longstanding policy to offer fair and equal employment opportunities to every person regardless of age, race, color, religion, disability, sex, national origin or other protected classification.



EQUAL EMPLOYMENT OPPORTUNITY

Examples of What's Involved

Examples of violations of this policy include:

- Allowing race, color, religion, national origin, sex, age, disability, veteran status or any other characteristic protected by law to be a factor in screening employees for hiring, promotion, compensation or other employment-related decisions
- Withholding work-related assistance, cooperation or information from fellow employees based on their protected characteristics
- Harassment involving a single incident or pattern of conduct by another employee of the Company or by a representative of a customer or supplier which creates a hostile work environment for an individual or where submission to the harassment is used as the basis for employment decisions affecting the individual

Examples include:

- Racial insults
- Ethnic or religious slurs
- Sexual propositions
- Sexually oriented jokes or teasing
- Inappropriate physical contact such as touching, pinching or brushing against another's body
- Requests for sexual favors
- Displays of sexually explicit or otherwise offensive posters or calendars

WHERE TO GO FOR HELP

If you have a question about this policy, contact your manager or your Human Resources representative. If you have questions about the application of this policy outside the United States, contact the B&S Legal Department.

Statement of Principles

The Company strictly prohibits any employee from being at work or on company premises or worksites, while possessing or being under the influence of alcohol, drugs or controlled substances. Proper use or possession of lawfully prescribed medication is not prohibited.

The Company also prohibits any visitor or contractor from being on Company premises or work sites while possessing or being under the influence of alcohol, drugs or controlled substances.

The Company may request appropriate drug and alcohol tests of an employee when it is believed that the employee's behavior in the workplace is noticeably impaired.

Substances under this policy include narcotic and non-narcotic drugs, designer drugs and alcohol. Work sites include Company vehicles and rental cars, and private vehicles which are parked at Company facilities or work locations.

This policy does not prohibit the responsible use of alcohol, after normal business hours, for special occasions only, with prior approval by the Vice President of Human Resources and a Senior Vice President, under business circumstances where alcoholic beverages are traditionally available.

Please refer to the Company's Substance Abuse and Testing Policy for more information.

What's Required of You

Each employee is responsible for:

- Keeping drugs and alcohol off Company premises
- Coming to work free from the effects of drugs and alcohol
- Reporting any instance where another employee appears to be unable to perform work in a safe and productive manner

Each manager is also responsible for:

- Undergoing training arranged by Human Resources to identify common drugs and physical signs of persons using such substances
- Monitoring the behavior of employees for whom the manager has responsibility
- Following Company procedures where the manager has a reasonable, good-faith belief that a violation of this policy has occurred

To ensure a safe, productive work environment at all corporate facilities, the Company prohibits the use, sale, transfer or possession of alcohol, drugs or controlled substances by anyone on any corporate premises or work sites.



DRUG/ALCOHOL-FREE WORKPLACE

Examples of What's Involved

An employee who exhibits any of the following behavior may be under the influence of drugs or alcohol:

- Marked change in behavior, such as loudness, argumentativeness, hostility, crying and unreasonably suspicious and fearful behavior
- Fighting, assaultive and threatening behavior
- Aggressive insubordination
- Sleeping or drowsiness
- Nervous, hypertensive, erratic and counterproductive behavior
- Serious accidents or work spoilage
- Smelling of alcohol
- Slurred speech
- Marked forgetfulness
- Bleary eyes or excessively dilated pupils
- Inability to follow simple directions or perform routine previously accomplished tasks
- Visual observation of an employee handling alcohol or drug paraphernalia

WHERE TO GO FOR HELP

If you have a question about this policy, contact your manager or your Human Resources representative.

Statement of Principles

The Company will take reasonable measures to protect the health and safety of its employees in the performance of their assigned work, giving full regard to evolving industry practices, regulatory requirements and societal standards of care.

The Company will eliminate or limit to the lowest practicable levels (and in any event to legally defined levels) adverse effects on human health and the environment from its products, facilities, and activities, and will offer products and use processes that decrease the company's impact on the environment at every level, from manufacturing to the consumers point of use.

The Company will recognize environmental and social responsibility as a significant priority and consistent with our Corporate Commitment to Sustainability.

These principles will be implemented in part by (1) issuing appropriate medical, industrial hygiene, and safety bulletins, procedures and guidelines to our employees and our consumers, (2) adopting programs to minimize the amount of waste, reduce our water and energy use, and cut green house gas emissions generated at Company facilities (see B&S Corporate Energy Policy attached), (3) obtaining the prior approval of B&S's Corporate Environmental Manager before starting any project or process that will impact the environment, (4) integrating environmental & safety policies and practices fully into each facet of the business as an essential element of management in all its functions, (5) continuing to improve corporate policies, Environmental Management Systems, and environmental performance as a whole, and (6) developing, designing and operating both our facilities and our products with a commitment to reduce our environmental impact, protect human health and make efficient use of energy and natural resources.

The Company will manage its facilities, activities, and manufacture products so that the health and safety of employees and consumers are protected from unreasonable risks, and the environment is properly protected from adverse effects of plant operation or from the use of Company products and services.

What's Required of You

Each employee is responsible for:

- Following applicable safety standards in doing his or her job
- Alerting management to the existence of any unsafe working condition
- Making suggestions to improve safety and environmental protection in the workplace
- Promptly reporting any workplace injury or any release of toxic or hazardous substance into the environment



SAFETY AND ENVIRONMENTAL PROTECTION

Each manager is also responsible for:

- Implementing effective practices and programs for employee health and safety and environmental protection with assistance from B&S's Corporate Environmental Manager and Corporate Safety Director.
- Coordinating with B&S's Product Compliance Director and the Engine Application Center to conduct environmental and safety reviews of new and redesigned products prior to sale and distribution to distributors and customers, and monitoring aftersale safety performance to identify and address significant product safety issues
- Encouraging employees to propose ways to reduce waste, water and energy use through process modification, product replacement, recycling and better application and controls of energy.
- Consulting with B&S's Corporate Environmental Manager before starting, changing or stopping any manufacturing or other process (or installing, modifying, or removing process equipment) which could have an environmental impact.
- Performing annual environmental and safety reviews of each manufacturing facility to improve environmental and safety performance, to ensure all vendors being used have been internally reviewed and are under applicable Corporate Agreements, and to identify opportunities for waste minimization, recycling and energy reduction that will bring potential cost savings and support our company's sustainability objectives and lead to continuous improvement.

Examples of What's Involved

Any of the following occurrences should be promptly reported to appropriate personnel within the Company:

- A work-related employee fatality and other serious safety incidents requiring a report to a government agency
- A communicable disease or toxic spill which may have exposed employees to a health hazard
- Any government allegation of a substantial violation of environmental laws or permits
- Legal proceedings alleging significant property damage or personal injury from the use of Company products or exposure to hazardous substances

WHERE TO GO FOR HELP

Questions about environmental health and safety issues should be directed to B&S's Corporate Environmental Manager, Safety Director, or Product Compliance Director.

SAFETY AND ENVIRONMENTAL PROTECTION

Q&A

QUESTIONS & ANSWERS

Q: What do I do if I see an unsafe condition at work?

A: You should immediately notify your supervisor and your facility's Safety Engineer. If the safety risk is within your workspace, you should also immediately discontinue the work activities that expose you to the risk.

Q: Who do I call if I accidentally spill a hazardous substance on the ground?

A: You should immediately notify your supervisor and your facility's Environmental Engineer and follow their instructions.

Q: I am planning to begin construction of a new manufacturing operation and would like to know what my responsibilities are relative to environmental or energy policies?

A: Prior to the commencement of construction, you should contact the Corporate Environmental Manager to ensure environmental regulations are being followed and to ensure energy uses for this new operation employ energy conservation.

Q: What do I do if I am working on a new product development and I would like to know what Safety, Environmental, and other regulatory requirements the product must meet?

A: Call the Product Compliance Director at the start of the program to find out what regulations may apply and add the required steps to the project plan.



SAFETY AND ENVIRONMENTAL PROTECTION

ENERGY MANAGEMENT POLICY

Mission

The mission of Briggs & Stratton Energy Team is to create value through a strong integrated energy conservation program that identifies purchasing and consumption options, conservation efforts and technology solutions to drive energy cost out of our operations and enhance our brand in becoming environmental leaders in our industry.

Goal

The goal of Briggs & Stratton is to reduce our global energy intensity by 25% from 2007 to 2016 in US facilities consistent with our commitment to sustainability.

Strategy

- *Lower purchasing costs:* Through strategic natural gas hedges and competitive bidding of supply contracts, we will attempt to lower our energy costs normalized for production and/or company footprint.
- *Measurement of key energy metrics:* We will collect, analyze and internally share data in an ongoing effort to quantify energy consumption (therms or kWh per square feet or production unit) and trends (as a function of production and weather) in an effort to mine information that will be used to target opportunities and justify energy efficiency projects. GRI metrics will be used to measure and compare our energy intensity.
- We will focus our team on *continuously improving our energy footprint* by identifying, ranking & prioritizing, developing scope, and commissioning projects. Projects will be selected through energy audits, government and utility support, and internal best practice sharing.
- We will *measure the effectiveness* (value creation and capital analysis) of each proposed energy efficiency project and share the anticipated results with the team and management. This will allow operations and management to weigh in on projects that fit within our business strategy and identify those that may not support the company's strategy.
- We will *measure and report our progress* to those interested in environmental and energy performance, such as the Sustainability Team, Marketing and Communications groups. We will *involve our employees* by encouraging energy conservation at work and at home.

SAFETY AND ENVIRONMENTAL PROTECTION

Implementation & Communication Plan

- **Monthly Energy Team Meetings:** Group consisting of key energy leaders within each plant to share best practices, proposed projects and allow open feedback and suggestions.
- **Semiannual Energy Team Meetings:** Group consisting of key energy leaders, plant managers, with open invitation to upper management to review progress of projects and provide guidance and feedback on our direction.
- **Annual Reports/Presentation:** Energy Services Manager will document status of all ongoing projects being managed at each site, report on key energy metrics, quantify value of projects complete, projected benefits and costs for projects under consideration for management approval and timelines for milestones on corporatwide energy projects.
- **Biennial Sustainability Report:** Results are reported into our public sustainability report.



Statement of Principles

Employees should create Company documents only as needed to support the operation and management of the business. The content of any documents that are created must be accurate and complete, and must comply with applicable policies such as those dealing with accounting standards, ethical business practices, antitrust compliance, insider trading and tipping, and harassment. All documents created by Company employees in the course of their employment are Company property.

Company documents and proprietary information should be safeguarded in a manner consistent with their content and intended use. For example, documents containing sensitive financial information or business strategies or acquisition plans should be kept in a locked file cabinet or safe, personnel files should be segregated from other office records to protect employee privacy, trade secrets and other proprietary information should not be disclosed to third parties, and original copies of contracts should be preserved until the applicable statute of limitations expires.

Company documents include all electronic and computer system communications such as e-mail, Internet and voice mail communications, and files stored on computer disks or hard drives. These documents are Company property, can be subpoenaed in litigation, and must be used only for legitimate business purposes.

All requests for Company documents by government agencies or private litigants should be reviewed with B&S Legal Department before any documents are made available for inspection or copying.

At the end of their designated retention periods, Company documents should be destroyed in accordance with the Company's record retention program.

What's Required of You

Each employee is responsible for:

- Creating only necessary documents
- Not using inappropriate language in any document
- Being accurate, timely and complete in preparing financial information

The Company will create and maintain only those documents that are appropriate to support the operation and management of the business. All Company documents will be accurate and complete, and will be protected against disclosure in a manner consistent with their contents. Company documents will be destroyed when they are no longer required to be preserved.



DOCUMENT CREATION, MAINTENANCE, DISCLOSURE AND DISPOSAL

- Safeguarding the confidentiality of proprietary Company information and personal information in personnel records
- Reporting to B&S Legal Department any subpoena or informal request for Company documents made by a government agency or private litigant

Each manager is also responsible for:

- Working with Finance to ensure that generally accepted accounting principles and the Company practices are used in creating accounting and financial information
- Establishing appropriate safeguards to protect Company documents under the manager's control
- Working with the Corporate Record Information Center to develop and follow a record maintenance and disposal practice which allows for the central storage of business information and implementation of a record retention schedule approved by the B&S Legal Department

The Briggs & Stratton CEO and CFO are responsible for:

- Establishing and maintaining procedures to assure B&S collects, processes and discloses information as required in SEC filings
- Providing certificates to the SEC concerning Briggs & Stratton's financial statements

Examples of What's Involved

- Assume every document you create will be copied and read by more people than just the intended recipient
- **Don't use inappropriate language in any Company document.** We don't want perfectly lawful conduct to become suspect because of a poor choice of words. Examples of terminology or expressions which might be misconstrued if a third party were to examine a document in future litigation include:
 - Guilt complex words ("Please destroy after reading")
 - Cute language ("You don't know where this came from")
 - Militaristic words ("It's war and we need to kill our competitors")
 - Disparaging competitors ("Their products are no good")
 - Overstating the Company's position in the market ("We control the market")
 - Overstating the Company's power in the market ("Our price leadership")
 - Undocumented personal opinions on safety matters
 - Speculation about the basis for management decisions
 - Implying industry collusion ("This is an industry policy")
 - Implying we give preferential treatment ("For you alone")

DOCUMENT CREATION, MAINTENANCE, DISCLOSURE AND DISPOSAL

- Make sure that all information which you contribute to filings with the SEC or other government agencies is prepared in accordance with applicable regulations and accounting standards and is accurate and complete
- Concerning the use of e-mail:

Practical Business Use

- Minimize the number of recipients
- Avoid sending large attachments
- Gain manager approval for sending large mailings
- Send global messages through designated individuals

Business Courtesy

- Answer e-mail messages in a timely manner
- Forward your e-mail when you'll be away for a long time
- Accept or decline invitations to scheduled meetings
- Keep messages objective and factual
- Be aware of who is on the mailing list

Security

- Minimize the forwarding of messages
- Protect your passwords
- Use caution when sending e-mail over the Internet
- Be wary of unsolicited Internet mail
- Use discretion when discussing a business matter over the internet

Retention

- Delete e-mail not intended to be a Company document
- Save as another document e-mail that needs to be kept over 6 weeks
- Retain back-up files according to Company record retention schedules
- Don't retain e-mail messages on computers outside the office

WHERE TO GO FOR HELP

For questions about e-mail, contact Information Systems.

For questions about the service of legal documents, contact the B&S Legal Department.

For questions about responding to a government request for documents, contact the B&S Legal Department.

For questions about retention periods for documents, contact your manager or the Records & Information Center.



DOCUMENT CREATION, MAINTENANCE, DISCLOSURE AND DISPOSAL

Q&A

QUESTIONS & ANSWERS

Definition of Documents

Q: If we're in a lawsuit, do we have to give the other side copies of e-mail messages, internal memos and drafts of contracts?

A: Yes, if the document is described in a legitimate request to produce Company records for inspection. The fact that a document may be on electronic media rather than on paper or that it may be a draft rather than final version does not protect it from disclosure.

Accuracy of Documents

Q: Can't we assume that we'll be able to correct any inaccurate information contained in a document at the time it is disclosed?

A: No. Our documents need to be accurate at the time they are created. We need to be sure that we run the business on complete and accurate information. And we don't always have a right to explain any mistakes or omissions when the documents are being examined in litigation.

Access to Documents

Q: What are our document disclosure obligations if we're buying a business?

A: Depending on the size and location of the business, we may have to send to the U.S. Department of Justice for their review copies of all internal memos, correspondence and studies which analyze the terms of the transaction and its impact on the market. The government can then ask for additional information from us.

Q: Do we have to disclose internal safety analyses in product liability litigation?

A: Frequently we do, and that's why it's important that documents about product development and risk assessments be complete and accurate.

Document Retention

Q: How do I find out what the retention period is for a particular document?

A: Contact the Records Information Center at (414) 259-5649.

SECTION 2



HOW MANAGERS AND ISC MEMBERS SHOULD RESPOND TO AN INTEGRITY CONCERN

1. Determine if the concern appears to be legitimate. Discuss with the reporting employee:
 - What is the concern?
 - When did the concern occur?
 - Where did it happen?
2. Advise the reporting employee that:
 - The concern will be investigated,
 - Confidentiality will be maintained if possible,
 - Appropriate corrective action will be taken, and
 - The employee will be advised of the outcome.
3. Report concerns promptly to your Human Resources Manager, the local ISC representative, or the B&S Legal Department.
4. Include the integrity concern in your annual compliance review.
5. Cooperate with Human Resources and the B&S Legal Department in conducting any investigation concerning the reported concern.
6. Take appropriate corrective action to address the integrity concern.
7. Advise the reporting employee how the concern was resolved.

Note: Immediately contact the B&S Legal Department upon receiving any summons, subpoena or other notice pertaining to any pending or threatened litigation or government investigation involving the Company.



Elements of Manager's Role

Each manager plays a crucial role in the Company's Integrity Program. It is the manager who oversees how the Company's Integrity Program is implemented within the organization and, when a concern is reported, who sets an example for others by how he or she responds to the concern and implements corrective action.

The specific elements of each manager's role in the Company integrity program include:

1. **Educating New Employees.** Within three months after a new employee begins work in an organization, the manager should hold an education session on integrity issues with the employee.

The goals of the session are to ensure that (1) the employee is familiar with the laws and Company policies which apply to his or her work activities, (2) the employee is performing work in compliance with those laws and policies, and (3) the employee has an opportunity to ask questions and raise any integrity concerns which may be related to his or her work.

When the meeting is scheduled, the employee should be told to think about those laws and policies which relate to his or her job and to bring to the session a copy of this manual. At the session, the manager should review with the employee applicable laws and policies, reaffirm the Company's commitment to integrity and its expectation that the employee will act with integrity, and provide guidance to resolve any questions or concerns.

2. **Leading Integrity Training and Compliance Review Sessions.** Managers are responsible for making sure that every employee in his or her organization participates in integrity training at least once every two years (more frequently if needed) and in a compliance review session at least once each year.

The goals of integrity training are to (1) reinforce the importance of integrity in all business activities, (2) provide an overview of applicable laws and policies and the Company's integrity program, (3) explain how to report concerns and get answers to policy questions, and (4) provide examples of how integrity issues affect employees in their work. Suggested formats for integrity training are attached to the end of this procedure.

Each manager must set an example by personal conduct in managing the organization's participation in the Company's Integrity Program and responding to reported concerns. Managers are responsible for:

- Educating new employees on integrity topics
- Leading training and compliance review sessions
- Responding appropriately to reports of integrity concerns
- Taking corrective action to maintain effective operating procedures



MANAGER'S ROLE IN THE INTEGRITY PROGRAM

The goals of annual compliance reviews are to (1) identify any integrity concerns which may have arisen in the past year, (2) ensure that all outstanding concerns have been addressed, and (3) prepare a summary of integrity issues for the next level of management. A suggested questionnaire to be used in the compliance review is attached to the end of this procedure.

- 3. Responding Appropriately to Integrity Concerns.** Every manager needs to recognize that what he or she *does* about an integrity concern is just as important as what he or she *says* to other managers and subordinates about the concern. Actions speak as loudly as words.

When a manager or ISC Member receives a report of an integrity concern, he or she should first collect basic facts in order to be in a position to determine whether the concern appears to be legitimate. What is the concern? When did the concern occur? Where did it happen? Answers to these questions will help determine whether the concern relates to a compliance subject or something else, and whether the concern is real or speculative.

If the integrity concern appears to be real, the manager or ISC member should report the concern to Human Resources or the B&S Legal Department. They will determine what additional information may be required in order to properly assess the concern and will track the disposition of the concern. The manager or ISC Member should cooperate in these activities and include the concern in his or her year-end compliance review for senior management.

All employees should take integrity concerns seriously and address them promptly. Corrective action should be effective to eliminate the concern and to provide reasonable assurance that the concern does not reoccur. Quick fixes should be avoided except as temporary measures to cope with emergency situations.

As a separate matter, a manager should immediately contact the B&S Legal Department upon receiving any summons, subpoena or other notice pertaining to any pending or threatened litigation or government investigation involving the Company.

A summary of the steps to follow in responding to a report of an integrity concern is included at the front of this section.

- 4. Maintaining Effective Operating Procedures.** An organization's compliance risk can be measured by the gap between how work should be done and how it is actually done within an organization. Once a compliance gap has been identified, a manager needs to take action to ensure that the gap is closed and stays closed.

Closing the gap generally requires that the organization review its operating procedures and modify them as required to ensure that integrity concerns are being addressed. Keeping the gap closed is generally a matter of maintaining process discipline among employees.

MANAGER'S ROLE IN THE INTEGRITY PROGRAM

What's Required of You

- Make sure you understand the integrity risks in your organization
- Establish operating procedures and routines which are effective to address all integrity risks
- Monitor subordinates within your organization to ensure that they are using approved procedures and routines in their work activities
- Spend time educating new employees about integrity risks and how to address them
- Lead compliance reviews every year and training sessions every two years
- **Know how to respond when an integrity concern is reported to you**

Examples of What's Involved

- Talk to legal counsel periodically to assess potential integrity risks
- Involve the people who do the work in planning any change to established operating procedures and routines
- **Be constantly aware that others will judge your commitment to integrity based on your conduct - not just your words**
- Within 3 months after a new employee starts work, spend 30 minutes with the employee discussing how Company policies relate to his or her job
- Use Human Resources, legal counsel and regulatory specialists to help you design and implement training programs which convey useful information to employees
- Try to make training programs interactive where appropriate
- Encourage employees to report integrity concerns
- When an integrity concern is reported, work with Human Resources and legal counsel to properly investigate the concern and take corrective action
- **Take prompt action against anyone who retaliates against someone who reports an integrity concern**

WHERE TO GO FOR HELP

Contact Human Resources, your ISC Representative, or the B&S Legal Department if you have questions about your role as a manager in the Company's Integrity Program.



MANAGER'S ROLE IN THE INTEGRITY PROGRAM

FORMATS FOR TRAINING SESSIONS

Work with Human Resources, your ISC Representative, or the B&S Legal Department to develop a training session which provides useful information to the employees in your organization. Examples of possible formats for training sessions include the following:

Frequency: At least once every two years
More frequently as appropriate

Duration: Allow at least 1 hour to introduce, review and discuss a compliance topic

Content: **#1 - Discussion of Relevant Policies**

- State integrity themes/goals for the organization
- Identify activities which raise most significant concerns
- Review policy requirements
- Ask/answer questions

#2 - Case Study of Relevant Policy

- State integrity themes/goals for the organization
- Present a case study from actual experience
- Discuss applicable policies and issues
- Ask/answer questions

#3 - Discussion of New Developments

- State integrity themes/goals for the year
- Identify recent developments affecting integrity risks
 - Changes in law or policies
 - Changes in scope of business
 - Changes in operating mechanisms
- Discuss implications and required actions
- Ask/answer questions

#4 - Process Improvement Session

- State integrity themes/goals for the year
- Identify policies most relevant to work
- List gaps between practice and policies
- Discuss potential ways to close gaps
- Ask/answer questions

MANAGER'S ROLE IN THE INTEGRITY PROGRAM

ANNUAL COMPLIANCE REVIEW QUESTIONNAIRE

1. Do you know which Company policies apply to your job?
2. Do you know how to report an integrity concern?
3. Are you aware of any information suggesting that the Company or any of its employees or others acting for the Company may have violated the law or any Company policy? Consider at least the following topics:
 - Customer relationships
 - Supplier relationships
 - Distributor and dealer relationships
 - Joint venture relationships
 - Antitrust compliance
 - Personal business interests
 - Trading in B&S stock
 - Prohibition of harassment
 - Safety and environmental protection
 - Completeness and accuracy of Company records
4. Are you aware of any instance where someone was prevented from reporting an integrity concern or was retaliated against for reporting a concern?
5. Do you have any suggestions for improving the Company Integrity Program?



Statement of Procedures

The Company is committed to hiring talented people and providing them with an equal opportunity to succeed in an environment free from discrimination and harassment. Managers are required to implement these principles by:

1. Making hiring decisions without regard to race, nationality, sex or any other protected characteristic.
2. Conducting performance reviews with each employee at least annually.
3. Developing and communicating with employees about specific action plans to address any deficiencies in an employee's performance.
4. Taking disciplinary action where necessary to resolve a problem.

Managers should seek to hire the best qualified people, provide them with constructive feedback on a regular basis, address performance issues promptly, and follow Company guidelines concerning employee discipline and discharge.

When employment issues occur, managers should work closely with Human Resources to resolve them in a manner consistent with the needs of the business, federal and state labor and employment laws, and the collective bargaining agreement when applicable.

What's Required of You

- Hire the best people for the job
- Provide employees with constructive feedback on their performance
- Address performance issues promptly
- Ensure that any disciplinary action is warranted and will be effective
- Arrange as appropriate with Human Resources for an exit interview to be conducted with an employee who resigns from the Company
- Comply with the collective bargaining agreement on contract issues such as: work hours, transfers, layoffs and overtime scheduling when applicable

Examples of What's Involved

- Clear hiring decisions with your Human Resources representative, who will provide guidance on matters such as mandatory drug screening and establishing proof of identity and work authorization as required by the Department of Homeland Security.



EMPLOYEE HIRES, PERFORMANCE REVIEWS AND DISCIPLINE

- Make sure each new employee receives a new employee orientation which must include signing acknowledgments of Company policies and restrictions concerning confidential information
- Schedule annual performance reviews with the people who report to you
- Make sure the people who report to you conduct performance reviews with the people in their organizations
- Find occasions to provide positive feedback and awards to your people for jobs well done

Guidelines for Disciplining Employees

Possible discipline includes verbal warnings, written warnings, disciplinary suspensions and discharge. Suspensions and discharge should be implemented only after review by Human Resources. Specific disciplinary action should be consistent with the following guidelines:

- Improving employee performance
 - Describe the problem in a friendly manner
 - Ask for the employee's help in solving the problem
 - Discuss causes of the problem
 - Identify and write down possible solutions
 - Decide on the specific action to be taken by each of you
 - Determine a specific follow-up date
- Improving work habits
 - Describe in detail the poor work habit you have observed
 - Indicate why it concerns you
 - Ask for reasons and listen openly to the explanation
 - Indicate that the situation must be changed and ask for ideas for solving the problem
 - Discuss each idea and offer your help
 - Determine action to be taken and set a specific follow-up date
- Utilizing effective follow-up action
 - Review previous discussions
 - Indicate insufficient improvement and ask the employee for reasons
 - Discuss possible solutions to the problem
 - Indicate the consequences of continued lack of improvement
 - Determine action to be taken and a follow-up date
 - Indicate your confidence in the employee

EMPLOYEE HIRES, PERFORMANCE REVIEWS AND DISCIPLINE

- Maintaining improved performance
 - Describe the improved performance
 - Explain the importance of this improvement to you and the work group
 - Listen empathetically to the employee's comments
 - Thank the employee for the improved performance

WHERE TO GO FOR HELP

Refer to Policy 3 - Equal Employment Opportunity - in this manual for more information about standards for hiring and promotion and prohibitions against harassment.

Contact your Human Resources representative if you wish to discuss specific employment issues.



Statement of Procedures

The Company requires new employees to sign a standard form acknowledging that they will not disclose B&S or Company confidential information and that they will assign B&S or to the Company any inventions made during their employment which relate to B&S or the Company's business. Managers should work with Human Resources to ensure that each employee has signed such an acknowledgment.

If someone makes an invention during his or her employment with the Company, the employee's manager should direct the employee to submit the invention to the B&S Legal Department for review and to keep the invention confidential while the Company decides whether to file a patent application.

Managers may not accept from a third party any information concerning unsolicited ideas or inventions. These contacts will be referred to the B&S Legal Department, which will negotiate with the third party the terms of disclosure and circulate the disclosed material to the appropriate persons for review and comment.

Managers should ensure that all employees within their organizations have signed the Company's standard form for protecting confidential Company information against disclosure and assigning employee inventions to the Company.

Managers should also ensure that uniform practices are consistently followed within their organizations with respect to the disclosure, review and selection of inventions for domestic and foreign trade secret or patent protection.

What's Required of You

- Cooperate with Human Resources in obtaining employee acknowledgments concerning confidentiality and the assignment of patent rights. A copy of the current version of the form is attached to this procedure.
- **Periodically remind the people who work in your organization of the importance of keeping confidential any sensitive B&S or Company information.**
- Make sure that people who may make an invention in the course of their work are aware of their obligation to disclose such inventions to the Company's patent counsel for review.
- **Forward to the B&S Legal Department any material you receive from a third party which proposes to make a disclosure of a trade secret or unpatented invention.**



PROTECTING TRADE SECRETS AND PATENT RIGHTS

Examples of What's Involved

- Be aware of the process for reviewing inventions and how to initiate such a review. A summary of the process is attached to this procedure
- Don't publicize new inventions or processes while their patentability is being considered
- Prior to publication have patent counsel review technical articles written by Company employees which relate to their work or the Company's business
- Be careful in dealing with inventors outside the Company who want you to consider unpatented disclosures for evaluation and testing. Make sure that the terms governing disclosure are agreed to in writing before receiving the material

WHERE TO GO FOR HELP

Contact your Human Resources representative if you have questions about the acknowledgment form concerning employee confidentiality.

Contact the B&S Legal Department if you have questions about the patentability of employee inventions or the review of inventions by third parties.

PROTECTING TRADE SECRETS AND PATENT RIGHTS

EMPLOYEE ACKNOWLEDGMENT

As an employee of the Company, you are required to maintain the confidentiality of the Company and Briggs & Stratton Corporation (B&S) business information, assign to B&S or the Company inventions made during your employment, and return confidential information when you leave the Company.

1. Confidentiality of Information. You may not disclose to a third party or use for any purpose not related to your employment any sales methods, prospecting methods, customer and pricing information, customer lists, technical information, trade secrets, research information, computer technology, programs and data (whether on-line or off-loaded on disk format), methods of presentation and any other plans, programs and materials which are used in managing, marketing or furthering the Company or B&S business. All these materials are the property of the Company and B&S and are referred to below as “B&S Confidential Information.”
2. Assignment of Inventions. You agree to grant and assign, and do hereby assign, to B&S or the Company your entire right, title and interest under applicable laws in any software, invention, patent, patent application and copyrightable material (“Invention”) which is made by you solely or jointly with others during the time that you are employed by the Company either (a) in the course of your employment by the Company, or (b) with the use of Company or B&S property or (c) relating to a subject matter the Company or B&S may be concerned with at the time the Invention is made. If you believe an Invention which you’ve made during your employment is not covered by (a), (b) or (c) above, you must promptly notify the Company and B&S and disclose the nature of the Invention to the Company and B&S.
3. Return of Confidential Information. When your employment with the Company ends, you must return to the Company the original and copies of any documents, records, notebooks, manuals, computer disks and similar items in your possession or control which contain Company or B&S Confidential Information.

You acknowledge by signing below that you understand these obligations and will comply with them.

Signature: _____

Print Name: _____

Date: _____

Employee ID Number: _____

Business Entity Name: _____

Work Location (City/State): _____



PROTECTING TRADE SECRETS AND PATENT RIGHTS

PROCESS FOR REVIEWING INVENTIONS

1. Inventions should be submitted to B&S Legal Department for review.
2. After discussing the invention with the inventor, the patent counsel will have a search performed on any invention which is not clearly unpatentable or unrelated to B&S or the Company's business activities in order to determine if the invention is patentable. The results of the search will be shared with the inventor.
3. If the patent counsel and inventor agree that the results of the patent search indicate that the invention may be patentable, the patent counsel will notify B&S Legal Department in writing of the search results and the likelihood of obtaining a patent.
4. B&S Legal Department will decide whether to approve the filing of a patent application on the invention after considering the search results and discussing the invention with the inventor's supervisor where appropriate. The decision on filing foreign patents will be made by B&S Legal Department after consultation with the inventor's supervisor or a representative appointed by B&S Legal Department. Selection criteria for filing a patent application include:
 - The subject is within B&S or the Company's area of commercial interest or is reasonably likely to fall within that area
 - The technology will have significant life
 - Public disclosure would not penalize B&S or the Company when compared to the anticipated degree of probable patent protection
5. The patent counsel will inform the inventor of the final disposition of the invention disclosure (i.e., a decision to file a patent application, a decision to maintain the invention as a trade secret, or a decision to make the file inactive) along with the reasons for the decision.
6. Unpatented disclosures by third parties are often of little value to the Company although they are highly regarded by the individuals originating them. Such disclosures may be received from third parties for evaluation and testing by the Company only when B&S or the Company has reached a written agreement with the discloser that adequately protects their interests and, where appropriate, provides that:
 - The review will be on a non-confidential basis and
 - The inventor will rely solely on patent rights in seeking any future compensation from the Company for the disclosure.

After reaching an agreement on the terms of disclosure, B&S Legal Department or other designated manager will circulate the disclosed material to the appropriate persons within the Company for review and comment. Such comments should be provided as soon as possible as a courtesy to the inventor.

Statement of Procedures

1. **Capital Expenditures.** Capital expenditures are subject to annual budget and specific approval requirements. Budgets requests are prepared by each operating and corporate group, evaluated by the Chairman and President, and established in the aggregate by the Board of Directors for the coming fiscal year in their April board meeting.

Specific approval to spend budgeted capital funds is required as follows:

Budget Request	Required Level of Approval
Over \$2,500,000	Board of Directors
Up to \$2,499,999	Chairman or President
Up to \$1,000,000	Executive Vice President or Senior Vice President, plus Controller
Up to \$250,000	Executive Vice President or Senior Vice President
Up to \$100,000	Vice President

2. **Time and Material Contracts.** Purchase orders and contracts with suppliers where pricing is based on time and material are restricted to emergency situations or when it is impractical to obtain a firm quotation for work to be done. Suppliers who are eligible for such arrangements must be selected by a committee composed of Procurement, Plant Engineering and Manufacturing.

Specific procurements require the approval of the purchasing agent and the following additional people:

Purchase Request	Required Level of Approval
Up to \$50,000	Plant Manager if manufacturing related Appropriate Vice President if engineering, selling or administration related
Over \$50,000	Appropriate officers as indicated in paragraph 1

3. **Transaction Documents.** Managers should seek prior legal review of all non-standard customer, supplier, distribution and transaction agreements as well as other transactions which bind the company and include:
 - More than \$200,000 for goods or services
 - A multi-year term
 - An exclusive relationship
 - Confidentiality provisions
 - A significant potential liability
 - Legal issues which the manager feels require review



DELEGATIONS OF AUTHORITY

4. **Charitable Contributions.** All charitable contributions regardless of amount are subject to prior approval by the CEO and must be charged to Account 6440 (Donations). Written substantiation of the donation from the charity is required for charitable contributions of \$250 or more.
5. **Loan Requests.** Any borrowing from an outside bank or financial institution must be managed by the Corporate Treasury Department in compliance with Financial & Accounting Policy #5090 "Non-U.S. Subsidiary Loans". In addition, the borrowing request must be signed by two authorized representatives of the subsidiary or branch seeking the funds.
6. **Foreign Exchange Hedging.** All foreign exchange hedging must be managed by the Corporate Treasury Department in compliance with Financial & Accounting Policy #5100 "Foreign Currency Risk Management".

The Company encourages managers to delegate appropriate decision making authority to subordinates within their organizations who demonstrate competence and judgment.

Each manager is responsible for being familiar with the scope of the authority which has been delegated to him or her by senior management and for monitoring the delegations granted to subordinates.

Managers should always act in the best interest of the Company within the bounds of the authority which has been delegated to them.

What's Required of You

- **Know the scope of responsibility that has been delegated to you.**
 - Delegate responsibility to subordinates who have demonstrated their competence and judgment.
 - Act in the best interests of the Company within your delegated authority.
- **Get required approvals before making capital expenditures.**
 - Treat as a capital expenditure any purchase which (1) is intended to benefit the Company not only in the current year but also in future years and (2) exceeds \$1,000 for land, buildings and improvements, manufacturing, machinery, equipment and tooling; \$500 for office furniture, computer hardware, and computer software (excluding upgrades); and any expenditure for transportation equipment.
 - Prepare capital budgets and expenditure requests with due consideration for the overall Company mission, strategic and operating plans, expected Economic Value Added, availability of funds and benefits and risks of the proposed investment.

DELEGATIONS OF AUTHORITY

- Prepare an economic evaluation for all capital expenditure requests and keep the supporting documentation in your file for two years after the project has been completed.
- Make procurements under time and material purchase orders and contracts only where firm quotes are not practical and only from approved suppliers.
- If you're on the committee which selects approved suppliers, reevaluate the list of suppliers at the end of each calendar year.
- Try to include a "not to exceed" clause in the contract or purchase order.
- **Understand that binding agreements don't have to look legalistic or be in writing - they can be based on conversations and actions. Seek legal advice when significant dollars or unusual circumstances are involved.**
- **Communicate all foreign currency exposures monthly to the Corporate Treasury Department**
- **Communicate all funding needs to the Corporate Treasury Department**

Examples of What's Involved

- The dollar value of a transaction generally determines the level of management approval which a manager is required to obtain before binding the Company
 - Specific dollar thresholds for various types of transactions are contained in paragraphs 1 and 2 of the first section of this procedure
- With several exceptions, the type of documentation (standard vs. non-standard) generally determines whether legal review of the transaction is required
 - Legal review is generally appropriate for the types of transactions identified in paragraph 3 of the first section of this procedure
 - The types of transactions listed below only require legal review if they are implemented with documents that are not standard form B&S agreements

Customer

Acknowledgment
Order Acceptance/Acknowledgment
Consignment/Supply
Security Agreements
Sales Agreements
Confidentiality Agreements
Indemnity Agreements



DELEGATIONS OF AUTHORITY

Supplier/Contractor

- Purchase/Supply Agreements
- Equipment Purchase Agreements
- Service Agreements
- Indemnity Agreements
- Confidentiality Agreements
- Lease Agreements
- Consignment Agreements
- Software Agreements
- Hardware Agreements
- Construction Contracts
- Building Services Agreements

Domestic/International Distribution

- Supply Agreements
- Distribution Agreements
- Sales Representative Agreements
- Lease Agreements
- Computer Agreements
- Franchise Agreements
- Dealer Agreements
- Confidentiality Agreements
- Commission Agents Agreements
- Agency Agreements

Other Transactions

- Loans
- Borrowing Agreements
- Financial Instruments
- Listing Agreements
- Lease Agreements
- Sales Agreements
- Purchase Agreements
- Acquisition/Divestiture of Product Lines/Divisions/
Affiliates
- Joint Venture Agreements
- Consulting Agreements
- Employment Contracts

WHERE TO GO FOR HELP

Contact the Controller if you have questions about the monetary limits on delegations of authority or hedging transactions.

Contact B&S's Legal Department if you have questions about the proper documentation for a transaction.

Contact B&S's Tax Department if you have questions about charitable contributions, currency hedging or loans.

DELEGATIONS OF AUTHORITY

POLICY REGARDING FOREIGN SUBSIDIARY AND BRANCH HEDGING FOR PURCHASES OR SALES OF INVENTORY

Reason for Policy

To ensure Company profit margins, as well as margins at its foreign subsidiaries and branches are not adversely impacted by changes in exchange rates on assets or liabilities denominated in foreign currencies and ensure global exposures across entities are aggregated to reduce risk.

Statement of Policy

Each entity will review its foreign currency assets and liabilities to determine if foreign currency exposures exist and report these identified exposures monthly to the Corporate Treasury Department.

After an overall policy determination has been made, the Corporate Treasury Department will work with each entity and hedge aggregate exposures for the Company.

Operation and Responsibility

The responsible person at each entity will identify foreign currency exposures, re-evaluate exposures monthly and report exposures monthly to the Corporate Treasury Department.



DELEGATIONS OF AUTHORITY

POLICY REGARDING SUBSIDIARY AND BRANCH BORROWING

Reason for Policy

To ensure the capital structure of Briggs & Stratton is managed per the direction of the Board of Directors and all limits for subsidiary or branch (entity) borrowings are followed.

Statement of Policy

Each entity is responsible for ensuring that it never borrows more than the amount authorized.

Borrowing amounts are defined as gross amounts, i.e., not net amounts that reflect offsetting cash or assets.

Each entity is responsible for determining cash flow needs and contacting the Corporate Treasury Department if a shortfall is identified and funding is required. Treasury will work with the entity to determine the appropriate method of funding.

Operation and Responsibility

The individual who has the authority to borrow for each entity will be responsible for ensuring that the total borrowings never exceed the amount authorized.

Statement of Procedures

Managers will coordinate with Briggs & Stratton's Director of Corporate Communications and Events concerning Company actions, agreements, new products, community activities and sponsorships.

The content and timing of announcements will take into account input solicited from Human Resources, from any business unit directly affected by the announcement, and any contractual or other legal obligations.

Employees will be informed of information that affects the Company before the information is released to the public, unless concurrent release of the information to the public and employees is required to comply with the law.

What's Required of You

- Keep the employees who work within your organization informed about the state of the business
- Refrain from commenting publicly about unpublished reports concerning the state of the business or the Company's financial results or business prospects
 - Check with the Briggs & Stratton Legal Department before announcing any information that you think may be subject to confidentiality restrictions
 - Refer information requests by stock analysts or financial reporters to the Briggs & Stratton Investor Relations Department
- Refer requests for donations by the Briggs & Stratton Foundation to the Corporate Secretary
- Refer requests for donations or sponsorships by the Company to Corporate Communications
- Coordinate announcements concerning significant company events with Corporate Communications

Examples of What's Involved

- Take positive action to keep your direct reports informed
- Work with Corporate Communications to develop an internal and external communications plan for significant actions
- Refer all media calls from the media or financial industry to Corporate Communications

The Company will provide employees with timely and accurate information concerning the business so they can fulfill efficiently the objectives stated in the Company's Mission Statement.

WHERE TO GO FOR HELP

Contact Corporate Communications or Legal if you have questions about this procedure.



Purpose

The brand and reputation of Briggs & Stratton Corporation is vital to the continued success of the organization. In an age where information about a company flows instantaneously and globally, it is critical that any communication with an external audience is managed in a way that is consistently aligned with the policies, practices and needs of the company via an appointed Company spokesperson. The Company's key audiences are very closely interlinked, with the media acting as a conduit to all of them. It is important that the information we share externally is accurate, consistent and timely to best protect the Company's reputation and to retain and enhance shareholder confidence in the Company's prospects.

Scope

This policy applies to all Briggs & Stratton Corporation entities and employees globally.

Responsibilities

Senior Management and Corporate Communications are responsible for ensuring compliance with this policy. All employees worldwide involved in any external communications are responsible for complying with this policy. Violations of this policy may be subject to disciplinary action.

Policy

No employee of the Company shall communicate externally about Briggs & Stratton's business prospects, performance or policies or disclose any sensitive information concerning the Company without appropriate authority.

Communication with the Investment Community – Spokespersons

The Investor Relations function is responsible for Briggs & Stratton's dissemination of information to the financial community. Other than the Chairman & CEO, President, Chief Financial Officer and Investor Relations, no other Company personnel may provide any investment communication to the financial community without prior approval of the Chief Financial Officer or Investor Relations. All invitations or requests to present Company information to the investment community should be directed to the Chief Financial Officer.

Communication with the Media

It is the Company's policy to manage its relations with the media in an open and pragmatic way. The Company will be responsive to legitimate inquiries from and interest of the media. It will also be



EXTERNAL GLOBAL COMMUNICATIONS POLICY

proactive in disseminating information about the Company, its policies, practices and/or products when it is in the best interests of the business, as determined by Corporate Communications and/or Investor Relations.

It is often appropriate and in the Company's interest to provide spokespeople from the executive management team of B&S. This should be undertaken under the direction of Corporate Communications, who will provide the necessary preparation and materials, as well as attend the interviews or media events.

Where a need arises in a local community, or in one of the Company's non-U.S. businesses, the persons who are most knowledgeable concerning the issue should, under the direction and with the assistance of Corporate Communications, communicate with the media.

Media Calls

All requests from the media should be recorded accurately and immediately forwarded to Corporate Communications. This includes formal requests for interviews as well as inquiries from all sources, including: TV, radio, newspaper, magazines, local/national and trade media, trade show press events, and Internet sites. Communications personnel, or those with responsibility for communications will either respond on the Company's behalf, or assist in identifying and supporting the appropriate person from the Company in responding.

External Speaking Engagements

External speaking engagements are encouraged if there is a clear benefit to Briggs & Stratton. Employees should obtain permission from their manager and Corporate Communications before accepting an external speaking engagement.

Third Party Announcements, Endorsements and use of B&S Logo

From time to time, external businesses or organizations in which Briggs & Stratton is a member may seek to issue a news release that promotes a business or identifies a transaction or alliance with Briggs & Stratton. Such announcements require advance approval from Corporate Communications. Corporate Communications will then work with the appropriate business unit and the third party to determine the appropriateness of the announcement and develop a plan for external distribution of the information, if appropriate. Some examples of this type of release include requests for case studies, vendor or supplier use of name and logo and testimonials.

In general, Briggs & Stratton does not allow the use of its name, logo or statements by its employees in printed or electronic media of suppliers, consultants, business partners or third parties without the

EXTERNAL GLOBAL COMMUNICATION POLICY

prior written permission of the Corporate Communications Department. The procedure for requests from third parties (including vendors) can be found in the Guidelines for Publicizing Company Relationship With A Vendor in the forms library of MyBRIGGS. It must be completed and submitted for approval to the Director of Corporate Communications prior to any publication.

Employee Communication

All employees of Briggs & Stratton are required to complete the Company's Responsible Communications Course through Briggs & Stratton Global University.

Crisis Communication

Briggs & Stratton's Crisis Management Plan is in place and provides a detailed strategic response guide for the Company's senior executives to use when managing a catastrophic incident. The plan includes policy, principles, goals vision, scope, mission and definition statements to help align crisis response with the company culture and provide guidance for principal based decision making. The plan is specifically intended to protect the company's core assets: People, Property, Knowledge, Image and Market Share. Questions regarding this policy can be directed to the Director of Corporate Security or Director of Corporate Communications.

Contact Information

Questions regarding this policy or any issues should be directed to the Director of Corporate Communications.



Statement of Policy

The Company recognizes the importance of the Internet in shaping public thinking about the Company and our current and potential products, employees, partners, and customers. The Company also recognizes the importance of our employees joining in and helping shape industry conversation and direction through blogging and interaction in social media. The Company wants employees to interact knowledgeably and socially on the Internet when blogging and interacting in social media. Although we encourage you to share your personal views through blogging and social media, please note that you are not authorized to speak on behalf of the Company nor represent that you do so.

These guidelines in this blogging and social media policy will help you make appropriate decisions about your blogging and the contents of your blogs, personal Web sites, postings on wikis and other interactive sites, postings on video or picture sharing sites, or in the comments that you make online on blogs, elsewhere in the public Internet, and in responding to comments from posters either publicly or via email. Some examples of the social media sites that these guidelines apply to are Facebook, LinkedIn, Twitter, MySpace, and YouTube. Our internal Email & External Communications Policy remains in effect in our workplace. In addition, our *Business Integrity Manual* applies to online conduct just as much as this Manual applies to offline conduct. Violations of these policies or this blogging and social media policy are subject to discipline, up to and including termination.

These guidelines will help you open up a respectful, knowledgeable interaction with people on the Internet. They also protect the privacy, confidentiality, and interests of the Company and our current and potential products, employees, partners, customers, and competitors. Nothing in this Policy shall be deemed to restrict or otherwise interfere with any right you may have under state or federal law, including your right to engage in protected concerted activity.

Please note that these policies and guidelines apply to blogs and Web sites with content involving the Company and are not meant to infringe upon your personal interaction and commentary online. However, be aware that online social media often blurs the lines between personal and business interactions. If you choose to list your work affiliation, mention the Company, or post content to a Web site associated with the Company, be sure that the content you post is consistent with the Company's values and professional standards. Anything you post that can potentially harm the Company's reputation will ultimately be your responsibility. If you have any questions about this policy, contact your manager or HR representative.

Guidelines for Interaction about Briggs & Stratton Corporation on the Internet

- Unless given permission by your manager or the Corporate Communications department, you are not authorized to speak on behalf of the Company, or to represent that you do so.
- If you are publishing content that will mention the Company, you should use your real name and identify that you are an employee of the Company. Use a disclaimer that states that the



BLOGGING AND SOCIAL MEDIA POLICY

views expressed on the blog or Website are yours alone and do not represent the views of the company.

- Use your personal email address instead of your work email address as your primary source of identification on blogs and social media sites. This will help make it clear that you are publishing your own views, and you are not speaking on behalf of the Company.
- Social media activities must not interfere with your work or productivity at the Company and should be conducted on personal time. Do not use company resources to publish to personal social media sites.

Confidential Information Component of the Policy

- You may not share information that is confidential or proprietary about the Company. This includes information about trademarks, upcoming product releases, sales, finances, number of products sold, company strategy, and any other information that has not been publicly released by the Company. If you have questions about whether information has been released publicly or doubts of any kind, speak with your manager and the Corporate Communications department before releasing information that could potentially harm the Company, or our current and potential products, employees, partners, and customers.
- Do not mention current or potential customers, partners, or suppliers by name without their permission. This will help to protect the Company's valuable business relationships.
- The Company's logos and trademarks may not be used without explicit written permission from the Company.

Respect and Privacy Rights Components of the Policy

- Keep your posts appropriate and polite. Do not publish content about a competitor without permission of your manager or the Corporate Communications department.
- If you make a mistake when publishing content about the Company, be up-front about your error and correct it quickly.
- Note that the use of copyrighted materials, or statements that violate other company policies is not permitted by the Company and can result in disciplinary action up to and including employment termination.
- Respect the privacy rights of the Company's current employees by seeking their permission before writing about or displaying internal company happenings that might be considered to be a breach of their privacy and confidentiality.
- You may not harass or discriminate against other employees or potential employees through online conduct. Such conduct is prohibited by Company policy.

BLOGGING AND SOCIAL MEDIA POLICY

Media Contact Component of the Policy

- Media contacts about the Company and our current and potential products, employees, partners, customers, and competitors should be referred to the Corporate Communications department.



Statement of Procedures

The Company will communicate honestly with distributors and customers. We will describe our products and services in promotional material following accepted industry standards and practices. We will not make any commitment that the Company is not prepared to honor.

The Company will compete for and win business based on the quality of its products and services. No Company employee or representative will offer or provide anything of value directly or indirectly to any customer, government official or other individual to induce him or her to order the Company products or services or provide favorable treatment to the Company. In addition to the foregoing being the right way to do business, there are laws that prohibit a corporation from giving anything of value, directly or indirectly, to an official of another country. In the US, the law is referred to as the FCPA, in the UK, it is the UK Bribery Act 2010.

Employees may provide at Company expense reasonable and customary business accommodations and non-cash gifts of nominal value to distributors and customers. This includes paying for modest business meals and providing promotional gifts of nominal value (i.e., less than \$100) such as pens, pencils, coffee cups, calendars and shirts with the Company logo to individuals who work for or represent distributors or customers. It does not permit lavish or excessive entertainment or gifts. If there is a legitimate reason to provide third parties with either business entertainment or non-cash gifts of \$100 or more per recipient, such entertainment or gifts must be reasonable under the circumstances and must be approved in advance by the manager of the Company employee who intends to provide the entertainment or gift.

The Company will comply with the laws of the U.S. and host countries in advocating the interests of the Company with government officials and making political contributions.

- No employee will provide any gift or entertainment to any government employee without having first determined that such action would be consistent with applicable law.
- The Company will not make any contributions to U.S. federal candidates, and will comply with applicable law concerning corporate contributions to political parties and state and local candidates.
- Employees are not required as a condition of employment to contribute to any political party or candidate for public office.

The Company will not authorize, involve itself in or tolerate any business practice that does not follow this policy.

The Company will be fair in all sales transactions, and strive to treat all customers as it would wish to be treated. They buy our products and services, and are the reason the Company exists.

The Company expects employees to use only ethical practices in representing the Company to government authorities. Any contribution of Company funds or other assets for political purposes must be fully compliant with applicable law.



ETHICAL BUSINESS PRACTICES

What's Required of You

If your job requires that you come in contact with distributors or customers, ensure that you deal with them fairly. This means that you will:

- Not intentionally mislead a distributor or customer
- Offer only what the Company is capable of delivering
- Never provide or offer a bribe or kickback
- Hire only reputable firms to represent the Company with customers
- Incur only reasonable and customary business expenses
- Report all expenses accurately in Company records

Concerning involvement in political activities:

- Support the candidates and issues of your personal choice
 - Ensure that any personal commitment of your time or money to particular candidates or issues is not perceived as a Company endorsement
- Don't permit corporate facilities to be used to influence the election or defeat of a candidate for public office or any referendum
- Don't solicit or collect contributions from co-workers for any political candidate
- Don't attempt on your own to influence legislative action or administrative rule making on behalf of the Company

Exceptions to restrictions on corporate political activities such as plant visits by candidates may be considered on a case-by-case basis by the CEO.

Examples of What's Involved

- Promotional materials should describe the Company's products and services in accordance with accepted industry standards and practices. They should not be misleading. Comparative statements concerning competitors' products must be verified prior to publication.
- No employee may make a contractual commitment before first ensuring that he or she has authority to make the commitment and that the commitment is one which the Company is prepared to fulfill. Such commitments may affect:
 - Order quantities
 - Delivery dates
 - Warranty terms
 - Spare parts availability
 - Leases

ETHICAL BUSINESS PRACTICES

- Don't ever offer an employee or representative of a distributor or customer a personal gift or payment to induce him or her to increase an order for products or services, or to overlook a problem with products or services which the Company has previously provided to the distributor or customer.
- Concerning business courtesies provided to customers:
 - Observe a customer's policies and procedures related to business accommodations, entertainment and personal gifts.
 - Limit the type and amount of these courtesies to what is reasonable under the circumstances, and obtain your manager's prior approval for all entertainment such as golf outings, sporting events and concerts, and all non-cash gifts which separately or collectively total \$100 or more per recipient.
 - Don't offer business courtesies under circumstances which might create the appearance of an impropriety.
 - Accurately report all expenses in Company records.
- Be alert for red flags which may indicate that a sales representative or other person representing the Company within the U.S. or abroad could be involved in illegal activity. Red flags include:
 - A sales rep who has been accused of bribing customers, who has a family or other relationship that could improperly influence a customer, who explains that he or she has a "special arrangement" with a government official, or who insists on receiving a commission payment before the customer announces its procurement decision
 - A customer who suggests that the Company bid through a specific agent
 - Any request for an unusually large payment or that a payment be made in a third country or to another party
- Since U.S. and foreign government agencies have their own rules and regulations concerning gifts and entertainment, get the prior approval of the B&S Legal Department before providing any entertainment or gift to any employee of a government agency or any other public official.
- Don't pay Company funds to any U.S. federal candidate, and don't make such a payment from your personal funds and then seek reimbursement from the Company.
- Don't try to influence action by federal or state legislators or agency officials without proper internal authorization.

WHERE TO GO FOR HELP

You should contact the B&S Legal Department if you have a question about how this policy applies to a specific situation with a customer.

If you have a question concerning political activities, contact the B&S Legal Department.



ETHICAL BUSINESS PRACTICES

Q&A

QUESTIONS & ANSWERS

Promotional Materials

Q: Doesn't every business "puff" at least a little in their advertising?

A: The key is not to mislead customers. General claims about product excellence and quality are acceptable as long as they are truthful. Specific claims about features and functions must match our product specifications. Advertising which compares our products to the competition must be verifiable by objective evidence so that the Company isn't exposed to liability for disparaging the competitor.

Business Courtesies

Q: What kind of gifts can I give a customer?

A: Gifts of less than \$100 per recipient such as pens, pencils, coffee cups, calendars and shirts with the Company logo can be provided to others without obtaining your manager's approval. Any other gift should not raise an inference that you are trying to "buy" favorable treatment from the customer, and should be approved in advance by your manager. Due to the existence of very restrictive rules and regulations for government employees, you should not give any gift to a U.S., state, local or foreign government official without first checking with B&S's Legal Department.

Q: When should I be concerned about paying for business entertainment?

A: You should get approval from your manager for all business entertainment provided to third parties valued at \$100 or more per recipient. You should refrain from providing the entertainment if you think there may be negative public perception of the situation.

Screening Sales Reps

Q: How do I make sure that I am hiring a sales rep that is acceptable to the Company?

A: It is important to conduct a thorough, documented background check of any sales rep who will represent the Company. Otherwise, the Company might be held accountable if the rep were involved in some illegal activity in promoting the Company business interests. It's also important to make sure the sales rep understands and agrees to abide by Company policies applicable to his or her representation of the Company.

Political Contributions

Q: Is the Company allowed to make campaign contributions?

A: Not to any federal candidates, and not to some state and local candidates.

U.S. law prohibits corporations from making contributions to federal candidates. But it does allow Political Action Committees (PACs) to make contributions, as long as the employee contributions collected by the PAC are voluntary and not reimbursed by the Company.

Some states allow corporations to make direct contributions to state and local candidates.

Statement of Procedures

The Company will provide competitive opportunities for suppliers to earn the Company's business, and will select suppliers and consultants based on the quality, price and reliability of their products and services.

The Company respects the terms of supplier contracts, including licensing agreements and copyright laws affecting computer software and other intellectual property which may be licensed by the Company for use in our business. All employees will comply with the terms of these licenses, which may impose restrictions on the use and copying of such material.

The Company bases supplier relationships on lawful, ethical and sound business practices. Suppliers are an integral part of our business. The quality of our relationships with them directly affects the quality of our products and services and customer satisfaction.

What's Required of You

In dealing with suppliers:

- Evaluate all supplier offerings on the basis of technical excellence, quality, reliability, service, price and any other relevant factors
- Don't direct business to a supplier in which you have any investment or in which another Company employee has a substantial investment (see Policy 2 Avoiding Personal Conflicts of Interest)
- Maintain an open dialogue with suppliers consistent with sound business practices
- Enlist supplier support for ensuring that the Company consistently meets and exceeds customer expectations for quality and cost
- **Don't participate for personal gain in any supplier's contest, game or promotion, and don't accept excessive business courtesies or personal gifts**
 - You may accept promotional merchandise of nominal value such as pens, coffee cups, calendars, shirts and hats
 - You may accept reasonable meals and transportation related to business such as a working lunch or a ride to the airport
 - You may accept up to \$100 per fiscal year in personal gifts or entertainment from a single entity such as tickets to a sporting event that includes family members
 - You may accept more than \$100 in personal gifts or entertainment from a single entity only if your manager is notified in advance and determines that the gift or entertainment is not excessive under the circumstances
 - You may not accept cash gifts from anyone under any circumstance



SUPPLIER/CONSULTANT RELATIONSHIPS

- If it is customary and lawful in a foreign country to exchange gifts exceeding these limits and management decides it is desirable to do so, the Company will provide the gift and any gift received by the employee will become the property of the Company
- Don't solicit contributions or the donation of prizes from suppliers for Company activities such as Christmas parties or fund raisers
- If you are involved in administering an employee benefit plan, consult with your supervisor to determine whether the Company's policy restricting the receipt of gifts, gratuities and entertainment from ERISA plan service providers applies to you

In handling computer software and other intellectual property:

- Respect licensing agreements and copyright laws
 - Don't incorporate third party software in Company products unless the Company has obtained a license to do so
 - Don't modify, copy, distribute or reverse engineer, decompile or disassemble third party software
- Safeguard confidential information of the Company and the supplier

Examples of What's Involved

- Pick the best suppliers based on merit
- Don't solicit any gratuity or gift from a supplier, don't accept any gratuity, gift or favor which might tend to influence you in conducting business with a supplier, and obtain your manager's approval where required
- Accept only business-related meals or entertainment from a supplier which are reasonable and within Company guidelines with respect to dollar amount
- **Check with Information Systems before you copy any computer software**
- If you need to share confidential information with a supplier, make sure that the supplier understands that the information is sensitive and agrees not to disclose it to anyone else. Standard Confidentiality Agreement forms are available on B&S's internal web site
- Retain the services of only reputable consultants, and require that they understand and follow the principles stated in the policy on ethical business practices

WHERE TO GO FOR HELP

If you have a question concerning a supplier relationship, contact the B&S Legal Department.

If you have a question about a consultant relationship, contact the B&S Legal Department.

SUPPLIER/CONSULTANT RELATIONSHIPS

Q&A

QUESTIONS & ANSWERS

Business Courtesies from Suppliers

Q: Is it okay to accept a Christmas gift from a supplier?

A: You can accept promotional non-cash gifts. You can also accept other non-cash gifts totaling less than \$100 in a fiscal year from a supplier, as long as you disclose the gift to your manager in writing. Gifts over \$100 require your manager's prior written approval. You may not accept any gift of cash or a loan or rebate, even if the value is less than \$100.

Q: Is it permissible to let a supplier pay for a business dinner, golf outing, sporting event or concert?

A: Yes, as long as the dinner is not lavish, and the entertainment is valued at less than \$100 or, if more than \$100, is approved by your manager in advance.

Computer Software

Q: Can I transfer office software onto my computer at home so that I can work on Company projects during the weekend?

A: It depends on whether the Company's license for the software allows employees to copy the software and use it on other computers. You should check with Information Systems before copying any software that is on the computer in your office.



Statement of Procedures

Employees are prohibited from having any agreement or understanding with any competitor concerning prices, other terms and conditions of sale, allocation of customers or geographic or product markets, and the like.

The Company may urge (but will not require) that a distributor or customer adhere to any Company suggestions concerning resale prices or terms of resale. Nor will the Company engage in reciprocity with any supplier or customer (which means agreeing to base the Company's purchases from the entity on its patronage of the Company).

Employees involved in activities of trade associations, professional associations and standards setting organizations or in other situations where there may be less formal communication among competitors, customers or suppliers must be especially alert to the requirements of the antitrust laws.

Employees should collect information about competitors only from appropriate sources and not directly from competitors. The exchange of business information directly with a competitor could improperly raise the inference that the Company has an understanding with the competitor on the subject relating to the information exchange.

What's Required of You

- Understand the basic requirements of the antitrust laws that relate to your job
- **Make sure that there is a legitimate business reason for any communication that you have with a competitor. Don't propose or enter into any understanding or agreement (whether written or oral, expressed or implied, formal or informal) with any competitor concerning:**
 - prices
 - costs
 - offerings
 - market share
 - sales territories
 - distribution
 - terms or conditions of sale
 - profit or profit margins
 - production or sales volume
 - production capacity
 - decisions to quote

The Company competes vigorously but fairly in the marketplace. The Company and all of its employees are expected to comply with all antitrust laws that apply to its business. These laws govern the day-to-day conduct of the Company's business in setting prices and purchasing and marketing goods and services. They also govern acquisitions, divestitures and joint ventures by the Company.



ANTITRUST COMPLIANCE

- Respect the right of parties who buy from us to set their own prices. Don't propose or enter into understandings or agreements with distributors or customers which restrict the price at which they may resell any Company product or service
- Consult B&S's Legal Department before entering into any agreement or understanding which concerns:
 - Establishing an exclusive distributorship
 - Offering a reduced price or promotional allowance which is not available to all competing customers or which is not intended to meet a competitor's price
 - Requiring a customer to purchase one product or service as a condition of our selling another product or service to the customer
 - Restricting a customer's choice in using or reselling a product
 - Restricting anyone from doing business with another company
 - Restricting the freedom of a licensee of the Company technology
 - An acquisition, divestiture or joint venture
- **At trade association meetings, limit contacts with competitors to the formal meetings of the association and ensure that a representative of the association is present to take minutes of the meeting**
 - If you have social contacts with employees of competitors, ensure that you do not discuss business with them during these occasions
- In meetings with competing distributors or dealers, do not engage in discussions where the participants would agree or attempt to agree on the sales price for goods or services
- Use only legal means to obtain information about competitors. For example, collect information from "clean" sources such as customers, suppliers, and public sources

Examples of What's Involved

- It's illegal to have agreements with competitors to fix prices or other sales terms such as warranty coverage, to divide market segments, to limit output or to coordinate bids
- It's okay to talk about non-business subjects with personal friends who work for competitors, and to talk with competitors who are also Company suppliers or customers about the terms of the buy-sell relationship with the Company
- It's illegal to have agreements with customers to establish their resale prices, but it's okay to inform distributors and customers of the Company's suggested resale prices
- Consult with B&S's Legal Department before joining any trade association

ANTITRUST COMPLIANCE

- Don't participate in or remain at a meeting of competitors at which current or future prices are discussed. Note that it's okay for trade associations to collect and disseminate historical information about industry sales, revenue and production capacity as long as it does not include Company-specific data
- It's okay to request and receive from customers copies of competitor's proposals in order to learn what the competitor is offering, as long as the customer does not have an obligation to keep the competitor's proposal confidential
- Subject to any more restrictive Company policy, it's okay to provide our suppliers with non-confidential information concerning competitive bids
- Don't hire a consultant to contact a competitor to obtain pricing or other sensitive market information
- **Violations of the antitrust laws can result in criminal prosecution of the Company and those employees who may have authorized or participated in the violation. Violations can also entitle persons injured by the conduct to recover actual damages plus up to three times the amount as punitive damages**

WHERE TO GO FOR HELP

You can also contact the B&S Legal Department if you have a question about the antitrust laws.



ANTITRUST COMPLIANCE

GUIDELINES FOR COLLECTING COMPETITIVE INFORMATION

1. Product Pricing. Company employees should not obtain from competitors or provide competitors with any current or future price or price-related information with respect to products sold by the Company. This includes prices and suggested list prices and discounts, delivery charges, sales incentive programs, customer financing plans, warranty terms, and any other term or condition of sale.

This prohibition does not apply to obtaining such information through legal means from distributors, dealers, customers, suppliers, industry trade groups, and the news media, as long as the availability of information from these sources has not been arranged with a competitor.

2. Service Pricing. The prohibitions stated above apply to price and price-related information concerning all aspects of repair and service work. This includes parts prices, labor rates, parts mark-ups and discounts, warranty coverage, repair policies, return allowances, incentives, and use of remanufactured parts.
3. Production and Sales. Information concerning past or future sales and production should not be obtained from or provided to any competitor. This information may be provided, however, to industry trade associations and publications if authorized by an officer of the Company after consulting with B&S's Legal Department.
4. Employment Data. Data concerning rates of pay for various job classifications, head counts and job functions may be exchanged with companies which are not competitors of the Company only after obtaining clearance from the Vice President - Human Resources.
5. Trade Associations. Employees may participate in all proper activities of trade associations to which the Company belongs. However, these associations must not be used as a forum for exchanging with competitors information of the type falling within the prohibitions described above.
6. Other Information. There is much information which is not confidential and which does not relate to prices, costs, product features or other areas of competition. When this type of information is made publicly available, it may lawfully be provided to competitors under appropriate circumstances. Contact B&S's Legal Department for more specific guidance.

ANTITRUST COMPLIANCE

GUIDELINES FOR PROTECTING CONFIDENTIAL COMPETITIVE INFORMATION

The following guidelines apply to the receipt, retention and disposal of confidential competitive information that we may receive from third parties or we may develop concerning our business. Such information may include, for example, an OEM's target customers, product plans or selling prices, information about a supplier's products, or our own marketing plans for various end products such as lawn mowers, pressure washers and generators.

1. Accept only information from third parties that is useful to us in the legitimate conduct of our business. Decline any offer to give you more information than you need to do your job.
2. Mark as "Confidential" any information received from third parties that they consider confidential or that we develop about our business and consider to be confidential. If the third party doesn't mark the document, add such a legend on each document before it is filed or distributed internally to others.
3. Keep confidential competitive information in a secure place. Don't leave it unattended while you are away from your office.
4. If the information is covered by a written confidentiality agreement, use the information only for the purposes stated in the agreement. If the information is not covered by a written confidentiality agreement, we may use the information for any legitimate business purpose that is not contrary to the provider's direction or reasonable expectations.
 - Legitimate business purposes include projects that improve the quality of our products, reduce the cost of making, distributing and servicing our products, promote the sale of our products, and improve customer satisfaction with the use of our products.
 - A provider's reasonable expectations of how we will use its confidential competitive information include the purpose for which the information is provided to us and any legitimate business purpose we have that does not directly harm the provider's business.
5. Limit access to all such information to those with a legitimate need to know, and ensure that anyone who receives the information is aware that it is subject to these guidelines.
 - Don't make confidential competitive information received from a third party available to another third party or to anyone who may be working on activities in competition with the customer.
 - Review your monthly reports to determine whether they contain confidential competitive information and, if so, ensure that recipients are limited to employees who need the information and are not engaged in competitive business activities.
6. Plan to destroy or return documents received from the third party containing its confidential competitive information as soon as the information is no longer needed. Determine whether there are any applicable document retention obligations before deciding what to do with such documents.



ANTITRUST COMPLIANCE

Q&A

QUESTIONS & ANSWERS

Understandings with competitors

Q: A friend who works for a competitor mentions that we'd both be better off if we didn't try so hard to steal each other's customers. What should I do?

A: You should reject your friend's suggestion, and you should immediately report the incident to B&S's Legal Department. Any understanding with a competitor concerning price competition or allocation of customers or markets can result in criminal prosecution.

Selling multiple products

Q: Can we require customers who buy one of our "hot" products to also purchase a product that we've just introduced and hasn't yet gained wide acceptance with customers?

A: You should talk with B&S's Legal Department before adopting a sales strategy which links the sale of one product to another (e.g., by a forced sale or by offering an economic incentive). Such a strategy can violate the antitrust laws in some situations depending on the position of the products in the marketplace.

Trade association meetings

Q: What do I do if competitors at a trade association meeting begin to talk about current prices or where prices may go in the future?

A: You should voice your objection to the discussion, not participate in it, and leave the meeting if the discussion continues. You should also immediately report the incident to B&S's Legal Department.

Competitors as suppliers or customers

Q: Can we sell products to or buy them from a competitor?

A: Yes. But limit discussions with the competitor to subjects which relate to the buy-sell relationship. For example, don't talk about resale prices or who will sell products to particular market segments.

Statement of Procedures

Managers should select authorized distributors and dealers carefully. Relevant factors in qualifying them should include consideration of an entity's size, reputation in the marketplace, business practices, commitment to quality and financial condition. Proposals to establish exclusive relationships should be reviewed in advance by B&S's Legal Department.

Ongoing relationships with authorized distributors and dealers should be at arm's length. To ensure compliance with applicable antitrust laws, managers and other Company employees who have contact with distributors or dealers should observe the following guidelines:

1. Do not coerce, threaten or require a distributor or dealer to advertise or sell at our suggested prices.
2. Do not favor one competing distributor or dealer over another by providing special services or advertising.
3. Do not be drawn into or participate in any activity between two or more distributors or dealers to stabilize, set or rig prices.
4. Do not dictate to distributors or dealers where or to whom they can sell unless previously authorized to do so in specific terms by B&S's Legal Department.
5. Do not use one Company product which is in demand to force an unwanted product on a distributor or dealer, although it is permissible to insist that a distributor or dealer stock a full product line.
6. Consult with B&S's Legal Department before responding to action by a distributor or dealer to carry wholegoods or a competitive line of products.

If a distributor or dealer is to be terminated, consult with B&S's Legal Department. If the termination is for cause, make sure that you have tracked and recorded the performance of the distributor or dealer and documented the reason for termination.

The Company distributors and dealers are crucial to the success of our business - they extend the presence of the Company name and logo in the marketplace and link us to our end user customers. It is therefore important to select and do business only with qualified distributors and dealers.

Once a distributor or dealer is selected, remember that it is a separate, independent business entity. Its actions on pricing and other matters must be based on its own independent judgment.

Since the manner in which a regular distributor or dealer is terminated may be governed by contract and state law, consult with B&S's Legal Department before discussing or acting on a decision to terminate a distributor or dealer.



MANAGING DISTRIBUTOR AND DEALER RELATIONSHIPS

What's Required of You

- If you're in charge of qualifying distributors or dealers, obtain basic information about a potential distributor or dealer such as its history of operations and financial condition . . . but also be sure to **tailor "due diligence" to the role that the entity will play in the distribution channel**. For example:
 - If the entity will be one of many providing the Company products to the same market segment, assess the commitment of its management to full compliance with the antitrust laws
 - If the entity will be the Company's only channel to serve a substantial market segment, assess the entity's marketing skill and resources to compete effectively
 - If the entity will be handling warranty or service, assess the entity's technical skills and financial resources required to repair products and stock spare parts
 - If the entity will be customizing products, assess the extent to which the entity has sound safety procedures and comprehensive product liability insurance
- Treat distributors and dealers who may compete with one another in a non-discriminatory manner with respect to pricing, other terms of sale, product availability and promotional allowances
- **Don't require that a distributor or dealer agree to adhere to the Company suggested retail prices**
 - It's okay to publish suggested retail prices
 - It's also okay under appropriate circumstances to provide positive incentives such as promotional allowances to distributors and dealers who include such prices in their advertising
 - It's not okay to take action against one dealer based on a complaint by another dealer that the first dealer is undercutting suggested retail prices
- Don't impose restrictions on a distributor's or dealer's resale activity (e.g., where or to whom they sell) without first reviewing the restrictions with B&S's Legal Department
- **Don't participate in any joint attempt by two or more distributors or dealers to influence who is awarded a bid**
- Consult with B&S's Legal Department when considering termination of a distributor or dealer

MANAGING DISTRIBUTOR AND DEALER RELATIONSHIPS

Examples of What's Involved

- In selecting how to serve a particular market segment, it may be preferable to set up an exclusive relationship with one entity or to do business with all qualified entities which meet objective selection criteria, rather than to do business with a few distributors or dealers based on a “seat of the pants” judgment about who runs the best business
- It's okay to consider prohibiting distributors from wholesaling to unauthorized dealers if necessary to make sure that authorized dealers continue to provide the promotion and sales efforts the Company requires to compete with other equipment manufacturers
- If a distributor or dealer offers to do business with one of our National Account customers, compete vigorously but fairly for the business and recognize that the customer will decide who it wants to do business with
 - Don't give the customer a below-cost discount in order to keep the business
 - Don't threaten the distributor or dealer with retaliation if they win the business
 - Don't enter into any agreement with the distributor or dealer which allocates any portion of the customer's business between the Company and the distributor or dealer
- Remember that other countries may have laws on distributor and dealer relationships that differ from U.S. law. If you operate outside the U.S., ask B&S's Legal Department for help in locating local counsel to advise you on these subjects

WHERE TO GO FOR HELP

More information on distributor and dealer relationships is contained in Policy 14 of this manual - Antitrust Compliance.

Contact the B&S Legal Department if you wish to discuss specific questions.



Statement of Procedures

Managers must exercise due diligence in selecting entities (e.g., distributors, dealers, sales representatives and joint venture partners) to represent the Company abroad. Due diligence procedures must be adequate to assure that the Company will not be exposed to unforeseen risks in doing business with the entity, and should assess the accuracy of the entity's past financial results, the adequacy of its current accounting practices, the soundness of its business operations, and the existence of policies and programs which are effective to promote compliance with applicable laws and regulations.

The Company will retain only reputable distributors and sales representatives to represent it in international markets, and will conduct business abroad in compliance with all applicable laws of the host country and the United States.

Once a business relationship is established in a foreign country, the country manager should ensure that the Company employees and representatives:

1. Are familiar with and comply with all applicable laws of the United States and the foreign country in which business is conducted, including those which relate to business practices, international trade controls and other matters.
2. Do not give or authorize anything of value in the form of money, gifts, gratuities or favors to any person, political organization, government official or business entity with the intent of causing the recipient to influence any transaction in violation of the law.
3. Do not engage in social amenities other than those which are normal under the customs of the country of origin or receipt. All such related expenses will be properly identified and disclosed on the books of the Company or its subsidiaries.
4. Do not contribute, loan or otherwise make available to political parties or candidates for any public office any Company funds or assets, including the work of any employee while on Company time.
5. Do not utilize accounting or tax practices to disguise the source and application of funds, such as use of inflated or duplicate billings, misclassification of expenditures, unrecorded cash funds, duplicate or fictitious accounts, and misuse of reserves or intercompany transfers.
6. Do not comply with any boycotts.



INTERNATIONAL OPERATIONS

Procedures have been established that will protect the branch or affiliate's assets, cash flow and profitability against foreign currency fluctuations. (Refer to Policy 10, *Delegation of Authority*) These procedures address:

1. Transaction Exposure - an exposure arising from a transaction which will result in an actual exchange of one currency for another and produce a cash flow gain or loss. These transactions will result in the payment or receipt of a foreign currency, such as the payment for supplies in yen and the invoicing of sales in euro. The exposure relates to the income statement.
2. Translation Exposure - an exposure arising from the translation of financial statements from a foreign currency into U.S. dollars. Translation losses are not real cash losses unless the foreign affiliate is liquidated, at which time the cumulative translation gain or loss account on the balance sheet is realized.

What's Required of You

- **Obey the laws of the U.S. and other countries. Recognize that sometimes there is a difference between the law and enforcement of the law, and that unlawful conduct is not excused simply because it may not have previously been subject to rigorous enforcement**
- When selecting a third party to represent the Company:
 - **Employ only reputable and qualified entities**
 - Understand and obey any funding agency restrictions or country or ministry prohibitions
 - Make sure that the compensation is reasonable for the services provided
 - **If you see an indication of a potential policy violation by a third party, make sure that it is promptly investigated and resolved**
- Require independent third parties to represent the Company in a manner that is consistent with the Company's commitment to compliance and the substance of this procedure
- Provide non-government customers with reasonable entertainment and gifts only if they are allowed by the law, the customer's own policies and the Company's internal policies
- Don't provide entertainment or gifts to government employees without first determining that they are allowed by applicable law and the Company's internal policies
- **Screen all international transactions for compliance with applicable export regulations.** These can include the Export Administration Regulations, International Traffic in Arms Regulations, and Foreign Assets Control Regulations. Watch for any "red flags" such as:
 - Unknown customer without adequate references
 - Unusual transaction for the customer

INTERNATIONAL OPERATIONS

- Evasive answers by a customer about questions concerning delivery dates or location or end use
- Unusually favorable payment terms
- Freight forwarder listed as ultimate consignee
- **Do not cooperate with any restrictive trade practice or boycott which is prohibited under U.S. law**
- If you manage a foreign subsidiary or branch, work with B&S's CFO or Treasurer to address exposure to foreign currency fluctuations
 - Remember - hedging is intended to protect an entity's profit margin on business transactions and to reduce the risk of foreign exchange losses on those transactions. It should not be used to speculate in foreign currencies (i.e., dealing in foreign currency without reference to an underlying business transaction in order to generate additional profits)
 - *Transaction exposure* may be managed by purchasing forward exchange contracts and/or foreign option contracts as well as internal hedging techniques
 - *Translation exposure* may be managed primarily through the use of internal hedging techniques. These include without limitation matching foreign currency assets and liabilities, netting interdepartmental cash flows, and leading and lagging the timing of payment and receipts
- Comply with U.S. government restrictions on travel and doing business with foreign countries. Don't travel to or distribute products to restricted countries through a third country

Examples of What's Involved

- Screen potential distributors, dealers, sales reps and joint venture partners carefully. This is important because, if a Company employee knows or should have known of illegal activities, the employee and the Company can be liable. Conducting adequate due diligence helps protect against this type of liability
 - To assess legal compliance, at a minimum review publicly available information concerning the entity and its internal compliance policies and procedures, and interview key executives of the entity to assess their commitment to compliance
 - For joint venture transactions, prepare a thorough due diligence checklist to assess operational, finance, tax and legal considerations. The review should include, for example, accounting records, import and export procedures, tax returns, and sales relationships
 - Any red flags which appear during the investigation should be thoroughly discussed and resolved before going forward
 - The results of the investigation should be documented in the Company's files



INTERNATIONAL OPERATIONS

- Work with assigned counsel to make sure you are familiar with the U.S. and foreign laws which relate to the operation of your business
 - Remember that most countries have laws against bribes and kickbacks which are very similar to U.S. law, although the foreign laws may not always be enforced rigorously
 - **Don't fall into the trap of doing what is customary without regard to whether it is lawful**
 - Be particularly sensitive to restrictions on gifts and entertainment and make sure that your practices are both lawful *and* customary
- Be sensitive to export control regulations when sending technical data abroad by fax, use of the Internet or overnight mail
- Be sensitive to U.S. antiboycott laws when responding to customer requirements for confirmation of the origin of product components, especially if they relate to Middle Eastern countries
 - Providing “negative certification” that goods have *not* originated in particular countries is illegal
 - Providing “positive certification” as to the origin of goods is permissible
 - Keep in mind that boycott-related requests have to be reported to the U.S. government regardless of how the Company responds to them. All boycott requests should be reported immediately to the B&S Director of Taxes

WHERE TO GO FOR HELP

Contact the B&S Legal Department for assistance in answering any questions you may have concerning this procedure.

POLICY ACKNOWLEDGMENT

I acknowledge that I have received information regarding the Briggs & Stratton Integrity Program and *Integrity Manual*. I understand the *Integrity Manual* is available for my viewing on the Integrity Home Page of MyBriggs at

<http://mke01sportal01/HR/Integrity/default.aspx>

and that if necessary, Human Resources can assist me with accessing the online *Integrity Manual*.

I understand that every Company employee is required to comply with the policies described in the manual, and that I am responsible for understanding how the policies relate to my job.

When I have questions about the policies or a concern about the possible violation of a policy, I will contact my manager or other Company designated personnel.

Signature: _____

Print Name: _____

Date: _____

Employee ID Number: _____

Business Entity Name: _____

Work Location (City/State): _____

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CORPORATION

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