



## NEW BALANCE CODE OF BUSINESS ETHICS & CONDUCT

New Balance operates with a simple mission: “Independent since 1906, we empower people through sport and craftsmanship to create positive change in communities around the world.” Fundamental to this mission is the Company’s commitment to operating ethically and with integrity across the globe. This Code of Business Ethics and Conduct reflects that commitment and outlines New Balance’s core expectations for conducting business. The Code applies globally to all associates and is available publicly to all who engage and do business with New Balance. Importantly, the Code empowers and encourages all who work at New Balance or do business with the Company to speak up, report concerns, and ensure that the standards in this Code are upheld.

### Work Environment

1. **Discrimination & Harassment:** New Balance strives to create a diverse and inclusive working environment. New Balance is committed to equal opportunity employment practices and does not tolerate harassment or discrimination of any kind. This includes any discrimination or harassment related to a person’s race, color, national origin, ancestry, religion, gender (including pregnancy), creed, physical or mental disability, marital status, medical condition, sexual orientation, gender identity, age, or any other basis protected by law.
2. **Health and Safety:** New Balance is committed to providing all associates with a safe and healthy working environment. All associates are expected to be conscious of safety measures and to follow Company policies and procedures on workplace health and safety. Associates should report unsafe conditions to supervisors immediately.
3. **Workplace Security:** New Balance is committed to preventing workplace violence. New Balance will not tolerate any conduct, gestures or statements (including telephone calls and e-mails) that are physically threatening, intimidating or coercive.
4. **Drugs and Alcohol:** New Balance associates may not possess, transfer, buy, sell or use any illegal controlled substance while at work or at Company-sponsored events. The unauthorized use or excessive consumption of alcohol during work or at Company-sponsored events is also prohibited. Associates shall not report to work under the influence of alcohol or any illegal controlled substance and must always perform job functions safely and effectively.

### Conflicts of Interest

1. **Conflicts of Interest:** New Balance associates have a responsibility to act in the best interest of the Company. A conflict of interest occurs when an associate's outside interests interfere with the Company’s interests or the associate's work-related duties. New Balance prohibits associates from using their position with New Balance or New Balance's relationship with its customers, vendors, suppliers, licensees, distributors, or other parties doing business with New Balance for private gain or to obtain benefits for themselves or members of their family. Any questions surrounding whether a situation presents a potential conflict of interest should be



directed to the General Counsel or the Chief Human Resources Officer.

2. **Outside Work:** New Balance recognizes that associates may at times seek additional work outside the Company. No Company resources may be used to support outside work. Any such work must also occur outside the hours of the associate's regular work week and must not otherwise interfere with the associate's ability to perform the New Balance job. Under no circumstances should any associate work in any capacity (whether as an employee or independent contractor) for a competitor. Associates are also prohibited from working for a customer, vendor, supplier, contractor, licensee, agent, distributor or any other person or any other entity with which New Balance does business.
3. **Family Members:** New Balance is a family-owned company and we are proud of our distinctive heritage. Members of the same family may work at New Balance and in the same general location. However, it is important to avoid conflicts of interest and favoritism, or even the appearance of such. As such, associates may not hold positions at New Balance that would require or allow the associate to directly or indirectly supervise or influence the terms and conditions of a family member's employment. Examples of terms or conditions of employment include promotion, termination, discipline and compensation. Further restrictions are outlined in New Balance's Conflict of Interest policy.
4. **Interpersonal Relationships:** New Balance prohibits romantic relationships between associates where one associate directly or indirectly supervises the other or may influence the terms or conditions of the other associate's employment. Examples of terms or conditions of employment include promotion, termination, discipline and compensation. New Balance executives (Vice President and higher) and all members of the Human Resources department are prohibited from engaging in romantic relationships with any Company associate regardless of reporting structure.
5. **Gifts:** To avoid the appearance of impropriety, New Balance prohibits associates from accepting any gifts, favors, entertainment, payment or loans for themselves or their family members from any parties doing or seeking to do business with New Balance valued at more than USD \$50. New Balance strongly discourages giving gifts to customers, vendors, suppliers, contractors, licensees, agents, distributors or other parties doing business with New Balance. Associates who wish to provide gifts to a potential or actual customer, vendor, supplier, contractor, licensee, agent or distributor must obtain prior approval from the General Counsel. Under no circumstances should gifts be given to or accepted from any government or quasi-government official(s).
6. **Board Service**
  - a. **Non-Profit Boards:** New Balance encourages associates to give back to their communities. An associate may serve on a non-profit or advisory board provided that the service does not interfere with the associate's ability to perform the New Balance job. An associate may not act or appear to act on a board as a representative of New Balance without prior written approval from the General Counsel and Chief Human Resources Officer.



- b. **For-Profit Boards:** Associates may serve on the boards of for-profit organizations with the prior written approval of the Chief Executive Officer and General Counsel. No associate may serve on the board of any New Balance competitor, customer, vendor, supplier, contractor, licensee, agent, distributor or any other entity with which New Balance does business.

New Balance may at times ask an associate to serve on the board of directors of a for-profit organization pursuant to a New Balance investment in, or strategic partnership with, that organization.

### **Global Business Practices**

1. **Anti-Bribery and Anti-Corruption:** New Balance is committed to the highest standards of integrity and seeks to avoid even the appearance of impropriety. The Company strictly prohibits all forms of bribery and corruption and will take all necessary steps to ensure that bribery and corruption do not occur in our business activities. Associates are prohibited from directly or indirectly making, promising, authorizing or offering anything of value to a government or non-government official or any third-party on behalf of the Company to secure an improper advantage, obtain or retain business, or direct business to any other person or entity. This prohibition includes payments to third parties where the associate knows, or has reason to know, that the third-party will use any part of the payment for bribes.
2. **Compliance with International Trade Regulations:**
  - a. **Anti-Boycott Policy** – New Balance associates may not support or cooperate with an unsanctioned boycott of another country that is considered friendly to the United States.
  - b. **Trade Embargoes** – New Balance associates must comply with United States law on trade embargoes, including import, export and transshipment laws.
3. **Competition Laws (Anti-Trust):** Most countries have well-developed bodies of "antitrust," "competition," or "consumer protection" laws designed to encourage and protect free and fair competition. These laws regulate New Balance's relationships with retailers, including pricing practices, discounting, credit terms, promotional allowances, exclusive distributorships, franchisee relationships, licensee relationships, restrictions on carrying competing products, termination and many other practices. They also strictly govern relationships between New Balance and our competitors. The consequences of violating such laws may be severe. New Balance is committed to complying with antitrust and competition laws. As a general rule, New Balance associates should limit contacts with competitors and must always avoid subjects such as pricing or other terms and conditions of sale, customers and suppliers. Because the application of these laws to particular situations can be complex, associates who have questions should contact the General Counsel.
4. **Government Agency and other Third-Party Complaints:** Occasionally, an applicant, customer, or current or former associate may file — or threaten to file — a complaint against New Balance with the government or through another third-party. Any associate who is contacted about or



made aware of a government or third-party complaint should immediately contact the General Counsel or Chief Human Resources Officer. New Balance prohibits any form of retaliation against any associate for making or reporting a complaint. The Company is committed to cooperating fully in any government agency investigation or third-party inquiry or complaint.

5. **Government Requests for Information:** New Balance is committed to cooperating fully with government investigations or requests for information. If an associate is asked by a government official to provide Company information (either written or verbally) for a government investigation — or if a government representative visits your workplace asking for Company information records, documents or other information — the associate must notify the General Counsel or Chief Human Resources Officer immediately. Associates should always give truthful, accurate information, and should never try to obstruct, influence or impede a request for information. Associates also must not alter, falsify, mutilate, cover up, dispose of or destroy any documents or records related to a government request, investigation or legal proceeding.
6. **Fair and Honest Dealing:** New Balance strives to outperform our competition fairly and honestly. We seek competitive advantage through superior performance and products, not through unethical or illegal business practices. Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees is prohibited. We respect the rights of and deal fairly with all Company customers, suppliers, competitors and associates. No associate should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, bribery or any other intentional unfair business practices. Associates also should not assist other associates, consultants, independent contractors or other third parties to take unfair advantage of anyone in these ways.
7. **Political Activities and Contributions:** Associates are encouraged to become involved with issues that are important to our business and community. However, political activity is carefully regulated by law, and there are strict guidelines and prohibitions governing associate participation in political activity on New Balance's behalf. For that reason, all political activity on behalf of the Company must be initiated or approved in advance by the General Counsel.
  - a. Associates must conduct personal political activities on their own time with their own resources. Out of respect for others, associates should not promote any personal political views or beliefs (including by posting or distributing notices or other materials) on Company premises or websites. Associates also should not suggest that they speak for the Company or that New Balance supports any associate's personal views.
  - b. Associates are not permitted to make direct financial contributions to any political candidate on behalf of New Balance.
  - c. Lobbying is generally defined as contact with elected or government officials regarding legislative or regulatory issues impacting the Company. New Balance is required to follow strict reporting requirements around lobbying. The General Counsel must approve any lobbying activities on behalf of the Company, including retaining an external lobbyist or lobbying firm.



8. **Product Integrity:** New Balance is committed to producing and selling products using high standards of quality, style, design and fabrics. In addition to our own published standards, all products must be tested, packaged, labeled, marketed, advertised and sold in compliance with applicable industry and legal requirements.
9. **Media Relations:** All media enquiries must be directed to the New Balance Public Relations team. Associates may not speak to reporters or any other members of the media on behalf of New Balance unless authorized. Any associate who talks directly to reporters without first going through Public Relations risks providing incorrect information, revealing proprietary strategies or damaging the Company's reputation.
10. **Consultants, Independent Contractors and Other Service Providers:** Contracted business relationships must be proper, lawful and documented. Fees must be set out in a written agreement and reflect the value for the service provided. In no case should fees exceed what is usual and customary in our industry.
11. **Supplier Responsibility:** New Balance is committed to upholding the basic human rights of our associates and of workers within our supply chain and to protecting the environment in the communities where we do business. We expect our suppliers to adhere to the same high standards. The New Balance Supplier Code of Conduct requires suppliers to respect the rights of all employees, to minimize impact on the environment, to provide a safe and healthy workplace, and to promote the health and well-being of all employees. All New Balance associates have a responsibility to uphold and promote compliance with the New Balance Supplier Code of Conduct.
12. **Travel and Entertainment Policy:** New Balance recognizes the importance of travel in conducting the Company's business, as well as the considerable sacrifices made by associates who travel for the Company. New Balance reimburses for necessary business travel and reasonable entertainment expenses.

### **Protecting Information and Company Reputation**

1. **Confidential Information and Intellectual Property Rights:** Absent express written authorization, associates must not use or disclose New Balance's trade secrets, confidential information or intellectual property. Associates must treat the Company's proprietary information, including that related to customers and products, as confidential and not do anything to jeopardize or unwittingly disclose such confidential information, including through use of social media. Proprietary information includes intellectual property such as trade secrets, patents, trademarks and copyrights, as well as business and marketing plans, engineering and manufacturing ideas, designs, databases, records and any non-public data or reports. Unauthorized use or distribution of this information is prohibited and could also be illegal and result in civil or criminal penalties. All associates must comply with confidentiality and nondisclosure agreements signed before and during employment with New Balance.
2. **Disclosure of Financial Information:** Associates shall not disclose New Balance financial information, other than data already made public, without prior written approval of the Chief



Financial Officer and Corporate Controller.

3. **Company Property:** All associates must protect New Balance's assets and ensure efficient use. Theft, carelessness and waste are prohibited. All Company assets should be used only for legitimate business purposes.
4. **IT Security:** All associates must comply with the information technology security guidelines established by the Company. In particular, it is imperative that passwords be carefully created, changed frequently, used discreetly and kept confidential as these are the primary form of user authentication to grant access to New Balance's information systems.
5. **Privacy and Protection of Personal Information:** New Balance is committed to protecting personally identifiable information (PII) and other confidential information the Company collects or maintains about consumers, customers, associates, suppliers and other individuals. PII is any information relating to an identified or identifiable individual, such as names, addresses, email addresses, telephone numbers, government identification numbers, employee ID numbers and credit card or bank account information. PII may include information regarding race, gender, age, sexual orientation, religion, or medical condition. It may also include computer and mobile device identifiers, customer transaction history, employment history and demographic information. All New Balance associates are responsible for safeguarding and securing business records containing PII, including any electronically accessed or stored information, in accordance with all applicable laws. Associates must keep records containing PII secure at all times and use the data only for authorized business purposes. Failure to do so may result in legal liability or damage New Balance's relationship with associates, customers, suppliers and consumers, as well as the Company's reputation. All New Balance associates are responsible for complying with the laws that apply to collecting, storing, transferring and using PII. This includes understanding and following all applicable local privacy and data protection laws and regulations in the country where an associate works and complying with the rules that apply to the transfer of PII internationally. Known or suspected breaches or disclosures of PII must be reported to the General Counsel, Chief Human Resources Officer or Information Technology Security team immediately.

### **Accounting and Records**

1. **Accounting:** Accurate records and financial integrity are essential to the New Balance business. New Balance is required to establish and maintain appropriate accounting procedures. The Company must keep accurate books and records that reflect all corporate assets, liabilities and transactions. The Company also must ensure proper use of funds. Associates may not make any false statements, misleading or artificial entries or material omissions or misrepresentations in any books, financial records or other documents or communications. Associates who are responsible for the preparation of the Company's financial statements and public disclosures, or who provide information as part of that process, have a responsibility to ensure that such disclosures and information are complete, accurate and in compliance with the Company's disclosure controls and procedures.



2. **Cooperating with auditors:** Associates are required to cooperate fully with and provide complete and accurate information to internal auditors and independent external auditors, as well as management. Associates must never improperly influence, coerce, manipulate or mislead internal auditors or independent external auditors regarding Company financial statements, accounting practices or internal controls.

### **General Policies**

1. **Disciplinary Action:** New Balance expects all associates to perform at a high level, to be stewards of our Company values and to abide by our standards and policies. New Balance will take appropriate action to support each associate's performance. In situations where performance or conduct is below expectations, disciplinary action may be taken up to and including termination of employment. Any violations of this Code will result in disciplinary action, up to and including termination of employment.
2. **Waivers:** New Balance reserves the right, in its discretion, to waive application of the policies set forth in this Code when appropriate and to amend, modify or change this Code. Waivers of this policy may be authorized only by agreement of the Chief Executive Officer and the General Counsel.

### **Reporting Violations and Whistleblower Protections**

1. **Reporting Expectations:** New Balance is committed to the highest possible standards of openness, integrity and accountability. As such, New Balance encourages associates and those who do business with New Balance to report any violation of this Code, applicable laws or regulations, or any New Balance policy. All concerns regarding potentially unethical or illegal behavior should be reported, including but not limited to those related to the following areas outlined in the EU's Whistleblower Directive (2019/1937):
  - public procurement.
  - financial services, products and markets, and prevention of money laundering and terrorist financing.
  - product safety and compliance.
  - transport safety.
  - protection of the environment.
  - radiation protection and nuclear safety.
  - food and feed safety, animal health and welfare.
  - public health.
  - consumer protection.
  - protection of privacy and personal data, and security of network and information systems.
  - breaches affecting the financial interests of the EU.



- breaches relating to the EU internal market.

This policy and expectation to report applies globally to all New Balance associates and those who do business with New Balance.

2. **How to report:** Any of the following internal channels may be used to report concerns under this policy:

- The General Counsel.
- Chief Human Resources Officer.
- Any HR Business Partner.
- Any manager in the reporting chain.
- SpeakUp NB.

While New Balance strongly encourages associates and those doing business with the Company to bring concerns to the Company's attention, reports may also be filed externally with the appropriate government authority per applicable local law.

3. **SpeakUp NB:** SpeakUp NB is the Company's global ethics and compliance hotline. Complaints can be reported and questions can be asked through the hotline online at any time across the globe by accessing [www.speakupnb.com](http://www.speakupnb.com) or by calling the hotline. Regional phone numbers for the hotline can be accessed on the homepage of the SpeakUp NB webpage. Associates in the United States can call 1-888-241-5237. The hotline is secure, confidential, available in over 60 languages and monitored by New Balance's Whistleblower Officer in the Legal Department. Reporters may request an in-person meeting at any time through the hotline or by contacting any of the channels above.
4. **Reviewing reports:** The Company will promptly and thoroughly review all reports. New Balance will assign an impartial investigator and confirm receipt of all reports and questions within seven days. New Balance will conduct its review in a timely fashion, maintain communication with the reporting party, seek any additional information necessary, and communicate the outcome of New Balance's review. New Balance has the right to document oral reports in a written transcript which the reporting person has the right to review.
5. **Confidentiality and anonymity:** New Balance will review reports as discreetly as possible and involve only those who have a need to know. The Company cannot promise complete confidentiality as it may need to reveal certain information on a need-to-know basis to ensure a complete and thorough review. Where permitted by local law, reports may be submitted anonymously through SpeakUp NB or any of the channels provided above.
6. **Prohibition against retaliation:** New Balance prohibits and will not tolerate any form of reprisal or retaliation for good faith reporting of concerns under this policy or cooperating in any related review. Prohibited retaliation could include any negative action taking against the reporting party because the party raised a concern in good faith or participated in a review, including without limitation the following actions outlined in the EU Whistleblower Directive (2019/1937):
  - suspension, lay-off, termination of employment or equivalent measures.



- demotion or withholding of promotion.
- transfer of duties, change of location of place of work, reduction in wages or change in working hours.
- withholding of training.
- a negative performance assessment or employment reference.
- imposition or administering of any disciplinary measure, reprimand or other penalty, including a financial penalty.
- coercion, intimidation, harassment or ostracism.
- discrimination, disadvantageous or unfair treatment.
- failure to convert a temporary employment contract into a permanent one, where the worker had a legitimate expectation of permanent employment.
- failure to renew, or early termination of, a temporary employment contract.
- harm, including to reputation, particularly in social media, or financial loss, including loss of business and loss of income.
- blacklisting on the basis of a sector or industry-wide informal or formal agreement, which may entail that the individual will not, in the future, find employment in the sector or industry.
- early termination or cancellation of a contract for goods or services.
- cancellation of a license or permit.
- psychiatric or medical referrals.

Any concern surrounding retaliation should be reported immediately to New Balance through one of the channels outlined above.

### **Reference Documents**

- U.S. Associate Handbook
- Anti-Corruption Policy
- Anti-Harassment Policy
- Conflict of Interest Policy
- Media Relations Guidelines for New Balance Associates
- New Balance Travel Policy & Procedures
- New Balance Restricted Substances Manual
- New Balance Supplier Code of Conduct
- New Balance Supplier Standards Manual



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1.0	04.10.18	Paul Gauron, Joan McGrail, Monica Gorman	N/A
2.0	12.17.23	Corporate Legal, HR, and Internal Audit Teams	N/A