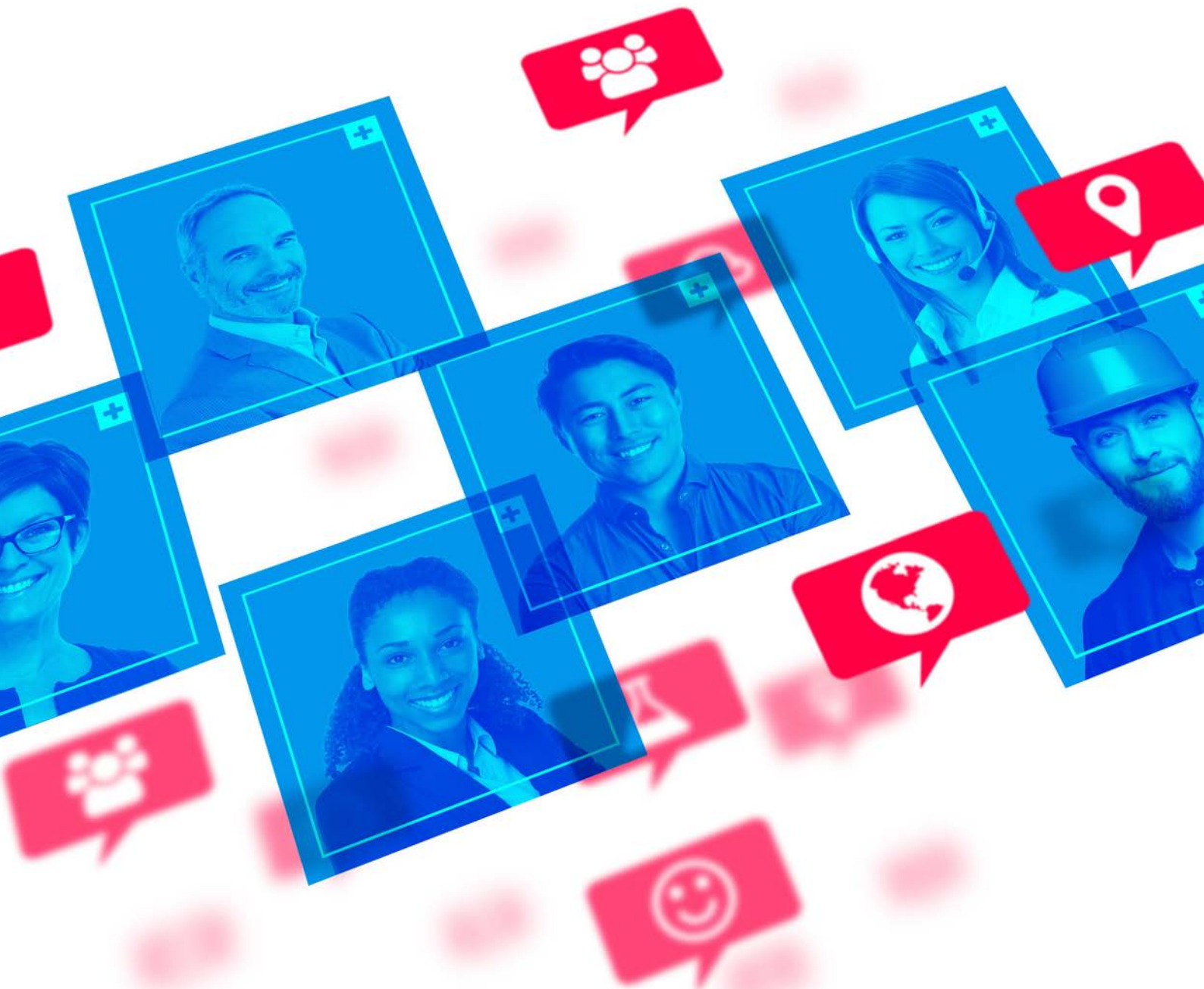


SPORT GROUP CODE OF CONDUCT





FAIRPLAY ON ALL LEVEL

SPORT GROUP CODE
OF CONDUCT

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SPORT GROUP'S COMPANIES

The Sport Group Code of Conduct applies to employees of all Sport Group companies, including but not limited to:

GLOBAL:

Sport Group Holding GmbH, Burgheim, Germany

AMERICAS:

- APT Advanced Polymer Technology Corp., Harmony, USA
- AstroTurf Corp., Dalton, (GA), USA
- New APT Advanced Polymer Technology Corp., Harmony, USA
- ProGrass West Inc., Sharpsburg, USA
- Synthetic Turf Resources Corp., Dalton, USA

ASIA PACIFIC:

- APT Asia Pacific Pty. Ltd., Dandenong South, Australia
- Fairmont Industries Sdn Bhd, Klang, Malaysia
- Polytan Asia (Hk) Ltd., Hong Kong
- Polytan Asia Pacific Pty. Ltd., Dandenong, Australia
- Polytan Nz Ltd., Auckland, New Zealand
- Sports Building Material Trading (Shanghai) Ltd., Shanghai, China (Polytan China)
- Sports Technology International (Asia) Ltd., Hong Kong

EMEA:

- AstroTurf Europe B.V., Zwolle, Netherlands
- FormaTurf GmbH, Essen, Germany
- Melos GmbH, Melle, Germany
- Möller GmbH, Krailing, Germany
- Polytan France Enterprises SAS, Amiens, France
- Polytan France SAS, Amiens, France
- Polytan GmbH, Burgheim, Germany
- Polytan Scandinavia AB, Stockholm, Sweden
- Polytan Service GmbH, Burgheim, Germany
- Polytan Sports Surfaces (UK) Ltd., Leicestershire, UK
- Polytex Sportbeläge Produktions-GmbH, Grefrath, Germany
- SYNLawN Europe GmbH, Gütersloh, Germany
- Unirubber Sp.zo.o., Wegliniec, Poland



1: WHO WE ARE

SPORT GROUP IS THE WORLD'S LARGEST BUSINESS DEDICATED TO SPORT SURFACES

From Olympic hockey venues to Bayern Munich, from the Astrodome in 1966 to the US Open, our brands, products and innovations have enriched the experience of athletes and fans around the world.

TRANSFORMING THE BUSINESS OF SPORT & SPACE

Vibrant sport and leisure are a vital heartbeat of all our communities and therefore deserve the very best products and solutions. And in a changing world of sustainability challenges, urban restrictions, technological explosions and sporting diversity, a 'carpet and construction' approach is no longer good enough.

Sport Group sells and installs more synthetic turf sport fields, athletic tracks and courts globally than any other business. Our knowledge, scale and vision are transforming the synthetic sports surface industry.



TRUST THE CHAIN

Sport Group has transformed the industry by creating the only fully integrated global supply chain.

This game-changing capability ensures a level of quality control, customization and innovation never achieved in the industry. We invest cohesively in every step of the process and combine the knowledge of industry leading organizations.

By owning the supply chain and investing in the best brands we have created a leadership position from which to launch further innovation, keep quality high and costs affordable.

PLAY ON. GREEN TECHNOLOGY

We are committed to making sport greener. We invest heavily in green technology R&D and innovation and have introduced step-change products such as the LigaTurf Cross Zero, the worlds first CO₂ neutral turf and Poligras Tokyo GT, a hockey turf made with 60% sugar cane. Our products and services make an important contribution to sustainable sports infrastructure.

2: EXECUTIVE BOARD INTRODUCTION

Dear business partners and employees,

Sport Group's position as the world's largest business dedicated to sports surface, has been achieved due to our outstanding reputation. We are transforming the industry and our reputation is our most important asset, it needs to be maintained, protected and continually strengthened.

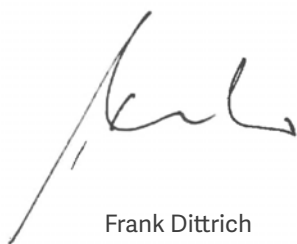
It is therefore very important that the company's success is always achieved by the ethical principles that are detailed in this Code of Conduct.

All Sport Group employees take responsibility for their own actions, they are always required to comply with our Code of Conduct principles.

We seek fair play on all levels; this is at the core of Sport Group's standards of behavior in day-to-day business. For us, trust, honesty, integrity, reliability and transparency are key values that we must always operate by. Not even the most lucrative contract is worth damaging Sport Group's reputation for. Our ambition is to transform the business of sport and space, and we will do this with strong ethical behavior.

All employees of Sport Group and its affiliate companies are expected to strictly comply with the law and to always represent the company's interests in a positive way according to the Code of Conduct.

We will succeed by working together to maintain the highest standards.



Frank Dittrich
CEO, Sport Group



Andreas Vorbrod
CFO, Sport Group



Dr. Klaus Hauschulte
COO, Sport Group

3: GENERAL

GLOBAL POWER. LOCAL PEOPLE. STRONG VALUES.

Sport Group believes that ethical and economic values form an unbeatable partnership and lead to sustainable success.

Our global team of over 1900 employees, the largest in the industry, believe passionately that the world is better with sport in it, and that the communities they live in deserve the best products, solutions and standards.

They are committed to fair play in the business world and that all parties should act within legal guidelines.

All employees of Sport Group are bound to immediately report any violation of our Code of Conduct or even criminal offences. The first point of contact should always be the relevant immediate superior or level above.

IMPORTANT

Sport Group will follow up on any reported incident and investigate thoroughly. All information will be treated as strictly confidential. Employees giving information in good faith will not suffer any disadvantages. Retaliation or similar pressure against employees will not be tolerated.

Employees do not need to fear that they might suffer disadvantages in the company when following the law and the regulations of this Code of Conduct.



4: CONFLICT OF INTEREST, CORRUPTION

INTEGRITY AND LOYALTY MAKES OUR TEAM STRONGER

Conflict of interest and corruption are unpleasant topics, which is why it is best to address them openly in this document.

Sport Group expects absolute loyalty from all employees towards "their" company. Any situations in which personal or financial interest may conflict with the interest of Sport Group are to be strictly avoided.

It is prohibited to take part in activities of competitors, suppliers or clients, or to enter into personal business relationships with any of them if this might result in a conflict of interest.

Work for Sport Group may not be influenced by any conflict of interest. Employees may not accept benefits of any kind and no personal gifts which could give rise to the impression that they may influence business decisions or transactions.

Invitations must be in line with customary business hospitality. The acceptance of money is always prohibited. Smaller presents and complimentary items to a value of up to 50 Euros may be accepted.

5: BRIBERY, CORRUPTION

RED CARD ISSUES

Sport Group obtains business by honest and fair means. It is strictly prohibited to offer, promise or grant inappropriate benefits to business partners, their employees or other third parties. This includes any gift, invitation, offer, contribution or reward which due to its type, value or the circumstances under which it is offered could be perceived as the attempt to unduly influencing actions or decisions of the recipient or another person.

Special restraint should be exercised towards officials and employees in public service. No third parties, such as consultants, agents, sponsors etc., may be used to circumvent this rule.

Any infringements will result in the employment being terminated.

6: ANTITRUST RULES

PLAY BY THE RULES

Sport Group is committed to fair and open competition and to complying with antitrust rules.

Our decision-makers may not engage in any practices or verbal agreements that restrict competition or otherwise are against the law.

This includes for example unlawful verbal tender agreements, restricting competition or otherwise leading to any exclusion, limitation or distortion of competition. Sport Group will not unfairly abuse its market position.

7: DONATIONS, SPONSORING

HONESTY IS THE BEST POLICY

Donations and sponsoring are sensitive topics. Sport Group supports charitable and sporting institutions and contributes to the wellbeing of society. No direct or indirect donations to political organisations, political parties or individual politicians will be given.

Any exception from this rule must be clarified in advance and requires explicit approval. Donations and sponsoring by Sport Group to political or other receivers may not be used for circumventing the principles of this Code of Conduct.

8: IN-HOUSE KNOWLEDGE, CONFIDENTIALITY

EVERYTHING STAYS WITHIN THE TEAM

Sport Group has clear rules for handling internal knowledge. All employees have the obligation of ensuring that the exchange of information within the company runs both quickly and smoothly.

Knowledge that is important for the relevant activity may not be withheld, distorted or passed on incompletely. All information must be passed on correctly and comprehensively to appropriate colleagues, unless in exceptional cases, for example where an explicit order for secrecy was issued.

Company and business secrets of any kind must be treated as strictly confidential. The same applies for other information whose secrecy is of interest for Sport Group, its customers and business partners. Such internal information may not be disclosed to any unauthorised persons.

Sport Group will protect confidential information it has received from customers or business partners and treat it in the same manner as its own business secrets.

Important: This obligation to secrecy remains effective after termination of the employment.

9: PRIVACY

TAKE GOOD CARE OF DATA

All employees of Sport Group are obliged to comply with the company's principles for protecting the data of employees, customers and business partners.

For each task to be performed, the required diligence must be ensured for the protection of personal data. If concerns are detected, these should be reported immediately to a superior.



10: DOCUMENTATION

TRANSPARENCY IN ALL TRANSACTIONS

All Sport Group business activities must be documented completely and accurately in a timely manner, and in a non-misleading way.

In doing so, the law and also the regulations applicable within Sport Group must be observed diligently at all times.

11: HANDLING OF COMPANY PROPERTY

TRUST WORKS BOTH WAYS

All Sport Group employees are bound to handle the company's property and assets in an appropriate and responsible manner.

No commodities or services of Sport Group may be unduly used for private purposes. It is required that employees protect the assets of Sport Group from theft, abuse or misappropriation.

12: HUMAN DIGNITY, CHILD LABOUR, FORCED LABOUR

TRUST WORKS BOTH WAYS

Sport Group unconditionally commits itself to observe and protect human rights and respects the dignity of human beings.

Sport Group does not tolerate child labour and any form of exploitation of children or youth and Sport Group rejects any form of forced labour. Sport Group acknowledges freedom of association of its employees.

All employees must contribute in maintaining these fundamental rights.

13: EQUALITY, TOLERANCE

TOLERANCE WITHIN OUR TEAM

Equal opportunities for all employees and the prohibition of any form of discrimination are taken for granted within Sport Group.

Our sizeable team is driven by the varied potential of employees with their different origins and background. All Sport Group employees should contribute to an atmosphere of mutual fairness and respect.

Discriminations of any type may not be tolerated.

14: SAFETY, HEALTH

KEEP EVERYONE SAFE & HEALTHY

Sport Group employees are obliged to always ensure a safe and healthy working environment.

Therefore, all health and safety regulations must be strictly complied with. Any inadequacies must be rectified immediately in coordination with the responsible entities.



15: PROTECTION OF THE ENVIRONMENT

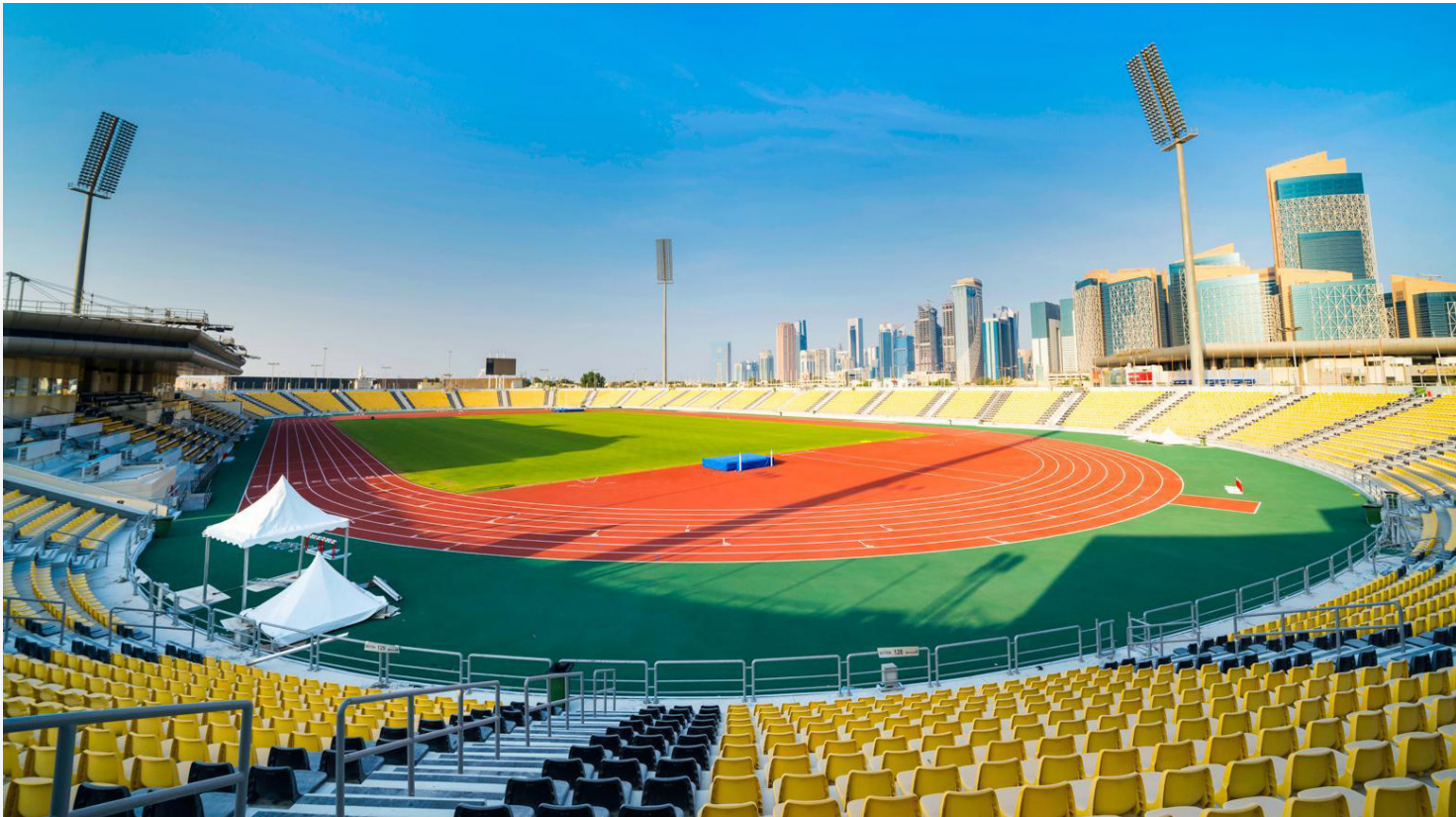
PLAY ON. THE FUTURE IS GREEN.

Sport Group fulfils stringent requirements for sound and environmentally friendly production.

We are aware of all aspects of the impact that our various business activities have on the environment and undertake to protect soil, water, air, biological diversity and cultural heritage in the process of our work.

All employees are encouraged to prevent any negative effects on the environment by adopting adequate measures. This involves ensuring sustainable management and careful handling of natural resources. All legal and regulatory requirements regarding protection of the environment must be complied with consistently.

If damage to the environment is caused by the business activity of Sport Group, this must be reported immediately to the responsible entities in the company or to the relevant superior.



16: RESPONSIBILITIES

RESPONSIBILITIES ON MANY SHOULDERS

This Code of Conduct, with its ethical principles and policies, forms a key component of our company culture.

All employees are responsible for ensuring that these indispensable principles are adhered to. This applies in particular to Sport Group's leaders: They should not only instill the meaning and content of the Code of Conduct among their team, but also act as an example by adopting those values and support their implementation in day-to-day business.

All leaders are responsible to ensure compliance with the Code of Conduct by their employees.

This, however, does not restrict the employees' opportunities for self-responsible action and personal initiatives.

17: SPEAK-UP CULTURE

BE CONFIDENT TO SPEAK-UP

All Sport Group employees are encouraged to report to their superiors any violation or observation which may be a breach of the Code of Conduct, internal Sport Group rules or applicable law.

Anyone who provides information in good faith, will be protected from any form of retaliation or discrimination. All information received will be treated in a confidential manner.

If you wish to report an issue to our Compliance team, please email: compliance@sportgroup-holding.com

18: CONCLUSION

THE CODE FOR HOW WE BEHAVE

This Code of Conduct forms the basis for all Sport Group's policies and guidelines.

To accommodate special situations, regionally applicable guidelines may include additional provisions. These, however, may not contravene the Code of Conduct.

