

**POLARIS INDUSTRIES INC.**  
**BOARD OF DIRECTORS**  
**TECHNOLOGY COMMITTEE CHARTER**

Revised July 25, 2018

I. PURPOSE OF THE COMMITTEE:

The Technology Committee of the Board of Directors assists the Board by overseeing the Company's product plans, innovation and technology acquisitions and development, supplier strategy, manufacturing network, and related business processes.

The Committee's primary focus is as follows:

- ✓ Review the Company's product, manufacturing, innovation and technology acquisition and development plans, processes and digital innovation to ensure:
  - The continuous flow of innovative, differentiated, leadership products into the markets served by the Company.
  - The Company has sound plans for growth through new products serving adjacent markets.
  - The existence of innovation and technology development plans for insertion into the long-range product plan (LRPP).
  - The adequacy of the processes, tools, facilities and technology leadership connected with product, innovation and technology development.
  - The review of costs, benefits and risks associated with major product development programs or acquisitions and facility investments.
  
- ✓ Review major competitive moves such as disruptive products and technology and manufacturing sources and review the Company's response plans.
  
- ✓ Review holistically the Company's technology, product development, sourcing and manufacturing systems and programs, specifically:
  - Review the Company's strategic sourcing plans for products and technology.
  - Review the Company's manufacturing network strategies and plans for consistency with overall operations strategies and growth plans.
  - Review the Company's product plans for operational feasibility, impact to Company financial objectives, and safety and quality attributes.
  
- ✓ Review talent development and succession plans for operations, engineering and lean.

II. COMMITTEE MEMBERSHIP:

The members of the Committee shall be elected by the Board at the annual organizational meeting of the Board and shall serve until their successors shall be duly elected and qualified. The Committee shall be comprised of a minimum of three Directors.

III. COMMITTEE STRUCTURE AND OPERATIONS:

The Board shall designate one member of the Committee as its Chair. The Committee shall meet in person with management at least twice per year. Company management will be represented in these meetings as appropriate.

In addition, the Committee will meet telephonically on a periodic basis as needed to address critical programs and issues. The Committee Chair will determine the timing and frequency of these telephonic meetings.

A majority of the Committee members currently holding office constitutes a quorum for the transaction of business. The Committee shall take action by the affirmative vote of a majority of the Committee members present at a duly held meeting.

IV. COMMITTEE REPORTS:

Twice per year, the Committee shall produce written minutes of the Committee's activities, following the meetings that are in-person with management. In addition, the Committee Chair will provide a summary verbal report to the full Board at the Board meetings immediately following the Committee's meetings.

The Committee shall produce and provide to the Board an annual performance evaluation of the Committee, which evaluation shall compare the performance of the Committee with the requirements of this charter and set forth the goals and objectives of the Committee for the upcoming year. The performance evaluation shall also recommend to the Board any improvements to the Committee's charter deemed necessary or desirable by the Committee. The performance evaluation by the Committee shall be conducted in such a manner as the Committee deems appropriate. The report to the Board may take the form of an oral report by the chairperson of the Committee or any other member of the Committee designated by the Committee to make this report.

V. RESOURCES AND AUTHORITY OF THE COMMITTEE:

The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to retain independent experts or consultants.