

POLICY ON WHISTLE-BLOWING

SCOPE OF POLICY

This Policy is designed to enable directors, officers and employees (“personnel”) of Dorel Industries Inc. (the “Company”) to raise complaints and deal in an appropriate manner with any impropriety internally and at a high level.

By way of example, complaints which should be reported pursuant to this Policy include without limitation:

1. use of Company funds or property for any illegal, improper or unethical purpose;
2. tampering with or destroying any Company accounting or audit-related records or documents except as otherwise permitted or required in accordance with record retention policies, as applicable
3. fraud or deliberate error in the preparation, evaluation, review or audit of any of the Company’s financial statements;
4. fraud or deliberate error in the recording and maintaining of the Company’s financial records;
5. deficiencies in or non-compliance with the Company’s internal accounting controls;
6. misrepresentations or false statements to or by a Company officer or accountant regarding a matter contained in the Company’s financial records, financial reports or audit reports;
7. deviation from full and fair reporting of the Company’s financial condition, results of operations or cash flows; and
8. any effort to mislead, deceive, manipulate, coerce or fraudulently influence any internal or external accountant or auditor in connection with the preparation, examination, audit or review of any financial statement or records of the Company.

This Policy is not designed to question financial or business decisions taken by the Company, nor should it be used to reconsider any other matters which have already been addressed under other procedures.

SAFEGUARDS

A. Policy Oversight

The Audit Committee has the responsibility of overseeing this Policy and compliance by the Company.

B. Protection

This Policy is designed to offer protection to those who disclose a complaint, provided the disclosure is made in good faith. It is a violation of securities law to take reprisal against a whistleblower and such actions could expose the Company to sanctions. For these purposes, a reprisal is any measure taken against an employee that “adversely affects” his or her employment. That includes disciplining, demoting or suspending the employee or threatening to do so, terminating or threatening to terminate the employee, intimidating the employee or imposing or threatening to impose a penalty relating to employment. Anyone engaging in retaliatory conduct will be subject to disciplinary action by the Company, which may include termination.

C. Confidentiality

The Company will treat all good faith complaints in a confidential and sensitive manner. A report of a complaint will only be disclosed to those persons who have a need to know in order to properly carry out an investigation of the complaint. Report of complaints shall be kept in a file that is

RECORDS

The Audit Committee shall retain for a period of seven years all records relating to any complaint and to the investigation of any such complaint.