

# **GOLFSMITH INTERNATIONAL HOLDINGS, INC.**

## **FAIR DISCLOSURE POLICY**

**SEPTEMBER 1, 2006**

Golfsmith is committed to the fair disclosure of information about Golfsmith consistent with the Securities and Exchange Commission's Regulation Fair Disclosure ("Regulation FD"). For purposes of this policy, "public disclosure" means filing or furnishing a Form 8-K with the Securities and Exchange Commission (SEC), or disseminating information through another method (or combination of methods) of disclosure that is reasonably designed to provide broad, non-exclusionary distribution of the information to the public. It is Golfsmith's policy is to maintain an active and open public dialogue with shareholders, institutional investors, broker/dealers, and sell-side analysts (collectively, "Securities Market Participants").

Golfsmith has established the following guidelines to ensure compliance with Regulation FD, and avoid selective disclosure of material non-public information.

### **COMPLIANCE GUIDELINES FOR THIS REGULATION OF FAIR DISCLOSURE**

Employees of Golfsmith will not disclose material non-public information about the Corporation except as provided for by SEC rules and regulations, including Regulation FD. If any employee determines that material non-public information has been selectively disclosed, that employee should contact the Director of Investor Relations immediately. The Director of Investor Relations will determine the appropriate public disclosure that will have to be made in accordance with SEC rules and regulations.

#### **I. Public Posting**

Golfsmith will post this policy statement on its website at [www.golfsmith.com](http://www.golfsmith.com) and update it as necessary to ensure that Securities Market Participants are informed about the Corporation's disclosure policy.

#### **II. Authorized Representatives of Corporation**

A. Persons authorized to communicate on behalf of the Corporation to Securities Market Participants are limited to the President and Chief Executive Officer, the Chief Financial Officer, and Director of Investor Relations. The Director of Investor Relations must participate in all communications between the designated officers and Securities Market Participants except for communications between the CEO and CFO, and Securities Market Participants.

B. In addition, the Compliance Officer, General Counsel, Corporate Treasurer and members of the Corporate Treasurer's staff are authorized to communicate with

employee shareholders and beneficial owners in response to inquiries regarding employee shareholder accounts and other administrative matters. A member of Investor Relations is not required to participate in, or review, such communications.

C. It is Golfsmith's policy that, except as specified under (a) and (b) above, employees shall not communicate with Securities Market Participants, and should refer all questions to the Director of Investor Relations.-

D. The Corporation believes that one-on-one communications with Securities Market Participants are a valuable component of its Investor Relations program. Except as provided in clauses (a) and (b) above, The Director of Investor Relations shall participate in such conversations. During such conversations, authorized representatives may discuss information the Corporation has previously publicly disclosed, non-material information, and generally known company or industry-related information.

E. In order to ensure that complete and accurate information is obtained, Securities Market Participants should direct all inquiries regarding the Corporation's financial condition, results of operations, strategies and other similar matters, to the Director of Investor Relations. Statements by employees or agents who are not authorized representatives of the Corporation should not be relied upon.

### **III. Quarterly Earnings Release Conference Calls and Updates**

A. Golfsmith will hold quarterly investor conference calls open to the public and media, and provide public notice about the call through a media release, by electronic distribution, posting on at least one well known public financial information website, and the Golfsmith website. Before the conference call, we will furnish our quarterly or annual written earnings release to the SEC on a Form 8-K.

B. Playback of the conference call will be provided on Golfsmith's website after the conference call for 30 days.

C. When Golfsmith provides guidance relative to its financial goals, all guidance, and changes to or affirmations of guidance, will be provided through public disclosure.

D. As needed, from time to time, Golfsmith will hold topical investor conference calls open to Securities Markets Participants, and provide public notice about the call through public disclosure.

### **IV. Quiet Period**

The Corporation will not discuss any new information related to the current quarter's performance with Securities Market Participants beginning 14 days prior to the end of each fiscal quarter or year until the issuance of the quarterly or year end earnings release. The objective of the quiet period is to minimize the risk of selective disclosure and the spread of any rumors prior to our earnings announcement.

## **V. Analyst Models and Reports**

We may elect to review draft analyst reports, but we will not comment on such reports other than to correct inaccuracies relating to public historical information and, in limited circumstances, forward-looking information relating to statements made by us in our quarterly earnings release or publicly disclosed by us during the quarterly earnings conference call.

## **VI. Presentations**

A. Golfsmith will participate in securities firm-sponsored and other investor conferences and provide adequate prior public notice. It will be our practice to webcast these presentations where possible. It will be our practice to issue media releases in conjunction with the Corporation's major presentations scheduled during the year, and to post those presentations on our website.

B. Golfsmith will participate in other forums at which Securities Market Participants could be present, including industry seminars, trade shows, employee, retiree, annual shareholder meetings, and meetings with commercial partners that are shareholders. We do not intend to disclose any material non-public information during these meetings.

C. Although Golfsmith recognizes that Regulation FD does not apply to communications with the media, it is the Corporation's policy to publicly disclose material information before discussion with individuals representing the media.

## **VII. Commenting on Rumors**

Golfsmith has a policy of not responding to rumors originating outside the Corporation.

## **VIII. Use of Safe Harbor Language**

We use Safe Harbor language with respect to forward-looking statements about financial performance at the beginning of our quarterly conference call with the investment community and whenever we speak with analysts or investors. Safe Harbor language is also incorporated in all our written investor relations documents

## **IX. On-line Chat Rooms, Message Boards and Blogs**

While we may monitor what others are saying about Golfsmith on several chat rooms, message boards and blogs located on the World Wide Web, we do not respond to rumors or correct any inaccuracies that might appear.

Golfsmith prohibits employees discussing business information that belongs to the Corporation on Internet chat rooms, message boards or blogs during working hours and using company computer systems. Employee participation in chat rooms, message boards and blogs may compromise sensitive corporate information and be detrimental to the

Corporation. Misuse of internet chat rooms, message boards and blogs may result in termination of employment or other sanctions.

## **X. Insider Trading Policy**

Golfsmith has a strict, written Policy on the Prevention of Insider Trading(maintained by the legal dept. under a separate cover) that is disseminated to all new employees.

## **XI. Further Information about Regulation FD**

All inquiries regarding the provisions or procedures associated with this policy should be addressed to either:

[GSLegal@golfsmith.com](mailto:GSLegal@golfsmith.com)

or

[Investor.Relations@golfsmith.com](mailto:Investor.Relations@golfsmith.com)