



FLIR Systems, Inc.

Compensation Clawback Policy

Adopted by Compensation Committee on February 9, 2017 (the “Effective Date”)

This Compensation Clawback Policy (the “Policy”) permits the Compensation Committee (the “Committee”) of FLIR Systems, Inc. (“FLIR”) to require that any current or former officer of FLIR who is (or was) subject to Section 16 of the Securities Exchange Act of 1934, as amended (collectively, the “participants”) repay certain cash-based incentive compensation to FLIR if the Committee determines that such participant’s action, determined by the Committee to constitute gross negligence, intentional misconduct or fraud, and caused or partially caused FLIR to materially restate all or a portion of its financial statements.

Under the Policy, and notwithstanding anything to the contrary in the 2012 Executive Bonus Plan, or any other FLIR cash bonus or cash incentive plan or program applicable to a participant, if:

- all or a portion of FLIR’s financial statements are materially restated;
- the amount of any cash-based incentive compensation paid or payable to such participant that was determined, in whole or in part, based on the achievement of financial, operating or other performance metric derived wholly or in part from information included in FLIR’s financial statements (such compensation, the “Incentive Compensation”) would have been less if such financial statements had been correct at the time the Incentive Compensation was originally calculated or determined;
- no more than three (3) years have elapsed from the original filing date of the financial statements from or upon which the Incentive Compensation was calculated or determined; and
- the Committee determines, in its reasonable judgment that the gross negligence, intentional misconduct or fraud by such participant caused or partially caused such material restatement of all or a portion of the financial statements(s) from or upon which the Incentive Compensation was calculated or determined and that such participant should repay to FLIR the portion of the Incentive Compensation determined to be Recoverable Compensation (as defined below);

then, to the extent permitted by law, the participant shall promptly repay to FLIR (or FLIR shall cancel to the extent not yet paid to participant) the amount of Incentive Compensation received by the participant that exceeds the amount of Incentive Compensation that otherwise would have been received had it been determined based on the accounting restatement but not more than the amount of Incentive Compensation actually paid or payable (the “Recoverable Compensation”) to such participant.

This Policy, as may be amended from time to time by the Committee, will apply automatically to all Incentive Compensation granted on or after the Effective Date. The Committee has full discretionary authority to interpret and administer this Policy. The Committee’s determinations under the Policy shall be final and binding on all persons and shall be given the maximum deference permitted by law.