

JOHNSON OUTDOORS INC.

CHARTER OF THE NOMINATING AND CORPORATE GOVERNANCE COMMITTEE

(Adopted December 4, 2003 and amended July 25, 2005)

Statement of Purpose

The Nominating and Corporate Governance Committee (the “Committee”) shall provide assistance to the Board of Directors (the “Board”) of Johnson Outdoors Inc. (the “Company”) in fulfilling its responsibilities by:

1. Identifying individuals qualified to become directors and recommending to the Board candidates for all directorships to be filled by the Board or by the shareholders of the Company;
2. Identifying directors qualified to serve on the committees established by the Board and recommending to the Board members for each committee to be filled by the Board;
3. Developing and recommending to the Board a set of corporate governance guidelines for the Company; and
4. Taking a leadership role in shaping the corporate governance of the Company.

Committee Membership and Qualifications

The Committee shall consist of not less than three members of the Board, each of whom shall meet the independence requirements of The Nasdaq Stock Market, Inc. (“Nasdaq”) ¹.

Appointment and Removal of Committee Members

The Board shall appoint the members of the Committee in accordance with and pursuant to Section 4.01 of the Company’s Bylaws. Each member shall serve until his or her successor is duly elected and qualified or until such member’s earlier death, resignation or removal. The Board may remove any member of the Committee, with or without cause, by a majority vote, pursuant to Section 3.08 and Section 4.01 of the Company’s Bylaws.

¹ Per Nasdaq Rule 4350(c)(5), controlled companies are not required to have director nominees selected, or recommended for the Board’s selection, either by a majority of independent directors or a nominations committee comprised solely of independent directors. Accordingly, the composition of the committee can be modified as deemed appropriate by the Board.