



CODE OF CONDUCT AND ETHICS

July 1, 2024

Six Flags Entertainment Corporation and its subsidiaries is committed to the principle of conducting business in a responsible, honest and ethical manner and providing a safe, comfortable and enjoyable experience for everyone.

We make this commitment to our stockholders, guests, neighbors and each other not only out of legal obligation, but because it's the right thing to do. This Code of Conduct and Ethics is intended to act as a shared set of ethical principles to guide our daily business activities and to serve as a foundation for achieving success in the right way.

We expect every director, officer and associate of Six Flags Entertainment Corporation and its subsidiaries to read this Code of Conduct and Ethics carefully and to understand that our commitment to integrity, ethical business practices and legal compliance is a responsibility that we all share.

Richard Zimmerman, Chief Executive Officer

CODE OF CONDUCT AND ETHICS

I. STATEMENT OF PURPOSE

This Code of Conduct and Ethics (the “*Code*”) is intended to promote a responsible and ethical work environment for all officers, directors, and associates of Six Flags Entertainment Corporation. All references to the “Company,” “we,” “us,” “our” and similar terms refer to Six Flags Entertainment Corporation and its subsidiaries.

We must demonstrate the highest standard of ethical and legal conduct in dealings with our customers, suppliers, guests, vendors, competitors, governmental officials and agents, communities and each other. Adherence to this standard is vitally important not only because of the direct financial interest of the Company but also because your activities may affect the Company’s reputation and the public confidence in the integrity of the Company, both of which are essential to the Company’s continued success.

This Code is meant to provide guidance for you to recognize and manage ethical issues and to provide mechanisms for reporting unethical conduct. This Code is intended to foster a culture of integrity and accountability, but it is not meant to replace or substitute ethical and thoughtful behavior. This Code applies to all Company employees (full-time and seasonal) and members of the Board of Directors (the “*Board*”).

II. YOUR RESPONSIBILITIES

In doing your job, you are responsible for abiding by Company policies and all local and national laws in all countries in which the Company does business. You are responsible for knowing and following the laws and policies that relate to your job, including the policies in this Code and all other Company policies, including but not limited to the Six Flags Associate Policies and Procedures Handbook (“*Handbook*”) and other applicable associate, safety and risk management handbooks, manuals, policies and procedures. Violating this Code or any of these other policies may result in corrective action up to and including termination of employment, recovery of damages, and filing of criminal charges. However, most problems can be easily avoided by simply using good judgment and seeking guidance when questions arise. It is your responsibility to raise questions, make appropriate disclosures and bring potential problems to the Company’s attention.

All full-time corporate and park-level management are responsible for reviewing this Code with their associates and responding to compliance problems through:

- Leading by example;
- Encouraging associates to raise questions and concerns;

- Providing counseling;
- Initiating periodic compliance reviews with associates; and
- Taking prompt and effective action where appropriate.

III. RESOURCES AND CONTACTS/REPORTING VIOLATIONS

The Company recognizes that it is sometimes difficult to delineate precise standards of legal and ethical conduct. Whenever such questions regarding the legality or ethics of a situation arise, you should not necessarily rely upon your personal judgment, but should fully and openly discuss the matter with your immediate supervisor or the Company's Chief Legal Officer. It is important for you to report all violations or suspected violations of this Code.

You should review the Company's Whistleblower Policy regarding how to report concerns. Concerns may be submitted in writing or orally by any person. No form is required to submit a concern, but you are encouraged to provide as much information and detail as possible so that the concern can be properly reviewed and, if appropriate, investigated. ***Concerns should be reported as soon as reasonably possible after becoming aware of the concern and may be reported to:***

- Senior manager or manager
- Vice President of Corporate Compliance
- Human resources representative
- Legal Department
- For accounting, auditing and financial disclosure related Concerns: Attention: Audit and Finance Committee Chair

You may report a concern using the toll-free hotline or anonymously and confidentially using the toll-free employee Speak Up Hotline if you prefer. Employees may use the toll-free hotline (800-650-0716) or the anonymous, confidential toll-free employee Speak Up Hotline (844-238-8762). The Speak Up Hotline is operated by an outside, independent service provider. Once you call this number, you will be given a PIN designed to protect your identity and the confidentiality of your concern throughout the concern handling process. Speak Up will promptly report in writing all information provided by the person raising the concern to the Chief Legal Officer or the Chief Human Resources Officer for preliminary review as described below.

Although concerns may be reported directly to the U.S. Securities and Exchange Commission (the “SEC”) or any other relevant government agency, we believe internal reporting using one of the methods described above is essential to the success of our compliance program and therefore essential to the success of our Company. Please note that the SEC’s rules encourage internal reporting to the Company, which may be a positive factor in setting the amount of an award. Nothing in this Code restricts or limits your ability to report concerns directly to a government agency.

IV. NO RETALIATION

The Company prohibits retaliation against a person who in good faith reports a concern, a potential violation of the Code or participates in an investigation relating to such concern or violation. A person reports a Concern in “good faith” if the person believes a violation may have occurred or will occur, and that belief is objectively reasonable. Retaliation includes any adverse employment action, harassment or discrimination in employment. Retaliation violates this Code and may violate the law. Concerns about retaliation should be reported pursuant to the Company’s Whistleblower Policy.

V. CONFLICTS OF INTEREST

A. GENERAL

All business decisions should be made solely in the best interests of the Company, not for personal benefit. It is your responsibility to recognize and avoid any situation that might create a conflict of interest. A “conflict of interest” occurs when your private interests interfere or appear to interfere in any way with the interests of the Company. Any position, interest, or activity financial or otherwise, direct or indirect, which could materially conflict with or impact your performance or that, could affect your independence or judgment concerning transactions with the Company, its suppliers or its competitors is considered a conflict of interest. You may not have a financial interest in any vendor, distributor, landlord, supplier or competitor of the Company without first getting written approval from the Chief Legal Officer. See the Company’s Anti-Nepotism Policy. In addition, no employee may use personal influence to get the Company to do business with an entity in which family members or friends have an interest. Positions, interests, or activities of family members may create a conflict of interest. If you have a question about what constitutes an improper financial interest, contact the Chief Legal Officer.

B. OUTSIDE EMPLOYMENT

The Company does not intend to interfere with your right to engage in outside business or other activities that do not conflict or interfere with their obligations to the Company. The following, however, would be regarded as being inconsistent with the duties of employees and contrary to Company policy without the

prior written approval of the Chief Legal Officer or a designated member of the Legal Department, and the Chief Human Resources Officer or a designated member of the Human Resources Department:

1. Outside work for, or being a director, officer, partner, employee, or consultant of a vendor, distributor, landlord, supplier or a present or prospective competitor. You must obtain the approval of your immediate supervisor or Human Resources Department before accepting another job elsewhere and must also obtain the written approval of the Chief Legal Officer and regional vice president before working for any vendor, distributor, landlord, supplier or competitor of the Company;
2. Owning stock or having other financial interests, directly or indirectly, in any present or prospective competitor, vendor, distributor or supplier. An insubstantial (e.g., less than 1%) interest in a publicly held corporation or fund is permitted;
3. Any personal interest, financial or otherwise, in any transaction between the Company and any third party;
4. Any outside activity which involves the use of Company time, materials or equipment without the prior written approval of the Chief Legal Officer or the regional vice president; and
5. Any other outside activity which lessens the impartiality, judgment, effectiveness or productivity expected of associates.

Activities of a pro bono or community nature for which no compensation is received are permitted when approved in advance by the Legal Department or the regional vice president.

C. OUTSIDE SERVICE AS A DIRECTOR OR OFFICER

Employees and officers of the Company, other than those that are also members of the Board who must follow the processes and procedures established in the Company's Corporate Governance Guidelines, must obtain approval from the Chief Legal Officer before serving on the board of directors of another public company. You may serve as a director, trustee or officer of a non-profit organization in your individual capacity and on your own time, but must get prior approval from the Chief Legal Officer to do so as a representative of the Company.

D. POLITICAL CONTRIBUTIONS

You may not make any contribution, directly or indirectly, on behalf of the Company to any political party or candidate for public office. However, you may make personal political contributions utilizing your own funds in your individual capacity provided no reimbursement is sought from or made by the Company.

E. PERSONAL COMMUNITY ACTIVITIES

You are free to support community, charity and political organizations and causes of your choice, as long as you make it clear that your views and actions are your own and not those of the Company. We must ensure that our outside activities do not interfere with our job performance. No associate may pressure another to express a view that is contrary to personal belief, or to contribute to or support political, religious or charitable causes.

F. LOBBYING

Lobbying is strictly governed by the laws of the United States and other countries. Lobbying generally is contact with elected officials regarding legislative or regulatory issues impacting the Company. While the specific rules vary widely, the trend has been toward expanding significantly the definition of who is a lobbyist, who must register as a lobbyist, and what constitutes lobbying. In short, the Company is now required by law to disclose more lobbying-related information in far greater detail. You should contact the Chief Legal Officer or Chief Financial Officer in advance of any planned lobbying activities on behalf of the Company.

G. ACCEPTING GIFTS AND ENTERTAINMENT

You may never accept gifts or anything of value (including entertainment) from anyone, including a vendor, distributor, landlord, current or prospective supplier or competitor of the Company when doing so would likely compromise, or would appear to likely compromise, the objectivity of your business decisions. This includes, for example, trips to a vendor's facility, gift certificates and tickets to events. If someone tries to give you such a gift, and you are unsure whether you are permitted to accept it, contact the Chief Legal Officer and your immediate supervisor. Generally, reasonable business-related entertainment is permitted. You may also accept holiday gifts within reason. In addition, certain vendor-paid trainings may be appropriate, but only with the approval of the Chief Legal Officer.

H. GIVING GIFTS AND PROVIDING ENTERTAINMENT

Some business situations call for giving gifts or providing entertainment. In certain circumstances, the giving of gifts and entertainment may be seen by others as a conflict of interest or, in extreme cases, bribery.

If giving any gift or entertainment could be seen as consideration for corporate or government business or for any governmental favor, you must not give the gift or provide the entertainment. Gifts must be legal, reasonable, and approved by park or corporate management. The Company understands that gift-giving practices vary among cultures but neither the Company nor any associate may provide any gift if it is prohibited by law, in violation of Company policies or a bribe. The ability to provide gifts or entertainment to non-U.S. government officials is severely limited by both Company policies and applicable law. Many countries, states and local jurisdictions, including the United States, have laws restricting gifts and entertainment (e.g., meals, entertainment, transportation, lodging or other things of value) that may be provided to non-U.S. government officials. Employees working with non-U.S. government officials must be familiar with the Company's Global Anti-Corruption Policy. See *Section XIV, Subsection K "Anticorruption, Bribes and Improper Payments"* of this Code for further information.

You may not make any gift, payment or loan, or grant any unreasonable favor, to any customer, supplier or government official or agent on behalf of the Company for the purpose of influencing their business judgment or inducing them to compromise their duties to their employers or principals, nor may you accept from any such person or entity any such gift, payment, loan or favor. This prohibition does not extend to favors or gifts of nominal value (e.g., appointment books, calendars and pens, etc.) to or from customers or suppliers who are not government officials and which do not exceed normal standards of ethical business conduct, or to casual entertainment for business purposes. In no event, however, will concealment of the purpose or amounts involved in such activities be tolerated.

You may not borrow any money or obtain any guaranty or other accommodation, directly or indirectly, from present or prospective competitors, customers or suppliers. This prohibition does not apply to borrowing upon normal terms and conditions from banks or other recognized financial institutions with which the Company maintains business relationships.

I. CORPORATE OPPORTUNITIES

You are prohibited from personally benefiting from opportunities that are discovered through the use of the Company's property, or through your contacts, information or position with the Company. You are also prohibited from competing with the Company by accepting employment or engaging in a business (including consulting or any similar arrangement) that may conflict with the performance of your duties for the Company or the Company's business interest. You may not act on behalf of the Company in any transaction in which you or any member of your immediate family has a significant direct or indirect financial interest.

J. RELATED PARTY TRANSACTIONS

The Company recognizes that transactions between or among the directors, executive officers, and the Company present a heightened risk of an actual or perceived conflict of interest. Accordingly, as a general matter, the Company seeks to avoid such transactions. As part of the monitoring of these transactions it is important that timely notice is provided to allow for an internal review of prospective transactions, appropriate oversight and any necessary public disclosure.

We have adopted a Related Person Transactions Policy that applies to executive officers, directors and director nominees, five percent security holders or immediate family members of any of the foregoing. Such persons must report any transaction or arrangement that could be a Related Person Transaction (as defined in the Related Person Transaction Policy) in advance (or otherwise at the earliest possible opportunity) in accordance with the Related Party Transaction Policy for review and approval. The Chief Legal Officer (either alone or together with the Chairman of the Board or the Lead Independent Director, if any, and/or the Chair of the Nominating and Corporate Governance Committee) reviews reported transactions to determine whether the proposed transaction could be a Related Person Transaction and the Nominating and Corporate Governance Committee reviews, and if appropriate, approves or ratifies any Related Person Transaction. The Company discloses related person transactions in accordance with SEC rules.

VI. CONFIDENTIALITY

Confidential information includes all information that is not generally known to the public that might be of use to investors, analysts, or competitors or harmful to the Company if disclosed. All information, written or otherwise, relating to the strategy, operations, activities or business of the Company and its parks that you may have access to during the course of your work for the Company is confidential and proprietary and remains the exclusive property of the Company. You may not disclose any such information unless authorized by appropriate Company management personnel or required by law.

Some examples of confidential information include personal employee information, unannounced designs or marketing information, financial information, organizational charts and information in Company telephone directories. You can find other examples in the confidentiality acknowledgement new associates are generally required to sign.

Confidential information should be used only as necessary to do your job, and never for your own benefit. You are responsible for the safekeeping of any confidential information, whether verbal, written or electronic, and for limiting access to those who have a need to know in order to do their jobs. That means

you should avoid discussing confidential information in common areas in our buildings or in elevators, restaurants, airplanes or other public areas. In addition, you must make sure that all third parties who will receive confidential or proprietary Company information agree to abide by this policy and enter into a nondisclosure agreement first.

If you leave the Company, all confidential information and materials (manuals, documents, software, etc.) must be returned on or before your last day of with the Company. The obligation to preserve confidential information continues even after employment ends. You may not divulge or use confidential information (or documents containing confidential information) that you may have learned about or received during your employment.

VII. PROTECTION AND PROPER USE OF COMPANY PROPERTY; LOSS PREVENTION

Company property should be protected and used efficiently. All Company property should be used only for work-related purposes, and any outside activity which involves the use of Company time, materials or equipment must be approved in writing by the Legal Department or the regional vice president.

Taking or using Company property of any value for personal purposes without permission is stealing. Company property may never be used for illegal purposes. Associates will not engage in unauthorized use, copying, distribution or alteration of software or other intellectual property.

If you suspect that activities in a park, or other facility are resulting in financial losses to the Company (for example, stealing) immediately contact the regional vice president.

VIII. APPLICABLE LAWS

It is the Company's policy to observe all laws, rules and regulations applicable to the conduct of its business and you may not engage in illegal activities or permit or encourage others to perform illegal acts on behalf of the Company.

If this Code or the Company requires you to take an action or prohibits you from taking action that you believe is in violation of a law, or if you believe there is a conflict between the applicable laws of two or more jurisdictions, please contact the Chief Legal Officer. The Company acknowledges that there are differences in local laws and practices between countries. In some instances, this Code establishes policies and/or requirements that would not otherwise be required in some countries. In keeping with the Company's commitment to meet the highest standards of business conduct wherever we do business, all employees must comply with all aspects of this Code, even if it is not required by local laws. Conversely, there may be laws in certain countries which may not specifically apply outside of those countries, and therefore, not

specifically addressed in this Code. Such laws would be addressed in Company documents such as the Handbook, and other employee handbooks, policies and procedures. You are responsible for knowing and following all such laws and policies that relate to your job. Throughout this Code, references to “applicable laws” includes any law, rule or regulation applicable to the Company or its associates or directors.

IX. BOOKS AND RECORDS

The Company’s books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect its transactions and must conform both to applicable legal requirements and to the Company’s system of internal controls. All business data, records and reports must be prepared truthfully and accurately.

Keep in mind that data, information, records and other communications may become subject to public disclosure through government investigations, litigation or the media. Associates must observe professional standards and use common sense regarding content and language when creating business records and other documents. Derogatory remarks or inappropriate characterizations of people and other companies should be avoided in the Company’s business records and communications. This applies equally to e-mail, voicemail, internal memos, and formal reports.

The Company is committed to full, fair, accurate, timely and understandable disclosure in its financial reporting and other public filings and communications. You play a critical role in fulfilling this commitment, especially if you have responsibility for preparing such reports, filings or public communications, (including drafting, reviewing and signing or certifying the information contained therein). You must comply with Company policies, procedures and controls. Accounting and financial reporting must accurately reflect actual transactions and must follow the Company’s accounting and internal control policies as well as all applicable generally accepted accounting principles and laws. You may not engage in fraudulent or misleading financial reporting of the Company’s business activities, or divulge non-public or other confidential information pertaining to the Company to unauthorized outsiders.

You should inform the Chair of the Audit and Finance Committee of the Board of Directors, the Vice President of Corporate Compliance or contact the toll-free hotline (800-650-0716) or the anonymous, confidential toll-free employee Speak Up Hotline (844-238-8762) if you learn that information in any filing or public communication was untrue or misleading at the time it was made.

You are prohibited from destroying or altering any records that are potentially relevant to a violation of law, legal claim or any litigation, or to any pending, threatened or foreseeable internal or external investigation or audit, or government investigation or proceeding, or that you have been directed to retain.

Records must be identified, classified, retained and disposed of in accordance with the Company's Records Retention Schedule and Records Disposal Procedures. You can obtain a copy of the Records Retention Policy from the Legal Department.

X. NO IMPROPER INFLUENCE ON AUDITS

You are expected to cooperate fully with our Finance Department and external auditors. You must not directly or indirectly take any action to coerce, manipulate, mislead or fraudulently influence any public accountant engaged in the performance of an audit or review of Company financial statements.

XI. INSIDER TRADING POLICY

Insider trading occurs when a person who is aware of material non-public information about a company buys or sells that company's securities or provides material non-public information to another person who may trade on the basis of that information. Insider trading is illegal and prohibited. You may not buy, sell, trade or otherwise participate in transactions involving the Company's securities while in possession of material information concerning the Company that has not been released to the general public, but when released may have an impact on the market price of the Company's securities. Information may be material even if it relates to future, speculative or contingent events.

There is no bright-line standard for assessing materiality; rather, materiality is based on an assessment of all of the facts and circumstances, and you should carefully consider how a transaction may be construed by enforcement authorities who will have the benefit of hindsight. Information is material if (i) there is a substantial likelihood that a reasonable investor would consider the information important in determining whether to buy, sell, or hold a security; or (ii) the information (whether positive or negative), if made public, likely would affect the market price of a company's securities.

It is not possible to identify all the information that could be viewed as material, but some examples include non-public information about: (a) the Company's financial operating performance, including earnings; (b) significant acquisitions, divestitures or other business transactions; (c) announcements about major new rides, attractions, products or services; (d) major new contracts or terminations; (e) changes in senior management or Board members; (f) projections of future earnings or losses; (g) extraordinary management or business developments; (h) stock splits and stock repurchase programs; (i) significant cybersecurity incidents; and (j) other significant activities affecting the Company.

As a general rule, if the information makes you think of buying or selling stock, it is probably material. It is also unethical and illegal to buy, sell, trade or otherwise participate in transactions involving the securities

of any other corporation while in possession of similar non-public material information concerning that corporation.

If you are aware of material non-public information about the Company, you may not engage in any transaction in Company securities, except as otherwise specified in the Company's Insider Trading Policy.

You can obtain a copy of the Insider Trading Policy by contacting the Legal Department.

XII. REGULATION FD POLICY

The Company is committed to not selectively disclosing (whether in one-on-one or small discussions, meetings, presentations, proposals or otherwise) any material nonpublic information with respect to the Company, its securities, business operations, plans, financial condition, results of operations or any development plan. You must be particularly vigilant when making presentations or proposals to ensure that our presentations do not contain material nonpublic information.

The Company engages in communications with investors, securities analysts, and the financial press. It is against the law—specifically Regulation FD—as well as this Code, for any person acting on behalf of the Company to selectively disclose material non-public information to certain individuals where it is reasonably foreseeable that the recipient may be likely to trade on the basis of such information, unless the information has first or simultaneously been disclosed to the public. The Company maintains a Regulation FD Policy to comply with Regulation FD.

You can obtain a copy of the Regulation FD Policy by contacting the Legal Department.

XIII. MEDIA INQUIRIES

Rumors and media reports concerning the business and affairs of the Company may circulate from time to time. It is the Company's general policy not to comment upon such rumors and/or to publish corrections about inaccurate or incomplete media statements. You should not comment upon or respond to such rumors and/or media reports. Requests for comments or responses should be referred to an Authorized Spokesperson, as defined in the Company's Regulation FD Policy.

Unless you are specifically authorized to do so by senior management of the Company, you must not speak to reporters or other members of the media on behalf of the Company or with respect to Company business or affairs. Individuals who talk directly to media personnel without going through the proper channels risk providing incorrect information or revealing proprietary strategies. Please direct members of the media with inquiries to the Director, Communications or your park's public relations representative.

Use of personal social media channels by directors, officers, associates, agents or other persons to communicate material non-public information about the Company is prohibited. Until the Company determines, and the SEC recognizes, that its website and specified social media channels (if any), as updated from time to time, are recognized channels of distribution, the Company will disclose material non-public information on the Company's website or through the social media channels (if any) only if it has previously or simultaneously disclosed the information in accordance with the Company's Regulation FD Policy.

XIV. LEGAL COMPLIANCE

You are required to comply with all applicable laws where we do business. Any instance of non-compliance with applicable law(s) may subject the associate to corrective action up to and including termination of employment, recovery of damages, and filing of criminal charges.

A. NO DISCRIMINATION OR HARASSMENT

All employment decisions are to be made without regard to race, color, age, gender, sexual orientation, religion, marital status, pregnancy, national origin/ancestry, citizenship, physical/mental disability, military status or any other basis prohibited by law. This policy applies to our directors, associates, applicants, guests and business partners (including independent contractors, vendors and suppliers). The Company holds all applicants, guests and business partners (including independent contractors, vendors and suppliers) to the same standard and failure of any to comply with the policy can result in the termination of the relationship between such person or entity and the Company. The Company's Harassment & Discrimination Policy is provided in the Handbook.

B. ACCOMMODATIONS FOR DISABILITIES

It is the Company's policy to regard all people, with or without disabilities, as individuals – to look at each person's skills and abilities. The Company will provide a reasonable accommodation to any qualified associate who has a physical and/or mental disability. If you believe you need an accommodation, contact your supervisor or your Human Resources representative.

C. HEALTH AND SAFETY

All Company activities must fully comply with applicable laws and policies relating to health and safety. The safety of our associates and guests remains the Company's highest priority. You are responsible for knowing the laws and policies that relate to your job. For more information regarding health and safety issues, see the Handbook and the Company's safety policies and procedures.

D. WORKPLACE VIOLENCE

Violence or threats of violence in the workplace, or outside the workplace if it could affect someone's ability to work, are strictly prohibited. Details of this policy are set forth in the Handbook. Acts or threats of violence include conduct that is sufficiently severe, offensive, or intimidating to alter the employment conditions at the Company to create a hostile, abusive, or intimidating work environment for one or several Company associates.

E. LABOR LAWS AND RECORDKEEPING

The Handbook contains policies regarding issues of employment law, including, without limitation, equal employment opportunity, associate benefits, associate records, family and medical leave and employment of minors.

F. DIVERSITY, EQUITY AND INCLUSION

The Company is committed to creating an inclusive environment that embraces the diversity of our associates and guests, regardless of ethnicity, gender, age, disability, cultural background, sexual orientation, or religious beliefs.

G. ALCOHOL AND DRUGS

The Company's Drug and Alcohol Abuse policy is provided in the Handbook.

H. COMPLAINTS TO GOVERNMENT AGENCIES

Occasionally, an applicant, guest, or current or former associate may file, or threaten to file, a complaint against the Company with the government. If you are notified about such a complaint, immediately contact the Chief Legal Officer. Neither your immediate supervisor nor the Company are permitted to take any action against you for either making or reporting such a complaint.

I. GOVERNMENT PROCEEDINGS AND REQUESTS FOR INFORMATION

It is Company policy to cooperate with appropriate government requests or investigations. If you are asked to provide information (either written or verbal) for a government investigation or if a government representative appears at your workplace, contact the Chief Legal Officer before providing any information. All information provided should be truthful and accurate and must not obstruct, influence or impede the request for information. You must not alter, falsify, mutilate, cover up or destroy any documents or records related to a government request or investigation or legal proceeding.

J. INTERNATIONAL TRADE REGULATIONS

Associates involved with importing or exporting goods among various countries must be knowledgeable about and comply with relevant legal requirements. Associates who have questions about such requirements or other international trade issues are responsible for consulting with the Legal Department to prevent committing any potentially unlawful acts.

K. ANTICORRUPTION, BRIBES AND IMPROPER PAYMENTS

Virtually all countries prohibit bribery of public officials. The Company is subject to the anti-bribery laws of the countries in which we operate as well as to the United States Foreign Corrupt Practices Act of 1977 (“*FCPA*”). The *FCPA* has extraterritorial effect beyond the United States and prohibits the bribery of foreign (non-U.S.) officials. The Company has developed policies, procedures and internal controls for complying with anti-bribery and corruption laws, and prohibits any improper payment, promise of payment or offer of employment, or the improper provision of anything of value to non-U.S. government officials for the purpose of obtaining or retaining business or influencing official action. Anything of value includes any advantage, financial or otherwise, and extends beyond cash to include gifts, entertainment, services, amenities, offers of employment, etc. There is no minimum amount or threshold of value that must be exceeded before a payment or gift may be considered illegal. Associates working with non-U.S. government officials must be familiar with the Company’s Global Anti-Corruption Policy. Under no circumstances may any associate offer, promise or grant anything of value to a non-U.S. government official, or to any person, or members of their family, or to a third party or charitable organization suggested by the recipient, for the purpose of influencing the recipient to take or refrain from taking any official action, or to induce the recipient to conduct business with the Company. Payments made indirectly through an attorney, consultant, broker, contractor, or other third party are subject to the same restrictions and it is the associate’s obligation to understand what such a party is doing on your or the Company’s behalf.

L. SANCTIONS AND EMBARGOES

The Company has developed policies, procedures and internal controls for complying with United States economic sanctions and embargoes that restrict U.S. persons, corporations and, in some cases, foreign subsidiaries from doing business with certain countries, groups, entities and individuals, including organizations associated with terrorist activity, narcotics trafficking and nuclear weapons proliferation. Unless expressly permitted by the U.S. Treasury Department’s Office of Foreign Assets Control (OFAC) or another federal agency, economic sanctions prohibit doing business of any kind with sanctions targets or persons owned or controlled by them, as well as with individuals and entities that act on their behalf. Sanctions prohibitions also may restrict investment in a targeted country, as well as trading in goods,

technology and services (including financial services) with a targeted country. U.S. persons may not approve or facilitate transactions by a third party that the U.S. person could not do directly. You are responsible for understanding and abiding by the Company's Sanctions Compliance Policy.

M. ANTIBOYCOTT POLICY

By law, Company employees and agents may not support or cooperate with an unsanctioned boycott of another country that is "friendly" to the United States. The Company must report to the U.S. government any information (about which it has knowledge) or any request to support a boycott. A company could make such a request in a bid invitation, purchase contract, letter of credit or verbally. If you learn of a boycott of another country that is "friendly" to the United States, contact the Chief Legal Officer.

N. ANTITRUST LAWS

Company associates are required to comply with the antitrust and competition laws of the countries where we do business. In general, associates should avoid agreements, understandings or plans with competitors that limit or restrict competition, including price fixing. If you have a question about this policy, contact the Chief Legal Officer.

O. INTELLECTUAL PROPERTY RIGHTS

As we expect others to recognize the legal rights we have in our brands and designs, we respect the legal rights others have in their brands, designs, software, articles and other legally protected materials. You should never make unauthorized copies of material from copyrighted books, magazines, newspapers, videotapes or computer programs.

P. FAIR DEALING

Each Associate should deal fairly with the Company's customers, suppliers, competitors, guests and associates. You should not take unfair advantage of anyone through manipulation, concealment, abuse of confidential information, falsification, misrepresentation of material facts or any other intentional unfair dealing practice.

Q. THE ENVIRONMENT

The Company is committed to minimizing any negative impact of our business activities on the environment. We seek to fully comply with all applicable environmental laws and regulations and also encourage environmental responsibility with our vendors and suppliers (Please refer to the Supplier Code

of Conduct for further details). If you have a question or need help with an environmental concern, contact the Chief Legal Officer.

XV. VIOLATIONS

Violating this Code or any of these other policies may result in corrective action up to and including termination of employment, recovery of damages and filing of criminal charges.

XVI. ADMINISTRATION OF THE CODE

The Audit and Finance Committee of the Board of Directors is charged with monitoring compliance of the Company's Code. All managers and direct supervisors are responsible for reviewing and enforcing the Code with their subordinates. The Company will issue a copy of the Code to all new full-time and seasonal associates upon hire and to all full-time associates upon amendment to the Code. Associates will be required to sign a receipt form indicating that they have received and read the Code. The Code is also available on the Company's website at: investors.sixflags.com .

The Nominating and Corporate Governance Committee shall review the Code and propose modifications to the Board as appropriate.

XVII. WAIVERS OF THE CODE

You are expected to follow the Code at all times. In the event that a situation arises in which a waiver of the Code is warranted the granting of a waiver will be determined on a case- by-case basis by the Chief Executive Officer for associates generally. Waivers for officers or directors may only be granted by the Board. Any waiver for an executive officer or director will be promptly disclosed as required by applicable law or stock exchange regulations.

Thank you,

Richard Zimmerman, Chief Executive Officer

ANNUAL CONFIRMATION TO BE SUBMITTED
IN CONNECTION WITH THE
CODE OF CONDUCT AND ETHICS

I have reviewed and understand the Code of Conduct and Ethics.

To the best of my knowledge and belief, neither I nor any member of my immediate family has any financial interest or connection with any present or prospective competitor or supplier, or has within the past year engaged in or become aware of any activity which might be in violation of the Company's Code of Conduct and Ethics.

The foregoing is true: (select one)

- a) Without exception a) _____
- b) Except as reported in full detail below: b) _____

Signature: _____

Print Name: _____

Park or Corporate Department Number:

Date: _____