

# DELPHI TECHNOLOGIES

## SUPPLIER CODE OF CONDUCT

Thank you for joining Delphi Technologies in its commitment to integrity in business. By agreeing to this Supplier Code of Conduct, you agree to the following:

### **1. Other Agreements with Delphi Technologies.**

This Supplier Code of Conduct supplements Delphi Technologies' Terms and Conditions of Purchase and other agreements you may have with Delphi Technologies, but is not meant to supersede them. In the event of conflict between the terms of this Code and your other agreements with Delphi Technologies, such other agreements prevail.

### **2. Applicable Laws, Regulations, and Policies.**

In general, we expect you as our supplier to comply with all the laws, regulations, and Delphi Technologies policies that apply to you in your line of business, wherever you do business

### **3. Labor Practices.**

When hiring, you agree to recruit, select, and develop employees based on merit, without regard to race, color, religion, gender, age, national origin, sexual orientation, gender identity, marital status, veteran status, disability or any other characteristic protected by law. You will respect local laws on minimum wages, work hours, and working conditions, and you will provide your work force with reasonable periods of rest and leave for illnesses and emergencies. Further, neither you nor your suppliers will use or tolerate forced or involuntary labor, including slavery and human trafficking, or any type of child labor that falls to comply with the International Labour Organization's Conventions 182 (prohibiting the worst forms of child labor) and 138 (setting minimum working age standards).

### **4. Support a Safe and Healthy Workplace.**

The health and safety of our employees is the highest priority at Delphi Technologies, and that priority extends to the employees of our suppliers. Thus, you agree to follow all applicable health and safety laws, regulations, and policies at all of your locations. You agree to have zero tolerance for violence or weapons in the workplace, and to prohibit any worker from working under the influence of alcohol, drugs or medication that may diminish an employee's ability to perform his/her job safely. There should be no harsh or inhumane treatment of employees of any kind, including but not limited to corporal punishment, mental or physical coercion, verbal abuse, sexual abuse, or the threat thereof.

### **5. Avoid Conflicts of Interest.**

You will not, without proper disclosure and authorization from Delphi Technologies, allow Delphi Technologies employees to accept personal services, payments or loans from you, or knowingly allow a Delphi Technologies employee's close family member to work for you in a capacity that may affect the Delphi Technologies employee's decisions at Delphi Technologies. In addition, you agree not to provide confidential information regarding your

company to Delphi Technologies employees, unless with proper prior approvals by both your company and Delphi Technologies.

**6. Avoid Improper Gifts and Gratuities.**

All Delphi Technologies employees must abide by a Gift and Gratuity Policy. If you ever provide gifts or gratuities to Delphi Technologies employees, they must never be in cash, must not have a value that exceeds US\$50 (or such other amount as updated from time to time or that is approved by Delphi Technologies at the location where you do business with Delphi Technologies), and must be infrequent. Business-related entertainment or social contact may be appropriate only if it is infrequent and not lavish. Finally, employees in Delphi Technologies Global Supply Management organization may be subject to stricter standards and you agree that you will ask about such standards prior to making any gifts or providing entertainment to members of that organization.

**7. Compete Fairly.**

We all benefit from fair, free and open markets, and we work to outperform our competition fairly and honestly. As our supplier, you agree to compete strictly on the merits of your products and services and make no attempts to restrain or limit trade in violation of applicable antitrust or competition laws.

**8. Comply with Trade Restrictions & Controls.**

You agree to comply with the applicable legal licensing requirements and restrictions on exports and trade dealings, including bans on exports to a prohibited country, bans on imports from, or dealings in property originating in, a sanctioned country, travel to or from a sanctioned country, investments in a sanctioned country, or financial transactions and dealings involving a sanctioned country or designated individuals and entities. In addition, you agree to comply with regulations that may apply to your business regarding the exploitation and trade of conflict minerals originating in the Democratic Republic of the Congo and adjoining countries.

**9. Respect and Protect the Environment.**

You agree to join Delphi Technologies in our dedication to the protection of human health, natural resources and the global environment, not only by complying with the law, but also by integrating sound environmental practices into your business decisions. Your systems should tend to restore and preserve the environment, reduce waste and pollutants, conserve resources, and recycle materials at every stage of the product life cycle. You agree to support the elimination of materials and methods that pose environmental and health risks (or hazards) and work to minimize the impact of your operations and that of your suppliers on the environment. Also, your management systems should continually assess and seek to reduce the adverse impact of your facilities and products on the environment and on the communities in which your company operates.

**10. Anti-Bribery.**

You agree to comply with the U.S. Foreign Corrupt Practices Act, the UK Bribery Act, and other applicable anti-corruption laws wherever you do business. Neither you nor any of your suppliers, subcontractors or agents will directly or indirectly provide or offer to provide, anything of value to or for the benefit of, any government official to obtain or retain any contract, business opportunity or other benefit, or to influence any act or decision of that person in his/her official capacity. You

agree to have reasonable procedures to inform and train your employees so as to promote compliance with these laws.

## 11. Reporting Commitment.

To ensure that we continuously apply our Code of Ethical Business Conduct and maintain the highest ethical standards, we encourage our employees and you, our supplier, to report any activity that you become aware of that suggests a violation of the law, our Code of Ethical Business Conduct, or that is inconsistent with ethical business practices. You may report concerns or violations to any of the following, as appropriate:

- The Delphi Technologies Buyer that is your primary contact
- The Delphi Technologies Legal Staff for the region in which you are located
- The Delphi Technologies DRIVE Line at <https://driveline.delphi.com>. The **Delphi Technologies DRIVE Line** is a channel to notify the Company, on an anonymous basis if requested, and subject to local law, about concerns regarding ethics and compliance at Delphi Technologies. It is operated by an independent company.

***Please Note, We Do Not Retaliate.*** A supplier that in good faith raises a concern or reports misconduct is doing the right thing. We will not tolerate retaliation against that supplier.

## 12. Management Processes.

You agree that you will have management processes that:

- (a) Audit your compliance, and make management accountable for complying, with this Supplier Code of Conduct, your agreements with Delphi Technologies, and with laws and regulations that apply to your activities.
- (b) Require risk assessments and risk management of environmental, health and safety, and labor practice risks related to your activities.
- (c) Ensure the integrity of your financial reports and information in accordance with applicable generally accepted standards.
- (d) Provide for communication channels that allow your employees to report concerns or unethical practices within your organization.
- (e) Design and oversee policies for the ethical conduct of business within your organization, including without limitation for gifts and gratuities, conflicts of interest, policies against commercial bribery or bribery of government officials, respect of intellectual property, and others.
- (f) Design and oversee policies and practices for promoting ethical business practices among your supply chain.
- (g) Promote the well-being of the communities in which you do business.

# Delphi Technologies

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Please print this page and complete the following information. Email a pdf file of only this page to [USMITRY.Delphi.PT.GSM@delphi.com](mailto:USMITRY.Delphi.PT.GSM@delphi.com).

By signing below, you agree that you have read the Supplier Code of Conduct and agree to abide by its terms.

Supplier Parent Company Name: (print) \_\_\_\_\_

Supplier Parent Company Ultimate DUNS number : \_\_\_\_\_

Company Representative Signature: \_\_\_\_\_

Company Representative Name: (print) \_\_\_\_\_

Date: (print) \_\_\_\_\_