

• APTIV •

Code of Conduct

THE RIGHT THING, THE RIGHT WAY



Welcome

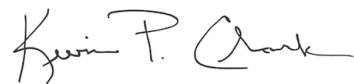
A Message From Our Chairman and Chief Executive Officer

As innovators, we share a commitment to creating a safer, greener and more connected future. Together, we are changing the world. That is core to who we are and what we do.

But the **way** we do it – with a laser focus on our values – that will never change. Our values are our bedrock. And they are the framework on which our Code of Conduct (“Code”) is built.

Our Code shows us how to put our values into action in our day-to-day activities. It offers guidance on how to work with integrity. It helps us ensure that every decision we make aligns with our values as well as the laws and regulations that apply to our company. It is a resource that keeps us on track and innovating the way we have always done it: fairly, honestly and ethically.

I encourage you to read and refer to our Code often and turn to it for help anytime you are facing a difficult situation. Always remember: The way we do our work and achieve our results matters. Thank you for your commitment to Aptiv, our Code and our shared vision. Working together, focusing on doing **The Right Thing, The Right Way**, there is no limit to where we can go.



Kevin P. Clark

Chairman and Chief Executive Officer



We Always Do **The Right Thing, The Right Way**

Thoughts From Our Chief Legal Officer and Chief Compliance Officer



Aptiv is committed to providing our employees with the tools and training needed to always do **The Right Thing, The Right Way** – even when faced with uncertainty.

Our culture is built on a system of values and beliefs that unite our workforce. At the foundation of that culture is Aptiv's Code of Conduct, which helps ensure that we comply with all applicable legal requirements and serves as a guide to navigating our complex, ever-changing business environment. Further, you should also review the policies referenced in our Code, as well as other policies and standards, which provide additional detailed guidance on how to ensure that you are acting ethically and consistently with our values.

Thank you for taking the time to learn more about the Code of Conduct, for the contributions you make every day and for your continued commitment to always do **The Right Thing, The Right Way**. When you're not sure what the right choice is or if you have any questions, reach out and ask for help. The Global Legal and Compliance Team is here to help you and keep you and our company moving in the right direction.



Kate Ramundo

*Executive Vice President, Chief Legal Officer,
Chief Compliance Officer and Secretary*

Our Values



PLAY TO WIN

- Have the courage to be the leader
- Deliver beyond expectations
- Celebrate wins, learn from losses



ONE TEAM

- All of us are better than one of us
- Make others better
- Seek only the best
- Put team before self
- Value diversity



THINK AND ACT LIKE OWNERS

- Care intensely about Aptiv's success
- Deliver results, not activities
- Make no excuses
- Obligation to speak up



ACT WITH URGENCY

- Learn and fail fast
- Act decisively
- Address issues before they become problems
- Reduce complexity, drive simplicity



PASSION FOR RESULTS

- Dream big and make it happen
- Be our customers' partner of choice
- Prioritize for highest impact
- Deliver top-quartile shareholder returns



OPERATE WITH RESPECT

- Listen well before we act
- Have empathy
- Can always be relied upon
- Inspire others by actions
- Be candid and direct

Our Values are the building blocks of our Code. They guide our decisions, our actions and our commitment to doing **The Right Thing, The Right Way**, every day.



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A Shared Commitment

Trust is foundational to our success. We each have a critical role to play in preserving the reputation we have earned as a company that operates legally and ethically.

WHO MUST FOLLOW OUR CODE?

All people working on behalf of Aptiv companies, subsidiaries and controlled affiliates are required to follow our Code, including executives, officers, members of our Board of Directors and those who are contracted to do business with Aptiv, such as temporary employees and consultants.

We also expect our suppliers to meet the obligations outlined in their contracts, to honor the principles outlined in our Code and to comply with both the law and our [Supplier Code of Conduct](#).

VIOLATIONS AFFECT EVERYONE.

Violations of our Code, our policies or applicable laws can result in disciplinary action, up to and including termination of employment. In some cases, there can even be civil or criminal consequences for those involved and for Aptiv.



OUR CODE WILL HELP YOU:

- Become familiar with the laws, regulations and policies that apply to your work.
- Understand what Aptiv expects of you.
- Find help when you are facing a challenging workplace situation.
- Access policies and resources for more details.



Our Responsibilities

We hold ourselves to high standards. Regardless of role or job location, every employee has a responsibility to:

- Live Aptiv’s values
- Know and follow our Code, our policies and the law
- Complete all required training and ask questions about anything that is unclear
- Speak up about anything suspected to be unethical or illegal
- Fully cooperate with any investigations into misconduct
- When you’re not sure what the right choice is or if you have any questions, reach out to the Global Legal and Compliance Team and ask for help.



WE ARE A GLOBAL ORGANIZATION

Aptiv is committed to following the laws and regulations of all the countries and regions in which we operate. If any provision of our Code conflicts with a local law or requirement, seek guidance from your supervisor or a member of the Global Legal and Compliance Team.



SUPERVISORS HAVE SPECIAL RESPONSIBILITIES:

- Lead by example and demonstrate – in both words and actions – a commitment to our values and our Code.
- Be open and available, creating the kind of work environment where employees feel comfortable coming forward with questions.
- Enforce our Code and our policies and seek help from our Global Legal and Compliance Team regarding any provisions that are unclear.
- Listen and take prompt action to address employee concerns and, when necessary, escalate reports of misconduct through appropriate channels.
- Never retaliate – or allow retaliation by others – against anyone who raises a concern or participates in an investigation into misconduct.

MAKING THE RIGHT DECISION IS ALWAYS IMPORTANT, BUT IT IS NOT ALWAYS EASY.

There may be times when you are unsure of the right course of action. When faced with those kinds of situations, it can help to consider a series of questions.

ASK YOURSELF

Is it legal?



Is it in line with our values, our Code and our policies?



Is it good for Aptiv, our customers and other stakeholders we serve?



Would I feel comfortable if my decision or my actions were made public?



Would I feel comfortable if senior management and others at Aptiv knew about it?



If the answer to all of these questions is “yes,” the decision to move forward is probably safe.

But if the answer to any question is “no” or “maybe,” stop and ask for help before proceeding.

When in doubt, ask for help before proceeding.

Speak Up and Anti-Retaliation

Acting with Urgency means we address issues before they become problems. Speak up anytime you see or suspect a violation of our Code, our policies or the law.



SPOTLIGHT ON RAISING CONCERNS

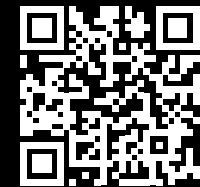
The best place to start is usually with your immediate supervisor – they are often in the best position to understand and address the issue you are facing. What if you are not comfortable speaking with your supervisor, or you have spoken with them and no action has been taken? You may contact:

- Another supervisor or manager
- A member of the Human Resources Team
- A member of the Global Legal and Compliance Team
- The [Aptiv Drive Line](#) – Our Ethics Helpline

WHEN YOU CONTACT THE DRIVE LINE:

- You will be given an opportunity to report anonymously, unless prohibited by law.
- You may report online or speak to an interview specialist in your own language – translators are available.
- Information provided through the Drive Line will be documented in detail through the use of a web form (if you report online) or by a third-party interview specialist (if you report via phone) and forwarded to the Global Legal and Compliance Team.
- The information you provide will be kept confidential to the greatest extent possible.

Aptiv Drive Line - Our Ethics Helpline



Speak up and do **The Right Thing, The Right Way.**

Call the Aptiv Drive Line to report any unethical behavior, including fraud, theft, corruption, inaccurate financial reporting, workplace harassment, etc.

driveline.apativ.com

- Easy to use & available 24/7
- Reports received by impartial third party
- Anonymous reporting option
- Reports handled confidentially
- Reporters protected against retaliation

THE RIGHT THING **THE RIGHT WAY**

Speak Up and Anti-Retaliation

WHAT HAPPENS AFTER YOU MAKE A REPORT?

- Your report will be assigned a tracking number, and you will be able to check back on its status or provide more information, if you wish.
- Your report will be reviewed by the Global Legal and Compliance Team, which is responsible for overseeing the assignment of Drive Line reports to the appropriate personnel to conduct a thorough and impartial investigation.
- If further investigation is warranted, the matter will be handled promptly by trained investigators or subject matter experts, and corrective action will be taken, as appropriate.
- Regardless of which reporting option you choose, Aptiv will investigate your report thoroughly, disclosing information only to those who need to know in order to resolve the issue.
- Aptiv takes all reports very seriously.

RETALIATION IS NOT TOLERATED AT APTIV.

We prohibit retaliation against anyone who makes a complaint or raises a concern. Reports regarding potential misconduct must be made in good faith.

Reporting “in good faith” means making a genuine attempt to provide honest, complete and accurate information, even if it later proves to be unsubstantiated or mistaken.



WANT TO KNOW MORE?

[Speak Up and Anti-Retaliation Policy](#)



SPOTLIGHT ON RETALIATION

Ask yourself:

Is that retaliation?

Retaliation can take many forms, including:

- Firing, laying off or transferring an individual to another department
- Passing over an individual for a promotion
- Being excluded from meetings or important projects
- Receiving an unfair performance review
- Creating a hostile work environment



Anti-Harassment

We believe every employee has the right to be treated with dignity and respect.

AT APTIV

- Operating with respect is one of our core values.
- We promote a culture where people can flourish.
- We prohibit harassment of any kind.

YOU'RE IN THE DRIVER'S SEAT

- Maintain a positive, safe, harassment-free workplace.
- Always act professionally, respectfully and in a way that is consistent with our values and policies.
- Speak up if you see, suspect or experience harassment or other inappropriate behavior.
- If you are a manager or supervisor, take immediate action if you witness – or are informed about – alleged harassment.



CASE STUDY

My supervisor has asked me out several times, and I have always refused. This time, my supervisor said that if I agreed to go on a date, my name would move to the front of the line for a promotion. Is that considered sexual harassment?

Yes. When employment decisions, such as promotions, are based on an employee's willingness to have a romantic relationship or grant sexual favors, this is considered sexual harassment and should be reported immediately.



WANT TO KNOW MORE?

[Anti-Harassment Policy](#)



SPOTLIGHT ON HARASSMENT

Ask yourself:

Is that harassment?

Harassment includes any inappropriate conduct that creates a disrespectful, intimidating, hostile or offensive environment.

Who is harassing, and who is being harassed?

Harassment does not always involve a supervisor and subordinate relationship. Anyone could be a victim, regardless of job category or title.

Where is it happening?

Harassment is prohibited not only at work, but also at work-related events, business meetings and business trips.

Equal Employment Opportunity and Anti-Discrimination

We promote the kind of workplace that allows everyone to be at their best.

AT APTIV

- We value our diverse, dedicated global workforce.
- We promote equal employment opportunity.
- We prohibit discrimination against employees or job applicants based on any status protected by law.

YOU'RE IN THE DRIVER'S SEAT

- Create and maintain a respectful and inclusive workplace.
- Celebrate and respect individual differences and unique abilities – they make Aptiv stronger and our impact greater.
- If you make employment decisions on behalf of Aptiv, evaluate employees and applicants based on merit and other appropriate factors.
- If you see or suspect discrimination – or any situation that is not in the spirit of diversity and inclusion – speak up.



CASE STUDY

I am interviewing for a new employee to join our department, someone who will fit in with our fast-paced environment and our energetic team, which currently consists of mostly younger people in their twenties and thirties. Would it be okay to post the job and screen candidates based on their age?

No, you must interview all candidates whose qualifications meet the requirements of the job. Hiring, or not hiring, based on someone's age would violate our policies and, in most jurisdictions, the law. In addition, failing to consider suitably qualified candidates from a broad range of backgrounds, experiences and cultures could also mean missing an opportunity to diversify and strengthen your team. Questions? Talk to your Human Resources contact or a member of the Global Legal and Compliance Team.



SPOTLIGHT ON DISCRIMINATION

Ask yourself:

Do I know which statuses are protected by law?

Statuses protected by law include:

- Race
- Ethnicity
- Color
- Gender
- Sexual orientation
- Religion
- Age
- National origin
- Genetic information
- Disability
- Union activities
- Political beliefs
- Marital status
- Pregnancy status
- Veteran status or disabled veteran status
- Any other status protected by law in the locations where we operate



WANT TO KNOW MORE?

[Equal Employment Opportunity and Anti-Discrimination Policy](#)

Workplace Safety

We maintain a workplace that is safe, secure, productive and professional.

AT APTIV

- We prohibit – while on Aptiv property, conducting Aptiv business or operating company vehicles or equipment:
 - Illegal drugs
 - Being impaired by drugs or alcohol
 - Workplace violence
 - The possession of weapons or dangerous devices, except where permitted by law

YOU'RE IN THE DRIVER'S SEAT

- Do not engage in any activity that creates a work environment that is intimidating, threatening, violent or abusive.
- Follow all rules regarding alcohol and drug use.
- Inform your supervisor of any prescription drugs or medical conditions that may impact your ability to perform your job safely and adequately.
- Speak up if you believe that you or a coworker may have a substance abuse problem that is impacting work or safety.



CASE STUDY

One of my coworkers, who drives a forklift at the plant, now suddenly seems disengaged and distracted. She has made a number of mistakes recently and nearly caused an accident, which is so unusual for her. I am not sure what has caused this sudden change in behavior, but I really do not want to interfere or get involved. Should I keep this to myself?

No. Your coworker's changed behavior is clearly affecting her work and may be affecting the safety or work of others at Aptiv. Even though these changes may be temporary, you should let your supervisor or other Aptiv resource know about the change so they can follow up or offer support through our Employee Assistance Program (EAP), if warranted. This is especially true where there was nearly an accident.



WANT TO KNOW MORE?

[Appropriate Workplace Conduct Policy](#)



SPOTLIGHT ON WORKPLACE SAFETY

Ask yourself:

What should you do if you become aware of threatening conduct, witness violent behavior or believe that an individual is carrying a weapon in an Aptiv facility?

You must report these acts immediately to your supervisor or a member of the Human Resources Team.

If you feel that something is an immediate and urgent concern, you should contact Corporate Security and/or local law enforcement.



Data Privacy

We are committed to protecting the privacy and security of personal data.

AT APTIV

- We collect, store, use, share, transfer and dispose of personal data in accordance with all applicable data privacy and data protection laws and regulations.
- We ensure that the personal data we collect and process is adequate, relevant and limited to the minimum amount required to fulfill legitimate business purposes.

YOU'RE IN THE DRIVER'S SEAT

- Know the kind of data considered to be personal data.
- Use it only as prescribed by our policies and the law.
- Do not disclose it to anyone, inside or outside of Aptiv, unless they are authorized to see it and have a legitimate business need for it.



CASE STUDY

Someone inadvertently sent me an email with a list of employee names and salary information. I do not want to get anyone in trouble, but I know this is personal data that was not meant for me. What should I do?

You should not read it or share it with anyone else. Let the sender know that the email was not sent to the intended recipient and delete it. Contact a member of the Human Resources Team, the Global Legal and Compliance Team or the Security Incident Response Team to report this incident so they can take further remediation action, if necessary.



SPOTLIGHT ON PRIVACY

Ask yourself:

Is that personal data?

Personal data is any information that can identify someone directly or indirectly, including:

- Names and email information
- Employment and job-related data
- Compensation and benefits
- Family data
- Individual financial information
- Information regarding an individual's phone or mobile device
- Travel-related records
- Biometrics
- Immigration or passport information
- Health data
- Ethnicity



WANT TO KNOW MORE?

[Employee Privacy Notice](#)

[Aptiv.com Privacy Notice](#)

Anti-Corruption, Gifts and Entertainment

We comply with anti-corruption laws and seek pre-approval before giving or receiving certain gifts.

AT APTIV

- We prohibit bribery, kickbacks or improper benefits in connection with our business or any of our business transactions.
- We require that all expenses and associated documentation be properly recorded and aligned with our policies and the law.

YOU'RE IN THE DRIVER'S SEAT

- Never authorize, ask for, offer, give or accept money or anything of value, directly or indirectly, to improperly influence an act or decision.
- Never direct or allow third parties who work on our behalf to do something we are not permitted to do ourselves.
- Facilitation payments to a government official made in order to expedite or secure performance of non-discretionary, routine governmental actions are not permitted at Aptiv, regardless of the amount.
- Be careful with gift-giving. Check with your supervisor or the Global Legal and Compliance Team if you are unsure about what is (and what is not) appropriate.
- Make sure you follow the gifts and entertainment rules of any government official or commercial business partner.
- Obtain any necessary approvals before giving or receiving any meal, gift or entertainment.

- Do not offer anything to a government official (including a state-owned enterprise), no matter the monetary value, unless you have approval in advance.
- Avoid any conduct that could suggest even the appearance of something improper.



CASE STUDY

Aptiv has purchased a table at a local fundraising event, and I would like to invite my customer to attend. I know the cost of the seat exceeds USD \$250. Would this be appropriate?

Before extending an invitation to your customer, given the cost of the seat, you must seek pre-approval from your supervisor and the Global Legal and Compliance Team. You should also make sure that accepting the invitation is permitted by your customer's policies.



WANT TO KNOW MORE?

[Anti-Corruption, Gifts and Entertainment Policy](#)



SPOTLIGHT ON MEALS, GIFTS AND ENTERTAINMENT

To determine if compliance pre-approval is required for a meal, gift or entertainment expense, ask yourself:

Who is the giving or receiving party?

A government official
(including employees of a state-owned enterprise)

A commercial business
(including suppliers, customers, business partners, etc.)

Pre-approval is required regardless of monetary value

Pre-approval may be required, depending on monetary value

When in doubt, ask for help before proceeding.

Fair Competition

We comply with fair competition and “antitrust” laws.

AT APTIV

- We outperform our competition fairly and honestly based on quality, service, value, technology and other appropriate factors.
- We gain a competitive advantage through the superior performance of our products and our people, never through unethical or illegal business practices.

YOU’RE IN THE DRIVER’S SEAT

- Compete fairly and vigorously.
- Never enter into an agreement (formally or informally) with a competitor about any aspect of pricing or any terms of sale.
- Gather competitive intelligence ethically and legally – use only publicly available information to research our competitors.
- Use caution when communicating (either verbally or nonverbally) with competitors and when participating in trade association events or professional associations.
- Pricing, sales plans, supply strategy, margins, raw material costs and contract terms are all considered to be commercially sensitive information that should not be shared with or taken from competitors. Take extra care when a supplier, customer or joint venture partner is also a competitor. When in doubt, seek guidance from the Global Legal and Compliance Team.



CASE STUDY

An informal conversation with a competitor at an industry trade show is starting to veer off into a discussion about pricing strategies. What should I do?

You need to be careful, because even casual conversations can potentially violate the law. In any situation where a conversation turns to a competitively sensitive topic, put a stop to it. Make it clear that the discussion is inappropriate, then remove yourself from the situation and speak up immediately.



WANT TO KNOW MORE?

[Fair Competition Policy](#)



SPOTLIGHT ON FAIR COMPETITION

In gathering information about our competitors, ask yourself:

Was the information obtained through deception or misrepresentation?

Is the information owned, trademarked, or otherwise the legally protected intellectual property of another company?

If you answer “yes” to either question, this information may have been obtained in an unethical manner. It should not be used and should be reported immediately.

Insider Trading

We protect material, non-public (“insider”) information about our company and the companies with which we do business.

AT APTIV

- We comply with all state, federal and applicable non-US securities and insider trading laws.
- We prohibit trading in stock or other securities – or “tipping” others so they may trade – based on material non-public information.

YOU’RE IN THE DRIVER’S SEAT

- Know the definition of “material non-public information” and remember that you are in a position of trust when it comes to protecting it.
- Do not use material non-public information as the basis for decisions to buy, sell or hold onto stocks or other securities. And do not share material non-public information to family or friends so they may trade.
- Honor any trading windows, or other restricted periods that Aptiv may impose given your role – wait to act until any restrictions are lifted.
- Never take a chance. If you are not sure if information is considered material non-public information, ask before trading.
- You should always follow Aptiv’s Insider Trading Policy and seek guidance and pre-clearance before trading in Aptiv stock.



CASE STUDY

At a recent project meeting, one of our suppliers mentioned that their company is working on some new, proprietary software. No information about it is publicly available right now, and based on what the vendor shared, the new software is probably not something that Aptiv will leverage, but I predict it will be a game-changer for other companies. Is it okay to buy stock in the vendor before the product launch?

No. The vendor should not have disclosed this information to you. Trading on this information, before it is publicly disclosed would violate our policies and possibly the law.



SPOTLIGHT ON INSIDER TRADING

Ask yourself:

Is the information material?

Material means that there is a substantial likelihood that a reasonable investor would consider the information important in deciding to buy, hold or sell a company’s stock.

Is it non-public?

Non-public means that the information has not been broadly released to the general public.

If the answer to both questions is “yes,” the information is considered “insider” and should not be shared.



WANT TO KNOW MORE?

[Insider Trading Policy](#)



Quality and Safety

We share a commitment to industry-leading product quality and flawless execution.

AT APTIV

- Quality is not the responsibility of one person or one team – it is a shared responsibility.
- We comply with all applicable laws and regulations that relate to the quality, safety and performance of our products, everywhere we operate.

YOU'RE IN THE DRIVER'S SEAT

- Follow applicable quality and safety processes and requirements.
- Never sacrifice quality or safety to meet a deadline.
- Speak up immediately about any concerns or complaints about safety or quality.



CASE STUDY

One of the tests that my team performs is repeated further down the line. My coworker suggested we skip it – it is a shortcut that could significantly speed up delivery. I am not sure we should do that ...

Your intuition is right. Do not skip a required process or step without discussing it first with your supervisor. There are likely very good reasons for why the test is repeated. Unless and until a decision is made to modify it, follow the process. Shortcuts could potentially put the quality of our solution or the safety of our customers at risk.



SPOTLIGHT ON PRODUCT QUALITY

Ask yourself, do I:

Troubleshoot and address potential problems?

Analyze operations and performance?

Review processes and look for ways to increase efficiency?

Brainstorm solutions when challenges arise?

If you answer “yes” to any of these questions, you are doing your part to help promote quality and safety.



WANT TO KNOW MORE?

[Quality and Safety Policy](#)

Global Trade

We conduct business around the world and comply with the trade-related requirements associated with that privilege.

AT APTIV

- We comply with all international trade laws, regulations, and policies applicable to Aptiv in the jurisdictions where we conduct business, including import requirements, sanctions laws, and export controls.
- We do not conduct business with any restricted party or in any restricted locations, without proper authorization.

YOU'RE IN THE DRIVER'S SEAT

- Complete any required training on trade compliance topics and comply with our documented internal policies.
- Do not engage with restricted people or companies.
- Follow our recordkeeping requirements as they relate to import and export activity.
- Speak up about concerns or actual or suspected violations of trade laws or regulations.
- Immediately notify the Global Trade Compliance Team or Global Legal and Compliance Team of any customs or other government agency request for investigation or information.



CASE STUDY

I need to get some technical drawings to a customer in another country, quickly. Since I am planning to travel there, I plan to just bring them along with me, stowed in my luggage. Does that pose any problems?

Yes, this could violate export laws and cause delays, fines and even, potentially, the loss of export privileges. Contact the Global Trade Compliance Team or Global Legal and Compliance Team before hand-carrying Aptiv products or technical data abroad.



WANT TO KNOW MORE?

[Global Trade Policy](#)

[Sanctions Policy](#)



SPOTLIGHT ON GLOBAL TRADE

Ask yourself:

Is that an export?

Keep in mind that an export is not always a product. Any item that is sent from one country to a foreign destination is considered an export, including:

- Services
- Promotional materials
- Production samples
- Replacement parts
- Software or technology that is electronically transmitted
- Physical or electronic copies of drawings, blueprints or technical information



Conflict of Interest

We avoid conflicts of interest, which can lead others to question our loyalty to Aptiv.

AT APTIV

- We avoid situations that could influence our ability to make unbiased business decisions for Aptiv.
- We avoid even the appearance of a conflict of interest because of the potential damage it could do to our reputation as a company that conducts business with integrity.

YOU'RE IN THE DRIVER'S SEAT

- Do not let your personal relationships, interests or activities interfere with your responsibilities and obligations to Aptiv.
- Be alert to the kinds of situations that could give rise to a conflict of interest:
 - Personal relationships in business
 - Personal relationships in your reporting line
 - Outside employment
 - Business ownership
 - Board membership
 - Government service
- Promptly disclose any situation that could result in an actual or potential conflict of interest as soon as you become aware of it – do not wait until your annual Ethical Business Conduct Questionnaire.
- If you are unsure if a situation poses a conflict, speak to your supervisor, a member of the Human Resources Team or the Global Legal and Compliance Team, or contact the Aptiv Drive Line.



CASE STUDY

I work in sales and my husband just accepted a job working with one of our customers as an engineering manager. Is this a conflict?

It may be. Given your personal relationship and your respective roles, this could pose a problem. You must promptly disclose this to the Global Legal and Compliance Team and your supervisor to determine if the situation could affect your decision-making at Aptiv and, if so, how to take the appropriate preventative measures to manage the conflict.



WANT TO KNOW MORE?

[Conflict of Interest Policy](#)



SPOTLIGHT ON CONFLICT OF INTEREST

Ask yourself:

Could this situation interfere with my responsibilities at Aptiv?

Could it affect the decisions I make for Aptiv?

Would I or my family members or close friend(s) benefit personally from it?

Could others (inside or outside of Aptiv) see this as a conflict?

If the answer to any question is “yes” or “I am not sure,” stop and seek help – there may be a conflict.

Financial Integrity

We keep and maintain accurate business and financial records.

AT APTIV

- We maintain accurate business records that comply with all applicable legal, regulatory and operational requirements.
- We are alert for – and report – warning signs of fraud or other financial misconduct.

YOU'RE IN THE DRIVER'S SEAT

- Be honest and accurate – our records must be a true reflection of our business operations.
- Comply with all recordkeeping, accounting and reporting requirements that apply to your work; follow our internal processes and watch for and correct any errors.
- If you have financial reporting responsibilities or make public disclosures on behalf of Aptiv, ensure the information you prepare or submit is complete, fair, accurate, timely and understandable.
- Speak up if you see or suspect financial misconduct at any level of our company or in the operations of our suppliers.



CASE STUDY

I had some unexpected travel expenses this month that exceeded our department's budget. In order to help my team meet its targets for this quarter – and since all travel expenses would still be accrued by the end of the year – can I delay posting my expenses until next quarter?

No, every transaction must be reported accurately and honestly, in the period in which it was incurred. Creating a false or misleading company record or document is serious and could result in negative consequences.



WANT TO KNOW MORE?

[Financial Integrity Policy](#)



SPOTLIGHT ON FINANCIAL INTEGRITY

Ask yourself:

Are there any warning signs of fraud, money laundering or other financial misconduct?

Look for:

- Missing inventory or raw materials
- Incomplete sales documentation
- An unusual number of customer complaints about invoices
- A record that appears to be inaccurate, false or misleading
- An unrecorded or “off-the-books” account
- A cost assigned to the wrong project, contract or time period
- Transactions that are missing supporting documentation such as required receipts or approvals
- Large cash payments
- Unusual fund transfers or payment terms

Any one of these signs is a red flag and should be reported immediately.

Confidential Information

We protect our confidential information and in doing so, protect our competitive advantage in the marketplace.

AT APTIV

- We manage our confidential information with care.
- We use our technology assets and data responsibly to protect confidential information.
- We protect the confidential information of others, including our customers and suppliers.

YOU'RE IN THE DRIVER'S SEAT

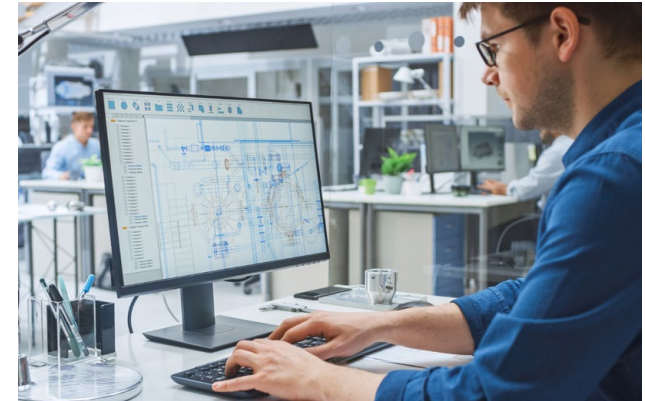
- Protect confidential information – mishandling it can result in harm to Aptiv.
- Watch what you say in public places (such as in elevators and restaurants and on public transportation) to ensure confidentiality is not accidentally breached.
- Keep confidential information confidential, even if you leave Aptiv.
- If you accidentally receive confidential information belonging to someone else, contact your supervisor or the Global Legal and Compliance Team.
- Follow our guidelines for acceptable use of technology assets and data.



CASE STUDY

One of my new coworkers used to work for a competitor and offered to share some marketing strategies developed by their former employer. This could give us an edge over our competitor, but is that okay?

No. It is okay for your team member to apply the general knowledge and skills learned at a previous job. But sharing information that is proprietary to a former employer would violate your coworker's obligations, our policies and possibly the law. Your coworker has a responsibility to protect a former employer's confidential information – just as you would have a responsibility to protect Aptiv's confidential information should you leave Aptiv.



SPOTLIGHT ON CONFIDENTIAL INFORMATION

Ask yourself:

Is this information not generally known outside of Aptiv?

If you answered “yes” to this question, you are dealing with confidential information. It should only be shared with those who are authorized and have a legitimate business reason for accessing it and in a way that protects our technology assets and data.



WANT TO KNOW MORE?

[Confidential Information Policy](#)

[Acceptable Use Policy](#)

Intellectual Property

We recognize the value of our intellectual property and its importance in creating future technology, strengthening our reputation and driving increased profitable revenues.

AT APTIV

- We protect our IP (including patents, trademarks, trade secrets and copyrights) and manage it carefully, in compliance with applicable laws.
- We protect IP entrusted to us by others.

YOU'RE IN THE DRIVER'S SEAT

- Be responsible in the creation and management of IP – both Aptiv's as well as that of our customers and suppliers.
- Mark copyrighted material correctly and never copy, download, distribute, use or display other's copyrighted materials without appropriate permission.
- Speak up if you see a third party inappropriately using Aptiv's patents, trademarks or other IP.
- Contact your supervisor or a member of the Global Legal and Compliance Team if you have an idea that could or should be patented or recorded as a trade secret.



CASE STUDY

An external consultant has come up with an improvement for our patented production machines but does not want to patent it because it is too costly. Could Aptiv file for a patent on the improved process?

Yes, but only if the consultant agrees and formally assigns the rights to the invention to Aptiv. Our company has standard intellectual property clauses in our contracts with consultants. When you begin work with an outside consultant on a technology development project, always make sure you know who will own any new ideas you develop with the consultant and consult with the Global Legal and Compliance Team to ensure our rights are protected.



SPOTLIGHT ON INTELLECTUAL PROPERTY

Ask yourself:

Is that a trade secret?

Trade secrets include most non-public company information, such as customer lists, product or marketing plans and business strategies.

Is there a copyright?

Copyright laws protect written and artistic expressions such as websites, drawings, marketing materials, photographs, graphic designs, and computer software.

What is a patent?

Patents protect inventions and allow Aptiv to either prohibit or regulate how others make, use or sell our patented products and processes.

What is a trademark?

A trademark, or service mark, is usually a name or symbol that a company uses to identify its products or services.



WANT TO KNOW MORE?

[Intellectual Property Policy](#)

Artificial Intelligence

We responsibly leverage the potential of Artificial Intelligence (AI) to amplify the performance of our products and business.

AT APTIV

- We develop and use AI responsibly in accordance with applicable laws and regulations, and in accordance with Aptiv’s AI Policy.
- We monitor and govern AI development and implementation projects through a cross-functional committee and a detailed AI request-and-approval process.
- We promote the ethical use of AI.
- We seek to avoid potential undesirable side effects including bias, discrimination and prejudice.

YOU’RE IN THE DRIVER’S SEAT

- Before using AI at Aptiv, complete all security, privacy and IP risk assessments and follow the AI Approval process.
- Complete any required AI user training.
- Comply with all applicable Data Governance, Data Privacy, IP and Enterprise or Product Cybersecurity policies in the use of both Aptiv and third-party AI.
- If you have questions regarding the use of AI at Aptiv, please reach out to Aptiv’s AI/ML Sub-Committee.



CASE STUDY

I would like to use generative AI to help me draft an email to a customer. Do I need to obtain approval before using AI for this purpose?

Yes. Make sure you have completed any role-based training and have been granted access as a “User of Aptiv Generative AI.” Use only the systems, processes and data for which you have permission. And always comply with the security measures outlined in both our Enterprise and Product Cybersecurity policies.



SPOTLIGHT ON AI

In your use of AI, ask yourself:

Am I doing what I need to do to protect people?

To protect confidential information?

To protect intellectual property?

Regardless of your user role and privileges, we all have a duty to preserve the integrity of our systems and the data they process.



WANT TO KNOW MORE?

[Artificial Intelligence Policy](#)



Careful Communications

We communicate accurate information about our company.

AT APTIV

- We protect the reputation we have built as industry leaders and innovators by communicating responsibly and respectfully.
- We have designated people to speak on behalf of Aptiv, to ensure the information we share about our company is accurate, consistent and meets any legal or regulatory obligations.
- We promote responsible use of social media.

YOU'RE IN THE DRIVER'S SEAT

- Communicate carefully, professionally and with integrity at all times – speak and write as though your words could become public.
- Be aware that all information transmitted on Aptiv systems may be reviewed by Aptiv, where permitted by law.
- Approach online communications in the same way as you approach personal interactions – promote our values and operate with respect.
- Do not speak or post on behalf of Aptiv unless you are authorized to do so.
- Do not disparage our company, your coworkers, our customers, our suppliers or our competitors.



CASE STUDY

My job does not involve product safety or regulatory matters. How could one of my written communications end up being part of a lawsuit or an investigation?

Any company department may unexpectedly find itself the target of public scrutiny. Marketing and sales employees can be subject to antitrust investigations or lawsuits, for example. Employees in the finance department can face scrutiny of financial records. It is impossible to predict whether a communication will become important at a later time. The best course of action is to prepare all communications carefully and with integrity.



WANT TO KNOW MORE?

[Careful Communications Policy](#)

[Social Media Policy](#)



SPOTLIGHT ON CAREFUL COMMUNICATIONS

Before you send an email or post a comment, ask yourself:

What is the purpose?

Would I want this to be evidence in a lawsuit or published in a newspaper?

Is there another means of communicating?

Am I being respectful?

Would I say the same thing if I were speaking face-to-face with someone?

Could my actions harm Aptiv?

You are a caretaker of the Aptiv name. Always think first about the impact of your message.

Human Rights

We are committed to protecting human rights.

AT APTIV

- We respect and promote human rights in our interactions with employees and suppliers.
- We adhere to international human rights principles and standards that prohibit child labor, forced or slave labor and human trafficking.
- We source responsibly and require our suppliers to comply with our Supplier Code of Conduct.
- We treat employees fairly and pay them according to applicable wage laws.
- We recognize our employees' right to freedom of association and their right to organize and bargain collectively in accordance with applicable laws.

YOU'RE IN THE DRIVER'S SEAT

- Be alert – and speak up – about any known or suspected violations of human rights.
- Evaluate our suppliers to ensure they adhere to our Supplier Code of Conduct and meet their contractual obligations.
- If you have any questions or concerns, please reach out to the Supply Chain Management Team or the Global Legal and Compliance Team.



CASE STUDY

During an onsite visit to one of our suppliers, I noticed several employees who appeared to be underage. When I asked my point of contact about it, I did not get a clear answer. What are my next steps?

You did the right thing – you were alert to a potential abuse of human rights, and you raised the issue with the supplier. The next step would be to report the incident to the Global Legal and Compliance Team or your supervisor, so they can further look into the matter and, if necessary, take appropriate action.



WANT TO KNOW MORE?

[Human Rights Policy](#)

[Supplier Code of Conduct](#)



SPOTLIGHT ON SUPPLIER CONDUCT

Ask yourself:

Does the supplier's conduct align with Aptiv's values and policies?

Is the supplier's own supply chain free of human rights violations and ethical misconduct?

If you answered "no" to either of these questions, the supplier may not be living up to our Supplier Code of Conduct. You should report your concerns so they can be investigated.

Sustainability and Environmental Stewardship

We deliver a safer, greener and more connected future.

AT APTIV

- We comply with the environmental laws that apply to our business, wherever we operate.
- We continue to reduce our environmental footprint and are on track to reach our 2025 sustainability goals and achieve carbon neutrality by 2040 – as outlined in our Sustainability Report.
- We work as one team to set ambitious, science-based targets to reduce waste, lower our carbon footprint and conserve fresh water.
- We are committed to developing sustainable solutions to solve our customers' toughest challenges.

YOU'RE IN THE DRIVER'S SEAT

- Do your part to keep Aptiv's Sustainability Strategy in motion – practice good daily habits and identify opportunities where Aptiv can have a positive impact on your community.
- Rely on clean, sustainable and responsible options when sourcing materials for our business.
- Speak up to the Sustainability Team or Global Legal and Compliance Team if you are aware of or suspect an environmental hazard or violation.



CASE STUDY

I have noticed that one of our manufacturing processes uses a great deal of electricity. What we are doing does follow the law and our requirements, but I believe there are ways we could do better. Should I say something?

Yes, you should. Sustainability is not static. We should always be evaluating and refining our processes, and we appreciate everyone's input. If you have ideas, do not keep them to yourself. Share with your supervisor or a member of the Aptiv Sustainability Team so your idea can be assessed for future use.



WANT TO KNOW MORE?

[Sustainability Report](#)

[Environmental Health and Safety Policy](#)



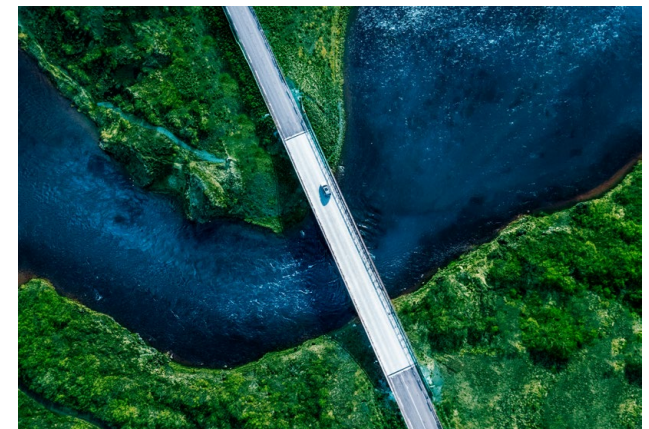
SPOTLIGHT ON SUSTAINABILITY

Ask yourself:

How can I support Aptiv's Sustainability Strategy?

Focus on:

- **People** – making sure your actions benefit our people and communities
- **Products** – developing the highest quality products in the most responsible way
- **Planet** – minimizing your impact through safer and greener operations
- **Platform** – operating ethically across our organization, in every aspect



Political Participation and Charitable Contributions

We participate ethically and legally in the political process and in our charitable giving.

AT APTIV

- We, as employees, should be able to be personally involved in the political process, while being aware of the specific and numerous laws that regulate corporate political activities.
- We, as a company, do not make any direct or indirect contributions or support political candidates or parties anywhere in the world, even where it is legal to do so.
- We comply with all lobbying laws and regulations, worldwide.
- Our commitment to philanthropy and corporate citizenship is an important part of who we are as a company.
- We support education with a focus on science and technology through The Aptiv Foundation, a separate legal entity from Aptiv.

YOU'RE IN THE DRIVER'S SEAT

- In your personal political activities:
 - Be clear that your views and activities do not represent those of Aptiv.
 - Always use your own personal time and personal resources – not Aptiv's.
- Do not engage in discussions about legislation, regulatory activity or policy developments with a government official unless you have received pre-approval from the Government Affairs Team.

- You can request that corporate contributions focused on education be made through The Aptiv Foundation.
- If you choose to make a difference on a personal level, we encourage you to give your time and talent to causes that are personally meaningful to you.



CASE STUDY

A local official is planning to introduce legislation that could adversely impact Aptiv's operations. When I get to work today, I plan to write an email opposing the law. Is that okay?

No. Although you are free to share your political views on your own time, do not use our systems or company time to speak or lobby on behalf of Aptiv unless you are authorized by our Government Affairs Team to do so.



WANT TO KNOW MORE?

[Political Participation Policy](#)

[Charitable Contributions Policy](#)



SPOTLIGHT ON POLITICAL PARTICIPATION

Ask yourself:

Could my participation give others the impression that I am speaking for Aptiv or that Aptiv is involved?

If the answer is "yes," stop and seek guidance from the Government Affairs Team before proceeding.

• **APTIV** •

THE RIGHT THING	THE RIGHT WAY
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