

2023



Code of Conduct

NORTH AMERICA

"SPEAK UP. ASK QUESTIONS. THINK COMPLIANCE."



AISIN
Compliance and Ethics Program



An Open Letter from Our CEO

The name Aisin has always stood for excellence in both our products and how we deal with our customers, suppliers, business partners, and competitors. Our reputation for quality exists only so long as we operate ethically.

This Code of Conduct establishes the principles that guide our daily actions, as demonstrated by the Aisin Group Principles of Corporate Behavior. The key to operating ethically lies in each individual who represents Aisin. I count on each one of you to



do your part to keep the Aisin name where it belongs, consistent with the highest levels of integrity, quality, and performance.

The Code of Conduct has been created to assist you with making the appropriate choices based on Aisin's beliefs, values, and goals. A critical element of this commitment is maintaining an open culture where people feel secure in seeking

advice and raising concerns. If you are unsure of what to do in a particular circumstance, or believe the Code is not being followed, you have a responsibility to speak up. The Code explains how to ask questions and report concerns as well as the protections in place to ensure that retaliation against those who speak up is not tolerated.

Always remember, conducting business ethically and in strict compliance with applicable laws is the "Aisin Way."

Sincerely,

Kazuto Koyama

President & CEO

Aisin Holdings of America, Inc.

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Introduction

Overview of the Code in Our Daily Lives

This Code of Conduct (“Code”) sets forth the basic principles that guide the daily business activities of all temporary and permanent team members, senior managers, and officers and directors (collectively, “Team Members”) of all Aisin Corporation (“Aisin Corporation”) directly and indirectly owned entities in North America (collectively, “Aisin”).

Aisin’s brand and reputation for ethical conduct are our most important business assets. “Code of Conduct ” is not just the title on the cover of this Code; it is the way in which we protect our brand and reputation within the business community.

Ethical Decision Making

This Code will not always provide full insight to resolve a difficult issue. When faced with a difficult question, you should ask:

- Am I upholding the spirit of the Code?
- Am I exposing Aisin to legal risk?
- Am I tarnishing our brand or reputation?
- Am I inspiring trust among customers?
- Am I acting fairly and honestly?
- Would I be embarrassed to talk about my conduct with my family or to see it in the news?
- Is this the “Aisin Way”? If you have any questions, you should seek assistance from Aisin’s Legal Department.

Violations of this Code, Aisin’s policies, and the laws of any jurisdiction in which we operate can expose Aisin and you to severe penalties, including potential criminal penalties. Violations of this Code or Aisin’s policies are subject to disciplinary action, up to and including termination.

Full information on reporting potential violations is found at the end of this Code.

To Whom Does this Code Apply?

The Code applies to all Team Members, including senior management. All Aisin Team Members are expected to report:

- Deficiencies in the design or operation of internal controls impacting Aisin’s ability to record, process, or report financial data.
- Any fraud (material or not) involving management or Team Members with financial reporting or internal controls obligations.
- Any violation of law, regulation, this Code, or Aisin’s policies.

What are Your Responsibilities?

- Understanding the Code and Aisin’s policies and abiding by their requirements.
- Seeking guidance from Aisin’s Legal Department if you are unsure about legal or ethical issues.
- Reporting any suspected violations through an appropriate Compliance Reporting Channel (as described at the end of this Code). You should err on the side of reporting, rather than “making the call” as to whether a potential violation exists – better safe than sorry. Aisin maintains reporting mechanisms to allow reporting through a supervisor, by email, over the internet, or through a reporting hotline, including an option for anonymous reporting.
- If you are a manager, officer, or director, setting a good example and maintaining a strong ethical tone throughout the organization.
- Using good judgment and taking responsibility for your actions.
- Cooperating with investigations relating to potential Code violations conducted by Aisin or outside parties. As part of your employment at Aisin, you are required to cooperate in any investigation conducted by Aisin, regardless of

whether it is an internal investigation or one in response to a government request for information. Failure to cooperate or obstruction of an investigation may result in disciplinary action up to and including termination.

Our Standards of Conduct

Scope

The Code governs your conduct, whenever you are conducting Aisin business with suppliers, dealers, customers, team members, or any others who deal with Aisin. Additional Aisin policies and procedures support this Code. Collectively, these documents form Aisin's Compliance and Ethics program. It is your responsibility to familiarize yourself with the program and all laws and regulations governing your dealings on behalf of Aisin.

What Does Aisin Do?

Along with its Code and policies, Aisin:

- Provides compliance training.
- Offers several Compliance Reporting Channels for Team Members to report compliance concerns anonymously, if preferred, and without fear of retaliation.
- Offers guidance and advice to Team Members who have questions on compliance-related issues.
- Keeps reports as confidential as reasonably possible.
- Promptly responds and conducts investigations to reported concerns and takes remedial action, as necessary.
- Imposes discipline for compliance violations, as appropriate.

The Aisin Group Principles of Corporate Behavior

Rooted in our belief in “quality first,” we, the Aisin group of companies, strive to actively contribute to the creation of a sustainable society through our business activities in each country and region in which we operate. To this end, in accordance with the following nine principles, irrespective of the location, we respect human rights, abide by the letter and spirit of all applicable laws, rules and regulations, and act in a sincere and socially responsible manner.

Safety, Quality and Contribution to Creating a Sustainable Society

1. We gain satisfaction and trust from our customers and contribute to the realization of sustainable economic growth and the resolution of social issues by always striving to develop new technologies, and developing and offering products and services that are high quality, safe and beneficial to society.

Compliance

2. We are committed to fair, transparent and open competition and appropriate and responsible business in a socially responsible manner, while complying with applicable laws, rules and regulations. We also maintain ethical relationships with government officials and avoid establishing or maintaining relationships with individuals or groups that promote illegal activities or threaten public order or safety.

Disclosure and Communication

3. We make available to the public our corporate information in a user-friendly and fair manner, and actively and positively communicate with our stakeholders in order to establish and develop healthy relationships.

Respect for Human Rights

4. We respect the human rights of all people.

Promotion of Diversified Work Styles and Upgrading the Work Environment

5. We promote a work style that enhances our employees' capabilities and respects their diversity, personality, and individuality. We also provide a positive and productive work environment that is safe and health-conscious.

Environment

6. We recognize that addressing environmental issues is a matter impacting all humans and is of critical importance to our corporate existence and business activities, and we proactively and positively address environmental issues.

Social Engagement and Contribution to Development

7. We are aware that we are a member of society, and contribute to sustainable development through active social engagement. We also provide support for our employees' voluntary social engagement regarding various social issues, and strive to resolve such issues in cooperation with a wide variety of stakeholders.

Thorough Crisis Management

8. We prepare ourselves for threats to civil life and corporate activities, and maintain thorough organizational crisis management.

Company Leadership

9. Our senior management takes the lead in upholding these principles, and strives to provide thorough instruction of these principles to all persons within the group, and makes known these principles to everyone concerned, including our suppliers, by establishing effective governance. If a violation of these principles occurs, senior management takes the responsibility to determine the root cause and takes preventive measures to resolve the issues, and strictly disciplines these individuals (including senior management) responsible for violations of these principles.

You can access these Group Principles online at:

https://www.aisin.com/en/sustainability/social/csrmanage_charter/

The Aisin Group Way

The AISIN Group Way is a guide to our actions. This is the values, attitudes, and actions that we want to cherish in order to realize our philosophy in our daily work expressed in words.

The actions of “being proactive”, “raising individuals”, and “advancing” lead to the results of “making change”, “expanding dreams”, and “building the future”. These three values we want you to always cherish show four attitudes that we want you to firmly consider.

And, the “safety and health” of all our colleagues working in the AISIN Group and the “supreme quality” that we have cherished are the foundations that support all action.

As we push forward toward the state set forth in the AISIN Group Philosophy, should we suddenly lose our way or lose confidence in the next step, we have here our way of thinking to return us to our path.

AISIN Group Philosophy



AISIN Group Way

AISIN Group Principles of Corporate Behavior

Be proactive, make change.

- Challenge without fearing failure.
- Move swiftly with the customer in mind.
- Work passionately.
- Let's value the spirit of "GENCHI GENBUTSU GENNIN"
(Get to the actual place, see the reality for ourselves and identify the facts.)

Raise individuals, expand dreams.

- Raise your ambitions and dreams.
- Show pride in your expertise and professionalism.
- Find motivation and happiness in life.
- Let's embrace the value and the spirit of one team.

Advance, build the future.

- Consider the best way, without being bound by convention.
- Grasp new trends and understand needs.
- Be useful to the environment and local communities.
- Let's learn from history and value our predecessors.

Safety, health, and supreme quality are the foundations of all.

Let's pursue and refine the qualities our customers demand, while giving the highest consideration to the safety and health of our colleagues.

Our Business Responsibilities

Document Retention

You must maintain records, and destroy them, according to applicable laws, regulations and Aisin's record retention schedules. You should not destroy or alter records relevant to pending or threatened litigation, an investigation, or a government request for information.

Accurate Financial and Business Records

Aisin maintains internal controls in order to ensure that transactions are properly authorized, assets safeguarded, operations conducted in accordance with Aisin directives, and financial records maintained reliably. Aisin requires that books, records, accounts, and financial statements be maintained in reasonable detail, appropriately reflect corporate transactions, and conform to accounting standards and applicable legal requirements.

In addition to these responsibilities, you must:

- Not make false or misleading entries in Aisin's books, including causing the books to be inaccurate or misleading by omission.
- Never alter, destroy, or conceal Aisin records.
- Observe Aisin administrative and accounting procedures.
- Cooperate with internal or external auditor documentation or information requests.

You cannot make false, misleading, or fictitious entries, or maintain unrecorded funds or assets such as "slush funds." You must help ensure the accurate, timely, and complete reporting of all business information, including for costs, sales, shipments, time sheets, vouchers, bills, payroll and

benefits records, regulatory data, requests for disbursements and reimbursements. If you are not sure whether an expense or transaction is legitimate or how to account for it, ask your supervisor or the head of the Accounting and Finance Department. You must immediately report any information concerning unrecorded, misrepresented, or falsified records.

Business records and communications can become public.

Question

Should I destroy a document when I think it is in Aisin's best interests?

Answer: No matter the circumstances, it will never benefit Aisin to improperly or illegally destroy documents or electronic information. For litigation or an investigation, the Legal Department will circulate instructions regarding the retention of relevant information and the suspension of normal rules for archiving and deleting electronic data.

You should avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people and companies, including in e-mail or internal memoranda. When writing a statement, you should consider how it could be interpreted if publicly disseminated.

Our Responsibility to Team Members

Diversity, Inclusion and Equality

Attracting and retaining a diverse and inclusive workforce requires that everyone have an equal opportunity to participate, contribute, and advance. Our inclusive work environment brings together a variety of backgrounds, skills, education and perspectives. Aisin requires that all Team Members afford equal employment opportunities to all qualified individuals, without regard to race, color, ancestry, religion, sex (including pregnancy, childbirth, or related medical conditions), sexual orientation, national origin, age, reproductive status, physical or mental disability, citizenship status, veteran status, uniformed servicemember status, gender identity or expression or any other characteristic or status protected by federal law. This applies to all employment decisions, including recruiting, hiring, tenure of employment, and all terms and conditions of employment. We all share responsibility in implementing our company's equal employment opportunity policies and our commitment to diversity.

Non-Discrimination and Non-Harassment

We are committed to providing a work environment free of discrimination and harassment, where Team Members are evaluated based on abilities and quality of work.

Aisin does not tolerate harassment, psychological or physical abuse, corporal punishment, or physical coercion in any form, including indecent or threatening gestures or undesired physical contact. Aisin also prohibits offensive racial, ethnic, religious, age-related, or sexual jokes or insults, distributing or displaying offensive pictures or cartoons, or using voicemail, e-mail, or other electronic devices to

transmit derogatory or discriminatory information. Aisin does not tolerate unwelcome sexual advances, requests for sexual favors, or other physical or verbal conduct of a sexual nature. Harassment may include, but is not limited to, the following:

- Verbal harassment, such as epithets, derogatory comments or slurs.
- Sexual harassment, such as unwelcome sexual advances, requests for sexual favors, or other forms of conduct of a sexual nature, such as name calling, suggestive comments, or unwelcome lewd talk or jokes.
- Physical harassment, such as assault, impeding or blocking movement, or any physical interference with normal work directed at an individual.

Discrimination is the unequal treatment of a Team Member in any condition of employment based on race, religion, sex, national origin, age, disability, veteran status, sexual orientation, or other legally protected characteristic.

Discrimination may include, but is not limited to, the following:

- Hiring and Promotion, such as not hiring or promoting someone because of his/her race.
- Compensation, such as not providing fair compensation due to a person's disability.
- Wrongful Termination, such as terminating someone because of their sex or sexual orientation.

Maintaining a Safe Workplace

Aisin does not tolerate violence or threats of violence in the workplace. Threatening behavior, stalking, or violence on Aisin property will not be tolerated and may be reported to law enforcement authorities. Anyone who makes threats, exhibits threatening behavior, or engages in violent acts on Aisin premises will be removed as quickly as safety permits and may be asked to remain away pending an investigation.

Health Management

Aisin's management philosophy, "Inspiring Movement, Creating Tomorrow," includes the ambition to impact people around the world by providing various "movement" experiences that also move the heart and bring freedom, joy, mobility and beauty to our planet. Accordingly, in April 2021, Aisin Corporation published the AISIN Group Health Declaration and is continues to work on personal health management for Team Members based on the recognition that the safety and well-being of working colleagues is the highest priority in pursuing all the qualities that our customers expect.

You can access the AISIN Group Declaration of health online at: https://www.aisin.com/en/sustainability/social/employee/pdf/declaration_of_health.pdf

Setting an Appropriate Standard

Aisin expects its Team Members and managers to conduct themselves with professionalism. If you feel you have experienced or witnessed discrimination or harassment, report the conduct through one of the Compliance Reporting Channels.

Aisin promptly reviews reports and conducts investigations, if appropriate. If Aisin confirms discrimination or harassment has occurred, Aisin will take appropriate disciplinary action, up to and including termination of employment of the offending party. Aisin does not tolerate retaliation for good-faith reporting of potential Code violations.

Labor and Employment Laws

In addition to complying with laws prohibiting discrimination and harassment, it is Aisin's policy to comply with all applicable labor and employment laws, including those for working conditions, wages, hours, benefits, and minimum employment age.

What are Aisin's Standards of Conduct?

Do:

- Treat fellow Team Members with dignity and respect.
- Base employment decisions on merit.
- Object to harassment or offensive behavior.
- Report harassment or offensive behavior.
- Take all complaints seriously.

Don't:

- Make jokes, use language or participate in activities that may be demeaning or offensive to others.
- Intimidate others through bullying, threats, or practical jokes.
- Retaliate against anyone who makes a good faith complaint or cooperates with an investigation.

Honoring Individual Political Choices

Aisin supports everyone's right to participate in political activities. Contributing your own time, money, or resources to any political activity is entirely personal and voluntary. Aisin expects Team Members to treat differing political views with respect. At the same time, Team Members should not take political stances on behalf of Aisin unless they have received prior, written approval by the Aisin Legal Department. These restrictions include prohibitions on making political contributions in the name of Aisin, requesting reimbursement

for a personal political contribution from Aisin, or being involved as a third party in making a contribution to a political party on behalf of Aisin.

Respect for Human Rights

We understand globally recognized human rights, and respect the human rights of all people related to our business activities based on the laws and regulations and labor customs of each country and region. We comply with the laws and regulations of each country and region, and are never involved in forced labor, child labor or human trafficking in whatever form.

Through sincere discussions and dialogues with employees, we respect employees' rights based on laws, regulations and the like of each country and region.

In April 2021, Aisin Corporation established “the AISIN Group Human Rights Policy” upon discussion and approval by the Human Rights Advisory Committee. This policy is based on “the UN Guiding Principles on Business and Human Rights” and “AISIN Group Principles of Corporate Behavior”, and supersedes all other policies on matters regarding human rights. Our Human Rights Policy covers the minimum level of compliance with the International Bill of Human Rights and ILO Core Labour Standards and is a pledge that AISIN Group will fulfill its responsibility to respect human rights through due diligence. This policy not only applies to executives and employees; we also expect all business partners, including suppliers, to understand and uphold this policy.

You can access the Human Rights Policy online at:
https://www.aisin.com/jp/sustainability/social/employee/respect/pdf/HumanRightsPolicy_2.pdf

Consequently, we would like each and every employee to perform day to day operation on the premise of respect for human rights.

Our Expectations for Team Members

Avoiding and Reporting Fraud

Fraud is any illegal act characterized by deceit, concealment, or a violation of trust. It arises when an advantage or an item of value, such as money, goods or services, is not lawfully obtained. Examples of fraud include: falsification of time records or expense reports; reporting of financial transactions at an incorrect time or in an improper way; and dishonesty in commercial contracts. Team Members must avoid all types of fraud and are required to report suspected fraud through one of the Compliance Reporting Channels.

Appropriate Use of Aisin Equipment

You must protect Aisin's assets and ensure their efficient and lawful use in furtherance of legitimate business purposes by authorized Team Members or their designees. Assets are defined broadly to include financial assets, company property and equipment, and anything else of value that is owned by Aisin.

You should not take Aisin's assets for your personal use or for any use not for the benefit of Aisin. You should report any suspected theft or improper use of corporate assets through one of the Compliance Reporting Channels.

Team Members are responsible for ensuring Aisin's assets, such as computers, internet, phones, instant messaging, or other resources, are used primarily for business purposes. Incidental use of these systems is permitted if it complies with Aisin's policies.

Where Aisin furnishes you with equipment, it is your responsibility to care for it and to use it for company-related purposes. You are responsible for using good judgment so Aisin's equipment is not misused, stolen, or wasted. If you

drive a company vehicle or pool car you are required to have a valid license and operate it safely.

All records created using Aisin resources are Aisin property; you have no expectation of privacy for anything created using, or stored on, Aisin assets. You have no right of privacy when using Aisin's computer systems, including any e-mails or other communications generated using Aisin equipment or systems. Additionally, you have no right to privacy with respect to emails, messages and calls made, sent or received on Aisin- owned smartphones or tablets. Aisin owns these resources and has the right to monitor, collect, or review them at any time.

Do not use Aisin resources to access any inappropriate content, including in privacy mode.

Maintaining Confidential Information

Confidential information is an asset of Aisin and may only be used for legitimate business purposes. You are responsible for maintaining the confidentiality of non-public information about Aisin, the Aisin Group, and its business partners.

Examples of confidential information include:

- **All Financial Information and Forecasts** – actual or estimated earnings, capital spending, dividends, or information about borrowings or stock repurchases.
- **Operating Data** – production data, changes in major operations, and unusual events, including casualty losses or serious safety incidents.
- **Fundamental Changes in the Business** – actual or potential mergers, joint ventures, acquisitions, tender offers, or other significant transactions.
- **Significant Changes in Management** – including actual or potential changes.
- **Marketing Information** – including new marketing campaigns, initiatives and strategies, and economically significant contracts.
- **Intellectual Property** – trade secrets, technical know-how, and technological developments and breakthroughs.

- **Any Legal Proceedings** – all Aisin legal proceedings should be treated as confidential, especially major litigation, or governmental investigations or indictments.

Confidential information also includes information that suppliers, customers, and business partners have entrusted to Aisin.

You should never disclose to anyone outside of Aisin (other than, as appropriate, its auditors or advisors) any confidential information. This includes sharing confidential information through internet blogs or chat sites.

Only designated spokespersons are authorized to disclose confidential information. Aisin must approve disclosures outside of authorized channels in advance.

You should take precautions to keep confidential information from being inadvertently disclosed. Use discretion when leaving documents on desks, and due care when sending e-mails, faxing, or sending documents by other means. The responsibility to safeguard confidential information extends to all Team Members even after employment ends.

Refraining From Insider Trading

The use of confidential information for personal financial benefit, such as to trade in stocks or bonds, or to tip others who might use this information to trade, is illegal and prohibited. These prohibitions extend directly to Aisin's parent company, Aisin Corporation which is publicly traded in Japan.

No Aisin director, officer, Team Member, consultant, contractor, and no member of the immediate family or household of any such person, shall disclose (tip) material nonpublic information to any other person (including family members) where such information may be used by such person to his or her profit through stock trading; nor shall such insider or related person make recommendations or express opinions on the basis of material non-public information as to trading in Aisin Corporation's securities.

Avoiding Conflicts of Interest

A conflict of interest exists when you are faced with divided loyalties caused by using your position at Aisin for personal benefit or where there is a conflict between your personal interests and your employment responsibilities. The two factors used to determine whether a conflict of interest exists are: (1) whether the Team Member is, or could be, in a position to influence Aisin's relationship with a competitor, supplier or customer; and (2) whether the Team Member's judgment could be affected, or could appear to be affected, by personal considerations.

You should not accept or receive improper personal benefits, or arrange for personal benefits, for a relative, friend, or associate. You must disclose outside activities that may cause a possible conflict with your job duties at Aisin, including memberships on outside Boards of Directors, employment or arrangements with companies that may pose a conflict, and any significant investments that you, or your family members, have regarding customers, suppliers, or competitors to Aisin.

Not all conflicts of interest are prohibited and may be permitted by Aisin. It is important that you report a potential conflict so that it may be reviewed by Aisin to determine whether it poses a conflict with your job duties.

Maintaining Safety

Aisin products are designed, manufactured, and handled to meet obligations to customers and to manage risks to human health and the environment. To further minimize risk, safe work practices are just as much a part of your job as is doing your work properly. You are responsible for learning and obeying all Aisin safety rules and guidelines. You must promptly report any violations of Aisin's safety rules to your supervisor, your designated Safety Contact, or through one of the Compliance Reporting Channels.

If an emergency safety situation arises, you should exit the building and contact management, your safety representative, HR, the police, or the fire department, as appropriate.

Avoiding Substance Abuse

Aisin does not tolerate substance abuse on the job. You are required to be fit for duty and capable of performing your responsibilities in a safe and productive manner, free from substance abuse.

Use or possession of drugs or alcohol on the job constitutes a potential danger to the welfare and safety of Team Members. You must not possess, use, or be under the influence of alcohol or any illegal drug while performing duties for Aisin, while using an Aisin-provided vehicle or other Aisin-owned property, or while driving a personal vehicle while on Aisin business. If you have a chemical dependency issue, Aisin encourages you to seek treatment.

Our Legal Obligations

Compliance with Laws and Regulations

Central to our mission of compliance is understanding the requirements of the law. Although this Code encapsulates the key legal requirements you are likely to confront in your work at Aisin, there is no substitute for inquiring if the correct way to proceed is not clear.

When Local Law Differs From the Code or Local Customs

The policies set forth in this Code represent the minimum conduct to achieve high ethical standards. If local law conflicts with this Code, you must comply with the law. If local customs differ from this Code, you must follow the Code. All questions on resolving any conflicts should be directed to the Aisin Legal Department.

Avoiding Corruption

AISIN Group Anti-Corruption Policy

In accordance with “Aisin Group Principles of Corporate Behavior,” we, the Aisin Group of companies, contribute to the realization of sustainable economic growth and the resolution of social issues through fair and transparent business in a socially responsible manner, while complying with applicable laws, rules and regulations.

Bribery Prohibition

1. We do not directly or indirectly provide, offer or promise money, goods or other benefits to foreign

or domestic government officials or any other persons for any unlawful purpose including securing an improper advantage, contract or concession. In addition, we do not directly indirectly receive, request or accept a promise to receive money, goods or other benefits from foreign or domestic government or any other persons officials in exchange for any unlawful purpose including securing an improper advantage, contract or concession.

Appropriate entertainment and gifts

2. We give or receive entertainment and gifts within the scope that is socially and legally appropriate, in light of its purpose, frequency, counterparty, amount, etc. that would not cause distrust or suspicion from a third party.

Prohibition of Corrupt Practices

3. We do not engage in abusive corrupt or related unlawful practices, which could abuse professional powers and positions of one's own power or that of a third party, such as bribery, embezzlement, insider trading, and coercion in providing benefits, and also fraudulent bidding.

Appropriate Accounting

4. We manage our accounting in a transparent and fair manner, in accordance with the applicable international and jurisdictional-specific accounting standards. We enter and record all transactions and assets accurately and thoroughly.

Anti-Corruption

Aisin conducts business in full compliance with the all applicable anti-corruption laws, including the U.S. Foreign

Corrupt Practices Act (“FCPA”), Officials Act of Canada, the Mexican National Anti-Corruption System (the General Law on Administrative Accountability the organic Law of the Administrative Justice Federal Court, and the Federal Accounting and Accountability Law, and the Federal Criminal Code) and all other applicable laws governing the payment or receipt of bribes. A “bribe” is usually defined as anything of value given or promised in order to influence the judgment or conduct of a person in a position of trust.

These laws prohibit the corrupt payment of anything of value to any official (including persons who work for state-owned entities) to obtain or retain business or to secure an improper business advantage, as well as the use of false information to obtain an authorization, benefit, or advantage. These laws also can prohibit the hiring of former public officials within one year of the tenure of that person in government. Because of the broad reach of these laws, they cover both Team Members and third parties acting on behalf of Aisin (agents, consultants, joint venture partners, and so forth). Other laws prohibit

Question

The company you work for is trying to open a new factory. A local official is holding up our application for necessary permits, but hints that hiring a relative would make the process go more quickly. The relative is very qualified. Should we hire this person?

Answer: No. Even though the local official’s relative may be qualified, the fact that the hiring is a condition for approval of the permit means that it is a corrupt act that would violate the anticorruption laws.

commercial bribes as well. The prohibitions in this Code extend to bribes to any person, whether or not they are a government official. These anti- corruption prohibitions also extend to the receipt of bribes or kickbacks.

You should not accept any personal benefits from a supplier, business partner, or any other person. You should immediately report any attempts at giving a bribe through one of the Compliance Reporting Channels. As noted below, this prohibition does not apply to modest gifts or entertainment.

Restrictions on Permissible Entertainment and Gifts

Success at Aisin is founded on strong relationships with customers, suppliers, and business partners. Aisin recognizes that exchanging small gifts and providing meals

and entertainment are appropriate means to build these relationships. Because such activities could, if excessive, give the appearance of an improper payment, Team Members should verify the gifting policy at the recipient's location and use good judgment in determining which gifts and entertainment are appropriate. When in doubt, you should consult with the

Question

One of Aisin's suppliers sent a box of chocolates during the holidays. I did not request that the supplier provide any gifts and this did not influence my decision to use the supplier. Can I keep the chocolate?

Answer: Yes, you may keep the chocolate. Giving and receiving gifts is permissible, as long as the gift is not of excessive value and was not solicited by the recipient.

Aisin Legal Department. You may give or receive business courtesies if they are of modest value and are not given in expectation of, or as an award for, obtaining or retaining business. You should never provide any gift or entertainment to a government official without the prior permission of the Aisin Legal Department, which may authorize the action where appropriate (e.g., for on-premises meals for a government official meeting with the company or conducting an audit). You also should never give or receive cash or a cash equivalent, such as a gift card, or give or receive any business courtesy that would create the appearance of an attempt to influence the recipient's ability to act in the best interest of his or her company.

Avoiding Money Laundering

Money laundering is the process by which the proceeds of illegal activities are transferred through and used in legitimate businesses and banking systems to conceal their illegal source. To ensure compliance with anti-money laundering laws, Team Members should know their suppliers, customers, and other third parties with whom Aisin does business;

AISIN Group Antitrust Compliance Policy

In accordance with “Aisin Group Principles of Corporate Behavior,” we, the Aisin Group of companies, contribute to the realization of sustainable economic growth and the resolution of social issues through fair, transparent and open competition in a socially responsible manner, while complying with applicable laws, rules and regulations.

Contact with Competitors

1. We do not make contact with competitors without a legitimate business reason.

Exchange of Information and Agreement with Competitors

2. We do not discuss, exchange information or agree on matters that affect competition with competitors such as the prices, sales, conditions of sale, sales territories or allocation of customers.

Abuse of Superior Bargaining Position

3. We do not unfairly disadvantage our business partners in such a way as to lower the price without legitimate business reason, return products with our one-sided reason etc. by abusing our Superior bargaining position.

Procedures for Business Combination

4. We follow required procedures in accordance with applicable laws of each country and region, when we carry out acquisition, merger and business transfer.

watch out for payments from unexpected or unusual sources (especially large cash payments); and contact the Aisin Legal Department regarding any suspicious transactions.

Antitrust/Fair Competition

Antitrust and Fair Competition laws are intended to preserve a free and competitive marketplace. You must avoid any situation in which Aisin could be implicated in conspiring with competitors or using coercive or unfair tactics on customers or suppliers.

Antitrust and Fair Competition laws apply equally to purchasing and selling. Prohibited transactions include agreeing with competitors to fix prices or the terms of sale, to refuse to do business with particular customers or

Anti-Trust FAQs

Question: Agreement on bid prices

ABC and AISIN make red and blue widgets. AISIN has always supplied red widgets to OEM X and ABC has always supplied blue widgets. OEM X puts both widgets out to bid. ABC tells AISIN: “OEM X doesn’t want to switch suppliers; it just wants to use competing bids to drive down prices. We will agree to put in a high bid for the red widgets if you do the same for the blue.” AISIN agrees that OEM X is just trying to drive down prices. Should AISIN agree?

Answer: Never. This is an automatic violation of the antitrust laws and many supplier personnel have gone to jail for doing exactly this. Walk away and report the conversation to AHA Legal.

Question: Information Sharing

ABC proposes sharing information on its “price-down” negotiations with OEM X. ABC does not propose any specific agreement as to what price-downs should be agreed to. Should AISIN exchange the information?

Answer: Never. Sharing of competitively sensitive information is often an antitrust violation, especially if followed by parallel decisions. In fact, you should not accept competitively sensitive information from a competitor, even if there is no “quid pro quo.”

Question: Participation in Industry Survey

ABC asks AISIN to participate in a survey regarding expected prices for blue widgets in the coming year. ABC will gather the information from AISIN and other competitors, then publish the information anonymously, i.e. the survey participants will be identified as “Competitor A,” “Competitor B,” etc. Should AISIN participate?

Answer: Never. Surveys are a complex antitrust issue and participating in an improperly structured survey can be a violation. Do not participate in any survey without the approval of AHA Legal.

Question: Joint bidding

OEM X decides that it wants to have a single contract for the worldwide supply of red and blue widgets. AISIN is able to supply OEM X in North America and Asia, but not Europe. ABC can supply in North America and Europe, but not Asia. ABC proposes that ABC and AISIN jointly bid for the work, with only AISIN supplying North America. Should AISIN participate?

Answer: It depends. This is a form of “joint venture.” Whether joint ventures are lawful depends on a variety of factors that require case-by-case analysis of the antitrust risks.

Question: Standard Setting

AISIN participates in an industry technical standard setting organization. There is an existing standard that AISIN and all existing

competitors follow. A new competitor has developed a new process that does not meet the existing standard, but appears to offer satisfactory quality at lower cost. It asks the standard setting organization to change the standard. Should AISIN oppose the change?

Answer: It depends. Standard setting offers important potential benefits, but it also has potential risks if, for example, the standards are used as a way of keeping out innovative competitors. Be careful about standards that do not benefit the customer.

Question: Competitor as Supplier or Customer

AISIN makes green widgets, as well as red and blue. ABC does not make green widgets. ABC requires green widgets for an assembly supplied to OEM X and awards the business to AISIN. In accordance with its standard practices, ABC seeks internal cost and process information from AISIN. Should AISIN provide the information?

Answer: Usually, but there are risks and limits. First, do not share more information than is necessary for the particular contract. For example, do not supply information regarding red widgets. Second, even if the information is limited, in some situations there can be risks. For example, if a resin makes up 95% of the cost of green and blue widgets, sharing information on green widget resin costs may be inappropriate.

suppliers, to divide markets, to limit supplies, to rig bids, to restrict distribution channels, or to engage in any other type of improper restraint of trade. It also can be illegal to force customers to buy unwanted products in order to receive a desired product, to price goods below cost, or to force customers to set minimum resale prices for goods they purchase from Aisin. Such activities should not occur without the prior review and verification from the Aisin Legal Department. Because emails and memoranda do not communicate the full context of the communication, do not write words that could create the perception of anti-competitive conduct, such as statements that you are taking steps to “kill” the competition or that erroneously imply you have inside information about a competitor.

Data Privacy and Personal Information Protection

Aisin respects the privacy rights of its Team Members, customers, suppliers, and business partners. Team Members entrusted with confidential information must follow all procedures to keep it confidential and secure, protect it against misuse, and disclose it only to persons with legitimate business reason to access it.

Examples of personal confidential information include:

- Your government-issued identification number (e.g., Social Security Number).
- Your full and complete legal name and date of birth, home telephone number and address, and family information (such as name of spouse, parents, etc.).
- Your banking and tax information.
- Your medical provider and medical records.

Aisin is legally required to collect and retain certain personal information and to provide it to government entities. Where this occurs, Aisin will transmit it securely and will minimize the amount of personal information shared, as allowed under the law.

Use of Aisin Data

You must treat all electronic records and information of Aisin, as well as information entrusted to Aisin, as confidential and disclose it outside of Aisin only on a need-to-know basis to serve Aisin business ends. This policy covers disclosure of Aisin-owned, or Aisin-entrusted information in any way, including over the internet, postings to blogs, the sending or forwarding of email, voicemail, or the use of social networking sites (Twitter, Facebook, WhatsApp, Instagram, TikTok etc.). Although you have individual access codes to Aisin e-mail, voicemail, telephone and computer network systems, these systems are accessible at all times by Aisin and may be subject to periodic inspections, without notice to you. All information created using Aisin systems is the property of Aisin, and you have no right of privacy with respect to any information created or maintained on Aisin's e-mail, voicemail, internet, or telephone and computer network systems, including personal voicemails or messages. Please note that Aisin has the ability to access even password-protected Aisin resources, including your email account and all messages contained therein. You are required to provide any system access codes to Aisin upon request. System access codes can include site system or web application usernames and login credentials, including passwords.

Compliance with International Trade Laws and Requirements

Aisin is required to comply with laws governing the international conduct of Aisin, including in the following areas:

Export Controls and Sanctions

The U.S. government maintains restrictions on dealing with embargoed countries, governments, and persons. For example, current restrictions include dealings with persons in Cuba, Iran, and Sudan; dealing with governments in North Korea, Syria, and Russia; and dealings with any

persons who are on the lists of Special Designated Nations and other restricted persons maintained by the Office of Foreign Assets Controls (OFAC). These prohibitions also can restrict dealings with persons who live in comprehensively sanctioned countries (Cuba, Iran, and Sudan).

Many governments also regulate transfers of goods, technology, software, and other products and services to foreign destinations as well as to foreign persons within the United States and abroad. These controls extend to direct transfers of goods, technology, software, and services from the United States, “reexports” of certain U.S.-origin items and technology from one foreign country to another, and reexports of certain foreign-manufactured items containing U.S. content. Export controls also apply to transfers of technology to foreign persons within the United States and

U.S. persons working for foreign companies.

Question

I have been asked to change the U.S. Customs Tariff Classification to ensure that Aisin will receive a lower duty rate. I do not think that the new classification is correct. What should I do?

Answer: It is important that we classify imports and exports appropriately. If you do not think that the classification is correct, you should seek a second opinion from management. If you still are not satisfied, you should use the Compliance Reporting Channels.

Customs and Import

Customs regulations in all countries where Aisin operates control which articles enter into a given country and require the payment of Customs duties upon entry. These Customs laws, which apply to intra-company as well as third-party transactions,

require Aisin to determine the correct classification, value, and country of origin of all imports where Aisin acts as the importer of record. Aisin must be able to show through a document trail that it exercised reasonable care in ensuring compliance with Customs requirements. You should therefore ensure that reports regarding imported products, their place of manufacture, and their full cost are true, accurate and complete.

The US and other nations prohibits the importation of merchandise that has been mined, produced, or manufactured, wholly or in part, in any foreign country by forced labor, including prison labor and forced or indentured child labor. Conformity with forced labor laws is an important element in Aisin's reasonable care obligations. Aisin participates in the U.S. Customs-Trade Partnership Against Terrorism (C-TPAT). C-TPAT is a voluntary program that partners importers of foreign goods with U.S. Customs and Border Protection to combat terrorism. These procedures substantially enhance the ability of Aisin to move goods into the United States quickly and at low cost. Strict adherence with C-TPAT requirements is required by all Team Members who coordinate and oversee imports.

Cooperation with Lawful Governmental Requests for Information

It is Aisin's policy to cooperate with every reasonable request of federal, state and local investigators. At the same time, Aisin and its Team Members are entitled to representation by counsel from the outset of any investigation. Therefore, if a government representative or agent seeks an interview or requests data or documents, the representative should be told that while Aisin will cooperate, the matter must first be referred to the Aisin Legal Department.

Our Responsibility to Provide Guidance

Questions

Although this Code provides Team Members high-level guidance regarding most common situations, Aisin recognizes you may need assistance beyond this Code. If you have any compliance questions or questions relating to any of the topics covered in this Code, please reach out to the Aisin Legal Department with any questions you may have in person, by telephone or by email to compliance@aisinholdings.com. The Aisin Legal Department is always available to answer any questions you may have.

If you have a question but wish to ask it anonymously, please call the Aisin Integrity Helpline to submit your question verbally or visit the Aisin Integrity Website where you can submit it in writing. The Helpline and Website cannot track caller identification or IP addresses, so, as long as the question itself does not provide identifying information, Team Members can be assured of anonymity. Additionally, answers to questions can be provided in a manner to maintain your anonymity.

Reporting Violations

All Team Members are expected to report any violation of (1) this Code; (2) Aisin policies; and (3) any laws or regulations. If you are reporting a concern you may do so anonymously; it is, however, most helpful if you include your name so you may be contacted for additional details to allow for a more thorough investigation.

When you report concerns, Aisin will quickly determine whether an investigation should occur and, if so, its scope. The steps we take will vary depending upon the alleged violation. We will maintain confidentiality to the extent

practicable and consistent with Aisin's need to undertake a full investigation.

You do not need positive proof to make a report. Nor should you conduct your own investigation to determine if a violation has occurred. Rather, if you have information suggesting a reasonable possibility of a violation you should report it to a listed Compliance Reporting Channel.

The chart below is designed to direct Team Members to the best Reporting Channel to help them address an issue/concern. Aisin encourages all Team Members to Speak Up and share their concerns.

ISSUE/CONCERN	REPORTING CHANNEL
General work-related issues.	Use "Open Door" policy or other local resources to speak with management.
Work issues relating to compensation, employee benefits, time off work, work schedules, overtime, concerns of workplace civility.	Contact Human Resources.
Issues related to 2022 North America Code of Conduct and other compliance and ethics concerns.	Make a report online at: www.aisinintegrity.com or call the Aisin Integrity Helpline at: Please see dial information below.
Workplace safety concerns.	Contact local Safety/EHS.
Issues related to the quality, product safety or production concerns.	Contact local Production Control or Quality Department.

Aisin does not tolerate retaliation in any form against someone who makes a good faith report or participates in an investigation.

Compliance Reporting Channels

If an ethical issue arises, there are several Reporting Channels available to raise any concerns that you may have. Remember, Aisin strictly forbids retaliation of any kind against good-faith reporting of legal, compliance and/or ethics concerns.

Use the Channel you are most comfortable with using:

- **Your Supervisor or Manager.**
- **Your Local HR Contact.**
- **Your Local Safety Contact.**
- **The Aisin Legal Department.**
- **Your Local Compliance Manager or Compliance Officer.**
- **The Aisin Integrity Helpline.** You can call the Helpline and verbally report any compliance or ethics concerns you may have. You may provide your name or report anonymously.

The Helpline number is:

US and Canada: 1-800-300-0650

Mexico: 001-800-681-9223

Panama dialing instructions:

From an outside line dial the direct access number for your location:

Panama - 800-0109

Panama (Spanish Operator) - 800-2288

At the English prompt dial 800-300-0650

The Helpline is run by an independent third party and is not connected with Aisin in any way except as a vendor. If you choose anonymity there is no way to track your call.

- **Aisin Integrity Website.** You can log on to the Website at www.AisinIntegrity.com, and submit a written report of any compliance or ethics concerns you may have. You may provide your name or report anonymously. The Website is run by the same independent third party as the Helpline. If you choose anonymity there is no way to track your online report.

Any report made to the Aisin Integrity Helpline or Website is forwarded to the appropriate person for review and action. The Aisin Helpline and Website exists to assist Team Members in complying with ethical and legal obligations and to aid Aisin in acting in accordance with law.

Aisin will protect any reporting Team Member from retaliation who makes a report in good faith or participates in, or cooperates with, an investigation, even if no violation of this Code or any law or regulation is found. Retaliation against someone who legitimately reports a concern is forbidden, and can be punished by severe penalties, up to and including termination.

Compliance and Ethics Resources and Compliance Oversight

Compliance Oversight

The Aisin Legal Department administers the Compliance and Ethics program by overseeing compliance training and communications, auditing and monitoring, overseeing investigations (as appropriate) and any other actions necessary to promote and oversee compliance.

The Code and Policies as a Condition of Employment

This Code provides an overview of Aisin policies and your responsibilities. They are an important part of your employment with Aisin but are not intended to create an express or implied contract of employment. The Code and policies may be modified at Aisin's sole discretion, without notice, at any time, consistent with applicable law.

Policy Distribution and Training

Aisin is committed to ensuring that you are familiar with the information necessary to perform your job responsibilities. As required, you must review our core compliance policies and certify you understand their requirements and that you are not aware of any unreported Code or Policy violations. Each Team Member receives a copy of this upon joining Aisin and when receiving refresher training. You are expected to be familiar with specific policies that are relevant to your day-to-day activities and, where appropriate, to undergo training. You will be notified if you require specialized training.



AISIN
Compliance and Ethics Program

Aisin Integrity Helpline

Report Compliance and Ethics Concerns



1-800-300-0650 (U.S./Canada)

001-800-681-9223 (Mexico)

Panama dialing instructions:

From an outside line dial the direct
access number for your location:

Panama - 800-0109

Panama (Spanish Operator) - 800-2288

At the English prompt dial 800-300-0650



www.AisinIntegrity.com



Supervisor or Manager

Human Resources Department

Local Compliance Officer

Local Compliance Manager

AHA Legal Department

24 hours a day • 7 days a week
Anonymous and confidential reporting

Aisin prohibits retaliation against those who report
compliance and ethics concerns in good faith.

Name: _____

Company: _____

Department: _____



24 hours a day • 7 days a week Anonymous and
confidential reporting



AISIN
Compliance and Ethics Program

[AisinIntegrity.com](https://www.aisinintegrity.com)