



AUTONEUM CODE OF CONDUCT FOR SUPPLIERS

(Edition: January 2017)

As reflected in Autoneum's Code of Conduct, Autoneum Group companies and all its subsidiaries and entities (collectively "Autoneum") are committed to the highest standards of integrity, sustainability and ethical conduct. Autoneum has no tolerance when it comes to unethical business behavior, such as bribery, corruption or any other illegal business practices. Therefore, all of its suppliers are required to act fairly and ethically, provide safe working conditions and use environmentally responsible practices whenever they provide Goods or Services for Autoneum.

Autoneum requires all suppliers to operate in accordance with the principles in this Code of Conduct for Suppliers (the "Code") and to comply with all applicable laws and regulations, the requirements set out in this Code and all contractual obligations towards Autoneum. This Code defines the main principles underlying the supplier's business activities and the supplier's conduct regarding labor and human rights, health and safety, environmental protection, ethics and management practices.

More specific guidance is available on www.autoneum.com.

Any violations of this Code may jeopardize the Supplier's business relationship with Autoneum, up to and including its termination. This Code applies to all Suppliers and their subsidiaries, affiliates and subcontractors (the "Suppliers" or each the "Supplier") providing Goods or Services to Autoneum.

I. OBEY THE LAW

The Supplier shall respect and comply with the laws and regulations in force in all of the countries in which it operates or acts in the market. If the legislation of any countries sets lower standards as outlined below, the Supplier shall follow the standards as stated in this Code of Conduct for Suppliers.

II. LABOR AND HUMAN RIGHTS

The Supplier shall treat all employees with utmost dignity and respect and shall uphold the highest standards of human rights. In particular, the Supplier shall:

- not accept any forced labor including human trafficking and any form of modern human slavery;
- refrain from any forced, bonded or involuntary prison labor. Employees shall be free to leave their employer after reasonable time;
- not tolerate inappropriate behavior such as gestures, language and physical contact with a sexual, coercive, threatening, abusive or exploitative character;
- refrain from employment discrimination based on gender, age, ethnicity, nationality, religion, marital status, disability or sexual orientation;
- not tolerate or use child labor in any stage of its activities other than in accordance with all applicable laws and regulations;
- compensate employees fairly under consideration of local wage regulations and/or collective agreements. In their absence, the wages shall always be high enough to meet the basic needs and to provide some discretionary income;
- undertake no deductions from wages as a disciplinary measure unless otherwise foreseen in national law;
- ensure that working hours, including overtime and days of rest, do not exceed applicable legal limits. In their absence, the weekly working hours shall not exceed 60 hours including overtime;
- ensure that employees are allowed at least one uninterrupted day off per week;
- ensure that work performed is carried out on the basis of recognized employment relationship established by national law and practice;
- as legally permitted, freely allow workers to join or form trade associations and bargain collectively without interference, discrimination, retaliation or harassment.

III. HEALTH AND SAFETY

The Suppliers employees' health, safety and well-being is important to Autoneum. The Supplier shall provide a safe and healthy work environment for all of its employees and shall integrate health and safety management practices into its business. In particular, the Supplier shall:

- identify, evaluate and manage occupational health and safety hazards through a prioritized process of hazard elimination, hazard substitution, engineering controls and/or administrative controls before personal protective equipment becomes a mandatory control;
- provide all employees with job-related, appropriately maintained personal protective equipment and instruction on its proper use;
- ensure that all employees receive health and safety trainings on a regular basis in the local language, or, if some of the employees do not speak the local language, in English or another suitable language;
- identify potential emergency situations and implement emergency plans and response procedures that minimize harm to life, environment and property;
- provide employees with reasonably accessible and clean dormitories, toilet facilities and potable water.

IV. ENVIRONMENT

Autoneum is committed to protect the environment. The Supplier shall conduct its business in an environmentally sustainable way. In particular, the Supplier shall:

- identify, label, manage, reduce, recycle and responsibly dispose of all substances;
- implement a systematic approach to identify, control and reduce waste of any natural products;
- identify, manage, reduce and responsibly control air emissions that pose a hazard to the environment;
- identify and manage potentially hazardous materials to ensure safe handling, movement, storage, recycling and disposal of such materials;
- obtain, keep current and comply with all required environmental permits and with all applicable environmental laws and regulations;
- reduce energy, water and natural resource consumption by implementing conservation and substitution measures.

V. MATERIAL COMPLIANCE

Autoneum is committed to comply with regulatory and customer requirements regarding the prohibition and restriction of substances, including hazardous substances and conflict materials. Suppliers shall ensure that the Goods provided to Autoneum are in compliance with all requirements covered under the scope of all relevant regulations. In particular, the Supplier shall:

- ensure that all substances used are in compliance with Autoneum's Compliance Process Manager tool (CPM tool; <http://v023a00007.atn-sap.os.itelligence.de/cpm/>);
- fully comply with the Dodd-Frank Wall Street Reform and Consumer Protection Act regarding "Conflict Minerals" as defined in Section 1502 as well as with any EU regulations on conflict minerals;
- comply with all applicable laws, regulations and standards (environmental regulations and request, critical and hazardous material and substances, REACH (EC 1907/2006), GADSL, IMDS, etc.);
- implement a policy regarding conflicted materials and respond in a timely manner to Autoneum's request for evidence of compliance with these requirements.

VI. BUSINESS ETHICS

Autoneum expects the highest standards of ethical conduct in all of its endeavors. The Supplier shall always be ethical in every aspect of its business, including relationships, practices, sourcing and operations. In particular, the Supplier shall:

- refrain from any and all forms of corruption, extortion and bribery and specifically ensure that payments or gifts to customers, government officials and any other party are in compliance with applicable anti-bribery laws;
- adhere to all applicable anti-corruption and anti-trust laws and regulations of the countries in which the Supplier operates, including the Foreign Corrupt Practices Act (FCPA) and other applicable international anti-corruption conventions and competition laws;
- record and disclose to Autoneum information regarding its business activities, labor, health and safety practices upon request;
- respect intellectual property rights, manage know-how in a manner that protects intellectual property rights and safeguard customer information;
- disclose to Autoneum information regarding potential conflicts of interest;
- adhere to international trade and export control regulations.

VII. INSPECTIONS

In order to ensure and demonstrate compliance with the Autoneum Code of Conduct for Suppliers, the Supplier shall keep record of all relevant documentation and provide supporting documentation to Autoneum on request. Autoneum reserves its right to audit and inspect the Supplier's operations and facilities at own cost and upon reasonable notice. If the results of such an audit or inspection show that the Supplier does not comply with the Autoneum Code of Conduct for Suppliers, the Supplier shall immediately take the necessary corrective actions as directed by Autoneum. Autoneum may support Suppliers in developing their capabilities and improving their performance. Non-compliance with the Autoneum Code of Conduct for Suppliers may lead to damage claims, suspension or termination of Autoneum's contractual relationship with the Supplier.
