

## Conflict of Interest Policy

### **1. Summary**

A conflict of interest exists when your personal relationships, interests or activities interfere, or appear to interfere, with your responsibilities and obligations to Aptiv. You are required to fully disclose and communicate any potential or actual conflict of interest that may affect, or appear to affect, your ability to make unbiased business decisions. This Policy will help guide you through some of the common situations where a conflict of interest can occur and provide you with guidance on how to disclose it.

### **2. Why Do We Need This Policy?**

Even the appearance of a conflict of interest has the potential to damage Aptiv's reputation as a company that conducts business with the utmost integrity. It is essential that you understand and follow this Policy to avoid or promptly report any conflict between your personal interests and those of Aptiv.

### **3. Who Must Follow This Policy?**

This Policy applies globally to all Aptiv employees and those who work on our behalf. Each of us has a responsibility to make sure that our practices are ethical, reasonable and consistent with the law and this Policy.

### **4. What Are The Key Principles of This Policy?**

#### **A. You Must Promptly Disclose Any Actual or Potential Conflict of Interest**

All employees have an obligation to promptly disclose any situation that could result in an actual or potential conflict of interest to the Global Legal and Compliance Team as soon as you become aware of it. This allows Aptiv the opportunity to evaluate the facts around the actual or potential conflict and manage it appropriately in accordance with our policies, Code of Conduct and the law.

For those employees who participate in the annual Ethical Business Conduct Questionnaire, which allows you to report any conflict or potential conflict that you have encountered, please remember that you must still promptly report any conflict or potential conflict as soon as it arises and should not wait until you receive the annual Questionnaire.

If you are unsure if a situation may create a conflict, you should speak to your supervisor, a member of the Human Resources staff or the Global Legal and Compliance Team, or contact the [Aptiv Drive Line – our Ethics Helpline](#).

## **B. Personal Relationships in Business**

Personal Relationships in business, such as family members who work for a customer or supplier, can create a conflict of interest if they interfere, or appear to interfere, with your ability to make business decisions objectively at Aptiv. “Personal Relationships” include but are not limited to:

- immediate family members, such as spouses, partners, children or parents;
- extended family members, such as aunts, uncles, cousins, nieces or nephews; and
- other close relationships (e.g., business, financial or romantic).

A conflict of interest may exist when someone with whom you have a Personal Relationship works for or owns a company that is a competitor, customer, supplier or has any business relationship with Aptiv. You should not participate in Aptiv’s selection process or management of suppliers or any companies that involve someone with whom you have a Personal Relationship.

## **C. Personal Relationships in Your Reporting Line**

Personal Relationships in your reporting line at Aptiv can also create a conflict of interest. You should not directly or indirectly supervise anyone with whom you have a Personal Relationship. You also should have no involvement in the hiring decision of anyone with whom you have a Personal Relationship. This type of conflict could create issues of real or perceived impropriety, bias, undue influence or favoritism.

## **D. Outside Employment or Business Ownership**

Outside Employment or Business Ownership can create a conflict of interest if it interferes, or appear to interfere, with your ability to make business decisions objectively or with the time and energy you devote to your role at Aptiv. “Outside Employment” includes but is not limited to performing work as an employee, a consultant, an independent contractor or a volunteer. “Business Ownership” is defined as owning a material financial interest in a company.

As a general rule, employees may not have Outside Employment at or Business Ownership in any company that competes with or does business with Aptiv. You should never take any opportunity that you become aware of through your work at Aptiv, to benefit yourself personally. This includes accepting personal services or payments from a supplier, customer or competitor.

Further, we expect our employees to devote their energy and attention to Aptiv business during scheduled work time. Your involvement in Outside Employment or Business Ownership should not interfere in any way with your role at Aptiv.

## **E. Board and Other Participation**

A conflict of interest may exist if you serve as a board member, officer or in an advisory role for a company, non-profit or charitable organization that competes with, does business with or seeks funding from Aptiv. Even if there is no conflict of interest involving a company or organization for whom you serve, you must ensure that no corporate assets, including the Aptiv name and logo, are used or referred to in connection with your service.

For information on charitable contributions by Aptiv, please consult the [Charitable Contribution Policy](#).

## **F. Government Participation**

A conflict of interest may also arise if you or someone with whom you have a Personal Relationship holds or runs for a government position or otherwise serves on a municipal or legislative board or agency, especially if the position may have jurisdiction over the interests of Aptiv.

As a reminder, when you participate in political activities, you are supporting your own personal views. For further guidance, please see the [Political Participation, Interacting with Government Officials and Lobbying Policy](#).

## **5. Policy Violations / Questions Regarding Policy / Speak Up**

Failure to adhere to this Policy may result in disciplinary action up to, and including, termination of employment.

If you suspect any potential violations of this Policy, or if you have any questions about this Policy, please contact any member of GLC Team or email us at [ethicsandcompliance.feedback@aptiv.com](mailto:ethicsandcompliance.feedback@aptiv.com). You can report your concern or ask any questions through [the Aptiv Drive Line – our Ethics Helpline](#), and you can do anonymously. You can contact the Drive Line electronically or via telephone. Aptiv will not tolerate any retaliation against anyone who has made a report in good faith.

## **6. How Do We Process Your Personal Information?**

In order to identify any actual or potential Conflict of Interest, Aptiv's annual Ethical Business Conduct Questionnaire may collect personal information from you, via a web-form, in accordance with applicable data protection law, and based upon our legitimate interest to process the personal data that you provide to us. We will retain personal data for only as long as is necessary to analyze the results of the Questionnaire, including any further investigation, processing or management of potential issues. We ensure that we limit the data that we collect from you to that which is necessary to achieve the purpose (i.e., to manage any ethical business conduct issues that may exist between Aptiv employees and those who do business with Aptiv,

in order to ensure we remain compliant with applicable laws, and Aptiv's policies, across our global business). The Ethical Business Conduct Questionnaire covers Conflict of Interest management as well other compliance areas (such as anti-corruption, gifts and entertainment, antitrust, insider trading, intellectual property, customs/trade or any potential ethical violations). To find out more about how we process your personal data at Aptiv, see the [Employee Privacy Notice](#).

## 7. Do We Have Any Related Policies?

Yes. For additional information, please review the [Speak Up and Anti-Retaliation Policy](#), [Charitable Contribution Policy](#) and [Political Participation, Interacting with Government Officials and Lobbying Policy](#)

## 8. Frequently Asked Questions

**Q1:** One of my customers asked if I would do some consulting work "on the side" for them. My contact said I could do the work on my own time and be paid hourly. Is it okay to accept this offer?

**A1:** No. As long as you are employed by Aptiv, you should not accept any form of outside employment opportunities with our customers, suppliers or competitors. Working for a customer, supplier or competitor of Aptiv could result in a conflict of interest or the appearance of a conflict.

**Q2:** I am in Sales and my husband just accepted a job working with one of our customers as an engineering manager. Is this a conflict?

**A1:** A Personal Relationship with someone who is employed by customer, supplier or competitor of Aptiv may create a conflict of interest. Given your role in Sales at Aptiv, your husband's role at a customer could pose a problem. You must disclose the situation to the Global Legal and Compliance Team so that Aptiv can fully understand whether your husband's role could affect your business decisions at Aptiv and if so, Aptiv can take the appropriate preventative measures to manage the conflict of interest.

**Q3:** I serve on the board of a cancer charity and will be soliciting donations from friends and family outside of Aptiv for an upcoming marathon. I recently found some outdated Aptiv stationery in the recycling bin and would like to use it for my letter writing campaign. Is this allowed?

**A3:** First, serving on the board of a cancer charity whose activities are unrelated to Aptiv business or that does not seek funding from Aptiv does not need to be disclosed unless you feel that such service may appear to be a conflict of interest. However, you may not use the Aptiv stationery, even if outdated, for your letter writing campaign since it creates the impression that Aptiv is supporting your charity. You must ensure that no corporate assets, including the Aptiv name and logo, are used or referred to in connection with your service with the charity.