

LISI AUTOMOTIVE CODE OF CONDUCT

LINK SOLUTIONS WITH INTEGRITY



Foreword

We strongly believe that managing our Company with ethics and integrity is key for both creating a positive working environment and making our Company a long-term success.

This Code of Conduct has been designed to help all of us understand our commitment to the Ten Principles of the United Nations Global Compact, to our Values, to key LISI AUTOMOTIVE and/or LISI Group policies and to our requirements for ethical conduct.

I'm counting on you to uphold our continued commitment to make LISI AUTOMOTIVE an ethical, reliable and successful company, and a great place to work.

François Liotard
Chief Executive Officer

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Our Commitment to the Principles of the United Nations Global Compact

The UNITED NATIONS Global Compact brings together a large number of companies from all over the world in the joint commitment to implement ten principles concerning human rights, labor rights, environment and anti-corruption. LISI AUTOMOTIVE has been a participant of the UN Global Compact since 2007, and LISI (i.e. the overall LISI group) joined in 2017.

Through its membership of the Global Compact, LISI Group signals its commitment to supporting the application of the 10 Principles of the UN Global Compact.

The Ten Principles of the UN Global Compact

Principle 1: Businesses should support and respect the protection of internationally proclaimed human rights; and

Principle 2: make sure that they are not complicit in human rights abuses.

Principle 3: Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;

Principle 4: the elimination of all forms of forced and compulsory labor;

Principle 5: the effective abolition of child labor; and

Principle 6: the elimination of discrimination in respect of employment and occupation.

Principle 7: Businesses should support a precautionary approach to environmental challenges;

Principle 8: undertake initiatives to promote greater environmental responsibility; and

Principle 9: encourage the development and diffusion of environmentally friendly technologies.

Principle 10: Businesses should work against corruption in all its forms, including extortion and bribery.

Our Values

Our Customers

Customer satisfaction is the main guarantee for our future. Our commitment is to offer the market the best combination of products and services, in terms of technical solutions, total quality and competitiveness. We support our customers in their development and offer them innovative solutions to their problems.

Our Employees

Our employees are our main assets. Their involvement is at the heart of the LISI system. Their dynamism, commitment and competence are the foundations of our success. We encourage teamwork. We place high value on safety, mutual respect, realism, commitment and responsibility. We promote initiative, professional development and continuing vocational training for all.

Our Suppliers

Our suppliers are essential factors in our development. We always look to establish lasting, demanding and rigorously fair relations with our suppliers.

Our Shareholders

Our shareholders provide us with the resources indispensable to our development. We focus our actions on increasing the value of the Company through a policy of selective and profitable growth. Driven by a desire for constant agility, we are constantly looking for the right adaptation of our resources to our needs.

Rigor & Integrity

We prioritize the long term, in accordance with our strategic development plan. We always act with fairness and integrity. We respect laws and regulations and are committed to protection of the environment. All our decisions take into account our corporate and social responsibilities.

Excellence & Anticipation

We are a total quality company. We permanently measure our results, and we are determined to achieve Excellence in every domain of the Company through continual improvement. We regularly assess internal and external risks and take all necessary measures to protect our customers, employees and shareholders.

Applicability of our Code of Conduct

Our Code of conduct applies to all employees, managers and general managers of LISI AUTOMOTIVE and its affiliates, as well as to our suppliers.

Unless expressly stated otherwise, references to “you”, “employees” or “we” are meant to include all members of these groups.

We expect that suppliers will uphold these ethics & integrity standards and cascade them down their own subcontractors and suppliers.

While we believe that our Code is valid in all countries in which we operate, there may be instances where the Code of Conduct is inconsistent with local and/or national law.

If a local or national law conflicts with a provision of the Code, the Company and its employees must comply with applicable law.

Some sites or countries may have policies and practices that impose stricter requirements than this Code of Conduct; the same may be true of local law. In all such instances, the stricter policy, practice or law must be followed.

If a less strict local rule or practice conflicts with our Code of Conduct, LISI AUTOMOTIVE expects local management to follow any necessary steps to converge on the provision of the Code at the earliest opportunity.

When in doubt, ask

While our Code of Conduct cannot address every issue of conduct or ethics that may arise, in many cases its principles should point to an answer.

If you are not sure if something raises an ethical issue, one way to give you a “gut check” is to answer the following questions:

- Is my decision consistent with our Values?
- Would I be comfortable telling my supervisor and my co-workers what I did?
- Would I be comfortable with my action (or inaction) being made public inside and/or outside the company?

When in doubt, each of us should ask and/or seek advice about the right course of action.

Consider potential consequences of failure to comply

Violations of this Code, of Company policies or of relevant laws by any employee may seriously damage the reputation of both the employee and the Company.

It could also be deemed to constitute serious misconduct and may be subject to:

- internal disciplinary actions, up to and including termination,
- as well as to criminal or civil penalties.

Dignity & Respect

Human rights & Labor standards

We recognize the dignity of each individual. We will never use child labor, and we have a zero-tolerance policy regarding the employment of children.

LISI AUTOMOTIVE sets a minimum age of 15 for apprentices and 18 for any other employment contract.

We will never use forced or involuntary labor.

We comply with applicable laws that recognize and respect the rights of employees to freedom of association and collective bargaining.

We provide compensation and benefits that comply with applicable laws. We also comply with local laws regarding working hours, including overtime.

Equal opportunity

We prohibit any form of discrimination.

We base our decisions only on relevant considerations, such as the individual's qualifications and abilities; never on age, gender, religion, ethnic or national origin, pregnancy, disability, sexual orientation, or any other characteristic protected by applicable law.

We respect one another

We must at all times:

- Speak respectfully to colleagues and other employees;
- Refrain from using abusive and/or disrespectful language;
- Refrain from displaying aggressive behavior when faced with an undesirable or frustrating situation;
- We should not say or do anything that could offend, intimidate or embarrass any other person, whether in jest or not.

Teamwork & Diversity

We promote an open and trust-based dialogue with employees.

We respect and value the diversity reflected in our various backgrounds, experiences and ideas.

We are not permitted to refuse to work or cooperate with others because of characteristics such as age, gender, religion, ethnic or national origin, pregnancy, disability, sexual orientation or any other characteristic protected by applicable law.

Cooperation with labor representatives

For LISI AUTOMOTIVE, trust and close cooperation with employee representatives is a key component of our corporate responsibility.

Mutual trust and cooperative relations are based on an open and constructive dialog characterized by mutual respect.

We ban sexual harassment

LISI AUTOMOTIVE bans unwelcome sexual advances or physical contact, sexually oriented gestures and statements, and the display or circulation of sexually oriented pictures, cartoons, jokes or other materials.

We ban bullying as well as hostile work environment

We do not tolerate any form of behavior that encourages or could create a hostile work environment.

No employee should be subjected to physical or verbal abuse, bullying or other unlawful harassment, either from management, another employee or from a third party.

Non-retaliation policy

We prohibit retaliation against any employee who rejects, protests, or complains in good faith about sexual harassment. This principle also applies to bullying.

Health, Safety & Environment

Our Safety Commitment

LISI AUTOMOTIVE has a firm commitment to its employees to provide a safe and healthy place of work. Safety is a core value that is integrated into everything we do.

All employees shall promote safety and health in their work environment and comply with safety standards. To achieve the targeted Safety level, we must be constantly vigilant, careful and exemplary.

Alcohol & Drugs

Working under the influence of drugs or alcohol can create a safety hazard and affect our judgment. That is why we prohibit employees from working under the influence of these substances.

LISI Safety Golden Rules

We all know the LISI Safety Golden Rules and act as role models.

Violence-free workplace

We are committed to the prevention of any acts or threats of violence in our workplace. Individuals who engage in violence or threats of violence may be subject to disciplinary action, up to and including termination of employment.

No Weapons policy

The possession or use of any weapons, including, but not limited to, knives, handguns and martial arts weapons, regardless of whether a license has been issued, is prohibited while at work.

This prohibition does not apply to knives or other cutting tools which are required, permitted or provided by the company as part of the individual's job assignment or intended to be used as tools.

Unless both local law and site policy expressly permits possession of a weapon in a locked personal vehicle, we may not possess any weapon or any component of a weapon (e.g. ammunition) while on company property, which includes buildings, parking lots, walkways and any other property that LISI AUTOMOTIVE owns, leases or occupies.

Commitment to the Environment

We undertake to protect the environment and to comply with all our environmental policies and legal requirements everywhere we operate.

We identify, control and endeavor to reduce emissions, waste and inefficient use of resources and energy.

We measure and periodically review our progress and strive for continuous improvement.

We are an ISO 14001 certified company.

Day-to-day commitments

We each follow the applicable environment policies when managing, using and disposing of hazardous materials and chemicals.

We strictly respect waste sorting policies.

When leaving rooms and workspaces, we turn off lights, heating, air conditioning and machines that are using energy unnecessarily.

Commitment to our Customers

Being an outstanding Supplier

We are committed to being an outstanding provider of products and solutions to our customers.

We are expected to comply with all quality standards that govern our activities.

Integrity of Quality control

When inspection, quality control or testing is required to confirm compliance with specifications, there will be no misrepresentation of data or falsification of records.

Commitment to building Trust

Complying with the Law

We operate our activities honestly and equitably, in accordance with applicable laws and regulations.

This includes, but is not limited to:

- Respect of intellectual property rights
- Customs, trade and export control laws and regulations
- Anti-trust and anti-competition laws and regulations
- Anti-corruption laws and regulations (see further)

Accurate Reporting and Recordkeeping

We have a duty and a legal obligation to make sure that the information we submit in all Company reporting and records is complete and accurate.

This includes, but is not limited to, all the information we provide in the following reporting and records:

- Accounting and finance
- Key performance indicators (KPIs)
- Time & attendance and payroll
- Travel and expenses

Conduct on social media

While social media create new opportunities for communication and collaboration, they also bring additional responsibilities that we must know and follow.

The following guidance covers all forms of social media, including but not limited to:

- Social networking sites (e.g. Facebook, Twitter, WeChat, etc.)
- Professional networking sites (e.g. LinkedIn)
- Photo and video sharing websites (YouTube, Instagram, Youku, etc.)
- Comments sections of blogs, web forums, etc.

In your personal social media interactions, act responsibly and be careful to protect our reputation at all times.

Personal use of smartphones and/or social media while at work affects our concentration and can therefore have a negative impact on both safety and productivity. This is the reason why personal use of internet and/or social media while at work, whatever the device (i.e. personal or professional), must be minimal.

For any legitimate reason (safety, concentration on work, quality requirements, availability to others, quality of service, etc.) site/plant managers may decide to implement a stricter policy, and to ban for instance the use of personal smartphones during working hours.

When you are using social media (even outside working hours) and identify yourself as a LISI AUTOMOTIVE employee and/or post comments concerning the Company, please remember and respect the following:

- Be responsible for what you write, publish and share
- Never disclose confidential information about the LISI Group, LISI AUTOMOTIVE, our customers and/or suppliers
- Make clear that any views expressed are your own and not those of LISI or LISI AUTOMOTIVE
- Avoid any defamatory, offensive, threatening and/or insulting content
- Do not publish and/or forward pornographic and/or violent content
- Be respectful of your colleagues and all persons associated with LISI and/or LISI AUTOMOTIVE, including customers and suppliers
- Keep in mind that our policy on discrimination and harassment applies to social media sites
- Unless prior and formal approval is obtained from LISI or LISI AUTOMOTIVE General Management, never post documents, parts of documents, images or video or audio recordings that show or describe LISI's or LISI AUTOMOTIVE's interiors or LISI AUTOMOTIVE's processes, products or people

Any action that fails to meet this guidance may be deemed to constitute serious misconduct or gross negligence.

Protecting confidential information & personal data

We protect Confidential Information

Some of the information you receive in the course of your work is confidential.

You must protect and prevent the disclosure of any confidential information that LISI AUTOMOTIVE entrusts to you, except when disclosure is authorized or legally mandated.

Confidential information includes all proprietary or non-public information that might be useful to third parties or harmful to the Company, if disclosed.

Examples can include business concepts, trade secrets, lists of leads or prospects, business and product plans, information about business methods, computer programs, customer and employee information and more.

You may not use any confidential information for your own benefit or the benefit of persons inside or outside LISI AUTOMOTIVE.

Your obligation to protect from disclosure any confidential business information acquired during your service with LISI AUTOMOTIVE continues even after you leave the Company until said information becomes public.

You must not disclose any confidential LISI AUTOMOTIVE information to a new employer or to third parties after you leave the Company.

You also may not disclose your previous employers' confidential information to LISI AUTOMOTIVE management or employees.

Protecting Personal data

Personal data is any information relating to a directly or indirectly identifiable person, such as the person's name, address, email, salary, personal address and family situation.

We recognize the importance of the protection of personal data as regulated by the European Global Data Protection Regulation (GDPR).

Data protection principles

Collected personal data must be:

- Processed fairly and lawfully;
- Obtained for specified, explicitly defined and justified purposes;
- Adequate, relevant and not excessive in relation to the purposes for which it is collected.

We only authorize access to these data to individuals who have a Need-to-Know the data to perform their duties.

Employees' rights

Employees have the right to access and to rectify their personal data.

In some circumstances, employees even have a right to erasure, for instance if the data was unlawfully collected and/or generated, or if the data is no longer necessary in relation to the purposes for which it was collected.

These rights may only be exercised in a reasonable and legitimate manner, and must not, under any circumstances, be abusive.

For more information on employees' rights, see the Data Protection and/or Ethics & Compliance section of the LISI Group website: <https://www.lisi-group.com>

Use of Company resources & assets

We each have a duty to protect the Company's assets from misuse, waste, abuse, theft and loss and to ensure their efficient use for business purposes. All LISI AUTOMOTIVE resources and assets should only be used to conduct LISI AUTOMOTIVE business or for purposes authorized by LISI AUTOMOTIVE management.

LISI AUTOMOTIVE permits incidental and occasional personal use of computer, printer and communication devices, but said use should be minimal.

However, it is never permissible to use Company IT and communication devices to visit Internet sites that feature sexual content, violence or gambling, that advocate intolerance of others, or that are inconsistent with LISI AUTOMOTIVE Values and business interests.

It is also inappropriate to use said devices in a manner that impacts concentration on work and productivity.

Supplier relationship

Suppliers deliver a significant proportion of the value of LISI AUTOMOTIVE's products, and thus play an important role in customer satisfaction.

We strive to build long-term relationships with our suppliers.

We require our suppliers and their subcontractors to comply with our Code of Conduct, or similar standards, and to comply with the Ten Principles of the UN Global Compact.

We will only enter into supplier agreements with companies deemed to have demonstrated a record of and a commitment to integrity.

Our suppliers are expected to responsibly source the raw materials used in their processes and products.

Suppliers are expected to ensure that products or materials supplied to LISI AUTOMOTIVE do not contain metals derived from so-called "conflict minerals" (i.e. minerals originating from conflict regions that directly or indirectly finance or benefit armed groups) or their derivatives.

Everyone involved in supplier selection and supplier management is responsible for ensuring that supplier relationships are handled in an equitable and compliant manner.

We each have a duty to make certain that any issues with suppliers are professionally dealt with at all times, and that our selection of suppliers is based solely on what is best for the Company.

We will never be influenced by gifts or favors of any kind from suppliers or potential suppliers.

Anti-corruption

We comply with the LISI Group Anti-Corruption Code of Conduct

LISI, because of the values it upholds, has always been committed to fighting all forms of corruption or influence-peddling, which are harmful to its business.

To formalize its commitment, LISI Group has developed an Anti-Corruption Code of Conduct.

LISI AUTOMOTIVE is committed to fully comply with the LISI Group Anti-Corruption Code of Conduct.

Definition of Corruption

Corruption consists of soliciting or accepting, either directly or indirectly, for oneself or for others, offers, promises, gifts, presents or any other benefits in order to obtain or retain business, direct business to any person, or otherwise gain an improper advantage.

It also includes performing an act within the framework of one's function, mission or mandate or facilitating an act through one's function, mission or mandate, in exchange for or in consideration of any form of personal benefit or benefit for the Company.

Influence-Peddling

Influence-peddling consists of using one's capacity or influence, whether real or alleged, in exchange for money, other things of value or favors to influence a decision that will be made by a third party.

Bribery

Bribery is a form of corruption. It is often materialized by envelopes with cash or transfers to hidden accounts. It can also be in the form of a thing of value given as a present, such as a trip or other luxury item.

Gifts, Meals & Entertainment

Gifts, meals and entertainment used as a means of influencing a decision are considered acts of corruption.

If there are opportunities to be proposed gifts, meals and/or entertainment, the following principles should be followed:

- There should be nothing in return;
- There should be full transparency with regard to your management;
- The only gifts we can accept are low value advertising items such as: calendars, imprinted pencils, memo pads, etc.;
- Accepting an occasional meal or entertainment in the normal course of business relations is permitted provided that:
 - the meal or entertainment has a prevailing business character,
 - a representative of the host is in attendance,
 - the meal or entertainment is of reasonable value as judged by management,
 - the meal or entertainment neither violates other provisions of our Code of Conduct nor can harm the Company's reputation (e.g. adult entertainment),
 - the cost of travel or accommodation, if any, is not borne by the inviting party.

In case of doubt regarding the value and/or the acceptability of a gift, meal or entertainment, you should refer the matter to your management.

Gifts or invitations that cannot be rejected in the interest of the business relationship must be collected to be equitably shared amongst the whole staff as per site/plant manager guidance (e.g. shared by drawing lots or used for official and transparent employee recognition initiatives).

The granting of gifts and/or entertainment to third parties (representatives of customers or potential customers and any other external partners or authorities) requires formal and prior approval from the General Manager of the Business Group or Corporate function concerned.

This rule does not apply to promotional/advertising material (imprinted pens, notepads, calendars, etc.), provided that the given object does not create an obligation to reciprocate.

Conflict of Interest

A conflict of interest arises when an individual's personal interest is directly in conflict with the interests of LISI and/or its subsidiaries, and said individual is a decision-maker or has a direct influence on the decision.

Facilitation Payments

Facilitation payments are payments meant to facilitate certain administrative procedures. This type of payment to obtain consideration is strictly prohibited.

Business Relations

Any commercial transaction generating payment against the delivery of a product or service must be evidenced by an invoice. No documents may be forged. No misleading or artificial data may be entered into LISI's accounting records.

Customer & Supplier Communication

The LISI Anti-Corruption Code of Conduct must be mentioned in the terms and conditions of sale or purchase included in any contract.

Third parties

The anti-corruption policy applies to both direct payments and indirect payments. Payments made or received through a third party such as a consultant or a distributor are also in violation of the policy.

For more information

For more information about the LISI Group anti-corruption Code of Conduct, see the Ethics & Compliance section of the LISI Group website: <https://www.lisi-group.com>

Raising Concerns

Integrity, a shared Responsibility

We wish to be respected for honesty and unquestioned integrity.

Even a perception of less than the highest ethical standards by any LISI AUTOMOTIVE manager, general manager or employee can damage the reputation of our Company and/or cause considerable harm to all of us.

Raising Concerns

If you have a reasonable concern that there has been or could be a violation of our Code of Conduct, you have a duty to report it through one of the resources available to you.

Generally, you should have recourse to these resources in the order in which they are listed hereinafter.

However, if you have a valid reason not to use a particular resource, such as concerns about confidentiality or the involvement of your supervisor and/or manager in the specific issue, you may skip one or more of these resources.

Available Resources

1. Your supervisor and/or manager
2. Your site/plant manager and/or Human Resources (HR) department
3. The General Manager of your Business Group or Corporate function
4. LISI AUTOMOTIVE Central HR or Legal department
5. LISI Group Ethics Whistleblowing system
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LISI Ethics Whistleblowing system

The LISI Ethics Whistleblowing system is accessible via the Ethics & Compliance section of the LISI Group website: <https://www.lisi-group.com>

The system accepts reports in the languages of the countries where LISI Group operates. It can be used by employees or third parties (suppliers, customers and any other interested parties).

What should not be reported through LISI Ethics Whistleblowing system?

Do not use the system to report events presenting an immediate threat to life or property. Reports submitted through this service might not receive an immediate response. If you or someone else require emergency assistance, please contact your local management, emergency services and/or, if necessary, local authorities.

How does the Whistleblowing system work?

When contacting the system through the LISI Group Website, you will be asked to enter your first name and last name and a valid email address, either professional or personal.

You will then be sent two automatically generated emails:

- a first email containing a concern report number,
- a second one giving you a password, and the link to be used to access the electronic report form.

Your report will be forwarded securely and confidentially by the system to the LISI Compliance team.

The LISI Compliance team will come back to you through the system, again by confidential and secure channel. If necessary, the Compliance team will assign an experienced professional (HR, Legal, experienced Manager etc.) to investigate reported or alleged misconduct.

Unless you accept the waiving of confidentiality, your identity will not be revealed. However, bear in mind that in some cases, investigation is almost impossible if the identity of the reporting person cannot be revealed.

Based on the investigation results, appropriate decisions will be taken and implemented with the support of the appropriate management, HR department and/or legal support.

Can we report concerns anonymously?

Firstly, the anonymous reporting of concerns is not part of LISI culture. Secondly, investigation is likely to be more efficient and effective if a direct discussion with you (i.e. by phone or face to face) is possible.

For these reasons, LISI has opted for a non-anonymous whistleblowing system. When raising a concern, you will be asked to enter your first name and last name and a valid email address.

If hesitating to report a concern

If hesitating, you should know that our anti-retaliation policy (see hereinafter) guarantees strong protection to people reporting integrity concerns in good faith.

Bear in mind also that your identity will not be revealed unless you accept the confidentiality to be waived.

Prohibition against Retaliation

We will never tolerate retaliation against anyone for raising a concern in good faith.

Retaliation for good-faith reporting of suspected violations is itself a violation of this Code.

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**Thank you for your commitment to help us preserve our
integrity and shared reputation!**