

SUPPLIER CODE OF BUSINESS CONDUCT

Our Global Commitment to Integrity

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Introduction

Dana is committed to doing business in an ethical manner and with respect for our people and the communities in which they live. We believe that this commitment will benefit our customers and other stakeholders affected by Dana’s activities. For many reasons, it is, quite simply, the right thing to do. We recognize, however, that Dana is but one link in a supply chain to the end user that is long and global. Therefore, it is essential that our suppliers also understand and appreciate the standards of business conduct that are expected of any company that does business with Dana.

This code of conduct identifies our expectations concerning business conduct that are essential for companies that do business with Dana. We also believe that these standards will serve to advance the performance of our companies to our mutual benefit. Therefore, compliance with Dana’s Supplier Code of Conduct is a mandatory component of all Dana purchase contracts.

We appreciate your thorough review of the standards set forth in this document.



Respect for People

Dana suppliers must abide by all applicable employment laws. We believe each individual person should determine whether employment is in their best interests. We believe that children should not be placed in a position of making this determination. Therefore, Dana does not allow the use of labor by children under the age of sixteen unless as part of a government authorized job training or apprenticeship program that would clearly be beneficial to the individuals participating.

Our suppliers may not use, facilitate, or participate in any forced or involuntary labor in any form, including human trafficking or physically abusive disciplinary practices. Dana's suppliers must strive to respect human dignity and never engage in human rights abuses.



A. Wages: Dana also expects its suppliers to provide employee wage and benefit levels that – as a minimum – satisfy basic needs in light of local conditions. Suppliers must abide by all applicable laws related to limits on regular and overtime working hours and compensation.

B. Ethical Recruitment: Dana expects its suppliers to engage in ethical recruiting practices. Suppliers must not mislead or defraud potential workers about the nature of their work. Suppliers cannot request employees to pay recruitment fees or deny them access to documents for passports or other government-issued identification.

C. Employees Right to Freedom of Association: Suppliers should promote activities in the best interest of employees and provide them with a process where their voices can be heard without fear of intimidation, retaliation, or harassment. We also expect our suppliers to respect freedom of association of its employees in accordance with local laws.

Safe and Positive Workplace

Dana expects its suppliers to provide its employees with a safe and healthy work environment and to abide by all applicable health and safety laws and regulations. This includes compliance with all Dana safety and security requirements when visiting our locations, which may be more stringent in some cases.

Dana supports a proactive approach to managing workplace safety and health by finding and fixing hazards before they cause injury or illness. Suppliers should be committed to addressing all safety risks to prevent injuries and job-related illnesses. We believe that a diverse workforce – one that includes a wide variety of skills, backgrounds, and perspectives is critical to our success and fosters creativity and enthusiasm. We expect our suppliers to encourage a positive, diverse, and inclusive workplace by not tolerating harassment, abusive conduct, bullying, or discrimination, including those involving race, color, religion, sex, pregnancy, childbirth, or related medical condition, national origin, sexual orientation, gender identity, age, disability, or any other characteristic protected by law.

Dana strongly encourages third party certification to the ISO 45001:2018 standard.



Environmental Protection and Sustainability

Dana expects its supplier to share Dana's commitment to environmental protection as set forth in Dana's Environmental Policy [found here](#).

Dana strongly encourages a third-party certification to the ISO 14001:2015 standard.

We expect our suppliers to draft and implement an Environmental Policy that serves as the foundation for their environmental and sustainability program and include commitments to:

- I. abide by all local environmental laws and regulations and implementing a robust compliance review / corrective action process to ensure ongoing compliance.
- II. implement, conform to, and manage their Environmental Management System and associated objectives, targets, and improvement plans, continually improving their performance toward minimizing the environmental impact of their operations on their employees and communities with following key focus areas:
 - a. Reducing their generation of on-site air emissions by focusing on process efficiencies, product substitution, reductions in fuel combustion, and effective filtration methods.
 - b. Improving their Scope 1, 2, and 3 greenhouse gas (GHG) emissions within their facilities and upstream and downstream value chains through a communicated reduction target and timeline. Dana strongly encourages the formation and adherence to science-based targets.
 - c. Reducing their water consumption, especially within water-stressed areas, by implementing water conservation and reuse programs.
 - d. Reducing their waste generation by focusing on the 4Rs of environmental management; removing, reducing, reusing, and recycling.

Product Content

We expect our suppliers to use responsible chemical management practices that conform to all legal and regulatory requirements and which also satisfy Dana's product content rules, including but not limited to:

- End of Vehicle Life (ELV) and International Material Data System (IMDS)
- Registration, Evaluation, Authorization, & Restriction of Chemicals (REACH)
- Substances of Concern in Articles or Products (SCIP)
- California Proposition 65 (Prop 65)
- Toxic Substance Control Act (TSCA)

We expect our suppliers to cooperate fully with Dana to satisfy these and other product content, recycling, environmental, sustainability, and health protection initiatives.



Conflict Minerals and Other Product Origin Obligations

Dana is committed to compliance with U.S. laws related to use of “conflict minerals”. The definition of “conflict minerals” refer to gold, as well as tin, tantalum, and tungsten, the derivatives of cassiterite, columbite-tantalite, and wolframite, regardless of where they are sourced, processed or sold. The U.S. Secretary of State may designate other minerals in the future.

As a Dana supplier, you are expected to comply with all applicable laws and respond to all requests for information related to a product’s content and origin. Suppliers should identify risks and take appropriate actions to minimize them when sourcing materials, including risks related to financing of armed conflicts, human rights violations, unethical business conduct, or environmental damage.



Product Safety

Dana is committed to providing safe and high-quality products and services. We expect our suppliers to help us meet this expectation. Suppliers shall provide high quality, safe and effective goods and services that are in full compliance with applicable customer, industry standards, and regulatory requirements. Dana expects that appropriate risk assessment and mitigation techniques are applied to production processes, and where suppliers are wholly or partially design responsible, to the design processes and outputs as well. Involvement of embedded software or E/E applications also requires supplier collaboration and support for the achievement of any applicable safety goals as defined.

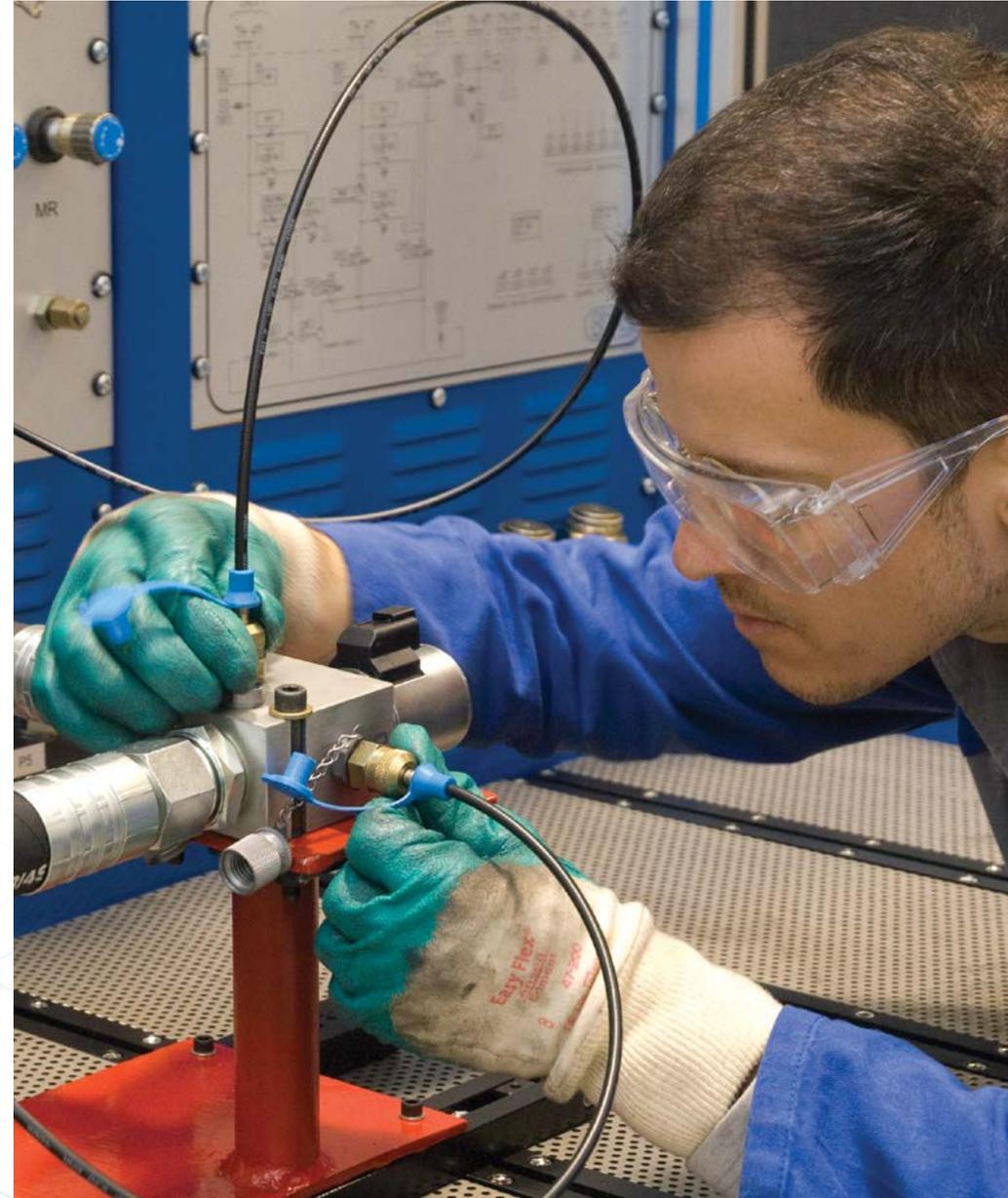
Dana will actively monitor the safety and quality of products and services provided by suppliers, including during development activity as applicable. Moreover, Dana expects its suppliers to accept responsibility for defects attributable to their products and services. Dana also expects suppliers to always be forthcoming with Dana when it comes to product quality and safety and to never manipulate or conceal pertinent data that may result in a quality or safety related issue. It is the obligation of every Dana supplier to inform Dana immediately if a question concerning safety arises related to products or services provided.



Gifts, Favors and Entertainment

Dana will select its suppliers on the basis of total value, including quality, price and services offered. You must not try to unfairly influence a Dana employee through inappropriate gratuities. Dana policy restricts employees from giving or receiving of gifts, favor or entertainment that is of significant value (greater than US\$100). Therefore, you must ask your Dana representative if any potential gift or entertainment is allowable and approved under Dana's policies. If a Dana person solicits you for a gift or a favor, you should report that matter to the Dana Office of Business Conduct.

Requests for clarification can be emailed to DanaOfficeofBusinessConduct@dana.com.



Improper Payments

It is Dana policy that bribes, kickbacks, or other improper payments may not be offered or paid directly by or on behalf of Dana anywhere in the world to any officer, agent or employee of any customer, supplier, or competitor, or to a third party if you know or have reason to suspect that any part of the payment will be given or offered as a part of an improper payment. This includes, but is not limited to, payments to government officials. If you are acting on Dana's behalf in any manner, you must comply with this policy. If you are performing services for Dana, you may be required to certify and provide evidence of your understanding and compliance with this policy. Suppliers are expected to familiarize themselves with Dana's Anti-Corruption Compliance Manual, [which is available here](#).



Conflicts of Interest

A conflict of interest occurs when private interests, personal relationships or the prospect of personal gain influence judgment or actions. You must disclose any situation that could create a conflict of interest concerning a Dana employee in their dealings with your company. Dana management will determine whether the Dana employee may be involved in business activities involving your company, or if other protective measures must be implemented. Disclosure should be made to the Dana Office of Business Conduct at the earliest opportunity regardless of whether the situation is one which ultimately is found to be acceptable.



Handling Confidential Information

Any information provided to you by Dana as part of your business activities must be considered to be proprietary and not disclosed to any third party without Dana's prior written approval and in accordance with any applicable Non-Disclosure Agreement and applicable contract terms and conditions. Disclosure to sub-suppliers may occur only with Dana's prior written approval and with an appropriate agreement, protective measures, and similar restrictions.



Negotiate Fairly and Honestly

Information provided to Dana during the course of negotiations or otherwise must be accurate. You must not attempt to improperly influence the course of negotiations through any deceptive means. You must abide by all laws and regulations that may affect our business together, including laws related to fair competition and trade practices.

Suppliers are expected to:

- Compete fairly for business, based on the quality of their products and services. Never enter into any kind of agreement – whether formal or informal – to limit competition when it comes to price, credit terms, discounts, service, delivery, production capacity, product quality, or costs.
- Participate fairly in the competitive bidding process. If you are involved in proposals, bid preparations, or contract negotiations, be certain that information given is accurate.
- Market fairly. In talking with customers – whether in person or through our advertising, marketing, or sales materials – provide only truthful information about your products. Do not make false or illegal claims about competitors.
- Negotiate honestly and comply with applicable legal requirements, with special attention paid to contracts involving government contracts.



International Trade

Dana and its suppliers have the privilege of serving customers and conducting trade around the world. As a Dana supplier, you must follow the laws that apply to your business, no matter where in the world you operate.

- Know the laws that affect you. For imports and exports, follow U.S. law, customs duties and restrictions, and the trade laws of the countries where you are doing business.
- Know who is involved in every transaction and how payments will be made.
- Document imports and exports accurately. Be aware of any special requirements, and always include proper labeling, documentation, licensing, approvals, final destination, and use.
- Watch for money laundering, or the act of hiding funds earned through criminal activity (like drug trafficking or terrorist activities) by running them through a legitimate business like ours.



Compliance

Compliance with these standards is the ethical responsibility of our suppliers and is a mandatory component of doing business with Dana. These standards are designed to be beneficial for both the supplier and Dana. Supplier's performance may be monitored through surveys, questionnaires and/or audits. Failure to abide by this document may result in various responses by Dana including prohibition from future sourcing activities and business awards, and the referral to law enforcement authorities if the circumstances warrant. Dana expects suppliers to cooperate in any monitoring activities whether conducted by Dana, a Dana customer or a third party. Dana expects that its suppliers ensure compliance with this document by their direct and indirect sub-suppliers.

Questions and Concerns

If you have any questions or concerns related to any of the matters identified in this code of conduct, please contact purchasing analytics at PurchasingAnalytics@dana.com or you may contact Dana's Office of Business Conduct in the USA at 1-877-261-2560 or at DanaOfficeofBusinessConduct@dana.com.

Thank you for your support.

