



Supplier Code of Conduct

The following Supplier Code of Conduct sets out the principles we apply internally at Martinrea, as well as expectations we have for every company that supplies goods or services to any Martinrea entity. We expect the standards set out in this document to be met by our suppliers, even in jurisdictions where meeting such standards may not be considered part of the usual business culture.

At Martinrea, we set high ethical standards for ourselves and our suppliers. Martinrea's suppliers, vendors, consultants, agents or any other third party engaged to carry out any action on our behalf ("suppliers") must always act with integrity by obeying the letter and spirit of laws, regulations, standards (together, "laws") and Martinrea policies that apply to them, wherever they do business. They should, in turn, also require that their suppliers abide by the principles of this Code.

Policies

While the laws that apply to our suppliers are numerous and vary by jurisdiction, some important principles that must be followed can be found in some of Martinrea's corporate policies, such as:

Martinrea's *Code of Conduct and Ethics*, which sets out that we will:

- act honestly and ethically
- comply with all applicable laws, rules and regulations
- not use confidential information acquired as our role with the company
- avoid conflicts of interest
- not take any opportunity that belongs to the company
- promptly and accurately provide all information to allow the company to comply with its public disclosure obligations
- report known violations of the *Code* and not permit retaliation of any kind for reporting violations

The *Health, Safety and Environmental Policy* requires that we:

- not use child or forced labor
- promote our employees' material well-being by providing competitive compensation and benefits that comply with applicable laws
- respect employee's right to associate freely and bargain collectively
- comply with applicable laws regulating hours of work
- not discriminate on the basis of gender, race, color, creed, religion, age, national origin, sexual orientation, gender identity, disability or veteran status
- maintain a healthy and safe work environment
- work constructively with local communities and indigenous people
- do not accept or offer illegal payments, bribes, kickbacks or other things to secure work or influence business decisions
- conduct business in manner that provides responsibly for the protection of health and the environment

Martinrea's *Antitrust Compliance Policy* provides that although we compete vigorously, we also respect free and fair competition and expect the same of our suppliers. Suppliers must comply with all applicable antitrust and competition laws and cannot engage in any act that improperly reduces competition. Examples of such prohibited acts include agreeing with competitors to fix prices, set discounts or terms of sale, limit production, divide markets, allocate customers, coordinate bidding activities, or boycott customers and suppliers. In some jurisdictions, the mere exchange of sensitive commercial information is illegal.

When requested, our suppliers are required to provide data and reports using a defined reporting tool and structure, in the form we request, regarding their use in their products of minerals such as gold, tin, tungsten and tantalum originating in a number of designated countries. Furthermore, suppliers may be required to request similar information of their suppliers to establish the origin of such minerals, and to provide their findings to us.

In addition, we expect our suppliers to comply with all applicable laws that prohibit or restrict business relationships with sanctioned countries, entities or persons.

Implementation

This Supplier Code of Conduct forms an integral part of our overall contractual relationship with you and it is important that you, and your employees, understand it well. Suppliers are expected to conduct their business in minimum compliance with all of the above. Martinrea reserves the right to audit the Supplier's compliance.

In addition, we expect our suppliers, and their employees, to speak up promptly in the event that, in the course of working for Martinrea, they learn of a violation of the law or this Code, either by the supplier itself or by Martinrea employees.

Depending on the circumstances, Martinrea may take a range of actions to remediate a failure by a supplier to comply with this Code, for example by suspending business with the supplier until corrective measures have been implemented or by terminating the relationship with the supplier.

Should you have any questions about this Code or about how it should be applied in day-to-day business, please contact your purchasing representative.