OUR WAY
THE CLARIOSS CODE OF ETHICS
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Our Way
The Clarios Code of Ethics

Our Way

EVERYONE, EVERYWHERE, EVERY DAY
We power progress every day, creating the world’s smartest energy storage solutions that benefit people, business and the planet. Yet how we work matters. That’s why “We do the right thing” is the first among our values.

Our values are the starting point for everything we do, everywhere we do it. They remind us — and others — who we are, what we stand for and how we get things done. They are our inspiration and our guide. That’s why this, the Clarios Code of Ethics, is called “Our Way.”

OUR WAY, OUR VALUES
At Clarios, our values guide us — all the way from inspiration to achievement.

• We do the right thing.
• We keep each other safe.
• We commit to our customers and help them win.
• We’re empowered, proactive and take ownership.
• We step up, speak up and solve things together.
• We value and develop each other in a culture of respect.
• We never settle — always looking for a better way.
• We’re nimble and efficient, yet take the long view.
• We will leave the earth better than we found it.
At Clarios, everyone, everywhere must be familiar with the Code of Ethics and follow it every day — regardless of role or seniority.

This includes all employees, officers and members of the Board of Directors. Violations of the Code are serious and can result in disciplinary action, up to and including dismissal, in accordance with local legal requirements.

Clarios policies address many of the topics in the Code in more detail. They can be found on the Ethics & Compliance site.

Not only must we follow the Code and company policies, we are also each obliged to comply with laws that apply to us. We have a duty to speak up if we are unsure about what to do or if we have a concern — especially if we see or suspect misconduct.

SPECIAL RESPONSIBILITIES OF LEADERS AND SUPERVISORS

While we must all follow the Code and exemplify the Clarios values, employees with leadership or supervisory responsibilities have additional obligations to:

• Remind team members and direct reports regularly of the importance of following the Code
• Actively look for opportunities to discuss the Code and our values (for example, during team meetings and individual performance reviews)
• Recognize and reward acts of ethical leadership, linking them with our desired culture and business outcomes
• Follow through on managing consequences for employees who violate the Code and/or company policies
• Serve as a role model and, through word and action, demonstrate a personal commitment to ethics and compliance
• Make sure our teams know the different ways they can report concerns and that retaliation will not be tolerated
• Log any concerns that are brought to our attention in the Integrity Helpline to ensure impartial, professional investigation
• Insist that non-employed staff (such as consultants and temporary and contingent workers) act consistently with the Code and our values
Making Smart Choices

Our values show us that how we achieve our goals matters as much as achieving them.

The choices we make along the way say a lot about us as individuals and as an organization. We want to be known for making the right choices — choices that support a culture and a company we can be proud of — and operating in an ethical, legally responsible way.

If you face a difficult decision, consider walking through the following steps. If you get stuck, any of the resources listed here can help.

When considering a decision or course of action, ask yourself:

1. **Consult with others**
   - Does it honor our values? **YES →**
   - Does it comply with the law and company policy? **YES →**
   - Would it do me credit in the eyes of colleagues and the outside world? **YES →**
   - Go ahead — and lead others by example!
   - **NOT SURE →**
   - **NO →** Don’t do it
Our Way — We step up, speak up and solve things together.

EVERYONE’S VOICE COUNTS
Often, the right thing to do is obvious. Other times, situations may seem complex or unusual, and we may be unsure about how to proceed. If you have a concern, please speak up immediately. It’s our duty, and it lets us quickly gain clarity and avoid potential problems. If something has gone wrong, speaking up gives us an opportunity to investigate and correct it.

RESOURCES
There are several ways to raise an ethics or compliance concern. You can:
• Discuss the issue with your supervisor
• Discuss the issue with another supervisor or manager
• Contact the Ethics & Compliance team, Human Resources or the Law Department
• Contact the Clarios 24-hour Integrity Helpline:
  – Via the internet, at ClariosIntegrityHelpline.com
  – By telephone (go to ClariosIntegrityHelpline.com or the employee portal for toll-free numbers)

ZERO TOLERANCE FOR RETALIATION
Clarios prohibits retaliation. Anyone who raises a concern in good faith will not face retaliation of any kind — including threats, harassment, reduced hours, release from employment or any other negative consequence. Retaliation goes against our values and undermines the trust that is essential to our success. An act of retaliation is serious misconduct that will result in disciplinary action, up to and including termination of employment.
OUR WAY TOGETHER
We Keep Each Other Safe

OUR WAY
We keep ourselves and others safe and healthy so that we can reach our full potential.

WHY WE PUT VALUES FIRST
We make the well-being of our people and visitors our top priority. Nothing is more important than health and safety in the workplace. Keeping everyone safe is a shared responsibility. We look out for one another in our daily activities, to prevent injury and accidents, and we take appropriate action if we see anything that could cause harm. Practicing good safety habits protects us, makes our work environment more comfortable and allows us to focus on delivering exceptional products and customer service.

WHAT OUR WAY LOOKS LIKE
We keep each other safe by:

- Knowing and following all safety guidelines and procedures
- Never taking unnecessary risks in the workplace or asking others to do so
- Stopping what we’re doing immediately if it becomes unsafe, even if that delays production
- Always reporting unsafe or unhealthy conditions or behaviors, such as workplace hazards, broken or missing equipment, threats of violence or weapons on company property
- Knowing what to do in case of injury or other emergency
- Arriving at work free of any substance that could impair judgment or threaten safety

THINK FIRST

Q: A production line colleague asked me twice this week to cover for him while he took quick, unscheduled breaks. His new medication is occasionally making him feel dizzy. I told him I was worried the side effects might put him and others at risk. He said there was nothing to worry about — he would soon adjust to the medication. Do I need to take any action?

A: We all have an obligation to act if we become aware of a potential health and safety risk. Failing to do so would be a violation of this Code. You should advise your colleague to speak with his supervisor, who may consider a temporary reassignment of duties or other accommodation. You should let him know that if he’s unwilling to raise the issue, you and others are obliged to do so. We respect everyone’s right to privacy, but safety is paramount.
OUR WAY TOGETHER
Respectful Treatment, Preventing Harassment and Workplace Bullying

Promoting and Maintaining a Respectful Workplace

OUR WAY
We value and develop each other in a culture of respect, promoting a positive work environment.

WHY WE PUT VALUES FIRST
We work collaboratively, interacting in ways that promote mutual trust and respect. This means acting professionally, speaking openly and respectfully with others and supporting each other wherever we can. In this way, each of us helps shape and strengthen our culture of excellence and integrity. A workplace that energizes and supports everyone’s best efforts is a winning workplace.

WHAT OUR WAY LOOKS LIKE
We maintain a respectful workplace by:
• Building trust with colleagues and partners
• Listening to understand
• Seeking opportunities to collaborate and share for the good of the team
• Thinking ahead about how our words and actions might be perceived by others
• Standing up to bullying or harassment of any kind and seeking help when necessary
• Reporting inappropriate jokes, insults or other offensive comments about race, gender, color, religion, age, national origin, disability, sexual orientation or other characteristics protected by law
• Never making — or tolerating — unwelcome sexual remarks or advances, or displaying material that others could find offensive
• Reporting any inappropriate behavior, whether it targets you or someone else

THINK FIRST

Q: My new supervisor is very inquisitive and outgoing. She has been asking me probing questions about my personal life, which makes me uncomfortable. She may think she’s being friendly, but her conversation topics make me feel awkward. I asked her to stop, but she said I’m too uptight and wondered out loud if I’m a good fit for the team. I don’t want to get off to a bad start with my supervisor, but she is making me nervous. What can I do?

A: This supervisor’s conduct is unwelcome and unacceptable, and has no place at Clarios. If you feel comfortable doing so, let your supervisor know how she makes you feel and ask her to stop once and for all. If you prefer not to confront your supervisor again, you can speak to a more senior manager or your HR representative, or contact the Integrity Helpline. Any of these options will enable us to help resolve the issue. You will be protected from any retaliation.
Valuing our Diverse Talents, Backgrounds and Perspectives

OUR WAY
We make the most of our diverse talents, backgrounds and perspectives for exceptional insights and innovation.

WHY WE PUT VALUES FIRST
Clarios attracts, develops and empowers individuals with a wide range of experiences, capabilities and viewpoints. Valuing what makes each of us unique broadens our perspectives and stimulates new ideas. Our diversity allows us to solve problems more creatively, make decisions more thoughtfully and identify opportunities more proactively. When everyone feels they can contribute to and participate in our success, our employees, customers and investors all benefit.

WHAT OUR WAY LOOKS LIKE
We leverage a diverse and inclusive culture by:

• Actively seeking out alternative opinions and approaches
• Listening respectfully to others so that we can consider and benefit from thoughts and ideas different from our own
• Treating people fairly and providing employees with equal opportunities based on their qualifications and skills
• Asking for and being receptive to feedback from others

THINK FIRST

Q: I’m one of only three women on my team. In weekly team meetings, it’s fairly obvious that my male supervisor favors the ideas and opinions of our male colleagues, sometimes openly undermining me and the other women. We feel belittled and denied the chance to prove what we can do. I’m afraid that raising the issue with my supervisor will simply confirm his prejudices about women. How can I bring about a change that will allow everyone on the team to contribute?

A: At Clarios, we promote a diverse and inclusive environment in which everyone can contribute to our success. Any form of gender bias reflects neither our values nor the culture we want to create. You should consider asking your supervisor if there are specific reasons why your ideas are not being considered. If that doesn’t resolve the issue, speak to a more senior manager or use any of the other resources available for raising concerns, such as speaking to HR or contacting the Integrity Helpline.
OUR WAY TOGETHER
Equal Opportunity and Preventing Discrimination

Supporting and Advancing Our People

OUR WAY
We attract talented people, develop their potential and set them up to succeed.

WHY WE PUT VALUES FIRST
We hire and promote the best and the brightest. We base employment decisions on qualifications, aspirations and performance, never on prejudice or bias. Giving everyone a fair chance is the right thing to do. We won’t tolerate discrimination on the basis of race, color, religion, national origin, gender, pregnancy, age, disability, sexual orientation, gender identity, marital status, military service or any other status protected by law.

WHAT OUR WAY LOOKS LIKE
We attract, develop and retain outstanding employees by:
• Treating people fairly and focusing on the value they bring to Clarios
• Making decisions about recruitment, training, promotions and discipline on the basis of merit
• Providing reasonable accommodations for disability
• Refusing to accept any excuses for discrimination — there are none

THINK FIRST
Q: I’ve heard my supervisor say that he doesn’t want older workers on his team. He says he’s not discriminating — they simply can’t keep pace with our production speed requirements. Is he right?

A: No, he isn’t. Blanket beliefs or statements about a person or group of people based on age or other personal characteristics are inappropriate and incompatible with the values and culture that we promote. They may also lead to discriminatory actions. Everyone should be judged on their abilities and performance. A work environment where everyone is treated fairly helps ensure a trusting, motivated and high-performing culture.
Protecting Personal Information

OUR WAY
We protect the personal information of our employees, candidates, suppliers and customers.

WHY WE PUT VALUES FIRST
Clarios needs to collect, store, use and share personal information to help us run our business. We need this personal information for many purposes, including conducting business with customers and suppliers, administering employee benefits and complying with legal requirements. Clarios respects a person’s right to privacy. In the wrong hands, personal information could be used to identify individuals, steal identities or commit fraud. It’s Our Way to look out for one another — in the workplace and online.

WHAT OUR WAY LOOKS LIKE
We protect personal information by:
• Collecting, processing and using personal information only for legitimate business purposes, and collecting only the information needed for that purpose
• Being open and clear about why and how personal information is collected, processed and used
• Never sharing more personal information than is needed, or sharing it with anyone who does not have a business need to know
• Protecting personal information we control and securely disposing of it when no longer needed for the original purpose
• Following all applicable data protection and privacy laws, as well as our Privacy Policy

THINK FIRST

Q: A friend on my team recently had a baby. Our team leader wants to send her flowers on the company’s behalf, which I think is a nice idea. Since he knows that the two of us are friends and live close to each other, he asked me for my friend’s home address. I feel uncomfortable giving him the address without first asking my friend’s permission. But I don’t want to spoil the surprise, so what should I do?

A: We take the protection of personal information seriously, whether that information belongs to employees, customers or other business partners. We all have a responsibility to protect it and see that it is used only for proper purposes, by people authorized to use it. Allowing personal data to get into the wrong hands can have devastating consequences, potentially facilitating identity theft and other crimes. Tell your team leader that you would prefer that he make the arrangements in consultation with your team’s HR partner.
OUR WAY FOR CUSTOMERS
Delivering Excellent Products and Service

OUR WAY
We commit to our customers and help them win. We focus on delivering the highest value to our customers through safe, innovative products and service.

WHY WE PUT VALUES FIRST
We want customers who stay with us for the long term, customers who trust us to understand, anticipate and meet their needs better than our competitors. We are never complacent, always looking for new and better ways to be customer-driven. As we continue to innovate, we never compromise on the quality or safety of our products or services.

WHAT OUR WAY LOOKS LIKE
We deliver excellence to our customers by:
•  Creating an environment that promotes quality and innovation for our products and service
•  Never taking shortcuts that could potentially compromise the quality or safety of any of our products and service
•  Soliciting and listening to customer feedback
•  Immediately reporting any concerns about product safety or quality

THINK FIRST

Q:
I was involved in a recent product redesign. The process took more than a year to complete and has resulted in what we believe is the most technologically advanced product in its category. However, I’m concerned that I may have identified a design flaw that could, in certain circumstances, make the product unstable and cause a fire. I mentioned this to my manager. He assured me that there was negligible risk and we should not second-guess a very exhaustive testing process. This is bothering me because someone could get hurt. My manager refuses to discuss the matter any further. Who can I talk to?

A:
Safety is a critical concern for us — when designing and building our products, and after they’ve left the factory. You should speak to a senior manager on the Engineering team, or contact the Ethics & Compliance team, your local EHS representative, a member of the corporate EHS team or the Integrity Helpline. That way, your concern can be properly evaluated and escalated, if necessary.
Marketing and Selling Honestly

OUR WAY
We speak confidently and honestly about the value we bring to customers, because this builds trust in our brand.

WHY WE PUT VALUES FIRST
Clarios puts integrity first. We promise honesty and transparency to everyone with whom we do business. Winning business and earning customers’ trust starts with how we present our products in the marketplace. We show how we add value in a clear and truthful way, and we deliver on our promises.

WHAT OUR WAY LOOKS LIKE
We present our brand confidently and honestly by:
• Accurately presenting product capabilities
• Ensuring that marketing materials and contracts meet legal and regulatory requirements
• Focusing on the benefits of our products, and not criticizing competitors unfairly
• Avoiding high-pressure sales tactics and “overselling”
• Obtaining proper authority to finalize deals or sign contracts
• Responding in a timely manner to customer inquiries and concerns

THINK FIRST
Q: At a recent sales meeting, my colleague answered the prospective customer’s technical question accurately but, in my view, not completely. Not wanting to contradict my colleague in front of the customer, I queried her in the taxi afterwards. She said, “What I presented to the customer was correct, and the bit I forgot to mention isn’t material to their decision. Since they told us we’re on the shortlist, we can always clarify this at the next meeting.” I feel like we shouldn’t wait and should be sure the customer is fully informed.

A: Your instinct is right. When we present our products and solutions in the marketplace, we must provide the complete picture so that customers and prospects can make a fully informed decision. Going back to clarify the details at this point is a good way to earn the customer’s respect and trust. The customer should be the judge of what is important to them. If we make a sale based on a misunderstanding, we risk damaging not only a business relationship, but also our reputation.
Preserving Customer Trust

OUR WAY
We protect the confidential information that our customers entrust to us.

WHY WE PUT VALUES FIRST
Being committed to our customers is about more than keeping promises and meeting expectations. At its core, it’s about continuing to earn our customers’ trust by showing that we look after their interests as well as our own. Confidential information is as precious to our customers as it is to us; its unauthorized use or disclosure could cause serious financial and reputational harm. We take precautions to protect the confidential information entrusted to us.

WHAT OUR WAY LOOKS LIKE
We preserve customer trust by:
• Being as careful with customers’ confidential information as with our own
• Taking appropriate security measures to safeguard customers’ information
• Disclosing customers’ confidential information only to those who are authorized and have a business need to know
• Not sharing confidential customer information with anyone outside our company unless the customer has given permission or required by law
• Assuming information is confidential unless and until we confirm otherwise
• Following applicable data protection and privacy laws, as well as our Privacy Policy
• Contacting the Ethics & Compliance team or Law Department immediately if we know or suspect that customer information was inadvertently mishandled in any way

THINK FIRST

Q: I’m a category manager, and at a routine line review meeting with a customer, I was asked for specific pricing and sales volume information. The buyer was looking over my shoulder as I accessed the database with this information, and insisted that I send him the entire file. I explained that some of the information pertained to other customers, and the database is proprietary to Clarios. The buyer threatened that unless I provided the information, the meeting would be over.

A: You were right to tell the customer that the information was confidential and the file could not be shared. You can explain that if it were his company’s confidential information, he would not want it shared with his competitors, and Clarios protects the confidential information of all of its customers. In this situation, you should escalate the concern to your manager or the commercial VP for the account, document the discussion with the customer and notify the Law Department of the incident. In no case should the confidential information be shared.
Doing Business Globally

OUR WAY
As a company that operates globally, we comply with all trade laws and regulations that apply to us.

WHY WE PUT VALUES FIRST
We are proud to have customers and operations in many countries around the world. We follow the laws that apply everywhere we do business, as well as those governing international trade. For national security, political or economic reasons, governments may control the import and export of sensitive equipment and data; they may also restrict business with certain groups, individuals or countries. Compliance with trade regulations not only avoids heavy fines, loss of permits and imprisonment, it also helps to make the world a safer place.

WHAT OUR WAY LOOKS LIKE
We conduct our business around the globe responsibly by:

• Following company policies and procedures designed to address trade laws and regulations, including our Trade Compliance Policy
• Not knowingly marketing, selling or providing products or services to anyone on the U.S., E.U. or other applicable embargo or sanction lists
• Complying with all contractual or legal restrictions on access to customer information
• Conducting risk assessments and due diligence checks on third-party organizations with whom we intend to conduct business
• Alerting the Law Department if any customers, suppliers or others ask us to participate in a boycott

THINK FIRST

Q: I recognize that Clarios is always exploring potential new markets for our products. An overseas distributor contacted me recently to say he had been receiving inquiries about a product line we have not previously sold in that part of the world. I’m aware that there are sometimes restrictions on where we can sell products and on the uses to which they can be put. I asked the distributor to answer a few questions to help me understand the intended end user and end use. His responses were vague and he seemed to minimize my concerns. I don’t think he understood the potential risks. What should I do?

A: You were smart to bring up international trade compliance. It is important to review any market opportunity abroad for these type of risks. You should pursue your inquiries with the distributor, as we cannot supply the products without a full understanding of the intended end user and end use. Also escalate the potential international trade issues to management, the Trade Compliance Team or the Law Department for assistance.
Doing Business Fairly

OUR WAY
We compete strongly and fairly, outperforming our competitors through superior quality and value.

WHY WE PUT VALUES FIRST
We believe in a free and competitive marketplace. It offers us the best opportunity to differentiate the Clarios brand. By being customer-driven and providing best-in-class products and service, we outperform the competition and build long-term trust in our brand. The laws designed to promote free markets — known as antitrust laws in the United States and fair competition laws in most other countries — are complex; violations can result in severe penalties. We recognize that even the appearance of unfairness or deception in our competitive practices could hurt our reputation and expose us to legal liability.

WHAT OUR WAY LOOKS LIKE
We win business the right way by:
• Avoiding formal or informal agreements or behavior patterns with competitors to:
  – Charge a certain price for a service (price fixing)
  – Manipulate a bidding or procurement process (bid rigging)
  – Divide up markets by geography or customer (market allocation)
• Presenting our value proposition honestly, accurately and without exaggeration
• Never improperly interfering with our customers’ existing business contracts
• Reading and understanding the Global Antitrust and Fair Competition Policy
• Never abusing our market position

THINK FIRST
Q:
At a recent battery association meeting, I got into a conversation with a competitor’s sales director. He asked if I’d noticed that the buyer at an aftermarket retailer we both service is particularly hard to deal with; he speculated about what would happen if companies like ours refused to do business with that customer. Talking about a common customer made me uncomfortable, so I pretended to take a phone call and then moved to a seat on the other side of the auditorium. How should I have responded?

A:
You were right to end the conversation. Trade shows and association meetings are important venues for learning and staying current in our industry. However, interactions with competitors at such events can be fraught with the risk of competition law violations. A conversation with a competitor about boycotting a common customer could be considered an attempt to form an illegal agreement to exclude companies from a certain market or to put pressure on a certain customer to “fall in line.” It would be wise to report your concern to the Law Department as soon as possible.
Doing Business Smartly

OUR WAY
We keep ourselves informed about market trends and opportunities through ethical research.

WHY WE PUT VALUES FIRST
Monitoring developments in our markets to understand the competitive landscape helps us to continuously improve and to anticipate our customers’ needs. We do the right thing and always gather information about competitors ethically.

WHAT OUR WAY LOOKS LIKE
We gather competitive intelligence appropriately by:

- Being truthful about our identity and motives when making inquiries
- Not using third parties to engage in actions we would not engage in ourselves
- Not asking colleagues (or prospective employees) to reveal confidential information about their former employers

I’m an OE sales director. I submitted a quote to an OE customer for AGM batteries for a new vehicle platform, as did several competitors. The OE buyer sent the quotes, one by one, to her cost controller for review. She accidentally included me on one of those emails, which had attachments with our competitor’s full quote, including lead purchasing costs, production costs and other confidential inputs. Can I use this information to resubmit our quote?

No. Our value of doing the right thing requires us to gather and use competitive intelligence lawfully and ethically. Here, taking advantage of the customer’s mistake would violate their trust. If it ever became public knowledge that we took advantage of a customer in this way, it could jeopardize our reputation for honesty and fair dealing. We could even lose the contract. Instead of using this information, you should let the customer know about the mistake and tell her you will delete the email and attachment. You should also notify the Law Department of the mistake to ensure appropriate documentation, and continue to focus on the strengths of your original quote. Remember, a good rule of thumb for deciding how to treat competitive intelligence is to think how we would feel if a competitor did the same to us.
Doing Business Honestly

OUR WAY
We do the right thing. We win and retain business on the strength of our value proposition and by building relationships based on transparency and trust.

WHY WE PUT VALUES FIRST
Doing things the right way strengthens our reputation as a trustworthy and reliable business partner. We have no interest in “buying” business, or in dealing with those who encourage or tolerate corrupt practices. Corruption harms communities, distorts the marketplace and makes it harder for everyone to do business. Regardless of local custom or the practices of other companies, we resist corruption in all its forms. We avoid even the appearance of acting improperly, whether dealing with government officials or private enterprise.

WHAT OUR WAY LOOKS LIKE
We vigorously oppose bribery and other forms of corruption by:
• Never offering, promising or giving anything of value to a government official, customer or anyone else in order to gain a business advantage
• Refusing to accept bribes or kickbacks and notifying the Ethics & Compliance Department if they are offered
• Keeping accurate and complete records so that all payments are honestly detailed and company funds are not used for unlawful purposes
• Conducting appropriate due diligence on all our third-party providers
• Not using an agent or other third party to make improper payments that we would not make ourselves
• Diligently following our Third-Party Travel, Gifts and Entertainment Policy and Anti-Corruption Policy
• Reporting any concern about a potentially improper payment
OUR WAY IN THE MARKETPLACE
Bribery and Other Forms of Corruption

Doing Business Honestly

IS THAT CORRUPTION?
Corruption can take many forms; we must watch for the warning signs. These include other parties:

- Refusing to agree to our Global Supplier Standards
- Objecting to anti-corruption contract requirements
- Maintaining close ties to government officials
- Requesting unusually high commissions, payments in cash, or payments to accounts in someone else’s name
- Offering questionable qualifications to perform the required services
- Having a reputation for questionable business practices

Q: Our plant is considering changing the civil construction provider we’ve used for several years, looking to reduce costs while still receiving quality service. A team consisting of Sales, Procurement, and Ops evaluated vendor bids, and we recognized that the current vendor was likely to lose the work. However, three days after we recommended going with the new vendor, the buyer distributed a new bid only from the current vendor, whom the buyer clearly prefers. The second bid was slightly lower than the winning bid from the new vendor, and the buyer recommended the work be awarded to the current vendor at the new quote as soon as possible. I am concerned there is something going on here between the buyer and the current vendor. What should I do?

A: There are warning signs of fraud here. Was this simply good negotiating, or is there another reason the buyer received a revised quote only from the current vendor? Did the buyer give the other vendors equal opportunity to respond a second time? Is the buyer related to this vendor in any way (family or close friend)? Was there pressure from someone else to ensure the current vendor won the bid? If so, why? Fraud and corruption can take many forms, not always involving a direct bribe. In this situation, you should discuss this with the buyer’s manager, or if you don’t feel comfortable doing that, go to another manager, speak with your Ethics & Compliance representative or someone in the Law Department or report the concern to the Integrity Helpline.
Doing Business Respectfully

OUR WAY

We respect the intellectual property and commercial rights of others as we would want them to respect ours.

WHY WE PUT VALUES FIRST

We respect the intellectual property and commercial rights of others. We don’t steal ideas or take credit for ideas that aren’t our own creation. We understand that use of others’ protected rights without permission is against the law, and could expose us to legal liability.

WHAT OUR WAY LOOKS LIKE

We do business respectfully by:

- Respecting the ideas, processes and works that others have created and not infringing their protected rights
- Using third-party assets, such as software, music, videos and text-based content, only with permission and according to the relevant licenses
- Using only software and processes that are approved by our company
- Following applicable intellectual property laws
OUR WAY FOR INVESTORS
Acting in the Company’s Best Interests

OUR WAY
We make smart, objective choices that put the company and our customers ahead of personal benefit.

WHY WE PUT VALUES FIRST
We work together to win for our customers, and we don’t allow personal interests or relationships to get in the way. We make decisions openly, thoughtfully and with integrity; this benefits our business and shows everyone that we can be trusted to do the right thing.

WHAT OUR WAY LOOKS LIKE
We act in the best interests of the company by:

• Making unbiased business decisions based on relevant facts and sound judgment
• Avoiding situations in which a decision could be influenced — or appear to be influenced — by conflicting interests (like a potential personal benefit)
• Disclosing a potential or actual conflict of interest so that it can be managed appropriately
• Seeking advice whenever we’re unsure if there’s a problem

WHAT IS A CONFLICT OF INTEREST?
A conflict of interest exists whenever social or family relationships, activities outside of work, financial investments or other personal interests are at risk of interfering with our ability to make unbiased decisions on behalf of the company. We must be careful to avoid even the appearance of a conflict of interest, since it could make others think we’re acting improperly.

ASK YOURSELF:
Could my proposed decision or action:
1. Make me feel obligated to someone else?
2. Be inconsistent with Clarios values?
3. Be influenced (even a little) by personal or family considerations?
4. Give the appearance that I’m not putting the company’s best interests first?

If the answer to any of these questions is “yes” or “maybe,” it’s important to seek advice using the resources listed here. If you think you may have a conflict of interest, you should disclose it at Clarios Ethics & Compliance.
Acting in the Company’s Best Interests

Conflicts of interest can take many forms. The following guidance covers some of the more common situations. See also our Conflict of Interest Policy.

RELATIVES AND FRIENDS

We don’t allow the desire to help friends and family influence our decisions at work. We avoid the risk of personal relationships affecting our objectivity by:

- Keeping close friends and relatives out of reporting lines and out of the same department, whether employees, interns or contractors
- Letting others handle employment-related decisions (such as hiring, promotion and discipline) involving close friends and relatives
- Taking steps to ensure transparency and independence when considering close friends or relatives as potential Clarios service providers
- Carefully weighing decisions to use former Clarios employees as consultants, contractors or suppliers

PERSONAL AND FAMILY INVESTMENTS

Our decisions are not influenced by the prospect of financial gain for ourselves or our family members. We keep personal financial considerations out of business decisions by:

- Not owning a significant* financial stake in a business connected to or competing with Clarios
- Disclosing to the Ethics & Compliance Department when a close family member is employed by or owns a significant* financial stake in a business connected to or competing with Clarios

* For guidance on whether a financial interest is significant, see the Conflict of Interest Policy. If you still have questions, please consult the Ethics & Compliance Department.
Acting in the Company’s Best Interests

GIFTS AND HOSPITALITY

We win business and build relationships based on trust and mutual value — never through inappropriate gifts or hospitality. We avoid potential conflicts involving the giving of gifts and hospitality by:

• Providing reasonable meals and entertainment only as part of business discussions and only if they do not violate policies of the recipient’s organization
• Not giving or receiving gifts or entertainment with the intention to influence the recipient’s behavior
• Giving gifts of only nominal value to those with whom we do business or seek to do business
• Never giving gifts of cash or cash equivalents
• Paying for a third party’s reasonable travel and accommodation expenses in accordance with our policies and only when approved in advance
• Ensuring that all gifts, entertainment and travel provided are legal, ethical and not contrary to our values

We avoid potential conflicts involving the receiving of gifts and hospitality by:

• Accepting gifts of only nominal value
• Not accepting gifts of cash or cash equivalents
• Not accepting travel from third parties
• Limiting our acceptance of entertainment to athletic, theatrical or cultural events (i.e., sports events, golf outings or concerts) or meals
• Politely refusing any travel, gifts or entertainment that violates our Third-Party Travel, Gifts & Entertainment Policy

Q: Our team is submitting a quote for a new vehicle program, and we’re expecting to learn the outcome very soon. I’m attending a conference where I’ll see a key decision-maker from the OE. Can I invite him to dinner to make a final pitch for Clarios?

A: This is not recommended; it could be perceived as attempting to improperly influence the customer. Doing the right thing means encouraging customers to choose us because of the quality of our products and customer service, not because we have given them a valuable gift or provided generous hospitality. Since the timing is so close to the customer’s procurement decision, this could easily be interpreted as an attempt to inappropriately influence the business decision — which is strictly prohibited. It is particularly important to be cautious during the bid process. As long as your contact is not a government official, it would be appropriate to invite him or her to meet over coffee or tea as a way to build the relationship and to answer any questions the prospective customer might have about Clarios.
Acting in the Company’s Best Interests

CORPORATE OPPORTUNITIES
We use the knowledge gained in the course of our work, and the company’s resources and assets, so that we can better help our customers win. We avoid conflicts of interest or damage to our business by not:

- Taking for ourselves business or investment opportunities discovered in the course of our work
- Using company property, information or our position at Clarios for improper personal gain
- Competing with Clarios, directly or indirectly

OUTSIDE ACTIVITIES
We give our best effort every day at Clarios, not allowing outside jobs or other activities to hinder our contributions to the company’s business. We strive to lead full and productive lives outside of work while not:

- Interfering with our responsibilities or performance at Clarios
- Working for a competitor or supplier
- Risking damage to the company’s business or reputation
- Using company resources, including other employees or vendors, for outside interests
- Creating any other kind of conflict of interest

THINK FIRST

Q: A family friend owns and operates an electrical contracting firm, and his firm is one of the best in the local area. I’ve been asked to get bids for some electrical work that needs to be done at the plant. Can I invite my friend’s firm to submit a bid?

A: Even though this situation is an inherent conflict of interest, that does not mean your friend’s firm cannot bid on the work. However, a number of actions will need to be put in place in order to address the conflict. You must first disclose and document the conflict at the Clarios Ethics & Compliance Forms site. In addition, to ensure transparency and independence, neither you nor anyone who reports directly to you can manage or influence the bid process — you cannot be involved in or influence the decision about which vendor to select. Be sure to review the Conflict of Interest Policy, disclose the conflict, and adhere to the recommended mitigation actions.
Creating and Maintaining Accurate Records and Accounts

OUR WAY
We keep accurate records and accounts to help us operate effectively and provide timely and truthful information to those who rely on it.

WHY WE PUT VALUES FIRST
Clarios is required to maintain and disclose accurate books and records, and proper record keeping is essential to efficient and profitable business operations. We all have a part to play in keeping records accurate and current; it helps us maintain the trust and confidence we’ve built with customers, investors and other stakeholders.

WHAT OUR WAY LOOKS LIKE
We maintain accurate records and accounts by:
• Recording all assets, liabilities, revenues, expenses and business transactions completely, accurately, in the proper period and in a timely manner
• Ensuring that records and accounts conform to generally accepted accounting principles and our internal controls system
• Never setting up secret or unrecorded cash funds or other assets or liabilities
• Using appropriate and accurate wording when creating records
• Never concealing or destroying documents or records that are subject to investigation or may be needed in legal proceedings
• Complying with legal hold notices
• Maintaining and eliminating company records in compliance with our Records Retention Policy and information management procedures

THINK FIRST
Q: I’m aware that our records management policies call for us to delete certain records after a designated amount of time. I’ve been keeping all my records on one particular matter because I know there were problems locating documents in the past. Is this a good idea?

A: No, you must adhere to our Records Retention Policies and schedules. These policies support the company’s legitimate destruction of obsolete records, and failure to follow them could expose the company to claims of selective destruction. Keeping records for too long can also overtax our storage systems and put sensitive or confidential information at risk of being accessed and misused. Furthermore, we may have a legal obligation to delete information that is no longer needed, like personal data or confidential information from a business partner. By retaining records according to our defined schedules, you strengthen our records management program and protect the company.
Safeguarding Company Assets

OUR WAY
We protect our reputation and other Clarios assets because they are the building blocks for our future.

WHY WE PUT VALUES FIRST
We never settle — we are always looking for a better way. Making the best use of what we have today sets us up to win tomorrow. Our assets — property, money, information, ideas and reputation — sustain our operations and allow us to invest in innovation and continuous improvement. As good stewards, we use these assets to create exceptional customer experiences and sustainable investor value.

WHAT OUR WAY LOOKS LIKE
We safeguard Clarios assets by:

- Taking reasonable care of assets in our control to avoid their loss, damage, destruction, theft or unauthorized use
- Being vigilant to prevent fraud, waste or abuse in relation to company assets
- Managing our records and information in accordance with the Records Retention Policy and other company policies
- Following information security and user access protocols to protect company systems and data from unauthorized access, modification, duplication, destruction or disclosure, whether accidental or intentional
- Using company assets only for business purposes, unless a reasonable and incidental personal use exception applies
- Reporting any concerns about the use, abuse or endangerment of company assets

DIFFERENT ASSETS, SAME PRINCIPLE
Company assets take several forms. How we protect them depends on the assets and our particular role. But in all cases, the same principle applies: Take care and use good judgment.

Information assets: Any data relating to our products, business or how we conduct our operations, regardless of how it's created, distributed, used or stored.

Financial assets: Money and anything that can be converted into money, such as stocks, bonds and bank deposits.

Physical assets: Anything tangible the company owns that's used to conduct our business (e.g., facilities, machinery, tools, computers, mobile phones, raw materials, vehicles, office equipment and supplies).

Intangible assets: Our reputation, ideas, inventions, intellectual property, designs, copyrights, trademarks, patents and trade secrets. These assets help us drive innovation and improvement.
Safeguarding Company Assets

The following guidance addresses some particularly important areas in which we need to take care and use good judgment.

Protecting Proprietary and Confidential Business Information

We protect our confidential business information and intellectual property because they give us our edge in the marketplace.

We help our customers win by developing ideas and using technical know-how that others don’t have. Our confidential business information and intellectual property are vital business assets that distinguish us from competitors. We must protect them from unauthorized disclosure or misuse.

We safeguard our proprietary and confidential information by:

- Sharing this information only with those who are authorized and have a business need to know
- Not discussing confidential matters when there is a risk we could be overheard
- Taking care outside the workplace to ensure that documents and electronic devices aren’t visible to others
- Never using confidential information for our own personal gain or to benefit anyone outside of Clarios
- Remembering that the obligation to protect the company’s confidential information continues after we leave the company
Safeguarding Company Assets

WHAT CONFIDENTIAL INFORMATION LOOKS LIKE

Examples of confidential business information include:

- Trademarks, patents, trade secrets and other intellectual property
- Non-public financial information or projections
- New product or marketing plans
- Research and development ideas or information
- Manufacturing processes
- Detailed procurement information
- Salary details and other personal data
- Employee lists and internal organization charts
- Information concerning potential acquisitions, divestitures and investments
- Legal opinions and work product
- Any other information that might be useful to competitors

THINK FIRST

Q: Last night I had dinner with an old high school friend who works for a local engineering firm. We were talking about how we both felt proud that our companies were focused on innovating to solve real-world problems. I mentioned to her, at a high level, some of our newest products under development, focusing on how the product will solve customer problems. After leaving the dinner, I wondered if I shared too much and potentially put the company’s ideas and property at risk.

A: You are right to be concerned. While your friend is not a direct competitor, it is still important to avoid sharing any company information that is not in the public domain. Our intellectual property, trade secrets and other confidential ideas and information are vital assets on which our competitive advantage depends. If you believe you may have inadvertently shared non-public information about the company’s products, you should contact the Ethics & Compliance Team or Law Department for guidance.
Safeguarding Company Assets

Using Company Technology and Information Systems Responsibly

We use Clarios technology and information systems responsibly to work efficiently and achieve our business objectives.

We rely on our systems and technology to deliver for our customers every day. Laptops, mobile devices, email and the supporting infrastructure enable us to work more productively, communicate more effectively and better serve our customers. They help us access and share the information we need to innovate and continuously improve. Inappropriate use, however, can drain our resources, compromise our security and damage our brand and reputation.

We use our technology and systems safely and appropriately by:

- Giving system access only to authorized individuals and only for as long as needed
- Providing authorized users with access only to the systems and data needed to do their jobs
- Protecting passwords, changing them regularly and never sharing them with others
- Keeping confidential information off the internet
- Not downloading unapproved software or opening suspicious attachments
- Connecting only authorized personal devices to Clarios networks
- Taking steps to protect hardware from loss, damage or theft
- Never sending messages that contain harassing or offensive content
- Avoiding visiting inappropriate websites
- Making only reasonable, incidental personal use of company equipment and systems

Protecting the Company’s Reputation

We strive to maintain a reputation for integrity and customer-driven innovation in everything we do.

Our reputation is one of our most valuable assets. We’ve been building it for over 130 years but are always looking to the future. Each of us, in our daily actions and decisions, should feel a weight of responsibility to protect the company’s reputation. When we act with integrity and put our values into action, we continue to earn the confidence and trust of our employees, customers and business partners.

We protect our reputation by:

- Exemplifying our core values
- Always using sound business judgment
- Being great ambassadors for Clarios
- Ensuring that our decisions and conduct consistently sustain the company’s good name
Safeguarding Company Assets

OUR REPUTATION
A 130-year history is something to be proud of. But never forget that reputation is about people’s last experience with us and their anticipation of the next one.

Preventing Fraud
Our commitment to integrity means we are vigilant to prevent fraud, waste and abuse. Fraud, waste and abuse have no place at Clarios. Our commitment to a culture of integrity and trust is the surest way to prevent these abuses, and detect and correct them if they occur.

WHAT OUR WAY LOOKS LIKE
We prevent fraud, waste and abuse by:

• Fully and accurately describing travel, entertainment and other expenses in our books and records. See the Global Business Travel, Entertainment and Employee Expense Policy.
• Properly classifying and accounting for financial transactions
• Billing only for services we provide, within the required timeframes
• Delivering the discounts we’ve promised
• Following all procurement policies and ordering only the goods and services we need
• Never using company cash or credit cards for non-business purposes
• Asking for clarification if we are unsure about accounting procedures or legal obligations
• Immediately reporting concerns about inappropriate or suspicious activity
Safeguarding Company Assets

Safeguarding Our Facilities

We keep our facilities and equipment secure and safe from harm so that we are always ready to help our customers win.

Secure facilities provide a safe, comfortable environment for our people while protecting our equipment and materials from damage, theft or industrial espionage.

We safeguard our facilities by:

• Wearing our company identification badge at all times, and making sure others do, too
• Not propping open doors or allowing others to follow us through secure entrances
• Never giving anyone our keys, badge or alarm codes
• Locking doors to offices and vehicles
• Promptly reporting leaks, broken equipment or other maintenance issues
• Inspecting and testing all fire protection and security equipment on a regular schedule
• Responding to all alarms promptly (even after normal business hours)
• Preventing unauthorized individuals from entering our facilities, and contacting Security if there is an intruder
• Contacting the Clarios Global Security Team at +1 215-942-5459 or global-security@clarios.com in the event of any security concern or crisis that poses an actual or potential risk to any of our employees, facilities or operations
• Calling local law enforcement or emergency responders if there is imminent danger
Preventing Insider Trading

OUR WAY

We never use or share inside information about Clarios, its parent company or any other company for the purpose of trading on the stock market.

WHY WE PUT VALUES FIRST

In the course of our work, we may have access to information about Clarios, its parent company or other companies, which could potentially be useful to investors. Doing the right thing means showing that we can always be relied on to protect information entrusted to us. “Inside” information consists of details that an investor would consider important in making an investment decision; it is also known as material, non-public information. Using this information for our own benefit or sharing it for the benefit of others is called insider trading. It’s illegal because it provides an unfair advantage and distorts financial markets. Insider trading laws are enforced aggressively, often resulting in heavy fines and imprisonment for those convicted.

WHAT OUR WAY LOOKS LIKE

We prevent insider trading by:

- Never using inside information to trade shares in the parent company of Clarios, the public debt of Clarios, or any other publicly traded company — unless and until such information has been made public and the market has had a chance to digest it
- Not sharing inside information with anyone outside the company, including family members, relatives or friends
- Sharing inside information with colleagues only on a need-to-know basis
- Taking care to protect inside information from accidental disclosure by being careful with company documents and talking discreetly in open spaces
- Avoiding “tipping” — passing along material, non-public information about any company to anyone who may trade while being aware of such information
Communicating with Others Responsibly

OUR WAY
We strengthen our brand and stakeholder relationships through thoughtful, accurate and consistent communications and responsible engagement with social media.

WHY WE PUT VALUES FIRST
We communicate truthfully, accurately and consistently with customers, investors and other stakeholders. This is essential to building a business based on trust, long-term relationships and mutual value, rather than mere transactions. We remember that we are all ambassadors for the Clarios brand. We express our value in the marketplace and preserve our reputation by using social media responsibly and by letting colleagues with the proper authority and experience handle external inquiries.

WHAT OUR WAY LOOKS LIKE
We strengthen our brand and relationships by:

• Following our Communications Policy when handling external inquiries or engaging with social media
• Communicating information on behalf of Clarios only if authorized to do so
• Being courteous and professional in our online exchanges
• Remembering that our online activity, even outside work, could help or hurt Clarios
• Identifying opinions as our own unless we are authorized to speak on behalf of Clarios
• Never disclosing confidential or proprietary information (about our company, customers or other business partners)
• Not sharing internal employee communications such as general emails or portal stories
• Never posting illegal content or anything that could reasonably make others feel bullied or threatened
• Not letting social media activities interfere with our job responsibilities at Clarios
Communicating with Others Responsibly

WE CONNECT, COMMUNICATE AND LEARN THROUGH SOCIAL MEDIA

Social media is a powerful tool that connects Clarios with our customers, communities and stakeholders all around the globe — instantly. It allows us to strengthen our relationships and build our brand. Many of us use social media in our personal lives, to stay informed and in touch with friends and family. Being mindful of our online presence, and thoughtful about what we post, minimizes the risk of something being misinterpreted or taken out of context.

Q: I follow one of my coworkers on social media. At times, he posts content that refers to the company’s leadership in a negative way. His profile clearly identifies him as a Clarios employee. I know that he has the right to openly express his personal opinions, but this does not feel right. Is he in violation of any of our policies or guidelines?

A: No, your colleague did not violate any of our policies or guidelines. He is entitled to express his personal opinion, but he may want to consider a less public way to express his views about the company. Though social media gives us new and far-reaching ways to communicate, the same principles of good judgment apply as in more traditional communications: employees must not present their opinions as those of the company unless authorized to do so; they must not share confidential, non-public information; and they must not say things that are abusive or against the law.
OUR WAY FOR SUPPLIERS
Selecting Our Suppliers Responsibly

OUR WAY

We select our suppliers fairly and objectively to give us the best chance of winning with our customers.

WHY WE PUT VALUES FIRST

We look to build meaningful, long-term supplier relationships, based on mutual benefit and trust. These relationships help us win in the marketplace and provide exceptional customer experiences and solutions. We want suppliers who share our commitment to integrity and working collaboratively. When suppliers feel invested in our customers’ success, like us, they win when our customers win.

WHAT OUR WAY LOOKS LIKE

We manage procurement responsibly by:

• Treating all current and potential suppliers fairly and with integrity, regardless of the transaction value or length of the relationship
• Seeking to do business with suppliers who best meet our needs and share our values
• Complying with legal requirements (e.g., the UK Anti-Bribery Act and the Foreign Corrupt Practices Act)
• Conducting appropriate due diligence on potential suppliers to ensure they are qualified and reputable
• Making selections based on clear performance measurements, such as quality, price, service, reliability, availability, technical excellence, speed of delivery and ethical business practices
• Promoting a diverse and inclusive supplier base
• Avoiding any conflicts of interest, or the appearance of them, by avoiding the selection of a supplier based on friendships or familial relationships
• Not accepting inappropriate gifts, entertainment or any kind of favoritism, which might compromise the selection of the best partners for Clarios
• Following our Procurement Policy and Supplier Selection and Qualification Policy
Respecting and Protecting Human Rights

OUR WAY
We work to maintain an ethical supply chain by working only with business partners who value and honor the rights of people everywhere.

WHY WE PUT VALUES FIRST
We are led by our purpose, which includes a commitment to respecting and protecting the rights of people across the globe. We believe that properly supporting people is key to a prosperous future. Therefore, we are committed to upholding an ethical and transparent supply chain that is free of child labor, forced labor, slavery and human trafficking.

As a signatory to the United Nations Global Compact, we make the connections between human rights and the creation of sustainable value that can benefit society.

WHAT OUR WAY LOOKS LIKE
We strive to respect and protect human rights throughout our operations and supply chain by:

• Providing safe and healthy working conditions at all Clarios facilities
• Respecting employees’ rights to organize and bargain collectively, and never discriminating against their representatives
• Paying fairly in the market and meeting or exceeding all legal requirements related to compensation
• Allowing employees to work no more than the regular and overtime hours permitted by local law
• Performing appropriate due diligence on potential business partners and following procurement policies when selecting new vendors, seeking out those who do not violate human rights
• Requiring suppliers and vendors to comply with our Global Supplier Standards
• Instructing business partners not to purchase or use conflict minerals
• Reporting any human rights concerns to the Law Department or the Integrity Helpline

For further guidance on respecting and protecting human rights, please see our policies on Human Rights & Sustainability, Slavery and Human Trafficking, Supplier Diversity and Conflict Minerals.
Respecting and Protecting Human Rights

PUTTING PEOPLE FIRST: IT’S ALL CONNECTED

Human rights are about more than checking up on our supply chain. They’re about how people deserve to be treated in the workplace, in the marketplace and in our communities.

We recognize the positive impact we can have as a global company. Our commitment in this area is reflected in our Human Rights & Sustainability Policy. This recognizes the many issues that can affect human rights, including:

- Health and safety
- Working conditions
- Bribery and corruption
- Respect for the environment
- Governance
- Transparent reporting and accountability

Q: I recently toured a major supplier’s facilities in a developing country. Some of the workers seemed very young to me. Over two long days, I remember seeing the same faces early in the morning and late in the evening. I know that child labor and working hours violations have been problems in this part of the world. This supplier has a good reputation and assured us that they follow all applicable labor laws. Do I have a responsibility to share my concerns or escalate the matter further?

A: As a signatory to the UN Global Compact and an advocate for human rights in general, Clarios does not tolerate the employment of children or other labor abuses. If you have any concern that there could be labor or human rights violations at one of our suppliers, you must share your concern with management, Ethics & Compliance Department or the Integrity Helpline so that it can be investigated.
Promoting Our Global Supplier Standards

OUR WAY

We expect our suppliers to operate with the same high standards that we apply to ourselves — always with integrity.

WHY WE PUT VALUES FIRST

We believe in acting with integrity, showing respect and meeting our commitments. We expect nothing less from those who want to do business with us. Our Clarios Supplier Portal sets out these expectations. Our suppliers must know and follow these standards to ensure they work with us ethically and responsibly and help preserve our reputation.

WHAT OUR WAY LOOKS LIKE

We maintain high standards and ethical conduct in our supply chain by:

• Being clear and direct with suppliers about our requirements, in terms of both what we need and how it should be done
• Negotiating transparently and fairly
• Ensuring that agreed terms are captured fully and accurately in writing: in contracts, purchase orders and other documents
• Making a point of explaining our values and philosophy for doing business and reflecting them in our contracts
• Applying our Global Supplier Standards consistently in all supplier relationships
• Following our Procurement Policy and Supplier Selection and Qualification Policy
• Providing suppliers with resources and additional guidance for any necessary clarification on expectations
OUR WAY FOR COMMUNITIES
OUR WAY FOR COMMUNITIES
Sustainability and Environmental Responsibilities

Operating Sustainably and in an Environmentally Sound Manner

OUR WAY
We will leave the earth better than we found it. We engineer a commitment to a sustainable world into our products, services and daily operations.

WHY WE PUT VALUES FIRST
Our mission is to create the world’s smartest energy storage solutions that benefit people, business and the planet. We focus on the future, as well as the positive impact we can have today. In an interconnected, interdependent world, minimizing the environmental impact of our operations is as important as creating the smartest energy solutions in the world. This makes us a better partner to our communities and our customers.

WHAT OUR WAY LOOKS LIKE
We demonstrate our commitment to sustainable solutions and operations by:

• Making sustainability a core consideration in product design
• Identifying opportunities to reduce our environmental footprint while also achieving operational efficiencies
• Actively seeking engagement with stakeholders on environmental issues
• Meeting or exceeding all legal, regulatory or permit requirements
• Applying our Clarios Manufacturing System (CMS) global standards and best practices to our operations around the world
• Finding opportunities to conserve energy, water and other natural resources
• Safely and compliantly managing waste and wastewater
• Reporting to management and expeditiously addressing any accidents, including spills, leaks or unauthorized discharges
• Taking daily personal actions to reduce, reuse and recycle resources
Contributing to Our Communities

OUR WAY
We take pride in making a positive impact in the communities where we live and work.

WHY WE PUT VALUES FIRST
At Clarios, we see both a responsibility and an opportunity to support the communities in which we operate. As a responsible and active corporate citizen, we want our communities to benefit from our presence and support. We expect all employees to make a difference through volunteering and charitable activities. Our goal is to not only support but also participate in our communities.

WHAT OUR WAY LOOKS LIKE
We strive to make a positive contribution to our communities by:

- Embracing our role as a responsible employer of choice and consumer of local services
- Encouraging and recognizing employees’ efforts in volunteering, mentoring and charity work
- Giving back because it’s the right thing to do, not because we expect publicity or favors in return
- Inviting, but not pressuring, others to contribute to charitable organizations or other community causes
- Obtaining proper approval before making donations of money or time in the company’s name, including complying with our Charitable Contribution and Charitable Event Sponsorship Policy
- Verifying that any charity we become involved with is legitimate and complies with applicable laws

THINK FIRST

Q: I’m a frequent volunteer at my local Boys and Girls Club. Since Clarios supports community involvement and volunteering, I’m wondering if I can present my service as being on behalf of the company.

A: Clarios strongly encourages engagement with our local communities. It is not uncommon for our employees to represent the company at certain community-based events. However, you must always seek and obtain permission from the Corporate Marketing and Communications Team before presenting yourself as a Clarios representative in the community.
Engaging in the Political Process

OUR WAY

We support a fair political process, advocate for our business policies and encourage our employees to be actively engaged.

WHY WE PUT VALUES FIRST

We believe that active participation in a fair political process promotes a healthy society. As a company, we engage policymakers on issues and concerns that are important to our business and our customers. We encourage employees to be politically engaged locally. Clarios generally limits the use of company resources to support political candidates.

WHAT OUR WAY LOOKS LIKE

We participate responsibly in the political process by:

• Encouraging individual employee political participation, including voting, and using their own time and money
• Not using the Clarios name to promote a specific political party
• Never attempting to improperly influence any government agency, representative or legislator
• Avoiding the use of company resources to support political candidates or elected officials
• Complying with all relevant laws, lobbying and disclosure requirements, and our Political Contributions Policy

Q: I’m volunteering for a local politician running for office. I was asked to create a banner for an upcoming campaign event, and need to find a large work space to complete it. I would like to use the conference room in the office for this. I would only use my own materials and only work on the banner after completing my day’s work for Clarios. I would also make sure that no one else needs the room for company business. Is this allowed?

A: Clarios respects everyone’s right to be involved in the political process. We are proud of our employees who volunteer their time and money to support their political beliefs and preferred candidates. However, Clarios does not permit the use of company resources, including office space, to support a given candidate. We must avoid the perception of promoting specific politicians or political parties. Therefore, the use of the conference room would not be allowed.
In Closing...

The Code of Ethics is intended to inspire and guide us in working together to power progress. It shows how to put our values into action as we pursue opportunities while also navigating areas of risk. It cannot possibly cover every situation that we might face. It is important to ask questions when we are unsure about the right course of action and vital that we raise any concerns we might have. The Code includes a variety of resources and channels to help us do this.