

Code of Conduct 2024



CODE OF CONDUCT

Table of Contents

01
Introduction

02
Individual
Accountability

03
Protect our company

04
Business Integrity

05
Contribution to Society and
Future Generation

06
Other aspects of
compliance and the
Code of Conduct

01 INTRODUCTION

A message from our CEO
Why We Have a Code of Conduct
Our Responsibilities
Manager's responsibility
Speak up Culture

02 INDIVIDUAL ACCOUNTABILITY

Be kind and Respectful
Behave Ethically: Integrity
Embrace Diversity, Equity and Inclusion
Maintain Respectful Workplace
Do Not Tolerate Discrimination, Harassment or Bullying
How to Deal with Workplace Threats & Violence

03 PROTECT OUR COMPANY

Prioritize Employee Health & Safety
Respect and Promote Human Rights
Set in place Equal Opportunity Employment
Avoiding Conflicts of Interest
Interact Responsibly on Social Media
Instill Responsible Data Practices Across Marelli
Ensure Responsible AI Development

04 BUSINESS INTEGRITY

Prevent Corruption and Bribery
Preventing and Eliminating Criminal Relations
Giving and Receiving Gifts and Hospitality
Interact with governments and political entities responsibly
Choose Suppliers with Integrity
Collaborate responsibly with Third Parties
Compete fairly
Respect Global Trade Laws
Respect Privacy
Don't Trade on Inside Information
Keep Accurate Record and Transactions
Our Commitment to Prevent Money Laundering
Be Mindful of Information Security
Protect Confidential Information and Intellectual Property
Protect Marelli's Assets
Communicate Accurately to the Public

05 CONTRIBUTION TO SOCIETY AND FUTURE GENERATION

Community Involvement and Corporate Citizenship
Protect the Environment and Build a Sustainable World

06 OTHER ASPECTS OF COMPLIANCE AND THE CODE OF CONDUCT

Waivers and amendments
Conflicts
Training
Closing Note

01 INTRODUCTION

A MESSAGE FROM OUR CEO

Dear Colleagues,

Marelli's reputation is built upon each individual employee acting in ways that reflect our values and culture. Our colleagues, customers, business partners and society expect Marelli to work with common sense, honesty, open-mindedness, respect, and integrity, and we aim to exceed these expectations and do what's right for our business and society. For this purpose, the Marelli Code of Conduct ("Code") establishes the shared values and fundamental principles that everyone at Marelli must uphold. We also require that our partners and suppliers comply with the requirements set out in this Code for conducting business with our company.



David Slump President and CEO, Marelli

I encourage each of you to familiarize yourselves with the Code and use it as a manual for how you should conduct your day-to-day activities. I also encourage you to speak up when you see any behavior or conduct that may not seem to be in line with our Code. Speaking up gives us an important early warning that will allow us to address possible issues at an early stage.

As Marelli employees, no matter where we are, what we do or what position we hold, our daily behavior must uphold our values and culture. We must make the Marelli Code a priority and embody the principles of our core values every day.

WHY WE HAVE A CODE OF CONDUCT

The Code aims to ensure that all members of Marelli's workforce work together to build a more resilient future for our company by acting with the highest level of integrity, complying with all applicable laws, and ensuring that we always take into consideration the interests of the communities where we operate. To achieve these goals, we have defined some standards of behavior in our Code.

We are committed to doing business the right way. Sometimes that means we need help making the right choices in our day-to-day activities and this Code is intended to help us make decisions when the answers are not clear. Our workplace, like the world we live in, is dynamic. It is growing and changing, placing new challenges before us each day. The Code is a tool to help us stay on track, guiding us when we do not know which path to take. It is

a valuable resource that reflects who we are as a company. Marelli establishes this Code in alignment with the following standards: the United Nations (UN) Global Compact (of which Marelli is a signatory), the UN Guiding Principles on Business and Human Rights; and the Global Automotive Sustainability Guiding Principles, among others.



Marelli promotes the continuous development of policies and procedures that are geared towards providing further details on the actions and behaviors we expect our colleagues to implement to ensure compliance with our internal rules and any applicable laws. The Code is approved by the Board of Directors of Marelli Holdings Co., Ltd. and applies to all Marelli affiliated entities and Marelli's global workforce (directors, officers, employees full-time or part-time, contract workers, and other temporary employees) in their business relations with internal and external stakeholders.

The Code outlines Marelli's expectations for how we conduct ourselves and we expect all employees to read, understand and comply with the Code. If we all follow the Code, we will not only maintain the culture that makes Marelli special, but it will also serve to make it stronger.

OUR RESPONSIBILITIES

Within Marelli, we expect everyone, including our partners, customers, suppliers, and contractors, to work ethically and transparently and to be accountable for their actions in accordance with our Code and all laws and regulations applicable to our business and the automotive industry.

As part of a team, we rely on each other to uphold the culture and values that drive our company.

All employees are expected to understand the requirements set forth in this Code. Before making any work-related decisions or taking any action, please familiarize yourself with our values and this Code.

What does it mean to do your part? We are all responsible for:

- Understanding the rules.
- Acting in an ethical manner.
- Asking questions, raising concerns, and sharing ideas.
- Participating in the compliance program and understanding our policies and procedures.



MANAGER'S RESPONSIBILITIES

Managers hold positions of authority and are expected to be ethical role models. It is your job as a manager to embody Marelli's core values and build an ethical culture. You should consistently uphold Marelli's high ethical standards and avoid even the appearance of improper behavior, and you should be accountable to yourself and others for your decisions and behavior. Do encourage employees to read the Code and help them to understand their responsibilities. Create a culture of an 'Open Door Policy' where employees feel comfortable in speaking up when they have questions or comments. Remove any bias or criticism when you listen and provide guidance to your team members. Make time to discuss any ethical issue with your team members and help them make the right decision when they face a dilemma.

You are responsible for knowing and complying with the laws and regulations relevant to your work, but if you do not understand a particular law or regulation or are unsure if it applies to you, please contact the Legal & Compliance Department for assistance.

SPEAK UP CULTURE

Everything we do is driven by the unwavering goal of doing good business that exceeds expectations. We can only achieve these results when our employees value the safety and comfort of their work environment every day.

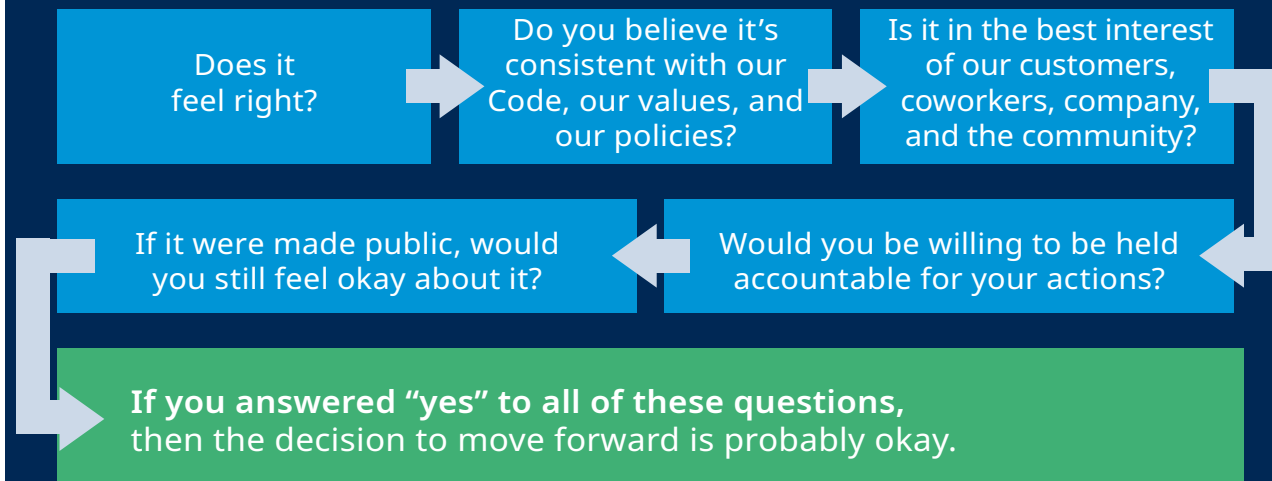
The safety of our people is a fundamental commitment we will never compromise on and is the responsibility of everyone at our sites around the world, including all employees, visitors, contractors and third parties. If you have any concerns about failure or violation of industry laws and regulations, internal policies or prescribed best practices including this Code, whether at work or away from work, please speak up!

We will not tolerate retaliation against anyone who raises a concern in good faith.

We are free to speak up about workplace ethics, human rights, health and safety issues, information security, wrongful workplace behavior, environment and sustainability issues, or other conduct which is unlawful, and nothing in this Code or any policy of Marelli, should be construed to limit these rights.

Sometimes we face difficult situations where the right choice isn't clear. That's when our commitment to winning with integrity matters most.

Here we suggest a decision tree that you can use when you face an ethical dilemma and are unsure of what to do:



When you are not sure:

1. Stop. The action could have serious consequences.
2. Seek assistance by talking to your manager or find another internal resource such as Legal and Compliance Department or HR for guidance.

RETALIATION IS NOT TOLERATED

If you have been retaliated against, or suspect retaliation against another person, report it through one of the internal channels mentioned in this section.

We will investigate the matter and take corrective action.

Anyone who engages in retaliation will be subject to disciplinary action, up to and including termination.

How do you report a concern? There are many ways to speak up:

1. Share your concern with your manager, if appropriate.

In some cases, your manager will be able to offer guidance and answer any questions.

2. Report it to another internal resource.

If you're not comfortable discussing the situation with your manager, you can go to another manager or any of the following resources: Your Human Resources (HR) Business Partner, the Legal & Compliance Department or the Internal Audit Department. > **For contingent workers** (including agency workers, contractors, and service providers), you may also raise your concern to your company's agent to Marelli HR.

3. Contact Marelli Integrity Hotline.

The Integrity Hotline is another resource through which we can raise any concern. You may report your concern anonymously, where permitted by law. We will exercise discretion to avoid disclosing the sources of information we receive and keep information confidential. Any concern raised will be taken seriously, investigated and responded to appropriately.

Concerns may be raised at Marelli via our Integrity Hotline at www.marelli.ethicspoint.com or by your mobile phone using the following QR Code.



For more information on available resources and anonymous reporting options, refer to the [Marelli Integrity Hotline Procedure](#). If you have questions about the Code, need advice on a particular topic or issue, or are unsure about how to report a concern, the Legal & Compliance Department is always ready to help. Please contact compliance@marelli.com.

02 INDIVIDUAL ACCOUNTABILITY

BE KIND AND RESPECTFUL

Kindness and respect are behaviors that define Marelli and create a healthy and collaborative workplace where each employee is treated with dignity. Regardless of role, position, seniority, employment status or tenure, everyone at Marelli should feel valued and respected, and treated fairly, so that we feel a sense of belonging and pride in our company. Always keep in mind that you should communicate with kindness, respect, and courtesy in your work and all work-related contexts, whether in person or in virtual mode. The culture created by kindness and respect yields more value-added business output and a better quality of life for us all.



BEHAVE ETHICALLY: INTEGRITY

Marelli complies with all applicable laws and regulations in the countries where we operate, and all employees are responsible for being familiar with applicable laws and regulations, company policies, and procedures related to the conduct of our business.

Employees must comply not only with the letter but also with the spirit of the Code and company policies. Regardless of one's position within the company, employees should not violate this Code or any applicable laws, nor instruct, authorize or condone any violation by other employees. Do not tolerate any perceived or suspected violation of the Code. There is no acceptable excuse that a violation of the law or this Code is necessary to carry out any company business.

If you are in a leadership position, you need to act as a role model and diligently ensure compliance with the company's integrity principles, policies and the law.

Dos ad Don'ts



Do not engage in any misconduct that uses our position or duties to promote private interests, such as misappropriating, embezzling, or stealing company funds or assets, or irregularities in expenses.



Do not violate law or company's policy or request that others do the same



Do promptly report a known or suspected violation of this Code, any compliance policies or any applicable law.



Do not retaliate against another employee for reporting an integrity concern.

EMBRACE DIVERSITY, EQUITY AND INCLUSION

Marelli's diversity is one of our strengths. We foster a culture where people, irrespective of who they are, feel included and equally treated in bringing all their talents to work at Marelli.

Marelli respects the characteristics that each individual brings to the company, including origin, education, race, color, ethnicity, nationality, sexual orientation, gender identity, marital status, religion, age, disability, cultural background, and veteran status. We believe that every individual at Marelli can grow as a professional in their roles and responsibilities, and we expect them to be given equal opportunities to do so, so that they can further contribute to the company and society. Additionally, the culture fostered by diversity and inclusiveness helps us respond better to the needs and expectations of our increasingly diverse customer base, which makes us more competitive in an increasingly globalized environment.

At Marelli,

- **We identify and develop the best and brightest talent from around the world.**
- **We leverage the diverse characteristics and attributes of our employees.**



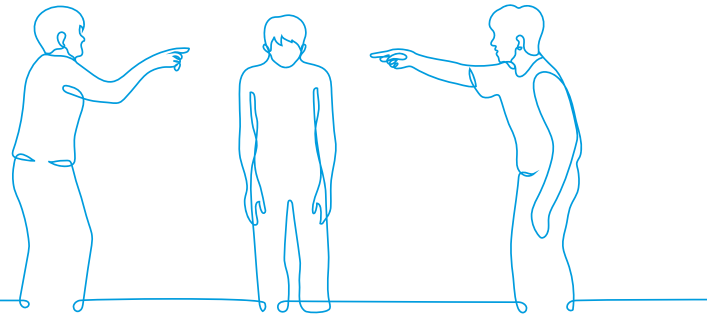
MAINTAIN RESPECTFUL WORKPLACE

We expect every person at Marelli to treat each other fairly and with respect. A healthy and inclusive work environment is not just the responsibility of the company and its managers, but of each person in the company. A culture where each person feels a sense of belonging and pride requires everyone to behave appropriately towards colleagues, contingent workers, suppliers, and customers.

We need to take action to create an environment where each individual can work to the best of their ability and prevent behavior that is not aligned with this Code.

Creating a culture where we respect each other is an essential part of the foundation of Marelli and allows us to maintain a work environment that is safe and healthy, regardless of whether we work in an office, at a plant or from home.

DO NOT TOLERATE DISCRIMINATION, HARASSMENT OR BULLYING



Marelli does not tolerate discrimination, harassment or bullying as it is incompatible with our values. We commit to maintaining a creative, diverse, inclusive, and supportive work environment and this commitment will apply to any employee or non-employee with whom we have a business, service, or professional relationship.

To this end, managers play an important role in ensuring this workplace culture. Managers must maintain a healthy and inclusive work environment where any type of harassment, discrimination, and/or bullying is never tolerated.

If you believe you have been subjected to discrimination or harassment, or have witnessed such behavior, you are encouraged to raise the concern in the way that is most comfortable for you, including through your line manager or other managers in your organization, Human Resources, the Legal & Compliance Department or through the Marelli Integrity Hotline.

Refer to our [Human Rights Policy](#) which explains how we strive to create a workplace free from all forms of discrimination, harassment, bullying and retaliation.

HOW TO DEAL WITH WORKPLACE THREATS & VIOLENCE



We do not tolerate any kind of workplace violence. Workplace violence can affect our business in many ways directly and indirectly, including increased employee turnover, reputational damage to the company, or most importantly, negatively impacting our employees' health and safety.

If you have experienced abuse or violence in the workplace, don't be ashamed or afraid to speak up. Sharing your experience helps your colleagues and the company, as well as protecting them. In the event of such a report, the company will take immediate actions to protect the victim and treat the incident seriously. There is no place for workplace threats and violence at Marelli, and we never tolerate any retaliation against employees who report this activity in good faith.

03 PROTECT OUR COMPANY

PRIORITIZE EMPLOYEE HEALTH & SAFETY

We prioritize the health and safety of our employees, employees of our suppliers and business partners, and visitors to our premises. We value our employees and work hard to protect their health and well-being. We comply with laws and regulations, international standards, and internal policies related to health and safety to provide a safe environment.

We foster a culture that involves all employees in helping to create a safe working environment by actively participating in company policies to minimize and eliminate hazardous environmental factors.

We establish and manage emergency response procedures to maintain business continuity in the event of external risk factors such as natural disasters, fires, and epidemics.

We strive to identify and correct all potential workplace hazards, but we also need your help in alerting us to hazards or risks. Report immediately when you notice any workplace health or safety issue, concern, or incident, as well as any work-related injury or illness. Refer to our [Marelli Environment Health & Safety Corporate Policy](#).



RESPECT AND PROMOTE HUMAN RIGHTS

In line with the United Nations Guiding Principles on Business & Human Rights, Marelli is committed to protecting the fundamental human rights of everyone, and to treating workers with dignity and respect.

While we are committed to actively monitoring suspicious situations and conducting reasonable due diligence to identify and address any associated risks, we also need you to report any suspicious situations in the workplace.



What we do:

- Provide a healthy work environment and comply with laws, policies, and standards related to working conditions, including prohibiting excessive working hours, ensuring minimum wages, and social benefits.
- Respect the employees' rights to freedom of association, collective bargaining, and collective action in accordance with local labor laws.
- Comply, and expect our suppliers to comply, with the laws prohibiting forced labor or slavery-like practices, prohibiting the employment of underage children, and prohibiting human trafficking.

What individuals should do:

- Refer to Marelli's [Human Rights Policy](#) to understand how our behavior may affect the human rights of those with whom we work.
- Respect the fundamental human rights of everyone you interact with and demand the same from our suppliers, contractors, and business partners.
- If you see a condition or situation while working that reflects possible abuse of workers or other individuals, speak up immediately.



What are some suspicious third-party employment conditions to report:

- Employees who appear to be under the age of 16 or the local legal working age, whichever is higher.
- Unsafe or unsanitary working conditions.
- Working environment without sufficient safety equipment and necessary tools.
- Refusal to allow employees to freely associate, bargain, or act (formally or informally) to improve their workplace.
- Visible signs of workplace abuse, such as harassment, bullying, discrimination, or violence.
- Rumors that employees are not being paid adequately after paying recruitment fees or are being forced to work or remain employed through measures such as withholding or retaining their government-issued identification, passports or work permits.



SET IN PLACE EQUAL OPPORTUNITY EMPLOYMENT

We are committed to fostering an accepting and inclusive work environment for all employees and treat them fairly in recruitment and promotion based on their qualifications, expertise, capabilities, and performance.

We actively support all activities for employees to improve the competencies required for job performance.

We base employment decisions regarding qualified applicants or employees only on relevant considerations, such as the individual's qualifications and abilities and such decisions are never based on age, race, color, sex, religion, national origin, disability, sexual orientation, gender identity or expression, status or any other characteristic protected by applicable laws.





AVOIDING CONFLICTS OF INTEREST

A conflict of interest occurs when personal interests are, or seem to be, at odds with company interests. A conflict of interest could harm Marelli's reputation or the company's financial interests, create the appearance of impropriety or divided loyalties, or raise questions about the quality of business decisions and the integrity of the decision maker.

Dos and Don'ts

- Do not solicit improper business benefits from external stakeholders and do not offer, promise, or give anything of value, directly or indirectly, to gain a personal advantage.
- Do not allow any relationship to interfere with your work, and exercise objective judgement that considers the interests of the company. A conflict of interest may arise when you or a close family member has a business, financial, or close personal relationship with a current, past, or potential stakeholder.
- Do ensure that all decisions and actions in business reflect the legitimate interests of the company. In the event of a conflict between the interests of the company and our personal interests in business, we must prioritize the legitimate interests of the company.

Here are some examples of situations where an actual, potential, or perceived conflict of interest may arise:

- Directly or indirectly supervising a family member, close friend, or intimate partner in the company or employing them as a supplier or partner of the company is prohibited.
- Hiring or retaining the services of a business that is owned by or affiliated with an employee.
- Holding political office.



WHEN I AM CONCERNED ABOUT A POTENTIAL CONFLICT OF INTEREST, WHAT SHOULD I DO?

First, we encourage you to avoid any situation that creates a real or perceived conflict of interest.

Second, when you are still unsure about a potential conflict, the best thing to do is disclose it to your manager, Human Resources or the Legal & Compliance Department, or you can report it via the Integrity Hotline.

INTERACT RESPONSIBLY ON SOCIAL MEDIA

Social media is a great platform for building relationships and allows us to stay connected with friends and family, and it also allows us to communicate with our customers, our community and society at large. It is important to use social media correctly, always exercising good judgment. What we say on social media not only reflects on who we are as individuals but can also reflect on Marelli. As such, please inform yourself about what is inappropriate or should not be posted on cyber community websites. If you encounter any inappropriate material related to the company, raise a concern to your manager, HR or the Marelli Integrity Hotline.

You should not use your personal social media accounts to promote work events, initiatives, and campaigns unless you are granted access to social media sites for work purposes by the company.



UNACCEPTABLE AND INAPPROPRIATE USE OF SOCIAL MEDIA



- Comments that may be considered discriminatory, or constitute harassment, bullying, or victimization.
- Using photographs or video footage of an employee or service provider of the company without their permission.
- Disclosure of personal, sensitive, or confidential information gained during your employment without authorization (unauthorized disclosure could constitute misconduct/gross misconduct in accordance with our company's disciplinary procedures).
- Posting comments, content, media, or information that could bring Marelli into disrepute.
- Posting images or information about our customers or customer products.
- Posting images or information about Marelli plants and workplaces.
- Making a statement on behalf of the company without authorization from the Corporate Communications team.

INSTALL RESPONSIBLE DATA PRACTICES ACROSS MARELLI

By establishing responsible data practices, Marelli ensures the operation of a trustworthy and transparent business and compliance with legal obligations. Only through responsible and transparent management of our data will our unique assets give our business a competitive advantage. Therefore, creating well-defined data practices and building a culture of good data usage is essential.

We are committed to protecting our networks, systems, devices, products, processes, services, and technology (product information resources) and the extensive confidential information contained therein. We monitor our information resources in accordance with applicable laws regarding

the protection and security of Marelli's proprietary information, the maintenance of data operations, and to comply with our business obligations. We also require third parties who process Marelli's proprietary information on our behalf to implement

information security controls consistent with our standards, and we evaluate these controls on a regular basis. Please refer to the [Information Security Policy](#) for data collection, use, and sharing.



CODE OF CONDUCT

Table of Contents

01
Introduction

02
Individual
Accountability

**03
Protect our company**

04
Business Integrity

05
Contribution to Society and
Future Generation

06
Other aspects of
compliance and the
Code of Conduct

ENSURE RESPONSIBLE AI DEVELOPMENT

Artificial intelligence (AI) is a key technology for the future of society. The development of AI technology offers unprecedented opportunities, and the potential impacts of AI are far-reaching. As technology continues to evolve rapidly, we must ensure Marelli uses AI ethically. We must remember that AI development should be human-centered and beneficial to society. This means that AI should be designed to support the goals that humans and society want and to enhance human capabilities. In order to build trust in the use of AI technology, we should be fully informed about how AI is being used, for what purposes, and by whom. For AI to act on people's needs and fulfil their desires, it needs a huge amount of data, which is why AI technology must be implemented with transparency, thereby ensuring that data is secure and cannot be abused.



04 BUSINESS INTEGRITY

PREVENT CORRUPTION AND BRIBERY

We care about how our actions affect our society. We conduct business with the highest level of integrity, and we comply with all anti-corruption and anti-bribery laws. We do not tolerate corruption in connection with any of our business dealings.

Corruption can take many forms, but most often it occurs through bribery. A bribe is offering or giving anything of value, including cash, cash equivalents such as gift

cards, gifts, meals, travel and hospitality, to any person for the purpose of obtaining or retaining business, or securing an improper advantage or to influence a business decision.

We do not offer or receive bribes from any individual, regardless of whether that individual is a public official or a private party, such as a customer or supplier.



BELOW ARE OTHER TYPES OF BRIBES WHICH ARE STRICTLY PROHIBITED AT MARELLI.

- Kickbacks – a kickback is when a person is offered money or something of value in exchange for providing something, such as information, a discount, or a favor, to a third party.
- Facilitating payments – these are generally used to facilitate or expedite the performance of routine, nondiscretionary government action. These payments are not permissible by Marelli even in countries/regions where facilitating payments may be legally permissible.

CODE OF CONDUCT

Table of Contents

01
Introduction

02
Individual
Accountability

03
Protect our company

**04
Business Integrity**

05
Contribution to Society and
Future Generation

06
Other aspects of
compliance and the
Code of Conduct

Rare exceptions may be permitted only in circumstances that involve an imminent threat to health or safety, and such situations must be immediately reported to Marelli's Legal & Compliance Department.

We have a responsibility to maintain ethical relationships with third parties. As such, we must conduct due diligence on third parties we do business with, treat them fairly, and never offer or exchange anything with a third party that could appear to have been offered to obtain a business advantage.

Speak up if you have any questions or concerns. Never ignore warning signs that are related to possible illegal or unethical activities.





PREVENTING AND ELIMINATING CRIMINAL RELATIONS

We do not participate in, nor do we condone participation by any of our employees in, any criminal organization, or criminal misconduct. As a company and as individuals, we will not establish any work-related or commercial relationships with parties (like individuals or corporations) involved in acts of criminal activity, and we do not finance or facilitate any criminal activities. Crime does not pay and in fact crime hurts everyone at Marelli. Therefore, Marelli is committed to zero tolerance and does not make any exceptions for those involved in criminal activity. We recruit and value employees (including managers) who value integrity and support decision-making that reduces the opportunity for illegal or unethical acts. Due to the importance of this issue, we ask our employees to raise a red flag immediately and report any concern to the Legal & Compliance Department or the Integrity Hotline.

GIVING AND RECEIVING GIFTS AND HOSPITALITY

We strive to demonstrate sound judgment and moderation when exchanging business courtesies. Giving and receiving gifts and hospitality can build strong working relationships and goodwill between Marelli and our business partners.

But gifts, meals, or hospitality that are extravagant or lack transparency or a legitimate purpose may be viewed as bribes or as simply inappropriate.

These things erode trust and harm our business. We must develop business relationships free of corruption and commercial bribery. Gifts and hospitality are to be made only in accordance with applicable local laws and the Marelli Gifts & Hospitality Procedure.

HOW CAN WE BE RESPONSIBLE WITH GIFTS AND HOSPITALITY?

- When offering or accepting gifts or hospitality, we must make sure they are lawful, comply with our policies, have a legitimate business purpose and are reasonable in value.
- We must not solicit gifts or hospitality from third parties or make them feel obligated to provide something to do business with Marelli.
- We must not ask a customer, representative or supplier to give gifts or hospitality on our behalf.
- We must not give or accept cash or cash equivalents like gift cards.
- We must be careful to avoid any giving and receiving of gifts and hospitality that may not pass the newspaper test as follows:

Imagine how you would feel if it were reported the following day in the local newspaper and read by your family, friends and neighbors – would you feel comfortable or embarrassed by such a disclosure? If your decision or action passes this test, it's OK; if it does not, it's not OK.

- We must exercise extra caution when dealing with a party involved in a tender or public officials.



INTERACT WITH GOVERNMENTS AND POLITICAL ENTITIES RESPONSIBLY



Responding to government requests: We appropriately respond to lawful requests (including lawsuits) from government authorities or agencies. We provide honest and truthful information, and do not conceal or destroy information related to these requests or orders (whether under a litigation hold notice, or pursuant to a retention schedule).

Lobbying: Our interactions with the government are generally governed by lobbying laws and regulations. Lobbying is any activity that attempts to influence laws, regulations, policies, and rules, but in certain jurisdictions can also cover sales and business development activity. These laws can apply to

elected officials, as well as appointed officials and government employees.

We may have an obligation to register and/or report our company's lobbying activities under applicable laws, including activities by employees and outside consultants or advisors on government relations. We are responsible for knowing when third parties' activities may be considered lobbying and should consult with Marelli's Chief Legal Officer for guidance.

Political Contributions: We take seriously our obligation to comply with the laws relating to political contributions. These laws vary greatly among jurisdictions and countries. Any political

contributions made by Marelli, including attendance, participation, and/or sponsorship of political candidates, parties, campaigns, and related events must be approved in advance by Marelli's Chief Legal Officer. In addition, in many instances corporations are prohibited from contributing to political campaigns.

Some campaign laws interpret use of corporate resources (such as equipment, email, stationery, or personnel) as corporate donations. You should obtain approval from Marelli's Chief Legal Officer before using any company resources for political campaigns or fundraising.

CHOOSE SUPPLIERS WITH INTEGRITY

We rely on our supplier relationships for our success. To achieve our mission, we need suppliers that are as committed as we are to building trust with our customers, that will do great work, and that will follow the law. All suppliers need to undergo due diligence before we can work with them.

Only our Purchasing team has the authority to commit to supplier contracts unless covered under the [Purchasing Exemptions](#).

We hold our suppliers to high standards. We require our suppliers to act in a manner consistent with Marelli's [Supplier Code of Conduct](#).



HOW CAN WE PERFORM DUE DILIGENCE AND CHOOSE SUPPLIERS WITH INTEGRITY?

- Select the best suppliers for the job, and carefully consider their proven track record, reputation for integrity, and other merits—not based on favoritism.
- Work with suppliers to prevent and eliminate child labor, human trafficking, and other labor abuses in our supply chain.
- Prevent and eliminate any relationship and/or any business transaction with criminal organizations, or any members thereof (such as organized criminals, corporate racketeers, etc.).

COLLABORATE RESPONSIBLY WITH THIRD PARTIES

We seek to do business with organizations that will meet our high standards and act in ways that positively reflect upon our company. We choose our third parties carefully through due diligence and take appropriate measures to ensure they meet contractual requirements and follow all applicable laws, this Code, and our policies.

When making decisions, ask yourself: will this strengthen our long-term working relationship with our partners and customers? We hold ourselves to high ethical standards, and we expect our representatives, who could be suppliers, partners, vendors, consultants, and other companies who work on our behalf, to meet the standards we set for ourselves. We earn trust with our representatives when we return value to them and don't ask them to do anything we would not do ourselves.

HOW CAN WE USE TRUSTWORTHY REPRESENTATIVES?

- Understand our representatives' qualifications and reputation before we engage them to work on our behalf.
- Understand the reasons for including a particular representative in a deal or transaction, and only do so where it's appropriate.
- Cultivate trust with our representatives and never ask or suggest that they do things that are not allowed under the law or our policies.
- Do not pressure customers or partners to place orders for products or services they do not want or need, and we must not retaliate against them if they refuse to do so.

Report signs that a representative could be engaging in corrupt or unethical behavior while representing Marelli.

We strive to work with honest, responsible representatives who are committed to doing business ethically when working on our behalf. Our business relies on a large network of representatives—such as suppliers, partners, vendors, and consultants—for our success.

Their actions reflect on our company's reputation as much as our own actions. When our representatives do business with integrity, we retain and strengthen the trust we've established with our customers, investors and other key stakeholders.

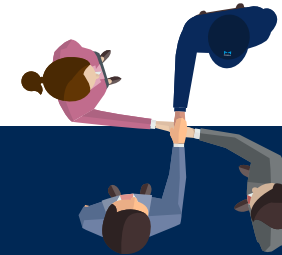
COMPETE FAIRLY

We comply with all competition and antitrust laws that protect and support free enterprise. We believe that open competition leads to a vibrant marketplace where consumers benefit from lower prices, more choices, and better products and services.

We do not cheat to compete.

How we compete is as important as the result we achieve. Healthy competition and fair business practices put our customers first by giving them access to a variety of products and services at fair prices. Competing fairly ensures that we meet our business objectives with our integrity intact.

If approached by a competitor about anything prohibited, make it clear that we will not agree to anything and do not want their confidential information. End contact with that person immediately and contact the Legal & Compliance Department as soon as possible.



HOW CAN WE COMPETE FAIRLY?

- Make business decisions independently from our competitors, not in agreement or collaboration with them.
- Respect competitive bidding processes, and do not rig or fix the outcomes or help anyone else do so.
- Do not collaborate with competitors on how to price our products or services or whether to pursue opportunities, markets, or geographic regions.
- Do not agree with competitors to:
 - limit amounts of services or goods (or quantities) to place on the market,
 - limit production,
 - stop selling certain products, or
 - limit hours of operation.
- Do not share or accept confidential information with or from competitors or misuse confidential information of others, including former employers.
- Do not agree with competitors to boycott a company or to deal with a certain company on specific terms.
- Gather competitive intelligence using only appropriate resources, being truthful, and not misrepresenting who we are.
- Respect our high integrity standards of fair business, advertising, and competition.



RESPECT GLOBAL TRADE LAWS

We comply with and respect all global export, import and sanctions laws.

We do business with people across many countries and cultures and in dozens of languages. We move products to and from various countries. We have customers, suppliers, partners, subsidiaries, and employees all over the globe. As such, our duty is to respect applicable customs, trade and sanctions laws and regulations (including antiboycott laws) wherever we are located.

Please refer to the [Export, Import and Anti-Boycott Laws Compliance Policy](#).

HOW CAN WE TRADE WITH INTEGRITY?

- Comply with all applicable international trade and antiboycott laws and regulations on the import/export or re-import/re-export of goods, software, services, and technology.
- Appropriately screen individuals, companies, and countries to ensure we do not violate applicable sanctions or trade restrictions.
- Raise a concern to the Legal & Compliance department if we believe there may be an inappropriate import or export.
- Do not engage with sanctioned or embargoed countries and parties.

Compliance with global trade laws and regulations protects our ability to conduct international business. Failure to do so can result in:

- disciplinary action for the company,
- serious supply chain disruptions,
- loss of sale and service opportunities,
- monetary penalties, fines and imprisonment for employees and their management chain, and
- potential revocation of our trade privileges.

RESPECT PRIVACY

We respect privacy by being transparent about how we handle all personal data of our customers, suppliers, and employees. We want them to trust us to protect their privacy.

DON'T TRADE ON INSIDE INFORMATION

We do not engage in insider trading or tipping others with respect to inside information. What does this mean? First, to maintain

trust with those inside and outside Marelli, we respect all applicable securities laws, which means we do not trade in shares of a publicly traded company while in possession of material and nonpublic information. In our work, we may become aware of material and nonpublic information about Marelli or companies with whom we do business. Information is “material” if a reasonable investor would consider it important in deciding whether to buy or sell a company’s securities. Information is “nonpublic” if it has not been broadly communicated to the investing public. Both positive and negative information may be considered material and nonpublic information.

Second, trading securities or stock of any company based on this information not only breaks trust with those inside and outside Marelli (investors and/or the public) but is also illegal and violates company policy.

Third, we do not tell others to buy or sell securities or provide “tips,” either in the

HOW CAN WE RESPECT PRIVACY?



- Follow local and international privacy and data protection laws.
- Provide clear and accurate privacy notices when collecting or processing customer, supplier, or employee personal data.
- Honor privacy choices by using customer, supplier, or employee personal data appropriately and in alignment with what customers, suppliers, or employees have agreed to.
- Protect our customers’, supplier’s’, and employees’ personal data through using and/or designing secure products, platforms and services.
- Limit our employees’ access to or processing of customer, supplier, or employee personal data only to what is necessary for specific legitimate business purposes.
- Keep personal data only as long as necessary and following applicable retention schedules.

form of details, such as “our third-quarter earnings next week will be great” or as general comments, based on nonpublic information.

Lastly, please understand that if you trade based on insider information, or tip insider information to others, you may be personally liable for civil and criminal fines and even face the possibility of a jail sentence. Please see the [Insider Trading Policy](#).

KEEP ACCURATE RECORDS AND TRANSACTIONS

Our records are to be clear, accurate, and complete. Accurate records can include items such as financial reports, customer invoices, technical and product information, expense reports, and hours worked.

WHY DO WE NEED TO DO THIS?

- Keeping accurate records is critical to maintaining trust and making good business decisions.
- Keeping accurate records in vulnerable areas of our business helps to keep us and our stakeholders safe from corruption. Accurate bookkeeping helps us to identify and prevent money laundering.

HOW?

- Do not misclassify the account or accounting period of any transaction or misrepresent the nature of a transaction.
- Do obtain appropriate authorization for all business transactions and provide all necessary supporting documentation. We record all assets, liabilities, revenues, expenses, and business transactions completely, accurately, in the proper period and in a timely manner.
- Do not set up or maintain cash funds, other assets, or liabilities that are secret or unrecorded.
- Use thoughtful, appropriate, and accurate wording when creating records.
- Maintain and destroy company records in alignment with our practices for records retention as well as applicable laws.
- Do not conceal or destroy documents or records that are subject to investigation, or which may later be used in an official proceeding.



OUR COMMITMENT FOR ANTI-MONEY LAUNDERING

Money laundering is a process criminals, terrorists, and others use to move funds gained from illegal activity through legitimate businesses to make the funds appear legitimate.

We use good judgment and pay close attention when working with customers, suppliers, and third parties, especially when the transaction involves cash payments. We must know who is behind every transaction and only conduct business with reputable third parties engaged in legitimate business activities.

We take action to prevent the use of our activities for these purposes by reporting suspicious activity to the Marelli Legal & Compliance Department.



HOW CAN WE STAY ALERT FOR SIGNS OF POTENTIAL MONEY LAUNDERING AND OTHER CRIMES?

- Understand and follow Marelli's practices and internal controls that are designed to prevent bad people from utilizing payment platforms to launder money and engage in other illegal activity.
- Keep an eye out for any suspicious payment activity and report it immediately to the Legal & Compliance Department, Internal Audit Department, or through the Marelli Integrity Hotline.
- Take responsibility for verifying customers' or suppliers' identity — "know your customers/suppliers"— so we are aware and can confirm who is requesting the payment.

BE MINDFUL OF INFORMATION SECURITY

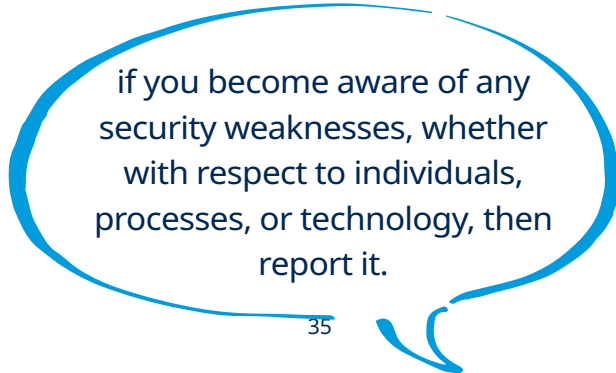
Information security is a critical aspect of our Company's integrity and reputation. As such, all employees, contractors, and associates are expected to adhere to our robust Information Security Policy, ensuring the confidentiality, integrity, and availability of our data assets.

Every employee, regardless of their position or role, is required to integrate and uphold the highest standards of information security within each aspect of their work. This commitment spans from routine daily tasks to complex project executions, ensuring that data protection and cybersecurity measures are consistently applied and followed.

We maintain the security of our digital systems. We establish end-to-end cybersecurity measurements to protect critical systems and sensitive information from digital attacks.

A comprehensive cybersecurity strategy, governed by best practices and modern key technologies like automation, digitalization, advanced analytics, artificial intelligence and machine learning are required prerequisites to ensure adequate information security by preventing, detecting, and responding to attacks in an efficient way.

The [Marelli Information Security Policy](#) contains very important information about our cybersecurity expectations and requirements, including how to fulfill these expectations when working in public places or traveling / working remotely. Marelli employees are to review, understand, and comply with all security policies.



if you become aware of any security weaknesses, whether with respect to individuals, processes, or technology, then report it.

HOW CAN WE BE MINDFUL OF INFORMATION SECURITY?

- Reduce information security risk through protecting devices as well as data and information.
- If you do not know if a particular action poses a risk or not – seek guidance from Digital Department before proceeding.
- Exercise good judgment: Classify and mark data and information properly.
- Do not install software or modify configurations that compromise our technology's security.
- Use technology appropriately and aligned with our security policies.
- Report any suspected security breaches or incidents (including Social Engineering, Phishing emails, etc.) immediately to the Digital Department.

Keeping Company Resources Secure

- Properly secure devices when not in use.
- Use strong passwords; don't share your password with anyone.
- Avoid connecting to public or unsecure Wi-Fi networks.
- Avoid clicking on email links or opening attachments from unknown senders.
- When posting information online, do not disclose Marelli trade secrets, proprietary or other commercially sensitive information.

PROTECT CONFIDENTIAL INFORMATION AND INTELLECTUAL PROPERTY

We protect and respect the business value of information and ideas, whether they belong to Marelli or a third party. We might lose our competitive advantage if we disclose Marelli's confidential information, such as technical data, trade secrets, business strategies, customer details, and any other information that is not in the public domain and gives our company a competitive advantage. We lose trust if we disclose confidential information that we learn from the companies with whom we do business. Protecting information and ideas, whether our own or those of others, is crucial to our business success and builds our reputation as a trustworthy business partner. Trademarks, logos, patents, trade secrets and copyrights are all examples of intellectual property (IP).

We and our supply chain minimize the risk of introducing counterfeit and/or diverted parts and materials into deliverable products and adhere to relevant technical regulations in the product design process.



We promptly identify and report any issue including unauthorized disclosure and violations of infringements by any third party to the Legal and Compliance Department.

HOW CAN WE PROTECT CONFIDENTIAL INFORMATION AND IP?

- Apply proper classification to all physical and electronic information, according to Marelli's [Information Classification Policy](#), and follow information security policies to protect the information accordingly.
- Secure physical copies of any Marelli confidential information.
- Do not obtain third-party intellectual property by unlawful means nor make improper use of it.
- Do not disclose confidential information or IP without a proper non-disclosure agreement or confidentiality agreement in place and only on a need-to-know basis.
- Follow the guidance set forth in the [Information Security Policy](#) to protect access to confidential information and avoid discussing it in common / public spaces or with colleagues who don't need to know it.
- Do not use confidential information for non-Marelli business use and maintain confidentiality even if you stop working for Marelli.
- Preserve Marelli's intellectual property rights through appropriate forms of intellectual property that protect the value of our innovation.
- Respect the confidentiality and intellectual property rights of others and do not use others' confidential information and intellectual property rights without authorization.
- Do not use or copy third-party copyrighted materials, without a license or permission from the appropriate owner.
- Disclose any novel inventions created as part of your Marelli employment in a timely manner to the Legal and Compliance Department.



PROTECT MARELLI'S ASSETS

We are responsible stewards of Marelli's assets. We use company resources and tools

to do our jobs every day. These assets belong to Marelli; we owe it to our company and all our stakeholders to use them responsibly and in ways that preserve trust and add value.

HOW CAN WE SAFEGUARD MARELLI'S ASSETS?

- Use assets only for legitimate business purposes.
- Handle assets with care and protect them from loss, theft, fraud, and misuse.
- Spend Marelli's funds wisely and guard against waste and abuse.
- Use our corporate accounts and services, not personal accounts or services, for business correspondence and data.
- Keep valuable assets, such as laptops and mobile devices, physically and electronically secure.
- Understand that business-related data is Marelli's property, and that it may be accessed, preserved, and reviewed in accordance with our policies and applicable laws.
- Exercise good judgment when using Marelli provided technology resources and using them for personal reasons must be in accordance with the [Marelli Information Security Policy](#) and only if it does not interfere with our job responsibilities or harm our work environment.



COMMUNICATE ACCURATELY TO THE PUBLIC

We make public statements and communications that are honest and not misleading. What we say and how we say it matters. We will win and preserve the trust of our customers, investors, stakeholders, and the public only if they know they can rely on what we tell them. To ensure that Marelli's communications are focused, consistent, and to prevent us from violating the law, all media and industry relations activities should be coordinated through the Communications and Public Relations team.

We comply with laws that ensure the rights of employees to speak publicly about matters of public concern and engage in concerted activities related to the terms and conditions of employment. Nothing in our Code or our policies is intended or should be construed to interfere with or limit your legal rights.



HOW CAN WE COMMUNICATE ACCURATELY TO THE PUBLIC?

- Make full, accurate, and timely financial disclosures in reports and documents we submit internally in Marelli and externally from Marelli.
- Listen carefully to feedback and questions from customers, investors, and other stakeholders.
- Do not speak on behalf of Marelli unless authorized to do so. Direct all media inquiries to Marelli's Communications and Public Relations Department.
- Make sure that any communications about our products and services are honest and accurate.
- If we endorse our products and services on social media, we make our company affiliation clear and state our honest opinion or belief about the endorsed product or service.
- Make our advertising and promotional materials accurate and free from false claims.

05 CONTRIBUTION TO SOCIETY AND FUTURE GENERATION

COMMUNITY INVOLVEMENT AND CORPORATE CITIZENSHIP

We are committed to making a difference in the communities where we live and work. We support initiatives that strengthen communities and encourage our employees to get involved.

Our initiatives are guided by the responsible local management with the supervision of the central functions. In considering which initiatives to support, we are mindful that support of one organization or initiative must not result in alienating or offending others in our workforce or community.



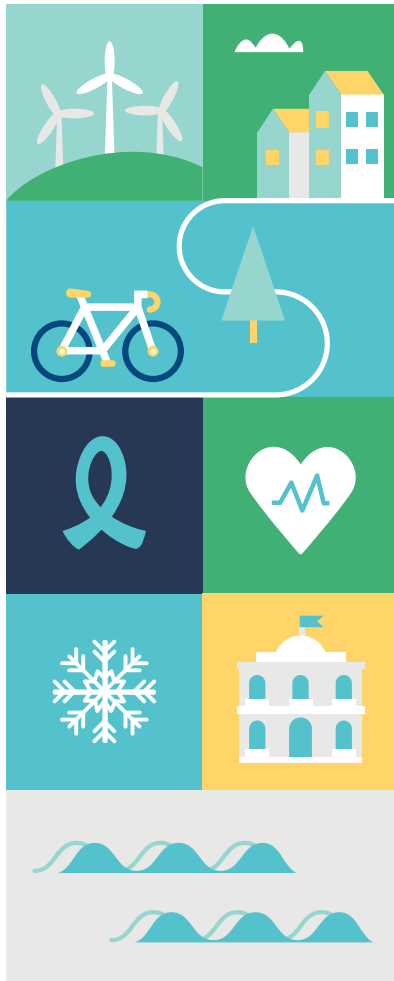
HOW CAN WE ENRICH COMMUNITY INVOLVEMENT?

- Support our local community activities, like approved charitable giving and blood donations.
- Responsibly promote access to the internet, technology and Marelli platforms to everyone around the world.
- Take pride in contributing our time and talent in our local communities; by volunteering in local projects to support them.

PROTECT THE ENVIRONMENT AND BUILD A SUSTAINABLE WORLD

Businesses and ecosystems are interdependent. Marelli aims to act to conserve and revitalize natural resources. Advancing innovation, investing in natural infrastructure, and adopting responsible sourcing are key to our commitment to maintaining clean water, soil, and air.



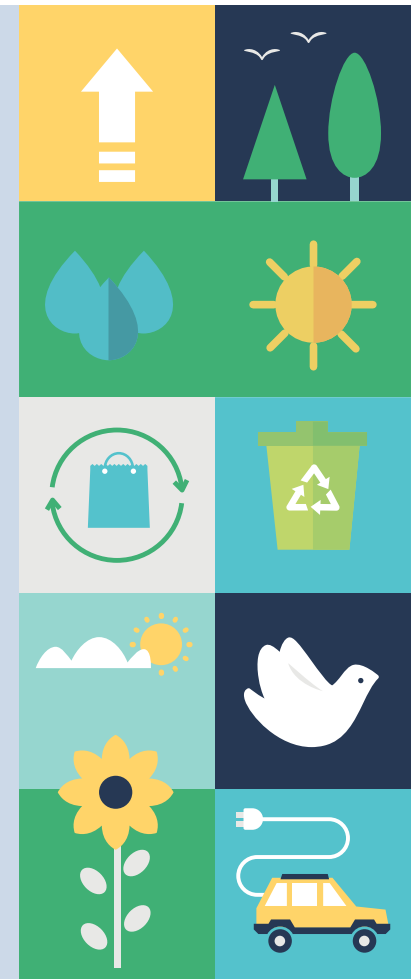


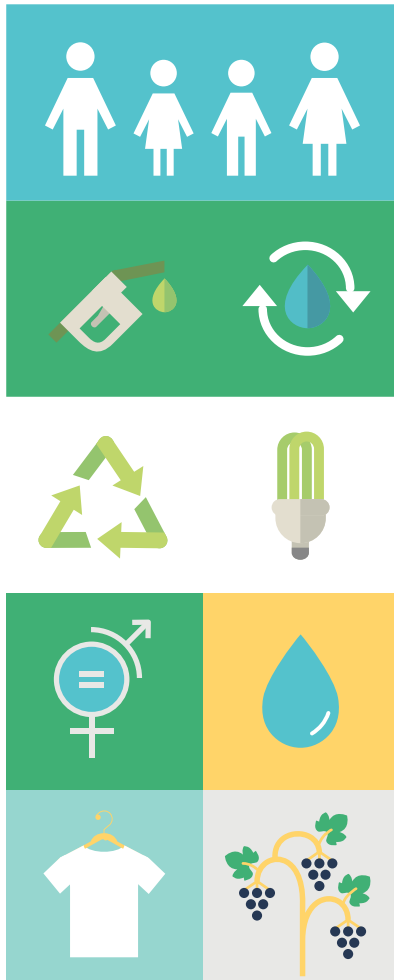
Strategic Marelli measures to build a better world include:

- Reevaluating business partnerships that pose environmental risks and addressing negative impacts within operations and the supply chain.
- Committing to responsible sourcing for all materials.
- Innovating products and technologies for better resource efficiency and decreased ecosystem impact.
- Treating waste rigorously to prevent contamination of water, soil, and air.
- Banning harmful chemicals and materials that threaten environmental quality.

Our measures for responsible chemical and specific substances management include:

- Preventing, eliminating, and reducing the use of substances of concern in our products.
- Identifying, labeling, storing, and managing chemicals, waste, and other materials posing a hazard to human health or the environment.
- Adhering to applicable laws and Marelli requirements regarding restrictions and prohibitions of specific substances in products and manufacturing including those related to labeling and disposal.





Our measures for minimizing waste and enhancing recycling efforts include:

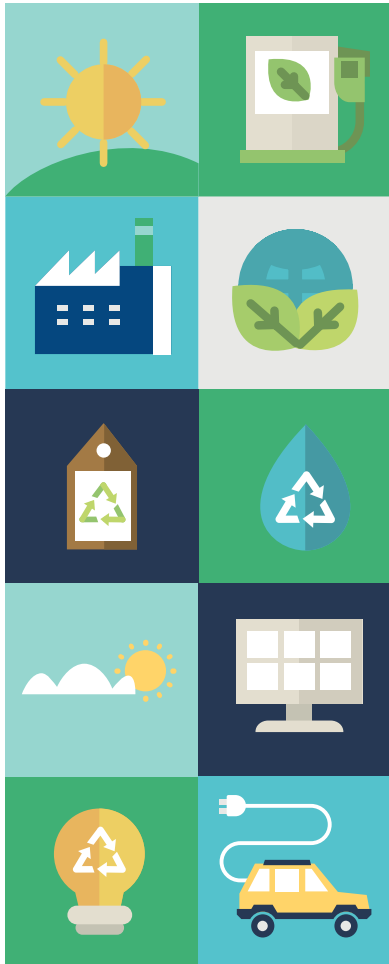
- Reducing waste significantly, repurposing unavoidable waste such as using organic matter as fuel or fertilizer and complying with waste management laws.
- Fostering closed loop systems, encouraging resource reuse, employing sustainable and recycled materials, and designing products for easy disassembly and recycling.
- Reporting transparently on the recycled content, composition, and energy sources of our materials through the International Material Data System (IMDS).
- Tracking and monitoring water consumption and implementing recycling practices.

We prioritize ethical procurement, ensuring our materials do not contribute to human rights violations or environmental harm.

Focusing on high-risk minerals like the 3TG (tin, tungsten, tantalum, and gold), cobalt, mica, lithium, and copper, we:

- Avoid minerals linked to conflicts or unethical practices, aligning with the OECD’s guidance on responsible mineral supply chains.
- Source from smelters and refineries verified by independent audits, such as the Initiative for Responsible Mining Assurance (IRMA).
- Keep and make available records of our supply chain, including the origins of materials, through frameworks like the Responsible Minerals Assurance Process (RMAP).
- Submit annual reports on conflict minerals using the Conflict Minerals Reporting Template (CMRT) and the Extended Minerals Reporting Template (EMRT) by the required deadlines.





For our committed ethical and sustainable procurement activity, we ensure the following:

- Purchases are in line with spending authority, corporate approvals, and restrictions as to permissible types of goods or services.
- Selection of business partners is based not only on the quality and competitiveness of their products and services, but also on their adherence to social, ethical, and environmental principles.

If you have any concerns or needs in relation to Marelli's sustainability, reach out to the Sustainability team.

06 OTHER ASPECTS OF COMPLIANCE AND THE CODE OF CONDUCT

WAIVERS AND AMENDMENTS

In very rare circumstances, a waiver of this Code may be sought which may be given by the Chief Legal Officer in the case of Marelli employees (other than executive officers or senior financial officers).

Additionally, any waiver or modification of this Code for a member of the Marelli Holdings' Board of Directors, executive officer or senior financial officer must be approved by the Marelli Holdings' Board of Directors and promptly disclosed as may be required pursuant to applicable laws and regulations.

Any amendment of any provision of this Code must be approved by the Marelli Holdings' Board of Directors, and promptly disclosed as may be required pursuant to applicable laws and regulations.



CONFLICTS

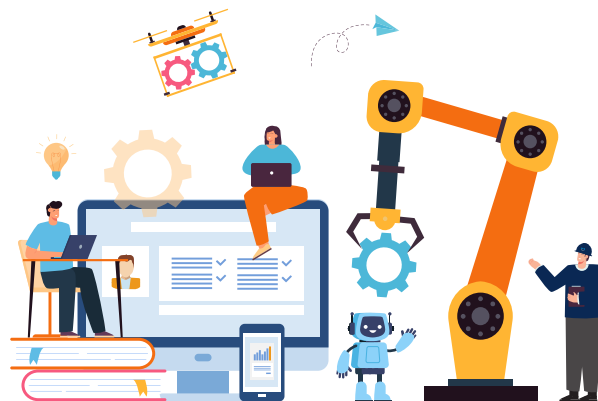
If this Code is found to conflict with local laws or regulations, only the Code sections permitted by applicable laws and regulations will apply. Please reach out to the Legal and Compliance Department if you have questions about applicability of this Code or any conflict of law. Nothing in this Code or other policies is intended to infringe upon or limit an employee's ability to exercise their rights under applicable laws.

Relevant additional guidance applicable to your region or country may be available through Marelli's Legal and Compliance Department and will prevail to the extent of any inconsistencies with the guidance linked in the Code.

In the event of an inconsistency between the English version of this Code and any version of the Code that has been translated into a different language, the English version will prevail to the extent permitted by applicable law.

TRAINING

Training is essential to ensure that this Code and any Marelli policies referenced in it are top-of-mind in our daily work. It is a forum in which the content in this Code comes to life and it is an important part of each Marelli employee's engagement with Marelli's culture. Thus, all employees must complete mandatory training, including training on the Code and Marelli policies as required, and failure to do so could result in disciplinary action or termination.



CLOSING NOTE

Achieving our mission responsibly is everyone's responsibility.

At Marelli, our reach and influence require that we commit to and hold ourselves accountable to a high standard, ensuring that we build products that have a positive impact, keep people safe and serve everyone. We all share responsibility for achieving our mission. With this mindset and a focus on designing and manufacturing responsibly, we can continue to innovate with each other, our partners and for the global community at large.

