

# Global Code of Conduct

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## INTRODUCTION

The Code of Conduct (the "Code") for employees of Dura Automotive Systems, Shiloh Industries, and Peterson Spring (the "Company") covers a wide range of business practices and procedures. As an employee, it is important that you read, understand and fully comply with our Code. The Code sets out basic principles to guide all employees. All of our employees must conduct themselves accordingly and seek to avoid even the appearance of improper behavior. The Code should also be provided to and followed by The Company's officers, directors, agents and representatives, including consultants.

If a law conflicts with a policy in this Code, you must comply with the local law. If you have any questions about these conflicts, you should ask your supervisor or Human Resources on how to handle the situation. Regardless, you should always seek to act in accordance with the ethical standards described in this Code.

Employees who supervise others have an important responsibility to lead by example and maintain the highest standards of behavior. If you supervise others, you should create an environment where employees understand their responsibilities and feel comfortable raising issues and concerns without fear of retaliation.

If an issue is raised, you must take prompt action to address the concerns and correct problems that arise. You must also make sure that each employee under your supervision understands our Code and the policies, laws and regulations that affect our workplace. Most importantly, you must ensure that employees understand that business performance is never more important than ethical business conduct.

Those who violate the standards in this Code will be subject to disciplinary action, up to and including termination of employment. If you are in a situation that you believe may violate or lead to a violation of this Code, follow the guidelines described under the heading "Compliance Procedures" on page 16.

# Social Responsibility and Environmental Stewardship

Shiloh Dura Peterson Spring prides itself on being a company that operates with integrity by doing the right thing in every aspect of our business, including being a socially responsible company. We seek to align our social and environmental efforts with our business goals while continuing to develop both qualitative and quantitative metrics to assess our progress.

We are committed to conducting business in an environmentally responsible manner and strive to improve our performance to benefit our employees, customers, communities, ownership and the environment. We use energy wisely and efficiently and employ technology to minimize environmental impact, including emissions reduction of greenhouse gases. Employees whose work affects environmental compliance must be familiar with the permits, laws and regulations and environmental policies that apply to their work. All employees are responsible for making sure that Shiloh Dura Peterson Spring business is conducted in compliance with all applicable laws and in a way that is protective of the environment.

## GENERAL COMPLIANCE POLICIES

### Compliance with Laws, Rules and Regulations

Obeying the law, both in letter and in spirit, is the foundation on which the Company's ethical standards are built. All employees must respect and obey the laws of the cities, states and countries in which we operate. Although not all of you are expected to know the details of these laws, it is important to know enough to determine when to seek advice from supervisors, managers or other appropriate personnel.

### Conflicts of Interest

A "conflict of interest" exists when a person's private interest interferes in any way with the interests of the Company. A conflict situation can arise when an employee or representative takes actions or has interests that may make it difficult to perform his or her Company work objectively and effectively. Conflicts of interest may also arise when an employee, or members of his or her family, receives improper personal benefits as a result of his or her position in the Company. Loans to, or guarantees of obligations of, employees and their family members may create conflicts of interest.

It is almost always a conflict of interest for a Company employee to work simultaneously for a competitor, customer or supplier. The best policy is to avoid any direct or indirect business connection with our customers, suppliers or competitors, except on our behalf. Unless approval is obtained from the compliance committee, you are not allowed to work for a competitor as a consultant or board member. In addition, unless the compliance committee approves a conflict after being provided with complete disclosure of such conflict, and after fully reviewing such conflict, conflicts of interest are prohibited as a matter of Company policy. Conflicts of interest may not always be clear-cut. If you have a question, you should consult with your supervisor or Human Resources. Any employee or representative who becomes aware of a conflict or potential conflict should bring it to the attention of a supervisor, manager or other appropriate personnel, or consult the procedures described under the heading "Compliance Procedures" in this Code.

## Corporate Opportunities

Employees and representatives are prohibited from taking for themselves personally any opportunities that are discovered through the use of corporate property, information or position without the consent of the compliance committee. No employee may use corporate property, information or position without the consent of the compliance committee, or use corporate property, information or position for improper personal gain. No employee may compete with the Company, directly or indirectly. Employees and representatives owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

## Competition and Fair Dealing

We seek to outperform our competition fairly and honestly. Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent or inducing such disclosures by past or present employees of other companies is prohibited. Every employee should endeavor to respect the rights of and deal fairly with the Company's customers, suppliers, competitors and their employees. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other intentional unfair-dealing practice.

## Giving and Receiving Gifts

The purpose of business entertainment and gifts in a commercial setting is to create good will and sound working relationships, not to gain unfair advantage with customers. Gift giving or

receiving may not create the appearance (or an implied obligation) that the gift giver is entitled to preferential treatment, an award of business, better prices or improved terms of sale. In addition, no gift or entertainment should ever be offered, given, provided or accepted by any Company employee, family member of an employee or agent unless it: (1) is not a cash gift, (2) is consistent with customary business practices, (3) is not excessive in value, (4) cannot be construed as a bribe or payoff and (5) does not violate any laws or regulations. Please discuss with your supervisor or Human Resources regarding any gifts or proposed gifts that you are not certain may be considered inappropriate.

Regarding business entertainment, the following is never appropriate: (1) entertainment that can be viewed as excessive in the context of the business occasion; (2) "adult" entertainment or any sort of event involving nudity or lewd behavior; (3) entertainment that the recipient knows the gift giver is not permitted to give; and (4) entertainment that is otherwise prohibited by local management.

## Record-Keeping and Reporting

The Company requires honest and accurate recording and reporting of information to make responsible business decisions. For example, only the true and actual number of hours worked should be reported.

All of the Company's books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect the Company's transactions and must conform to both applicable legal requirements and to the Company's system of internal controls. Unrecorded, or "off the books," funds or assets should not be maintained unless they are permitted by applicable law or regulation.

The Company requires cooperation and open communication with its internal and outside auditors. It is illegal to take any action to fraudulently influence, coerce, manipulate or mislead any internal or external auditor engaged in the performance of an audit of the Company's financial statements.

Many employees regularly use business expense accounts, which must be documented and recorded accurately. If you are not sure whether a certain expense is legitimate, ask your supervisor or your location controller.

Business records and communications often become public, and we should avoid exaggeration, derogatory remarks, guesswork or inappropriate characterizations of people and companies that can be misunderstood. This applies equally to e-mail, internal memos and formal reports. (Records should always be retained or destroyed according to the Company's record retention policies.) In accordance with those policies, in the event of litigation or governmental investigation, please consult your supervisor, higher levels of management or the Legal Department regarding the length of time to retain such records.

If you have any questions or are uncertain as to how our disclosure controls and procedures may apply in a specific circumstance, promptly contact your supervisor or higher levels of management. You should ask questions and seek advice. Additional information regarding how to report your questions or concerns is included below in this Code under the headings "Reporting Any Illegal or Unethical Behavior" and "Compliance Procedures."

## Reporting Any Illegal or Unethical Behavior

Employees are encouraged to talk to supervisors, managers or other appropriate personnel about observed illegal or unethical behavior or when in doubt about the best course of action in a particular situation. The Company keeps all reports confidential, and it is the policy of the Company not to allow retaliation for reports of misconduct by others made in good faith by employees. Employees are expected to cooperate in internal investigations of misconduct.

## Ethics Line Reporting System

Even with an open-door culture, situations can arise in which an employee may wish to report a concern in confidence. In these instances, employees should use the Company's ethics hotline, hosted by a third-party hotline provider, EthicsPoint (NavexGlobal). Employees can submit reports and communicate issues and concerns related to any actual, or potential, violations. Employees can remain anonymous or disclose their identity. Anonymous calls cannot be traced back to individuals.

In addition, the EthicsPoint platform provides an opportunity for employees to request guidance related to policies, procedures or suggestions related to issue escalation and resolution. The information provided to EthicsPoint is summarized and delivered to a small team of Company

leaders who are authorized to receive these reports in a completely confidential manner. You have leadership's and EthicsPoint's guarantee that your comments will be heard, and that any anonymity requested will be maintained.

The EthicsPoint platform should be used for ethical or policy-violation concerns and can be accessed via phone at 1-844-771-5047, or the Internet:

<https://secure.ethicspoint.com/domain/media/en/gui/49140/index.html>

General concerns about your working conditions, supervisor or co-workers should first be brought to local Human Resources' attention, as HR and management are in the best position to address any local concerns.

## Investigations into Potential Violations

The compliance committee shall determine, or designate appropriate persons to determine, actions that it considers appropriate to investigate any alleged violations of this Code reported to it, and to enforce this Code with respect to any violations. Such actions shall be reasonably designed to deter wrongdoing and to promote accountability for adherence to the Code. In determining what action is appropriate in a particular case, the compliance committee or such designee shall take into account all relevant information, including the nature and severity of the violation, whether the violation was a single occurrence or repeated occurrences, whether the violation appears to have been intentional or inadvertent, whether the individual in question had been advised prior to the violation as to the proper course of action and whether or not the individual in question had committed other violations in the past.



# PROTECTION OF ASSETS AND REPUTATION

## Protection and Proper Use of Company Assets

You are obligated to protect and safeguard Company property and the property of The Company's customers. This applies to property and assets of all kinds, including equipment and supplies, as well as proprietary business information.

Protection of non-public Company information is especially important. Unauthorized use or release of information regarding plans, strategies, costs, prices or financial performance could jeopardize the Company's competitive position.

## Maintaining Information Security

Proprietary information is a valuable Company asset and includes: internal and external communications, digital information stored on laptops, handhelds, desktops, servers, backups and portable storage devices and hard copy documents and verbal discussions.

When we work with proprietary and confidential information, we need to take personal responsibility to safeguard it from unauthorized disclosure, changes or loss. All documents and records containing personal or confidential information, whether in electronic or paper format, should be marked as "Confidential." Files containing personal or confidential information should be secured in a locked office, desk or cabinet when not in use. All personal or confidential information in electronic format must be encrypted before it is transmitted or transported electronically or physically. All portable devices must be encrypted.

We must comply with all Company security policies and procedures for handling information assets and systems to ensure that we meet legal obligations, protect the Company's reputation and investments in proprietary information.

## Proper Use of Third-Party Assets

We vigorously protect our own intellectual property – our trademarks, copyrights, patents and trade secrets. We likewise must use third party property in a lawful manner and only in accordance with their associated licenses and/or terms of use. All employees, contractors and agents are prohibited in the making or using of copies of non-licensed copyrighted material, including software, documentation, graphics, photographs, clip art, animation, movie/video clips, sound and music.

## Counterfeit Parts

We strive to develop, implement, and maintain methods and processes appropriate to our products and services to minimize the risk of introducing counterfeit parts and materials into deliverable products, including an effective process to detect counterfeit parts and materials and mark parts obsolete as appropriate.

# EMPLOYEE-RELATED POLICIES

## Diversity, Equity and Inclusion

Shiloh Dura Peterson Spring is committed to fostering, cultivating and preserving a culture of diversity, equity and inclusion.

Our employees are the most valuable asset we have. The collective sum of the individual differences, life experiences, knowledge, inventiveness, innovation, self-expression, unique capabilities and talent that our employees invest in their work represents a significant part of not only our culture, but our reputation and the Company's achievement.

We embrace and encourage our employees' differences in age, color, disability, ethnicity, family or marital status, gender identity or expression, language, national origin, physical and mental ability, political affiliation, race, religion, sexual orientation, socio-economic status, veteran status and other characteristics that make our employees unique.

The Company's diversity initiatives are applicable—but not limited—to our practices and policies on recruitment and selection, compensation and benefits, professional development and training, promotions, transfers, social and recreational programs, layoffs and terminations. They further apply to the ongoing development of a work environment built on the premise of gender, race and diversity equity that encourages and enforces:

- respectful communication and cooperation between all employees;
- teamwork and employee participation, permitting the representation of all groups and employee perspectives;
- work/life balance through flexible work schedules to accommodate employees' varying needs; and
- employer and employee contributions to the communities we serve to promote a greater understanding and respect for diversity.

All employees have a responsibility to treat others with dignity and respect at all times. All employees are expected to exhibit conduct that reflects inclusion during work, at work functions on or off the work site and at all other company-sponsored and participative events. All employees are also encouraged to attend and complete diversity awareness training to enhance their knowledge to fulfill this responsibility.

Any employee found to have exhibited any inappropriate conduct or behavior against others may be subject to disciplinary action.

Employees who believe they have been subjected to any kind of discrimination that conflicts with the Company's diversity policy and initiatives should seek assistance from a supervisor or Human Resources.

## **Discrimination and Harassment**

We are firmly committed to providing equal opportunity in all aspects of employment. The Company does not discriminate on the basis of race, color, gender, sexual orientation, gender identity or expression, national origin, religion, religious creed, age, disability, ancestry, marital status or any other status protected by applicable law in any of its activities or operations. The Company is committed to providing an inclusive and welcoming environment for all employees, contractors, customers and vendors and prohibits unequal treatment based on any of the above characteristics or any other status protected by applicable law.

In addition, harassment in any form, including sexual, verbal, physical or visual is also prohibited. Any actions, words, jokes or comments based on an individual's race, color, gender, sexual orientation, gender identity or expression, national origin, religion, age, disability or other classification protected by law, or that of his/her relatives, friends or associates which:

- has the purpose or effect of creating an intimidating, hostile or offensive work environment;
- has the purpose or effect of unreasonably interfering with an individual's work performance; or
- otherwise adversely affects an individual's employment opportunities will not be tolerated by the Company.

All supervisors and managers are responsible for implementing and monitoring compliance with this policy. Any manager or supervisor who has been advised or has knowledge that this policy has been violated must promptly and fully report the matter to Human Resources and appropriate members of management.

## Human Rights Policy

Shiloh Dura Peterson Spring recognizes the fundamental tenets of the UN Universal Declaration of Human Rights, as well as other internationally recognized human rights principles, including those in the OECD Guidelines for Multinational Enterprises, UN Guiding Principles on Business and Human Rights and ILO Conventions 87 and/or 98.

The Company works to protect the rights of everyone working for and with our Company. We celebrate the contributions of all employees and treat them with dignity and respect, free from harassment and unlawful discrimination. We look to partner with companies that share our values and position on human rights. We support the communities in which we operate.

We employ ethical recruitment practices, and recruiters are prohibited from charging recruitment fees to potential employees. Employees with employment contracts have full access to them. We pay fair wages.

The Company views diversity and inclusion as a strength. We respect what each individual brings to our team, including background, education, gender, race, ethnicity, working and thinking styles, sexual orientation, gender identity and/or expression, veteran status, religious background, age, generation, disability, cultural expertise and technical skill. We recognize that around the world women face discrimination, and we support women's rights and economic inclusion, including support for equal pay. We support and protect the rights of employees who are members of minority groups.

The Company is committed to respecting the privacy of individuals, including employees and customers. We follow globally recognized privacy principles, such as those found in the EU General Data Protection Regulation, and strive to implement reasonable and appropriate practices in our collection, use and sharing of personal information about individuals.

The Company complies and expects our suppliers and other business partners to comply with laws that promote safe working conditions and individual security; laws prohibiting forced labor; prohibitions on the employment of underage children; prohibitions on human trafficking; prohibitions on harassment and unlawful discrimination; and laws that ensure freedom of association and the right to engage in collective bargaining. Any employees, suppliers or other business partners violating these tenets will have their employment or business relationship with Shiloh Dura Peterson Spring terminated.

The Company has put in place several reporting mechanisms and has strong anti-retaliation policies. We monitor our operations for potential violations and take action if violations occur, up to and including termination of employment or contract. Employees, suppliers, contractors or others can report any incidents or concerns using the Company's Navex Hotline 24 hours per day, 7 days per week by phone or Web. We make public on our website our values, principles, policies, and practices that this policy reinforces.

## **Child Labor**

Child labor is not to be used for the performance of any services by the Company. This means that the Company should not use child labor or engage any vendor that uses child labor to perform services. "Child" refers to any person under the age of 15 (or 14 where the law of the country permits), or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is greatest. The use of legitimate workplace apprenticeship programs, which comply with all laws and regulations, is supported. Workers under the age of 18 shall not perform work that is likely to jeopardize the health or safety of young workers. If you suspect a violation of this policy, please report it immediately to your supervisor, local Human Resources representative or the Legal Department.

## **Forced Labor**

Shiloh Dura Peterson Spring does not tolerate, engage in or support forced labor or human trafficking of any kind, including in its supply chain, or assist any other party in doing so. Forced labor means all work or services extracted from a person under threat or penalty, which includes the loss of rights and privileges where the person has not offered themselves voluntarily. If you suspect a violation of this policy, please report it immediately to your supervisor, local Human Resources representative or the Legal Department.

## **Freedom of Association**

Shiloh Dura Peterson Spring respects the right of our employees to freely participate or choose not to participate in labor unions, and the right to collectively bargain, in accordance with local law.

## **Wages, Benefits and Working Hours**

Shiloh Dura Peterson Spring provides compensation and benefits that comply with applicable local laws, including those relating to minimum wages, overtime compensation and legally mandated benefits, and complies with local laws regarding working hours, including overtime.

## **GOVERNMENT REGULATIONS**

### **Anti-Trust and Unfair Competition**

Shiloh Dura Peterson Spring will comply with the antitrust and unfair competition laws in all countries where it does business. Business decisions involving pricing, terms and conditions of sale, dealings with customers, suppliers, or competitors may present sensitive issues under these laws.

As a general matter, antitrust laws prohibit agreements, however informal, that unreasonably restrict competition. You should use caution with respect to the sharing with customers, vendors or others of certain types of information such as pricing data, projections, salary structures or plans to enter or exit a market. You should also be aware that in many countries, a business cannot lawfully price below cost or engage in other activities that tend to eliminate competition or create barriers to other companies' entering a market. As antitrust laws differ from country to country, and the consequences of violating them can be severe, you should consult the Company's Legal Department if questions arise regarding the application of these laws.

### **Payments to Government Personnel**

The U.S. Foreign Corrupt Practices Act ("FCPA") prohibits giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates in order to obtain or retain business. It is strictly prohibited to make illegal payments to government officials of any country.

In addition, the U.S. government has a number of laws and regulations regarding business gratuities that may be accepted by U.S. government personnel. The promise, offer or delivery to an official or employee of the U.S. government of a gift, favor or other gratuity in violation of these rules violates Company policy but could also be a criminal offense. State and local governments, as well as foreign governments, may have similar rules. Your supervisor or higher levels of the Company's management can provide guidance to you in this area.

## **UK Bribery Act**

The UK has a statute similar to the FCPA known as the UK Bribery Act. Under the provisions of the Act, you may not directly or indirectly offer or promise any financial or other advantage to a UK or non-UK official or a private person for the purpose of influencing such official or private person in order to obtain or retain business or an advantage in the conduct of business. This applies to acts or omissions that occur within the United Kingdom or elsewhere. You should consult the Company's Legal Department if questions arise regarding the application of these laws.

## **The Office of Foreign Assets Control of the U.S. Treasury Department ("OFAC")**

Shiloh Dura Peterson Spring may not directly or indirectly, or through an agency, contractor or non-U.S. subsidiary, engage with any prohibited parties to provide services to the Company or a customer, pay a prohibited party for providing services or solicit business from such prohibited parties.

Prohibited parties include "Sanctioned Countries," which are countries against which the U.S. has imposed economic sanctions. They also include "Specially Designated Nationals," which are individuals or entities that have been designated by the U.S. Treasury Department as entities with which U.S. based companies are prohibited from doing business. They are often individuals who have been engaged in illegal activities, such as drug trafficking, or individuals who act as "fronts" for Sanctioned Countries.

OFAC compliance applies to all employees and contractors, irrespective of country or location and to all business transactions conducted by the Company or any of its subsidiaries. There is no "dollar limit" (minimum or maximum) on transactions for OFAC to apply.

## COMPLIANCE PROCEDURES

We must all work to ensure prompt and consistent action against violations of this Code. However, in some situations it is difficult to know if a violation has occurred. Since we cannot anticipate every situation that will arise, it is important that we have a way to approach a new question or problem. These are the steps to keep in mind:

- Make sure you have all the facts. To reach the right solutions, we must be as fully informed as possible.
- Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will enable you to focus on the specific question you are faced with and the alternative you have. Use your judgment and common sense. If something seems unethical or improper, it probably is.
- Clarify your responsibility and role. In most situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.
- Discuss the problem with your supervisor. This is the basic guidance for all situations. In many cases, your supervisor will be more knowledgeable about the question and will appreciate being brought into the decision-making process. Remember that it is your supervisor's responsibility to help solve problems.
- Seek help from Company resources. In the rare case where it may not be appropriate to discuss an issue with your supervisor; or where you do not feel comfortable approaching your supervisor with your question, discuss it locally with Human Resources.
- You may report ethical violations in confidence and without fear of retaliation. If your situation requires that your identity be kept secret, your anonymity will be protected. The Company does not permit retaliation of any kind against employees for good faith reports of ethical violations.
- Always ask first, act later. If you are unsure of what to do in any situation, seek guidance before you act.



## CONCLUSION

The Company's good name and reputation depend, to a very large extent, upon its employees, officers and directors taking personal responsibility for maintaining and adhering to the policies and guidelines set forth in this Code. Your business conduct on behalf of the Company must be guided by the policies and guidelines set forth in this Code.