



CODE OF CONDUCT



“LIVING UP TO OUR CODE
IS BOTH A TEAM
AND AN INDIVIDUAL
RESPONSIBILITY.”



Jonathan B. DeGaynor
President and CEO

DEAR COLLEAGUES,

Our growth and performance at Stoneridge are strong because our customers trust us. We are trusted for many reasons, including high standards of quality, service, value, and innovation. However, none of this matters if we are not trusted for our integrity.

Our Code of Conduct (“Code”) is in place to help safeguard this well-earned reputation for integrity. It provides guidance to all our employees—as well as those doing business with us and for us—and outlines our expectations for ethical behavior.

As you know, I am extremely proud of our team at Stoneridge and the dedication of all our employees. Living up to our Code is both a team and an individual responsibility. Please read the entire Code to understand our expectations. I can summarize these expectations simply: **“Do the right thing, always.”**

Doing the right thing can be easily understood: We live Our Values. We protect Company assets and confidential information and do not use them to benefit ourselves or others. We do not let personal interests, or interests of friends or family, create a conflict in how we do our jobs. We do not falsify records or destroy documents or things that we have reason to believe should not be destroyed. We respect the laws, policies, and contracts that apply to our activities.

We know doing business is not always easy, but we will not accept excuses for illegal or unethical conduct. Each of us has a personal responsibility to make sure we do the right thing, always. We must hold ourselves and others accountable for incorporating Our Values into our daily work, using our Code as a guide. Our Code is not intended to be a substitute for common sense or good judgment or to cover every situation or challenge you may face. Rather it is intended to provide guidance and resources to help you make good decisions for Stoneridge. If you do not know the right thing to do, or if you feel pressured to act in a way inconsistent with our Code, please seek guidance, ask for help, or report your concern. Our Code describes many resources you can use. We will not tolerate retaliation against anyone reporting a genuine concern in good faith.

Thank you for joining me and all our fellow team members in maintaining our reputation for integrity by always doing the right thing.

Jonathan B. DeGaynor,
President and CEO



OUR CORE VALUES

Our Values are the foundation of our Code of Conduct and the way we do business.

INTEGRITY

All that we do will be done honestly, ethically, and respectfully.

ACCOUNTABILITY

Our actions will produce sustainable financial results and create value for our employees, customers, and investors.

TEAMWORK

We will work to continuously improve, show enthusiasm, and work closely as a team to meet our commitments and contribute to the success of Stoneridge.

ADAPTABILITY

We will be fast and flexible in adapting to or initiating change to achieve the best possible outcome.

CUSTOMER ORIENTATION

We are committed to understanding and meeting the requirements of our customers and we will strive to exceed their expectations.

SOCIAL RESPONSIBILITY

We will operate our business and personally conduct ourselves in our workplace in a manner that supports employee safety, treats all equally and respectfully, benefits our communities, and remains mindful of our impact on the environment.

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1

OUR COMMITMENT TO INTEGRITY



“WE ACT WITH
INTEGRITY AND COMPLY
WITH ALL APPLICABLE LAWS
AND REGULATIONS IN THE
COUNTRIES IN WHICH
WE DO BUSINESS.”

OUR COMMITMENT TO INTEGRITY

We act with integrity and comply with all applicable laws and regulations in the countries in which we do business.

ABOUT OUR CODE

Our Code applies to all of our employees (full-time, part-time, and temporary), directors, and contractors. It sets forth our fundamental standards of legal and ethical behavior. We expect that suppliers, agents, and others acting on our behalf will act in accordance with the spirit of our Code as well.

Our Code does not address every possible ethical or legal situation you might face. We provide more detailed policies and procedures to guide you in those situations. The policies referenced in our Code can be found on the Ethics and Compliance page of the Stoneridge Intranet site. We encourage you to ask questions and raise concerns.

Acting consistently with our Code is essential to Stoneridge's long-term success. Violating our Code may result in negative consequences, up to and including termination of employment or a contractual relationship. Please protect yourself and Stoneridge by always doing the right thing. Be guided by our Code and Our Values.

Q: *I work outside the United States. Our laws and customs are different. Does the Code apply to me?*

A: Yes. As a global company, we celebrate the diversity of our workforce, yet the same standards and expectations apply to everyone, no matter where you are in the organization or the world. If you are ever in a situation where you believe local laws conflict with our Code, consult with Legal or the Compliance Department for guidance.

EMPLOYEE RESPONSIBILITIES

Each of us has a responsibility to:

- Obey the law and follow our Code and the policies that apply to you.
- Put Our Values into action in your work.
- Ask questions if you are not sure about the right thing to do.
- Report situations that you believe violate our Code, our policies, or the law.

Q: *I am an ethical person. This Code seems mostly like common sense. Do I really have to read it?*

A: Yes, all of us can benefit from a reminder about our standards and policies. Our policies are often based on regulations which are not always “common sense.” You should familiarize yourself with those policies that apply to you in your job. If you are unsure of which policies apply, ask your supervisor or your local Human Resources.

ADDITIONAL RESPONSIBILITIES OF LEADERS

Supervisors and managers at all levels have additional responsibilities:

- Be a role model for Our Values.
- Communicate with your team members so that they understand Our Values, our Code, and the policies and procedures that apply to their jobs. Include this communication in day-to-day business discussions.
- Listen to concerns about potential violations of our Code, take them seriously, and address them promptly without retaliation. Usually this will mean reporting concerns to the Compliance Department, Human Resources, Internal Audit, or Legal.
- Hold yourself and your team members accountable for acting in accordance with our Code and Our Values.
- Build a culture that promotes integrity and encourages employees to raise their questions and concerns without fear of retaliation. Never retaliate or tolerate retaliation for a question or concern raised in good faith.

WHEN THE RIGHT THING TO DO IS NOT CLEAR

If you find yourself in a situation where the right thing to do is not clear, ask yourself:

- Is it consistent with Our Values, our Code, and the law?
- Would my family and the public support my behavior?

If the answer to either one of these questions is not a clear yes, then stop and talk to your supervisor, another manager, or one of the resources in our Code.

Q: *My question is not directly addressed in our Code. What then?*

A: We live in a complex, changing world and we know our Code cannot address every possible situation or question you might have. We also understand it is not always easy to know what is the right thing to do. It is one of the reasons we have a Code of Conduct. Our Code is a tool to guide your decision-making process and to provide resources to help you when the right choice is not clear. Good decisions are made when we have the appropriate knowledge and/or experience, so we always encourage speaking up and asking questions.



ASK QUESTIONS AND SPEAK UP

We rely on people in every part of our business to ask questions and speak up about issues and concerns. Employees who come forward with concerns about ethics and compliance play an important role in maintaining our integrity. It is your responsibility to report suspected violations of the law, Stoneridge policies, and our Code by employees, officers, directors, visitors, contractors, business partners, suppliers, or customers.

To encourage an open, candid work environment, we offer many resources for you to ask questions and speak up:

Stoneridge Intranet Site

For a listing of Stoneridge global policies, go to Stoneridge > Ethics and Compliance. For additional site-specific policies, please contact your local manager.

Your Supervisor or Manager

This person is your principal resource since they know your job duties and how they may be impacted by certain policies or situations.

Another Senior Manager

If your supervisor or manager is unavailable, or if you are uncomfortable discussing the issue with this person, you should contact another senior manager.

Human Resources Department

If you have questions about employment or employee relations issues, contact the HR Department.

Finance Department

If you have questions about financial or accounting matters, contact the Finance Department.

The Compliance Department or the Legal Department

If you have questions regarding the interpretation or implementation of specific corporate policies, please contact either the Legal or Compliance Department. You may email the Compliance Department at compliance@stoneridge.com

Stoneridge Integrity Helpline

You can also submit a concern, either directly or anonymously (where allowed by local law), by telephone or online, to an independent third-party reporting system.

Visit the Helpline at

www.stoneridgeintegrityhelpline.com

to submit a report online or to find local toll-free telephone numbers.

The Board of Directors

If you believe your concern can only be addressed by Stoneridge's Board of Directors, we invite you to mail your concern to the Chairperson of the Compliance and Ethics Committee of the Board of Directors. When doing so, please mark the correspondence as "confidential."

Mail your concern to:

Chairperson, Compliance and Ethics
Committee of the Board of Directors
c/o Stoneridge Compliance Department
39675 MacKenzie Drive, Suite 400
Novi, MI 48377.

Speak up for Our Values and help build our Company and our culture of integrity.

NON-RETALIATION

We will not tolerate retaliation against any person who raises a genuine concern, asks a tough question, or participates in an investigation. If you feel you have been retaliated against for raising an issue or concern, please contact the Compliance Department.

Q: *I raised an issue, and now my manager gives me the worst assignments and does not include me in some team events. What should I do?*

A: If you are comfortable doing so, have a conversation with your manager to clarify any potential misunderstandings regarding your schedule and participation in team events. If you are not comfortable speaking directly to your manager, you may contact any of the other resources listed in our Code. Stoneridge strictly prohibits retaliation against any employee who raises a concern or files a report in good faith.



COOPERATE WITH INVESTIGATIONS

Stoneridge is committed to applying Our Values and our Code, and to building a culture of integrity. We will conduct audits and internal investigations to address concerns and to identify areas for improvement. You must:

- Cooperate fully with all internal investigations and audits.
- Cooperate with the Legal Department when Stoneridge is responding to government investigations, requests for information, disputes, and litigation.
- Always respond in an ethical and honest manner. Provide complete and truthful information based on your own direct knowledge. Do not attempt to investigate to gain additional information from others.
- Never change or destroy records that relate to an actual or anticipated investigation, dispute, or litigation.
- Not discuss an ongoing internal investigation with anyone, inside or outside Stoneridge, until you get permission from the investigators or unless you are communicating with a government agency.

Q: *I have heard there is an investigation going on. I do not think I have done anything wrong, but I really do not want to be involved. Do I have to participate in the investigation?*

A: When we receive a report of a possible violation of our Code, a Company policy, or the law, we will investigate in a timely, objective manner and will keep it as confidential as possible, consistent with the law. You have the responsibility to cooperate with any internal investigation and should provide complete and truthful information. Do not omit or withhold information or attempt to investigate on your own. Once a determination has been made with regard to an alleged violation, Stoneridge will take corrective action that is appropriate for the circumstance and will communicate, as appropriate and permitted by law, to the individual who reported the issue.

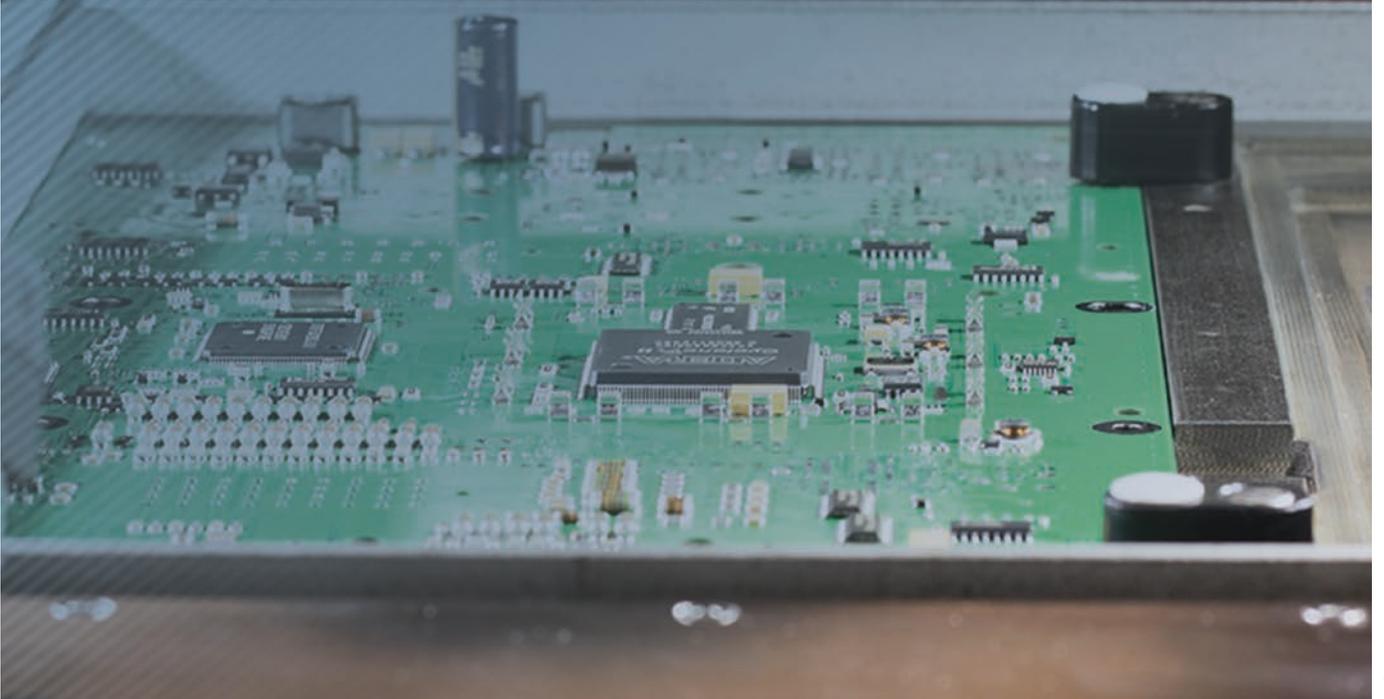
Please refer to Stoneridge's **Policy on Protecting Evidence and Legal Holds** for additional details.

2

OUR COMMITMENT TO CUSTOMERS AND CONSUMERS



“WE COMMIT TO
LIVING UP TO THE
TRUST THAT CUSTOMERS
AND CONSUMERS
PLACE IN US.”



OUR COMMITMENT TO CUSTOMERS AND CONSUMERS

We commit to living up to the trust that customers and consumers place in us.

PRODUCT SAFETY AND QUALITY

Customers and consumers trust that our products will function safely and reliably. We dedicate our efforts to safety and quality performance that lives up to that trust. No matter what you do for our Company or where you work, you have an obligation to:

- Follow all procedures to develop, manufacture, and deliver products that meet our safety and quality standards and those of our customers and regulators.
- Promptly report any concerns about the safety or quality of our products.
- Keep raising your concern if you believe a product safety or quality threat continues.

*Do not assume that others know about a safety or quality issue.
You should stop the line if there is a threat to safety or quality.
Report concerns to your supervisor immediately.*

FAIR DEALING

We honor our contracts and are honest in our marketing and communications. To help protect our reputation, you should:

- Communicate truthfully about product attributes, specifications, and test results.
- Provide estimates about delivery, capacity, and pricing that are consistent with information known at the time.
- Inform the Compliance Department of any misstatements or major omissions to customers or regulators about product specifications or attributes.

ANTITRUST AND COMPETITION

We will comply with all competition and antitrust laws that apply to us. These laws are designed to promote fair competition. You must:

- Never enter into an agreement with competitors (formal or informal) that sets prices for customers, rigs bids, or allocates customers, or territories. Do not discuss prices, customers, or our business with competitors.
- Not agree with anyone outside Stoneridge (formally or informally) to use or refuse to use a given company as a business partner.
- Obtain competitive information only through legal methods – never from a competitor.
- Consult Legal or the Compliance Department if you have any questions or concerns.

Q: *At a recent trade show, I ran into a former sales colleague who now works for a competitor. Over lunch, he asked if we could come up with a joint strategy to deal with a difficult buyer. I told him I would get back to him. How do I handle these kinds of situations?*



A: While having a casual lunch with a former colleague may not be a problem, any attempt to coordinate strategy with a competitor is strictly prohibited. In such a situation, you should immediately end the conversation about strategy coordination and tell your former colleague that you do not wish to discuss the topic. You should then promptly inform your manager or the Compliance Department.

Please refer to Stoneridge's **Antitrust and Competition Law Policy** for additional details.

CUSTOMER AND CONSUMER PRIVACY

Some of our products gather data in order to enhance safety and productivity and to comply with laws. We will follow all applicable privacy laws, which can vary significantly depending on the country, while providing this vital service. For us to protect privacy we ask you to:

- Respect customer privacy choices, as required by law and our contractual obligations.
- Safeguard data collected in accordance with procedures for your business.
- Report any suspected or known privacy breaches immediately to the Compliance Department.

Q: *We have all these new privacy policies and procedures that are making it harder for me to do my job. Are they really necessary?*

A: Yes. Current products and services collect a variety of personal and company information. Regulators around the world are creating regulations to protect privacy, and our policies are designed to help us live up to those regulations to protect the privacy of our customers and consumers.



RESPECTING CONFIDENTIAL INFORMATION

We respect the confidential information of our Company, customers, and business partners. You must:

- Never disclose Stoneridge confidential information except as authorized for our business.
- Use the confidential information of our customers, suppliers, and other business partners only in accordance with signed agreements, applicable laws, and to achieve joint business interests.
- Be careful in how you use and communicate business information, including, for example, being aware of who might be able to listen in on a conversation.



GOVERNMENT CUSTOMERS

We treat all our customers ethically and fairly. When the government is a customer, additional compliance requirements may apply. If you are dealing with a government customer or a product that is going to a government, you should:

- Understand and follow the procedures required to comply with each government contract.
- Consult the Compliance Department for guidance.

3

OUR COMMITMENT
TO EACH OTHER

OUR COMMITMENT
TO EACH OTHER



“WE COMMIT TO
PROVIDING A SAFE AND
RESPECTFUL WORK
ENVIRONMENT FOR ALL
EMPLOYEES AND
THOSE WITH WHOM
WE INTERACT.”

OUR COMMITMENT TO EACH OTHER

We commit to providing a safe and respectful work environment for all employees and those with whom we interact.

RESPECT

We are committed to treating our employees and everyone with whom we work with respect. To maintain a respectful workplace:

- Treat others with respect and dignity.
- Do not discriminate against any employee or applicant for employment because of race, religion, gender, age, national origin, sexual orientation, or any other category protected by law or our policies.
- Promote diversity and inclusion and embrace the diversity of all our employees.

Q: *I applied for a new position and someone I think is less qualified was chosen. I think it may be due to my gender. Who can I talk to?*

A: Employment decisions must be made based on relevant business factors, like experience, education, and skills. If you are concerned that a gender-based decision was made, please discuss your concern with management, HR, or the Compliance Department.



NO HARASSMENT OR BULLYING

A key element of respect is providing a work environment free from harassment. To fulfill your responsibility:

- Do not harass or tolerate harassment.
- Do not bully or behave in a hostile or intimidating manner.
- Refuse to engage in or tolerate sexual harassment, including unwelcome sexual advances or comments, requests for sexual favors, or other visual, verbal, or physical conduct of a sexual nature.
- Be professional in all your communications—offensive messages, derogatory remarks, and inappropriate jokes are never acceptable.
- Remember that our standards apply not just at our facilities, but also when you are offsite on Company business or Company-sponsored activities.

Q: *I was visiting one of our customers, and someone there made me feel very uncomfortable. They made sexually suggestive comments and touched me in an overly friendly way. What should I do?*

A: Stoneridge is committed to preventing uncomfortable and inappropriate behaviors for employees, even when the employees are conducting business off-site. Report it to your manager or any of the resources available to you in our Code so we can address this kind of behavior.



Please refer to Stoneridge's **Policy Against Discrimination and Harassment** for additional details.

WORKPLACE SAFETY

We are committed to providing a safe workplace for all our employees.

To do your part in keeping each of us safe:

- Follow all safety standards that apply to you and your job.
- Watch out for safety problems and think beyond the rulebook.
- Promptly correct or report any health, safety, or security threat. Do not wait for others to speak up.
- Never threaten or commit violence against anyone or our property. Do not bring a weapon into Company facilities.
- Do not bring any illegal substance onto our premises, use any illegal substance in the workplace, or work under the influence of any substance that could impair your ability to work safely.
- Report any potential safety issues immediately to your supervisor and any others designated for your facility. Never assume that someone else has reported already.
- Raise the issue to others if a safety hazard is not being addressed.

Q: *I have a gun and a permit to carry it. Can I bring it to work?*

A: We are committed to setting safety standards for our workplaces. Where allowed by local law, Stoneridge does not permit firearms or weapons of any kind in the workplace or at Company functions. If you have any questions about what constitutes a weapon, or what our procedures are in your location, please check with local Human Resources.



EMPLOYEE PRIVACY

We respect the privacy of those who work for us, those who have worked for us, and those with whom we do business. Your role is to:

- Protect the personal information of fellow employees and others with whom we do business.
- Obtain and use personal information only for legitimate business purposes and as allowed by law.
- Follow any privacy policies and procedures applicable to the Company.

Q: *I work in the HR department and a marketing company recently asked me for the home addresses of our employees so that it can send some valuable information about a new medical clinic. Even though I thought the employees could benefit from the information, I refused the request. Did I do the right thing?*

A: Yes, you did. Our employees' home addresses are private information and should not be disclosed to outside parties under most circumstances. There are local privacy laws all over the world that regulate employee personal information. If you are ever in doubt about whether to release employee information, please contact your manager or the Compliance Department.

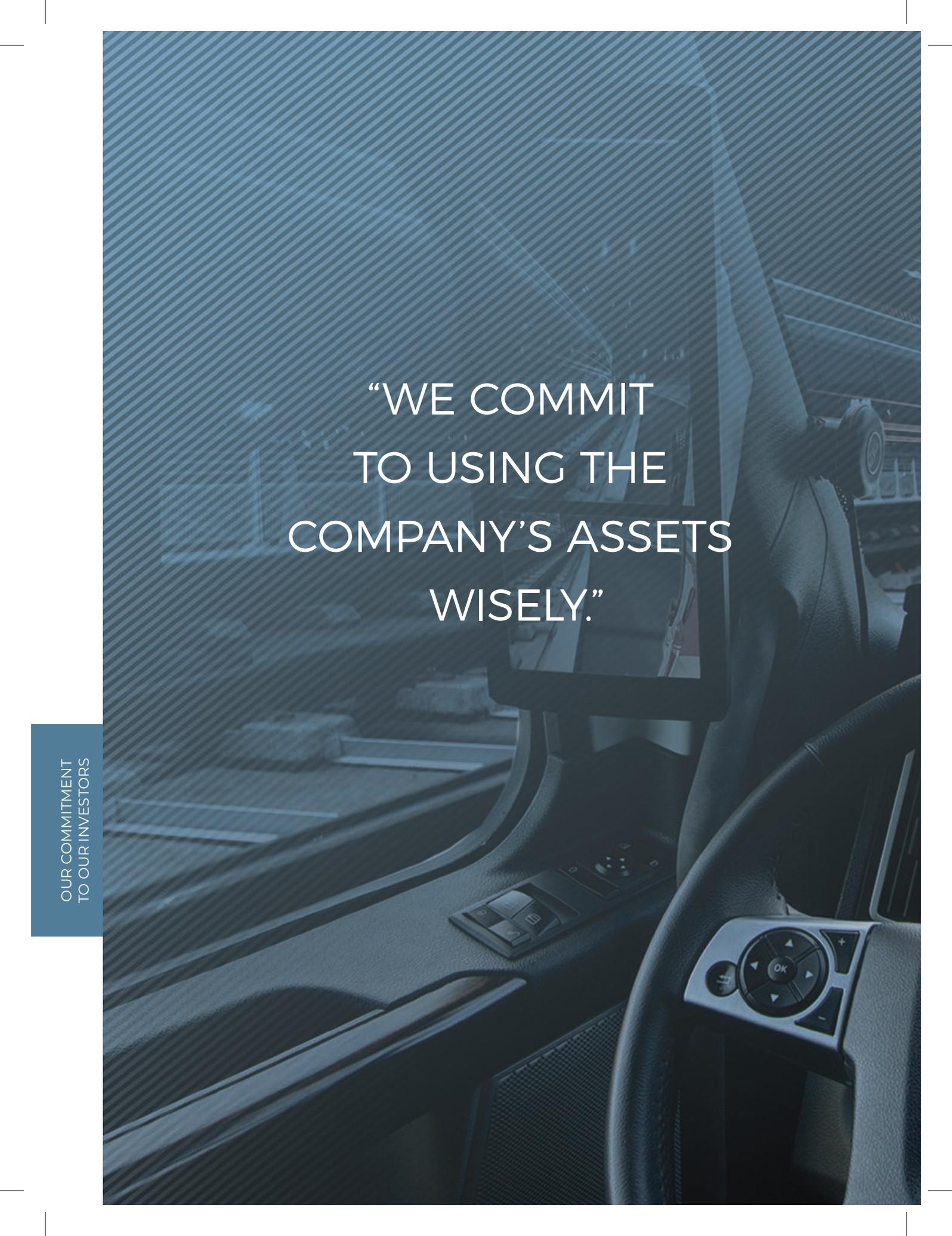


4

OUR COMMITMENT TO OUR INVESTORS

OUR COMMITMENT
TO OUR INVESTORS





“WE COMMIT
TO USING THE
COMPANY’S ASSETS
WISELY.”

OUR COMMITMENT
TO OUR INVESTORS

OUR COMMITMENT TO OUR INVESTORS

We commit to using the Company's assets wisely.

ACCURATE RECORD KEEPING AND FINANCIAL REPORTING

Accurate business records are essential for us to manage our Company. Financial reports based on these records must always be truthful and complete. You must:

- Be honest and accurate in every record you create or approve, including time, expenses, safety, human resources, testing data and results, and every other type of business record.
- Accurately record all funds, transactions, and assets. Never keep funds or assets off the books for any reason.
- Be careful. Avoid exaggeration and inaccurate language.
- Create, retain, protect, and dispose of records according to the policies and procedures of your business.

Q: *I work in accounting and recently received a number of large supplier invoices. Can I record them in next quarter so that it improves our financial results and helps our share price?*

A: No. Inaccurate dating or delayed reporting of expenses would lead to overstated earnings this quarter and could affect our financial results. Failure to accurately record all financial information, even if done with the intention of helping the Company, is a violation of our Code and generally accepted accounting principles.

INTELLECTUAL PROPERTY

We are expected to protect the Company's assets and also manage and respect the assets and confidential information of others. Stoneridge's intellectual property is one of our most valuable assets. Intellectual property ("IP") includes patents, trademarks, copyrights and trade secrets, as well as technical data and other technologies developed under or used in our business. Stoneridge retains exclusive ownership of the IP in any idea, process, trademark, invention, or improvement we conceive in relation to our work with our Company. Our obligation to protect Stoneridge's IP continues even after our employment ends. If you have any questions, consult the Legal Department.

USE OF COMPANY ASSETS

We are all responsible for the proper use of Company assets. Assets include facilities, equipment, tools, vehicles, supplies, and information. In order to safeguard Company assets:

- Do not take or use our assets for your personal benefit, or allow them to be sold, given away, or used by others without proper authorization.
- Only use Company-provided computer equipment, phones, and internet/intranet services as authorized by your management.
- Follow all procedures in your business for safeguarding our intellectual property, financial, physical, technology, and information assets.



SENSITIVE BUSINESS INFORMATION

Our Company's sensitive business information must be kept confidential to help us compete. To keep information confidential:

- Recognize the many types of sensitive business information, including any non-public plans, financial data, processes, and information about employees and business partners.
- Do not communicate this information outside the Company without specific authorization, and do not share it internally unless the other person has a legitimate business need to know.
- Take care in discussing Company business in any public setting.
- Be sure that your external emails, texts, web postings, and social messages don't reveal confidential information.
- Be vigilant about cyber-attacks and scams. Do not open suspicious emails, messages, or links. Do not download files from unknown sources.
- Promptly report any potential or actual loss of Company information or any potential breach of our systems or data.

INSIDER TRADING

Various laws prohibit trading stocks and other securities based on "material" information that is not publicly known. Many individuals around the world have gone to prison for insider trading. To protect yourself and the Company:

- Do not buy or sell stocks, bonds, or financial investments in Stoneridge or any other company if you are aware of material information about these companies not known to the public. "Material" means information that investors would find valuable in making decisions about whether to buy, sell, or hold a stock or other security.
- Do not provide material non-public information to others, including friends and relatives. You and your friends and family could be prosecuted if they trade on that information.
- Follow the Stoneridge Insider Trading policy, which may have more stringent requirements depending on your job.

Please refer to Stoneridge's **Insider Trading and Pre-Clearance Policy** for additional details.

EXTERNAL COMMUNICATIONS

We are committed to making timely, full, and accurate disclosures in public filings and in communicating to the media and investors. To communicate effectively with external audiences:

- Do not reveal any confidential information about the Company. This includes through social media channels.
- Only communicate with investors if you have been given express advance approval by a member of Stoneridge's Investor Relations team.
- Communicate with the media only after receiving advance approval from the person or department designated for your location. This applies not only to interviews, but also to speaking at meetings, conferences, and trade shows where media and competitors may be present.
- Refer any non-routine government inquiries to the Legal Department immediately.

Q: *I was reading an article online that had inaccurate information about one of our products. Can I respond in the comment section to correct it?*

A: No. While your intentions are good, only authorized persons may speak for Stoneridge. Instead, notify your manager, who will provide the information to the Stoneridge Communications team.



CONFLICT OF INTEREST

We rely on our employees to make business decisions based on the best interest of Stoneridge, and not be influenced by personal interests. You are required to identify, avoid, and disclose any potential conflict of interest. Some of the most frequently encountered conflict of interest situations involve:

Outside work and ownership

- You may not work for, do consulting for or serve on the Board or as an adviser to any business that competes with, does business with, or seeks to do business with Stoneridge.
- You may do other work outside Stoneridge as long as it does not interfere with your ability to fulfill your responsibilities to the Company.

Outside ownership

- You may not own all or part of any business that competes with, does business with, or seeks to do business with our Company.
- In most cases, less than 1% ownership in a publicly-traded company that competes with Stoneridge is not a conflict of interest.

Family and friends

- You may not do business with family members and close personal friends on behalf of our Company without proper approval.
- You must disclose any ownership, employment, or affiliation they have with competitors, suppliers, and businesses seeking to do business with our Company.
- “Family members” includes your spouse or domestic partner, children and step-children, parents and grandparents, siblings, and anyone who lives in your household, as well as trusts involving any family member.

Disclose

- If you have or anticipate a conflict of interest, or if you are not sure, disclose the situation to the Compliance Department, even if you think it is not a serious conflict.

Q: *My son applied for a summer internship in my department. He has the qualifications for the position and will not report to me. Can we hire him?*

A: This is a potential conflict of interest. As long as you are not involved in the hiring decision; he goes through the same hiring process as any other candidate and does not report to you; then this does not violate our Conflict of Interest Policy. However, because this situation can still result in the perception that a conflict of interest exists, consult with local HR or the Compliance Department.

Please refer to Stoneridge’s **Conflict of Interest Policy** for additional details.

GIFTS, MEALS, ENTERTAINMENT, AND TRAVEL

Gifts, meals, entertainment, and travel are customary in many parts of the world. We will provide and accept gifts, meals, entertainment, and travel to or from someone with a business connection with Stoneridge only if it is appropriate for the business relationship. Any gift, meal, entertainment, or travel you offer or receive must:

- Be legal and have a reasonable value.
- Be consistent with the policies of the employer of the other person.
- Not be intended or viewed as a bribe, kickback, or payoff.
- Not cause embarrassment to the Company if publicly disclosed.
- Be properly documented.
- Comply with our Gifts, Meals, Entertainment, and Travel Policy.

Q: *My biggest customer loves to golf. Can I take him?*

A: Yes, promoting Stoneridge and building good business relationships can properly include gifts, meals, entertainment, and travel that are reasonable in value and appropriate to the business relationship and local custom. Make sure to document the outing and follow all the provisions of Stoneridge's Gifts, Meals, Entertainment, and Travel Policy.



Please refer to Stoneridge's **Gifts, Meals, Entertainment, and Travel Policy** for additional details.

5

OUR COMMITMENT TO OUR COMMUNITIES



A silhouette of a person standing in front of a window, looking out at a sunset or sunrise sky. The person is centered in the frame, and their reflection is visible on the surface they are standing on. The sky is a mix of blue and orange, with some clouds. The window frame is visible as dark lines.

“WE COMMIT
TO BEING A GOOD
CORPORATE CITIZEN
IN ALL OUR
COMMUNITIES.”

OUR COMMITMENT
TO OUR COMMUNITIES

OUR COMMITMENT TO OUR COMMUNITIES

We commit to being a good corporate citizen in all our communities.

ENVIRONMENTAL RESPONSIBILITY

We protect the environment of the communities in which we operate. To help protect the environment of our communities:

- Follow all environmental and emergency preparedness standards that apply to you and your job.
- Report environmental concerns to your supervisor and any others designated for your facility.
- Work together to reduce our use of materials. Reuse and recycle wherever possible.



NO BRIBERY OR CORRUPTION

We do not bribe or accept bribes or kickbacks. To ensure we make business decisions based on objective business reasons, and to help us avoid violating laws prohibiting bribery and corruption:

- Do not offer or provide bribes or other improper payments to influence a business decision. This includes even small payments.
- Never request or accept a bribe or kickback.
- Be especially careful when interacting with government officials, including employees of state-owned companies.
- Use agents and others acting on our behalf only after they have been approved by the Compliance Department through our due diligence process. You may not use a third party to do what Stoneridge could not do lawfully itself.
- Report any concerns about bribery, including any request for or offer of a bribe, to the Compliance Department immediately.

Q: *We had a business partner do some work for us. They did a good job but now their invoice asks for payment to a different name in a different country. What do we do?*

A: Good job identifying a potential issue with this request for payment. This could be a questionable or improper transaction and may indicate bribery, money laundering, or tax fraud. Before deciding to comply with the request, verify and seek reliable confirmation that this is a legitimate request.

Q: *A government official responsible for approving environmental permits gave me her nephew's resume and asked that I consider him for any positions that might be open in my department. I have reviewed the resume and he has strong credentials. What should I do?*

A: The official's nephew should be evaluated in accordance with our standard hiring practices. Any interaction with a government or public official requires additional review to ensure no laws or Company policies are being violated. You should also disclose this request to HR, your manager, or the Compliance Department prior to making any employment decisions.

Please refer to Stoneridge's **Anti-Corruption Policy** for additional details.

POLITICAL AND CHARITABLE ACTIVITIES

We strive to be a good corporate citizen by supporting our communities and exercising our political rights. To help the Company act in a lawful way:

- Only make charitable contributions on behalf of the Company, including use of Company facilities, consistent with Stoneridge's Anti-Corruption Policy and policies and procedures in your location.
- Make sure you are not identified as acting on behalf of the Company in your political activities unless the Company has asked you to do so.
- Do not use any Company funds, assets, or facilities to contribute to political candidates, parties, or government officials without the advance written approval of the Compliance Department.
- Do not meet with or communicate with political candidates or government officials on behalf of the Company or to discuss issues that could be viewed as in the Company's interest, without the advance approval of the Compliance Department.

Q: *A government official involved with approving one of our products has suggested if we donate to a certain organization, his agency will be more favorably inclined toward us. Can we donate?*

A: While we believe in supporting worthy charities, this suggestion appears to be asking for something prohibited by law. We cannot provide cash or any kind of favor—including a donation or a job for a relative—that might be seen as an attempt to influence a government official to decide in our favor. Talk to Legal or the Compliance Department prior to donating.

WHO IS A "GOVERNMENT OFFICIAL"?

Government officials include employees of government-owned or controlled companies. Every employee of these companies, regardless of level, is considered a "Government Official." Traditional officials (such as legislators, judges, ministers, governors, and regulators), members of public organizations (like the organizations that set industry standards, or United Nations organizations), political candidates, and political parties are also "Government Officials."

Please refer to Stoneridge's **Anti-Corruption Policy** for additional details.

ANTI-MONEY LAUNDERING

We fully support and comply with laws to prevent money laundering and terrorist financing. Money laundering involves hiding illegal funds, or making funds look like they were honestly acquired. To help prevent money laundering:

- Know your business partners and counterparties.
- Follow our due diligence and approval procedures.
- Promptly report any suspicious transactions.

INTERNATIONAL TRADE CONTROLS

Whenever we move products, technology, software, or information across borders we are subject to trade laws and economic sanctions. To help us comply, if you are involved in importing or exporting products, equipment, or technology, your responsibility is to:

- Make sure all imports and exports are accurately classified and labelled and receive necessary approvals.
- Understand the trade and sanctions laws that apply to the countries with which you are trading and consult with the Compliance Department to ensure you follow those laws.
- Consult the Compliance Department if your team is considering a new kind of import or export, trading with a new country, or excluding a country from trade.

Please refer to Stoneridge's **Export Control Policy** for additional details.

HUMAN RIGHTS

We believe in respecting the human rights of all people. To stand up for human rights at work and in our supply chain:

- Be alert for any signs of human rights violations such as forced labor, child labor, or human trafficking.
- Promptly report any suspected abuse of human rights in our operations or by our business partners.

Q: *I suspect that one of our suppliers is using child labor. I want to investigate and confront them. Is this OK?*

A: If you suspect that a supplier is using child labor, you must promptly report it to your manager or the Compliance Department. Do not attempt to investigate yourself.

ASK QUESTIONS AND SPEAK UP

Stoneridge encourages you to raise any issues or concerns you have about ethics, compliance, safety, or quality to:

- Your immediate supervisor
- Any member of management
- Any local or corporate Human Resources leader
- Any representative from the Compliance Department
- Any lawyer in the Legal Department
- Email the Compliance Department: compliance@stoneridge.com
- You can also contact the **Stoneridge Integrity Helpline** by visiting www.stoneridgeintegrityhelpline.com to submit an online report or to find the local, toll-free phone number for your country. This service is provided through an independent, outside company and is **available 24 hours a day, 365 days a year**. You can report your concerns anonymously, where permitted by local law.

You should never hesitate to make a good faith report of a concern about any violation of our Code, Company policy, or the law. Retaliation against an employee who reports genuine concerns in good faith is prohibited. If you feel you have been retaliated against for raising an issue or concern, please contact the Compliance Department.

IT IS UP TO YOU

It is up to you to choose the right action. Stoneridge depends on each of us to:

- Understand and follow our Code and Company policies.
- Recognize behaviors and actions that are inconsistent with our Code, our policies, or the law.
- Speak up if you see a problem or have a concern.

It is up to you to constantly build integrity, safety, respect, quality, and service at Stoneridge. All of our customers and colleagues are counting on you.

WAIVERS OF OUR CODE

Any waiver of our Code for executive officers or directors may be made only by the Board of Directors or a committee of the Board of Directors. These waivers will be promptly disclosed as required by law or regulations. The Chief Legal Officer must approve waivers of our Code of Conduct for all others.

NOT AN EMPLOYMENT CONTRACT

Our Code does not alter the terms or conditions of your employment with Stoneridge. It does not constitute an assurance of continued employment and it is not an employment contract, nor does it amend your employment contract if you have one.

NO RIGHTS CREATED

Our Code is a statement of the fundamental principles that govern the conduct of Stoneridge's business. It is not intended to and does not create any obligations to or rights in any employee, client, supplier, competitor, shareholder, or any other person or entity.





www.stoneridgeintegrityhelpline.com