

Code of Conduct

Sourcing & Supply Chain

FAU-S-SPG-2400/en

Background

FAURECIA , a worldwide automotive corporation, is committed to growth founded on socially-responsible actions and behaviors in all countries in which it operates and in all fields in which it does business.

FAURECIA is committed to adhere to the principles based on the Universal Declaration of Human Rights, the international Labour Organization's (ILO) Declaration on Fundamental Principles and Rights at Work, the Rio Declaration on Environment and Development and the United Nations Convention Against Corruption.

These commitments have been reiterated in the corporation's ethics charter "Code of Ethics and Rules of Business Conduct". This charter is regularly updated and is available the FAURECIA website. The charter puts forward a common set of key references. Each individual, from top executives to all employees, must comply with it in all circumstances.

Furthermore, on a specifically environmental level, FAURECIA has an ambitious policy to deal with the long-term local and worldwide impact of motorized vehicles. FAURECIA expects its suppliers to support a sustainable approach throughout a vehicle's lifecycle.

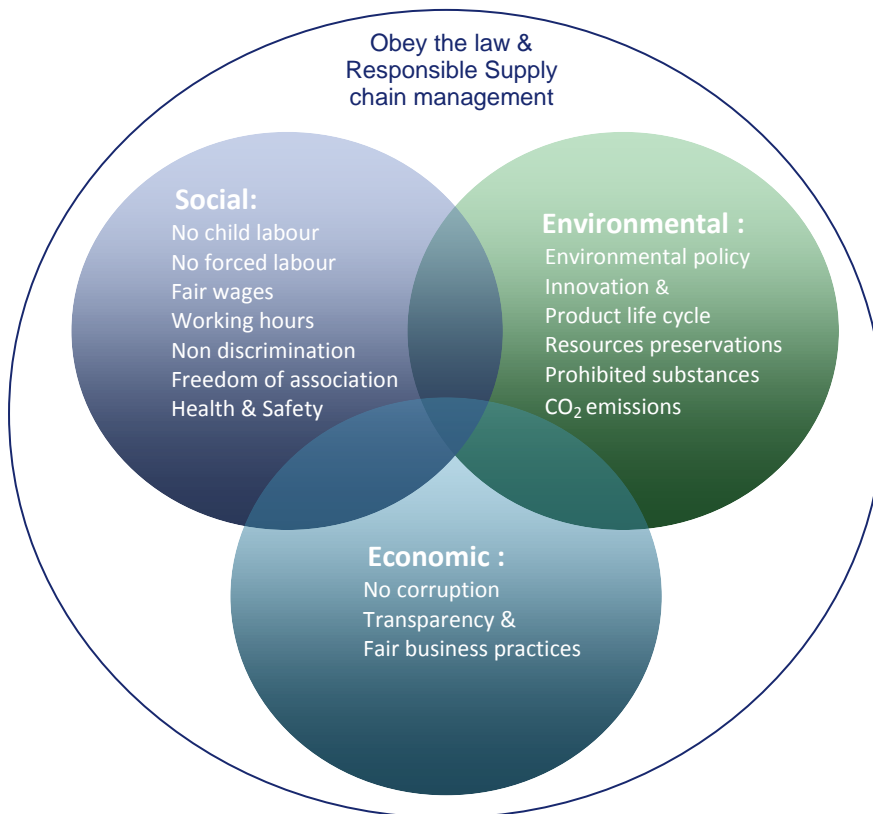
FAURECIA intends making these principles key elements of its purchasing policy.

Application

Within the framework of invitations to tenders, FAURECIA considers social, environmental and fair economic business principles as key elements in business award decision, both for new and existing suppliers. Supplier compliance with standards that match our own as outlined below is of utmost importance for FAURECIA.

FAURECIA reserves the right to carry out, at any time, audits at Supplier's various sites, by FAURECIA or by a third party appointed by FAURECIA, in order to verify conformance of the Supplier's practices with the FAURECIA requirements.

Faurecia Code of Conduct Sourcing & Supply Chain:



Buy Beyond

Commitments

1. Obey the Law

Suppliers must respect and comply in all areas with the laws and regulations in force in all of the countries in which it operates and/or sells. When legislation is lower than the international standards outlined below, suppliers are still required to converge to the latest.

2. Responsible Supply Chain Management

Suppliers should prevent any contravention of human rights and prevent or mitigate environmental impacts that its enterprise may cause or contribute to through its own activities, or which may be directly linked to its operations, products or services by its business relationships.

Suppliers should carry out human rights and environmental assessments, in order to identify, prevent, mitigate and account for how they address their potential adverse impacts. Suppliers shall cascade this code to its own supply chain.

Labour & Social Policies

3. No Child Labour

Suppliers are prohibited from employing children in violation of the stipulations of the International Labour Organisation's convention (ILO Convention n° 138, 182). The minimum age for employment shall be the country legal minimum age, or the age for completing compulsory education in that country, whichever is higher. In any case, suppliers will not employ children under the age of 16, and will comply with the provisions of the ILO regarding the health, safety and morality of young people aged between 15 and 18. As an example, but not limited to, suppliers should ensure workers younger than 18 do not exceed the prescribed working hours within the countries it operates.

4. No Forced Labour

Suppliers must not, under any circumstances, resort to forced or compulsory labour. Forced or compulsory labour is any work or service which is forced upon any person under the menace of a penalty and which the person has not entered into of his or her own free will. Forced labour can include practices such as restricting people's movement; withholding wages or identity documents to force them to stay on the job; or entangling them in fraudulent debt or wage deductions from which they cannot escape; or developing their dependency of in-kind payments; or deprivation of food, shelter or other necessities; applying compulsory overtime; or loss of social status; etc. (see ILO Conventions n° 29, 105).

Suppliers should ensure that workers understand their rights with regard to payment of wages, overtime, retention of identity documents, etc.

Migrant workers, workers who are part of a group that has suffered from long-standing discrimination, young people & unskilled or illiterate workers, and women among these groups, constitute populations which may not be aware of their legal rights. Therefore suppliers will ensure that they are treated fairly and their rights are respected.

In the case workers are recruited by third parties, suppliers will pay particular attention that these principles are properly applied.

5. Working Hours

Working hours (including overtime), as well as break times and periodic days off, shall be compliant with applicable laws & regulations, collective-bargaining agreements and international conventions. Overtime work should be voluntary and paid as such. Work or service outside normal daily working hours shall not be imposed by exploiting a worker's vulnerability under the menace of a penalty. For example, employers shall not set performance targets that result in an obligation to work beyond normal working hours because of the worker's need to be able to earn the minimum wage.

6. Fair Wages

Suppliers shall comply with all applicable laws and regulations, including those relating to minimum wages, overtime hours and legally mandated benefits. In places where no legal requirement exists for defining a minimum wage, ILO Convention n° 131 can serve as a basis for the definition. Workers must be paid in a fairly and timely manner, and the basis on which workers are being paid must be clearly conveyed.

7. Non-Discrimination and Equal Remuneration

Suppliers must not discriminate against any worker based on race, color, age, gender, sexual orientation, ethnicity, disability, religion, political affiliation, union membership, national origin, social origin, or marital status in hiring and employment practices such as applications for employment, promotions, rewards, access to training, job assignments, wages, benefits, discipline, termination and retirement (see ILO Convention n° 100, 111).

8. Freedom of association

Suppliers must respect the right of workers to associate freely, form and join workers organization of their own choice, seek representation, and to bargain collectively, as permitted by and in accordance with the applicable laws and regulations. Suppliers shall ensure that representatives of such personnel are not the subject of discrimination and that such representatives have access to their members in the workplace as well as adequate working space in order to work effectively and without interference (see ILO Convention n° 98, 87). Where the right to freedom of association and collective bargaining is restricted under law, suppliers should provide workers a parallel mechanism to make their views known to the management, and take those into consideration.

9. Health and Safety

Suppliers shall ensure that the health and safety (H&S) risks to their policyholders, employees, contractors and members of the public which arise from its operations are reduced as far as is reasonably practicable. We require that our suppliers carry out their operations in a safe manner in line with relevant regulation, approved codes of practice and industry best practice and in a way that does not expose any person to the risk of injury or ill health. Accordingly, its chosen contractors or suppliers are expected to demonstrate a clear commitment to Health and Safety Management and that they maintain effective policies and procedures.

The social impact of accidents can be incalculable and may indicate a weakness in H&S controls and training. We therefore consider the incidence of accidents together with reactive monitoring very seriously and require full disclosure of statistics. Suppliers shall then provide FAURECIA their H&S indicators, risk assessment and associated H&S improvement plan, if requested. Suppliers shall adopt a continuous improvement approach, based on the collection and analysis of occupational incident and accident data and feedback. Suppliers shall also respect workers rights of participating in such activities and H&S decisions.

Faurecia believe that employee involvement is critical to the success of an organization and this principle applies as strongly to H&S Management. We expect that suppliers will have provided training to its employees and anyone else impacted by their activities, where the details may include training in use of work equipment; manual handling; risk assessments; fire safety, emergency response and preparedness; first aid; personal protective equipment and training relevant to the particular health and safety risks relevant to or created by that organization's operations.

Suppliers should ensure the provision and maintenance of protection equipment, at no cost to the workers. Under the hierarchy of control measure personal protection equipment is deemed the last line of defense and as such must offer the necessary protection against foreseeable hazards.

Environment

10. Environment

Environmental Policy: Suppliers shall not only comply with all environmental laws and regulations, but also implement measures contributing to the protection of the environment. Therefore, they should strive to minimize the adverse environmental impact of their products and services during the whole product life cycle: conception, development, production, transport, use and disposal or recycling. To this end, we encourage the supplier to be ISO 14001 certified or equivalent.

Innovation & product life cycle: FAURECIA is particularly attentive to bringing to market, in all countries, vehicles with better standards of environmental performance and endeavors to research and promote innovative technical solutions contributing toward this. Consequently and if applicable, Suppliers commit to adopt a voluntary policy in the field of research in order to develop its products to achieve an ever-higher standard in terms of respect for the environment. Suppliers are expected, not only to consider the environmental impacts of their products during their design phase, but also in their production & procurement processes as well.

Natural resources preservation: Suppliers should be focus on reducing the use of raw materials and resources as well as to eliminate the waste produced by all its activities. This goal will be achieved through the improvement of production, maintenance and cleaning processes, modes of conservation and transportation, as well as the substitution, re-use and recycling of materials, design, process changes, innovations, etc.

Prohibited substances and materials: Products or parts bought from Suppliers by FAURECIA, whether they are standard or specifically-developed by the Suppliers for FAURECIA, must not contain any product, material or substance prohibited by the legislation or regulations applicable in the Suppliers' countries, the European Union and, more generally, in all of the countries in which these supplies, products or parts are used and should be validated beforehand by FAURECIA. Therefore Suppliers must address the European REACH procedures or its national / international equivalent, such as the American Toxic Substance Control Act (TSCA). FAURECIA may also, in some cases, ask its supplier to provide disclosure on the use and provenance of certain substances and materials for legislation and regulations compliance purpose. As an example, to be compliant with US Conflict minerals legislation, suppliers could have to disclose whether the products they manufacture or contract to manufacture contain "conflict minerals", which means minerals that directly or indirectly finance or benefit armed groups in specific countries.

CO₂ emission reductions: The Suppliers shall promote the development of technologies limiting CO₂ emissions as well as energy saving and recycling solutions, and implement logistic strategies that minimize environmental impact.

Economic practices

11. No Corruption & Bribery

Suppliers shall prevent and fight all forms of corruption, bribery, extortion and improper advantage, and comply with all applicable laws pertaining to these issues.

Suppliers should not, directly or indirectly, offer, promise, give, demand or accept any bribe or other undue advantage, to FAURECIA employees, public officials or other private or public actors, with the intention to obtain or retain business or any other improper advantage. Suppliers should develop and adopt adequate internal controls, ethics and compliance programmes or measures for preventing and detecting bribery. These may include promoting employee awareness of the company policies against bribery and a system of financial and accounting procedures, reasonably designed to ensure the maintenance of fair, transparent and accurate books, records, and accounts.

12. Fair Business Practices

Suppliers shall strive for fair business practices, and in any case suppliers must comply with all applicable laws and regulations related to fair competition.

Suppliers shall also commit to communicate its financial health, on business activities, evolution and forecast to business stakeholders.

A conflict of interest exists when an employee or a close relative liable to benefit personally from a transaction involving a company in the FAURECIA group. Conflicts of interest shall be addressed by avoiding, identifying and revealing situations where there is an actual risk of conflict of interest in association with FAURECIA employees or their relatives.

Faurecia has strict policy as for the acceptance of gifts and gratuity from suppliers, for details please refer to "Code of Ethics and Rules of Business Conduct".

References

Code of Ethics and Rules of Business Conduct

<http://www.faurecia.com>

Conflict minerals legislation – US Security and Exchange Commission

<http://www.gpo.gov/fdsys/pkg/FR-2012-09-12/pdf/2012-21153.pdf>

International Labour Organisation (ILO) Convention n° 138 and 182 – Child labour

<http://www.ilo.org/ipecc/facts/ILConventionsonchildlabour/lang--en/index.htm>

International Labour Organisation (ILO) Conventions n° 29 and 105 – Forced labour

<http://www.ilo.org/global/standards/subjects-covered-by-international-labour-standards/forced-labour/lang--en/index.htm>

International Labour Organisation (ILO) Convention n° 131 – Minimum wage

http://www.ilo.org/dyn/normlex/en/f?p=NORMLEXPUB:12100:0::NO:12100:P12100_ILO_CODE:C131

International Labour Organisation (ILO) Convention n° 100 – Equal remuneration

http://www.ilo.org/declaration/info/factsheets/WCMS_DECL_FS_84_EN/lang--en/index.htm

International Labour Organisation (ILO) Convention n° 111 – Discrimination

http://www.ilo.org/wcmsp5/groups/public/---ed_norm/---declaration/documents/publication/wcms_decl_fs_85_en.pdf

International Labour Organisation (ILO) Convention n° 98 and 87 – Freedom of Association

<http://www.ilo.org/global/standards/subjects-covered-by-international-labour-standards/freedom-of-association/lang--en/index.htm>

International Labour Organisation (ILO) Convention n° 155 – Health and Safety

http://www.ilo.org/dyn/normlex/en/f?p=1000:12100:0::NO::P12100_ILO_CODE:C155

International Labour Organisation (ILO) 26000 – Social Responsibility – 2010

http://www.iso.org/iso/discovering_iso_26000.pdf

OECD Guidelines for Multinational Enterprises – 2011

<http://www.oecd.org/daf/inv/mne/48004323.pdf>

OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas

<http://www.oecd.org/investment/mne/46740847.pdf>

UK Bribery Act 2010

http://www.legislation.gov.uk/ukpga/2010/23/pdfs/ukpga_20100023_en.pdf

UK Bribery Act 2010 - Guidance

<http://www.justice.gov.uk/downloads/legislation/bribery-act-2010-guidance.pdf>

United Nations guiding principles on Business and Human Rights – 2011
http://www.ohchr.org/Documents/Publications/GuidingPrinciplesBusinessHR_EN.pdf