

CODE OF CONDUCT

TOYOTA DO BRASIL

TOYOTA

1. PRESIDENT'S MESSAGE	5
2. TOYOTA'S GUIDING PRINCIPLES AND VALUES	5
3. OUR SHARED RESPONSIBILITY	5
4. SPEAK-UP CULTURE	7
5. NON-RETALIATION AND PROTECTION	7
6. DISCIPLINARY ACTION	8
7. COMPLIANCE WITH LAWS, REGULATIONS AND STANDARDS	8
8. RESPECT FOR HUMAN RIGHTS AND LIBERTY	10
9. SAFETY, HEALTH AND ENVIRONMENT	14
10. RECEIVING OR GIVING BENEFITS	16
11. CONFLICT OF INTEREST	17
12. ANTI-FRAUD	19
13. ANTI-CORRUPTION	21
14. PROCUREMENT	22
15. COMPETITION AND ANTITRUST	23
17. USE AND MANAGEMENT OF OTHER'S ASSETS AND INFORMATION	27
18. CORPORATE COMMUNICATION	29
19. GOVERNMENT RELATIONS	30
20. CORPORATE SOCIAL RESPONSIBILITY ("CSR")	31
21. INTERNATIONAL TRADE	32
22. SOCIAL MEDIA	33

23. TRAINING	35
24. MONITORING	35
25. SUMMARY	36
26. ADDITIONAL RESOURCES	36
27. APPENDIX	37
EMPLOYEE DECLARATION OF COMPLIANCE WITH TDB CODE OF CONDUCT	38

1. President's Message

Since our foundation in 1958, Toyota Brazil has been committed to transparency in all its business operations. For this reason, we have adopted and continually refined practices aligned with the principles of good governance. Our vision is to build a better world and that is all that moves us. We aim to reduce social and environmental impacts through our integrated solutions and actions across all areas—from production and product development to commercialization, distribution and logistics. We are fully aligned with the Toyota Environmental Challenge 2050, as well as with all initiatives promoted by the Toyota Foundation.

To achieve these objectives, we work together to maintain an ethical, integral, and inclusive corporate culture. **We are motivated to make decisions and take actions based on our commitment to "do the right thing."** This is the Toyota way and reflects the values that guide us. Supporting this culture, we strictly follow our **Code of Conduct**, which establishes clear guidelines for expected behaviors. It reinforces our commitment to respecting human rights, diversity, and sustainability.

The **Code of Conduct** synthesizes the global principles of Toyota Motor Corporation (TMC) and serves as a guide for everyone working for or representing Toyota. It establishes the standards that should prevail in our work environment, contributing to building the company we aspire to for society. We believe ethics is not merely a policy but an individual commitment from every employee. Acting fairly and correctly is essential to ensuring sustainable and steady growth.

Our work philosophy is a legacy passed down from generation to generation. In 1998, Toyota Motor Corporation, in collaboration with Toyota Brazil, developed the first statement of ethical guidelines for all employees, known as the **"Toyota Code of Conduct"**. Since then, it has been continuously updated to reflect the challenges and advancements of our time.

Therefore, I encourage all employees of Toyota Brazil to study, understand, and apply the principles of the Code of Conduct in their daily activities. By doing so, we will continue to build a strong and collaborative corporate culture, ensuring the sustainable growth of our company and contributing to a better society.



Evandro Luiz Maggio
Presidente of Toyota Brazil

2. Toyota's Guiding Principles and Values

- 1** Honor the language and spirit of the law of every nation and undertake open and fair corporate activities to be a good corporate citizen of the world.
- 2** Respect the culture and customs of every nation and contribute to economic and social development through corporate activities in the communities.
- 3** Dedicate ourselves to providing clean and safe products and to enhancing the quality of life everywhere through corporate activities in the communities.
- 4** Create and develop advanced technologies and provide outstanding products and services that fulfill the needs of customers worldwide.
- 5** Foster a corporate culture that enhances individual creativity and teamwork value, while honoring mutual trust and respect between labor and management.
- 6** Pursue growth in harmony with the global community through innovative management
- 7** Work with Business Partners in research and creation to achieve stable, long-term growth and mutual benefits, while keeping TDB open to new partnerships.

3. Our Shared Responsibility

Toyota do Brasil LTDA. ("TDB" or the "Company")'s daily business operations are built on and supported by Toyota's Guiding Principles. Toyota's Guiding Principles summarize the corporate philosophy that reflects TDB's vision and what kind of company TDB wants to be. Toyota's Guiding Principles paired with TDB's Code of Conduct serves as guidance daily business operations, for Employees on acceptable and unacceptable practices and to encourage Employees to behave ethically.

This Code of Conduct applies to all TDB Employees. Following the Code of Conduct enables TDB to make good decisions, effectively protect the Company's reputation and build a positive environment in which everyone cares about going above and beyond. The Code of Conduct helps TDB determine the right thing to do, especially when rules are absent or unclear. This Code of Conduct integrates Toyota's Guiding Principles and values providing practical guidance for navigating areas of ethical or legal risk.

The Code of Conduct is TDB's outline to living the Toyota Way principles, acting in a manner that allows Employees to successfully serve TDB's customers and achieve TDB's goals the right way. TDB Employees must:

- Honor the language and spirit of the law of every nation;
- Undertake open and fair business activities to be a good corporate citizen of the world; and
- Foster a corporate culture that enhances both individual creativity and the value of teamwork, while honoring mutual trust and respect between labor and management.



The Code of Conduct should be openly communicated to TDB Employees, Business Partners, and all other External Parties who do business with TDB.

Although Compliance and Legal functions are segregated within TDB's structure, Legal will play a "support role" when needed. As such, upon any consultations by TDB's employees and other stakeholders on Compliance and Anti-Bribery and Corruption related matters, Legal shall refer to Compliance for further guidance.

3.1 Special Responsibilities for Leaders and Supervisors

While every TDB Employee shares the responsibility to uphold the tenets shared in this Code of Conduct, those who lead others have a particular opportunity and duty to set an example and proactively shape an ethical culture.

This means that leadership must:

- Demonstrate ethical leadership and inspire others to do the same;
- Recognize and reward acts of ethical leadership and acknowledge how these acts drive business success;
- Discuss the Code of Conduct and the values during team meetings and throughout the performance review process;
- Lead by example by promptly completing any required training; and
- Confirm TDB Employees are aware of the different ways to report concerns and understand that retaliation will not be tolerated.

4. Speak-up Culture

TDB takes violations of the Code of Conduct very seriously. Each TDB Employee has an obligation to truthfully report any workplace misconduct so that the Company can investigate properly, thoroughly and objectively. During these investigations, TDB Employees are expected to cooperate fully, while being truthful and forthcoming. If the results of an investigation warrant action, TDB will take appropriate steps to prevent similar problems from reoccurring.

TDB Employees are encouraged to talk to supervisors, Human Resources Department ("HR") and Compliance Departments, but TDB recognizes that there may be times when other channels are needed. For that reason, TDB offers the TDB Speak-up program ("Procedure for Whistleblowing Management"). The TDB Speak-up program allows TDB Employees to raise questions or concerns. TDB Employees may choose to provide their contact information or report anonymously. TDB Employees can ask a question or report a concern through various reporting channels.

All TDB Employees who report a concern in good faith will be protected from retaliation, even if the concern is not substantiated. The steps taken in an investigation will vary depending on the nature of the allegations. At times, requests for additional information may be made to the reporter if follow up information is required. To ensure similar problems are reduced, TDB will take appropriate action if the result of an investigation warrants it. While complete confidentiality cannot be guaranteed, TDB limits disclosure of information related to an investigation to individuals who have a legitimate reason to know the specific information.

Local Speak Up:

- E-mail: denuncia.toyota@resguarda.com
- Web: https://etica.resguarda.com/toyotadobrasil/br_pt.html
- Phone: 0800-8914636

Global Speak Up:

- E-mail: SpeakUp@toyota.com

5. Non-Retaliation and Protection

All TDB Employees can report violations of the Code of Conduct in confidence without risk of punishment or retaliation. TDB does not discipline, discriminate against, or retaliate against any TDB Employee who reports incidents of misconduct in good faith or who cooperates in any investigation or inquiry regarding such conduct. Retaliation against anyone for making a good faith report or cooperating in an investigation is not tolerated and is considered a violation of this Code of Conduct.

However, making a report that is intentionally false is contrary to TDB's values and will result in appropriate disciplinary action. Refer to the Non-Retaliation Policy for more details.

6. Disciplinary Action

TDB's Business Partners and customers partner to meet performance expectations and demonstrate TDB's competencies each day. TDB's high performing Employees are what make TDB a great Company. Each TDB Employee is responsible for meeting all performance, attendance, and ethical expectations. If a TDB Employee should fall short of this expectation, TDB has tools for improvement. Performance, attendance, and ethics, which includes behavioral issues, may be addressed in a variety of ways,

including verbal warnings, warning letters, suspension, and termination with and/or without cause. Refer to Disciplinary Actions Procedure "Procedimento para Ações Disciplinares" for more information.

The Company will determine the most appropriate action based on the circumstances. In some instances, employment may be terminated without previous warnings. TDB will make compensation payment to a terminated Employee at no less than the rate prescribed by law if the employee is entitled to compensation according to the law.



7. Compliance with Laws, Regulations and Standards

7.1 Good Corporate Citizen

As a good citizen of Brasil, TDB complies with the letter and spirit of laws and regulations everywhere TDB does business. As a responsible corporate citizen of Brasil, TDB's most basic obligation is to do no harm and to follow the laws and regulations that apply to the Company. Employees should also remember that just because something is legal, does not mean it is ethical.

TDB Employees:

- Keep informed and seek advice where necessary about the laws and regulations that apply in areas of responsibility;
- Get advice from HR or raise a concern via the Speak-up program if there appears to be any inconsistency between this Code or a company policy and the local law;
- Raise any potential violations or requests to violate to the Speak-up channels; and
- Make decisions and engage in actions that are consistent with TDB's values even if the action may be in the best interest of the company.

Guidance

Q1: A fellow employee is researching a product defect and fails to put on the appropriate safety equipment to enter your area. What should you do?

A1: Notify the employee that they must wear the appropriate safety equipment in this area. If the employee ignores or refuses the request, report the incident to your superior immediately.

7.2 Accurate Books and Records:

TDB creates and maintains business records with accuracy and integrity. Keeping complete and accurate records helps TDB to operate more efficiently, reduce business risk, document TDB's rigorous product testing, comply with regulations and make responsible business decisions.

TDB Employees:

- Keep records that honestly and accurately reflect financial transactions, operating procedures (i.e., testing and results) and other matters on which TDB or others may need to rely;
- Comply with the Brasil Generally Accepted Accounting Principles ("BR GAAP") and the International Accounting Standards Board ("IFRS") principles, internal financial controls and all related legal and financial obligations;
- Record all assets, liabilities, revenues and expenses completely, accurately, in the proper period and in a timely manner;
- Identify, classify and retain all official records, regardless of format;
- Keep records in a secure and organized environment, so they can easily be retrieved;
- Submit expense reports, time records and sales invoices promptly and within the required timeframes.
- Record all time worked if Employee is overtime eligible;
- Make disclosures to internal and external auditors or regulators that are accurate, timely and complete;
- Comply fully with all litigation hold orders;
- Destroy stored paper records and electronic files once the retention period expires, not before, using approved disposal methods; and
- Raise any concerns about false, misleading or inaccurate records.

Guidance

Q2: What should you do if you come to work late or are absent?

A2: Employees are honest in their time-keeping and record their actual hours worked in the time sheet system, even when they are late or absent. These rules apply to all levels of TDB Employees without

8. Respect for Human Rights and Liberty

8.1 Privacy

TDB protects personal information. At work, as in personal lives, Employees have a right to expect that their personal information will be kept confidential and secure and will be handled according to the legislation regarding personal data protection.

TDB Employees:

- Follow all applicable privacy laws and company privacy procedures and practices;
- Collect, use, and process personal information only for legitimate business purposes; and
- Protect the privacy and security of information entrusted to us.

Guidance

Q3: As part of your job function, you handle personal data of TDB Employees. You are requested to send an employee's data to another individual. What steps do you take?

A3: Clarify with the requester if the need is a legitimate business need. If it is a legitimate business need, you must prevent leakage of the data by sending the information via encrypted email or send the data directly in a sealed envelope with a CONFIDENTIAL stamp. If you have any questions or concerns about transferring the data or the need for the data, escalate to your superior for additional guidance before sharing the information / data.

Q4: As part of your job function you request personal data of employees. When there is no longer a legitimate business need to have the personal data, what should you do with the data?

A4: Destroy it or send it back to the sender. Avoid making copies. The data needs to be kept in a secured location with measures to prevent access from others.

8.2 Equal Treatment:

TDB respects and protects human rights. TDB believes that every individual has the right to be treated with dignity. TDB supports the protection of human rights in business operations, supply chain and communities. TDB Employees:

TDB Employees:

- Provide proper working conditions to all TDB Employees that are free from unfair treatment;
- Treat everyone with respect and honor;
- Conduct job functions correctly and fairly (e.g., recruitment, remuneration payment, working hours, job holidays, assignments, performance appraisals, training, development);

- Work only with suppliers and other Business Partners who are committed to fair labor and sustainable sourcing practices that protect the health and wellbeing of workers and communities;
- Never use child or forced prison labor; and
- Refuse to look the other way when Employee sees or suspects human rights violations, and alert the Company.

Guidance

Q5: You are assigned to work with employees in another department that are different in race, nationality, gender, language, age, appearance, education or social status. What should you do?

A5: Treat them equally and fairly.

Q6: As a supervisor you have to do a performance appraisal on an employee who you have a personal conflict with. What should you do?

A6: You must treat every employee fairly without discrimination. You must avoid any action that is unreasonable. The appraisal must be based on the employees competence and performance that is free from personal judgment, bias or prejudice.

8.3 Discrimination or Harassment

TDB values its Employees. TDB is committed to maintaining a diverse and inclusive workplace where everyone is inspired to do their best work. At TDB, Employees make every effort to understand each other, and build mutual trust. TDB Employees speak up openly and honestly and report any concerns quickly so that they can be resolved. This creates a collaborative work environment to better innovate for TDB's customers.

TDB Employees are each accountable in creating a working environment of trust and dignity. Employees work as a team to succeed together. Each Employee has a responsibility to speak openly and honestly to help each other to be successful at TDB.

TDB values Employee's experience and opinions and provides opportunities to develop personally and professionally. TDB recognizes that diversity of experience, background, and perspective helps the Company overcome challenges, solve problems and innovate. Diversity promotes kaizen and makes the work environment more productive.



TDB Employees:

- Listen to everyone's ideas so an Employee can consider and benefit from thoughts and opinions that are different;
- Treat people fairly without considering physical and mental characteristics, nationality, religion, gender, age, color, education, social status or any other factors; and provide Employees with equal opportunities, based on their qualifications and skills;
- Ask for and are receptive to feedback from others;
- Do not discriminate based on protected characteristics in hiring, assigning work, promoting or other aspects of employment;
- Work together collaboratively, providing help when needed;
- Do not tolerate behavior that could make others feel threatened or intimidated;
- Do not tolerate harassment or bullying, whether it's what someone says, does or posts online;
- Report offensive jokes, insults, or other comments about race, gender, color, religion or other characteristics protected by law;
- Do not make unwelcome sexual remarks or advances, or display sexually explicit material that others could find offensive; and
- Report any threatening, intimidating, or unethical behavior, whether it targets TDB Employees, the Company, or someone else to HR.

Guidance

Q7: You are working as part of a team and everyone is suggesting different ideas to solve an issue. You disagree with a person's idea. What should you do?

A7: You must respect other individual's ideas. Do not overtly disagree or use sarcasm. You may explain your own view point rationally.

Q8: A fellow employee has a habit of touching other employees, both male and female (e.g., patting on the head, shoulder, waist or thigh with the objective to greeting, teasing, console, show sympathy). What should you do?

A8: You must report this situation to your Supervisor and/or to the Speak-up Line.

8.4 Politics and Religion

TDB encourages active participation in the political process outside of the Company. As a company, TDB engages constructively with all governments in the regions in which it operates. By encouraging active participation in the political process, TDB can make a positive difference in the communities it serves.

TDB Employees:

- Represent the Employee in an individual capacity, without reference to a position or title with TDB;
- Do not impede the political rights of another person, e.g., exercising the right to vote in an election;
- Do not engage in political activity within the Company;
- Do not incite, encourage or force any subordinates to support a politician or political party;
- Do not obstruct the beliefs and profession of religion or religious rites;
- Avoid sharing opinions on politics or religion that may lead to conflict; and
- Do not donate money on behalf of TDB to any Government Official ("GO"), political party, or official or candidate for public office.

Guidance

Q9: You have been invited to be a consultant of a parliament commission. Can you accept it?

A9: Yes. Giving advice is your political right. You must clarify that your viewpoint is your own and that you are not giving advice on behalf of TDB. The consultation cannot be a regular job and must not affect your work at TDB. You must report in advance to your superior before accepting the invitation.

Q10: Your subordinate tells you they want to make a contribution to a political candidate. What do you do?

A10: Communicate that although the employee can make a political contribution as an individual citizen, company policy prohibits political contributions (and any acts with political purposes) on behalf of TDB. Further, communicate that the employee cannot give money to any GO or political candidate for any benefits.

9. Safety, Health and Environment

9.1 Safety and Health:

Safety and Health: TDB strives to keep all Employees safe and treats safety as a priority. TDB maintains a safe work environment for all Employees, Business Partners, and visitors. For everyone's protection, safety concerns must be communicated in a timely manner.

TDB Employees:

- Prioritize safety as Employees plan and carry out work;
- Follow safe practices and procedures and abide by laws, regulations, and policies;
- Report any unsafe conditions, near misses, injuries or illnesses that could impact workplace safety immediately;
- Work free from the influence of alcohol or drugs that affect Employee safety; and
- Keep current on Employee safety training and comply with safety requirements per the Company Regulation.

Guidance

Q11: A fellow Employee does not always wear personal protection equipment ("PPE") because they feel it is uncomfortable and believes an accident is a matter of fate. What should you do?

A11: You should remind them that wearing their PPE is mandatory in accordance with Brazilian Law and regulations), and that not wearing PPE increases the chance for likelihood of an accident occurring. If they choose not to wear the PPE, escalate the situation to your supervisor and Human Resources.

Q12: A fellow Employee has injured their back, sought medical attention, and was informed by a medical professional that it may have been caused by a working condition. As his supervisor, what should you do?

A12: As a supervisor, refer the employee to seek medical help and contact Human Resource Department to evaluate the job and and observe the working conditions and the Employee's posture (e.g., lifting too heavy items, sitting position is unsuitable, height of working item is improper) to discover the root cause and develop countermeasures items.

Q13: Several fellow Employees are out sick today. TDB is having a hard time staffing all positions. There is an Employee who can drive a forklift, but they have not completed the required training. Can you move the Employee to that position just for the day, in order to get the work done?

A13: No. Employees cannot operate equipment without completing TDB's required training. Moving someone to a role without training would violate safety regulations and TDB policies and could cause risk of injury or damage.

9.2 Environmental

TDB recognizes the importance of operating in a sustainable manner and is dedicated to minimizing the environmental impact of TDB business operations, including manufacturing, distribution, research and development, and TDB products. TDB wants to reduce TDB's environmental footprint and to contribute to society by sharing TDB's innovations so that all can benefit.



TDB Employees:

- Comply with all applicable environmental laws, regulations and policies;
- Apply kaizen in pursuit of excellence in sustainable business practices;
- Follow protocols at all facilities to help ensure that TDB's environmental goals and objectives are achieved annually (e.g., reduce, re-use, recycle);
- Foster environmental awareness and practices with TDB's Business Partners and never ignore complaints from the community; and
- Take practical steps every day to conserve energy, water and other resources and cut emissions.

Guidance

Q14: You are investigating replacing a supplier of a current product with a new supplier. The new supplier's product is the same quality as the old supplier's and has a lower price. The only issue is that the new supplier does not comply with TDB's environmental standards. Should you switch the supplier to save the company money?

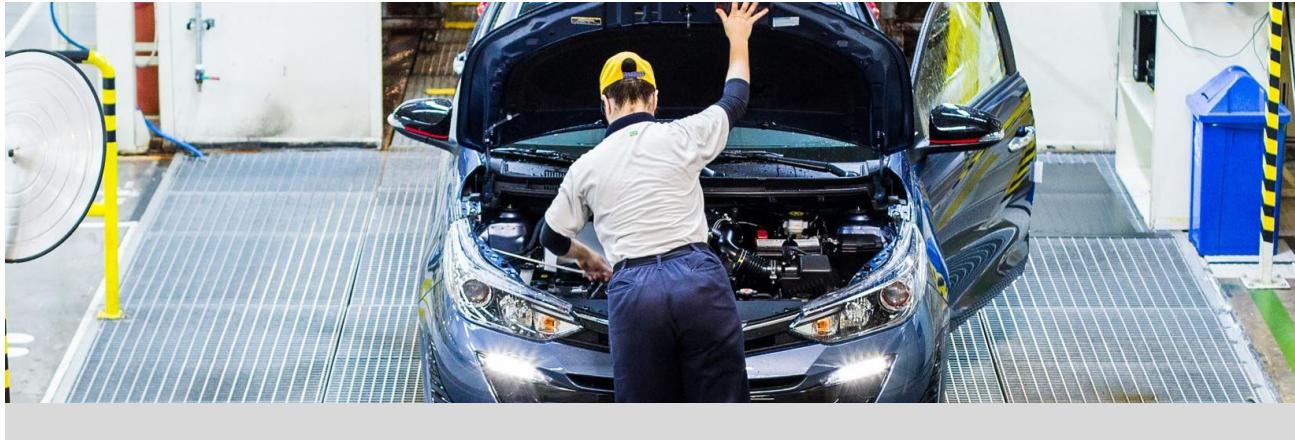
A14: No, since TDB encourages its Business Partners to practice conservation of the environment and to comply with all laws and regulations, you should avoid contracting the new supplier, even if it comes at a lower cost. Additionally, you should encourage the new supplier to offer their materials again after they meet the required environmental standards.

9.3 Product Safety

TDB prioritizes safety and quality in the development, manufacture and support of all TDB products. Every day, each Employee helps bring to life TDB's vision of enriching lives with the safest and most responsible ways of moving people. This demands continual focus on meeting the quality standards TDB set for the design, development, production and testing of TDB products, supporting safety and quality requirements, and constantly seeking ways to improve. TDB Employees:

TDB Employees:

- Follow all standards and procedures designed to ensure product quality and safety, never cutting corners or looking for shortcuts;
- Recognize that TDB's brand and reputation rests on every single decision and actions of Employees concerning product quality or safety issues;
- Take personal responsibility for keeping TDB customers and their families safe by reporting any concerns about product quality or safety; and
- Promptly address concerns about product quality or safety.



10. Receiving or Giving Benefits

TDB offers and receives only appropriate gifts and hospitality and believes in building strong business relationships for the long term. TDB understands that appropriate gifts and hospitality can promote goodwill, but Employees should never offer or accept anything to influence a business decision. Special rules apply to things of value provided to Government Officials, and preapproval is required before these items can be given or promised. Refer to TDB's Gifts and Hospitality Policy for additional details.

Guidance

Q15: In your work area you notice a shipment of parts that look very different from prior shipments, and you are concerned there is a problem. What should you do?

A15: It is every Employee's responsibility to raise awareness and pull the product if you detect an abnormality, even if you are unsure. Each TDB Employee can make a difference when ensuring the quality and safety of TDB products.

As TDB Employees we:

- Offer gifts or hospitality only when it is
 - For a legitimate purpose (such as hospitality connected with a site visit or a customary seasonal gift);
 - Permitted by TDB's policies and the recipient's policies (if known);
 - In compliance with local and related international laws (contact the Compliance Department or the Legal Department if Employee is unsure);
 - Reasonable in value and appropriate under the circumstances; and
 - Accurately accounted for in TDB books and records;
- Never request gifts from suppliers or service providers;

- Politely refuse gifts from suppliers or vendors that are offered around the time of a procurement decision;
- Do not accept gifts in cash or cash equivalents (i.e. gift cards, gold);
- Do not ignore or overlook any transaction possibly considered as corruption relating to the Company. Employees must report the incident to a superior and the Compliance Department and also cooperate during any fact finding investigation, if required;
- Are strictly prohibited from receiving a gift or benefit with unclear origin or reason; and
- Do not allow or direct a Third Party to provide anything of value to another person or entity on TDB's behalf.

Please consult the Compliance Department for guidance if Employee has any questions or are unsure about a situation. Also, Employees can review the Gifts and Hospitality Policy, Donations and Sponsorships Policy and the Anti-Bribery and Anti-Corruption Policy for more information.

Guidance

Q16: Is there any specific items I should do when I want to offer gifts or hospitality to Government Officials, high ranking officers, other government employees, or any public organization or a third party agent?

A16: Offering, giving, or accepting gifts and hospitality to or from Government Officials, officers and employees poses significant corruption risk. For that reason, ALL such items must be preapproved before they can be offered or given. Please consult the Compliance Department for guidance and see the Gifts and Hospitality Policy, Donations and Sponsorships Policy and the Anti-Bribery and Anti-Corruption Policy for more information.

Q17: During a bid process, a Business Partner is offering a price of BRL 5,000 higher than any other supplier. In discussions with this Business Partner they mention the increased BRL 5,000 can be provided back to you personally as a kickback if they are awarded the job. Can you accept this?

A17: No. Kickbacks are strictly prohibited. Such actions are fraud, and in addition, it is theft from the Company. Such behavior violates the law and Anti-Bribery and Anti-Corruption Policy and is grounds for significant employment action, up to and including termination as well as dismissal of the business partner and legal action.

Q18: A contractor who works with you learns that you are taking your family on vacation in the up country. The contractor offers you his own resort free of charge because no one normally uses it. Can you accept his offer?

A18: No. You should not accept his offer since it may influence your decision and does not fall into normal entertainment and exceeds the limit allowed under the Gifts and Hospitality Policy.

Q19: You are attending a company paid conference and there is a raffle for the participants and you are drawn and win a prize. Can you keep the prize for yourself?

A19: Yes, if the prize is won from a lucky draw raffle and is won with transparency, the other conference participants are also eligible and the prize does not influence your decision making. If the prize is of excessive value, you must notify your supervisor and the Compliance Department for further guidance and to confirm the award is not intended to motivate upcoming business decisions.

11. Conflict of Interest

TDB acts with integrity and keep promises. Doing the right thing and following through on commitments is central to how TDB operates. When going to market, TDB is not just selling products, it is making a

promise to better the lives of millions of consumers through safety and satisfaction. TDB's reputation depends on acting with integrity and keeping that promise every day, every step of the way.

Employees must disclose when there is a potential conflict of interest with Human Resources. Human Resources should consult with the Compliance Department when necessary. Acting with integrity means doing what is right and not allowing personal interests or relationships to interfere with what is best for TDB. Even the appearance of a conflict of interest could make others doubt TDB's integrity, harming trust and TDB's ability to deliver on promises. TDB must therefore always be alert to the possibility of conflicts of interest, and especially when it comes to:

- Outside employment with a customer, supplier, or competitor
- Personal or close familial relationships
- Financial interests
- Romantic relationships
- Gifts and hospitality

TDB Employees:

- Give the best effort every day at TDB, not performing outside employment, community service, or other activities during work time;
- Ensure that Employee personal investments and those of close relatives do not create a conflict of interest;
- Maintain good judgement and avoid bias by disclosing personal relationships with other Employees;
- Don't influence hiring, performance evaluations, or promotion decisions regarding covered personal relationships;
- Disclose potential conflicts of interest when close friends or relatives are being considered as potential Business Partners;
- Do not do business or be a shareholder with decision making power in a business that competes with the Company;
- Only give or receive gifts or hospitality that are appropriate and reasonable in value, and in accordance with the Gifts and Hospitality Policy.
- Only offer gifts and hospitality that are appropriate and reasonable in value to GOs in accordance with law and the Gifts and Hospitality Policy;
- Disclose close personal relationships with GOs to the Compliance and/or HR; and
- Understand and acknowledge that discoveries that are made during the course of employment, while using company property, are intellectual property, are owned by and used to better the Company.

Guidance

Q20: You are responsible for ordering office supplies and you have a relative that owns an office supply distributor who has offered you a discount. Can you purchase office supplies from your relative?

A20: No. You cannot directly procure the products nor can you must be involved in that procurement process. Procurement and approval by the same person can cause doubts about fairness. You must disclose the relationship properly. The Company can assign another Employee to conduct the bid and negotiate the ongoing transactions, but all purchase transactions must be clear and transparent.

Q21: A close friend asks your help in introducing their company as a potential Business Partner to TDB. Can you help your friend?

A21: Anyone suggesting a potential Business Partner to TDB should only do so based on the Business Partner's potential and in the best interest of the Company. You must be clear and transparent in your relationship with the Business Partner. If you are involved in the selection process for the friend's company, you must withdraw from the process to avoid conflicts of interest.

Q22: Your brother owns a contracting company that does business with TDB. Your brother passes away and you are now responsible for his business. What should you do?

A22: You must notify management and the Compliance to discuss the situation. In most cases, you cannot work as an Employee of TDB and at the same time be a Business Partner.

12. Anti-Fraud

Fraud of any kind is strictly prohibited. TDB does not tolerate any form of fraudulent activities. This includes any type of intentional, deceptive act that can result in a misstatement in the financial statements for personal gain.

Fraud may include, but is not limited to:

- Impropriety in the handling or reporting of money or financial transactions;
- Profiteering as a result of insider knowledge of company activities;
- Disclosing confidential and proprietary information to outside parties;
- Intentionally overstating or inaccurately describing services or goods that the Company receives from a third party;
- Accepting or seeking anything of material value from contractors, vendors, or persons providing services/materials to the Company (Refer to Anti-Bribery and Anti-Corruption Policy for further details);
- Destruction, removal, or inappropriate use of records, furniture, fixtures, and equipment;
- Payment of anything of value to public officials or other third parties with the intent of obtaining or retaining business; and
- Any other dishonest or deceptive act.

Every TDB Employee has an important role in making sure that the Company's books records, and accounts, (journals, ledger sheets and account ledgers, etc.) are accurate and transactions are properly accounted for and supported by proper documentation. Submission of falsified receipts or

other documentation is grounds for discipline or termination. TDB Employees must not, in the course of business for or in connection with TDB, conduct off-the-book, fictitious or otherwise falsified transactions, or any other similar acts prone to be misconstrued as such. TDB Employees must never hide or purposefully misclassify expenses. Each Employee is responsible for ensuring that TDB's internal controls are effective and consistently enforced.

TDB will protect and provide fair treatment to Employees who refuse to be involved with fraudulent acts or who report any fraudulent activities in good faith, as well as provide protection to whistleblowers/reporters subject to the law. Anyone who retaliates against a TDB Employee who reports a suspected fraud may be subject to corrective action, up to and including termination. Refer to the Non-Retaliation Policy for further information.

The Company does not consider conduct in violation of this Code of Conduct to be within the scope of a TDB Employee's job duties, and such conduct may subject the TDB Employee to criminal and civil penalties, including fines and, in some cases, imprisonment. Violators, and those who have knowledge of incidents which they fail to report, may also be subject to appropriate disciplinary action.

TDB Executives, Management, and Supervisors, at all levels, are accountable for the actions of their subordinates in cases where the superior knew or should reasonably have known that a subordinate was either involved in fraud or had refrained from performing duties that would have helped TDB to detect fraud occurrences.

TDB Employees:

- Are transparent, ethical, and accountable for their own work and actions;
- Do not tolerate any form of fraudulent activities by any Employee, suppliers, vendor, Third Party, or any party which TDB conducts business;
- Speak up and report any suspicions of any fraudulent activities by any Employee, supplier, vendor, Third Party, or any party which TDB conducts business to HR and/or the Compliance or via a Speak-up channel; and
- Contribute to an overall ethical environment and Speak-up culture.

Guidance

Q23: How can you ensure TDB growth and still comply with TDB's anti-fraud policies, Brasilian laws, and the TDB Code of Conduct?

A23: Communicate TDB's ethical standards to internal and external stakeholders. Prior to engaging Business Partners, consult with Purchasing to ensure appropriate due diligence of the vendor has occurred. Incorporate contractual safeguards into agreements and educate your Business Partners or vendors on applicable anti-fraud and corruption compliance.

Q24: A third party offers to give your son a job in their company, but makes it clear that in return they expect to be awarded an upcoming tender. The third party was going to be awarded the tender anyway. Can your son accept the position?

A24: Acceptance is prohibited under this Policy and you must escalate the offer to the HR or the Compliance Unit.

Q25: Who should I contact with questions or concerns regarding anti-fraud compliance?

A25: Questions or concerns regarding anti-fraud compliance should be directed to Compliance or HR.

13. Anti-Corruption

TDB stands against corruption and builds business and relationships on the basis of trust, transparency, and integrity. TDB does not engage in bribery or other corrupt practices – ever. It is illegal and it is not how TDB operates. TDB believes in the quality of TDB products and the value of TDB partnerships. TDB would rather lose business than pay a bribe to win it.

TDB Employees:

- Never offer, provide, or accept anything of value in exchange for business or to gain an improper advantage over TDB competitors;
- Keep books and records that fully and accurately describe all payments, expenses, and assets;
- Conduct appropriate due diligence on TDB vendor, suppliers and service providers, as required; and
- Never ask third parties to engage in activities TDB would not be comfortable engaging in, such as unlawful or unethical activities.



Guidance

Q26: During the selection of suppliers, one of the suppliers is offering to provide you cash and the newest model mobile phone if you agree to choose to procure product or services from their company. What should you do?

A26: You must refuse the offer and immediately escalate the offer to the Compliance and your supervisor to be address appropriately. Offering a bribe is illegal and a violation of TDB's Anti-Bribery and Anti-Corruption Policy. The Company must refrain from making transactions with any supplier that exhibits fraudulent behavior or offers bribes.

Q27: Your facility is awaiting a delayed parts shipment from an overseas supplier. The freight forwarder has informed the Company that the delay is the result of an export permit "misunderstanding," which is holding up the parts in the other country's customs. The agent tells you that it can take care of the situation with a relatively small payment. Should you tell the agent to go ahead?

A27: You should seek immediate assistance from your manager and inform the Compliance and HR. You do not have full information about the situation or what the agent has in mind. Nevertheless, the priority is to ensure that the agent does not offer or pay a bribe or do anything which could be misinterpreted as a corrupt practice. TDB will not engage in corrupt practices nor authorize anyone to do so on the Company's behalf. This is unethical and illegal and could result in serious government enforcement action and reputational risk.

14. Procurement

TDB selects Business Partners fairly and objectively for mutual benefit while protecting TDB's reputation. TDB depends on a large number of suppliers and other Business Partners. The quality and safety of TDB products and the efficiency of TDB production processes demand that TDB works with the very best partners and select them based on fair and reasonable criteria. TDB is committed to promoting localization to support the country's automotive industry.

TDB Employees:

- Deal fairly and honestly with all business partners, regardless of the value of the transaction or the length of the relationship;
- Select suppliers who best meet TDB's business needs and objectives and are mindful of TDB's commitment to diversity in the supplier base;
- Base decisions on objective criteria such as quality, price, service, reliability, availability, technical excellence and delivery, as well as ethical business practices;
- Avoid conflicts of interest, or the appearance of them, which could raise a question about TDB's ability to exercise independent judgment on TDB's behalf; and
- Do not accept gifts and hospitality from Business Partners/Third Parties, including GOs.

Guidance

Q28: Your uncle has a catering business, and TDB is currently planning for an onsite event requiring catering. Can you submit your uncle's company for consideration as the catering vendor?

A28: It is important to protect TDB's interests and to make sure TDB is getting the best value. Your uncle's catering company can be considered as a vendor provided that your uncle follows the vendor approval process and your family relationship is properly disclosed. Under no circumstances should you participate in or attempt to influence the vendor selection process.

15. Competition and Antitrust

TDB competes vigorously and fairly, winning in the marketplace through superior performance and value. TDB believes that a free and competitive marketplace offers the best opportunity to differentiate the brand and succeed over the long term. By delivering innovation, value and reliability, TDB outperforms the competition while strengthening customer trust. Violation of the antitrust laws designed to ensure free competition can have serious consequences for the Company and for individuals. Even the appearance of unfairness or deception in TDB's competitive practices can directly impact TDB's chances of success.

TDB Employees:

- Don't have conversations or make agreements with competitors about:
 - Pricing and costs;
 - Contract terms and conditions;
 - Bids;
 - Markets and territories;
 - Customers and suppliers; and/or
 - Any other matter that could suggest collusion;
- Avoid negative comments about competitors or their products;
- Use only honest, accurate, and fact-based language to describe TDB products;
- Don't interfere with others' business contracts; and
- Accept terms and conditions that can be fully and consistently abided by.

Guidance

Q29: Could something violate the Company's antitrust policies, as stated within TDB's Code of Conduct, even if it doesn't violate the law?

A29: Yes it could. If you disclose confidential information to competitors about pricing, contract terms, products, market share, customers, or market plans, you are violating the policy, even if it is not acted upon.

Q30: Do you have to make a report if a competitor proposes something about pricing or customers?

A30: Yes. Notify the Compliance or HR if a competitor offers to disclose this information.

16. Use and Management of the Company's Assets and Information

16.1 TDB Tangible and Intangible Assets

Employees must be good stewards of TDB's assets. TDB's assets take many forms: physical assets (such as facilities and equipment); financial assets (such as cash and bank deposits); information assets (including all the data in files and on servers) and intangible assets (such as reputation, ideas, inventions, and intellectual property). All Employees have an obligation to protect the Company's assets because they are critical to ongoing business operations and fuel future innovation and growth.

TDB Employees

- Take care to ensure that assets are not damaged, abused, wasted, lost or stolen;
- Use good judgment in relation to information and communications systems, and the electronic data they store, process, or transmit;
- Always handle company funds honestly, responsibility and in accordance with company policies;
- Report any abuse or misuse of company assets (e.g., burglary, misuse of personal assets for personal gain, damage, loss of property);
- Safeguard company-owned property against removal from TDB facilities for personal use or by unauthorized individuals; and
- Comply with the regulation regarding "Assets Pass" to prevent asset loss.

Guidance

Q31: If you discover someone has stolen a piece of production scrap (e.g., drums, aluminum, stainless steel), what should you do?

A31: Scrap in any form is regarded as a Company asset, even though it is left in a recycle bin. This action would be considered stealing or taking the Company's asset for private benefit. You should notify your supervisor and the related department immediately, or utilize the Speak-up channels.

16.2 Confidential Information (Including Intellectual Property)

All Employees must protect TDB's confidential and proprietary information. TDB's confidential business information and ideas, know-how, and other intellectual property are vital business assets that differentiate TDB from its competitors. Each Employee shares the responsibility for keeping these assets secure, preventing them from unauthorized disclosure or misuse.

TDB Employees:

- Share confidential information only with authorized individuals who have a legitimate business need for it;
- Confirm non-disclosure agreements are in place before releasing confidential or proprietary information outside of TDB;

- Secure documents, data, and devices in accordance with security practices (e.g., encryptions);
- Appropriately dispose of confidential paper documents using secure shred bins;
- Avoid discussing confidential information in public or allowing people to view it on mobile devices;
- Escort visitors within facilities and do not allow them into restricted areas;
- Upon leaving the employment of the Company, an Employee must return all intellectual property and/or trade secrets, work output to the Company, regardless of the forms the data are in;
- Never destroy records before the expiration date of the retention period, and when the period for storage has expired, the Employees responsible should ensure the records are destroyed in the manner appropriate; and
- Report misuse of intellectual property or unauthorized disclosures to the Compliance, HR, or via any Speak-up channel.

Guidance

Q32: You witness your fellow Employee sending out confidential information to an outsider without permission. What should you do?

A32: You should notify your supervisor immediately along with the related department. Also, you can report the issue via any Speak-up channel.

Q33: As part of your role, you have access to the bidding documents from Business Partners. Another Business Partner offers to buy the information from you. What should you do?

A33: You should notify your supervisor and Marketing and Purchasing immediately. Such behavior violates TDB policy and is grounds for significant action. Never send information from one bidder to a competitor. You are responsible for maintaining the confidentiality of the Business Partner's information. Procurement should terminate the business relationship with the Business Partner that offered to buy the information.

16.3 Technology and Information Systems

TDB uses technology and information systems responsibly. TDB's technology and information systems, and the data they store and transmit, are critical to business success. Laptops, telephones, mobile devices, and the infrastructure that supports them help Employees communicate and collaborate more productively so that TDB can continuously improve and better serve customers. TDB must use them responsibly to conserve resources, safeguard security and preserve reputation.

TDB Employees:

- Take reasonable care of any company equipment issued to an Employee;
- Grant system access only to those who need it to do their jobs and only for so long as it is needed;
- Follow all required data security protocols to prevent unauthorized access to company mobile devices and networks;

- Do not download unapproved software, open unfamiliar email attachments, or use unapproved storage media;
- Protect confidential information at all times, ensuring emails are sent only to the intended recipients and never posting confidential information on social media sites;
- Make only limited, infrequent and incidental personal use of company electronic devices (e.g., company phones, internet bandwidth) during worktime; and
- Follow local policies related to use of personal electronic devices while on company time.

Guidance

Q34: You have a business activity outside of TDB. You need a computer to do some work for your other business activity each week. Can you utilize your TDB work computer to do the other business?

A34: A Company computer is regarded as an asset to be used for business purposes only. Utilizing it to conduct a personal business activity is a violation and against Company policy.

16.4 Insider Trading

TDB safeguards information unavailable to the public from improper disclosure or use. In the course of employment, Employees may acquire nonpublic information about the plans or condition of TDB or another company. This “insider” knowledge could provide a financial advantage when used to buy or see shares of stock. Using this information to trade in securities, or “tipping” others so that they can do so, could be illegal and could result in significant fines and prison sentences.

TDB Employees:

- Keep inside information secure – whether that means locking drawers or keeping laptops and mobile devices protected;
- Do not use inside information to buy or sell securities before that information has been released to the public and investors have had a chance to evaluate it;
- Share confidential information only with those who need to know; and
- Never disclose inside information to anyone outside the company, including family members, friends, and social media communities.

Guidance

Q35: You have access to information about a potential site for new construction related to the plant that has not been revealed to the public. You are thinking of purchasing some land near the proposed site as an investment. Can you do this?

A35: You should not proceed with the purchase as this information is regarded as “insider” information and would be considered an exploitation of that knowledge. You may proceed with purchasing property after the information has been made public knowledge.



17. Use and Management of Other's Assets and Information

17.1 Business Partner Information:

TDB respects and protects others' confidential and proprietary information including intellectual property. TDB respects the right of customers and Business Partners to keep their confidential information secure, just as TDB expects the same of others. TDB understands that the unauthorized copying or use of ideas, know-how, or intellectual property belonging to others is never allowed and

may create financial and legal liability for TDB.

TDB Employees:

- Request written permission before disclosing Business Partners' and customers' confidential information;
- Take appropriate measures to secure all confidential information, whether on paper or stored electronically;
- Notify the Compliance Department and/or HR immediately if, inadvertently, an Employee comes into possession of what appears to be another organization's trade secrets or other proprietary information;
- Do not knowingly infringe on others' copyrights, patents, trademarks, trade secrets, names, design rights, logos, or know-how;
- Use all Third Party assets – including software, music, videos, and text-based content – according to their specific license terms; and
- Seek any necessary permissions from the Compliance and HR regarding intellectual property.

Guidance

Q36: A former TDB Employee has reached out asking if you could provide contact information for a few of the current suppliers that they worked with in the past. Can you give them the contact information?

A36: No. TDB cultivates strong, lasting relationships with customers, suppliers, and vendors, based on integrity and trust. To maintain those relationships, Employees must protect the other party's information. This includes not sharing contact information unless the relevant customer, supplier, or vendor has given express consent.

Q37: You are working on a product development project in collaboration with a new supplier. You have been impressed by what you have learned about the new supplier, and think that knowledge of their systems could be helpful in a collaboration with another supplier on an unrelated product. Can you share the information?

A37: No. It is important to safeguard the information of suppliers. Supplier information should not be shared with other suppliers without the documented consent by the supplier owning the information.

17.2 Competitor Information

TDB stays ahead of market trends and customer needs by keeping informed. Gathering information appropriately on the industry, customer needs, and competitors' value propositions allows TDB to continuously improve TDB's products and compete more effectively. However, TDB never puts its reputation or integrity at risk for competitive information. TDB treats competitors with the fairness it expects to be treated.

TDB Employees:

- Are truthful about TDB's identity and motives when making inquiries;
- Don't use Third Parties to engage in action TDB would not engage in, such as unlawful or unethical activities; and
- Do not request or require Employees (or prospective Employees) to reveal confidential information about their former employers.

Guidance

Q38: Before you joined TDB last year, you worked for another automotive manufacturer. While there, your team developed a process to enhance the paint application on vehicles. You recently realized you still have copies of that documented process. Can you utilize those documents to kaizen TDB's paint application process?

A38: No. While TDB always encourages Employees to look for ways to improve processes, it's important that the source of innovation come from within. Information from other companies, including other automotive manufacturers, may be proprietary, and therefore using it could put the Company at great legal and ethical risk. If you have questions about any information for use in implementing or changing any TDB business related processes or operation, please see your supervisor, HR, or the Compliance.

18. Corporate Communication

18.1 Accurate Communications

TDB takes pride in its brand and promotes its products in a honest and transparent way. TDB's customers quite literally drive the vision for moving people safely and responsibly. TDB is committed to providing present and future consumers with accurate and truthful information in marketing and advertising to promote informed purchasing decisions and, most importantly, trust in the TDB brand.

TDB Employees:

- Market products in a manner that is truthful and not misleading;
- Ensure that every claim in TDB's advertisements and marketing materials is adequately substantiated as required by law;
- Secure the proper approvals before release of internal or external messaging, including Business Partners creating materials on behalf of TDB;
- Ensure that emails, social media posts and internet usage do not involve any material that is offensive or illegal; and
- Comply with all laws and regulations.

Guidance

Q39: You understand that product reviews in social media are very powerful, and you really believe that TDB products are great. Can you write a comment or review on social media?

A39: While Employees are welcome to talk about the Company on Social Media, they may not represent that they are speaking on behalf of the Company. If you have questions about when or how to appropriately discuss TDB products in social media, please review the Social Media section of this Code of Conduct.

18.2 Authorized Communications

TDB is honest and accurate in communications, building trust in TDB's brand. TDB's commitment to integrity means providing honest, clear information about TDB. It also means identifying the Employees who are best qualified to represent the Company with a consistent and positive voice, and address any questions or concerns TDB stakeholders may raise.

TDB Employees:

- Refer any external inquiries to Communication and Sustainability division to speak on TDB's behalf;
- Understand the importance of brand communications and ensure that only the best and most accurate information is communicated and relied on; and

- Use corporate logos accurately and not for personal use.

Guidance

Q40: A local reporter called you about a story she is writing on great vehicle parts. She wanted to know about a current vehicle body part we are working on. What should you do?

A40: If you receive calls from external parties asking for comments on behalf of TDB or its products and services, direct them to Communication & Sustainability division. We need to be especially cautious about external inquiries that may be an attempt to collect confidential, non-public information.

Q41: You receive a call from a government inspector requesting to see files regarding a vehicle part. You do not normally interact with government inspectors. What should you do?

A41: Such calls need to be directed to your supervisor and you should contact the Compliance and/or Government Affairs department immediately. This will help ensure we provide a timely and accurate response.

19. Government Relations

TDB engages constructively with all governments in the regions in which it operates. It is TDB's goal to maintain good associations with the public sector, including the political sector, by building good relationships and operating with transparency and honesty. TDB will conduct its business with the

public sector without motivating company Employees or GOs to act inappropriately.

TDB Employees:

- Represent in an individual capacity, without reference to the positions or title with TDB;
- Conduct business or contract with the public sector or a GO transparently and in accordance with laws and company policies; and
- Do not make any political contribution on behalf of TDB to any GO, political party or official, or candidate for public office.

Guidance

Q42: As part of a project you are leading, you were just informed that in order to get approval you will need to pay a fee. Should you pay the fee?

A42: Do not pay money or provide benefits to anyone in order to secure business or a contract. Report the situation to the Compliance or HR, or via any Speak-up channel.

20. Corporate Social Responsibility (“CSR”)



TDB embraces the role and responsibilities as a corporate citizen. While the mission is to better lives through mobility, TDB also recognizes the responsibility of economic and social development through corporate-sponsored activities in the communities. TDB supports Employees' efforts to positively impact the communities and demonstrates commitment to being a good corporate citizen. TDB contributes to its communities and supports initiatives that help strengthen these communities, making them better places to live and work. TDB partners with organizations who are focused on improving mobility, the environment, education and safety.

TDB Employees:

- Have the option to participate in volunteer activities through company philanthropy programs or established business partnering groups;
- Represent TDB in the community on company-sponsored boards and committees and at events;
- Encourage Employees to give their time and talents to other organizations that work to improve the communities; and
- Follow the Gifts and Hospitality Policy, Donations and Sponsorships Policy, and the Procedure for National Business Trips.



21. International Trade

TDB complies with international trade regulations. As a global company doing business in many countries, TDB recognizes the responsibilities in helping increase safety and security in international commerce by complying with all applicable trade regulations and restrictions. Many countries place controls on the import and export of sensitive equipment and data or restrict business with certain groups, individuals, or countries.

TDB Employees:

- Are familiar with and comply with all applicable laws and company policies regarding international trade restrictions;
- Do not sell, market to, or partner with organizations or individuals that are on government sanction or boycott lists;
- Report concerns if there may be an inappropriate export of sensitive data or equipment;
- Represent TDB when working overseas and elsewhere by acting consistently with the local cultures and traditions and within Brasilian and local laws; and
- Consult supervisors, the Compliance, and/or HR when in doubt that actions may cause conflict against the local culture, laws, or international laws

Guidance

Q43: You are partnering with a team in Japan on a contract with a global supplier. The standard contract language may not cover everything for this particular project. What should you do?

A43: As part of a global company, TDB Employees need to consider the reach of their activities. Sometimes activities can be directly impacted by many international trade compliance laws and regulations. Contact the Compliance and/or HR with concerns related to global activity.

Q44: You are on an overseas business trip. You hear from a fellow Employee that one of the local companies TDB is considering working with on this project has a negative reputation and may have been in trouble regarding trade laws. What should you do?

A44: Escalate your concerns immediately to the Compliance and/or HR and seek guidance on how to perform due diligence on the local company prior to entering into any binding agreements with that company.



22. Social Media

TDB recognizes the opportunities social media gives to connect, learn, and share. TDB Employees are always responsible in online activity. Social media is a powerful tool for enhancing communication and collaboration. It helps Employees foster more meaningful connections with fellow Employees, customers, investors, and communities. TDB is responsible and thoughtful in its social media activity to prevent harm to its people, its information, or TDB's reputation.

TDB Employees:

- Maintain the same high standards of ethics and courtesy in online exchanges as in person;
- Do not conduct business or interpersonal employee communications over personal social media or message apps;
- Keep confidential information (about the Company, Employees, customers, and Business Partners) secure and out of public view and never disclose without authorization; and
- Make clear that any opinions expressed are individual to the Employee.

Examples of social media include the following:

- Social blogs (e.g., Facebook)
- Video (e.g., YouTube, Tik Tok)
- Photographs or pictures (e.g., Instagram, Snapchat)
- Rating and social bookmarking (e.g., Pinterest)
- Blogging and microblogging (e.g., Twitter, Tumblr, Reddit)
- Messaging (e.g., WhatsApp)
- Wikis (e.g., Wikipedia)
- Gaming (e.g., ppgames.net)

Guidance

Q45: Last night, when you were looking at a social media feed, you noticed a post by a fellow TDB Employee with whom you are friends. He had posted photos of a vehicle part not yet released to the public. He was commenting on how excited he was about helping in its development. What should you do?

A45: You should report your concern to your supervisor, HR, the Compliance Department, , or via a Speak-up channel. Employees should not share confidential, non-public information at any time without express authorization from company leadership.

Q46: You were reading an article on a vehicle industry blog written by someone not employed by TDB. The article seemed to have a lot of specific facts and data related to one of TDB vehicle parts. You are concerned that some of the information may be confidential. What should you do?

A46: You should report your concern to your supervisor, HR, the Compliance Department, , or via a Speak-up channel.



23. Training

TDB recognizes the importance of ensuring all Employees understand the Code of Conduct in order to maintain compliance with the policy.

TDB Employees:

- Receive initial Code of Conduct training upon hiring and onboarding;
- Annually receive refresher trainings on the Code of Conduct and all Employee expectations as outlined within the Code of Conduct; and
- Annually declare their commitment to the TDB Code of Conduct by signing the Employee Declaration on Compliance with Code of Conduct. Refer to Appendix A for Declaration of Compliance with Code of Conduct form.

All Code of Conduct trainings, including the initial onboarding and annual refreshers, will be provided by HR alongside the regular/ongoing Compliance trainings

Following each training session, TDB Employees must declare their commitment to the Code of Conduct by signing the Employee Declaration of Compliance with Code of Conduct. Refer to Appendix A for Declaration of Compliance with Code of Conduct form.

To ensure Employee compliance with the annual Code of Conduct trainings, attendance will be tracked. Attendance records and Employees' Declaration of Compliance with Code of Conduct forms will be maintained by HR.

24. Monitoring

TDB recognizes the importance of regularly reviewing, monitoring, and auditing all Company policies and guidelines, including the Code of Conduct. This Code of Conduct will be reviewed annually by HR and the Compliance for any necessary updates. All other TDB policies and guidelines will be reviewed every two years by the Legal Department, HR, the Compliance Department, and any relevant additional departments (e.g., Accounting, Purchasing, HR) for any necessary updates.

25. Summary

Shared values are the foundation for TDB success. The Code of Conduct guides TDB Employees to:

- Value fellow Employees;
- Strive for the safety and satisfaction of customers every day, working to continuously improve what TDB delivers;
- Build relationships based on trust;
- Act with integrity and keep promises; and
- Embrace the role and responsibility as a corporate citizen.

This document has been published using short and straightforward language for easy understanding. If an interpretation is needed, it should focus on intent, rather than words. When there is any doubt, or an action is encountered that is or may be unethical, Employees should consult a supervisor, Compliance, HR, and/or the concerned work unit.

Other than clear violations of this Code of Conduct, the following actions are regarded as violation as well:

- Advise, promote, and encourage another person to violate the Code of Conduct;
- Neglect or ignore the Code of Conduct upon witnessing a violation;
- Obstruct or not cooperate with fact finding activities; and
- Retaliate against a “whistle blower” or otherwise treat a reporter unfairly.

The Company considers the Code of Conduct as a Company policy, and any violators are subject to corrective action up to and including termination as well as prosecution relevant to any relevant country or local laws.

All Employees must declare their commitment to the Code of Conduct. Refer to Appendix A for Declaration of Compliance with Code of Conduct form.

26. Additional Resources

- Anti-Bribery and Anti-Corruption Policy
- Donations and Sponsorships Policy
- Gifts and Hospitality Policy
- Procedure for National Business Trips
- Procedure for Whistleblowing Management (applicable only for Compliance, Legal and HR)
- Non-Retaliation Policy

Remark: This list is not exhaustive.

27. Appendix

Appendix A: Declaration of Compliance with Code of Conduct.

Each TDB Employee will sign this Declaration of Compliance following onboarding and/or annual training refreshers. All Declaration of Compliance with Code of Conduct forms will be maintained by Human Resources and alongside the regular/ongoing Compliance trainings.

EMPLOYEE DECLARATION OF COMPLIANCE WITH TDB CODE OF CONDUCT - TOYOTA DO BRASIL LTDA

I have thoroughly read the TDB Code of Conduct, including the guidelines and precautions. I am aware that violation of the Code of Conduct is regarded as a violation of the Company Regulation. I am aware of the Company's policy to have all Employees comply with the Code of Conduct and to detect and report any unethical practices.

By this Compliance Declaration, I declare to TDB Toyota do Brasil LTDA. that as of this time forward:

- a)** I am currently in compliance with the Code of Conduct;
- b)** I will work in compliance with the Code of Conduct and will not violate any part of the Code of Conduct;
- c)** If I am aware of any violation of the Code of Conduct, I will report it to my superior and/or Compliance or via a Speak-up channel;
- d)** I will participate in the trainings related to this Code of Conduct whenever I am summoned.

Name: _____

ID: _____

Position: _____

Department: _____

TDB Code of Conduct

Support Departments:

1. Compliance Department
2. Human Resources & Administration ("HR")
3. Legal Department

Toyota Do Brasil LTDA.

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