



## CORPORATE POLICY

Subject	Department		Number
Global Conflict of Interest	Dana Worldwide		
	Responsible Officer: Chief Compliance Officer and Director of Internal Audit	Date of Last Revision: March 2020	Approved By: Executive Leadership Team

### 1.0 Statement of Policy

Dana people have a duty to advance Dana's interests whenever an opportunity to do so exists. A conflict of interest occurs when you permit your private interests, your personal relationships or those of family members, or the prospect of personal gain to influence your judgment or actions in the conduct of Dana business. You may not compete with Dana, take advantage of opportunities gained through the use of your Dana position, or use Dana property for personal gain. You must disclose any personal situation that could appear to interfere with Dana's interests to your supervisor and the Office of Business Conduct at the earliest opportunity and prior to initiating the activity if there is any possibility that it will be found to conflict with Dana's interests. This obligation exists regardless of whether the personal situation is one which ultimately is found to be acceptable.

### 2.0 Prohibited Activities

The following activities are prohibited unless they have been disclosed in advance, in writing, to the Office of Business Conduct, and the employee has received written approval for the activity:

- 2.1. Employment of a member of an employee's immediate family by an outside concern which does business with Dana or competes with Dana. The term "immediate family" includes an employee's spouse, children, parents and brothers or sisters (and their spouses, including in-laws).
- 2.2. A financial interest by an employee, or any member of the employee's immediate family, in an outside concern which does business with Dana or competes with Dana.

"Financial interest" means ownership of the stock, bonds, or notes of a corporation, or the right to acquire them. It also includes being a proprietor, an active, limited, or silent partner, or an important creditor of a business concern. "Financial interest" does not include any holding of less than 1 % of the total outstanding stock of any class, or less than 1% of the total debt, of any corporation whose stocks or debt obligations are held by the general public.

- 2.3. The offer or the receipt by an employee (or a member of the employee’s immediate family) of discounted or free Dana products or services, unless received pursuant to Dana’s authorized rebate or other program.
- 2.4. Serving as a director, manager, consultant, or advisor to any outside concern which does business with Dana or competes with Dana.

**3.0 Compliance**

- 3.1. Dana’s Director of Internal Audit, in consultation with Dana’s Executive Leadership Team and the Chief Compliance Officer, shall regularly assess that the measures in use to achieve compliance with Dana’s Standards of Business Conduct and this policy are sufficient and sustainable. These measures may include periodic employee certifications of policy compliance and requests for disclosures of non-compliance.
- 3.2. If you believe that you have violated this policy, or you observe other Dana employees in violation of this policy, you should report this immediately to your Manager, Human Resources representative, or the Ethics and Compliance helpline.
- 3.3 Any employee who fails to comply with this policy may be subject to discipline.

<b>Version</b>	<b>Issue/ Revision Date</b>	<b>Description</b>	<b>Approved By</b>
1.0	June 2012	Initial Release	Executive Committee
2.0	May 2017	Revision	
3.0	March 2020	Revision to Section 1, Section 3 job title “Director of Internal Audit” and Section 3.3	Chief Compliance Officer