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APTIV CONFLICT MINERALS TRAINING

Legal disclaimer

This presentation is an overview of Aptiv's understanding of the requirements of the Dodd-Frank Act as it relates to conflict minerals. Information contained herein is of a general nature and is not intended to address the circumstances of any particular individual/company. The recommendations in this training material are based on Aptiv's understanding and experience and do not relieve Aptiv suppliers from their obligations to follow all applicable legal requirements, including contractual obligations. This training material does not claim to interpret any such laws, regulations, requirements, standards or contracts. While reasonable efforts have been made to check the accuracy of this training material, Aptiv does not make any representations or warranties with respect to the accuracy or completeness of the contents of this training material, and Aptiv specifically – but without limitation – disclaims any implied warranties of merchantability or fitness for a particular purpose as concerns this training material. This should not be construed as the provision of legal advice and questions regarding your legal obligations should be directed to your legal counsel.

Agenda

- Aptiv conflict minerals statement
- Conflict minerals overview
- Aptiv process
- Supplier expectations
- Resources
- Questions

Aptiv conflict minerals statement

Aptiv supports the initiatives of governments and industries to prevent human rights violations associated with the mining of “Conflict Minerals” - columbite-tantalite (coltan), cassiterite, gold, wolframite, or their derivatives commonly described as tin, tantalum, tungsten and gold (3TG) – from the Democratic Republic of the Congo (DRC) or an adjoining country. These minerals can be mined and sold in violent and abusive conditions under the control of armed groups with the proceeds being used to fund armed conflict in the region.

Aptiv is committed to operating in a socially responsible manner and expects suppliers throughout the supply chain to supply products and materials from socially responsible sources. Aptiv supports an industry-wide approach to addressing such social responsibility matters. We support these efforts through membership in the Automotive Industry Action Group (AIAG) and the Responsible Minerals Initiative (RMI).

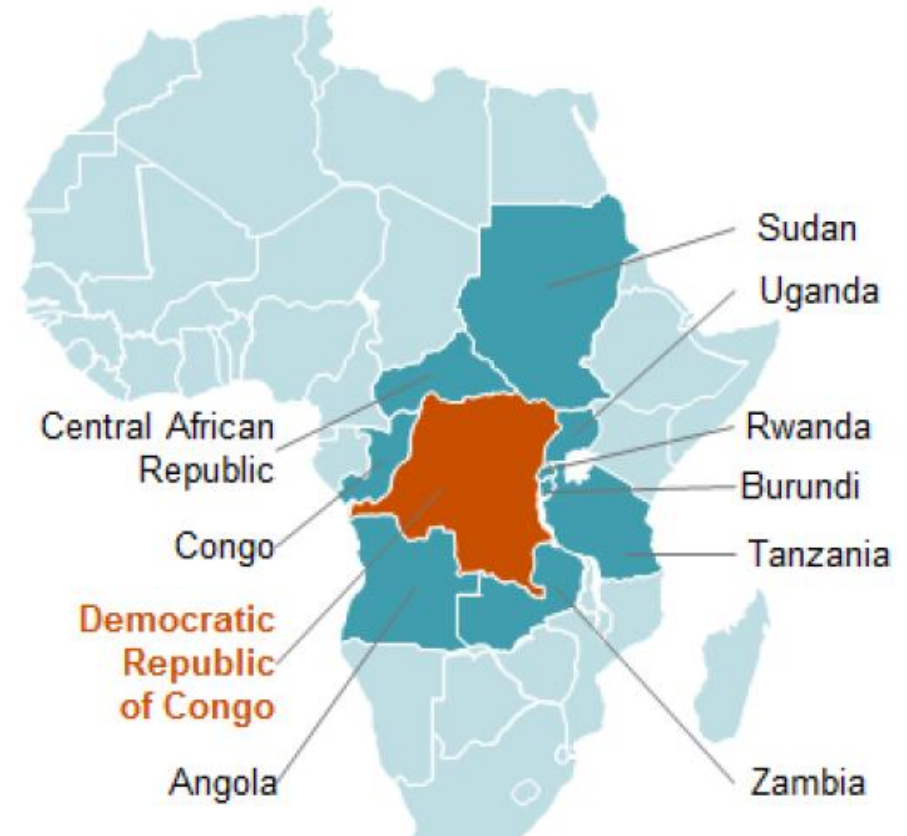
Aptiv has established a conflict minerals compliance program in accordance with the OECD internationally recognized framework - OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas. The Aptiv compliance program includes management systems, policies and procedures that comply with the SEC Conflict Minerals rule and mitigate the risk that the Conflict Minerals necessary to our products benefit armed groups or contribute to human rights abuses in the DRC and adjoining countries. In accordance with this compliance program, we have and will continue to exercise due diligence over our mineral supply chain by surveying our global suppliers to identify the sources of conflict mineral-containing components and materials, as well as the measures being taken by our suppliers to track the source of minerals supplied to them from lower tier suppliers.

We will continue to evaluate our policies and procedures in order to improve our Conflict Minerals compliance program, and will continue to collaborate with our suppliers, customers, trade organizations and other industry groups in order to share information and approaches to compliance.

Conflict minerals overview



DERIVATIVES	CONFLICT MINERALS
Tin	Cassiterite
Tantalum	Columbite-tantalite
Tungsten	Wolframite
Gold	Gold



The law has reference to the minerals on the chart from the countries identified on the map

Conflict minerals overview

Conflict minerals reporting addressed by:

- The United States Dodd-Frank Act of 2010
- The related Securities and Exchange Commission final rule (SEC final rule);
- The OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas (OECD Guidance)
 - <http://www.oecd.org/daf/inv/mne/GuidanceEdition2.pdf>

Conflict minerals overview

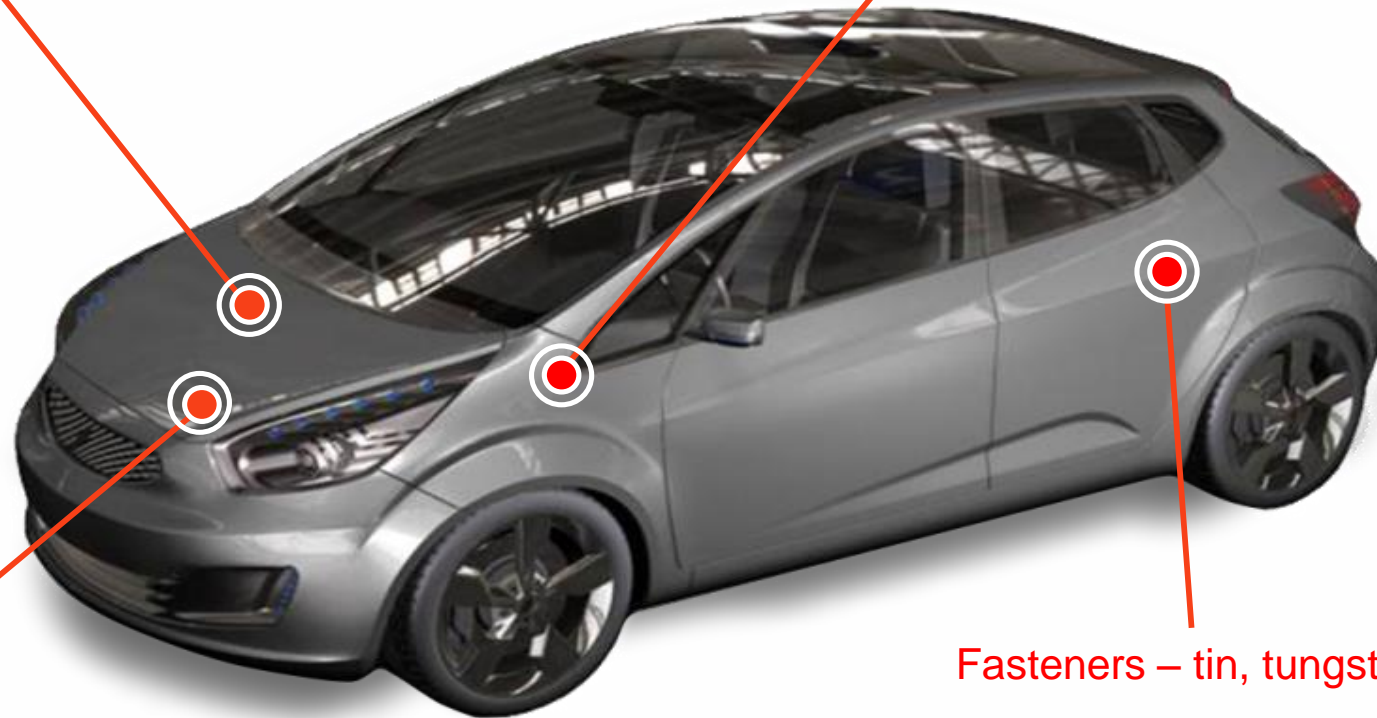
Dodd-Frank Wall Street Reform and Consumer Protection Act, Section 1502

- Passed July 2010 with the intent to eliminate the sources of funds for armed groups violating human rights in the Democratic Republic of the Congo (DRC) and its surrounding countries (also known as “covered countries”)
- If Conflict Minerals are necessary to the functionality or production of a product manufactured or contracted to be manufactured by a U.S. public company, it must perform a reasonable country of origin inquiry to determine the source of the conflict minerals
- If the Conflict Minerals may have originated in the covered countries, companies must exercise due diligence on the Conflict Minerals’ source and chain of custody and submit a Conflict Minerals Report to the SEC annually that includes a description of those due diligence measures

3TG location within the vehicle

Electronic modules & components – tin,
tantalum, tungsten, gold

Wiring harnesses & connectors – tin, gold



Powertrain components – tin,
gold

Fasteners – tin, tungsten

Aptiv conflict minerals reporting process

- Determine relevant suppliers to survey
- Send CMRT request
- Collect & analyze supplier responses
- Perform CMRT response due diligence as needed
- Compile smelter lists
- Perform smelter due diligence as needed
- Prepare our CMRT for customers
- Prepare Form SD and CMR for SEC filling

Due diligence

Conducting Due Diligence allows us to determine if we are directly or indirectly funding armed conflict in the covered countries.

- **To assist...**
 - We need a complete smelter list in every CMRT. This includes each Tier 1 receiving CMRTs from all of their suppliers (CMRT Question 5 answered at “100%”)
 - We need Tier 1’s to identify smelters/refiners (SORs) which are sourcing from the covered countries (when CMRT Question 3 is answered “Yes”)
 - We need to determine which SORs are in the Conflict-Free Smelter Program (CFSP)
- **We send letters directly to SORs encouraging them to join the CFSP**
- **We request your assistance to achieve improvement in our Conflict Minerals Program**

Expectations of suppliers

Your company must declare Conflict Minerals status using the common Conflict Minerals Reporting Template (CMRT):

- Use latest version of the CMRT, available at no charge, at:
<http://www.responsiblemineralsinitiative.org/conflict-minerals-reporting-template/mrpro/>
- All mandatory fields must be completed (no yellow highlighted cells remaining)
- When metals are declared, a smelter list must be included
- Perform due diligence investigation on high risk smelters or refiners

Supplier process steps

1. Verify whether or not conflict minerals are contained in your company's products
2. Track the supply chain and conduct a reasonable country of origin inquiry (RCOI)
3. Conduct due diligence
4. Submit the reports

Use the Organization for Economic Co-Operation and Development (OECD) Guidelines

- <http://www.oecd.org/daf/inv/mne/GuidanceEdition2.pdf>

Resources

<http://www.responsiblemineralsinitiative.org/training-and-resources//>

- Overview of Conflict Minerals
- Completing the CMRT

<http://www.responsiblemineralsinitiative.org/training-and-resources/publications-and-guidance/>

- Reports/Publications
- [Five Practical Steps to Support SEC Conflict Minerals Disclosure, Feb. 2015, revision 2](#)
- [Reasonable Practices to Identify Sources of Conflict Minerals: Practical Guidance for Downstream Companies, August 2013, revision 1](#)

Questions

Please direct supplier questions to:

Conflict.minerals@aptiv.com

Please direct customer requests to:

conflictminerals.response@aptiv.com

Thank you.