

# Code of Conduct and Ethics Policy on Antitrust & Competition

ETHICS & LEGAL COMPLIANCE | ISSUED: June 1, 2014 – REVISED: June 20, 2024

Magna competes vigorously, but fairly, and supports free and fair competition. We will comply with all applicable antitrust laws in the jurisdictions in which we operate. This policy applies to Magna International Inc. and all of its operating Groups, Divisions, joint ventures, and other operations globally (collectively, “Magna”). This policy also applies to all persons who act on Magna’s behalf, including employees, officers, directors, consultants, and agents.

## ANTITRUST LAWS

Generally, antitrust (sometimes known as “competition”) laws are designed to preserve and promote business competition by prohibiting formal and informal agreements between competitors, and practices that unreasonably restrain trade or limit competition, such as price fixing and acts designed to abuse a position of market power or dominance. Any breach of these laws is illegal and is contrary to Magna’s Code of Conduct and Ethics.

Antitrust laws are actively enforced by international and national competition authorities, many of which collaborate in investigations and prosecutions. Antitrust violations can result in (i) very large fines for Magna or its employees, (ii) lawsuits for damages by third parties, including class actions, (iii) imprisonment of employees, (iv) the voiding of commercial agreements, and (v) reputational damage.

Antitrust compliance is a highly complex area. Regulations differ from jurisdiction to jurisdiction. In all cases where you are unsure about complying with antitrust laws, you should consult your Group or Regional Legal Counsel or a Regional Compliance Officer before acting.

## ILLEGAL AGREEMENTS

Agreements between competitors that lessen competition are automatically illegal under antitrust law and must never be engaged in. This includes agreements to:

- Fix, raise, lower or stabilize selling prices, or to fix other competitive terms (including pricing formulae, discounts, givebacks, rebates, margins, commissions and credit terms);
- Fix employee compensation (including hourly wages, salaries, bonuses), benefits, or other terms and conditions of employment;
- Refrain from hiring each other’s employees, subject to limited exceptions;
- Limit production, expansion, research and development (R&D), or other innovative activities;
- Share or allocate markets by customer or territory;
- Coordinate bidding or tendering activities (including agreements with lower tier suppliers or tool shops); or
- Boycott any customer or supplier.

## INFORMATION SHARING

The act of sharing commercially sensitive information with a competitor (for example, information about pricing, bidding strategies, R&D activities, or employee compensation) could violate antitrust laws, even if an agreement with them is not reached. For these reasons, commercially sensitive information should never be shared with a competitor, subject to very limited exceptions.

## VIOLATIONS

Magna will not tolerate violations of antitrust laws. Any violation will be treated as a serious matter and will be sanctioned with disciplinary action up to and including termination of employment.

If you are aware of or suspect that anyone is in violation of [Magna's Code of Conduct and Ethics](#) or this policy, you must report your concern by informing (i) your manager, (ii) a Division or Group Finance Officer, (iii) a Group or Regional Legal Counsel, (iv) a Regional Compliance Officer, (v) the VP, Ethics & Chief Compliance Officer, or (vi) through the Magna Hotline.

In accordance with Magna's Policy on [Anti-Retaliation](#), Magna prohibits retaliation (or any threat of retaliation) against any individual who reports, in good faith, any violation of Magna's Code of Conduct and Ethics or this policy (a "Reporter"), or any person who assists the Reporter or is related to the Reporter.

## HELPFUL TIPS

### ALWAYS...

- Avoid any action which could suggest improper co-ordination or collusion with competitors, and generally be mindful of how your conduct could be perceived or characterized by others.
- Maintain Magna's independence in making decisions about pricing, marketing, or selling any product or related service.
- Acquire market intelligence in a legal, ethical, and respectful manner.
- During commercial negotiations with competitors, only share information that is strictly necessary to complete or assess a transaction.
- When participating in industry associations, chambers and conferences, avoid even the appearance of improper communication or coordination with competitors.
- When visiting a competitor's facility or inviting a competitor to visit Magna, ensure that those involved are sensitive to antitrust risks and put in place appropriate precautions to prevent such violations.
- Keep all internal and external communications professional. Avoid humour, loose or provocative language, and careless or inaccurate statements that could be misinterpreted by third parties, antitrust authorities or courts. Consult Magna's [Careful Communication Policy](#) for more guidance.
- Contact your Group or Regional Legal Counsel, or a Regional Compliance Officer:
  - If a complaint or allegation is received from a third party that Magna's conduct, or proposed course of conduct may be in breach of antitrust laws;
  - If you become aware of commercially sensitive information shared or offered by a competitor, whether inadvertently or on purpose. Failing to do so may be viewed as participating in the improper conduct;
  - If you suspect that Magna is the victim of anti-competitive activities (for example, as a purchaser of goods from suppliers who engage in antitrust violations);
  - Before entering into any agreement with a customer or supplier that could lessen competition (for example, exclusivity agreements, non-compete agreements, or agreements that impose restrictions on the geographic regions where business may be conducted);
  - Immediately, and before taking any action, if contact has been made by an antitrust authority to Magna or you personally, including antitrust investigations that relate to a third party; and
  - Immediately, and before taking any action, before sharing any commercially sensitive information or entering into any discussions with a competitor, where you have questions about antitrust issues.

### NEVER...

- Make direct or indirect (via third parties including agents, suppliers, or customers) contact with a competitor, the object or effect of which is to restrict or lessen competition.
- Collude, attempt to collude, or form an agreement with a competitor or any other third party, the intent or effect of

which is to restrict or lessen competition.

- Communicate, directly or indirectly, in any way with any competitor regarding the following types of competitively sensitive information, unless it is already publicly available:
  - Previous, current, or future negotiations with customers or suppliers, or general negotiation strategies;
  - Previous, current or future terms of trade, including but not limited to, prices, pricing formulae, discounts, margins, givebacks, rebates, commissions, or credit terms;
  - Cost information;
  - Capacity, production, or sales plans and forecasts;
  - Strategic plans, including marketing plans, or acquisition or joint venture plans;
  - Previous, current or future stock levels, production, sales data or market conditions; or
  - R&D or other innovative activities.

## FOR FURTHER INFORMATION

For further information or advice, please contact your Group or Regional Legal Counsel, a Regional Compliance Officer or Magna's Vice-President, Ethics and Chief Compliance Officer.

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