

## ANTI-BRIBERY AND CORRUPTION POLICY

### Table of Contents

1.	<b>Purpose</b> .....	2
2.	<b>Requirements</b> .....	2
3.	<b>Flow Chart</b> .....	2
4.	<b>Process</b> .....	2
4.1.1	Public Officials .....	3
4.1.2	Gifts and Hospitality .....	3
4.1.3	General Rules .....	3
4.1.4	Rules Specific to the Public Sector .....	4
4.1.5	Online Tracking of Requests for Approval of Gifts.....	4
4.2	Agents, Consultants, and other Third Parties.....	4
4.3	Political and Charitable Contributions .....	5
4.4	Books and Records.....	5
4.5	Mandatory Reporting .....	5
4.6	Safeguards from Retaliation .....	6
4.7	Training and Certification.....	6
4.8	Corporate Transactions.....	6
5.	<b>Precautions</b> .....	6
6.	<b>Reporting &amp; Metrics</b> .....	7
7.	<b>Auditing</b> .....	7
8.	<b>Approvals &amp; Flashcard</b> .....	7
9.	<b>Definitions/Acronyms/Abbreviations</b> .....	7

## 1. Purpose

Linamar Corporation and all of its affiliates and subsidiaries (“Linamar” or the “Corporation”) and its Board of Directors are committed to carrying out business worldwide ethically and in accordance with all applicable laws. This includes a prohibition on the use of corrupt and illegal practices, including bribery, to obtain or retain a commercial advantage. Linamar’s Policy can be summarized as follows: you may not provide (or offer to provide) directly or indirectly, anything of value to anyone to get business or retain business, to obtain a commercial advantage, or to receive favored treatment, anywhere in the world.

## 2. Requirements

This Policy complements the Linamar Employee Code of Conduct (“Employee Code”), Code of Governance Practices (“Governance Code”), and Charter of Expectations (“Charter”), each of which are issued by the Board of Directors. If any provisions of this Policy and any provisions of the Employee Code, Governance Code, or Charter conflict, the provisions of this Policy shall prevail.

While local standards and practices as to what constitutes bribery may vary, Linamar’s Policy can be summarized as follows: you may not provide (or offer to provide), directly or indirectly, anything of value to anyone to get business or retain business, to obtain a commercial advantage, or to receive favored treatment, anywhere in the world.

A Covered Person who violates this Policy may face disciplinary action up to and including termination of his or her office or employment without notice.

## 3. Flow Chart

None.

## 4. Process

Linamar is committed to carrying out its business worldwide ethically and without the use of bribery. Accordingly, Covered Persons (as defined in “Primary Audience” and definitions set out in Section 9) are prohibited from offering, promising, giving, providing, or authorizing the provision of anything of value to obtain or retain business, an advantage, or favored treatment from anyone. This prohibition includes dealings with individuals and corporate entities, Public Officials (as described below), candidates for public office, employees of state-owned enterprises, or any other person with whom Linamar does or anticipates doing business. Similarly, Covered Persons are prohibited from soliciting, receiving, or authorizing the receipt of anything of value from anyone, including business partners and other third parties, doing business with or seeking to do business with Linamar for the purpose of obtaining an advantage with Linamar or having an influence over a Covered Person’s judgment.

Covered Persons are to refrain from any actions that create a perception that favorable

treatment of outside entities or individuals was sought, received, or given in exchange for anything of value. The term “anything of value” is very broad. It includes not only obvious bribes and kickbacks (e.g., rebating a portion of a contract payment to third parties or using consulting agreements to funnel payments) but also indirect benefits, such as medical care, inappropriate gifts, educational assistance, unreasonable travel and entertainment expenses (*for guidance see Employee Code*), and any financial or other advantage.

Any Covered Person who offers, promises, gives, or authorizes giving anything of value to a third party, or who receives, accepts, or authorizes the acceptance of anything of value from a third party, must ensure that doing so is in compliance with this Policy and cannot reasonably be interpreted as an attempt to gain a business advantage, or otherwise reflect negatively on Linamar.

Even if bribes are a customary and accepted way of doing business in a particular country/region/locality, Linamar prohibits bribes under this Policy. A bribe does not have to be fully effectuated to be a violation of this Policy – offering a bribe that is never accepted, or never paid, is still a violation.

#### **4.1.1 Public Officials**

While Covered Persons are prohibited from offering, promising, giving, or authorizing giving anything of value, whether directly or indirectly, to anyone to obtain or retain business, the risks of bribery are particularly acute when dealing with Public Officials. Facilitation payments are also prohibited under this Policy.

#### **4.1.2 Gifts and Hospitality**

##### **4.1.3 General Rules**

Building long-term relationships based on trust and mutual respect is at the core of Linamar’s business model, and Linamar recognizes that accepting and providing hospitality (including meals, entertainment, accommodation, and travel) and gifts can be a normal part of business. This Policy does not prohibit hospitality and gifts to individuals in that context. However, all hospitality and gifts should be objectively “reasonable and proportionate”, which will depend on the circumstances, and should be for a valid business purpose, such as presentation and promotion of products and services or to establish or improve relationships. If the nature of the hospitality or gift would likely affect the recipient’s judgment, such as in the context of an upcoming decision, approval, or contract award, it should not be offered or accepted.

Hospitality and gifts should also only be provided when:

- it is legal and consistent with normal social or business customs in the recipient’s country/region/locality;
- it will not influence an upcoming decision, approval, or contract award;
- to your knowledge, it does not violate the recipient’s policies and procedures;
- the cost is objectively reasonable, depending on the circumstances, including the circumstances of the recipient;

- the hospitality and gifts are not provided so frequently that, when aggregated, they become lavish or unreasonable; and
- it does not create a sense of obligation on the part of the recipient.

Under no circumstances should gifts consist of cash or cash equivalent payments.

Prior approval should be sought from your Group President for giving or receiving gifts valued at over CDN\$500.00. Where there is concern that hospitality may seem extravagant, prior approval should similarly be sought from your Group President. Any questions or concerns regarding the appropriateness of any hospitality or gifts, irrespective of value, should be raised by your Group President with the Legal Department. If you are the Group President or a member of the Alignment Information Management (“AIM”) team, approval should be sought from the Chief Operating Officer.

#### **4.1.4 Rules Specific to the Public Sector**

Hospitality and gifts to Public Officials must be given special attention. What may be acceptable business practice in the private sector may not be acceptable when dealing with Public Officials. Again, hospitality and gifts must never be offered or provided in exchange for any advantage or favored treatment. Reasonable, bona fide hospitality to Public Officials, including, meals, business entertainment expenses, and gifts of modest value (generally, gifts less than CDN\$500.00) are permissible based on compliance with the factors listed above.

Where significant expenses would be incurred on Public Officials (such as providing air travel, extensive hospitality and accommodation, or gifts over CDN\$500.00, prior approval should be sought from your Group President. If you are the Group president or a member of the AIM team, prior approval should be sought by the Chief Operating Officer. Any questions or concerns regarding the appropriateness of any hospitality or gifts to Public Officials, irrespective of value, should be raised by your Group President with the Legal Department.

#### **4.1.5 Online Tracking of Requests for Approval of Gifts**

Documentation relating to inquiries or requests for approval of gifts or hospitality under this Policy (whether involving Public Officials or the private sector) shall be maintained and administered by each Group through the office of the Group President, by updating [XR-07-E02-09-XX: ABC Event/Transaction Tracker \(LINUS Site\)](#). This LINUS site exhibit will be used for reporting purposes each year, as part of the reporting required under this Policy to the Human Resources and Corporate Governance Committee of the Board of Directors.

#### **4.2 Agents, Consultants, and other Third Parties**

Should any facility or person acting on behalf of Linamar engage agents, consultants, or other third parties (collectively, “Agents”) to act on its behalf, the Corporation will take appropriate measures to ensure Agents are familiar with, understand, and abide by this Policy. Such measures shall include documenting the relationship between any facility or person acting on behalf of Linamar and the Agent with a written agreement containing risk-based provisions prohibiting the Agent from violating this Policy and any other applicable anti-bribery and anti-corruption laws and regulations.

Any facility or person acting on behalf of Linamar will conduct risk-based anti-bribery and anti-corruption due diligence prior to engaging the Agent. All payments made to or on behalf of an Agent, or by an Agent on behalf of Linamar, must be properly documented and accurately recorded in the Corporation's books and records.

### **4.3 Political and Charitable Contributions**

Linamar's money, assets, property, or other things of value may not be contributed, loaned, or made available to any foreign candidate, party, or political committee. While the Corporation may, from time to time, make charitable contributions, under no circumstances should charitable contributions be made in an attempt to influence any decision or obtain an advantage. Also, the Corporation is prohibited from making contributions to a charity owned or controlled by a Public Official.

### **4.4 Books and Records**

Any facility or person acting on behalf of Linamar will maintain books and records that accurately reflect the Corporation's transactions, use of the Corporation's assets, and other similar information, and a reasonable system of internal controls.

Covered Persons must ensure that (1) all gifts, hospitality, and other expenses are properly reported and recorded, (2) any payments made on behalf of the Corporation are supported by appropriate documentation, (3) no payments to third parties are made in cash [unless pursuant to proper petty cash disbursements], and (4) they shall not create or help to create any documents for the purpose of concealing any improper activity. In reviewing and approving expenses, or in the review of the Corporation's books and records, any questions which may arise in connection with this Policy shall be brought to the attention of the Internal Auditor.

### **4.5 Mandatory Reporting**

The success of this Policy and of Linamar's efforts worldwide in preventing bribery relies on the diligence and commitment of all Covered Persons. Covered Persons must immediately report any suspected violations of this Policy to the Executive Vice President – Human Resources, General Counsel and Corporate Secretary. The Executive Vice President – Human Resources, General Counsel and Corporate Secretary will maintain a log of all inquiries and suspected violations in connection with this Policy. Any suspected violation shall be investigated and, where appropriate, remedial action taken. The Executive Vice President – Human Resources, General Counsel and Corporate Secretary. The Executive Vice President – Human Resources, General Counsel and Corporate Secretary will retain all such reports and shall report suspected violations to the Human Resources and Governance Committee.

Alternatively, Covered Persons may report suspected violations of this Policy through the Ethics for Everyone system, which Linamar has established to allow for the reporting of all questionable financial matters. Covered Persons can remain anonymous if they so choose. To report a suspected violation, you should refer to Linamar's LINUS site or [www.linamar.com](http://www.linamar.com) for

dialing instructions or online submissions. For more information on Ethics for Everyone, including when and how to file a report, see; <http://www.ethicspoint.com/>

#### **4.6 Safeguards from Retaliation**

Linamar will take no adverse action against Covered Persons who make good faith reports or complaints of violations of this Policy or other unethical or illegal conduct.

#### **4.7 Training and Certification**

Linamar has implemented an anti-bribery compliance training program tailored to address Linamar's business, including higher risk areas. This program applies to all Covered Persons, and includes adequate policies and procedures to identify and deter possible anti-bribery violations. The policies and procedures provide practical guidance with respect to what constitutes bribery, particularly under Canadian, U.S., and U.K. law.

Covered Persons have received appropriate information about the compliance program, including potential "gray areas" and suspicious conduct which may require consultation with the Legal Department.

Linamar has established and conducted a suitable risk-based training program to help effectuate the compliance goals of this Policy. Linamar will maintain records documenting the date and content of the training and names of attendees. In addition, Covered Persons of the Corporation will be required to sign annual certifications of compliance with this Policy.

The Human Resources and Governance Committee will review this Policy and its effectiveness at least annually, and will revise and update this Policy, as necessary.

The Executive Vice President – Human Resources, General Counsel and Corporate Secretary will also report on the Policy and its effectiveness, at least annually, to the Human Resources Governance Committee. The Human Resources Governance Committee will report on the Policy and its effectiveness to the Board of Directors at least annually.

#### **4.8 Corporate Transactions**

Prior to any facility or person acting on behalf of Linamar entering into certain agreements or transactions with other business enterprises, such as corporate acquisitions and joint ventures, any facility or person acting on behalf of Linamar will perform risk-based anti-bribery and anti-corruption due diligence on the potential acquisition or transaction as a part of its standard due diligence procedures.

### **5. Precautions**

If you have any questions regarding (1) this Policy, (2) the scope and reach of the anti-bribery and anti-corruption laws, or (3) whether a particular payment or gift would run afoul of this Policy, please contact the Linamar Legal Department.

**6. Reporting & Metrics**

N/A.

**7. Auditing**

The Human Resources and Corporate Governance Committee of the Board reviews this Policy and the report of activities summarized in Exhibit 5 annually and if satisfied, recommends approval to the Board of Directors.

**8. Approvals & Flashcard**

<b>Flashcard</b>	Chair	CEO	President, COO	EVP -HR General Counsel	Chief Financial Officer	Chief Technology Officer	GVP of Quality	GVP Purchasing & Supplier Quality	GVP Manufacturing & Launch	GVP Information Technology	GVP Human Resources	GVP Sales	GVP Finance	GVP Corporate Development	Group President	Group VP of Operations	Group VP of Sales	Director of Finance	Director of Human Resources	General Manager
√ - Approval Required AA - As Applicable CC - Copy for Information Giving or receiving gifts valued ≥ \$500 CAD.			A A	A A	A A	A A	A A	A A	A A	A A	A A	A A	A A		√	√	√	√	√	√

**9. Definitions/Acronyms/Abbreviations**

**“Anything of value”**: is a very broad term. It includes not only obvious bribes and kickbacks (e.g., rebating a portion of a contract payment to third parties or using consulting agreements to funnel payments) but also indirect benefits, such as medical care, inappropriate gifts, educational assistance, unreasonable travel and entertainment expenses, and any financial or other advantage.

**“Covered Persons”**: All directors, officers, and employees of Linamar and any persons authorized to act on the Corporation’s behalf, such as third party agents, representatives, and temporary personnel.

**“Facilitation payments”**: payments made to a Public Official (who then uses the money for his own benefit) for the purpose of expediting or securing the performance of a routine non-discretionary governmental action, such as expediting licenses or scheduling (but not approving) inspections, may be permitted. However, facilitation payments are prohibited under this Policy.

**“Public Official”**: is a broad term and includes any officer or employee of a government or any department, agency, or instrumentality thereof, or of a public international organization formed

by two or more states. It includes any person acting in an official capacity for, or on behalf of, such person, or who performs public duties or functions. In addition, Public Officials include any (1) officer, employee, or person acting in an official capacity on behalf of a political party; (2) a candidate for political office; (3) an officer or employee of a state-owned or state-controlled company, regardless of the officer's or employee's rank or title; (4) uncompensated honorary officials who have influence in the award of business; (5) members of royal families; (6) any entity hired to review or accept bids for a government agency; (7) officials, whether elected or appointed or permanent or temporary, who hold a legislative, administrative, or judicial position of any kind in a country or territory; (8) any person who performs public functions in any branch of the national, local, or municipal governments of a country or territory or who exercises a public function for any public agency or public enterprise of such country or territory; and (9) spouses and family members of any of the persons listed above.

**Last revised: May 2025**

**Last approved by the Board: May 2025**