

Linamar Corporation

Employee Code of Conduct

1.1 Establish the standards for ethical behavior expected of Linamar employees as detailed in the following areas:

- Relations with Suppliers, Dealers and Customers
- Personal Interest
- Disclosure of Information – Confidential or otherwise
- Investor Relations/Insider Trading
- Proper Reporting of Expenses
- Use of Company Property
- Workplace Conduct

1.2 Linamar Corporation is committed to conducting business activities in compliance with the applicable law governing the jurisdictions of our operations globally. Employees are responsible for being aware of and adhering to the legal requirements affecting their job, in their country/region/locality. All employees are responsible to comply with all sections listed in this Play.

2.0 Play

2.1 Group Human Resources is responsible for ensuring all Employee Handbooks address all aspects of this Play and that all locations are being audited to ensure compliance to the Code of Conduct Play.

2.2 All General Managers are responsible for communicating and ensuring all employees from the facility adhere to all aspects of this Play.

3.0 Relations with Suppliers, Dealers and Customers

3.1 Employees are not permitted to accept or solicit personal benefits from suppliers, dealers, customers, competitors, or other third parties that relate to their employment at Linamar. Examples of personal benefits include cash, gifts, gift certificates, trips, loans, special discounts, use of property and admission charges or contributions to events or parties.

Exceptions:

3.1.1 Employees are permitted to be guests of suppliers or dealers once a month, unless there are extenuating circumstances, (i.e. a supplier is on site for several days in a row for an equipment runoff).

3.1.2 Employees may attend sports events, golf outings, shows or other appropriate entertainment or social activities as the guest of the same outside concern a maximum of four times a year.

3.1.3 Employees may utilize Linamar suppliers to provide goods or perform services for themselves provided that fair market value is paid for the goods or services.

3.1.4 Solicitation or acceptance of personal financial assistance of any kind from suppliers, other than financial institutions in the ordinary course of its business, is prohibited.

3.1.5 Employees may take advantage of discounts and other promotions offered by suppliers or other outside concerns, provided that such discounts are offered to all Linamar employees. Customer vehicle purchase plans are exempt from this policy.

3.2 All unsolicited gifts directed to employees that do not meet the above criteria must be shared fairly with other employees as applicable, (i.e. door prizes at employee meetings/functions, Christmas gifts).

3.2.1 Employees are permitted to grant business to friends or relatives, if all things are equal (price, quality and delivery), the purchasing and quoting policies of Linamar are being complied with and the relationship is disclosed in writing to all approving parties.

4.0 Personal Interest

4.1 In general, employees must disclose and avoid any personal and/or business interests that may conflict, or may appear to conflict, with Linamar's interests or that may influence, or may appear to influence the employees judgment or actions in performing their job duties as a Linamar

Linamar Corporation

Employee Code of Conduct

employee.

4.2 Working for or performing services on behalf of Linamar suppliers, customers or competitors is prohibited.

4.2.1 Holding an equity position in a business which performs services for Linamar is prohibited.

4.2.2 Employees may only serve on the Board of Directors of a company operated for profit with the written approval of Linamar Corporation's Chief Executive Officer.

4.2.3 Preferential treatment of Linamar's suppliers for personal gain is prohibited.

4.2.4 A supervisor or member of management will not enter into a financial contract with another employee in excess of \$250.00. Financial contracts between immediate family members are exempt from this clause.

4.2.5 Employees contracting any Linamar entity for services in excess of CDN\$1,000 (or equivalent local currency) requires the written approval of the Chief Executive Officer.

4.2.6 Employees must adhere to the terms and conditions listed in the Employee Handbook for the facility they are employed with.

5.0 Disclosure of Information - Confidential or otherwise

5.1 All employees must abide by the Disclosure of Information and Conflict of Interest clauses listed in the Employee Handbook for the facility they are employed with.

5.2 All employees must hold all confidential information in strict confidence during and after the term of the individual's employment with Linamar Corporation (any facility).

5.3 The release of any information to media, financial analysts, competitors or other outside concerns must be authorized in writing by the Chief Executive Officer prior to the information being released in order to avoid any disclosure that would give unfair business or personal advantage or damage the reputation of the Company in any way.

6.0 Investor Relations/Insider Trading

6.1 Employees must adhere to the provisions detailed in the Legal Play as well as the Employee Handbook for their facility.

7.0 Use of Company Property

7.1 Employees have a responsibility to protect Linamar property against loss, theft, abuse, unauthorized use, access or disposal. "Linamar property" refers to assets and other resources provided by Linamar for use by its employees in the course of their employment, whether tangible, intangible or electronic form (internet, phone or fax).

7.2 Employees are responsible for complying with all the applicable sections of the Employee Handbook for their facility (i.e. computer usage policy, use of company telephone). Use of company computers, telephones, etc. are a privilege and should not be abused.

8.0 Workplace Conduct

8.1 Linamar Corporation has established standards for performance and conduct at work by employees. These standards are detailed in the Employee Handbook for each location.

8.2 Employees are urged to contact their supervisor or facility Human Resources contact regarding any questions, concerns or to report any violations of these workplace standards.

8.3 The Linamar Corporation Anti-Harassment Policy Statement is published in each Employee Handbook for all locations.

9.0 Measurement

9.1 Each Director of Human Resources is responsible for auditing all Employee Handbooks as well as all facilities for compliance with the Code of Conduct Game Plan.