



# **Integrity at Work**

Code of Conduct

Genuine Parts Company

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# Chairman and Chief Executive Officer

At Genuine Parts Company (GPC), we are a global, diversified distribution company with a rich blend of people, products and services coming together to make a difference in the lives of customers all over the world. We represent distinctive business segments, and although we may work in various locations and support a diverse set of industries, we share a common goal – providing great service to our customers.

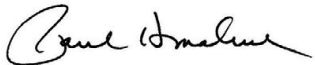
That was the foundation on which GPC was built, and it is what continues to drive our success today. Our growth, from one independent motor parts store over 95 years ago to a leading distributor across the globe today, is the result of decades of hard work and individual acts of integrity.

Our Code of Conduct (Code) is an important tool as we head into the next 95 years and beyond. It is a universal Code that applies to employees in all roles, at all levels and in all locations, and it represents our shared commitment to doing the right thing.

As a member of the GPC family, you have a responsibility to read and abide by our Code. We encourage you to use it to help understand what is expected of you, address ethical situations you may face on the job, access more detailed policies and find useful resources. We also encourage you to ask questions about anything that is not clear and raise concerns if you see or suspect conduct that is inconsistent with our high standards.

If we all commit to following the Code and applying its principles, we will continue to honor our rich heritage, grow our business and maintain the trust that our customers have placed in us for nearly a century. Together, every day, in every way, let's make sure our actions reflect ***Integrity at Work***.

Sincerely,



Paul D. Donahue  
Chairman and Chief Executive Officer



# Our Culture

## Who We Are

Founded in 1928, Genuine Parts Company is a global service organization engaged in the distribution of automotive and industrial replacement parts. In total, the company serves its global customers from an extensive network of more than 10,000 locations in 17 countries and has approximately 58,000 employees.

## Our One GPC Culture

Since the beginning, our unique company culture has been a competitive advantage and essential to our long-term success. As we continue evolving our business, we believe it's our culture that will help propel us into our next 100 years.

We work together as One GPC Team to deliver exceptional service for our customers and the communities in which we live and work. Our 58,000 teammates rally around the One GPC culture, which includes the following core elements:

**Purpose:** Drives everything we do.

**Mission:** Serves as the guiding force that shapes our decisions, actions and behaviors.

**Vision:** Provides a clear directive for the future so that our teammates know where we are going as a company as they strive for excellence.

**SPIRIT Values:** Ensure we create a positive, productive work environment where our teammates feel supported and engaged in their work.

The One GPC approach is more than just words on a page; it's where our culture and operating strategy intersect. It leverages shared values and teamwork to capture opportunities uniquely available to GPC based on our global business mix and scale that translate into differentiated performance and shareholder value.

Our culture is foundational to how we win and how we accomplish work. Every teammate plays an important role in fostering and promoting our culture through their embodiment of our purpose, mission, vision and values. We will continue supporting a strong culture to attract and develop top talent, build strong relationships with our customers and achieve our goals together.





# Our Code

## In This Section:

Overview

Understand Your Responsibilities

Make Good Decisions

Speak Up

Non-retaliation Policy



# Overview

Consider our Code as your personal guide for doing what's right. It will help you navigate everyday ethical situations and questions you may encounter.

The principles found in our Code apply to the Board of Directors and all GPC employees, including full-time and part-time employees in all our locations, as well as those who work on our behalf, such as consultants, agents, vendors, suppliers, distributors and business partners ("third parties"). We are each expected to follow the spirit of our Code and all related obligations.

*In the Code, you will find:*

- Overviews of important topics
- Decision-making tools
- Examples of ***Integrity at Work***
- Links to additional policies and resources

Each of these tools is meant to guide your decision-making on the job. However, please keep in mind that the Code can't cover every possible situation you may face at work, so use good judgment and never hesitate to ask for help.

Asking for help is important because the consequences for violating our Code, our policies or the law can be severe. Anyone who violates the Code could face disciplinary action up to and including termination, civil liability or even criminal charges. Refer to the Code often and apply it to the work you do for GPC.

# Understand Your Responsibilities

*If You're an Employee:*

- Ask questions if you're ever unsure of what to do.
- Cooperate fully with any investigation into misconduct.
- Handle every interaction and decision with the highest level of integrity.
- Know and follow the Code, our policies and the law.
- Speak up if you see or suspect misconduct.

*If You're a Supervisor:*

- Be a model of integrity by upholding the Code and talking about it frequently with your team.
- Encourage members of your team to refer to the Code often and reinforce it by incorporating Code topics in your team communications.
- Escalate promptly and appropriately when you see or suspect a violation of the Code; don't conduct your own investigation.
- Maintain an open-door policy and be prepared to answer employee questions about the Code.
- Never retaliate, or allow others to retaliate, against employees who have shared concerns.

# Make Good Decisions

When you find yourself in a situation where the right thing to do is not clear, pause and consider some key questions.

Ask yourself:



If you answer “yes” to every question, then it is probably OK to proceed. If you answer “no” or “I’m not sure” to any of these questions, take a step back, reconsider your actions and ask for help before moving forward.



# Speak Up

Not only is it important to make good decisions, but it's also important to know what to do when you witness or experience a bad situation. In other words, know when and how to speak up.

## *When to speak up:*

If you see or suspect a violation of:

- Any applicable law or regulation
- Our Code
- Our policies and procedures

## *How to speak up:*

For any violation involving a director or executive officer of GPC, contact one of the following:

- GPC Corporate Human Resources
- [EthicsPoint](#)
- The Legal Department
- GPC Executive Vice President & Chief Human Resources Officer

For other employee or workplace violations, contact one of the following:

- Your immediate supervisor
- Another appropriate supervisor
- Your Human Resources representative
- [EthicsPoint](#)

Our Hotline is administered by an independent, third-party vendor and is available 24 hours per day, seven days per week. All calls will be answered by a live person. Calls are not recorded and are not able to be traced.

If you report a suspected violation, regardless of the method that you use to make the report, it is important that you provide as much detail as possible, including names, dates, times, locations and the specific conduct in question. This allows us to adequately investigate the reported concern.

Please know that you have the option to remain anonymous and that your information will be treated in a confidential manner to the extent possible, but if a police and/or judicial investigation takes place, it may be impossible for GPC to maintain the confidentiality associated with the information reported.

All complaints of suspected violations regarding accounting, internal accounting controls, auditing or financial reporting matters will be forwarded to the head of GPC's Internal Audit Department. The head of Internal Audit will assess each complaint and report complaints relating to material amounts or matters to the Audit Committee.

# Non-retaliation Policy

We do not tolerate retaliation against anyone who shares a concern in good faith. Retaliation can take many forms, including mistreatment, demotion or termination. Retaliation in any form is prohibited by GPC. If you see or suspect signs of retaliation, report them immediately.







# Our People

Our people are the true source of our success. We work hard – and smart – to preserve an environment that makes us feel safe, valued and connected.

## **In This Section:**

Diversity, Equity and Inclusion

Harassment-free Workplace

Healthy, Safe and Secure Workplace

Positive Supplier Relationships

# Diversity, Equity and Inclusion

We recognize the benefits that diversity, inclusion and equal opportunity provide, and we know that our collection of talents, experiences and perspectives helps us better serve the diverse world we live in.

Simply stated, diversity is a conscientious effort to create a workforce composed of people with varying backgrounds and characteristics.

Inclusion is ensuring that those diverse individuals feel welcomed and valued and are given opportunities to grow.

Equal opportunity is the proactive reinforcement of policies, practices, attitudes and actions that produce the equitable access, opportunities, treatment and fair outcomes needed for true diversity and inclusion to exist.

To do your part in promoting these values, we ask that you listen to and respect different points of view and always take time to think about how your words and actions may affect others.

If you are in a position that requires you to make employment-related decisions (e.g., hiring, firing, promoting or assigning projects), be fair, never discriminate and always ensure that your decisions are equitable.

Base employment-related decisions on merit, not on categories protected by law, including:

- Age
- Citizenship status
- Color
- Creed
- Disability
- Gender
- Gender identity or expression
- Genetic information
- Marital status
- Military status
- National origin
- Pregnancy
- Race
- Religion
- Sexual orientation
- Veteran status
- Any other protected characteristic

## Integrity at Work

We each do our part to maintain an environment where everyone has an equal opportunity to succeed.

## Making Ethical Decisions

**Q:** I overheard a coworker say that a job applicant was not considered for a position on our team because of her participation in a religious organization. What should I do?

**A:** You should speak up immediately. We uphold the laws that promote equal employment opportunity, and discriminating against someone because of their religion is unacceptable. We need to know about it right away.

# Harassment-free Workplace

## Integrity at Work

We treat each other with respect.

We appreciate the contributions of every member of our team and believe that everyone deserves to be treated with dignity and respect. When we each feel valued in the workplace, we are all motivated to do and be our very best.

Please use care in your interactions and avoid behavior that is threatening, bullying or abusive.

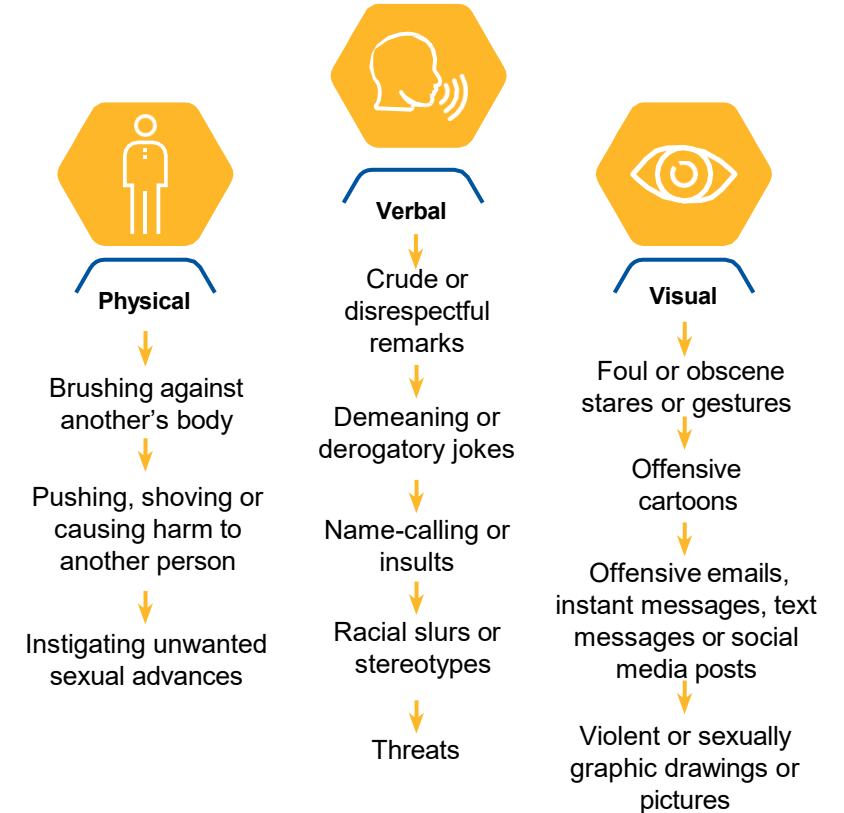
Help to create a positive environment by understanding what harassment means. Harassment is offensive conduct that interferes with an employee's ability to do his or her work and can involve sexual conduct or references to personal characteristics.

### Making Ethical Decisions

**Q:** One of my colleagues keeps telling sexist jokes. When I confront him about it, he just rolls his eyes and says, "Loosen up." He won't stop. What should I do?

**A:** First, you did the right thing by raising the issue with your colleague. We realize that you may not always feel comfortable enough to do so. In those situations, or in instances where the poor behavior continues, speak with a supervisor as soon as possible.

Examples of conduct that can rise to the level of harassment include:

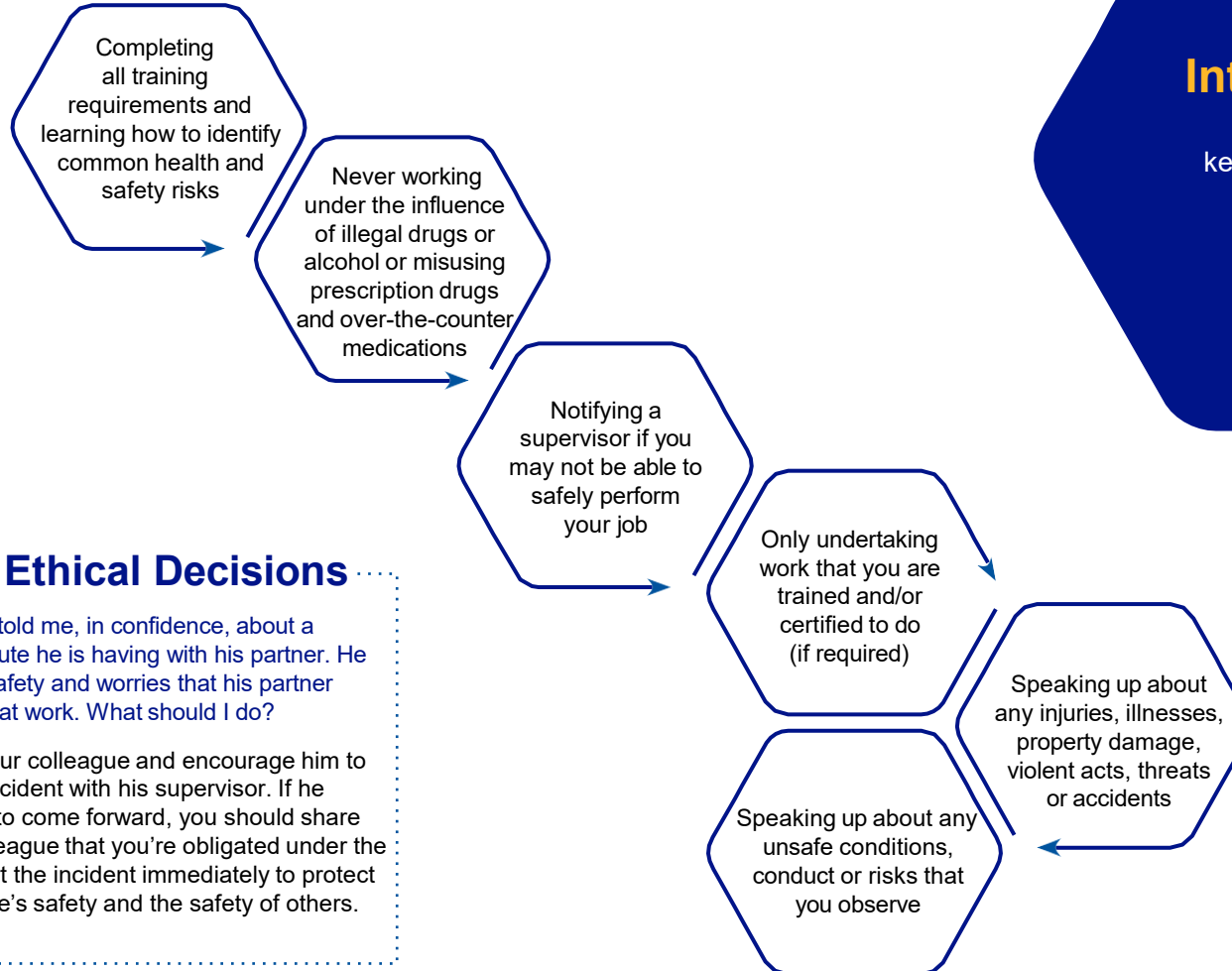


If you witness or experience such behavior, report it immediately.

# Healthy, Safe and Secure Workplace

We are committed to protecting the health, safety and security of all employees and anyone in our workplace. We consider health and safety to be a team effort, not the job of just one person or one department. Comply with health and safety requirements, use common sense and speak up about hazardous situations. When you do, you are helping to ensure everyone returns home safe and unharmed.

Put health and safety first by staying alert and:



## Integrity at Work

We each do our part to keep everyone at GPC safe, secure and injury-free.

### Making Ethical Decisions

- Q:** My colleague told me, in confidence, about a domestic dispute he is having with his partner. He fears for his safety and worries that his partner may show up at work. What should I do?
- A:** Speak with your colleague and encourage him to discuss the incident with his supervisor. If he doesn't want to come forward, you should share with your colleague that you're obligated under the Code to report the incident immediately to protect your colleague's safety and the safety of others.



# Positive Supplier Relationships

## Integrity at Work

We select suppliers who reflect our values and high ethical standards.

As a company, we seek to do business with organizations that meet our high standards and act in ways that positively reflect on GPC. We choose our third parties carefully and take appropriate measures to ensure they not only meet contractual requirements but also follow our Code, our policies and the law.

When selecting suppliers and other third parties, practice appropriate due diligence and never base your decisions on any subjective criteria, hearsay or potential perks, such as gratuities, gifts or entertainment.

Evaluate everyone on legitimate and competitive business criteria, such as:

- Availability
- Price
- Products offered
- Quality
- Reputation
- Safety
- Technology

Further, monitor third parties' work performance. Any inappropriate behavior may reflect poorly on GPC. So, if you see or suspect even the appearance of something improper, report it immediately.



## Making Ethical Decisions

**Q:** I just heard about one of our suppliers possibly participating in dishonest accounting practices. They don't affect GPC directly, so do I need to do anything?

**A:** Yes. We only work with those who operate ethically. And although the supplier's practices may not always directly affect us, they could subject us to reputational harm. Report the matter right away.



# Our Company

Our company's culture and reputation are defined by the decisions we make, so we work with integrity every single day.

## **In This Section:**

Audits and Government Investigations

Protecting Confidential Information

Insider Trading

Company Property

Records Management

# Audits and Government Investigations

As with everyone we do business with, we work to be both responsive and accountable with requests for information from the government. This means we cooperate with audits and investigations and communicate with integrity.

If you are contacted by a government official, reach out to your supervisor. Your location supervisor will escalate the matter to the appropriate resource and know best how to proceed.

If you must personally respond to an investigation or audit, you have a duty to cooperate and provide honest information.

Cooperate with audits and investigations by:

- Always providing truthful, accurate and complete information
- Never attempting to persuade someone else to provide false or misleading information
- Never destroying or altering documents or records following or in anticipation of a request to turn them over
- Never impeding, obstructing or improperly influencing an audit or investigation
- Never lying or making misleading statements – whether in writing or verbally



## Integrity at Work

We cooperate fully and respond appropriately to any reasonable government request.

### Making Ethical Decisions

- Q:** I received a notice that a government official will be visiting our office as part of an investigation. When I told my supervisor, she suggested that we “prepare” by throwing out some important records. What should I do?
- A:** You are right to be concerned. Speak with someone in the Legal Department. Ask for their assistance in preparing for the visit and let them know of your supervisor’s request.

# Protecting Confidential Information

## Integrity at Work

We keep private information private.

We each have a responsibility to protect confidential company information, including, among other things, intellectual property and personally identifiable information. Guarding these informational assets ensures that we have the resources we need to remain successful.

Understand the value of our confidential information and protect it accordingly. We trust you to use such information solely for business purposes and to never share it without the proper authorization or with anyone who does not need it to do their job. You must maintain the confidentiality of information entrusted to you by GPC, its customers, employees, vendors and consultants, except when disclosure is authorized, legally required or permitted by law.

It is also important to respect the confidential information of others – taking care not to infringe on patents, trademarks and other such rights held by third parties. Store the confidential information of others securely and protect it as if it were our own.

How do we define confidential information? Confidential information is information that is not known to the public that might be of use to competitors or harmful to our company or customers if disclosed.



### Confidential information can include:

Information about our company or about companies with which we do business, such as:

- Costs and profit margins
- Logos and trademarks
- Patents and copyrights
- Planned acquisitions and divestitures
- Product pricing
- Quality data
- Supplier lists

Information about people (e.g., coworkers, customers and third parties), including:

- Addresses
- Employment history
- Identifying numbers
- Names



# How Do I Protect Informational Assets?

To avoid improper use or disclosure of informational assets:

- Act as if information is confidential unless or until it has been made clear otherwise.
- Be mindful of what you discuss within earshot of anyone who shouldn't be privy to confidential information.
- Check emails containing confidential information to ensure they go to the proper recipients.
- Comply with all data-privacy laws as they relate to collecting, managing and disposing data.
- Honor confidentiality agreements and never share the confidential information of others.
- Access only the information you need in order to reasonably do your job.
- Abide by GPC policies concerning use of GPC electronic systems and social media.
- Promptly report suspected theft, breach or abuse of confidential information to your supervisor.

## Making Ethical Decisions

**Q:** I worked for another distributor before coming to GPC. I hope to share some private marketing strategies we used that could really benefit GPC. Is that OK?

**A:** No. You can't share confidential information of former employers. Also, keep in mind, should you leave GPC, you must not share our confidential information with any new employer.



# Insider Trading

As part of our jobs, we may encounter “inside information” about GPC or about companies with which GPC deals. Inside information is information that has not been released to the public that could affect the value of a security (often stock) of a company.

We are not allowed to buy or sell securities or engage in any other action to take advantage of inside information. We also may not tip off others, such as friends and family, so they can take advantage of that information. Both acts are examples of insider trading and are prohibited by law.

Depending on your job, you may even be subject to blackout periods or times during which you may not make any trades – whether you’re privy to inside information or not.

To avoid insider trading, understand what constitutes inside information. Examples may include, but are not limited to, news about:

- Budgets
- Changes in executive leadership
- Financial earnings or losses
- New products or projects
- Potential significant business deals
- Significant transactions
- Cyber incidents

## Making Ethical Decisions

**Q:** My team is working on a potential merger. In my excitement, I hinted that my cousin should hold on to her stock in our company and maybe even buy more. I didn't tell her why. Have I done anything wrong?

**A:** Yes. The information you shared is inside information, which could put both you and your cousin at risk of violating insider trading laws. Report your disclosure to your supervisor as soon as possible.



## Integrity at Work

Simply put, when we have inside information – we don't trade, and we don't tip.

# Company Property

GPC's physical, electronic and financial assets support and produce our work, so we handle them with care. Do your part by protecting them from misuse, theft, fraud, carelessness and waste.

Exercise good judgment, act in accordance with our policies and only use physical, electronic and financial assets for their intended purpose – never use them for your own personal gain or anything illegal or unethical.

Our assets are resources or items of value owned by GPC and include:



## Physical assets

- Computers
- Equipment
- Inventory
- Office furnishings
- Office supplies
- Telephones
- Vehicles



## Electronic assets

- Data
- Databases
- Email and internet access
- Hardware
- Network
- Software



## Financial assets

- Bank deposits
- Bonds
- Cash equivalents
- Equity instruments
- Stocks

## Integrity at Work

We are good stewards of our physical, electronic and financial assets.

# How Do I Protect Physical, Electronic and Financial Assets?

- Be aware of phishing scams or other attempts to uncover sensitive personal or corporate information.
- Be responsible and professional when using our computer resources (e.g., email and internet) and keep personal use to a minimum.
- Never lend, sell or give our assets away unless you're authorized to do so.
- Physically secure your office, workstation, laptop and mobile device by locking items when stepping away.
- Practice good cybersecurity:
  - Update passwords and security software as directed.
  - Never install software or applications or attach hardware or storage devices to your computer.
  - Never open suspicious links in emails, even if you know the source.
- Report equipment that is damaged, unsafe or in need of repair.

## Making Ethical Decisions

**Q:** Our IT Department provides anti-virus protection, so that should protect me if I click on a link in an email from an unknown sender, right?

**A:** No. No matter how strong our systematic defenses are, you must be wary of attachments and links. Even anti-virus protection can't protect us from certain online attacks.



# Records Management

We each play a major role in protecting the integrity of our company, so we record transactions honestly, accurately and completely and report any activity that appears fraudulent.

Be sure to follow all internal controls in recording and maintaining our records as well as all records-management and records-retention policies. Take care to never dispose of information that may be relevant to current or threatened litigation unless notified it is permissible to do so.

Also, be alert for any suspicious financial transactions. You can prevent illegal activity, such as theft, fraud or money laundering, simply by knowing your customers and partners and understanding their use of our services.

## Making Ethical Decisions

**Q:** I am responsible for approving expenses from numerous employees who report to me. Do I need to review each expense, or can I trust that the expenses are legitimate and accurate?

**A:** Yes, you should review each expense and any attached receipts to determine whether it is legitimate, accurately recorded and appropriately supported. If an expense appears unusual in any way, seek clarification from the employee. Approving expense reports without reviewing them implies that you agree with the information provided and could implicate you in falsifying records.



## Integrity at Work

We work to ensure each financial record acts as a clear snapshot of the associated transaction.



# Our Customers / Suppliers

Our relationships help form the foundation of our success. We continue to build on that foundation when we conduct business honestly, fairly and legally.

## **In This Section:**

Anti-corruption and Anti-bribery

Anti-money Laundering

Conflicts of Interest

Competition and Antitrust

Gifts and Entertainment

Import, Export and Trade Compliance

Product and Service Quality and Safety

# Anti-corruption and Anti-bribery

As a company, we don't tolerate acts of corruption or bribery. We recognize that by doing business the right way, we help earn the loyalty of our customers based on the merits of our services.

What can you do to help prevent bribery? Keep in mind that bribes can take many forms, including job offers, discounts, cash or cash equivalents (like gift cards), meals, beverages, entertainment, gifts (however small), preferential status, contracting terms and charitable contributions.

Follow our Code, our policies and the law everywhere we do business to avoid bribes, and never offer, give or accept *anything* of value (or allow others to do so for us) in exchange for a favorable business decision or business advantage.

Also, remember that in order to detect and prevent corruption and bribery, it is important to keep accurate books and records. They enable us to respond appropriately whenever questionable business exchanges occur.

Lastly, select reputable third parties that share our commitment to integrity. We can be liable for the acts of third parties, so we must ensure we work with those that meet our high standards.



## Integrity at Work

We count on you to do your part to uphold GPC's reputation by working with honesty and integrity in every business dealing.

# How Do I Prevent Bribes?



It's important to know not just the forms a bribe can take, but how to prevent one. Some questions to ask yourself:

**Am I thinking about giving or accepting something that doesn't comply with our policies?**

**Could my actions give the appearance of a bribe to an objective observer?**

**Is there something questionable in our books or records?**

**Am I working with a government official or a governmental representative?  
(Remember, additional rules may apply.)**

**Have any third parties shown signs of questionable behavior?**

If you respond to any of these questions with “yes,” “maybe” or “I’m not sure,” then be alert to possible corruption or bribery risks and direct questions about next steps to your supervisor.

## Making Ethical Decisions

**Q:** I am traveling for work in an area where it is customary to pay a government official a minor fee to speed up the processing of paperwork. Is this OK?

**A:** No. Facilitation payments – payments made to streamline or speed up a routine government function – are never allowed, even if permitted by local laws. Speak to your supervisor or someone in the Legal Department about how to respond to any such requests.



# Anti-money Laundering

Money laundering is a process that criminals, terrorists and others use to move funds from illegal activity through legitimate businesses in order to make the funds look legitimate. We do our part to prevent money laundering and the criminal activities they fund.

You can help in our efforts to prevent money laundering, financial crimes and terrorism in the countries where we operate. As you conduct business on behalf of GPC, use good judgment, work to know our customers and monitor the practices of third parties.

Additionally, watch out for the following warning signs:

- Attempts to avoid recordkeeping requirements
- Attempts to pay in cash
- Payments made by individuals or companies who are not parties to the transaction
- Requests to ship to a country other than where the payment originated
- Suspicious changes in the pattern of a customer's transactions

## Making Ethical Decisions

**Q:** A seemingly unrelated third party recently began making payments on behalf of one of our customers. I'm concerned about the legitimacy of the payments. What should I do?

**A:** Report it right away to your supervisor or the Legal Department. Suspicious transactions, such as payments from a third party, could be attempts to launder money. If you're ever unsure about any transaction, seek guidance before moving forward



## Integrity at Work

Work to protect not just our company – but our community. Commit yourself to doing business in a way that prevents money laundering.

# Conflicts of Interest

We understand the importance of striking the right balance between our work lives and our personal lives. As members of the GPC team, we each have a stake in our company's success — and a responsibility to protect it.

Conflicts of interest occur when something you do outside of work interferes with your work here. It's important to be open and honest about conflicts so we can manage them and make decisions that are in the best interests of GPC. Avoid conflicts of interest, or even the appearance of conflicts, as they reflect negatively on GPC.

Learn how to spot conflicts so you know what to avoid and what to disclose. Although it isn't possible to list every situation that could present a conflict, there are certain situations where conflicts typically arise.

Situations where conflicts of interest may arise include:



## Business Opportunities

Competing with GPC or taking advantage of opportunities discovered through your work here (e.g., using company property for personal gain)



## Financial Interests

Investing in or working for a business partner, competitor or any other organization that does (or seeks to do) business with GPC



## Gifts and Entertainment

Exchanging excessive gifts or entertainment with people or companies that do (or seek to do) business with GPC



## Personal Relationships

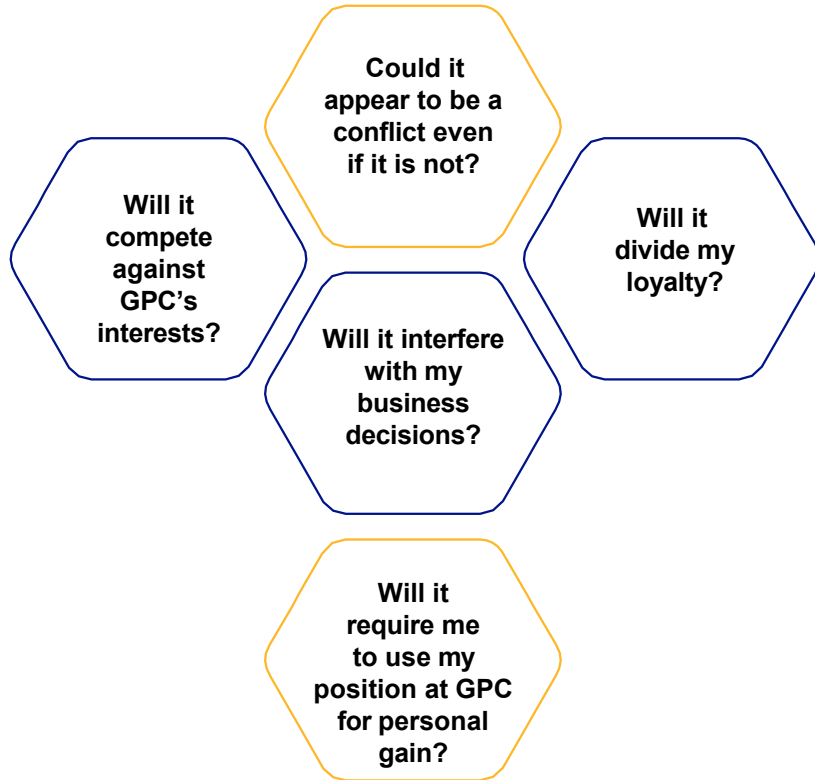
Supervising or making employment decisions about a friend, family member or someone with whom you have a personal relationship

## Integrity at Work

We succeed as a team when we work as a team, so never allow personal interests or relationships to affect GPC business decisions.

# Is It a Conflict?

Because the list is not exhaustive, be sure you know how to spot conflicts on your own. Before taking on an interest or activity, ask yourself:



If you respond to any of these questions with "yes," "maybe" or "I'm not sure," then the situation may present a conflict of interest. Disclose all conflicts or potential conflicts to your supervisor **immediately**.

## Making Ethical Decisions

- Q:** My spouse just accepted a position with a competitor. Should I disclose this?
- A:** Yes, you should let someone know as soon as possible. Should your spouse be involved in any work that competes with our business, we can act to ensure we resolve any potential conflict.



# Competition and Antitrust

## Integrity at Work

We operate as one, so protect our company by winning business based on the quality and merit of our products and services, not unfair business practices.

We comply with competition laws everywhere we do business. They allow us to innovate and continually improve our services so that we can give our very best to customers.

Understand how antitrust and competition laws apply to you and your role and use good judgment in your interactions. Avoid collaboration – or anything that could give the appearance of an improper agreement – with competitors.

If you gather information about competitors, only use legitimate sources. Refuse information you suspect was improperly obtained and report any such incidents to your supervisor.

Help customers understand how we can best serve their needs. By being honest about our services, never coercing them into buying unwanted services as a condition of purchase and never making disparaging remarks about our competitors, they can freely make informed decisions.

Keep in mind that competition laws are complex, often difficult to navigate and can vary by country, so contact the Legal Department with any questions.

Always avoid discussions with competitors about:

- ✘ Confidential information (e.g., prices or terms of sale)
- ✘ Dividing markets, customers or territories
- ✘ Preventing other competitors from entering the market
- ✘ Refusing to deal with a particular person or company
- ✘ Restricting production, sales or output

## Making Ethical Decisions

**Q:** If we hire an employee who used to work for a competitor, can I ask her to share some of her former company's product pricing strategies?

**A:** No. That information would likely be considered proprietary and confidential. It's never appropriate to ask former employees of our competitors to disclose confidential business information or to allow them to do so, even if it's unsolicited.

# Gifts and Entertainment

When we promote positive business relationships, we help to uphold the reputation for integrity we have worked so hard to maintain.

When exchanging business courtesies, make sure you comply with our Code, our policies and the law and understand what is appropriate. Only offer or accept gifts or entertainment when doing so would be considered legal, ethical and reasonable.

Certain business courtesies, like nominal gifts during the holidays, tickets to local sporting events and business lunches can help foster healthy relationships. However, anything lavish, frequent or inconsistent with our policies can create an appearance of something improper. Soliciting a gift is always wrong.

Make sure you never offer or accept anything that:

- ✘ Comes in the form of cash or a cash equivalent (like a gift card)
- ✘ Could embarrass GPC or harm our reputation
- ✘ Creates an obligation in return
- ✘ Is excessive under the circumstances
- ✘ Is given to win favors



## Integrity at Work

We win business the right way. Foster relationships with those who value the merits of our products and services – not various perks or courtesies.

### Making Ethical Decisions

- Q:** What should I do if I receive an unsolicited basket of fruit and chocolate from a vendor as a holiday gift?
- A:** If the basket is of nominal value, you may put it out in your workplace where it can be shared by all employees.

# Import, Export and Trade Compliance

## Integrity at Work

Our ability to reach across international borders to conduct business is a privilege, not a right. Trade responsibly to protect that right.

We are committed to importing and exporting products legally and ethically. Doing so protects our operations while allowing us to offer our quality services to customers around the world.

You have a responsibility to comply with all applicable trade control laws, regulations, boycott laws and trade sanctions in the countries in which we do business. If you are not involved in the import and export of our services or any of the parts or products we distribute, then forward all associated requests to the GPC Global Sourcing Department.

If your role at GPC does involve moving products from country to country, make sure you know and follow all applicable laws. If the laws of more than one country apply in cross-border transactions, conduct due diligence or ask for guidance from your supervisor to determine the right path to take.

Also, make sure you accurately describe, classify and document the value of goods and the country of origin for every import and export and never conduct any business that will breach trade sanctions. If an economic sanction has been imposed it may impact our operations, so seek guidance from the GPC Global Sourcing Department before exporting to certain foreign governments or individuals.

Keep in mind that we do not participate in or promote boycotts imposed by any country that the United States does not support. If you receive a request to participate in or honor a boycott or are asked about GPC's position on one, or if you hear of a boycott that one of our business partners is participating in, contact your supervisor immediately.

There are many kinds of laws that affect our operations, including:

- Boycotts
- Diversion laws and regulations
- Imports and exports
- Licensing requirements
- Specially designated national restrictions
- Trade sanctions

## Making Ethical Decisions

**Q:** If the documentation for a trade transaction shows the incorrect destination of the goods being shipped, what should I do?

**A:** We must ensure that the information included in trade documentation is complete and accurate to the best of our knowledge. If you know that the destination of the goods being shipped is different from what is reflected in the documentation, work with someone in the GPC Global Sourcing Department to update the documentation.

# Product and Service Quality and Safety

## Integrity at Work

Safety is a team effort. Work together to ensure we supply products and services we can stand by.

We dedicate ourselves to excellence at every phase of our business operations. We recognize that there can be serious consequences if a product that we distribute does not meet our high standards or, worse, is unsafe.

We look to you to follow stringent quality control and safety standards and to monitor the products within our scope of distribution. Do your part to help ensure only safe products are supplied.

If your position involves the products that have been entrusted to us, conduct due diligence. If something is subject to a recall, or you have other reasons to believe there is a safety issue or product defect that might endanger a customer, contact the appropriate company resource immediately.

Also, be sure to provide customers with all relevant information, passing on associated warnings and instructions with all products.

### Making Ethical Decisions

**Q:** A consumer complained that a product we have in stock is unsafe. What should I do?

**A:** You should notify management immediately. Management will then contact the appropriate people to discuss how to ensure any unsafe products are no longer distributed.





# Our Community

We look beyond our responsibilities as a business and always strive to do more – not just for clients, coworkers and customers, but for our communities, as well.

## **In This Section:**

Environmental Protections

Human Rights and Social Responsibility

Charitable and Volunteer Activities

Political Activities and Contributions

Public and Media Relations

Marketing and Advertising

Social Media



# Environmental Protections

We work in ways that prioritize safety – not just in the workplace, but in the world outside our walls, as well. As members of the GPC team, we have a commitment to do our jobs in a sustainable manner.

Our approach to sustainability encompasses the proper balance of environmental responsibility, wellness, community involvement and economic success.

In our day-to-day operations, this means providing services and designing processes in ways that reduce our carbon footprint while still meeting the needs of customers. Do your part by complying with environmental laws and regulations, selecting environmentally responsible business partners and looking for ways to address sustainability challenges in all that you do.

Help preserve our valuable resources – our people, communities and our planet by:

- Conserving water and energy resources
- Handling hazardous materials and waste safely
- Recycling and sourcing recycled materials
- Reducing our greenhouse emissions
- Reducing waste
- Sourcing responsibly

You can keep in touch with our sustainability initiatives at [www.genpt.com](http://www.genpt.com).



## Integrity at Work

At GPC, we ask ourselves if there is a more environmentally friendly way to perform our duties.

## Making Ethical Decisions

**Q:** I recently learned that one of our storage containers has a design flaw that may cause it to leak fluids that harm the environment. What should I do?

**A:** You should speak up. Contact your supervisor as soon as possible.

# Human Rights and Social Responsibility

## Integrity at Work

We believe in having a positive impact on people and our world, so we set high standards for ourselves and our business partners.

We work to promote the safety, health and welfare of everyone in the communities in which we operate.

We demonstrate the highest level of respect for others by complying with our Code, our policies and the law.

Be sure to monitor our relationships with business partners and never knowingly do business with any individual or company that participates in human rights abuses.

Examples of human rights abuses include:

- Forced labor
- Human trafficking or slavery
- Physical punishment
- Unequal treatment
- Unfair wages
- Unlawful child labor
- Unlawful discrimination
- Unsafe working conditions

If you suspect an employee, business partner or other third party of engaging in any activity that goes against our Code, our policies or the law, contact a supervisor immediately.



## Making Ethical Decisions

**Q:** I heard that a company we are considering partnering with has a reputation for engaging in questionable labor practices, but I'm not involved in the selection process. Should I say anything?

**A:** Yes. Whenever you learn about an activity that goes against our Code, our policies or the law, speak up. Let your colleagues who are involved in the decision know what you learned.

# Charitable and Volunteer Activities

## Integrity at Work

We operate with a spirit of generosity, both inside and outside the workplace.

We find ways to stay engaged in making our communities better places to live and work.

We encourage you to volunteer your time to support the community organizations and causes you care about.

When speaking up about causes, communicate any personal views as purely your own and not GPC's. Also, never volunteer in ways that pressure other GPC employees to participate.

Lastly, do not use company time or resources for personal charitable and volunteer activities unless you have permission for each instance, and avoid all forms of conflicts of interest at all times.

We respect and encourage personal charitable activities and also enjoy giving back as a company. Some of our corporate initiatives include:

- Holding blood drives on campus
- Participating on the board of many community nonprofit organizations
- Partnering with Junior Achievement and working with the youth in our communities
- Supporting the Intrepid Fallen Heroes Fund and United Way through contributions and fundraising events in the United States
- Partnering with charity organizations in our international businesses



## Making Ethical Decisions

**Q:** I am involved in a personal charitable activity in my community. May I use our company's letterhead to solicit some of our suppliers for contributions?

**A:** No, soliciting our suppliers for personal charitable activities may create the appearance of impropriety or a conflict of interest. Relationships with suppliers and the procurement process should be based solely on legitimate business concerns. You should also never use company property – like our letterhead – to support a personal activity.

# Political Activities and Contributions

We believe that participating in the political process helps us become more engaged members of society. However, we must do so in ways that are lawful and consistent with company policy.

Feel encouraged to engage politically, but keep in mind that such activities, with the exception of union activities, should not interfere with your work responsibilities and should be separate from your association with GPC.

Value diverse viewpoints and perspectives within GPC and never pressure another employee to support a cause. Speak and act on your own behalf and remember that you are not authorized to make political contributions on behalf of GPC.

## Making Ethical Decisions

**Q:** My childhood friend is running for local office in my hometown, and I strongly support him. Would it be OK if I take some time at work today to call residents of my hometown to promote my friend's campaign?

**A:** It wouldn't be appropriate to use company time or resources, like phones, to engage in political activity. Wait until you have left your workplace for the day to solicit votes and support his campaign.

## Integrity at Work

We stay engaged politically, but we do so in ways that respect the varying viewpoints on our team.



# Public and Media Relations

What we communicate impacts our brand, reputation, bottom line and, most importantly, each other. Help us send one clear, accurate message.

To keep our messaging clear, keep in mind that we only authorize certain employees to speak on the company's behalf. Unless you are one of those authorized individuals, you should forward all media inquiries to [GPC Communications](#) and [GPC Investor Relations](#).

Although not everyone is authorized to speak on our behalf, know that you do have the right, as an employee, to speak publicly about matters of public concern and to engage in protected, concerted activities related to the terms and conditions of employment. Nothing in our Code or our policies is intended or should be construed to interfere with or limit your legal rights.

## Making Ethical Decisions

- Q:** I was recently invited to participate in a speaking engagement on behalf of our company. I am not a designated spokesperson. Is this OK?
- A:** Perhaps. There are certain public and media relations opportunities (e.g., speaking engagements and published articles) where your participation as an employee may be encouraged. However, check with GPC Communications and your supervisor before agreeing to participate.



## Integrity at Work

We forward all media inquiries to those who are designated to respond.

# Marketing and Advertising

## Integrity at Work

We do everything in our power to ensure we provide accurate, fair and balanced information.

We tell our story through our communications, marketing and advertising, and we want to make sure we do so in a way that's honest and in compliance with applicable law.

Provide accurate, fair and balanced information when communicating about our services and activities – highlighting the benefits and pointing out any risks associated, if applicable.

It is important that we send the right message. Do your part by:

- Ensuring all promotional materials are reviewed and approved by authorized individuals prior to external distribution
- Ensuring any written or visual depictions accurately reflect the services we offer
- Insisting on accuracy in every communication
- Verifying and fact-checking any claims

## Making Ethical Decisions

**Q:** I am putting together promotional materials, and I want to highlight a service that we don't provide yet but hope to do so soon. Would that be OK?

**A:** No. Present your materials in a way that promotes reliable information. Wait until the service is available before advertising or communicating it to customers.



# Social Media

We believe that social media provides a great way to build relationships and share ideas, but we must use it responsibly.

As a member of the GPC team, use social media in a way that's consistent with our Code, our policies and the law.

Be transparent about your relationship with GPC when posting about work-related matters and take responsibility for everything you publish.

Always use good judgment when communicating online and be sure to:

- Make it clear that any opinions you share about GPC are strictly your own and do not reflect those of our company.
- Never share confidential business information about GPC or post photos or images of fellow teammates, customers or third parties without their consent.
- Never use the internet in a threatening, intimidating, harassing or discriminatory way.



## Integrity at Work

We communicate online like we would in the workplace – in ways that are consistent with our values.

### Making Ethical Decisions

**Q:** I am friends with a colleague on a popular social media website. Recently, he made offensive comments about a certain ethnic group. Could his comments on social media be considered a violation of GPC policy?

**A:** Possibly. They certainly don't reflect GPC's values. Speak with your supervisor about what you saw for additional guidance.

# Our Takeaway

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The best part of GPC is you. Nothing beats working with people you know, respect and trust. And creating that kind of workplace is only possible when we each commit to doing what's right.

Familiarizing yourself with the Code is the first step in doing what's right. The next step is applying what you've learned. Whenever you're unsure of what to do, look to the Code for help or reach out to one of our additional resources. And if you ever feel or believe something isn't right, always speak up.

We depend on you – your skills, your hard work and commitment. You make us great, so help us stay true to our culture by promoting ethics and honesty and by always finding ways to practice ***Integrity at Work***.



## Integrity at Work

We forward all media inquiries to those who are designated to respond.



# Our Resources

If you need assistance with reporting a possible violation, you may reach out to your manager or local HR representative or contact the hotline listed below for your country.

For help with:	Resource:	Contact:
Reporting possible violations	GPC's Reporting Hotline	Web Reporting <a href="http://gpc.ethicspoint.com">gpc.ethicspoint.com</a>
	Australia	1800424143
	Canada	1-866-827-5463
	China	400-9-994-509
	France	<b>Email:</b> <a href="mailto:alerte.ethique@allianceautomotive.fr">alerte.ethique@allianceautomotive.fr</a> or <b>mail to:</b> AAG 20 Avenue André Malraux 92300 Levallois-Perret, France
	Germany	0-800-225-5288
	Mexico	01-800-253-0546
	New Zealand	800424143
	United Kingdom	0808-234-9846
	United States	1-800-620-8589
	All other countries	Web Reporting <a href="http://gpc.ethicspoint.com">gpc.ethicspoint.com</a>
Reporting possible violations involving a director or executive officer of GPC	The GPC Legal Department or the GPC Executive Vice President & Chief Human Resources Officer	+01 678-934-5000 main Atlanta number



