



## ANTI-BRIBERY POLICY

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### **I. Exception: Facilitation Payments**

The FCPA provides a narrow exception to the Anti-Bribery Provisions prohibition for certain payments made to foreign government officials—known as “facilitation payments”. Facilitation payments are small expediting or “grease” payments made to foreign government officials to facilitate or expedite the performance of a routine, nondiscretionary governmental action that a Government foreign official is already obligated to perform, such as issuing certain permits, licenses, visas, mail, or utilities hook-ups. Facilitation payments do not include any decision by a foreign government official to award new business or to continue business with a company. Gentherm highly discourages facilitation payments and employees must avoid them to the maximum extent possible. No facilitation payment may be made by anyone in the company without prior written approval from the Legal Department, *except in cases involving the health or safety of the employee*. Even in cases involving health or safety, employees are required to notify their regional Vice-President and the Legal Department as soon as practical afterwards.

### **II. Business Courtesies, Local Laws**

The FCPA allows for business courtesies provided to foreign government officials that are: (1) reasonable and bona fide and related to the promotion, demonstration or explanation of products or services or the execution or performance of a contract with a foreign government or agency, or (2) allowable, pursuant to the written laws of the country in question. “Business courtesy” covers anything of value offered to a foreign government official, including meals, gifts, lodging, transportation, and entertainment, as well as charitable contributions, donations and sponsorships. Before offering any business courtesy to a foreign government official, or before making any payment to a foreign government official that is allowable pursuant to the laws of the country in question, Gentherm employees are required to obtain approval from the Legal Department.

Companies may be penalized under the FCPA if they order, authorize or assist anyone to violate the FCPA, including outside third parties. Gentherm employees must consider whether any third party engaged by the company may possibly be, or may possibly be tempted to, violate the FCPA and act accordingly.

Violations of the FCPA will result in a prompt corporate response up to and including termination of employment.