



# **NORTH AMERICAN REGION COMPLIANCE & ETHICS POLICY**

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DRIVEN WITH INTEGRITY

**HONDA**



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# MESSAGE FROM THE PRESIDENT



More than 50 years ago American Honda Motor Co., Inc. established operations in North America. Since then the North American region has grown to encompass more than 25 Honda companies from Canada to Mexico, sales, manufacturing and research and development – all of which share the Honda Philosophy. This Philosophy also forms the basis for all company activities and sets the standard for the decision-making process and conduct of all associates throughout Honda.

As associates, we have the great privilege of being part of a company that has a proud tradition and a long-standing commitment to associates, customers, business partners, colleagues and the communities where we live and work. With this privilege comes the responsibility for all of us to meet the highest level of ethical standards. Accordingly, I am proud to introduce the North American Compliance & Ethics Policy, which provides consistent guidance to help you make the best decisions and take the right actions. We need to do business the right way, achieving our high goals in a manner consistent with our Philosophy – walking the talk regarding mutual trust, respect, cooperation, teamwork and effective communication.

If you find yourself in a situation where you are unsure of the correct course of action, or you observe what you believe to be a violation of this Policy, it is your responsibility to come forward and ask the question or report the concern. There are many channels available to you including the responsible department, Human Resources/Associate Relations, Compliance & Ethics, the HNA Law Division or your legal department. Only if we know of issues or concerns can we address them.

I believe the quality of our associates and our commitment to ethics and the Honda Philosophy will not only enable us to succeed today, but will help us to thrive and excel. I am convinced that working together, with the help of this Policy, we will not only meet our goals, but we will also continue our dedication to being a company that society wants to exist.

A handwritten signature in black ink, appearing to read 'Takuji Yamada', written over a horizontal line.

**Takuji Yamada**  
President and CEO of Honda North America, Inc.

# INTRODUCTION



## THE HONDA PHILOSOPHY

Guided by the Honda Philosophy, Honda has expanded its business globally based on the pursuit of new dreams and the determination to make them come true. Through these efforts, we have shared the “joys” and established trust with customers and society around the world. In order to further advance our business, every Honda associate must share common values. With each of us sharing these values, we will be able to further gain the trust of our customers and society, helping Honda strengthen its position as “a company that society will want to exist.”

From the beginning, the Honda Philosophy has emphasized the obligations we have to our customers, business partners, society, and to each other. We will always conduct business lawfully and honestly. Safety, quality, integrity and respect aren’t just words at Honda—they are the way we work together and the foundation of our legacy of integrity.

For us, our Philosophy has always been more than just lofty thoughts and words. It has always been the foundation for actions and decisions. For that reason, the Honda Philosophy goes hand-in-hand with our North American Compliance & Ethics Policy. The two are closely interrelated. Our Philosophy provides the foundational ideas and principles that distinguish us as a company. Our Philosophy also expresses our vision and ideals and what we aspire to be. Our North American Compliance & Ethics Policy is an extension of that Philosophy and a commitment that we will conduct business the right way.

## TO WHOM THIS POLICY APPLIES

This Policy applies to all Honda associates, including officers and directors, at any Honda location within North America.



This Policy also applies when you are traveling or on assignment outside of North America.

Business partners (such as contractors, suppliers, vendors, service providers, dealers) and contingent workers should understand that Honda associates must conduct business in accordance with this Policy and conduct by any business partner that violates Honda's standards of compliance and ethics might result in the need to sever our business relationship with that entity.

## USING THIS POLICY

The North American Compliance & Ethics Policy is a guide to the ethical and legal responsibilities of Honda associates. This Policy is not a comprehensive rulebook, and many of the responsibilities and expectations included here may also be discussed in other Honda materials (for example, the Associate Handbook, Global Confidentiality Policy and applicable business team or department policies and procedures). It is not intended to be a substitute for any of those more specific policies.

This Policy references many laws as well as many Honda standards that go beyond legal minimums. This is obviously not an exhaustive list. Contact the HNA Law Division or your company's legal group if you find yourself in a situation where you are unsure of your responsibilities under the law.

## OUR RESPONSIBILITIES

The words in this Policy are empty promises if they are not practiced by each of us and enforced consistently throughout the company. Since prevention is the best way to minimize problems associated with unethical or illegal conduct, Honda provides periodic training on ethical and

legal responsibilities. Honda also may evaluate an associate's adherence to this Policy during the annual performance appraisal process.

We recognize that sometimes people make mistakes. If you make a mistake, promptly disclose the error to your leadership. Covering up a mistake only makes the situation worse and is a serious violation of Honda Policy.

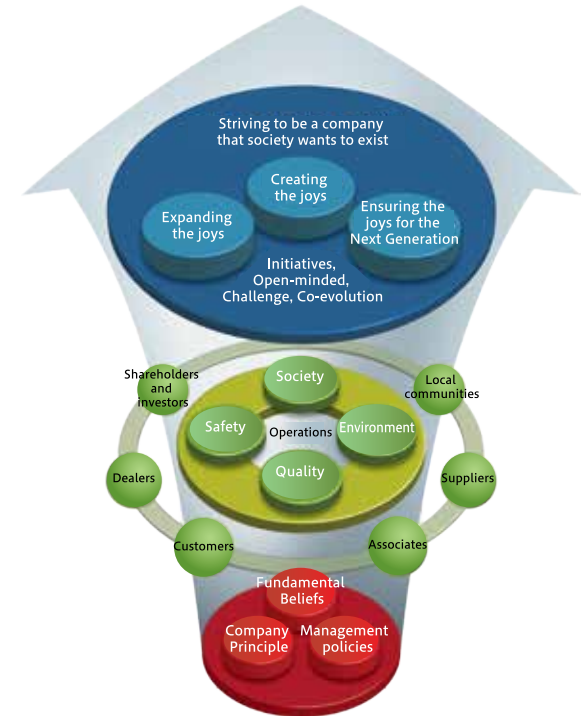
Each of us, regardless of where we may be assigned to work, has the responsibility to always act and make decisions consistent with this Policy, the Honda Philosophy and Honda's fundamental beliefs:

- **Exercise initiative. Do not be bound by preconceived ideas; think creatively and act on your own initiative and judgment while understanding that you must take responsibility for the results of those decisions and actions.**
- **Recognize and respect individual differences in one another and treat others fairly.**
- **Help out when others need assistance and accept help when you need it.**

In addition, all associates must, as part of their job:

- **Know the information in this Policy and other Honda policies, paying particular attention to the topics that pertain to your job responsibilities.**
- **Complete all required associate training in a timely manner and keep up-to-date on current standards and expectations.**
- **Report any conduct that may violate the law or this Policy to your supervisor, senior management, Human Resources/Associate Relations, Compliance & Ethics, the HNA Law Division and/or your company's**

**Remember: no reason, including the desire to meet business goals, should ever be an excuse for violating laws, regulations or Honda policies.**



legal group. If you have already reported your concern through internal channels, and/or you believe the concern should be reported to the regional level, you may contact the Corporate Compliance & Ethics Office at Honda North America (HNA) or the HNA Law Division. Contact numbers can be found at the back of this Policy under North American Compliance & Ethics Contact Information.

- Cooperate and tell the whole truth when responding to an investigation or audit and never alter or destroy records in response to an investigation or when an investigation is anticipated.

## ADDITIONAL RESPONSIBILITIES OF HONDA'S LEADERSHIP

Honda leaders are expected to follow our management policies which are rooted in the Honda Philosophy:

- Proceed always with ambition and youthfulness.
- Respect sound theory, develop fresh ideas and make the most effective use of time.
- Enjoy your work and encourage open communications.
- Strive constantly for a harmonious flow of work.
- Be ever mindful of the value of research and endeavor.

Leaders must also:

- Lead by example. Leaders are expected to exemplify the highest standards of ethical business conduct.
- Be proactive. Look for opportunities to discuss and address ethics and challenging situations with others.

- If you work with our business partners, make sure that they understand their compliance and ethics obligations under Honda's policies.

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**Q:** I'm a manager. If I observe misconduct in an area not under my supervision, am I still required to report the issue?

**A:** You are chiefly responsible for associates and business partners that you work with, but all Honda associates are required to report any misconduct they become aware of and, as a leader, you are especially obliged to take action. The best approach is to talk first with the associate who oversees the area where the problem is occurring, but if this doesn't work, or isn't feasible, you should use other resources listed in this Policy.

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## ACCOUNTABILITY AND DISCIPLINE

Violating relevant laws, regulations or Honda policies, or encouraging others to do so, exposes the Company to liability and puts Honda's reputation at risk. If an ethics or compliance problem does occur, you are required to report it so that an effective solution can be developed. Meeting these requirements is vital to Honda's success. Therefore, violations of our policies, or the law, may result in discipline, up to and including separation/termination of employment. You should also understand that violations of laws or regulations may result in legal proceedings and penalties including, in some circumstances, criminal prosecution.

Disciplinary action will be taken:

- Against associates who authorize or participate in violation(s) of this Policy;
- Against associates who have deliberately failed to report violations of this Policy, who have concealed violation(s) of this Policy, or who have deliberately withheld relevant information concerning a violation of this Policy;
- Against the supervisor of any person who has violated this Policy, to the extent that more effective supervision could have prevented, discovered or stopped the violation; and
- Against any supervisor, or associate, who retaliated, directly or indirectly, or encouraged others to do so, against an associate because of a report by the associate of a suspected violation of this Policy.





# YOU AND YOUR FELLOW ASSOCIATES



## RESPECT FOR THE INDIVIDUAL

We owe each other honesty, respect and fair treatment and we need to always treat others as we would want to be treated. This is the basis of our commitment to one another and is the foundation of our success. To maintain our commitment and to attract and keep talented individuals, it is vital that we continue to have a supportive, professional and respectful work environment.

Maintaining this environment not only helps Honda succeed, it also creates the setting for each of us to thrive and to reach our full potential. At Honda we demonstrate Respect for the Individual in many ways. What follows are some of the key areas where we must be guided by our commitment to our values and to each other.

### *Trust*

Relationships among our associates should be based on mutual trust. Trust is created by recognizing each other as individuals, helping out, and accepting help when appropriate, sharing our knowledge, and making a sincere effort to fulfill our responsibilities.

### *Initiative*

Initiative means not being bound by preconceived ideas, but thinking creatively and acting on your own initiative and judgment, while understanding that you must take responsibility for the results of those decisions and actions.

### *Equality*

Equality means recognizing and respecting individual differences in one another and treating each other fairly. Our company is committed to this principle and to creating

equal opportunities for each individual. An individual's race, color, sex, sexual orientation, age, religion, national origin, disability, educational background, or economic status have no bearing on the individual's opportunities at Honda.

## Diversity and Non-Discrimination

Honda helps bring together associates with a wide variety of backgrounds, skills and cultures. Combining such a wealth of talent and resources creates the diverse and dynamic teams that consistently drive our results.

Our colleagues, job applicants and business partners are entitled to respect and should be judged on the basis of their qualifications, demonstrated skills and achievements.

### Make sure you:

- **Treat others respectfully and professionally.**
- **Promote diversity in hiring and other employment decisions.**
- **Do not discriminate against others on any basis protected by law or Honda policy.**

### Watch out for:

- **Comments, jokes or materials, including emails, which others might consider offensive.**
- **Inappropriate bias when judging others. If you supervise others, judge them on performance. Avoid introducing unrelated considerations into your decisions. Use objective, quantifiable standards.**

### Q: How does Honda benefit from Diversity?

A: Our success depends on the ability to draw the very best people. By valuing individual differences we benefit from unique perspectives that lead to innovative ideas and better decisions.

Q: **One of my co-workers sends e-mails containing jokes and insulting comments about certain nationalities. They make me uncomfortable, but no one else has spoken up about them. What should I do?**

A: You should notify your immediate supervisor, Human Resources/Associate Relations or Compliance & Ethics. Sending such jokes violates our values as well as our policies. By doing nothing you are condoning inappropriate behavior and tolerating beliefs that can seriously erode the team environment that we have all worked to create.

## Harassment-Free Workplace

Harassment, intimidation and abuse are not tolerated at Honda. It doesn't matter if you are an associate, contingent, or business partner, harassment violates Honda's belief in Respect for the Individual. We must protect the right of every associate to work in a harassment-free environment.

Harassment can take many forms, all of them unacceptable. Some examples are:

- **Jokes, insults, threats and other unwelcome actions and/or comments concerning a person's race, color, sex, sexual orientation, age, religion, national origin, disability, educational background, or economic status;**

- **Unwelcome sexual advances, requests for sexual favors, and other unwelcome verbal or physical conduct of a sexual nature;**
- **Verbal or physical conduct that disrupts another's work performance, or creates an intimidating or hostile work environment; and**
- **Nonverbal conduct, such as staring, leering or giving inappropriate gifts.**

Honda's expectations:

- **Help each other by speaking out when a co-worker's conduct makes others uncomfortable;**
- **Never tolerate sexual harassment including requests for sexual favors, or other unwelcome verbal or physical conduct of a sexual nature;**
- **Demonstrate professionalism, including reliability, honesty and integrity;**
- **Do not visit inappropriate internet sites or display sexually explicit or offensive pictures; and**
- **Report all incidents of harassment and intimidation.**

If you observe, or are the subject of harassment, intimidation or abuse, ask the offending person to stop and tell her or him that the conduct is unwelcome. Regardless of whether or not you discuss the problem with the offending person, you must also promptly report the incident to your supervisor, Human Resources/Associate Relations or contact Compliance & Ethics. Retaliation against anyone who objects to, or reports, unwelcome conduct is not tolerated.

Honda utilizes the support of consultants, service providers and suppliers for various business activities. We also utilize contingent workers to support the variable volume of work

required by our business. All of these workers are to be treated with respect and they deserve a harassment-free environment. They must also follow Honda's established safety procedures and may not harass or intimidate Honda associates. Honda will not tolerate illegal actions conducted by such workers while doing business on Honda's behalf.

**Q: While on a business trip, a colleague of mine repeatedly asked me out for drinks and made comments about my appearance that made me uncomfortable. I asked him to stop, but he wouldn't. We weren't on site and it was 'after hours' so I wasn't sure what I should do. Is it harassment?**

**A:** This type of conduct is not tolerated, not only during working hours but in all work-related situations including business trips. Honda's policy against harassment does not just apply on Honda premises or during work hours. It applies in all work settings at all times - even when you are off-site, on a business trip or at a company sponsored event. Tell your colleague such actions are inappropriate and must be stopped, and if they continue, you need to report the problem.

**Q: My new manager is very intimidating and sometimes she humiliates me in front of my co-workers. This may just be her style, but it's affecting my morale. Is there anything I can do?**

**A:** If you feel you are not being treated in a professional manner, speak to your manager about how her behavior is affecting you. If you are not comfortable doing that you can speak to another manager, or you can go to Human Resources/Associate Relations or contact Compliance & Ethics.

## SAFE, SECURE AND HEALTHY WORK ENVIRONMENT

Honda is committed to providing a safe, secure and healthy work environment. Each associate has an obligation to every other associate to ensure safe, secure working conditions. Associates must participate in safety training when required and always comply with all relevant safety codes, regulations, standards and policies. Promptly report any safety concerns including accidents, injuries and unsafe conditions. Make safety a priority in everything you do.

**Q: Are subcontractors expected to follow the same safety policies and procedures as associates?**

**A:** Absolutely. Managers and supervisors are responsible for ensuring that business partners working on Honda premises understand and comply with all applicable laws and regulations governing the particular facility, as well as with additional requirements the Company may impose.

## Alcohol and Drug Use

Possessing or using alcohol or illegal drugs at work, or reporting to work under their influence, is strictly prohibited. It is dangerous to you and an obvious threat to a safe workplace.

## Preventing Workplace Violence

Violence, the threat of violence, and intimidation are prohibited at Honda. Each associate has a duty to report any workplace threat, activity or incident that she or he reasonably believes violates this Policy.



In addition, weapons or related paraphernalia are not allowed in the workplace. Laws may vary by state or province. For additional information consult your company's policy in this area.

## TIME KEEPING

Honda is committed to paying associates fairly and in compliance with all relevant laws. You are accountable to accurately record the time you work. Managers are responsible for ensuring that associates follow company policy and the law regarding time keeping.

# YOU, HONDA AND OUR CUSTOMERS



## PROTECTING HONDA RESOURCES AND ASSETS

We all have a responsibility to use Honda's resources and assets wisely and with care and to ensure that Honda's property is not misused, damaged, lost, stolen or wasted. Properly care for these and all other Honda assets as if they were your own.

Use Honda assets for company business or for purposes authorized by management. Protect them from theft, carelessness, waste and misuse and document all asset inventories accurately and honestly.

## ELECTRONIC INFORMATION DEVICES

Company assets such as e-mail, Internet access, telephones, cell phones, voice mail, computers and laptops are business tools supplied by the Company to increase productivity and the quality of our work. Use these business tools in a productive, professional manner and remember:

- Passwords are provided and assigned to individual associates for their specific job function; they are not to be shared.
- Do not connect devices to any network by methods not permitted by Honda.
- Use of these tools must not violate our harassment-free policies.
- Copyrighted material, trade secrets, or other confidential information may not be transmitted on the Internet without proper approval.
- Do not use these tools to perform work for another business.

■ **Limited personal use of the Company’s electronic business tools may be acceptable if it does not violate Honda policies or interfere with associate’s work performance or the work of others.**

■ **Remember, communication sent or received on company systems is not private and the Company has the right to monitor electronic communication and Internet activity on company systems.**

E-mail must be treated with the same respect as any other business documents. If it falls under the description of a business record, it must be retained according to the Records Retention Policy.



## DOING BUSINESS WITH THE GOVERNMENT

Honda strives to be a company that society wants to exist. A critical step in meeting this goal is to consistently abide by the laws and regulations that govern our business everywhere we operate. Our policy is to comply fully with all applicable laws and regulations that apply to government contracting and transactions.

Leaders who oversee work with governments and government-owned entities must remain up-to-date on relevant regulations and should contact the HNA Law Division and/or your local legal group with any questions. Special care should be taken to ensure that any agent, while acting on behalf of Honda, who provides goods or services on government projects, is aware of and abides by our high standards and their contractual obligations.

If you work with government officials and contracts you are responsible for knowing and complying with all applicable laws. For example, many government officials are prohibited from receiving gifts, entertainment and travel. In some countries government regulations may also apply to the hiring of current, or recently retired, officials and their families. Avoid any conduct that may be viewed as improperly influencing the objective decision-making of government officials. If you aren't sure, consult with the HNA Government Relations Division, the HNA Law Division or your local legal group.

## PRODUCT SAFETY AND QUALITY

We are dedicated to supplying products of the highest quality at a reasonable price for worldwide customer satisfaction. Remember, the Joy of Buying – one of the Three Joys – is achieved through providing products and services that exceed the needs and expectations of each customer.

Our reputation is riding on the safety and quality of every product we make. Put quality into everything you do. Follow all operation and safety standards and procedures and take the initiative to let your supervisor know of any product or process that does not meet Honda's quality or safety standards. Never attempt to conceal substandard work or products. As you think about product safety and quality, remember that people you care about use our products.

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**Q: One of my co-workers falsely reported some test results which could impact the quality of our products.**

**How can I raise the issue without risking my relationship with my co-worker?**

A: Depending on the circumstances, your manager or Human Resources/Associate Relations should be able to investigate what happened without disclosing your involvement. If you are not comfortable raising this issue with them, you can report your concerns to Compliance & Ethics. Whichever channel you choose, it must be reported.



# YOU AND OUTSIDE BUSINESSES



## MAINTAINING STRONG BUSINESS RELATIONSHIPS

Our business partners (such as contractors, suppliers, vendors, service providers, dealers) make significant contributions to our success and the high quality of our products. We engage them in an honest and ethical fashion. We don't take advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice.

We purchase goods and services, and develop and maintain business relationships based on sound business reasons, such as suitability, diversity, quality, delivery and cost. Purchasing arrangements should be properly documented, and should clearly identify all material terms and conditions, including the services or products to be provided, price and payment terms. No payment on behalf of Honda shall be approved without adequate supporting documentation.

We believe in doing business with business partners who embrace and demonstrate high standards of ethical business behavior and who share our commitment to environmentally sound practices.

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**Q:** I have reason to believe that one of our key suppliers is not enforcing safety rules. Should I be concerned?

**A:** Our reputation for doing business right can be damaged by the acts of our business partners. Report your concerns to your manager or Compliance & Ethics so we can determine the right course of action.





## BUSINESS PARTNER INFORMATION

It is very important to respect the confidential information of business partners. Never use or disclose a business partner's confidential information, such as drawings or pricing, even to a Honda affiliate, unless it is legally authorized or with the written permission of the business partner. If you aren't sure, consult with the HNA Law Division or your local legal group. *(Also see Competitive Intelligence.)*

## CONFLICT OF INTEREST

A conflict of interest happens whenever you have a competing interest that may interfere with your ability to make an objective decision for Honda. Each of us is expected to use good judgment and avoid situations that can lead to even the appearance of a conflict which can undermine the trust others place in us and damage our reputation.

Conflicts of interest may be actual, potential or even a matter of perception. Since these situations are not always clear-cut, you need to fully disclose them to a member of leadership or Compliance & Ethics so that we can properly evaluate and manage them.

## Selecting Business Partners

You must select and deal with suppliers, service providers, dealers, competitors, or any business entity that does business, or seeks to do business, with Honda in an impartial manner, without favor or preference based strictly on the best interests of Honda.

## Self-Dealing and Corporate Opportunities

If you learn about a business opportunity through your work, Honda's interests take precedence. This means that you, or your family members, should not take that opportunity unless it has been fully disclosed in writing to the Compliance Officer and a determination has been made that such interest will not affect the impartial discharge of your duties or obligations to Honda. If you are unsure contact Compliance & Ethics. The topic of insider trading is addressed under the section *You and Business Information*.

## Services and Discounts

You, or your family, may not accept any special services, discounts, or rebates from our business partners, competitors, or any business entity that does business, or seeks to do business, with Honda unless they are made publicly available to all Honda associates.

## Outside Employment

Outside employment can create a real or perceived conflict of interest. You may not seek compensation of any kind, including loans, payments, subsidies or services from our business partners, competitors, or any business entity that does business, or seeks to do business, with Honda.

To ensure that there are no conflicts and that potential issues are addressed, when even a perception of a conflict of interest exists, disclose and discuss outside employment with your manager and/or to your Company's Compliance Officer.

## Financial Dealings and Investments

You must not have a significant financial interest in any of our business partners, competitors or any other business entity that does business, or seeks to do business, with Honda except where such interest has been fully disclosed in writing to the HNA Compliance Officer and a determination has been made that such interest will not affect the impartial discharge of your duties or obligations to Honda. As a guide for the purpose of determining the necessity for disclosure of such interest to Honda, ownership in such a business entity shall be deemed significant if the aggregate interest of the associate, her or his spouse, or close relatives of the associate represents 1%

of the outstanding securities or total equity of such firm or corporation.

Publically traded mutual funds or similar pooling of securities, where the individual investor has no say in which investments are included, generally do not create a conflict of interest and do not require approval. If you are unsure whether there is a conflict, contact Compliance & Ethics.

## Boards of Directors and Advisory Boards

Unless approved by company management, you should not accept a seat on the board of directors or advisory board of any of our business partners, competitor, or any business entity that does business, or seeks to do business, with Honda, especially if your current job gives you the ability to influence our relationship with them.

## Personal Relationships

Associates must disclose to their management when family or personal relationships might influence, or be perceived to influence, their ability to make objective decisions. Management is responsible for putting appropriate controls in place.

## Reciprocity

Providers of goods and services must not be asked to buy goods and services from Honda in order to become or continue as a supplier or service provider.

**Q: I have become very friendly with an associate who works for me. What is Honda's position on managers dating subordinates?**

**A:** A romantic relationship with a direct or indirect subordinate can hurt morale and disrupt productivity. It may also create the appearance of a conflict of interest. If you are in such a relationship or know someone who is, you should report the relationship to your supervisor, Human Resources/Associate Relations or Compliance & Ethics.

**Q: I have run into a problem with a supplier. I need to replace the supplier immediately so that the project won't fall behind schedule. My neighbor's company provides similar services at an even lower rate. Can I ask their company to take over?**

**A:** If you'd like to recommend your neighbor's company, you can do so, but you must disclose your relationship to your manager or supervisor and remove yourself from the supplier selection process. We should avoid giving the impression that we play favorites, and we should never take shortcuts in the bidding process. Remember, all associates must follow Honda's sourcing and procurement procedures.

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## GIFTS AND ENTERTAINMENT

At Honda, we pride ourselves on building strong relationships with business partners and customers. On rare occasions, entertainment or gifts may be offered to you. The preference is for you to explain that neither gifts nor entertainment are expected or encouraged from those doing business with Honda. Acceptance of gifts or entertainment

may create an appearance of a conflict of interest. Even the appearance of a conflict can be damaging to you, Honda and our business partners.

To ensure that we don't create a perception of impropriety, adhere to the following:

- **Any gift or entertainment must be legal, consistent with both companies' policies and our values;**
- **Gifts must be infrequent and nominal in value (policy limit of \$50 dollars (Canada/US) or \$500 pesos (Mexico));**
- **Entertainment or other favors must be of a character that does not go beyond common courtesies consistent with ethical and accepted business practices;**
  - **The Honda associate, as well as the business partner, competitor, or business entity must be present; otherwise the meal or entertainment must be treated as a gift;**
- **Never be in cash or cash equivalent;**
- **Never be accepted during a bid for new business;**
- **Never be received or offered for something in return; and**
- **Never be encouraged or solicited by you or a family member.**

## Providing Gifts and Entertainment

At times it may be appropriate to provide a modest gift or entertainment to a business partner. Lavish spending on business gifts is unacceptable. It can create the perception that we are trying to obtain or give favorable business decisions by providing individuals with personal benefits.

## GUIDANCE FOR ACCEPTANCE OF GIFTS/FAVORS/DISCOUNTS/ENTERTAINMENT

Honda is prohibited from offering any financial remuneration to any governmental authority/official.

Gifts and entertainment provided to other entities must be accurately recorded in Honda's financial records.

Any situation that may appear to be a conflict of interest must be reviewed by Human Resources/Associate Relations or Compliance & Ethics. If you're ever in doubt, you should disclose the issue.

Q. I overheard my manager talking about a World Series baseball game that a business partner treated her and a guest to over the weekend. It sounded excessive to me; however, I don't want to get her in any trouble (she is a good manager) and I sure don't want any unnecessary attention. Should I say anything?

A. Yes, all associates have a right and responsibility to bring forward concerns, even if they are not sure a violation has occurred. We understand it may be difficult to do so. Honda has provided many channels for associates to communicate concerns, including the option to remain anonymous. In addition, Honda has clear policies prohibiting retaliatory actions and behaviors.

Ideally, the manager has disclosed this situation to her supervisor and an informed, appropriate decision was made. Let's trust but verify in order to protect the integrity of Honda, our process and our associates.

### Guidance for Gifts, Favors, Discounts

#### Generally Acceptable - Exercise Good Judgment

- Gifts of little or insignificant value, i.e. promotional items (hats, pens, coffee mugs, etc.)
- Any other gift valued below and up to \$50 dollars (Canada/US) or \$500 pesos (Mexico)
- Retail offers to customers, which you get exclusively as a consumer

#### Careful Consideration - Consult

- Discounts or special offers (must be publically available to all Honda associates in your specific company)
- Competitions or drawings at events attended for work with prizes that can be regarded as gifts
- "Thanks for your help" gifts to individuals
- Business travel expenses

#### Unacceptable – Avoid

- Gifts of more than \$50 dollars (Canada/US) or \$500 pesos (Mexico) value (consumable items, i.e. food baskets may be shared with the team)
- Gifts of even a nominal value received during a bidding/negotiating process for new business, or with conditions attached
- Money and items that can be easily redeemed for cash
- Compensation of any kind, including loans, payments, or subsidies
- Promises of employment or other favors for relatives, friends, etc.
- Overnight accommodations (business or personal)
- Personal use of a business partner or potential business partner's private property, i.e. condo or boat
- Frequent acceptance of even nominal gifts

### Guidance for Entertainment (including Meals)

#### Generally Acceptable - Exercise Good Judgment

- A working lunch or dinner or social dinner reflective of the business partners relationship with Honda
- Standard (face-value) tickets to a normal sporting or cultural event

#### Careful Consideration – Consult

- Above-standard tickets, i.e. luxury box/suite or higher than face value, to a normal sporting or cultural event
- Tickets to a high-profile sporting or cultural event

#### Unacceptable – Avoid

- Any entertainment, events, trips, or accommodations intended to influence a decision, negotiation, or purchase
- Entertainment received during a bidding/negotiating process for new business, or with conditions attached
- Frequent acceptance of entertainment/meals

# YOU, OUR COMMUNITIES AND THE ENVIRONMENT



## COMMUNITY RESPONSIBILITY

Honda wants to be a good corporate citizen. Good citizenship starts with obeying the law, but it goes much further. As a company we strongly believe that we have a responsibility to ensure a better future. This means providing security through good jobs and quality products, but it also means creating new value ahead of the times, being innovative, helping people to realize their dreams, and working towards sustainable development to ensure the Three Joys for future generations.

That is why Honda and its associates contribute actively to the communities where we do business. While each of us is encouraged to become involved in the life of our community by supporting causes and events, it is important to remember that we should not pressure others to contribute or participate in our preferred charitable organizations. We should disclose any active relationship with an external organization prior to participating in Honda's decisions related to the organization.

Make sure you:

- **Take community interests into account when making decisions;**
- **Ensure that your personal support of charitable causes is not viewed as those of the Company;**
- **Follow the Company's policies and procedures for making and soliciting charitable contributions; and**
- **Obtain approval from management before you use any Honda resources to advance a charitable goal.**



Watch out for:

- **Requests from business partners to give to charitable causes. These requests must be approved as part of the Company process, like all other charitable contributions. If a business partner asks you to contribute from your own funds, consult with the appropriate area such as Corporate Affairs or Human Resources/ Associate Relations to make sure doing so will not give the appearance of a conflict.**

## To Learn More

Discuss any questions or concerns about charitable contributions and your work in the community with the appropriate department such as Corporate Affairs or Human Resources/Associate Relations.

## COMMITMENT TO THE ENVIRONMENT

Honda's environmental commitment is evident in every aspect of its business, from research to engineering to production to sales to disposal. This is part of our commitment to the future and our dedication to applying the Honda Philosophy to our actions and decisions. It is Honda policy to comply with all environmental laws, go beyond legal requirements where appropriate and seek ways to minimize environmental impact.

Each associate has a role in protecting the environment and is expected to perform his or her job in accordance with the environmental requirements for that job. For example, you are expected to understand and comply with

all Honda procedures relating to the handling, packaging and transporting of hazardous materials. Honda associates are also encouraged to use their creativity and initiative to improve the efficiency of our products so that they use less energy in production and produce fewer emissions. We can demonstrate sound environmental practices in every part of our daily operations, through our efforts to reduce waste and energy requirements, and by reusing or recycling materials, paper and plastic. If you notice any potential environmental hazards, or opportunities to improve Honda's environmental practices, notify management immediately.

## POLITICAL ACTIVITIES

Honda encourages associates to exercise their right to vote and participate in the political process. Like all responsible citizens, Honda may participate in the political process. However, corporate political participation is highly regulated. No Honda funds or assets will be used for federal, regional, or local political campaign contributions, even where permitted by law without prior written approval of the Vice President of HNA Government Relations and the executive level associate in the respective Honda company making the contribution. Those prohibitions not only cover direct contributions but indirect assistance or support of candidates or political parties by such means as purchasing tickets for special dinners or other fundraising events, or the furnishing of any other goods, associates, services or equipment to political parties or committees.

In addition, no Honda funds or assets will be used for political contributions outside North America, even if permitted by applicable law, without the prior written approval of the Vice President of HNA Government Relations.



The above prohibitions apply only to the use of Honda corporate funds or assets for political purposes and are not intended to discourage you from making personal contributions to candidates, parties or committees of your choice, including lending your services on your own time and at your own expense. If you are involved in politics, you must express your views as an individual, not as a representative of Honda. Therefore, implying endorsement, authorization, or using your status as a Honda associate to promote a political position is prohibited.

If you have contacts with government officials, please make sure you consult with the HNA Government Relations Division, the HNA Law Division or your company's legal group for guidance in this area.

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**Q: My manager asked me for a donation to his wife's political campaign. Is that appropriate?**

**A: No.** Even if your manager is not forcing you to donate, the request alone (since it comes from a member of management) could be seen as inappropriate pressure.

# YOU AND BUSINESS INFORMATION



## CONFIDENTIAL INFORMATION

Honda's continued success depends on developing knowledge and using it to improve the business. Any knowledge that is known only to Honda, gives Honda a competitive advantage, or has been entrusted to Honda by a business partner or customer is confidential information that must be protected. Examples include research and development plans or ideas; design drawings or specifications; manufacturing methods; financial data; pricing; marketing strategy; personal information of associates, business partners or customers; computer programs and any other sensitive information.

You have an obligation to safeguard confidential information by:

- **Keeping it secure, locking cabinets and desks, and protecting sensitive documents with passwords;**
- **Keeping passwords confidential in accordance to Honda policy;**
- **Properly securing laptops and other mobile storage devices;**
- **Discussing it only with other Honda associates who have a need to know in order to do their job;**
- **Not discussing it in public;**
- **Not posting any confidential information to social media sites;**
- **Disclosing it outside Honda only if you have the required permission to do so and the party receiving the information has signed a Honda confidentiality agreement;**
- **Consulting with Honda Patents & Technologies (HPT), the HNA Law Division and/or your company's legal**



group if you know of any developments that may be eligible for protection by patent, copyright or trademark; and/or

- **Complying with Honda's policies and procedures regarding confidential information.**

For additional information see the Global Confidentiality Policy.

When your Honda employment ends, your obligation to protect Honda's confidential information continues and all of Honda's property and documents held by you must be returned to Honda.

## Intellectual Property

Honda's intellectual property (IP) is an important asset that must be protected. Some examples of our IP are:

- **Business and marketing plans**
- **Company initiatives (existing, planned, proposed or developing)**
- **Customer lists**
- **Trade secrets and discoveries**
- **Methods, know-how and techniques**
- **Innovations and designs**
- **Systems, software and technology**
- **Patents, presentations, documents and drawings**

**Q:** Occasionally, on rush projects, we need to provide our business partners with confidential Honda information right away. Is it OK to provide the information first and then quickly follow up with a non-disclosure (confidentiality) agreement?

**A:** No. Disclosing the company's confidential information without first having the recipient sign a non-disclosure agreement would be a serious breach of your obligation to protect Honda's assets. Non-disclosure agreements (sometimes referred to as confidentiality agreements) are, generally speaking, simple relatively short documents. However, some can be more complicated and will require support from Honda Patents & Technologies (HPT), the HNA Law Division or your company's legal group.

**Q:** While traveling on business my laptop disappeared. What should I do?

**A:** This is a very serious concern due to the potential of losing sensitive data. Any time a Honda-issued device is lost or stolen you should report it immediately to the appropriate local law enforcement authority and obtain a copy of the report. In addition, you should contact your supervisor and the Information Security group immediately so your device can be disabled and for any additional measures that need to be taken. You can reach the Information Security group through the local IS help desk/support center.



## COMPETITIVE INTELLIGENCE

Information about competitors is a valuable asset in today's competitive business environment. When collecting business intelligence you, and others who are working on our behalf, must always live up to the highest ethical standards. We must never engage in fraud, misrepresentation or deception to obtain information.

Discuss any questions or concerns about collecting business intelligence with Compliance & Ethics, the HNA Law Division and/or your company's legal group.

## INSIDER TRADING

The law prohibits buying or selling a company's stock when you know material, non-public information about that company. Material information is information which could influence a reasonable investor to buy or sell stock.

Associates aware of material, non-public information relating to Honda, companies with whom Honda does business, or is seeking to do business, may not directly or through friends or family:

- **Buy or sell stock until that information is made public by the company;**
- **Pass information on to others, including other Honda associates; and/or**
- **Make substantial changes to their contributions in the Associate Stock Purchase Plan (if applicable).**

Contact the HNA Law Division and/or your company's legal group with any questions on this Policy.

## BUSINESS AND ACCOUNTING PRACTICES

All records, reports and documents must be complete and accurate. Never make false or misleading entries, statements or alterations in any record whether it relates to financial data; business data such as safety, quality and personnel files; or any other kind of information. Always follow generally accepted accounting principles and practices as

### Legal Holds

**Never alter, conceal or destroy documents or records if they have been requested by a government agency, if they are likely to be requested in connection with an investigation or if they have been placed on a litigation hold by the HNA Law Division, Honda Patents and Technologies (HPT) or your company's legal group. And, of course, never lie or mislead any government representative or lie in connection with any legal or administrative proceeding, and don't try to influence others to lie or mislead.**

well as our internal controls and the Record Retention Policy.

All payments on behalf of Honda must have adequate supporting documentation and be made with the intention and understanding that any part of such payment is only to be used for, and related to, the described purpose.

Honda submissions to government entities must be complete, clear and accurate and never misleading. Honda does not attempt to hide expenditures and does not establish any undisclosed or unrecorded funds, assets or liabilities.

It is imperative that in your written and oral business communications you always tell the truth and avoid exaggeration, inappropriate language and derogatory remarks or characterizations. Not only is it the right thing to do, but business records and communications may also become known to the public through litigation, government investigations and the media. This applies to communications of all kinds including oral, e-mail, voice-mail, daily planner notes and other "informal" notes or memos.

Records of all kinds, including electronic records, should always be retained and maintained according to the Record Retention Policy. Some records must be retained beyond the time specified in the Record Retention Policy if they relate to a pending or potential lawsuit or government investigation. If you aren't sure, contact Compliance & Ethics, the HNA Law Division and/or your company's legal group for guidance. Never store Honda documents or files at home.

Consistent with applicable laws, Honda does not extend personal loans to corporate directors and the executive officer.

**Q: One of my coworkers asked me to approve an invoice for services that have not yet been performed. They told me it's not a big deal; the company is going to perform the service next week. What do I do?**

**A:** If you approve this invoice knowing we have not received the services, you have made a false report. Honda has protocols that must be followed. Talk to your coworker about your concern. If you're not comfortable doing that, contact your manager, an Accounting & Finance manager or Compliance & Ethics about how to proceed.

## GOVERNMENT REQUESTS AND INVESTIGATIONS

Governmental agencies sometimes request information from Honda, and it is always possible that such agencies will make detailed inquiries into Honda affairs. Always be truthful and appropriately responsive to governmental requests for information, including requests made during investigations.

If you receive a non-routine request for Honda information from a government agency or attorney, immediately notify the HNA Law Division and/or your company's legal group before responding. This helps to ensure that Honda's response is appropriate both for the Company and under the law. If you are in doubt whether the request is routine, always refer it to the HNA Law Division and/or your company's legal group. (*Also see Business and Accounting Practices.*)

## LITIGATION AND CLAIMS

Like all large businesses, Honda is sometimes involved in disputes that may result in claims or litigation, or may have documents or information that parties in a litigation not involving Honda may believe are relevant to that litigation. If you receive a legal document related to Honda, such as a summons, statement of claim, complaint, or any other type of written communication demanding compensation or a subpoena or discovery request, you must immediately contact the HNA Law Division and/or your company's legal group to ensure an appropriate and timely legal response. Don't respond to any request, answer questions or produce documents without first discussing the situation with the HNA Law Division and/or your company's legal group.

Under no circumstances should you ever threaten or initiate legal action on behalf of Honda without the prior advice of the HNA Law Division and/or your company's legal group and approval of senior management.

## COMMUNICATING WITH THE MEDIA/PUBLIC

Communicating clearly and accurately with the media and public serves to protect Honda's reputation. Honda values its relationships with the media. We disclose major developments and events in a timely fashion. Only the appropriate department, such as Corporate Affairs or Human Resources/Associate Relations, can respond to media inquiries on behalf of Honda.

The use of social media has grown significantly in recent times. If used appropriately, social networking websites may be new channels for sharing information regarding our products and services. However, if not done properly, use of the websites may expose you and the Company to additional risk. Therefore never give the impression that you are speaking on behalf of Honda in any personal communication, including customer forums, blogs, chat rooms and bulletin boards such as Twitter and Facebook.

If you see anything posted on a social networking website that may violate this provision notify Human Resources/Associate Relations, Compliance & Ethics or Corporate Affairs.



# YOU AND THE LAW



## COMPLIANCE WITH ALL LAWS

Honda follows all applicable laws and regulations and expects all associates to comply with all applicable laws and regulations in carrying out their responsibilities on behalf of the Company. No excuse or pressure can justify violating the law nor may a person acting on behalf of Honda (an agent) be used to do something prohibited by law or Honda policy.

Having embraced the goal of being a global company that society wants to exist, we need to be especially aware of different laws and customs that apply in the many societies and countries where we operate. But maintaining our global viewpoint also means that while we respect the norms of our business partners, customers, and co-workers throughout the world, all associates must, at a minimum, comply with the standards and principles in this Policy unless they are inconsistent with local law, in which case you should seek guidance from the HNA Law Division and/or your company's legal group.

## ANTITRUST AND COMPETITION LAWS

Honda supports free and open competition as well as the antitrust laws intended to promote competition. Antitrust and competition laws prohibit, among other things, agreeing with competitors to limit production, fix prices or divide markets, customers or territories. They also may govern exclusive purchasing or sales agreements with suppliers and customers. This area of the law is extremely complex and can vary from state to state, province to province and country to country but certain rules generally apply:

- **Never share the Company’s competitively sensitive information, such as pricing, with a competitor of the Company;**
- **Never share competitively sensitive information, such as pricing, of business partners or other third parties with their competitors; and**
- **Never take advantage of anyone through manipulation, abuse of privileged information, misrepresentation of facts, or any other intentionally unethical or illegal action.**

If you are ever in doubt about whether a transaction may violate antitrust laws consult the HNA Law Division and/or your company’s legal group.

**Q:** I am long time friend with someone who is now a sales representative for a competitor. When we see each other socially, we talk about the industry and he sometimes tells me about his company’s pricing strategies. I don’t feel comfortable about the situation. What should I do?

**A:** Report the matter to the HNA Law Division and/or your company’s legal group. To avoid even the appearance of impropriety, Honda associates should never engage in conversations with our competitors about pricing, marketing or any other competitive activity. If it happens again, tell your friend it is inappropriate to discuss pricing information.

## ANTI-CORRUPTION LAWS

Honda is striving to be a company that society wants to exist. A critical step in meeting this goal is to consistently abide by the laws and regulations that govern our business everywhere we operate, including laws that prohibit bribes and offers of bribes to government officials. You may not make payments to people acting on behalf of Honda (agents) or any other representative of Honda if you have reason to believe that these payments may result in bribes to government officials. Just because a certain practice may be followed in a particular country or region of a country does not make the practice lawful. If you have any questions regarding practices in other countries contact the HNA Law Division and/or your company’s legal group.

### Payments to Attain Business or Favorable Action

1. Payment of money or anything of value to officials or associates of any government, governmental instrumentality or private enterprise, or any political party, or candidate, for the purpose of securing or retaining business or obtaining favorable actions or decisions is not permitted.
2. The foregoing prohibitions apply equally to the use of Honda corporate and personal funds or assets. They also apply to indirect payments made in any form, such as through consultants, advisors, suppliers, people acting on behalf of Honda (agents), sales representatives, dealers or other third parties.

3. While Honda discourages this practice, certain nominal payments of an administrative nature made in foreign countries (such as obtaining customs clearances, visas and work permits) are not prohibited by this Policy. However, in certain countries, like Mexico, this is not permitted. Please check with the HNA Law Division and/or your company’s legal group.

## CUSTOMS AND INTERNATIONAL TRADE

When importing or exporting products, information or technology, Honda will comply with applicable national laws, regulations and restrictions. This includes compliance with all applicable tax and tariff laws and regulations. All information you or people acting on behalf of Honda (agents) provide to government officials or agencies must be accurate and truthful. Honda also works in close partnership with the government to combat potential terrorism in both receiving goods within North America and importing goods from overseas. Honda has developed a number of policies on trade with other countries, including preparation of shipping papers, valuation, country of origin, hand-carry, and use of preferential duty programs such as NAFTA. Check with the Trade Compliance Department, the HNA Law Division and/or your company’s legal group before shipping goods to other countries.



## Technology Transfers

Most countries have export control laws and regulations which govern the export and re-export of Honda, and other companies', products, services, technology and software. Export rules may restrict the following with respect to some foreign countries:

- **Using business knowledge outside of the associate's country, such as when providing technical assistance to others.**
- **Transferring technical data to someone in another country, such as through the Internet, e-mail, conversations, meetings and database access. This restriction applies to sharing information with other Honda associates, as well as non-associates.**
- **Transferring technology from within one country to persons of another country.**
- **Transporting company assets with certain technology, such as a computer an associate takes on a business trip to another country.**
- **Any discussion with a person of another country, even if they are within your country, which discloses technical information might be considered an export.**

## Boycotts

Many countries have laws that require a company to boycott or refuse to do business with another country, its companies or its citizens. For example, Honda is subject to the anti-boycott provisions of U.S. law that require U.S. firms to refuse to participate in foreign boycotts that the U.S. does not sanction.

Honda and its associates will not participate in, and are required to promptly report any request to join in, support or furnish information concerning an unsanctioned boycott to the government.

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**Q:** My work at Honda requires regular interaction with customs officials. As part of my job, I am routinely asked to provide the customs officials with information about Honda imports and exports. Do I really need to contact the Trade Compliance Department or the HNA Law Division/legal group prior to each and every submission of information to the government?

**A:** The right approach would be to discuss the types of requests your department routinely receives from Customs with the Trade Compliance Department, the HNA Law Division and/or your company's legal group.





# YOUR RESOURCES — HOW TO GET HELP



## OUR COMPLIANCE AND ETHICS PROGRAM

The compliance and ethics program was established, in part, to provide associates with an alternate route to voice questions or concerns with regard to ethical or legal issues in our business. The goal of this program is to assure an environment in which associates feel comfortable seeking advice on business ethics, or to help address potential legal or ethical violations, anonymously or otherwise, and to assist associates in consistently applying the Honda Philosophy to their actions and decisions.

To achieve this goal, the program consists of several parts:

- **The North American Compliance & Ethics Policy. A standard of expected business practices and conduct.**
- **Training and communication. Associates are required to take compliance and ethics training periodically.**
- **Compliance Officers. High-level associates are assigned by the governing authority, (i.e., Board of Directors or managing members) to oversee the program.**
- **The toll-free Compliance & Ethics Line. This number may be used at any time, 24 hours a day, 7 days a week to report any possible violations of this Policy, anonymously if preferred. Compliance & Ethics associates do not use "caller ID" or make efforts to identify the number from which you are calling. Messages to the Compliance & Ethics Line will be transcribed and investigated as appropriate. (See North American Compliance & Ethics Contact Information.)**

The Compliance & Ethics Line is available to Honda associates. It is also available to business partners and other people acting on Honda's behalf (agents) with a concern about our business practices.

- **Compliance & Ethics (C&E) associates. C&E associates are available to ask a question or report any ethical concern or potential or actual legal violation. You may remain anonymous.**

Confidentiality for those who report concerns or who have an ethics question will be maintained to the fullest extent possible. All reports will be taken seriously.

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**Q: Why are we expected to cooperate with Compliance & Ethics investigations? I would rather not get involved.**

A: Your assistance is critical. When the Company conducts an investigation it is reviewing the possibility of a violation of this Policy, other Honda policies or relevant legal requirements. The investigation is necessary to protect individuals, the Company, and, in some cases, the public. If associates do not cooperate it may be impossible to get all the facts and take the right action.

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## QUESTIONS OR CONCERNS

Honda believes that every individual can make a difference. According to the Honda Philosophy, you are expected to go to the spot, address problems personally, face reality and report information directly to the appropriate Honda channel. This philosophy applies to ethical and legal issues just like all other issues. If you're ever concerned with the ethical or legal consequences of an action, address it professionally by using your own good judgment, this Policy, other Honda policies and the advice of appropriate Honda associates.

If the right course of action is unclear, or if you have observed an unethical or illegal act, you are obligated to talk to your supervisor, other appropriate management or Compliance & Ethics.

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**Q: I just learned that a good friend of mine has been accused of harassment and that an investigation is being launched. I can't believe it's true and I think it's only fair that I give my friend advanced warning or a 'heads up' so he can defend himself. Don't I have a responsibility as a friend to tell him?**

A: Under no circumstances should you give him a 'heads up.' Your friend will be given the opportunity to respond to these allegations and every effort will be made to conduct a fair and impartial investigation. An allegation of harassment is a very serious matter with implications not only for the individuals involved but also for the Company. Alerting your friend could jeopardize the investigation and expose the Company to additional risk.

**Q: My Business Unit sets various goals that we are asked to achieve. Sometimes I feel pressured to violate the policies to achieve these goals. Is this acceptable?**

A: No. While successful businesses set high goals and associates strive to achieve them, you should never violate Honda's policies to achieve any goal.

## REPORTING CONCERNS — WITHOUT RETALIATION

If you have a concern, or see a possible violation, the Honda Philosophy calls on you to take the initiative and use your good judgment. This may mean, as a first step, talking to your supervisor. If you are uncomfortable reporting your concern to your supervisor, report it to Human Resources/Associate Relations, Compliance & Ethics or use the Compliance & Ethics Line (see North American Compliance & Ethics Contact Information). Calls to this line may be made anonymously. In order to completely investigate your concern, Compliance & Ethics must have as much information as possible.

When reporting misconduct, information should be provided that is specific and detailed enough to allow the allegations to be completely investigated. Any pertinent documents must be provided and the sources of all information disclosed in order to allow an assessment of its credibility.

If you have already reported your concern through internal resources such as Human Resources/Associate Relations and/or Compliance & Ethics, or you believe the concern should be reported to the regional level, you may contact the Honda North America Corporate Compliance & Ethics Office (HNA CCEO).

Retaliation or adverse action against an associate for cooperating in a formal investigation, or reporting a suspected violation of Honda policy, is a violation of the North American C&E Policy and Honda policy and will not be tolerated. Keep in mind that making a report that you know is false is also a violation of this Policy.

Q: How can the company protect me from retaliation?

A: Honda will take all steps necessary to protect our associates who bring forward concerns from retaliation. Additionally, we will thoroughly investigate all allegations of retaliation and, if substantiated, corrective action, up to and including separation/termination of employment, may result for those who have retaliated against an associate.

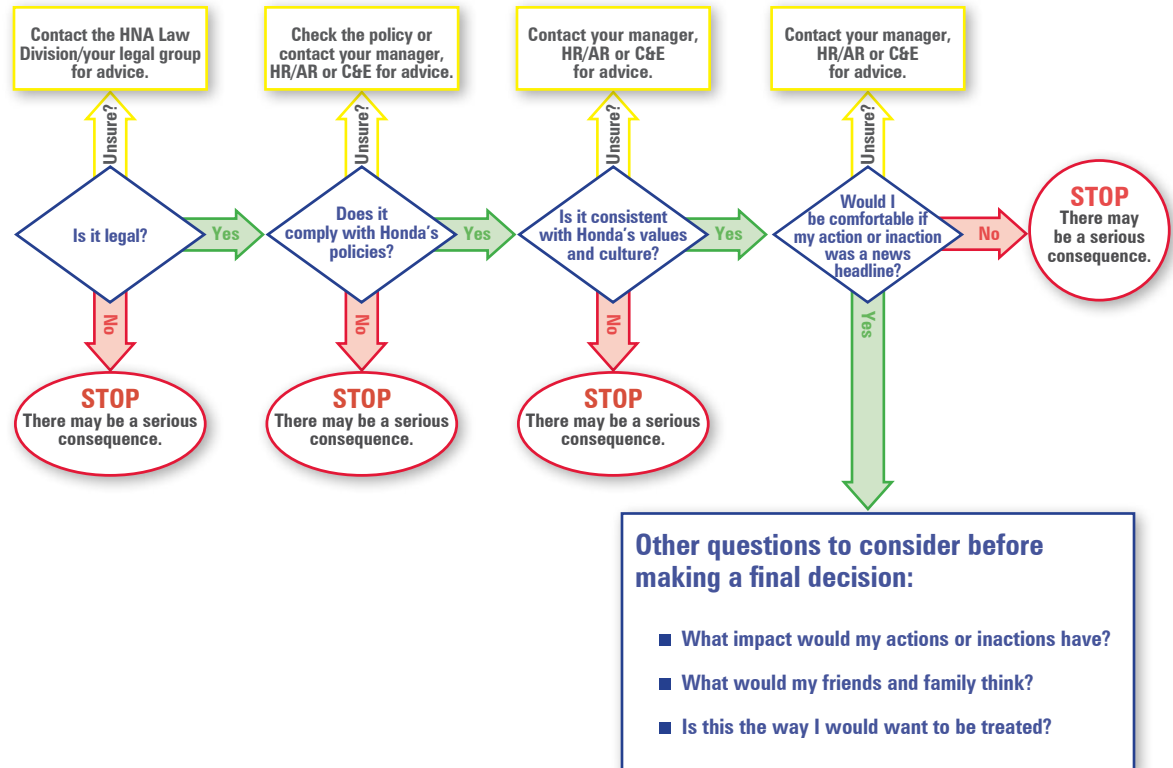
## WHAT TO EXPECT WHEN CONTACTING COMPLIANCE AND ETHICS

When contacting Compliance & Ethics with a question or concern this is what you can expect:

- Your report, concern or question will be taken seriously and will be handled promptly, discretely and professionally.
- All reports will be given the same consideration whether they are submitted anonymously or not.
- Any report or concern raised will be investigated or, if appropriate, referred to Human Resources/Associate Relations or other internal resource channel for response or follow-up.
- We will maintain the confidentiality of your report to the fullest extent possible. However, information will be disclosed as necessary to investigate and address the situation appropriately.
- Substantiated concerns will be resolved through prompt and appropriate action.

## Difficult Decision?

This decision making tool can be a useful tool when you are faced with a difficult decision. If after asking yourself the following questions you are still unsure, talk to your manager, Human Resources/Associate Relations (HR/AR), Compliance & Ethics (C&E) or the HNA Law Division/your legal department.



## Honda's Expectations of You

- If the right course of action is unclear, or if you have observed an unethical or illegal act, you are obligated to talk to your supervisor, other appropriate management or Compliance & Ethics
- If in doubt – ask before acting

Your concern will be handled

- Promptly
- Discreetly
- Professionally



## OTHER RESOURCES

- Member of Management
- Human Resources/Associate Relations
- HNA Law Division
- Your Company's Legal Group
- Associate Handbook
- Company and Department Policies/Procedures

# COMPLIANCE & ETHICS

This publication replaces the previously  
released Compliance & Ethics Policies in  
the North American Region

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# HONDA



*printed on recycled paper using soy ink*