



UNITED
WE RIDE

**Harley-Davidson's
Supplier Code of Conduct**





THE RULES OF THE ROAD: A MESSAGE FROM HARLEY-DAVIDSON'S CEO

Over 120 years ago, the ingenuity, imagination and vision of Harley-Davidson's founders started something that still resonates today: conducting our business with integrity.

We do things the right way. Always. We don't take shortcuts. We don't take the easy way out. We make the right choices—even if they are difficult—especially when they are difficult. We make ethical choices that are worthy of our iconic brand. And we expect the same from our Suppliers.

This Supplier Code of Conduct ("Supplier Code" or "this Code") is for all Suppliers of Harley-Davidson, Inc. ("Company") and for everyone who works for or with our Suppliers, including sub-suppliers, consultants, contractors, subcontractors and agents, as well as the employees of our Suppliers, subcontractors or agents, regardless of level or position ("Suppliers").

We only work with Suppliers who are committed to the principles outlined in this

Code. This Code provides the framework and requirements we expect our Suppliers to apply when working with the Company. We expect our Suppliers to follow this Code, to use it as a guide for working with Harley-Davidson and to refer to it when there are questions.

This Code can't cover every situation, and you might have questions or concerns down the road. When you do, you should speak up and seek assistance from your Harley-Davidson contact or use one of the avenues listed in this Code.

As we continue our journey together, we must maintain our well-deserved reputation for integrity. The decisions we make every day contribute to that reputation, so use this Code when working with Harley-Davidson.

United We Ride.

Jochen Zeitz
Chairman, President and CEO



SPEAK UP RESOURCES

Suppliers can get answers or report concerns by:

- Speaking with your Harley-Davidson contact. You can also use our Code of Conduct Helpline to report a potential violation of the Supplier Code of Conduct.
- Using the confidential Code of Conduct Helpline, which is available anytime, around the world, and if permitted by applicable laws, you can choose to report anonymously.
 - Online: www.h-dcodehelpline.com.
 - Telephone: from inside the United States: 855-318-5389
 - Telephone: from outside the United States:
<https://secure.ethicspoint.com/domain/media/en/gui/33305/report.html>



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FHPC gets to the heart of what we think is most important in all our operations, including those with our Suppliers. As you make decisions, execute plans and communicate with us and other business partners, you can use the four keys of FHPC to help guide you toward the best outcomes.



FAIR, HONEST, POSITIVE AND CREATIVE (FHPC)

HARLEY-DAVIDSON'S
MORAL COMPASS



Fair Means Balanced. It means we see both sides and resist the pressures that can push us into extreme ways of thinking, working or living. Being fair means listening as much as we talk and giving back as much as we take.



Honest Means Sincere. It means not faking it, rather walking the walk as much as we talk the talk. Being honest means admitting our mistakes and owning up to our responsibilities—something that applies to companies as much as it does to individuals.



Positive Means Constructive. It means building things—and people—up, not breaking them down. It means supporting others when they try, encouraging them when they fail and celebrating with them when they succeed.



Creative Means Imaginative. It means thinking outside the box. It means looking at new ways, listening to new ideas and trying new strategies. It means striving for the most innovative solution because just being good enough is never good enough.



COMMITMENT TO EACH OTHER

Respect is our standard operating procedure, and we expect Suppliers to follow it as well.



Culture

We embrace a Culture that supports varying backgrounds, thoughts and perspectives. Similarly, we expect our Suppliers to conduct their business in the same way.

Harassment and Discrimination

Suppliers shall be committed to a workplace that is free from harassment and discrimination based on personal characteristics, beliefs or any other characteristic protected by applicable law.

What is Harassment?

Harassment is unwelcome conduct that creates an intimidating or hostile environment by targeting an individual's protected category. Harassment can be physical, verbal, nonverbal, electronic or online/social media behavior.

Examples of verbal harassment include insults, jokes, inappropriate remarks and teasing because of a protected category. Nonverbal harassment can include the distribution, display or discussion of material that insults or shows hostility or disrespect toward an individual because of their protected category.

What is Sexual Harassment?

Sexual harassment includes unwanted sexual advances or propositions, offers of advancement or threats of employment consequences in exchange for sexual favors, lewd remarks or jokes, degrading or sexually suggestive comments, offensive gestures, unwelcome requests for sexual favors or dates and unwelcome physical contact.



Workplace Health and Safety

Suppliers shall commit to providing a safe and healthy work environment. Supplier workplaces should not allow:

- Conduct that threatens safety, health or security.
- Violence or weapons.
- Working under the influence of any substance that impairs the ability to work safely.



Human Rights

Harley-Davidson is committed to respecting and promoting human rights and supports the [Universal Declaration of Human Rights](#), including the [UN Guiding Principles](#), and the International Labor Organization (ILO) conventions. We are official signatories to the [UN Global Compact](#), and believe in an inclusive stakeholder approach to business across our operations and value chain where people, planet and profit are balanced to deliver long-term value for ALL stakeholders. Suppliers shall conduct their business activities in a manner that upholds these standards.

Protecting Human Rights: Our Suppliers' operations must be free of unsafe and unfair work practices including slavery, forced labor, prison labor, human trafficking or child labor. Suppliers must respect the freedom of association and right to collective bargaining.

Responsible Sourcing of Materials: Suppliers shall comply with all applicable laws regarding the responsible sourcing of materials, including the use of conflict minerals, substances in products and forest management practices. Suppliers shall fully participate and/or respond to Environmental, Social and Governance (ESG) related requests, compliance and environmental surveys, campaigns, trainings, webinars and other related activities and requests from Harley-Davidson, during the course of its business dealings with Harley-Davidson.





COMMITMENT TO HARLEY-DAVIDSON

We expect Suppliers to be accountable. Don't make excuses; do the right thing and follow the rules.

Due Diligence

Throughout the life of the business relationship with Suppliers, including Supplier evaluation and contracting, Harley-Davidson conducts due diligence on Suppliers to assess risks related to bribery and corruption, information security, loss exposures and other areas of concern. To support our due diligence efforts and regulatory compliance programs, Harley-Davidson may periodically require Suppliers to provide additional information. Failure to provide information to Harley-Davidson in a timely manner can result in suspension of future business, as well as delay the initiation of new Supplier relationships.

New Suppliers are required to submit due diligence information to the Harley-Davidson procurement team as part of the procurement process.

Existing Suppliers are required to submit due diligence information to their relationship manager at Harley-Davidson if:

- The Supplier's account has been inactive for over 18 months;
- The Supplier undergoes a merger or acquisition; or
- There are changes to the Supplier's name, legal entity or ownership.



Conflicts of Interest

What is a Conflict of Interest?

Conflicts can happen when personal interests or relationships clash with responsibilities to Harley-Davidson, meaning a Supplier's personal interests or outside activities affect, or could be perceived to affect, a Supplier's ability to make fair and objective decisions.

Unresolved conflicts can have a significant impact on a Supplier's relationship with Harley-Davidson. Suppliers should refrain from having any undisclosed ties to other companies that do business or are seeking to do business with Harley-Davidson and having financial arrangements with Harley-Davidson personnel.

These actions, for example, would require clearance from our Chief Legal Officer to avoid or manage conflicts of interest:

- A Supplier hires a Harley-Davidson information technology specialist as a consultant to work part-time while remaining a Harley-Davidson employee.
- While bidding on a contract for additional services for Harley-Davidson, a Supplier hires the son of a Harley-Davidson employee to serve as a summer intern.
- A Supplier offers the Harley-Davidson relationship manager a personal discount on the Supplier's goods.



Suppliers should come forward and disclose any potential conflicts of interest. Conflicts of interest can be disclosed using Harley-Davidson's confidential Code of Conduct Helpline. The Helpline is available anytime, around the world, and if permitted by applicable laws, you can choose to report anonymously.

- Online: www.h-dcodehelpline.com.
- Telephone: from inside the United States: 855-318-5389
- Telephone: from outside the United States: Located under the How Suppliers Can Speak Up section of the Code on page [21](#)

Bribery and Corruption

We do not work with Suppliers who bribe or accept bribes. This includes providing anything of value to influence anyone's business decision-making or to receive any benefit. It is against Harley-Davidson's Policies, and against domestic and international laws, to offer or accept bribes to influence decision-making.

When interacting with government officials, Suppliers must not offer, promise or provide anything of value to influence decision-making or secure themselves or Harley-Davidson any benefit. This includes making facilitation payments, which are small payments to expedite routine government actions, such as issuing permits.

The actions of third parties taken on behalf of a Supplier or for the Supplier's benefit can expose the Supplier to civil and criminal penalties. Suppliers shall conduct due diligence prior to engaging with subcontractors or other third parties and shall monitor and evaluate third-party relationships for bribery and corruption concerns throughout the engagement with the third party.

Who is a Government Official?

Anyone with any affiliation with a government agency, including a politician, government employees at any level, candidates for political office, an employee of an international organization such as the World Bank, or directors, officers or employees of a government-owned or -controlled (in whole or in part) company.

What Do We Mean By "Anything of Value?"

Just that: cash and cash equivalents, gifts, favors, donations to a favorite charity, a job offer or anything else that could be valuable to the recipient.



Gifts and Entertainment

Suppliers must not offer, provide or receive gifts or entertainment for the purpose of securing a business advantage or influencing decision-making. Suppliers must obtain written permission from Harley-Davidson's Legal Department prior to providing gifts and entertainment to government officials on behalf of Harley-Davidson. Suppliers may not accept gifts or entertainment from government officials on behalf of Harley-Davidson. To better ensure compliance with laws and regulations relating to gifts and entertainment, Suppliers should have policies covering the giving and receiving of gifts and other business courtesies.

What is a Gift?

A gift can be anything of value, for example, tangible items, entertainment, loans, favors, cash, cash equivalents and other benefits.



Confidential Information

Suppliers shall protect Company confidential information and intellectual property. We share this information only with authorized people when there is a business need to do so. We also expect Suppliers to respect the confidential information and intellectual property rights of others.

What is Confidential Information?

Confidential information refers to non-public information such as business or strategic plans, product information and designs, methods, marketing plans, financial information, customer and partner data, organizational charts, intellectual property and other information that is not known outside of an organization.

Suppliers should be aware that trading in a company's securities while having confidential information about that company may violate insider trading laws. Sharing such information with others who then trade in securities could result in additional violations.

What is Intellectual Property?

Intellectual property refers to creations of the mind such as brands and designs, patents, trademarks, copyrighted materials, trade secrets and software.



Data Privacy

Suppliers must secure any personally identifiable information (PII) or similar data entrusted to them using appropriate measures, and store it only for as long as is necessary to do so. PII must be accessed and used only by authorized people for business purposes or other purposes permitted by law.

If a Supplier engages another subcontractor to provide support in executing its contractual obligations to the Company, and that support involves the sharing of the Company's PII or similar data, the Supplier must notify the Company of this arrangement. In addition, the Supplier must ensure that (i) those subcontractors meet the same degree of appropriate measures to protect the PII or similar data; (ii) the data must be accessed and used only by authorized people for Company business purposes (or other purposes permitted by law); and (iii) PII or similar data may only be stored for as long as necessary.

What are Examples of PII?

PII is any information related to a person that could be used to identify that person, either directly or indirectly. It could be a person's name, photo, email address, Social Security number/national ID, phone number, date of birth, salary, bank account details, credit card details, account information or vehicle registration number. It can also include, for example, employee or applicant benefits selections, medical conditions, employment history or other personal characteristics that could identify an individual when combined with other data.



Accurate Financial Records and Recordkeeping

Suppliers must keep up-to-date, truthful and accurate records and have a system of internal controls in place. These internal controls should assure us that your records comply with all applicable laws regarding reporting requirements and accounting standards.



Appropriate Communications

Suppliers must take care in all communications involving Harley-Davidson and ensure they are appropriate. This means they do not disclose confidential information to unauthorized persons or send communications that contain offensive, harassing or other language that may have a negative effect on Harley-Davidson's reputation.

Only authorized individuals may speak for Harley-Davidson and must clearly identify themselves as a Company spokesperson when doing so.





COMMITMENT TO CUSTOMERS AND COMMUNITY

We stand for the timeless pursuit of adventure. Freedom for the soul. We have a bond that brings our customers, employees, dealers and suppliers together.



Environmental Protection and Sustainability

Suppliers must comply with all applicable environmental laws and regulations. Suppliers shall support our goals to minimize our environmental footprint by reducing greenhouse gas emissions, decreasing waste and limiting water and energy use at our facilities.

By considering our environmental impact and providing sustainable products to the communities we serve, we want to partner with Suppliers to help protect our environment and adhere to applicable laws and regulations.



Fair Competition

What is Antitrust?

Antitrust or collusive behavior is when organizations make agreements with each other to divide markets, fix prices or otherwise engage in anti-competitive behavior.

Supplier Best Practices

Suppliers must not engage in anti-competitive behavior that would violate these laws. Suppliers shall be careful with their engagements and conversations with competitors and never discuss any agreements regarding pricing, terms or conditions of sale, production levels, suppliers, customers, market share, territories, quality, distribution or any other confidential information.

In addition, Suppliers shall not seek or use confidential or competitively sensitive competitor information or data. This includes obtaining any such confidential information from competitors directly or through unlawful means, like pressuring someone with confidentiality obligations.



Trade Compliance

Suppliers shall comply with U.S. and other applicable laws and regulations for importing and exporting goods, services, software and technology. This includes adhering to U.S. and applicable international economic sanctions and trade embargoes. Suppliers shall also comply with U.S. anti-boycott laws that forbid compliance with unsanctioned foreign boycotts.





SOLVING PROBLEMS ETHICALLY

Challenges are what this Company is built on. We navigate them by adhering to our ethical principles.



Supplier Responsibilities

Suppliers shall comply with all applicable laws and regulations everywhere they and Harley-Davidson do business. In countries where the applicable law is less restrictive than this Code or Company Policies, we expect Suppliers to follow this Code and Company Policies.

Monitoring and Audits

Suppliers shall monitor their work premises and the premises of any subcontractors used to produce products or services for Harley-Davidson to ensure that the law and ethical standards are followed.

Violations of this Code will result in a review of our business relationship, up to and including termination of the relationship within our contract rights and applicable law.



How Suppliers Can Speak Up

Suppliers have a responsibility to help protect Harley-Davidson's reputation and success.

If you have questions or concerns or believe there has been a violation of this Code or any Harley-Davidson Policy, you should speak up.

You Can Get Answers or Report Concerns by:

- Speaking with your Harley-Davidson contact. You can also use a third-party provider helpline to report a potential violation of the Supplier Code of Conduct.
- Using the Code of Conduct Helpline.
- The confidential helpline is available anytime, around the world, and if permitted by applicable laws, you can choose to report anonymously.
 - Online: www.h-dcodehelpline.com.
 - Telephone: from inside the United States: 855-318-5389
 - Telephone: from outside the United States: use the numbers on the right

REGION	CONTACT NUMBER
Australia	1-800-339276
Austria	0800-291870
Belgium	0800-77004
Brazil	0800-8911667
Canada	1-855-318-5389
China	4001205041
Czech Republic	800-142-550
France	0800-902500
Germany	0800-1016582
India	000-800-100-1071 000-800-001-6112
Italy	800-786907
Japan	00531-121520
Mexico	001-800-840-7907 001-866-737-6850
The Netherlands	0800-0226174
Singapore	800-1204201
Spain	900-991498
Switzerland	0800-562907
Thailand	ITFS: 1-800-011-772 AT&T Direct Dial Access: 1. Dial 1-800-000-133. 2. At the prompt dial 855-318-5389.
United States	1-855-318-5389

*If you are unable to connect to the phone numbers listed, your mobile provider may not offer connectivity to the phone helpline. Please submit your concern using the "Report a Concern Online" intake form at h-dcodehelpline.com.



How We Investigate and Respond

Harley-Davidson, Inc. investigates every report fairly and appropriately, and takes the necessary action for any violations of this Code, the Code of Conduct, or our Policies.

We do not tolerate any retaliation against someone who makes a report in good faith about a concern, who cooperates or participates in an investigation, or who reports misconduct.

If you have been the subject of retaliation for reporting a concern or cooperating with an investigation or have observed retaliation either in person or online, report it to the Code of Conduct Helpline.



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