



FORDDIRECT

Code of Conduct

Driving Innovation with Integrity



A Message from Our Leadership Team

Our team members make FordDirect who we are. We know that connection and community are at the heart of what we do, and we want all our team members to feel they belong and are valued and respected. We also want our team members to feel supported when they speak up.

Making our voices heard, in alignment with our values, helps us fulfill our mission and vision. Through sharing our voices, we achieve collaboration that drives us to *innovate with integrity*. Integrity is one of our Core Values, and along with our other Core Values of Respect, Inclusion, Trustworthiness, and Accountability, it ensures FordDirect remains sustainable, vital, and responsible.

Our Code of Conduct is an extension and expression of our values. It brings together our culture, our policies, and the law to guide us on our road to innovation. Take the time to read it and keep it on hand as a reference. Let it inform your actions and behavior as you contribute your skills, talents, and voice to our continued success.

Though comprehensive, our Code cannot address every situation. When questions arise, please make use of the resources you'll find in these pages. Never hesitate to approach any one of us with any important question or concern.

As we continue to innovate into the future, we will stay true to our values and take care of our people. Thank you for reading, and for all you do. Your commitment to this Code and the values it represents will ensure FordDirect's reputation for integrity remains strong as we move forward.



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Driving Innovation with Our Code





FORD**DIRECT**

Our Vision

To be an indispensable Partner to
Dealers/Retailers and Ford Motor Company.

Our Mission

With a singular customer focus and unparalleled access to data and integrations, we will deliver digital tools, insights, expertise, and field support that Dealers cannot get anywhere else. We will power Ford Motor Company and its Dealers to provide breakthrough customer experiences and engagement through our connected digital ecosystem.



Our Core Values (R.I.I.T.A)

FordDirect has five Core Values – Respect, Integrity, Inclusion, Trustworthiness, and Accountability.

Respect

We value each other, our customers, and our partners by respecting their suggestions and their work. We strive to treat others as we expect others to treat us and empathize with others by putting ourselves in their shoes.

Integrity

We do the right thing, not the easy thing. We encourage discussion on the “right thing to do” and are transparent with all the facts, model ethical behavior, and consistently “walk the talk.”

Inclusion

We work to create an environment that is inclusive for all team members. Our environment fosters a sense of belonging that supports diversity. We encourage and value the voice and contributions of all team members.

Trustworthiness

We always tell the truth and are honest in our dealings with each other, our customers, and our suppliers. We consistently express ourselves in a credible and transparent manner. We consistently seek all relevant information to make objective decisions in the best interests of the organization.

Accountability

We hold ourselves accountable to commitments. We take responsibility for our mistakes and hold ourselves to the same high standards to which we hold others. We understand our customers’ needs, expectations, and deadlines.





How to Use the Code

Use this Code, along with our Core Values and policies, to guide you in making decisions that reflect our commitment to the highest ethical standards and integrity. Use this Code as a tool to help build our reputation and as a resource to guide you when you are unsure.

You can navigate this Code using the Table of Contents. Each section covers a different area of compliance:

- How we treat each other (“Driving Innovation with Our Employees”)
- How we treat our business (“Driving Innovation with Our Business”)
- How we compete in the marketplace (“Driving Innovation in Our Marketplace”)
- How we serve our communities (“Driving Innovation in Our Communities”)

The Code closes with a conclusion and a collection of contacts and resources for further reference. When we have questions, this Code is a great place to look for answers.





Driving Innovation with Our Employees





We Accept Our Responsibilities

What Accepting Our Responsibilities Looks Like

We are all responsible for following our Code and committing to FordDirect's high standards of integrity. Our Code applies to all employees, contractors, the Board of Managers, and all third parties with whom we do business, if required by contract.

Why We Accept Our Responsibilities

When we all follow our Code, we maintain and advance our business. We show how we value each other by acting in accordance with our policies and the law. This is how we keep FordDirect innovating.

How We Accept Our Responsibilities

- Know and follow our Code.
- Sign our Code to certify our commitment to our policies and values.
- Represent FordDirect ethically at all times.
- Model ethical behavior, especially if we are managers.
- Complete all compliance trainings in a timely manner.



Where to Turn with Questions

[FordDirect Employee Handbook](#)

[FordDirect Policies](#)





We Speak Up and Prohibit Retaliation

What Speaking Up and Prohibiting Retaliation Look Like

We promptly report suspected violations of our Code, our policies, or the law, and we never retaliate against anyone who raises a concern in good faith.

Why We Speak Up and Prohibit Retaliation

Always doing the right thing means that we sometimes must do the difficult thing. Speaking up when something isn't right takes courage, but it's how we hold ourselves accountable. That's why retaliation is absolutely out of the question. We support those who raise concerns in good faith because they make FordDirect better, and because they deserve our trust and respect.

How We Speak Up and Prohibit Retaliation

- Promptly report all violations of our Code, our policies, or the law to:
 - A manager;
 - [Human Resources](#); and/or
 - [Legal, Compliance, and Privacy \(Legal\)](#).
- Promptly report anonymously using:
 - www.forddirect.ethicspoint.com
 - 1-844-FDETHIC (333-8442)
- Never investigate by ourselves.
- Always ask if we are unsure about a potential violation of our Code, our policies, or the law.
- Support those who speak up in good faith, and never retaliate against them.

Driving Knowledge: Anonymity and Confidentiality

In some situations, you may be uncomfortable speaking up to a manager, [Human Resources](#), or [Legal](#). Remember that you can always report anonymously. Using the anonymous reporting website and number listed above, you can be sure that your identity will be kept private.

Be aware that choosing to remain anonymous could also make an investigation more challenging. If you do choose to identify yourself, FordDirect will always do its best to maintain the confidentiality of the matter in question throughout the investigation.



Where to Turn with Questions

[Anonymous Hotline Available
for Reporting Conduct Issues](#)



We Make Ethical Decisions

What Making Ethical Decisions Looks Like

No matter the situation, we always make ethical decisions. We do the right thing for each other, for FordDirect, and for our stakeholders.

Why We Make Ethical Decisions

When it comes to our values, we consistently “walk the talk.” Making ethical decisions maintains and strengthens our reputation and enhances our trustworthiness. We ensure our ability to innovate well into the future by always doing the right thing, even if it is not the most advantageous option for FordDirect in the short term.

How We Make Ethical Decisions

- Act and make decisions in alignment with our Core Values, our Code, our policies, and applicable laws and regulations.
- Follow the rule that applies to the situation, whether from the law, our Code, our policies, or another source.
- Choose actions and make decisions that:
 - build trust with each other, our stakeholders, and our customers;
 - we would feel comfortable making public; and
 - uphold FordDirect’s reputation.

Driving Knowledge: Making Ethical Decisions

At times, you may be uncertain of the best possible decision to make. In these challenging situations, ask yourself these questions:

- *Is this action or behavior in compliance with applicable laws and regulations?*
- *Is this action or behavior in alignment with our Core Values and our Code?*
- *Does it follow the rule that applies, whether from the law, our Code, or our policies?*
- *Would I feel comfortable if this action or behavior became public knowledge?*
- *Would it uphold FordDirect’s reputation?*

If you answered “no” to any of these questions, or have any uncertainty, then please discuss with your team members, a manager, [Human Resources](#) or [Legal](#) before making the decision. If you answered “yes” to each question, then you can proceed with confidence.



We Embrace FordDirect's Respectful Culture

What Embracing FordDirect's Respectful Culture Looks Like

Our shared well-being is one of our greatest strengths. Our culture of respect encourages collaboration and enrichment, free of harassment and discrimination.

Why We Embrace FordDirect's Respectful Culture

We cannot innovate for our customers if we feel disrespected or unsupported. Instead, we show how we value one another and advance our shared goals when we treat others as we expect to be treated. We maintain and protect our strong commitment to each other by refusing to tolerate discrimination or harassment of any kind.

Following training and safety protocols contributes directly to our shared well-being and keeps us energized and effective. We do what we can to always support a safe work environment.

How We Embrace FordDirect's Respectful Culture

- Always treat others with dignity and respect.
- Always treat others as you would like to be treated.
- Please don't behave in ways that others may find offensive.
- Openly share opinions and listen to those of others.
- Speak up if we witness offensive or harassing conduct.
- Know and follow all workplace safety procedures.
- Never work under the influence of drugs or alcohol.
- Resolve conflicts calmly and efficiently, and never resort to intimidation or other harassing behavior.
- Promptly report discrimination or harassment to a manager, [Human Resources](#), or [Legal](#), or call the [Anonymous Reporting Hotline](#).
- Promptly report any risk, hazard, or other unsafe working condition to a manager, [Human Resources](#), or [Legal](#), or call the [Anonymous Reporting Hotline](#).





We Embrace FordDirect's Respectful Culture (continued)

Driving Knowledge: Equal Employment Opportunity

Driving innovation with integrity means making hiring decisions based on merit. We want to build our teams with the most qualified people, regardless of background. Doing so makes our teams stronger and drives our success as a business.

To live our value of inclusion, we always treat others fairly. That means focusing on the qualities individuals bring to FordDirect and never discriminating by making unjust or prejudicial distinctions, especially on the basis of a legally protected characteristic. Protected characteristics include, but are not limited to, the following:

- Race
- Color
- National origin
- Sex, sexual orientation or gender identity
- Pregnancy status
- Religion
- Disability
- Veteran or military status
- Age
- Genetic information

Driving Understanding: Embracing FordDirect's Respectful Culture



Recently, my manager took the team out to lunch to celebrate a milestone for our project. As we were waiting for the food to arrive, I overheard him make a racist remark to one of our team members. They both laughed as if it was just a joke, but I felt very uncomfortable. I had never seen that side of my manager, and I wasn't sure what to do. What should I do if something like this happens again?



Your manager's behavior is unacceptable. You should report the incident to [Human Resources](#) or [Legal](#). If you wish to remain anonymous, you may use the [Anonymous Reporting Hotline](#). Please do not wait for an incident like this to happen again. Instead, act immediately to help ensure that it doesn't. We all deserve to work in an environment free of racist or other inappropriate remarks and forms of harassment.



Where to Turn with Questions
[FordDirect Employee Handbook](#)



We Cultivate Diversity, Equity, Belonging, and Inclusion

What Cultivating Diversity, Equity, Belonging, and Inclusion Looks Like

At FordDirect, our people make the difference—all our people. We celebrate our diverse workforce and achieve true collaboration when we remove barriers to participation and treat everyone fairly.

Why We Cultivate Diversity, Equity, Belonging, and Inclusion

Our culture of fairness and inclusion drives our progress and growth. That's why we encourage and value the contributions of all team members and welcome everyone to be their authentic self.

Removing barriers to inclusion allows diversity to flourish. Diverse points of view bring about creative insights and true innovation, which lead to better business decisions that more accurately reflect our communities. As we champion diversity, equity, and inclusion, we will continue to attract a greater variety of talent, rich with varied identities, backgrounds, and insights.

How We Cultivate Diversity, Equity, Belonging, and Inclusion

- Seek input from all team members.
- Identify and remove barriers to participation for all team members.
- Listen respectfully to new and different perspectives.
- Conduct all business impartially, never excluding or favoring any person or group based on unique or protected characteristics.
- Speak up when necessary to protect the views of others.





We Cultivate Diversity, Equity, Belonging, and Inclusion (continued)

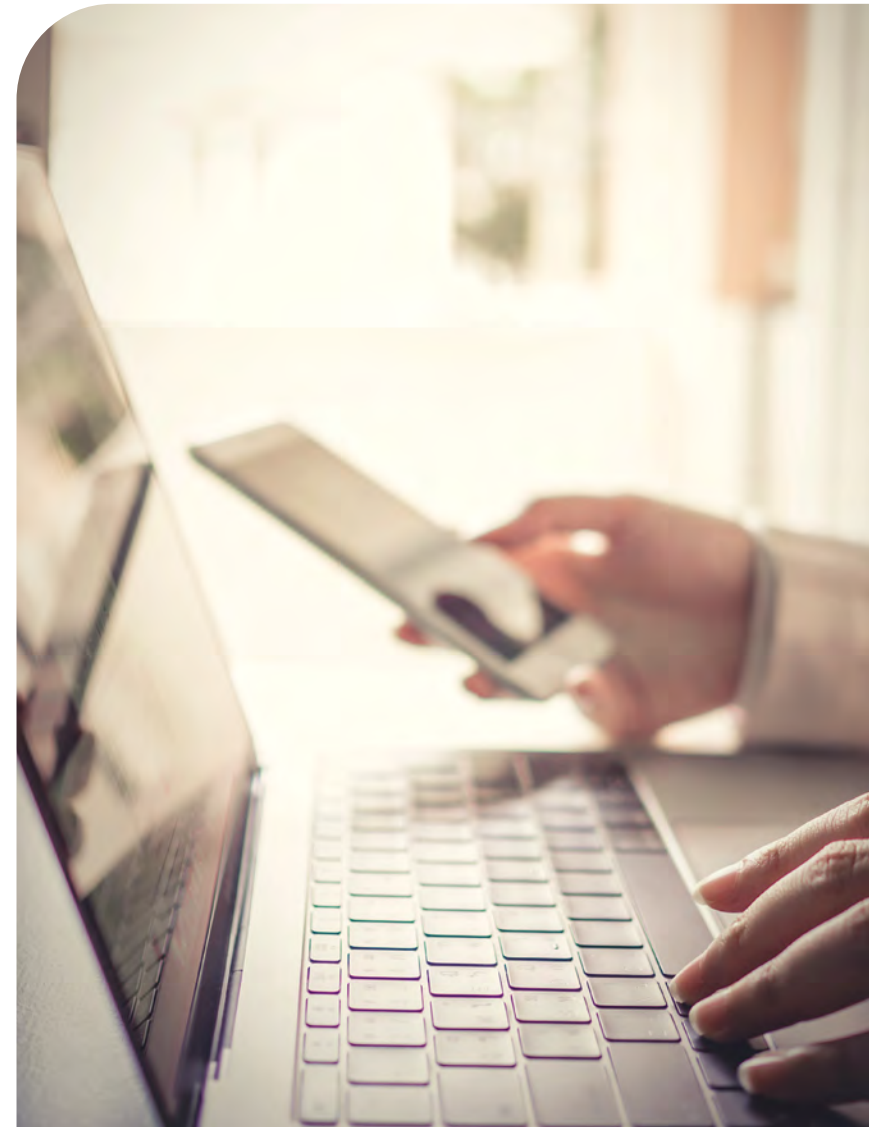
Driving Understanding: Cultivating Diversity, Equity, and Inclusion

Q I have a disability that requires me to use a wheelchair. Our office building has a ramp, and I am able to enter and exit without a problem. However, my desk is too low for me to sit without having to transfer myself to a chair. When I have to leave my cubicle for a meeting, I have to lift myself back into my wheelchair. Is there a way I might get a new, adjustable desk so that I don't have to move myself in and out of my wheelchair?

A Yes. Talk to your manager and contact [Human Resources](#) to request a new desk. Human Resources is responsible for the process of providing reasonable workplace accommodations for people with disabilities. Inclusion is one of our Core Values, and we strive to create an inclusive environment for all team members.

Q I've been hearing the word *equity* a lot lately. I always thought it had to do with asset values, as in "home equity," but I know it can mean something else. I really want to understand the term better so that I can do my part.

A Showing you want to learn more is a great place to start! When it comes to diversity, equity, and inclusion, *equity* is about creating a level playing field. This means giving everyone the opportunity to contribute and advance based on merit. It also means removing barriers that could prevent people from succeeding. Such barriers can be illegal, as in the case of discrimination based on race. They can also be the result of unconscious bias or longstanding norms. We want to remove these barriers to guarantee the greatest possible opportunities and fairest possible outcomes.





Driving Innovation with Our Business





We Are Careful with Artificial Intelligence

What Being Careful with Artificial Intelligence Looks Like

When developing and implementing breakthrough technologies and methods, we take responsibility. We use artificial intelligence (AI), including ChatGPT and other generative AI tools, including the Ford Mach 1 LLM, to serve our goals and needs, not hinder them.

Why We Are Careful with Artificial Intelligence

We leverage AI and other innovative technologies to help Ford Motor Company and Dealers succeed in retail. AI may create new ethical dilemmas for some, but at FordDirect our road is clear: we innovate with integrity.

Our Dealers trust us with data, and our AI can deliver tremendous value. But only if we use it ethically. Generative AI poses serious privacy and security risks, as well as intellectual property concerns. We must follow our policies and the law to ensure we avoid such risks, and instead use AI to increase productivity and speed to deliver.

How We Are Careful with Artificial Intelligence

- Validate all information obtained from generative AI.
- Never use generative AI for coding, and never share our code with generative AI.
- Never use or share confidential or proprietary information with generative AI.
- Never use or share consumer or Dealer personal information with generative AI.
- Never use AI-based image generators, such as DALL-E.
- Follow all [FordDirect policies](#) and procedures when using or developing AI.
- Follow all laws and regulations related to AI, its development, and its application.



Driving Knowledge: AI and Regulatory Compliance

Dealerships face a growing number of security, privacy, and other regulatory compliance issues. AI can generate insights into how these compliance issues affect dealer business and opportunity. Because regulatory compliance is also an area where companies face considerable legal risk, it has to be done right. AI and automation can help with that as well.



We Are Careful with Artificial Intelligence

(continued)



Driving Knowledge: Bias and Discrimination

AI could amplify bias and discrimination that may be inherent in the data that it analyzes. We are aware of this possibility, and we are careful to use and design generative AI in fair and equitable ways. The inclusion that we value for all team members extends to how we innovate in AI and other technologies.

Driving Knowledge: Validating AI Recommendations

The generative AI we use makes combing through huge amounts of data and finding patterns much easier and more efficient than it could be otherwise. AI can even make recommendations based on its findings. Still, we must use our best judgment when evaluating such recommendations. Though AI is a very powerful tool, it is not a substitute for human judgment. If you are ever unsure about an AI-related issue, consult with your manager and **Legal**. We will work together to find an approach that meets our high standards of integrity.



Where to Turn with Questions

[Cyber Risk Management Policy](#)

[Cybersecurity Notification Policy](#)

[Data Classification Policy](#)

[Privacy Policy](#)



We Respect Personal Information Through Data Privacy and Cybersecurity

What Respecting Personal Information Through Data Privacy and Cybersecurity Looks Like

To run our business and provide some of our core products and services, we require personal information from our team members, Dealers, Ford, consumers, and other stakeholders. We handle this information with the utmost care and respect it deserves.

Why We Respect Personal Information Through Data Privacy and Cybersecurity

Managing data and information is key to how we create value for those we serve. They place their trust in us to do what's right, and we act to be worthy of that trust. Our policies, procedures, and security systems are a testament to how we value the confidence others have placed in us.

We are also obligated to follow all laws and regulations related to information and data privacy, wherever we do business. By doing so, we help to maintain an environment where data and information can be shared and used for the greatest good for all.

How We Respect Personal Information Through Data Privacy and Cybersecurity

- Collect and use personal information only as necessary for legitimate business purposes.
- Secure all personal information we collect according to our policies and procedures.
- Never share a party's personal or private information, except on a need-to-know basis for business purposes.
- Complete all privacy and security trainings.





We Respect Personal Information Through Data Privacy and Cybersecurity (continued)

Driving Understanding: Respecting Personal Information Through Data Privacy and Cybersecurity



My team member is requesting access to a classified file. I already happen to have a copy of this file on my computer. Is it OK if I just send her a copy as an email attachment?



No. All our data is governed and classified according to policy. We only share information on an as-needed basis, so you need to be sure your team member is cleared to access the file for a business purpose. If she is, she should be able to access the file on her own. The issue may need to be addressed by IT. Contact a manager to ensure both you and your team member are able to access the data you need to complete your work tasks.



Our technologies use some personal information to generate insights for our Dealers. Recently, one of our Dealers asked to see some of this personal data to get a better understanding of its customers. How should I respond?



Generally, the personal information stored by FordDirect belongs either to Dealers or Ford Motor Company, and it shall remain confidential. We will only share personal information with a Dealer if we can determine that the personal information belongs to that specific Dealer (i.e., that it was collected by or on behalf of that Dealer). If personal information does not belong to the Dealer, then it cannot be shared.



Where to Turn with Questions

[Cyber Risk Management Policy](#)

[Cybersecurity Notification Policy](#)

[Data Classification Policy](#)

[Privacy Policy](#)

[Access Control Policy](#)

[Data Privacy and Protection Principles \(T.R.U.S.T\)](#)



We Protect Confidential and Proprietary Information

What Protecting Confidential and Proprietary Information Looks Like

Our confidential business information enables us to provide solutions unlike any others on the market. We must keep our confidential and proprietary information secure at all times.

Why We Protect Confidential and Proprietary Information

Unique insights and partnerships propel our business. We work hard to develop these insights and secure a competitive advantage for our Dealers. The confidential and proprietary information that arises from our efforts drives our innovation. We understand its value and how essential it is to our future success—and that is why we are committed to protecting it.

How We Protect Confidential and Proprietary Information

- Share confidential business information only with internal team members who are authorized to see it, and only for business purposes.
- Secure all files and devices with proper access controls, including passwords and encryption.
- Never discuss confidential information in public places, or where others may hear.
- Never allow confidential information to potentially be seen in public (e.g., because of laptop use in a café or on an airplane).
- Promptly report any data-related incidents or issues or potential theft of confidential business information to Security at fdcsirt@forddirect.com or your manager.





We Protect Confidential and Proprietary Information (continued)

Driving Understanding: Protecting Confidential and Proprietary Information



I was out catching up with an old friend, and we got to talking about work. He really loves Ford and has driven a Ford pickup truck his whole adult life. I started explaining what we do at FordDirect, and then I stopped myself. How do I know when I'm sharing confidential or proprietary information about our business?



We are excited about the ways we innovate at FordDirect, but we do need to be careful about how we share that excitement. It's OK to explain our products and services generally or the fact that we use AI and other technologies to provide key insights to our Dealers. But getting into too much technical detail could reveal our proprietary information. You did the right thing to stop yourself and consider whether you might reveal anything confidential. The more specific you are about our business plans, technical processes, finances, or go-to-market strategies, the more likely you are to be divulging confidential or proprietary information. If you are unsure, please ask!



I do a fair amount of traveling as part of my role at FordDirect. As a result, I'm on my phone and laptop quite a bit, often in public places. Is this a problem when it comes to confidential and proprietary information?



It could be. Be cautious about what you are discussing on the phone or looking at on your laptop when in public. If you are saying or looking at anything related to our confidential or proprietary information, someone else could be hearing or seeing it. Use a screen protector when working on your laptop. When traveling and handling such information, find private places to work.



Where to Turn with Questions
[Access Control Policy](#)
[Information Security Policy](#)
[Mobile Device Security Policy](#)



We Safeguard Our Assets

What Safeguarding Our Assets Looks Like

We use our assets every day—from office supplies to finances to dealer contact information to data to our intellectual property. To be sure our assets serve us well, we must protect them and use them appropriately.

Why We Safeguard Our Assets

Our many and varied assets are the result of our team members' hard work—from the past to the present. Our ability to continue thriving in the future depends on taking care of and growing our assets. Examples include desktops/laptop computers and mobile devices, company strategy, intellectual property and trade secrets, and financial information.

Using our assets for their intended purposes, monitoring them for signs that they need to be replaced, and protecting them from damage and theft all help to optimize our work environment. When our work environment is optimal, our performance is too.

How We Safeguard Our Assets

- Use assets carefully to ensure they are not damaged, lost, or stolen.
- Secure all assets according to our policies and procedures when not in use.
- Follow all relevant policies and procedures when making purchases or using funds on FordDirect's behalf.
- Follow all relevant policies and procedures when accessing or using our data and communications systems.
- Never take or redirect assets for personal use, and never allow unauthorized persons to access our assets.
- Promptly report loss, damage, or theft of assets to a manager or [Human Resources](#).





We Safeguard Our Assets (continued)

Driving Understanding: Safeguarding Our Assets

Q I have been cleaning out my garage and offering items for sale on eBay. I've been using my work computer and mobile device to check in on the status of the auctions during the workday. Even when I'm at home, I find myself grabbing my work device to check in. Is this an acceptable use of our electronic assets?

A Some personal use of our electronic assets, such as occasionally checking personal email, is OK, but such use should never interfere with work. In addition, you should not have an expectation of privacy when using FordDirect electronic assets for personal matters. You should check your eBay auctions on your own devices and away from work. If you are ever unsure about personal use of FordDirect assets, ask your manager or [Human Resources](#).

Q I have a great software package for protecting my home computers and devices from viruses and other malware. Can I download this software on my work computer and devices?

A No. Though your software may be effective for home use, it could compromise our own cybersecurity systems. Because so much of our business depends on keeping our information systems secure, we must use FordDirect's security systems for all our computers, networks, and devices. This is the best way to ensure protection is consistent and effective. If you have any questions, please contact [Technology](#).



Where to Turn with Questions
[Mobile Device Security Policy](#)
[Acceptable Use Policy](#)
[FordDirect Employee Handbook](#)



We Keep Accurate Books and Records

What Keeping Accurate Books and Records Looks Like

Books and records include everything we produce as part of our business and are the roadmap to where we are and where we are going. We are always honest and accurate in keeping and maintaining them.

Why We Keep Accurate Books and Records

We keep a variety of records to document and assess financial, legal, personnel, and other business matters. These records not only inform our business decisions but also reassure our Dealers and other stakeholders. Our trustworthiness is a fundamental driver of our success, and we create and maintain trust through honest, accurate, and transparent records.

We also have a legal obligation to ensure that our records truly represent our operations as a company. To be sure we meet these obligations, we retain all records for the appropriate amount of time.



How We Keep Accurate Books and Records

- Keep precise, accurate and honest records of all business operations.
- Ensure our records are organized and secure at all times.
- Comply with all generally accepted accounting principles and best practices.
- Never exaggerate or falsify financial records.
- Record and submit all financial and other business records in the proper period and in a timely manner.
- Maintain records in accordance with our [Record Retention Policy](#).
- Provide complete and accurate records if requested for an audit or investigation.
- Comply with any hold notice from Legal related to any record.
- Report any concerns about misleading or falsified records to a manager, [Legal](#), or the [Anonymous Reporting Hotline](#).
- Follow all policies, procedures, and internal controls for proper records management.

Driving Knowledge: **Company Records**

FordDirect keeps a number of different kinds of records, including:

- Emails, text messages, instant messages, and other kinds of correspondence
- Contracts, purchase orders, and invoices
- Financials
- Personnel files
- Strategies, product plans, customer reports, and other kinds of analyses



We Keep Accurate Books and Records (continued)



Driving Knowledge: Destruction of Records

Most records are not meant to be kept forever. When hard copies of records are no longer needed, we shred them. Electronic files are also destroyed when no longer needed. We keep all records according to our [Record Retention Policy](#), and we hold an annual Record Retention Day to help keep our records organized. Only a legal hold or other approved exception can exempt it from our retention policy.

Driving Understanding: Keeping Accurate Books and Records

Q I had to submit an expense report on a recent project. It was my first time preparing such a report, and after submitting it, I realized I had made an error. Should I tell Accounting?

A Yes. All our financial records need to be accurate and up to date. Inform Accounting of the mistake right away so that it can be corrected. You do not need to worry about reprimand for an honest mistake—better to act quickly to make it right.

Q After a recent promotion, I switched offices. My predecessor in this position left a number of work-related records and documents in the desk and on the computer. Can I simply delete the files and shred the physical documents?

A Maybe. You will need to determine what these records are and whether they need to be saved according to our [Record Retention Policy](#). Talk to your predecessor if still employed at FordDirect, your manager, [Human Resources](#), or [Legal](#) for more guidance on how to handle these files and documents correctly. Be sure to check with [Legal](#) as well to be sure there are no holds on any records.



Where to Turn with Questions
[Record Retention Policy](#)



We Safeguard Our Reputation

What Safeguarding Our Reputation Looks Like

To maintain our reputation, we always communicate carefully with investors, the media, and anyone else outside FordDirect. We communicate best when we speak with one voice.

Why We Safeguard Our Reputation

Communicating clearly and consistently ensures that we are purposeful and accurate when engaging others, including investors and members of the media. Our stakeholders also rely on us to be respectful and truthful when sharing our message. We have team members assigned to these kinds of communications, and we trust them to handle all outside inquiries.

How We Safeguard Our Reputation

- Maintain honest, credible, and transparent communications when discussing our business.
- Refer all outside media inquiries to [Marketing](#).
- Never accept unsolicited ideas, and forward any we may receive to [Legal](#).
- Use social media truthfully and with good judgment and common sense, and never present our personal views as those of FordDirect.
- Never share proprietary or confidential information on social media!



Driving Knowledge: Requests for Information

From time to time, outside media, analysts, or investors may want to ask FordDirect questions about our business. Any information we provide to the public must be clear, consistent, and accurate. For this reason, we always refer outside media inquiries to [Marketing](#). These team members have the training and expertise to ensure that we protect our brand and our reputation whenever we communicate with the public.



We Safeguard Our Reputation (continued)



Driving Knowledge: Unsolicited Ideas

Our reputation for innovation depends on our ideas. We never accept idea submissions from outside FordDirect because we do not want our ideas to seem similar to the ideas of others. If you are approached by someone outside FordDirect who wants to share ideas for design, promotion, products, or anything else, politely decline. If you are ever sent unsolicited ideas, please forward them to [Legal](#) with a note about the situation.

Driving Understanding: Safeguarding Our Reputation



One reason I have my current position at FordDirect is because I have been an AI developer for years. I like to write about the topic on my blog, and I was recently invited to be a guest on a podcast. Can I accept the invitation?



We support you in your pursuit of knowledge and in your willingness to share it. Before accepting this invitation, please notify [Marketing](#). They will help with the process for public speaking engagements and help you determine what you can and cannot say publicly about FordDirect. Always be scrupulous about distinguishing your views from those of FordDirect to protect our reputation. In addition, take care to protect our confidential and proprietary information, both on your blog and in any other media you contribute to.



I recently read an article in an online trade magazine that had some mistakes about FordDirect. Can I write a comment to make a correction?



We appreciate that you want to ensure that public information about FordDirect is accurate. However, we speak more clearly when we speak as one. Refer the matter to [Marketing](#), and they can decide the best way to handle the situation.



Where to Turn with Questions

[Social Media Policy](#)

[External Communications Policy](#)



Driving Innovation in Our Marketplace





We Comply with Applicable Laws and Regulations

What Complying with Applicable Laws and Regulations Looks Like

We operate within the law, wherever and whenever we do business. We stay informed about current law and how it affects our business.

Why We Comply with Applicable Laws and Regulations

By respecting the law, we respect our business, the marketplace, our Dealers, our other stakeholders, and each other. Any violation of the law, however small, could slow us down as we drive toward our goals. Maintaining our awareness of the law as it changes and evolves also keeps us attuned to opportunities for innovation.

We know that the easy thing is not always the same as the right thing, and we are prepared to make the adjustments necessary to always do what's right.

How We Comply with Applicable Laws and Regulations

- Learn, know, and stay informed about all laws and regulations that affect FordDirect as a company.
- Learn, know, and stay informed about all laws and regulations that affect our individual roles at FordDirect.
- Attend and complete all trainings on the respective laws and regulations that affect our business.
- Select suppliers who share our commitment to high ethical standards and following the law.
- Direct relevant legal questions we may face as part of our role at FordDirect to a manager or [Legal](#).
- Report possible violations of laws and regulations immediately to a manager, [Human Resources](#), or [Legal](#), or call the [Anonymous Reporting Hotline](#).





We Comply with Applicable Laws and Regulations (continued)

Driving Understanding: Complying with Applicable Laws and Regulations



Our online presence means that customers can access our services anywhere in the world. Is our business subject to laws outside the United States?



Yes. Our technologies and services are used and distributed in compliance with the laws and regulations in all states and countries where they are used. These laws and regulations can be complicated and vary by location. If you are ever unsure about an issue related to how our technologies are distributed across borders, contact [Legal](#) for guidance.



I'm providing support for a customer that is applying our digital services to its platform. The customer is located outside the United States. If I send the customer technical specifications, are these subject to export controls?



Possibly. Laws can vary by country, so there may be a licensing requirement when sharing such information. Consult with a manager and [Legal](#) to be sure you are complying with relevant laws and regulations.



Where to Turn with Questions

[Legal Review Policy](#)

[Privacy Policy](#)





We Prevent Bribery and Corruption

What Preventing Bribery and Corruption Looks Like

Corruption and bribery can only tarnish what we accomplish as a company. We never seek to win business through improper methods, payments, or incentives.

Why We Prevent Bribery and Corruption

We accomplish our mission as a company on our merits and by innovating to create value. We never use bribery or corruption of any kind to achieve our goals because such acts could harm our reputation and lead to significant penalties, including jail time.

By preventing bribery and corruption in all its forms, we keep FordDirect strong as a business, resilient to risk, and trustworthy among its Dealers and stakeholders. We also help to maintain the political and economic health of the communities we serve.

How We Prevent Bribery and Corruption

- Never offer or accept anything of value to gain a business advantage.
- Never offer or accept a bribe, kickback, or any other kind of improper payment.
- Keep accurate, honest, and complete records of all payments made to or from FordDirect.
- Never use a third party to make a payment we would never make ourselves.
- Promptly report any improper payments to a manager, [Human Resources](#), or [Legal](#), or call the [Anonymous Reporting Hotline](#).



Driving Knowledge: Bribes and Kickbacks

Improper payments can come in many forms. Here are two to be aware of:

- **Bribe:** A bribe can be anything of value paid to influence someone else's actions or decisions. One might pay a bribe to win a contract.
- **Kickback:** A kickback is similar to a bribe, but it is paid after a contract is awarded. The person whose influence was bought receives a regular payment as a percentage of the contract.



We Prevent Bribery and Corruption (continued)

Driving Understanding: Preventing Bribery and Corruption

Q I am involved in negotiations with one of our supplier companies. An employee of the company said I could pay a small fee in exchange for special consideration of our proposal. What should I do?

A You should report the incident to your manager and [Legal](#) right away. Do not make any payments. This employee was asking for a bribe. We never violate anti-bribery laws, and we never seek to win business through corrupt means of any kind.

Q An employee of one of our suppliers happens to be a neighbor of mine. He said that his niece is looking for a job in tech services, and that he would send me her résumé. Then he hinted that he could get me box seats at a basketball or hockey game if I put in a good word for her. What should I do?

A Your neighbor is trying to use his influence to get his niece a job at FordDirect. Do not make any agreements with this person. Contact [Human Resources](#) or [Legal](#) immediately for more guidance. We make hiring decisions on the basis of merit and qualifications, and never through corrupt influence.





We Responsibly Give and Receive Gifts and Entertainment

What Responsibly Giving and Receiving Gifts and Entertainment Looks Like

Occasional sharing of gifts and entertainment helps us build and maintain strong partnerships. We are careful to never allow such activities to influence our business decisions.

Why We Responsibly Give and Receive Gifts and Entertainment

Offering gifts and entertainment can be a way for businesses to show goodwill and enhance relationships. We only accept such offers when they are customary, appropriate, and infrequent. We never allow gifts or entertainment to influence our business decisions, and we never offer them as a way to influence the business decisions of others.

To ensure we are always being objective and fair in our business dealings, we are careful and thorough in documenting gifts or entertainment we receive. This ensures that we are transparent and trustworthy. Even the appearance of an improper influence can harm our reputation.

How We Responsibly Give and Receive Gifts and Entertainment

- Never ask for gifts or entertainment from any of our suppliers or customers.
- Document any gifts or entertainment we receive as required.
- Never accept cash.
- Never accept gifts or entertainment from a supplier who we are currently negotiating with or who is part of a competitive event like an RFP, RFI, or bid.
- Never offer gifts or entertainment without getting approval from a manager.
- Consult a manager, [Human Resources](#), or [Legal](#) if we are unsure about a gift or entertainment that has been offered.

Driving Knowledge: Appropriate Gifts and Entertainment

Some gifts and entertainment are appropriate. These must be:

- For a proper business purpose like building relationships or celebrating a product launch;
- Accurately documented;
- Legal;
- Permitted by the policies of both FordDirect and the supplier;
- Of reasonable or nominal value only (not exceeding \$150), and never cash; and
- Not intended to influence business decisions.



We Responsibly Give and Receive Gifts and Entertainment (continued)

Driving Knowledge: A Guide to Accepting Gifts and Entertainment

Most of the time, we politely decline offers of gifts or entertainment from suppliers. However, we may encounter situations when saying no to such an offer would be difficult. In these situations, ask yourself:

- Would accepting this gift be embarrassing, to either yourself or FordDirect?
- Could the gift be seen as an attempt to gain improper influence?
- Does the gift-giver expect something in return?
- Does the gift conflict with FordDirect policy?

If the answer to any of these questions is “yes,” do not accept the gift.

Driving Understanding: Responsibly Giving and Receiving Gifts and Entertainment



Q One of our suppliers offered me a \$500 gift card. He said it was in appreciation for the work I had done on a recent project. Should I accept?



A No. This can create the appearance of favoritism or lead to an expectation of something in return. It also violates company policy. We do great work because we are accountable to each other and our customers. No extra gifts are required.



Where to Turn with Questions

[Gifts and Entertainment Policy](#)
(see section 4 of the Employee Handbook)



We Avoid Conflicts of Interest

What Avoiding Conflicts of Interest Looks Like

We put the interests of FordDirect ahead of our own personal gain, and we avoid situations that could compromise our commitment or objectivity.

Why We Avoid Conflicts of Interest

We serve our Dealers and Ford Motor Company best when we are working together to make objective business decisions. Making decisions this way ensures that we remain competitive and continue to drive innovation. It also strengthens our culture of community and collaboration.

Remember that even the appearance of a conflict of interest can damage our reputation. We are quick to report any situation that could lead to a real or perceived conflict of interest.



How We Avoid Conflicts of Interest

- Make all hiring and other business decisions without favoritism.
- Never allow a family member or close friend to be in a position that reports to us.
- Recuse ourselves from hiring decisions that involve a family member or close friend.
- Recuse ourselves from contract or other business decisions involving a supplier that employs a relative or close friend.
- Disclose all financial stakes in other companies, no matter how small.
- Share all outside business opportunities with FordDirect.
- Never allow outside interests or opportunities to interfere with our work.
- Remain vigilant about outside interests or loyalties that could create a conflict of interest.
- Promptly disclose any possible conflicts of interest to a manager, [Human Resources](#) or [Legal](#).
- When in doubt, discuss with [Human Resources](#) or [Legal](#).

Driving Knowledge: Conflicts of Interest

A conflict of interest can arise when a team member's personal gain could come at the expense of FordDirect's best interests. Conflicts of interest can arise for a number of reasons, including:

- Personal relationships (e.g., family or romantic relationships)
- Activities (e.g., hobbies or outside employment)
- Investments (e.g., owning shares in a FordDirect competitor)
- Association (e.g., serving on the board of an outside organization or company)



We Avoid Conflicts of Interest (continued)



Driving Knowledge: Outside Activities

We respect all team members' rights to enjoy and pursue interests outside of their duties at FordDirect. We all have many sides to our personalities, and in the end, they enrich our community. To be sure outside interests never present a conflict of interest, we must:

- Never allow them to interfere with our job duties;
- Never pursue them while on the job, or using FordDirect resources; and
- Never work or consult for a FordDirect supplier, customer, or competitor.

Driving Understanding: Avoiding Conflicts of Interest



One of my team members has a great idea for a company. She is very talented, and we have become friends. She proposed that we team up and start working on her idea as a side project. Would this be a conflict of interest?



Your team member's idea very well may be for a company that would be in direct competition with FordDirect. In addition, your time and your team member's time at FordDirect should be in the service of FordDirect. You should disclose your situation to a manager, [Human Resources](#), or [Legal](#). Then a determination can be made as to whether you have a conflict of interest that requires disclosure and approval.



My brother-in-law works for an outstanding technology company. He and I got to talking, and we thought FordDirect could do some great things in partnership with his company. Can I arrange for an introduction between his company and FordDirect?



Because you would be making an introduction on behalf of a relative, this would have the appearance of a conflict of interest. We never form business partnerships based on preferential treatment or relationships. However, you may discuss the matter with a manager or [Legal](#). If we follow our [Strategic Sourcing Policy](#) and you are not making decisions regarding your brother-in-law's company, FordDirect may be able to consider doing business with that company.



Where to Turn with Questions

[Conflict of Interest Policy](#)
(see section 4 of the [Employee Handbook](#))



We Compete and Market Fairly

What Competing and Marketing Fairly Looks Like

We win business through the unmatched insights we are able to provide our Dealers and Ford Motor Company. We are never dishonest about the quality of our services, and we don't need to be.

Why We Compete and Market Fairly

A fair marketplace leads to better outcomes for all. We welcome fair competition because it makes us better at what we do—it drives us to innovate more and better. Fair competition also benefits our customers by giving them more options to choose from. We don't take our customers for granted—we strive to exceed their expectations.

In keeping with this philosophy and our values, we are honest and transparent about the services we offer. This is how we build and maintain trust and take pride in what we do.





We Compete and Market Fairly (continued)

How We Compete and Market Fairly

- Deal fairly with customers, suppliers, and competitors, and treat all with respect.
- Never discuss pricing or market strategy with competitors.
- Never make false or disparaging claims about our competitors, their products, or their services.
- Represent our own products and services accurately, honestly, and in a positive light.
- Obtain competitive information legally, using public sources.
- Never use deceit to win business or take advantage of a competitor or supplier.
- Never infringe on copyrights or misuse the intellectual property of others.
- Ensure contracts are signed through the appropriate channels with the proper authority.
- Ensure all advertisements comply with applicable laws and regulations, and our policies.
- Promptly contact a manager, [Human Resources](#), or [Legal](#) if we become aware of attempts at price fixing or other illegal competitive practices, or call the [Anonymous Reporting Hotline](#).



Driving Knowledge: Anticompetitive Practices

Behavior that tends to limit competition comes in many forms, including:

- **Price fixing:** when competitors agree to use the same price.
- **Bid rigging:** when competitors decide in advance who will win the bid in a competitive bidding process.
- **Market division:** when competitors agree not to compete in each other's territories.
- **Group boycott:** when two or more competitors refuse to do business with a specific person or company.

All these practices are illegal and can lead to serious penalties.



We Compete and Market Fairly (continued)



Driving Knowledge: Contracts and Delegation of Authority

We ensure that we negotiate fair contracts in part by understanding who has the authority to sign and approve those contracts. Our Board of Managers approves the delegation of authority for contracts and spending approvals. Our contracts are also subject to a legal review process. These methods keep our contracts responsible and fair.

Driving Understanding: Competing and Marketing Fairly



We recently hired a team member who used to work for one of our competitors. I'm really curious about what he can tell us about his former company's business strategy. Can I ask him?



No. We do not ask for competitive information from our competitors' former employees. Such information could be proprietary, and we do not seek out unfair advantages in the marketplace. We would never want our competitors to ask our former employees about our business plans. We only acquire competitive information from public sources.



I was at a conference attended by some of our competitors. During a coffee break, a sales associate from one of these competitors pulled me aside. She then asked me if I would be willing to share some of FordDirect's pricing information. In exchange, she said she would do the same, and our two companies could work on setting prices together. I declined, but should I do more?



You are right to be concerned. This sales associate was asking you to participate in a price-fixing scheme. This is an anti-competitive practice that hurts customers and could tarnish our industry and reputation. It is also illegal and could lead to severe penalties, including jail time. Contact [Legal](#) to discuss possible next steps.



Where to Turn with Questions

[Delegations of Authority](#)

[Strategic Sourcing Policy](#)



We Partner with Responsible Third Parties

What Partnering with Responsible Third Parties Looks Like

Our business partnerships are a reflection of who we are. We partner with those suppliers who share our commitment to high ethical standards.

Why We Partner with Responsible Third Parties

We cannot innovate alone. Much of the value we create comes from partnering with businesses whose specialties help fuel our own drive to create better solutions.

We build these partnerships based on our strategic goals as a business, but we must also protect our reputation for acting with integrity. We can only do this when our suppliers act in alignment with the law and our high ethical standards.

How We Partner with Responsible Third Parties

- Treat all suppliers fairly, regardless of the importance of the partnership.
- Choose suppliers who can best help us achieve our goals while sharing our values.
- Base our evaluation of suppliers on objective criteria, such as price, quality, technological expertise, and service, as well as ethical standards.
- Avoid even the appearance of a conflict of interest when selecting suppliers, and never exchange gifts or entertainment during that process.
- Hold our suppliers accountable to their commitments and our ethical standards.
- Never share our suppliers' confidential information without written permission.
- Follow our contract review process to ensure suppliers are committed to lawful, ethical business practices.





We Partner with Responsible Third Parties

(continued)

Driving Understanding: Partnering with Responsible Third Parties



One of our suppliers no longer provides the technological support that our team needs. I'd like to find a replacement as quickly as possible so our services don't suffer. How should I go about finding the right partner?



We use a fair and competitive process to find the right suppliers. Collaborate with your manager and Strategic Sourcing to research partners who can provide what we need in a way that aligns with our values. Then begin a process to build the necessary relationships and solicit bids. Remember that we cannot use our original partner's intellectual property when designing a solution with a new partner.



I have been evaluating potential suppliers to help us enhance our digital platform. We have received a number of bids, but one candidate is being investigated for tax fraud. Should I immediately rule this option out?



Possibly. The company in question may not be guilty of wrongdoing. However, FordDirect could still be seen as partnering with an unethical business. Consult with [Legal](#) to get a better sense of the risks involved, and be fair in taking other factors, such as price and quality, into consideration.



Where to Turn with Questions
[Strategic Sourcing Policy](#)





Driving Innovation in Our Communities





We Support Our Communities and Environment

What Supporting Our Communities and Environment Looks Like

We both serve and rely on our communities—we thrive when they thrive. We are also careful to reduce the environmental impact of our business in any way we can.

Why We Support Our Communities and Environment

Connection is at the heart of what we do for our Dealers, and it's also at the heart of how and why we support our communities. Contributing to the communities where we live and work improves well-being for all, reminds us of our broader purpose and values, and deepens the connections that matter most.

The health of our communities and our business also depends on the health of our environment. We bring our drive for innovation to our support for the environment, always finding ways to minimize our carbon footprint and improve operations responsibly.

How We Support Our Communities and Environment

- Participate in voluntary and charitable activities to support our communities.
- Ensure our voluntary and charitable activities do not interfere with our work.
- Never contribute time or funds in FordDirect's name without prior approval.
- Never pressure others to contribute to and/or participate in charitable causes.
- Take steps to minimize the environmental impact of our daily work tasks, such as turning lights off when not needed.
- Report any spills, leaks, or damage involving pollutants to a manager or [Human Resources](#).
- Follow all FordDirect procedures for energy conservation and waste management.
- Follow all environmental laws and regulations and [FordDirect policies](#).





Resources, Investigations, and Conclusion





Resources

To learn more about day-to-day matters at FordDirect, consult the [FordDirect Employee Handbook](#).

To see specific policies, visit the [FordDirect Hub](#) or [Explore](#).

For other resources, visit the [FordDirect Wiki](#) and the [FordDirect Jira](#).

To report a concern or a violation of this Code or the law, contact your manager, [Human Resources](#), or [Legal](#). To report anonymously, use one of these resources:

- www.forddirect.ethicspoint.com
- 1-844-FDETHIC (333-8442)

Investigations

We conduct fact findings and investigations with integrity, fairness, and diligence. When an issue is raised, our priority is to conduct an impartial investigation in a timely manner. We are also committed to protecting employees by maintaining confidentiality as much as possible.

Everyone is expected to cooperate with [Human Resources](#) and/or Compliance investigations, as required. By cooperating fully with fact findings and investigations, we help investigators come to a fair conclusion.



Conclusion

Thank you for your commitment to FordDirect and building a sustainable business that carries on well into the future. Our business depends on connections—with our customers, our owners, and our suppliers, and among our own team members. By staying connected to our values through our Code, **we drive innovation with integrity.**

Remember—we are all responsible for following our Code, our values, and the law. Consequences of a violation can be serious, up to and including termination of employment. If you are ever in doubt about an ethical matter, ask before you act. We are here to help!



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