

**INSIDER TRADING and CONFIDENTIALITY
POLICY**

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1.0 Purpose and Scope

It is the policy of PHINIA Inc. (the “Company”) that each Director of the Company and each Employee of the Company and its subsidiaries comply with all federal and state securities laws and regulations applicable to the purchase and sale of the Company’s securities.

2.0 Applicability

The Insider Trading and Confidentiality Policy (the “**Insider Trading Policy**”) shall apply to all Directors and Employees of the Company and its subsidiaries. The Insider Trading Policy will be disseminated annually to all applicable Employees (including non-employee Directors).

3.0 Restrictions

- 3.1 No Director or Employee shall purchase or sell stock, bonds, options, derivative instruments or other securities of the Company (“PHINIA Securities”), or direct others to purchase or sell PHINIA Securities, if the person is in possession of Material Information that has not been publicly disclosed.

Material Information” has no precise definition: for purposes of this policy, a broad view of the term should be taken. Generally, “material information” includes any information, positive or negative, that a reasonable person would consider important in determining whether to buy or sell PHINIA Securities. Examples include potential business acquisitions or sales of substantial assets; changes in dividend policy or rates; major new products, discoveries or services; significant new contracts or loss of business; significant shifts in operating or financial circumstances, such as changes in debt ratings, changes in earnings or earnings estimates, major write-offs, and liquidity problems; significant litigation or investigations by governmental bodies; extraordinary management developments; and the possibility of a public offering of PHINIA Securities.

Information is publicly disclosed if it is contained in a Securities and Exchange Commission (“SEC”) filing, has been published in the newspapers or other media or has been the subject of a press release and the public has had sufficient time to absorb it. As a general rule, it would be appropriate to refrain from trading for at least two full trading days after the initial release of information to the public.

- 3.2 No Director or Employee, while in possession of material, non-public information of the Company's plans, intentions or actions regarding another corporation, shall purchase or sell, or direct others to purchase or sell, the securities of that other corporation.
- 3.3 Directors and Employees shall not engage in any transaction involving a publicly traded put, call or other option on PHINIA Securities. Directors and Employees shall not sell any PHINIA Securities he/she does not own; i.e., he/she may not “sell short”.
- 3.4 Directors and Employees may not enter into “derivative” transactions including exchange- traded put or call options. Directors and Employees may not engage in

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hedging or monetization transactions such as collars or forward sale contracts.

- 3.5 Directors and designated Section 16 Officers may not enter into any transactions that result in pledging or using PHINIA Securities as collateral to secure personal loans or other obligations. PHINIA Securities may not be held in margin accounts by them. Any exception to the anti-pledging policy will be considered only for extraordinary reasons. Requests for exceptions will be considered by the General Counsel in consultation with the Chair of the Compensation Committee of the Board of Directors.
- 3.6 No Director, Section 16 Officer, their direct reports, the administrative assistants of all of them, or other person notified in writing by the Company (“Covered Persons”) shall purchase, sell or otherwise transfer PHINIA Securities during a no-trade period (“Blackout Period”). Blackout Periods will begin no later than the fifteenth (15th) day before the end of each quarter and continue two trading days after the Company’s earnings for that quarter are publicly released. If earnings are released before the New York Stock Exchange opens, the day of release is the first day “after” release. The purchase of PHINIA Securities by way of an exercise of an option granted under the Company’s Stock Incentive Plan is permitted during a Blackout Period, but the sale or simultaneous purchase and sale of such PHINIA Securities is prohibited. Charitable donations to 501(c)(3) organizations are permitted during Blackout Periods but remain subject to the pre-clearance procedures set forth in this policy.
- 3.7 Covered Persons must seek prior clearance from the Legal Department before any purchase or sale of PHINIA Securities. Each proposed transaction will be evaluated to determine if it raises insider trading concerns or other concerns under applicable federal or state securities laws and regulations.
- 3.8 Any actions in violation of this policy may be grounds for appropriate disciplinary action, including termination of employment, and may expose the Director or Employee to civil and criminal liability.
- 4.0 Additional Restrictions and Reporting Requirements for Directors and Section 16 Officers of the Company**
- 4.1 Any advice will relate solely to the restraints imposed by law and will not constitute advice regarding the investment or tax aspects of any transaction.
- 4.2 Section 16 of the Securities Exchange Act of 1934 imposes certain reporting obligations on the Company’s Directors and Section 16 Officers and provides for strict liability to the Company for all profits resulting from any purchase and sale, or sale and purchase, of PHINIA Securities within a six-month period by such persons. For section 16(b) purposes, profit is determined by matching the lowest purchase price and the highest selling price within six months.
- 4.3 Section 16 requires Directors and Section 16 Officers to file certain reports regarding their ownership of PHINIA Securities with the SEC, the New York Stock Exchange and the Company. These reports include: (i) within 10 days of election or appointment, a Form 3 stating the Insider’s beneficial ownership of PHINIA Securities; (ii) within 2

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business days after there has been a change in their beneficial ownership, an insider must file a Form 4 unless the transaction qualifies for deferred reporting by Form 5; and (iii) within 45 days after the close of the Company's fiscal year, an insider must file a Form 5 to cover any transactions in PHINIA Securities which were eligible for deferred reporting (and not earlier reported on Form 4) and transactions that should have been reported but were not reported on Form 4. The Company must report late and missed filings in its annual proxy statement.

- 4.4 The General Counsel will file the proper report on behalf of insiders who obtain preclearance of transactions in PHINIA Securities and who subsequently notify the General Counsel of the completion of the transaction. Form 4 reports will be posted on the Company's website by the end of the business day following the Form 4 filing as required by Section 403 of the Sarbanes-Oxley Act of 2002.

5.0 Confidentiality and Providing Information

- 5.1 Directors and Employees shall take appropriate measures to restrict access to, and disclosure of material non-public information. In the event a Director or Employee becomes aware of possible insider trading violations by persons under their control, he or she shall contact the General Counsel immediately.
- 5.2 Consistent with the foregoing, Directors and Employees must not discuss internal matters or developments with anyone outside of the Company (including family members), except as required in the performance of his or her regular duties. This prohibition applies specifically (but not exclusively) to inquiries about the Company that may be made by the financial press, investment analysts or others in the financial community. Unless an individual is expressly authorized to respond to inquiries of this nature, such inquiries should be referred to the Company's General Counsel or the Company's Vice President Investor Relations.
- 5.3 Upon request, a Director or Employee must report to the Company's General Counsel all of his or her transactions in PHINIA Securities and certify that all such transactions have been conducted in compliance with the provisions of this policy.

6.0 Pre-Approved Trading Plans

- 6.1 Notwithstanding anything contained in this policy to the contrary, Directors and Section 16 Officers may trade PHINIA Securities under a pre-arranged written trading plan that meets the requirements of Rule 10b5-1(c) of the Securities Exchange Act of 1934.
- 6.2 Prior to establishing a trading plan intended to comply with Rule 10b5-1(c), Directors and Section 16 Officers must submit a copy of such plan to the General Counsel for review and approval.
- 6.3 The Company will adopt separate guidelines governing 10b5-1 plan administration which shall include, but not be limited to, requirements that any proposed Rule 10b5-1 plan or any amendments made to an approved Rule 10b5-1 plan (a) be adopted

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when no blackout period is in effect and (b) observe a cooling off period equal to the later of (i) 90 days after the adoption or modification of the trading plan or (ii) two business days following the filing of the Form 10-Q or Form 10-K for the fiscal quarter in which the plan was adopted or modified, which may be shortened to forty-five (45) days for plans adopted by persons other than Directors and officers.

7.0 Interpretation

Any questions regarding the interpretation, scope and application of the policy set forth herein shall be reviewed with the General Counsel.

8.0 Miscellaneous

- 8.1 The General Counsel will conduct a periodic review as necessary to ensure that the Insider Trading Policy is amended as necessary to remain up-to-date with insider trading laws and regulations.
- 8.2 The General Counsel shall maintain a record of all complaints, including, but not limited to: (i) substance of complaint; (ii) date of receipt of the complaint; (iii) actions taken to investigate the complaint and the dates on which such actions were taken; (iv) recommendations made in response to the complaint and the date such recommendations were made; and (v) outcome of the investigation into the complaint and the date such determination was made (collectively, the “**General Counsel’s Log**”). Copies of complaints and the General Counsel’s Log will be maintained for seven (7) years from the date made.
- 8.3 The Company will not take any inappropriate retaliatory action against any PHINIA employee with respect to good faith reporting of complaints relating to or arising out of the Policy.
- 8.4 The Insider Trading Policy shall continue to be published on the Investor Relations section of the Company’s website,” and “the Company will publish the most recent Insider Trading Policy within a reasonable time after any changes are adopted.

APPROVALS

Policy Committee

Corporate



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REVISION HISTORY

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