

Notice of Annual General Meeting of Shareholders

Thursday, April 23, 2020	Aptiv PLC Headquarters	Record Date
8:30 a.m. local time	5 Hanover Quay Grand Canal Dock Dublin 2, Ireland D02 VY79	The close of business February 24, 2020

Meeting Agenda

Presenting the Company's accounts and auditors' reports for the fiscal year ended December 31, 2019 to the shareholders, passing the following resolutions, and transacting such other business as may properly come before the Annual Meeting:

Ordinary Resolutions

Election of Directors

THAT the following directors be re-elected as directors of the Company:

- 1) Kevin P. Clark
- 2) Nancy E. Cooper
- 3) Nicholas M. Donofrio
- 4) Rajiv L. Gupta
- 5) Joseph L. Hooley
- 6) Sean O. Mahoney
- 7) Paul M. Meister
- 8) Robert K. Ortberg
- 9) Colin J. Parris
- 10) Ana G. Pinczuk
- 11) Lawrence A. Zimmerman

Auditors

- 12) THAT Ernst & Young LLP be re-appointed as the auditors of the Company until the Annual Meeting of the Company to be held in 2021, that the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm is ratified and that directors are authorized to determine the fees to be paid to the auditors.

Advisory, Non-Binding Resolution

Executive Compensation

- 13) THAT the Company's shareholders approve, on an advisory, non-binding basis, the Company's executive compensation.

Resolutions 1 to 12 will be proposed as ordinary resolutions, and Resolution 13 will be proposed as an advisory, non-binding resolution

Record Date

You are entitled to vote only if you were a shareholder of Aptiv PLC at the close of business on February 24, 2020. Holders of ordinary shares of Aptiv are entitled to one vote for each share held of record on the record date.

Attendance at the Annual Meeting

We hope you will be able to attend the Annual Meeting in person. If you expect to attend, please check the appropriate box on the proxy card when you return your proxy or follow the instructions on your proxy card to vote and confirm your attendance by telephone or Internet.

Where to Find More Information about the Resolutions and Proxies

Additional information regarding the business to be conducted and the resolutions is set out in the proxy statement (the "Proxy Statement") and other proxy materials, which can be accessed by following the instructions on the Notice of Internet Availability of Proxy Materials that accompanies this Notice of Annual Meeting of Shareholders.

You are entitled to appoint one or more proxies to attend the Annual Meeting and vote on your behalf. Your proxy does not need to be a shareholder of the Company. Instructions on how to appoint a proxy are set out in the Proxy Statement and on the proxy card.

BY ORDER OF THE BOARD OF DIRECTORS



David M. Sherbin
Senior Vice President,
General Counsel, Chief
Compliance Officer and
Secretary

PLEASE NOTE THAT YOU WILL NEED PROOF THAT YOU OWN APTIV SHARES AS OF THE RECORD DATE TO BE ADMITTED TO THE ANNUAL MEETING.

Record shareholder: If your shares are registered directly in your name, please bring proof of such ownership.

Shares held in street name by a broker or a bank: If your shares are held for your account in the name of a broker, bank or other nominee, please bring a current brokerage statement, letter from your stockbroker or other proof of ownership to the meeting together with a proxy issued in your name if you intend to vote in person at the Annual Meeting.

This Notice of Annual Meeting of Shareholders and the Proxy Statement are being distributed or made available on or about March 9, 2020.