

Terms and Conditions

THESE TERMS AND CONDITIONS GOVERN THE SALE OF ALL PRODUCTS AND SERVICES ("PRODUCTS") BY GENELCO INDUSTRIES INC AND ITS DIVISIONS AND SUBSIDIARIES ("SELLER") AND APPLY NOT WITHSTANDING ANY CONFLICTING, CONTRARY OR ADDITIONAL TERMS AND CONDITIONS IN ANY PURCHASE ORDER OR OTHER DOCUMENT OR COMMUNICATION ("PURCHASE ORDER") FROM BUYER. THESE TERMS AND CONDITIONS MAY ONLY BE WAIVED OR MODIFIED IN A WRITTEN AGREEMENT SIGNED BY AN AUTHORIZED REPRESENTATIVE OF SELLER. NEITHER SELLER'S ACKNOWLEDGEMENT OF A PURCHASE ORDER NOR SELLER'S FAILURE TO OBJECT TO CONFLICTING, CONTRARY OR ADDITIONAL TERMS AND CONDITIONS IN A PURCHASE ORDER SHALL BE DEEMED AN ACCEPTANCE OF SUCH TERMS AND CONDITIONS OR A WAIVER OF THE PROVISIONS HEREOF.

Genelco shall communicate to external providers its requirements for the following as

applicable:

- a. the processes, products, and services to be provided ***including the identification of relevant technical data (e.g., specifications, drawings, process requirements, work instructions)***;
- b. the approval of:
 1. products and services;
 2. methods, processes, and equipment;
 3. the release of products and services;
- c. competence, including any required qualification of persons;
- d. the external providers' interactions with the organization;
- e. control and monitoring of the external providers' performance to be applied by the organization;
- f. verification or validation activities that the organization, or its customer, intends to perform at the external providers' premises;

g. test, inspection, and verification

- h. the use of statistical techniques for product acceptance and related instructions for acceptance by the organization;***
- i. the need to:***
 - a. implement a quality management system;***
 - b. use customer-designated or approved external providers, including process sources (e.g., special processes);***
 - c. notify the organization of nonconforming processes, products, or services and obtain approval for their disposition;***
 - d. prevent the use of suspected unapproved, unapproved, and counterfeit parts (see 8.1.4 and 8.1.5);***

- e. notify the organization of changes to processes, products, or services, including changes of their external providers or location of manufacture;**
- f. flow down to external providers applicable requirements including customer requirements;**
- g. provide a certificate of conformity, test reports, or authorized release certificate, as applicable;**
- h. retain documented information, including retention periods and disposition requirements;**
- j. the right of access by the organization, their customer, and regulatory authorities to the applicable areas of facilities and to applicable documented information, at any level of the supply chain;**
- k. ensuring that persons are aware of:**
 - a. their contribution to product or service conformity;**
 - b. their contribution to product safety;**
 - c. the importance of ethical behavior.**

ANTHONY VALONE
VICE PRESIDENT/GENERAL MANAGER