

# Control of External Providers- TERMS AND CONDITIONS

## Upon receipt of the Purchase Order, the External Provider accepts:

1. Comply with all the requirements specified in the Purchase Order, including, if applicable, those relating to process design, testing, controls, verification of processes and products including critical elements and key characteristics, as well as those relating to the test samples.
2. Follow up and identify in all its documentation the status of identification and revision of parts, drawings, specifications and other relevant technical data.
3. Do not subcontract the product or service object of the Purchase Order to another Supplier without prior authorization from DYAD INDUSTRIES responsible for the Purchase Order.
4. Submit a request for repeal to the buyer and obtain approval before sending any nonconforming product.
5. Inform the buyer of any change of ownership of the company or of any production transfer to another site, in which case DYAD INDUSTRIES reserves the right to cancel the Order.
6. Provide access, upon request, to the DYAD INDUSTRIES representative and / or its Customer or the regulatory authorities concerned with the applicable areas of all facilities or records, including those throughout the supply chain, related to the Purchase Order for verify compliance.
7. Respect all certifications, regulatory and legal requirements applicable to the product or service provided to DYAD INDUSTRIES.
8. Hold all records related to the Purchase Order, including proof of compliance, for 10 years or inform DYAD INDUSTRIES if the disposal must be made prior to that date.
9. Notify DYAD INDUSTRIES via electronic mail or telephone call of the receiving status of the measurement instruments once received, based on the range or scope of the instrument, previously notified by DYAD INDUSTRIES. If the scope is out of specification, the Supplier shall immediately alert DYAD INDUSTRIES.
10. Take steps to predict and prevent the introduction of counterfeit parts into the supply chain and inform DYAD INDUSTRIES of any alleged occurrence of counterfeit products.
11. Understand that these products may have critical structural or mechanical applications and that the supplier has an impact on product safety. The supplier undertakes to disclose all risks associated with the safety of the product.

**Note on Supplier Part Conformity:** If the product delivered to DYAD INDUSTRIES does not meet the requirements and nonconformity has not been accepted by DYAD INDUSTRIES, DYAD INDUSTRIES may request replacement of the product. If the delay required for the repair is not acceptable, DYAD INDUSTRIES will reassess the Provider and it will remain as Conditional until proper corrective action is filed and approved.

## 12. Acting ethically

**Treatment.** We promote transparent relationships with our Suppliers, therefore, we ensure equality of opportunity, respect, and integrity.

**Selection and Development.** Any negotiation with our suppliers must be integrated taking as points to evaluate: the quality of their products, value added, and service, awareness, without generating false expectations of possible negotiations.

We establish a fair evaluation system for our Suppliers, thus achieving lasting, equitable and fair-trade relations. We promote the respect of the intellectual and industrial property of our suppliers, hoping to have the same correspondence with our confidential information.

**Antibribery & Anticorruption.** We are committed to carrying out all our activities in an integral and transparent manner, therefore, we do not consent to any act of corruption or bribery in any of our activities, either inside or outside DYAD INDUSTRIES. We do not receive any type of compensation (money, gifts, travel, discounts only those products that are promotional that have a symbolic value, therefore, we ask our Suppliers to cooperate with our anti bribery policy, in case of having a bribe situation take appropriate action.

## 13. QMS requirements

Also, they are required to establish and ensure following elements are implemented in their day to day activities:

- Implement a quality management system according to AS 9100. IATF 16949 or at least ISO 9001 to handle outsourced works related to aerospace or automotive industries;
  - use customer-designated or approved external providers, including process sources (e.g., special processes);
  - notify the organization of nonconforming processes, products, or services and obtain approval for their disposition;
  - prevent the use of counterfeit parts,
  - notify the organization of changes to processes, products, or services, including changes of their external providers or location of manufacture, and obtain the organization's approval;
  - flow down to sub-tiers suppliers applicable requirements including our customers' requirements;
  - provide test specimens for design approval, inspection/verification, investigation, or auditing;
  - retain documented information, including retention periods and disposition requirements;
  - 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;
- Suppliers has to ensure that their employees are aware of:
- their contribution to product or service conformity;
  - their contribution to product safety;
  - Ensure that personnel working under their control are aware of human factors as applicable;
  - the importance of ethical behavior.