

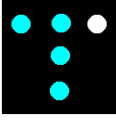
Tricon Industries, Inc.

Supplier Quality Manual

Supplier Quality System Requirements

Every Supplier to Tricon Industries, Inc. is required to create and maintain a Quality System, at minimum, as defined by and in compliance to ISO9001:2000. Suppliers are encouraged to work toward receiving their 3rd party accreditation.

- 1.0 The Quality organization shall be clearly established and well-defined in structure and reporting systems. Responsibilities for planning, implementing and evaluation of the program are expected to be documented and clear.
- 2.0 The Quality commitment should be clearly defined by management and include the use of statistical techniques for control and problem solving.
- 3.0 Training programs should be incorporated throughout the organization, as deemed appropriate to train all employees in the quality aspects of their responsibilities. Training should include statistical techniques, suspect material containment and control, inspection and audit techniques, as well as individual primary employment training.
- 4.0 The Quality System should include the use of statistical techniques, audits by qualified/trained individuals, documentation system to provide for the routine inspection of materials, product and processes, documentation and control of suspect materials, product, and audits. Acceptance criteria must be based on zero discrepancies. The system shall also provide for the identification, control, and calibration of all measurement devices.
- 5.0 Management shall provide for periodic review of systems and procedures of the Quality System to assess the status and effectiveness of the systems and effect continual improvement. The reviews shall be documented and reflect all corrective actions and improvements made.
- 6.0 Tricon Industries, Inc. is committed to the use of statistical controls in it's own operations. Tricon may also specify certain aspects of the Suppliers program. However, it is the expectation that each Supplier have and utilize their own systems.
- 7.0 Suppliers shall maintain a system that provides for the control and use of documents to prevent the use of outdated or superseded information. System controls must be adequate to assure that the proper level of documentation is available to all individuals, as needed, whenever affected activities take place.
- 8.0 Suppliers shall have a system in place, which ensures all measurement devices are properly identified, controlled, and calibrated to establish traceable (NBS) standards. System shall include the tagging of instruments to show the identification number, last calibration date, individual responsible for last calibration, and next calibration due date. Records will be kept reflecting:
 - Name and identification number of the device
 - Frequency of device calibration
 - Date of last calibration and next due date
 - Name of individual performing calibration
 - Results of the last calibration (including any variation noted)



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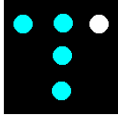
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- 9.0 Systems must be in place which control and track the origin and flow of material throughout the entire process from the receipt of purchased material to final shipping. System must adequately define, control, and force segregation of all materials as needed to assure proper identification, storage, and shipping.
- 10.0 Suppliers shall utilize a system that provides for customer complaints and rejections, including material containment, investigation of root causes, determining and effecting corrective action and follow-up to assure effectiveness and permanent adaptation of the actions, as well as providing timely responses to customers.
- 11.0 Suppliers are to have a response program documented to respond in a timely manner to notify Tricon Industries, Inc. if it is found that nonconforming materials may have been shipped. System must provide for all items in Section 10.0 (above) and be adequate to define exactly the date and lot code designation of the suspect product.
 - 11.1 Suppliers are expected to prepare a written material containment and recall program that defines their plan to effectively capture, contain, and replace all suspect product in-house and in-transit at Tricon Industries, Inc. and our customers.
 - 11.2 Plan must include: Outline for suspect product identification; provisions for return of material to Supplier; sorting/rework/replacement assistance; and immediate plan to supply conforming product. Plan must be made available to Tricon's Quality Assurance and Purchasing Departments upon request.
 - 11.3 Suppliers should provide Tricon Industries, Inc. of advanced notification of late shipments.
- 12.0 Suppliers are expected to establish and utilize accredited laboratories capable of qualitative and quantitative material analysis in compliance to ISO Guide-25, GM GP-10 specifications and employing recognized ASTM methods.
- 13.0 Suppliers are expected to provide certifications of compliance on all material supplied (to accompany each shipment) confirming the product conformance to all purchase order, blueprint, and specifications noted.
- 14.0 Suppliers are expected to complete a Tricon Industries, Inc. Supplier Quality Assessment prior to, or upon initiation of a contract, as well as when periodically requested by Tricon Industries, Inc. throughout the Suppliers employ with Tricon Industries, Inc.
- 15.0 Suppliers are expected to allow for periodic audit of product and/or quality processes at the Supplier location, as requested by Tricon Industries, Inc.

Material Traceability

Suppliers are required to have and utilize a system to identify and record the full traceability of raw material utilized to product provided to Tricon Industries, Inc.

Suppliers are expected to furnish, with each shipment, a form of identification (example date code, lot number, etc.) that can be used by that Supplier to accurately trace that material throughout the Suppliers



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systems to the point of origin.

Suppliers are required to maintain the above noted records for a period of not less than five (5) years.

Production Material Certification

It is required that each lot of product be accompanied with a material certification of quality conformance to the applicable Tricon Industries, Inc. specifications. This certification must accompany the materials and be present at the time of receipt or be faxed prior to the material arrival. Each shipment will be subject to rejection if the required certification is not present or is found to be incorrect.

In addition, the Suppliers quality records will then be so noted and the Suppliers rating adjusted accordingly.

Raw Materials Origin Certification Unprocessed Raw Materials Application:

This applies to all plastics and metals furnished to Tricon Industries, Inc. as raw material for use in product.

Processed Raw Materials:

This applies to all plastics and metals used to create product furnished to Tricon Industries, Inc. It also applies to all Suppliers of plated or dipped coatings and all Suppliers of manufactured parts to be utilized by Tricon Industries, Inc.

Supplier Laboratory Accreditation:

Suppliers are expected to establish and utilize accredited sources capable of qualitative and quantitative material analysis employing recognized ASTM methods. Requirements may include: To provide Tricon Industries, Inc. with documentation supporting the utilization of testing facilities recognized by GM under GP-10 or ISO Guide 25 accreditation with effective dates and scope of testing accredited. Use of suppliers without accreditation requires Suppliers to submit in some cases automotive account samples to accredited test labs for compliance testing prior to shipping material to Tricon. Conformance documentation is expected with initial submission only. Suppliers may request exemption from this requirement by furnishing a cover letter to Tricon's Purchasing Department, explaining that their own internal lab is accredited or they have a contractual agreement with an accredited lab for all testing of materials shipped to Tricon Industries, Inc. Upon receipt of this letter, with the above accreditation information, Tricon Industries, Inc. shall list that Supplier in an accredited lab file. Suppliers are to notify Tricon Industries, Inc. immediately of any change in accreditation or contract status. Tricon's Quality Assurance Department will annotate each Suppliers record to reflect the current accreditation status. Contact Tricon's Quality Assurance Department to validate application of GM GP-10 or ISO Guide 25 requirements.

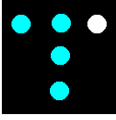
Materials Testing Results Reporting:

Each shipment of material, at time of receipt, shall be supported with complete documentation reporting the actual chemical and properties testing results. Documentation to contain: Specification tested to, method used, expected results, and actual results. Shipments received without the above documented requirement shall be subject to rejection and supplier quality and rating records so noted.

All Suppliers are encouraged to contact Tricon's Quality Assurance Department or a Purchasing Representative for further definition and / or interpretation of any or all requirements.

Approved by: L.A. Schank

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Supplier Change Request

Upon receipt of a PPAP approval, all suppliers are prohibited from making any changes to the part or process without first obtaining written permission from Tricon Industries, Inc. This is to include sub-suppliers and sub-contractors. Altered parts/materials or parts/materials from altered processes are to be submitted following the Tricon Industries, Inc. noted PPAP process. No product or material, from changed materials or processes, is to be shipped to Tricon Industries, Inc. without having been PPAP submitted and approved by Tricon Industries, Inc. Initial shipments of materials or parts from changed processes are to be clearly identified and marked in a manner as to the change level they have been manufactured to.

Supplier Submission Requirements

Suppliers are expected to submit production products and/or materials by following the AIAG PPAP Manual, 4th Edition

Supplier submissions are expected to include a “Declaration to Conformance to Tricon ELV Requirements”, by use of the provided file available at the Tricon Industries, Inc. Web site.

Suppliers are prohibited from making part or process changes without the prior approval of Tricon Industries, Inc. (Ref: AIAG PPAP Manual for specific requirements).

All Tricon Terms & Conditions apply.

Supplier Financial Responsibilities

Suppliers have financial responsibilities for non-conforming materials, late deliveries and their effects, which may include warranty issues and cost recoveries for line down costs, sorting, rework, scrap, premium transportation and other related types of charges incurred by Tricon Industries, Inc. or our customer(s). Cost recovery will be communicated with a SCAR through a cost recovery notice. Suppliers must respond to cost recovery notices within 15 days.