



Supplier Quality Manual

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1. OVERVIEW

1.1 Freudenberg Guiding Principles

LEADERSHIP	PEOPLE	LONG-TERM ORIENTATION
INNOVATION	RESPONSIBILITY	VALUES FOR CUSTOMERS

1.2 Statement of Purpose and Intent

A total commitment to customer satisfaction and continuous quality improvement must be shared by Freudenberg Battery Power Systems (FBPS)/XALT Energy (XALT), collectively to be referenced as FBPS/XALT for the rest of this document, and all its suppliers. As a part of the supply chain, together we must maintain effective quality management systems if we are to remain competitive in the marketplace. FBPS/XALT quality is complemented by the combined efforts of its suppliers.

It is the intent of FBPS/XALT to purchase from suppliers who consistently meet FBPS/XALT expectations for quality, delivery, value, and service as well as share in our attitude toward prevention versus detection. This manual is a tool to inform suppliers of FBPS/XALT expectations and requirements and to communicate how suppliers will be measured against these requirements. The requirements set forth in this manual shall apply to all suppliers of direct materials including, but not limited to those providing production materials, those providing production components and those providing services (e.g., heat treating, painting, plating, etc.) that in any way impact the form, fit or function of direct materials being supplied to FBPS/XALT.

1.3 Application

The requirements stated in this manual are in addition to (and do not replace or supersede) any of the requirements outlined in FBPS/XALT issued purchase orders, engineering drawings, specification requirements, FBPS/XALT Terms and Conditions of purchasing, or other FBPS/XALT supplier requirements. They do not relieve the supplier from the responsibility of ensuring that all materials supplied to FBPS/XALT meet all the requirements specified by FBPS/XALT. In addition to this manual, some FBPS/XALT locations may issue supplements detailing additional requirements for their location. Always check with the Site Quality Manager at the specific FBPS/XALT site being supplied for additional information.

1.4 Validation of Supplier Quality Systems

FBPS/XALT prefers suppliers that have quality systems that are third-party certified to an industry appropriate quality system standard. Unless otherwise allowed for by FBPS/XALT, all suppliers to FBPS/XALT shall be certified to ISO 9001, IATF 16949, and/or AS9100 by an accredited third-party certification body.

The scope of products purchased and the end-use applications may be limited based on the type(s) of certifications held by the supplier. This FBPS/XALT Supplier Manual can be found at <https://www.xaltenergy.com/suppliers>. Other quality system requirements and associated supplements can be obtained from the Automotive Industry Action Group (AIAG) via their website at <http://www.aiag.org>.

To ensure that FBPS/XALT expectations are met, on-site surveys, self-surveys and supplier profile information may be requested for potential or current suppliers. Disciplines subject to evaluation via on-site surveys may include, but are not limited to quality systems, management structure, cost, delivery, technology, and the supplier's expertise in Lean Manufacturing or Six Sigma.

2. SUPPLY BASE MANAGEMENT

2.1 Organizational Responsibility

All raw material and component purchases are managed through the FBPS/XALT Purchasing organization. Under this structure, each purchased raw material or component is assigned a commodity type. This ensures consistent sourcing considerations across all suppliers within a commodity and between all sites within FBPS/XALT. Each commodity is assigned a Commodity Specialist (CS). CS responsibilities include establishing and maintaining lists of approved suppliers, submitting requests for quotes, awarding new business, and establishing commercial terms and conditions for suppliers within their commodity.

2.2 New Suppliers

A supplier is considered a new supplier if it has never done business with FBPS/XALT or its affiliates, or if it has not supplied any product to FBPS/XALT for at least three years. All new suppliers must be approved prior to the awarding of new business. The complete list of approved suppliers is managed by FBPS/XALT Purchasing. The approval process includes providing evidence of an industry appropriate third-party quality system registration by an internationally recognized registrar, passing the FBPS/XALT Cross Functional Evaluation (CFE) and being approved by the CS and required FBPS/XALT management team members.

3. QUALITY PLANNING

3.1 Advanced Product Quality Planning (APQP)

Product quality planning is a structured method of defining and establishing the steps necessary to assure that a product satisfies the customer. Suppliers are required to become involved early in the product development process. Suppliers are responsible to understand the use of their material and its impact on the quality of the finished product. All aspects of material performance and expectation should be clearly understood by the supplier. Supplier may be required to participate in FBPS/XALT plant level APQP programs. This may include but not limited to technical review, design reviews, logistics planning, pre-PPAP planning and other activities as defined by FBPS/XALT Manufacturing, Engineering or Purchasing. Suppliers shall implement project planning and are encouraged to follow the five APQP phases and incorporate the seven elements of APQP to ensure timely delivery of material or components and achievement of program cost and timing goals. Suppliers shall inform the receiving FBPS/XALT site, CS and Supplier Development (SD) of APQP timeline, goals, and progress. For quality planning, FBPS/XALT suppliers should reference the most recent editions of the following manuals published by the Automotive Industry Action Group (AIAG): Production Part Approval Process - PPAP, Potential Failure Mode & Effects Analysis – FMEA, Advanced Product Quality Planning & Control Plan – APQP, Measurement System Analysis – MSA and Statistical Process Control – SPC.

3.2 Prototype Parts

Prototype parts or sample materials may be required for functional testing and plant trial run purposes. Facility personnel will coordinate requirements with suppliers. Prototype parts that are used as pre-production for programs will have the following requirements:

- Signed Submission Warrant
- Ballooned Drawing
- 3-piece 100%-dimensional inspection of all dimensional features, ES testing and relevant notes.
(Clearly identifying pass or fail on the inspection report)

- Deviations for all out of specification conditions must be approved via Supplier Change Request (SCR) by DRE, SQA and Purchasing.
- Capability analysis for all CCs and SCs identified on the part drawing.
- Material and secondary processing certifications (referencing Plating, Heat Treating etc.)

Any questions prototype requirements contact CS.

3.3 Production Part Approval Process

The supplier shall contact the Quality Department at the receiving FBPS/XALT site(s) to obtain a list of part approval process requirements.

FBPS/XALT adheres to the guidelines in the AIAG publication Production Part Approval Process – PPAP for approving all purchased materials and components for automotive applications. PPAP submissions are to be submitted to the Quality Department at the receiving FBPS/XALT site. End customer specific requirements are in addition to any FBPS/XALT or AIAG manual requirements

3.3.1 PPAP Specific Submission Requirement

The default PPAP submission level will be to AIAG PPAP manual Level-3 requirements. The receiving FBPS/XALT site has the option to change the submission level requirements. FBPS/XALT requires that all PPAP documentation shall be completed and available for review, regardless of the submission level requested. In addition to the level-3 submission, any applicable SDS shall be included with PPAP submissions as well as all documentation for any customer specific requirements.

Once FBPS/XALT has approved the supplier PPAP submission, the part is considered production ready, and the ongoing supplier performance measurement and maintenance is in accordance with “Section 5 - Supplier Performance” of this document.

3.3.1.1 “Not Satisfactory” Or “Needs Immediate Action” Items

Suppliers shall not submit a PPAP with non-conforming characteristics without previous written approval from the receiving at FBPS/XALT. Any “not satisfactory” or “needs immediate action” items identified in the PPAP package affecting product fit, form, functional performance or quality shall require an action plan for improvement and may be grounds for PPAP denial. In addition, any previous and current product lots must be tested for proof of acceptability use. If non-conforming conditions exist, the supplier shall immediately notify the receiving FBPS/XALT, SD, and CS. All suspect products are to be placed into containment until disposition approval is granted by the receiving FBPS/XALT and/or SD.

3.3.1.2 Potential Failure Modes & Effects Analysis and Control Plan

The Process FMEA shall document the manufacturing process, any significant characteristics and the actions implemented to reduce the Risk Priority Numbers (RPN) associated with any of the potential failure modes. Use of the AIAG FMEA manual as a guideline is recommended. Control Plans shall be developed identifying significant characteristics and noting the control mechanisms and reaction plans in the event of the failure of the mechanism. Use of the AIAG APQP and Control Plan Manual as a guideline is recommended.

3.4 Early Production Containment

It is highly recommended that suppliers implement an early production containment program to ensure a smooth launch with FBPS/XALT. At the request of the receiving FBPS/XALT site or Purchasing, the supplier shall implement an early production containment program.

In the case of this request, a formal Pre-Launch Control Plan detailing the additional controls, increased inspection audits, and extra testing to be used to identify non-conformances during the production process ramp-up shall be developed. Depending on the dominant factor(s) of the production process (set-up, machinery, fixture, tooling, operator, material/components, preventative maintenance, climate), additional controls shall include:

- Off-line, separate, and independent checks from the normal production process whenever possible.
- Mandatory 100% inspection, as determined by the supplier and receiving FBPS/XALT site, for all pre-production and pilot parts shipped.
- Increased frequency/sample size of receiving, process and or shipping inspections after pre-production and pilot.
- Mandated sub-supplier containment and or sub-supplier support/audits.
- Addition of inspection/control items.
- Increased verification of label accuracy.
- Enhanced process controls such as error proofing.
- Error proofing validation through introduction of known defects.

Early Production Containment data shall be retained per quality system requirements and available upon request by FBPS/XALT Purchasing and/or the receiving FBPS/XALT site. Data should include date and quantity of product manufactured, inspection findings and countermeasures taken. Early Production Containment shall remain in place until such time as the risk of shipment of nonconforming product is minimized or exit is approved by the receiving FBPS/XALT site.

4. ONGOING QUALITY REQUIREMENTS

4.1 Proof of Conformance

Suppliers may be required to submit proof of conformance of materials in the form of Certificates of Compliance (CofC), Certificates of Analysis (CofA), or Material Certifications with each shipment of material. These submissions should state actual test results or measurements for each Significant Characteristic (SC) and Critical Characteristics (CC) listed on the purchasing specification and/or print for components and for each physical property tested for bulk raw materials. The submissions shall identify the purchase order, lot/batch number, FBPS/XALT SAP material number and specific quantity of material covered by the certification.

The proof of conformance submissions shall be provided to the receiving FBPS/XALT site before or at the time of material arrival at FBPS/XALT. For certain bulk raw materials, FBPS/XALT may request for the

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CofA-to be submitted to a dedicated repository for physical property trend monitoring. FBPS/XALT will contact the supplier if this is required.

When it is not required to send material certifications to FBPS/XALT, proof of conformance must be retained at the supplier location and made available upon request by FBPS/XALT. In addition, supplier shall maintain lot traceability and proof of material conformance records as outlined in section 6.7 (records retention policy).

4.1.1 Electronic Component Documentation

A Certificate of Compliance is required for suppliers of electronic components or electronic assemblies.

A document certified by a management representative of the supplier that the product(s) meets the required specifications. Certificate of Compliance must include the following information:

- Date
- Manufacturer
- Reference Test Specifications
- Drawing
- Distributor Name
- Signature of Management Representative
- Title of Management Representative
- Official Company Letterhead

4.1.2 Bulk Raw Material

Material tests and analysis shall be performed on all bulk raw material products where material, chemical, and/or metallurgical requirements are specified. The material certificate of analysis must include the material tested, material specification and the test results outlined in technical specification. Qualified laboratory test results are acceptable if the supplier does not have the capability to perform all tests in-house. The laboratory shall be qualified for the type of measurements or tests conducted.

When a qualified laboratory is used, the supplier shall submit the test results on the laboratory letterhead that includes the date of the tests and the standards used to run the tests. Any questions on CofA contact Commodity Specialist (CS)

4.2 Statistical Process Control (Spc) And Process Capability

Statistical Process Control information may be required to be submitted to FBPS/XALT on a regular basis as supporting verification of material quality. FBPS/XALT may have different requirements for SPC at PPAP (short-term) and during production (long-term). Please contact your receiving FBPS/XALT site, CS or SD for specific details.

At a minimum, SCs, CCs, and those characteristics with safety implications shall be identified on the control plan and shall be recorded and monitored with out-of-control conditions noted. Suppliers shall ensure that out-of-control material is verified as compliant to Specifications before being released for shipment to FBPS/XALT. Special causes of variation should be investigated, identified, and eliminated. Significant Characteristics, Critical Characteristics and those characteristics with safety implications will be identified via the engineering drawing, print or material specification. Where applicable, Cpk shall be calculated and monitored to ensure long-term process capability of material supplied to FBPS/XALT. Suppliers shall target a minimum Cpk of 1.67 unless otherwise specified by FBPS/XALT. Other measures of long-term capability

and stability of material will be considered on a case-by-case basis depending on the type of process and risk level of the material.

Use of the AIAG manual Statistical Process Control – SPC as a guideline is suggested.

4.3 Gages and Measuring Systems

Gages and measuring instruments used for verification of quality must be maintained and calibrated in accordance with AIAG MSA Manual. All gages used to measure characteristics denoted on the process control plan must have a gage R&R <10% or a deviation signed by FBPS/XALT.

Suppliers are required to inform FBPS/XALT of material shipped and found to be manufactured with damaged or out-of-calibration equipment.

4.4 Supplier Corrective Action Requests

A Supplier Corrective Action Request (SCAR) will be issued by FBPS/XALT when requirements are not met. SCARs will impact the supplier's quality rating. (See Section 5.3). Issues requiring a response from the supplier will be communicated to the supplier in a timely manner. Suppliers are expected to respond to the SCAR within 24 hours for acknowledgement and containment plan, 72 hours for containment verification and 30 days for closure. Suppliers are expected to use structured problem-solving techniques such as 8D or 5-why, to generate a timely response with corrective actions that permanently eliminate the root cause of the defect (See Structured Problem-Solving section). Responses are expected in common electronic format and should be submitted via e-mail to author of SCAR.

4.5 Nonconforming Material

4.5.1 Customer Notification of Nonconforming Material

Suppliers are required to immediately notify FBPS/XALT of nonconforming or suspect material that may be in transit or already delivered. Such action is required by FBPS/XALT and will reduce the severity of the quality incident. All communications should be directed to FBPS/XALT, CS and SD.

4.5.2 Containment of Nonconforming Material at the Supplier Facility

Suppliers are expected to react immediately and authoritatively to contain any suspect or nonconforming material to ensure that the impact on FBPS/XALT production is minimal. Nonconforming material shall be immediately contained by the supplier. Suppliers shall implement a 100% off-line inspection of suspect lots. Suppliers shall inform FBPS/XALT of any material that could be considered suspect at the receiving FBPS/XALT site. Records of nonconforming material and customer notification shall be retained per quality system requirements and available upon request by FBPS/XALT Purchasing and/or the receiving FBPS/XALT site.

4.5.3 Nonconforming Material at FBPS/XALT

FBPS/XALT has the option to request assistance from the supplier for on-site inspection of nonconforming material at either, or both, FBPS/XALT and the end user's facility. If non-conforming material is found in at a receiving FBPS/XALT site, 100% 3rd party containment may be implemented at the supplier, FBPS/XALT or end customer site until the root cause is determined and a permanent corrective action is demonstrated. The receiving FBPS/XALT site or end customer shall determine the length of time for 3rd party containment. A report detailing the daily fallout from 3rd party containment shall be provided to FBPS/XALT during this period. All costs incurred from on-site inspection and/or 3rd party containment will be at the supplier's expense.

Nonconforming material will count against the supplier's quality performance score and PPM rating. Quality performance will be communicated to the supplier through the Supplier Scorecard.

4.5.4 Deviation Request

Suppliers are obligated to quarantine any nonconforming, suspect, or unapproved material (see 4.5.2). Under certain circumstances, suppliers may be granted a deviation to continue shipments. A deviation request (see 4.5.8) shall be directed to the receiving FBPS/XALT site and copied to CS and SD. FBPS/XALT will evaluate the risks of using the nonconforming material and consider the impact on the production schedule and customer delivery before approval of the request. Material may not be shipped until the deviation has been approved in writing by the FBPS/XALT. Deviations are to be for a specific quantity of material or for a specific period which will be determined by the FBPS/XALT. If a deviation is granted and these parts are shipped to FBPS/XALT, the parts shall be labeled at a minimum on all four sides of the shipping container. The receiving FBPS/XALT site may request additional labeling of these parts at the expense of the supplier.

4.5.5 Disposition of Non-Conforming Material

FBPS/XALT site shall determine the disposition of supplier non-conforming material. A multidiscipline team convenes as necessary to evaluate the risks of using the nonconforming material and consider the impact on the production schedule and customer delivery. All costs associated with returning or disposing of supplier non-conforming material will be at the supplier's expense.

4.5.6 Visually Nonconforming Material

Unless other arrangements are made in advance of shipment, FBPS/XALT expects all materials to be supplied with consistent appearance (consistent color, texture, shape, packaging, etc.). Visually nonconforming materials may be rejected and a product SCAR may be issued unless FBPS/XALT is notified in advance that the nonconforming material is being shipped. The advance notification shall include (1) a description of how the material differs in appearance from conforming material, (2) the reason for the nonconformance, and (3) a detailed explanation of why the supplier considers the visually nonconforming material to be acceptable for use.

4.6 Structured Problem Solving

Suppliers to FBPS/XALT are expected to implement and support a system of structured problem solving. Suppliers are welcome to use their systems or the FBPS/XALT system if a cross-functional team can identify the root cause of a problem and implement permanent corrective actions. The root cause definition should include the “process” root cause (how did the manufacturing process fail) and the “system” root cause (how did the quality system fail) and the “detection” root cause (why was the nonconformance not discovered). Suppliers should evaluate the effectiveness of the corrective actions for long-term system support within their company. Contact FBPS/XALT Supplier Quality Engineer (SQE) and SD for more information. The AIAG CQI-20 Effective Problem-Solving Guideline is suggested as a reference for structured problem-solving method.

4.7 Chargeback

The supplier may be held responsible for non-standard costs associated with shipments of non-conforming materials received by FBPS/XALT and/or with delivery, document or service issues related to shipments. Purchasing will not submit a chargeback to the supplier until the supplier has been given at least 30 days to determine the root cause of the non-conformance.

In the event of dispute, both FBPS/XALT and the supplier shall agree to promptly meet in a good faith effort to resolve the dispute.

4.8 Supplier Change Management

Suppliers shall request in writing, approval from FBPS/XALT for ALL changes prior to their implementation. This includes but is not limited to changes in supplier(s) of raw materials, packaging, package size, product name, product specification or dimensions, manufacturing location, process conditions, manufacturing equipment, raw materials, or sub-components. Requests for changes shall be submitted using the Supplier Change Request (SCR) form shown in Appendix 7.2 and sent to the following email address SCR@FBPS.com

Change requests to FBPS/XALT are not considered received until the requesting supplier receives a confirmation back from FBPS/XALT after the SCR has been submitted. A request and an acknowledgement do not guarantee that approval for the change will be granted. Changes shall be handled in conformance with ISO and AIAG PPAP manual requirements. Upon review of the request for change, the supplier will be notified of denial of the request, the requirement to submit PPAP for the change or approval of a waiver of PPAP. FBPS/XALT reserves the right to determine the timeline for change implementations.

No change will be allowed without prior written approval from the receiving FBPS/XALT site. FBPS/XALT has the right to evaluate the impact the change will have on their product and advise the

supplier of acceptability and requirements for implementing the change. FBPS/XALT may require test samples for plant trial run requirements.

All suppliers are expected to notify FBPS/XALT when a change in the management structure and/or ownership of the organization occurs.

4.9 Labeling

Labeling shall comply with all requirements defined on purchase orders or other documented communications from FBPS/XALT Purchasing or the receiving FBPS/XALT site. Suppliers are to label each shipping container of material in such a way that the material lot/ batch number, purchase order number, FBPS/XALT SAP material number, and quantity are immediately evident to FBPS/XALT receiving and production personnel.

4.10 Evidence of On-Going Quality Registration

Suppliers are responsible for ensuring that FBPS/XALT has a copy of their current certification of international standards e.g. (ISO 9001, AS9100) etc. registration certificate. Suppliers shall submit a copy to FBPS/XALT of their updated quality system certificate prior to the expiration of the previous certificate. Failure to ensure that the certificate is on file at FBPS/XALT is current and may result in the issuance of a documentation SCAR.

4.11 Risk Management / Contingency Plans

FBPS/XALT Suppliers should identify and evaluate internal and external risks to all manufacturing processes and infrastructure equipment (including IT) essential to maintain production output and to ensure that FBPS/XALT requirements are met. Suppliers shall define contingency plans according to risk and impact to customer and prepare contingency plans for continuity of supply which include a notification process to FBPS/XALT for the extent and duration of any situation impacting customer-operations. Suppliers should also periodically test the contingency plans for effectiveness, conduct contingency plan reviews at least annually using a multidisciplinary team including top management, and update as required. Suppliers should document the contingency plans and retain documented information describing any revision(s) including the person(s) who authorized the change(s). Contingency plans should include provisions to validate that the manufactured product continues to meet customer specifications after the re-start of production following an emergency in which production was stopped and if the regular shutdown processes were not followed.

4.12 Prevention of Counterfeit Parts

FBPS/XALT Suppliers shall plan, implement, and control processes, appropriate to the organization and the product, for the prevention of counterfeit or suspect counterfeit part used in product(s) delivered to FBPS/XALT.

5. SUPPLIER PERFORMANCE FEEDBACK

5.1 Purpose

The purpose of monitoring supplier performance and providing supplier performance feedback is to:

- Communicate to suppliers FBPS/XALT’s assessment of their performance so that appropriate improvements can be implemented.
- Provide an internal measurement system to better evaluate and manage our supply base.
- Assist in determining new business awards.

5.2 Frequency of Assessment

Supplier performance feedback will be provided to current suppliers on a quarterly basis.

5.3 Supplier Performance Reporting System

ELEMENT	MEASURE	RESULTS	POINTS AWARDED
Quality	PPM	0 - 150	25
		151 - 400	20
		401 - 1,000	12.5
		1,001 - 2,500	5
		>2,500	0
	Quality SCAR	0	25
		1	20
		2	12.5
		3	5
		4	0
Delivery	Delivery Performance < 5 days	100%	25
		90% - 99%	20
		80% - 89%	15
		70% - 79%	10
		60% - 69%	5
		50% - 59%	2.5
	< 50%	0	
	Delivery SCAR	0	25
		1	20
		2	12.5
3		5	
		4	0

5.3 HOW SCORES ARE DERIVED

5.3.2.1 Quality Score

Parts per million or PPM is the number of non-conforming units divided by the total number of units shipped to FBPS/XALT, multiplied by one million. The actual Quality Score is determined by comparing the resulting PPM and number of complaints Quality SCARs against the scoring model above.

5.3.2.2 Delivery Score

The Delivery Date rating is based on material or components being received in a timely manner such that the FBPS/XALT manufacturing process is not interrupted. The actual Delivery Score is determined by comparing the resulting Delivery Score and number of Delivery SCARs against the scoring model above. This should not be construed to diminish FBPS/XALT's requirement for 100% on-time delivery of the correct number of parts delivered on the date specified by the using facility.

5.4 Overall Performance Rating Levels

The following are the levels achievable through the FBPS/XALT supplier report card system.

A (PARTNER).....	Rating = 100 – 91
B (GOOD)	Rating = 90 - 75
C (APPROVED)	Rating = 74 - 50
D (NEEDS IMPROVEMENT)	Rating = 49 - 0

If a supplier falls below the minimum Supplier Performance Feedback score of 50 for two consecutive quarters they will be placed in “PROBATION “status. If supplier receives a NEEDS IMPROVEMENT or PROBATION rating, the following actions may be taken:

- Purchasing will send a letter to the management of the supplier notifying them of their unacceptable rating level and requesting immediate attention and a formal written corrective action plan.
- A meeting between the supplier and FBPS/XALT will be required. This meeting can be at FBPS/XALT or the supplier facility as mutually agreed upon.
- FBPS/XALT may offer technical assistance and work with the supplier at their facility to resolve outstanding issues through continuous improvement activities.
- A supplier in NEEDS IMPROVEMENT or PROBATION status will most likely not receive any new RFQs or be awarded any new business (NEW BUSINESS HOLD) until the FBPS/XALT Supplier Quality Team receives and reviews the supplier’s corrective action plans. The Supplier Quality Team will consist of representatives from Purchasing, Supplier Development and the affected FBPS/XALT receiving sites.
- A team decision will be made as to the acceptability of the corrective action plan and the commitment by the supplier’s management team to correcting the performance shortfalls.
- If the supplier ‘s corrective action plan and management commitment are deemed adequate, the supplier status will remain NEEDS IMPROVEMENT or PROBATION, but may be taken off NEW BUSINESS HOLD.
- If the plan and commitment are deemed to be insufficient, the supplier will remain on NEW BUSINESS HOLD until a satisfactory plan is submitted.
- At the discretion of FBPS/XALT Supplier Development and/or Purchasing, a supplier may be left on NEW BUSINESS HOLD until APPROVED status is regained.
- The supplier can regain APPROVED status by achieving an overall score of 61 or greater on two consecutive quarterly rating periods.

6. SUPPLY CHAIN EXPECTATIONS

6.1 Import and Export Compliance

FBPS/XALT requires their supplier to comply with all US laws and regulations regarding Import and Export practices. Recommended reference sites for Import and Export compliance are www.cbp.gov and www.bis.doc.gov

6.1.1 Trading Partner Risk Assessment

All Suppliers are required to pass screening against the Denied Persons List, the Unverified List, Entity List, Specially Designated Nationals list, Debarred List, and the Nonproliferation Sanctions list. FBPS/XALT requires that all suppliers immediately notify FBPS/XALT in the event their Importing or Exporting privileges are denied.

6.1.2 Country of Origin Marking

Per CFR 19 ss 134.11, Country of Origin Marking Required - Unless exempt by law all items imported into the US must be marked with the country of origin conspicuously, legibly, permanently, and in English.

6.1.3 Special Trade Agreement

FBPS/XALT desires to participate in all special trade programs and therefore requires submission of appropriate documents to meet governmental criteria for preferential duty treatment.

6.1.3.1 Certificates of Origin

FBPS/XALT requires the annual submission of an annually updated certificate of origin from each supplier listing all parts purchased by FBPS/XALT. E-mail to sym@FBPS/XALT.com and car@FBPS/XALT.com

6.1.3.2 NAFTA

For those suppliers shipping to FBPS/XALT locations in Canada, Mexico, or the U.S., FBPS/XALT requires the annual submission of a NAFTA certificate of origin listing all parts purchased by FBPS/XALT. E-mail to sym@FBPS/XALT.com and car@FBPS/XALT.com

6.1.4 C-TPAT

FBPS/XALT requires all suppliers to provide their SVI# when certified to US CBP's C-TPAT (Customs Trade Partnership against Terrorism) Program. If certified to another country's Supply Chain Security Program, FBPS/XALT requests a copy of the Certification. All Security data should be emailed to FBPS/XALT's Corporate Logistics Compliance Team at sym@FBPS/XALT.com

6.1.5 ISF

All suppliers shipping to FBPS/XALT U.S. locations via vessel must provide timely Importer Security Filing ("10+2") information to FBPS/XALT or its designated agents. Should US CBP expand this program to all shipments entering the US all suppliers are required to provide the required data. Contact FBPS/XALT's Logistics Compliance at car@FBPS/XALT.com for information regarding FBPS/XALT's preferred forwarders and the ISF program.

6.1.6 Commercial Invoice

A commercial or pro forma invoice shall accompany each export to a FBPS/XALT facility. To ensure proper customs clearance for imported goods, the supplier invoice must contain the following information:

- Name and address of the seller
- Name and address of the purchaser
- Description of the merchandise in sufficient detail to properly classify the imported items. This description must be in English.
- Country of origin
- FBPS/XALT SAP part number
- FBPS/XALT purchase order number
- Number of packages or containers used to pack the merchandise
- Merchandise quantities, weights, and measures
- Terms of Sales with correct INCOTERMS 2010
- Purchase price and currency
- Unit price and extended price on each line
- Total value of shipment

All charges and discounts including but not limited to: assists including tools, dies, molds or other material or equipment provided to supplier by FBPS/XALT

6.1.7 Packing List

A packing list shall accompany each export to a FBPS/XALT facility. To ensure proper customs clearance for imported goods, the supplier invoice must contain the following information (reference Appendix D):

- Name and address of the seller
- Name and address of the purchaser
- Packing List Number
- Description of the merchandise in sufficient detail to properly classify the imported items. This description must be in English.
- FBPS/XALT SAP part number
- FBPS/XALT purchase order number
- Batch/lot number and quantity per batch/lot
- Number of packages or containers used to pack the merchandise

6.2 TRANSPORTATION

6.2.1 Freight Paid by FBPS/XALT

Adhere to carrier selection instructions on purchase orders and/or utilize FBPS/XALT preferred carrier network based upon mode considerations. Questions should be addressed to the FBPS/XALT site.

6.2.1.1 Routing Instructions

Supplier will adhere to routing instructions when provided. It is the supplier's responsibility to ensure compliance with the routing instructions. Deviation from the routing instructions may result in a chargeback to the supplier for freight expenses.

6.2.2 General Mode Considerations for Routing

6.2.2.1 Parcel

Utilize parcel for domestic shipments with a total packaged weight less than 100lbs and for international shipments weight less than 70kgs.

6.2.2.2 Less Than Load (LTL)

Utilize LTL for domestic shipments with a total packaged weight less than 8,000 lbs. and/or less than 12 lineal feet of trailer space. Typical transit time is ~ 1 day per 500 miles of distance between supplier & delivery location. Do not utilize LTL for time sensitive shipments – please contact FBPS/XALT site for specific routing details.

6.2.2.3 Truck Load (TL)

Utilize TL service for loads exceeding 8,000 lbs. within a 500-mile distance of delivery location or loads that exceed 12,000 - 15,000 lbs. at a distance greater than 500 miles. Please contact FBPS/XALT site for specific routing details.

6.2.2.4 Less Than Load (LTL) Expedite

FBPS/XALT does not authorize the use of LTL expedited services. For time sensitive shipments, please contact FBPS/XALT site for specific routing instructions.

6.2.2.5 Ground Expedite

Utilize a ground expedite provider for time sensitive materials, typically within a 750-mile distance. Shipment size can range from 100 lbs. to 42,000 lbs.

6.2.2.6 Domestic Air Expedite

Utilize an air expedite provider for time sensitive materials with final delivery location greater than 750 miles distance. Shipment size can range from 100 lbs. to 10,000 lbs. but the shipment should contain the minimum amount required to meet site needs until product can arrive via normal shipping means.

6.2.2.7 International Ocean Full Container Load (FCL)

Utilize an FCL shipment for ocean product weighing ~8,000 kgs or more and/or consisting of 12.0 cubic meters or more. Product transit time will vary but typically ~ 28-32 days.

6.2.2.8 International Ocean Less Than Full Container Load (LCL)

Utilize an LCL shipment for ocean product weighing more than 250 kgs but typically less than 8,000 kgs and typically, less than 12.0 cubic meters. Product transit time will vary but typically 4-5 longer than FCL shipping.

6.2.2.9 International Air (Standard)

Utilize international air for shipments weight more than 70kgs but typically less than 250 kgs. Typically transit time is ~5-7 days and involves weekend flights with early week deliveries.

6.2.2.10 International Air (Flash)

Utilize international Flash for time sensitive shipments that cannot wait for weekend transport. Typically moves quicker than standard air with ~ transit time of 2-3 days. Often best used for Mon-Wed pickups with delivery required before Monday of following week.

Freudenberg Battery Power Systems LLC and XALT Energy LLC Proprietary and Confidential Information

Do not disclose, in whole or in part, without the prior written consent of Freudenberg Battery Power Systems LLC and XALT Energy LLC.

Uncontrolled if printed

6.2.3 Preferred Carriers

- Parcel – FedEx Ground/Express
- LTL – FedEx, ABF
- FTL – Raven Cargo, contact FBPS/XALT site for instructions
- Ground Expedite – Raven Cargo, contact FBPS/XALT site for instructions
- Air Expedite – FedEx Express, SCAN Global
- International – SCAN Global – contact FBPS/XALT site for specific carrier selection

6.2.4 Premium Freight

Premium freight should be coordinated with the assistance of the FBPS/XALT site personnel at the delivery location. Premium expenses incurred by FBPS/XALT due to supplier issues may be charged back to supplier. All premium shipments should utilize an FBPS/XALT preferred provider unless alternate provider is approved in advance of premium event in writing by FBPS/XALT site personnel.

6.3 ELECTRONIC COMMERCE

6.3.1 ASN

FBPS/XALT expects suppliers to send an advance shipping notice (ASN) for each shipment to FBPS/XALT. Suppliers should use the format preferred by FBPS/XALT receiving site.

6.4 Guidelines for Interaction with Direct Material Suppliers

6.4.1 Order Types

6.4.1.1 Purchase Orders

Purchase orders are primarily one-time orders quantities with specified due date. Changes in demand should be communicated to the supplier via a new discrete order.

6.4.1.2 Scheduling Agreements

Scheduling Agreements are used for higher volume items ordered on a repetitive basis with typically a single item per order/supplier schedule. Requirements are communicated to suppliers via a unique release number which identifies quantity and due dates. Updates to Scheduling Agreements are linked to a new release number and date which reflects last date and quantity of product receipt.

6.4.2 Purchase Orders and Forecast Information

Although FBPS/XALT does experience regular customer order variation both in demand quantity and length of demand forecast it is important to provide our suppliers as much information as possible to maintain a consistent product flow. In general, FBPS/XALT attempts to provide a 12-week forecast of our requirements for each item with the following guidelines.

6.4.2.1 Fabrication Authorization

Fabrication authorization indicates the quantity of a procured item FBPS/XALT authorizes the supplier to manufacture. In general firm fabrication authorization is for the current plus three future weeks of released demand.

6.4.2.2 Raw Material Authorization

Raw material authorization indicates the quantity of raw material FBPS/XALT authorizes the supplier to procure for future manufacturing. This quantity would be covered by weeks five through eight on a 12-week rolling cycle.

6.4.2.3 Forecast Planning Information

Planning information for weeks 9-12 is provided as a forecast only and FBPS/XALT-is not authorizing the supplier to procure material or manufacture products based on this projected demand.

6.5 Corporate Social Responsibility Policy

FBPS/XALT expects suppliers to embrace and adhere to the following principles as part of their business policy.

Forced Labor and Child Labor

Prohibit forced labor in any form. Prohibit the use of child labor and prohibit the exploitation of children.

Health and Safety

Ensure compliance with all applicable health and safety laws and regulations and promote the health, safety and well-being of its personnel.,

Working Hours

Supplier will comply with laws applicable to working hours.

Discrimination

Support equal opportunity and prohibit discrimination against any individual regardless of race, color, religion, national origin, veteran status, age, height, weight, sex, sexual orientation, or disability.

Remuneration

Ensure compliance with all applicable wage laws including minimum wage requirements.

Fair Competition

Engage in fair competition and comply with applicable antitrust and commercial laws.

Integrity / Ethical Business Conduct

Act in a manner that is regarded as appropriate, ethical, and constructive. Do not tolerate corruption.

Principle of Sustainability

Ensure environmental protection and the health and safety of the people. Exclude the use of raw materials and products from questionable sources. (i.e., Dodd-Frank Act / Conflict Minerals)

Compliance with Foreign Trade Laws

Adhere to all applicable foreign trade laws.

Fair and Respectful Working Conditions

Promote mutual respect, understanding and trust.

Intellectual Property Rights

Protect all patents, trade secrets, trademarks, copyrights, or other intellectual property.

Conflict of Interest

Promote a policy of full disclosure to assess and prevent potential conflicts of interest.

Cooperation with Authorities

Maintain a cooperative relationship with law enforcement and regulatory authorities.

Minority Suppliers

FBPS/XALT Purchasing supports FBPS/XALT's customer goals for doing business with minority suppliers. Minority suppliers will meet the same qualification criteria as non-minority suppliers.

6.6 RECORDS RETENTION POLICY

These retention periods are minimum requirements for FBPS/XALT Freudenberg-NOK Sealing Technologies Suppliers and may be superseded by foreign, federal, state, or local regulations or customer requirements. Customer specific requirements that differ from the retention periods below, will be communicated to suppliers through the APQP process and/or the purchase order.

Records must be available for review by FBPS/XALT upon request and retained as follows:

Document Description	Minimum Retention Period
Production part approval documents (PPAP)	Life of the part (production and service) plus 1 year
Tooling Records	Life of the part (production and service) plus 1 year
APQP Documentation	Life of the part (production and service) plus 1 year
Purchase Orders & Amendments	Active plus 7 years
Quality records (e.g., control charts, inspection and test results)	1 year
Quality system audits and management reviews	3 years
Material Certifications, Certificates of Analysis, Proof of Conformance documents	25 years

7. APPENDICES

7.1 Appendix A – Acronyms and their Meanings

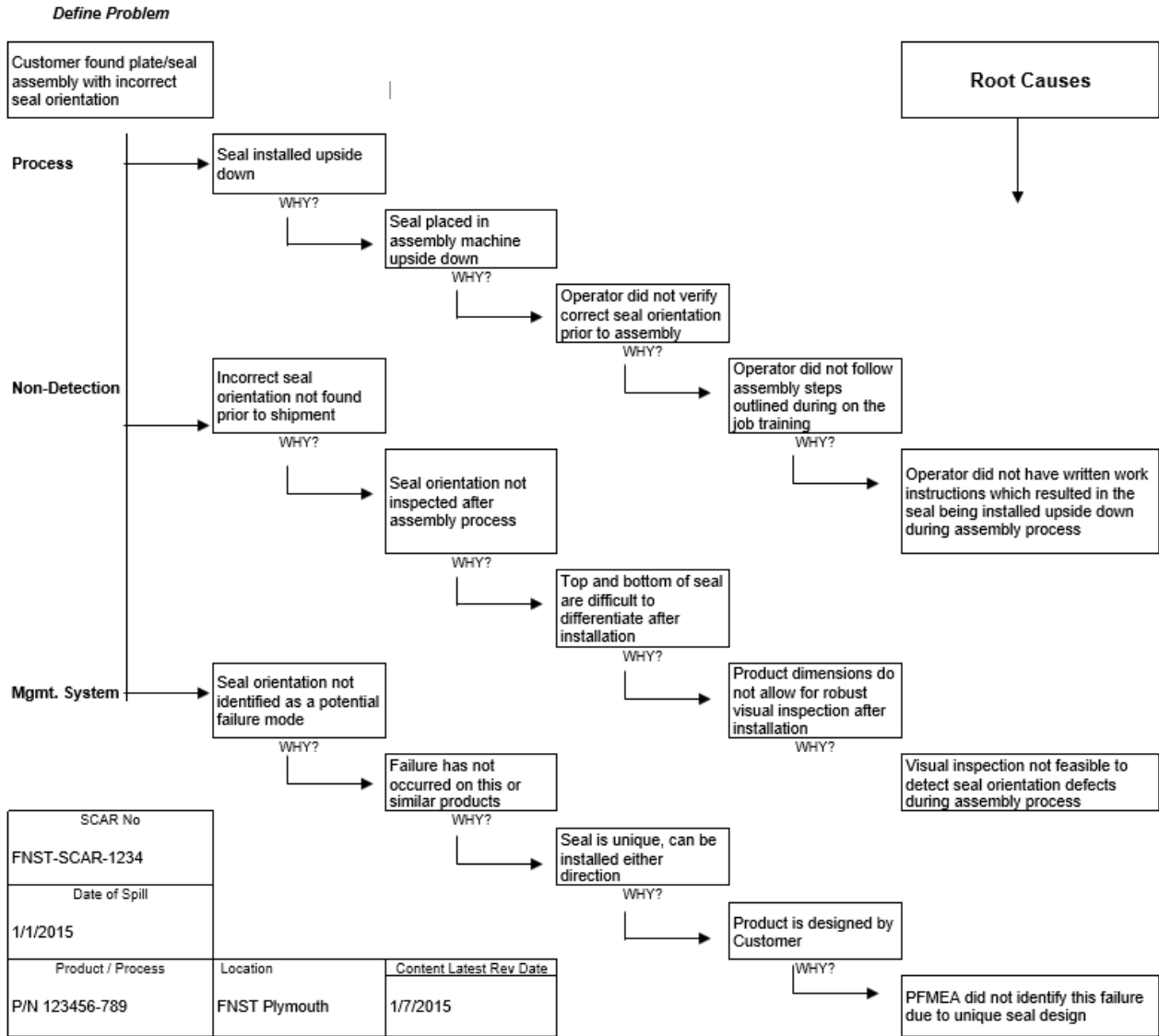
8-D	Eight Discipline Report
AIAG	Automotive Industry Action Group
APQP	Advanced Product Quality Planning
ASN	Advance Shipping Notification
ASTM	American Society for Testing of Materials
CC	Critical Characteristic
CS	Commodity Specialist
DFMEA	Design Failure Mode Effects Analysis
DOE	Design of Experiments
DVP&R	Design Verification Plan and Report
ECR	Engineering Change Request
ES	Engineering Specification
FMEA	Failure Mode Effects Analysis
FBPS	Freudenberg Battery Power Systems
GD&T	Geometric Dimensioning and Tolerancing
GR&R	Gage Reproducibility & Repeatability
GROWTTH®	Get Rid of Waste Through Team Harmony
ISO	International Organization for Standardization
MRO	Maintenance Repair Operations
MRP	Material Requirements Planning
MSA	Measurement System Analysis
OEM	Original Equipment Manufacturer
PFMEA	Process Failure Mode Effects Analysis
PPAP	Production Part Approval Process
PPM	Parts Per Million
QP	Quality Procedure
QSA	Quality System Audit
QSI	Quality Systems International.
QSR	Quality System Requirements
RPN	Risk Priority Number
RSS	Root Sum Square
SC	Significant Characteristic
SCAR	Supplier Corrective Action Request
SCM	Supply Chain Management
SDS	Safety Data Sheet
SIP	Supplier Improvement Plan
SOP	Start of Production
SOW	Statement of Work
SPC	Statistical Process Control
SQE	Supplier Quality Engineer
WI	Work Instruction

7.2 Appendix B – Supplier Change Request Form


SECTION I - TO BE COMPLETED BY SUPPLIER			
Request Date:		Title:	
Requestor's Name:		Fax:	
Phone #:		Email:	
Supplier Part #:	Revision:	Application / Program:	
Customer Part #:	Revision:		
Name of Part:			
Description of Change <i>(Describe the change in detail with reference to part numbers, engineering drawings, specifications, etc.)</i>		Type of Change: <input type="checkbox"/> Process Spec <input type="checkbox"/> Product Spec <input type="checkbox"/> Raw material or construction <input type="checkbox"/> Tooling / Process <input type="checkbox"/> Equipment re-arrangement <input type="checkbox"/> Transferred equipment <input type="checkbox"/> Supplier Change <input type="checkbox"/> Equipment idled 12 mos. <input type="checkbox"/> PPAP document <input type="checkbox"/> Inspection / test method <input type="checkbox"/> Product appearance attributes <input type="checkbox"/> Packaging and labelling <input type="checkbox"/> Permanent change <input type="checkbox"/> Temporary change * If Temporary Change Request <i>(Indicate expiration date or qty limitation)</i> <hr/> <input type="checkbox"/> Other * If "Other" Change Request <i>(Please give brief explanation)</i> <hr/>	
Reason for the change: <i>(Provide reason and justification for change, including root cause driving the change and any benefits gained from implementing the change)</i>			
Risk Analysis: <i>(Disclose any known risks and a plan to mitigate the risks. Include design or process FMEA if applicable)</i>			
Qualification / Validation Test Plan: <i>(Provide plan to qualify and / or validate proposed change)</i>		Target Date for Implementation <i>(Provide target date to implement change and other milestone dates)</i>	
Traceability Plan: <i>(Provide plan to track new parts or material produced after change is implemented. For example, track by part number, revision, date code, serial number or lot number)</i>			
Supplier Signature:		Date:	
<small>Suppliers - Please complete and return excel SCR copy to ikeen@xaltenergy.com</small>			
SECTION II - TO BE COMPLETED BY XALT ENERGY			
Comments <i>(If this is a deviation request, the approver must indicate not to exceed date/amount)</i>		<input type="checkbox"/> APPROVED <i>(Implement this change in production)</i> <input type="checkbox"/> CONDITIONAL APPROVAL <i>(Provide samples for evaluation and qualification)</i> <input type="checkbox"/> REJECTED <i>(Not authorized to make change)</i>	
Regulatory Impact <i>(Does the proposed change have any regulatory impact? If yes, identify and list actions to be taken)</i>			
	Name	Signature	Date
Quality Engineer			
Purchasing Specialist			
Design Engineer			

7.3 Appendix C – Example Of 8D Corrective Action Report & 5 Why

Supplier Name:		Acme Widgets		SCAR No.:	FNST-SCAR-1234	
				Date:	1/1/2015	
Completed By:	Name:	Wil.E.Coyote	Phone:	734-555-1212	E-mail:	Wil.E.Coyote@Acme.com
Supplier Part #:	Supplier Address:		123 Main Street, Anyw here USA			
Part Description:	Plate / Seal Assembly	Supplier Report Number:		FNST-SCAR-1234		
FNST Issuing Site:	Plymouth, MI	SCAR Originator:		B. Bunny		
FNST Part #:	123456-789	Lot Size:	100	Quantity	100	
1.Team						
Team Leader:	Wil.E.Coyote	Team Members: E. Fudd - Quality Tech, D. Duck - Customer Service, F. Leghorn - Supply Chain				
2. Problem description (expand cell if necessary):						
FNST Plymouth found plate/seal assembly with incorrect seal orientation (upside down).						
3. Immediate containment			Activity Leader	Date Completed	Summarize Actions Taken:	
Employee briefing / alerts issued			W. Coyote	1/2/15	Quality alert issued and posted in Plate / Seal Assembly cell	
Inspection of inventory: Raw , WIP, Finished Goods			W. Coyote	1/2/15	Raw : N/A; WIP: 1,000 pcs. inspected, FG: 5,000 pcs. inspected	
Shipments in Transit (Inbound/Outbound)			W. Coyote	1/3/15	Identified 100 pcs. shipment in transit to FNST. Email alert sent to M. Martian confirming lot number.	
Sorting of inventory at FNST (if applicable)			W. Coyote	1/3/15	Email sent to M. Martian requesting 100% sort at Customer location of 1,100 suspect parts.	
Certification of future shipments			W. Coyote	1/4/15	100% sort for seal orientation w ill be completed at packing station until all corrective actions are in place. Green tags w ill be placed on boxes w ith "certified SCAR#1234"	
Additional actions taken					N/A	
4. Root causes						
Process (w hy could the issue happen?)			Operator did not have w ritten w ork instructions which resulted in the seal being installed upside down during assembly process. See attached 5-w hy analysis for more details.			
Non Detection (w hy w as the issue not detected?)			Visual inspection not feasible to detect seal orientation defects during assembly process. See attached 5-w hy analysis for more details.			
Management system (w hy could it not be prevented?)			PFMEA did not identify this failure due to unique seal design. See attached 5-w hy analysis for more details.			
5. Planning of permanent countermeasures (protect & prevent)					6. Check / Effectiveness:	
Countermeasure			Activity Leader	Due Date	Confirmed?	Done date
Process Create and publish standard w ork instructions for the assembly process that clearly outline the need to install seal in correct orientation (with pictures).			W. Coyote	1/15/2015	Yes	1/16/2015
Non Detection Add assembly poka yoke to prevent production of seal w ith incorrect orientation			W. Coyote	1/30/2015	Yes	1/31/2015
Mngt. system Update PFMEA to include seal orientation as a failure mode on this and similar products.			W. Coyote	1/29/2015	Yes	1/30/2015
7. Preventive actions			Necessary? (Y/N)	Activity Leader	Date Completed	Summarize Actions Taken:
P-FMEA / D-FEMA			Y	W. Coyote	1/30/2015	Updated PFMEA on P/N 123456-789 and similar parts 123456-987 and 123456-897. See attached.
Work / Inspection Instructions			Y	W. Coyote	1/16/2015	Created new w ork instructions for P/N 123456-789 - attached.
Control Plan / Chart			N			
Check of similar processes			Y	W. Coyote	2/1/2015	Review ed all similar processes, only 3 parts have seal installation (123456-987 and 123456-897). Applied corrective action to all 3 parts.
Additional actions taken					N/A	
8. Closure					Date closed: 2/1/2015	
Supplier Statement / Confirmation of effectiveness:					Signature(s) & Printed Name(s):	
All corrective actions completed and confirmed 1/30/15. No defects found in sorting after 1/5/15 - 10,000 parts sorted w ith zero defects. Sorting ended on 1/31/15, final 8-D Submitted to FNST on 2/1/15.					Wil E. Coyote	



7.4 Appendix D – Packing Slip




Packing List

Sold to Party Address 506696 FREUDENBERG BATTERY POWER SYSTEMS 2700 S SAGINAW ROAD MIDLAND MI 48640	Information Delivery No. (SID / ASN#) 83316189 Document Date 02/24/2022 Customer PO No. (Date) 5500546120 (/ /) Sales Order No. (Date) 30021919 (02/01/2018) Ship-to-Party 506696 Shipping Conditions Standard Incoterms EXW Cambridge Shipping point 1606 Forwarding Agent FXFE Supplier ID 209803451 Shipment ID 346867
Shipping Address 506696 FREUDENBERG BATTERY POWER SYSTEMS 2700 S SAGINAW ROAD MIDLAND MI 48640	

Item	Part Number	Description	Qty	Cum Qty
	Customer Part Number	Details	Shipped	Shipped
10	712-51858P51 0072811191	XALT BATTERY COOLER FINISHED PO#: 5500546120 Total Containers: 6/SKID-01 Batch/Qty: 3522121/156 3551606/780 3522121/2808 3551606/2808 3551596/2808 3551596/2808 3551596/2808	14976 EA	1554228
	SKID-01 SKID-01	SKID	6	
	XALTPACK XALTPACK	XALTPACK BOX	96	
Total Line Items:			1	
Total Containers:			6	
Total Weight:			4571 LB	

Driver Sign/Date -----

Signature of Shipper 

TK
 MAR 01 2022
 185025849

7.5 Appendix E – FBPS/XALT Supplier Manual Contact Information

Please forward comments and suggestions for changes or improvements to: FBPS/XALT Supplier Development