

Adient
Global Supplier Standards Manual
Chapter 1
Main Chapter
October, 2017

Change Log

Revision	Date	Description of Change
Rev 1.0	October 2017	New Adient release Rev 1.0

PURPOSE

- The purpose of the Global Supplier Standards Manual is to communicate Adient requirements to the suppliers in our Division and Corporate Worldwide Headquarters. It is the expectation of Adient that all suppliers of Direct Materials **and quality relevant indirect suppliers** comply with all of the requirements and expectations documented in this manual.
- Adient expects this manual to provide the foundation for our working relationship with our Suppliers. We will strive for excellence through continuous improvement in the products and services we receive through close working relationships with our suppliers.

SCOPE

- This Standard applies globally to all suppliers of direct material **and quality relevant indirect suppliers** of Adient. Manufacturing and Parts Distributions locations that are involved in the purchase of products and services for use internally or resale.

STANDARD PRACTICES

- The **Main Chapter** of the Global Supplier Standards Manual was developed to present a minimum set of requirements to current and potential suppliers.
- The main chapter is divided into seven specific areas

1. General Expectations
2. Global Terms & Conditions
3. Social & Environmental Responsibility
4. Supplier Scorecard
5. Engineering Requirements
6. Program Management General Expectations
7. Procurement / Commercial General Expectations

The Quality, Supply Chain Management and Tooling requirements and expectations are contained in separate chapters and can be found on the home page of the Global Supplier Standard Manual in the Supplier Portal <http://www.adient.com>

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1.0 General Expectations

1.1 Management Standards

Adient expects **from** suppliers to demonstrate their commitment to quality and the environment. Key to this commitment is the implementation of appropriate quality and environmental management standards.

Additional requirements may be found in the Supplier Standard Manual Chapter 4 Quality “2.0 Quality Expectations General”.

Adient requires all suppliers become certified to the current version of **IATF 16949:2016** and be encouraged having the **ISO 14001 and OHSAS 18001 on top and following specific customer requirements at all**. Suppliers that have not achieved certification to **IATF16949** must have at a minimum achieved certification to **ISO 9001:2015** and a formal plan to demonstrate compliance to **IATF16949**. Suppliers are required to **maintain** updated copies of all certifications (**ISO9001:2015, IATF16949, ISO14001 and OHSAS 18001**) **in case of any changes submit within 10 working days** through the Taulia Web Service **found on the Adient Supplier Portal or to submit to email box Central Quality Team ae_eu_supplier_development@Adient.com**

Adient **encourages** all suppliers become certified to the current version of **ISO14001** environmental certification (or equivalent if approved by Purchasing)

Global Requirements

	Quality System Registration	Environmental Management Registration
Direct Material Suppliers	IATF16949:2016	ISO 14001
Indirect Material Suppliers	ISO 9001	ISO 14001

1.2 Supplier Development

Adient will collaborate with **the** suppliers to establish development plans to ensure compliance and continuous improvement with respect to the requirements established in this manual. The methods for executing the supplier development activities are established by each business and region as

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appropriate. Please use the links contained in the manual to access the particular business and region.

2.0 Global Terms and Conditions

2.1 Access to Global Terms and Conditions

Terms and Conditions may be reviewed by accessing:

- www.adient.com/suppliers/legal

If a supplier is unable to locate these documents please contact your Adient Purchasing Contact.

3.0 Social and Environmental Responsibility

3.1 Responsibilities

The purchasing senior manager for each business and location that procures materials and services is ultimately responsible for implementing appropriate processes and systems to ensure their suppliers comply with the Adient Ethics Policy or equivalent policy. Procurement personnel will oversee suppliers to ensure compliance. Personnel from other functional areas (e.g., Quality, Environmental and Safety) will support Procurement as requested to assess supplier compliance.

Adient' **Standards** recognizes the health and safety of our employees, as well as that of our suppliers throughout the world is of utmost importance. Our work processes and **standards** are designed to minimize risk. We all must routinely review and improve workplace conditions to ensure a safe and healthful workplace and must report unsafe working conditions anywhere in the world to supervisors and management.

We respect the needs and concerns of the communities in which we live and work. This is exemplified in the company's long tradition of caring about the quality of the environment. Our products, services, and manufacturing methods reflect this concern and our belief that what is good for the environment is good for Adient. In the same respect we are committed to provide a workplace that is free of harassment or any other behavior that diminishes a person's integrity and self-esteem. Neither physical nor mental harassment, nor abuse will be tolerated.

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Additional information related to Adient's commitment to sustainability **maybe** found at: www.adient.com/suppliers/corporate-responsibility

3.2 General Expectations

- Adient expects its suppliers to conduct their operations in a socially and environmentally responsible manner. The goal is to work collaboratively with suppliers to encourage the following:
- Compliance with applicable laws and regulations.
- Integration of environmental, occupational health and safety, and human rights and labor policies into the decision-making process based on a sound management system.
- Clear, accurate and appropriate reporting to **ADIENT** upon request.
- **Check with your ADIENT Purchasing business unit representative for any customer specific forms that may be required.**

3.3 Labor Requirements

Suppliers should treat workers with dignity and:

- Prohibit the use of forced, bonded, indentured or involuntary prison labor.
- Allow workers to leave employment upon reasonable notice and not require workers to hand over government-issued identification; passports or work permits as a condition of employment.
- Employ workers who are at least 16 years old. Youth (between 16 to 18 years) should enjoy all the benefits of a nurturing workplace such as training and development programs. Workers under the age of 18 should not perform hazardous work and may be restricted from night work with consideration given to educational needs.
- Set work hours to comply with local law. Limit a workweek to 60 hours or less, including overtime, except in emergency or unusual situations.
- Comply with applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits. Employees receive at least the minimum wage required by law or the prevailing industry wages whichever is higher. Workers receive full details regarding deductions for taxes, benefits, etc. Wages are not deducted for disciplinary purposes and are paid in cash, check form or by direct deposit.
- Maintain workplaces free of physical or mental harassment, abuse, or any other behavior that diminishes a person's integrity and self esteem. This includes harsh

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and inhumane treatment, including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, verbal abuse of workers.

- Maintain workplaces free of unlawful discrimination and harassment in all of its forms, including that related to color, race, gender, sexual preference, age, pregnancy, caste, disability, union membership, ethnicity, and religious beliefs. This applies to hiring, salary, benefits, advancement, discipline, termination, and retirement.
- Respect voluntary freedom of association, including the right to organize and bargain collectively in a manner that is legally compliant. Workers' representatives are not subject to discrimination and have access to workplaces necessary to carry out their respective functions. Where worker representation and collective bargaining are restricted by law, efforts should be made to facilitate open communication and direct engagement between workers and management as alternative ways of ensuring that workers' rights, needs and views are considered and acted upon appropriately and in good faith.

3.4 Health and Safety

Suppliers should practice the following:

- Control worker exposure to potential safety hazards (e.g., electrical and other energy sources, fire, heat, vehicles, and fall hazards) through proper design, engineering and administrative controls, preventive maintenance and safe work procedures (including lockout/ tag-out). Where hazards cannot be adequately controlled by these means, provide workers at no cost as appropriate the proper personal protective equipment and ensure proper maintenance of the equipment. Workers are not be disciplined for raising safety concerns.
- Maintain appropriate emergency plans and response procedures, including: emergency reporting, employee notification and evacuation procedures, worker training and drills, appropriate fire detection and suppression equipment, adequate exit facilities and recovery plans.
- Manage, track and report occupational injuries and illnesses, including provisions to: a) encourage worker reporting; b) classify and record injury and illness cases; c) provide necessary medical treatment; d) investigate and implement corrective actions to eliminate their causes; and d) facilitate return of workers to work.
- Identify, evaluate and control worker exposure to chemical, biological, radiological and physical agents as well as physically demanding tasks. Provide appropriate personal protective equipment, when hazards cannot be otherwise controlled.
- Provide and properly maintain machine safeguards, interlocks and barriers.
- Provide clean toilet facilities, access to potable water and sanitary food preparation and storage facilities. Worker dormitories provided by the vendor or a

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labor agent are to be clean, safe, and provide emergency egress, adequate ventilation and reasonable personal space.

3.5 Environmental

Adverse effects on the community, environment and natural resources are to be minimized while safeguarding the health and safety of the public as well as ensure the following:

- Obtain, keep current and follow required environmental permits (e.g. discharge monitoring) and registrations.
- Implement programs to conserve water and energy and reduce waste.
- Identify and manage the materials posing a hazard if released to the environment are to ensure safe handling, movement, storage, recycling or reuse and disposal.
- Monitor, treat and control air emissions, wastewater and waste as required prior to discharge or disposal.
- Adhere to applicable laws and contract requirements regarding prohibition or restriction of specific substances, materials and waste.

3.6 Sustainability

Suppliers should recognize, believe in, and practice the principles of a sustainable business woven into the fabric of how they will conduct themselves. Elements which suppliers will consider include:

Suppliers should recognize, believe in, and practice the principles of sustainable business, with these ideals woven into their everyday conduct.

Suppliers will consider the following elements:

- Our commitment to sustainability includes being a leader in promoting diversity in the supply base. Adient recognizes the benefits of purchasing goods and services from minority- and women-owned businesses, and when we share these values across our networks we amplify our ability to support and grow these important businesses.

Our ongoing relationships with diverse suppliers are key to our success; enabling innovation across our supply chain and strengthening our go-to-market capabilities. When we partner with diverse-owned businesses we also promote economic growth in the automotive seating industry and throughout our communities. This commitment supports our customers' expectations and provides Adient with a competitive advantage that contributes to the overall growth of our business.

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- We expect our suppliers to incorporate supplier diversity best practices and objectives into their own supply chain. We believe this approach strengthens the NMSDC and WBENC networks and grows business for MBEs and WBEs. In addition we are including veteran-owned businesses in our supplier diversity initiatives to further expand our positive outreach and impact

Additional information regarding our Supplier Diversity Business Development initiatives can be found at <http://www.adient.com/suppliers/supplier-diversity>

- Additional information regarding Supplier Sustainability can be found at www.adient.com/suppliers/corporate-responsibility

3.7 Conflict Minerals

- As a U.S. public company, Adient is required to comply with the requirements of Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act and the U.S. Securities and Exchange Commission (“SEC”) rules and regulations. Adient must perform due diligence on, and make disclosures concerning, its use of conflict minerals originating in the Democratic Republic of the Congo and adjoining countries.
- All Adient suppliers are required to respond to information requests from Adient regarding the uses and sources of conflict minerals (tin, tungsten, tantalum and gold) in their products including information about minerals that are recycled or scrap.
- In order to respond to Adient’s information requests, suppliers will need to make similar inquiries of their suppliers as a means to investigate the source of materials in their products, and to provide Adient the requested information based upon the results of such inquiries.
- Adient may be required, and may require its suppliers, to perform due diligence on the source and chain of custody of its conflict minerals in accordance with the “OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas.” In addition, suppliers may be required to make certain representations/certifications with respect to the use of conflict minerals.
- Additional information on conflict minerals may be obtained through links on the SEC website (sec.gov).

3.8 Management Systems

- Suppliers should adopt a management system compliant with and registered to the current version of ISO 9001:2015 and or IATF 16949:2016 and ISO 14001 (or equivalent as required in 1.1. of this Standard Manual and approved by Procurement that promotes continuous improvement and compliance with applicable laws, regulations and contract requirements).

3.9 Ethics

- Adient Ethics Policy provides guidance to help suppliers meet the environmental and social obligations. The Adient Ethics Policy may be viewed at: www.adient.com/suppliers/ethics-and-integrity

Suppliers are expected to uphold the highest ethical standards to include:

- Prohibit corruption, extortion and embezzlement, bribery, or other means of obtaining undue or improper advantage and to ensure fair business, advertising and competition.
- Properly disclose and protect business information, customer information, and intellectual property rights in accordance with applicable requirements and prevailing industry practices.
- Protect supplier and employee whistleblower confidentiality.

3.10 Implementation

Basic Principles – Adient will encourage improvement when appropriate. However, termination of a contract will be considered when the supplier fails to comply with the spirit and intent of our Ethics Policy, has significant social and environmental performance issues that cannot be resolved in a timely or cooperative manner or could result in significant repercussions for Adient or our customers.

Supplier Selection Criteria – In addition to cost and quality, social and environmental performance will be used to select and retain suppliers. Acceptance of a Purchase Order means the supplier agrees to abide by the Ethics Policy or equivalent. No Purchase Orders will be awarded to suppliers that refuse to abide by the Ethics Policy or equivalent within a reasonable amount of time; or have significant environmental or social performance issues that cannot be resolved in a timely manner.

Validation of Supplier Performance – Procurement personnel may require validation of the supplier's performance. This may include background checks, site visits, third party audits/data, and internal discussions with personnel from other internal (i.e., environmental, safety, human resources and quality) and external organizations (i.e., industry peers, regulatory agencies, investment analysts, and non-government organizations.)

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Each business group will establish criteria for auditing key suppliers, especially those posing the greatest risks to Adient and its customers (i.e., raw material extraction, chemical processing, manufacturing associated with high labor demands, etc.). Audit results should be tracked to ensure corrective actions are implemented and shared across the business.

3.11 Records and Logs

Suppliers are expected to maintain audit results, records, and performance measures to share with Adient as appropriate.

3.12 References

Universal Declaration of Human Rights (UDHR), Social Accountability International (SAI) and the Ethical Trading Initiative (ETI), OHSAS 18001 and ILO Guidelines.

4.0 Global Supplier Scorecard

At the end of each fiscal year Adient is proud to honor and recognize outstanding and high performing suppliers. Suppliers are measured throughout the year on a number of performance metrics. These metrics, along with the suppliers' overall engagement and support in our mission, our values and our drive to exceed our customers' expectations will promote the opportunity to receive a supplier award and the potential opportunity for new business awards

4.1 Global Supplier Scorecard Point System

Scorecard Award Points

PLATINUM	100 points
GOLD	99-98 points
SILVER	97-94 points
BRONZE	93-90 points

4.2 Global Supplier Scorecard Rules

Quality

Total points available = 25

Three metrics will be measured

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- Reject Rate [Supplier parts per million (SPPM)]
 - 0-10 SPPM 5 points
 - 11-50 SPPM 3 Points
 - 51-100 SPPM 1 point
- No Potential Product Safety Concern (PPSC) 15 points
 - 1 PPSC 4 points
- No Supplier Disruption Incident (SDI) 5 points
 - 1 SDI 2 points

Remark: Number of PPSC only if ADIENT or customer found.

Additional information, regarding quality objectives, can be found under the Quality Expectations section of the Global Supplier Standards Manual.

Commercial

Total Points Available – 30 Points

A yearly cost reduction target / goal will be established by Commodity Buyer in each region.

Commercial Performance – measured in overall compliance and support of Adient cost reduction initiatives.

Risk Management Compliance – (Vontik) – Supplier must complete the Risk Management financial assessment survey through Vontik in order to be eligible for an award (Yes or No). **Deviations from this process, such as using alternative financial assessment services available in a region, must be approved by your Adient Purchasing Contact.** Survey is located on the ADIENT Supplier Portal.

Continuity Assessment Survey – Supplier must complete the Continuity Assessment Survey in order to be eligible for an award (Yes or No). Survey is located on the ADIENT Supplier Portal.

Supply Chain Management (SCM)

Total Points Available – 20 Points

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Four metrics for Supply Chain are measured. They are grouped as follows in the scorecard:

Compliance Factors

1. Replenishment Automation (5pts): measured as compliance to sending ASN's with every shipment.

Delivery Discrepancy

2. Discrepant Material Report: Delivery Score (5pts)– measured as pieces rejected with a DMRd over pieces received * 1M

3. Discrepant Material Report: Information Score (5pts) – measured as pieces rejected with a DMRi over pieces received * 1M

Trade Agreements

4. NAFTA or other Trade agreements (5pts) – measured as compliance to annual NAFTA submission requirements or other global Trade agreements

Additional information regarding SCM objectives can be found under the Supply Chain Management Expectations section of the Global Supplier Standards Manual.

Service and General Expectations

Total Points available – 15

Five metrics are measured.

1. Certification (2) – certified to industry / regional quality standard - TS 16949

- i. IATF 16949:2016 2 points
- ii. ISO 9001:2015 1 point

2. Management Quality Review (8) – All 8 points will be awarded if there is no MQR level I.

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- i. No MQR 1 8 points
- ii. No MQR 2 4 points
- iii. No MQR 3 2 points

3. If there is an MQR level III – the supplier will not be eligible for an award.
4. **ERS Compliant** – The supplier must be compliant with ERS (unless exempt). If not, the supplier will not be eligible for an award.

Adient' is committed to strengthening the minority business community economically because it contributes to the expansion of our business and strengthens our supply base. Therefore, as part of our Minority Business Development Program, we are actively seeking opportunities to increase our purchases from minority suppliers and we encourage you as a key supplier to do the same (North American initiative only).

- **Minority business (4)** – A goal will be established by the commodity buyer and the supplier. A sliding scale will dictate number of points awarded.

European Initiative only;

- **Low Cost Country (LCC) (4)** - A goal will be established by the commodity for their region. The supplier shall meet the goal established in order to receive the points.
 - 100% = 4
 - 90% = 3
 - 80% = 2
 - 70% = 1
 - <70% = 0 points

Social and Environmental Sustainability

Total Points Available – 10 Points

Two metrics are measured.

1. **Certifications (2)** – measured in compliance to ISO14001 compliance
2. **Social and Environmental Performance (8)** – measured in compliance to the supplier completing the Supplier Sustainability Rating – which is located on the ADIENT Supplier Portal.

5. 0 Engineering Requirements

In regards to the Adient (ADIENT) Engineering and Service Expectations, the following summarizes the expectations and compliance with processes

5.1 International Materials Data System (IMDS) – Material Management

Government and industry regulations, including environment, safety, corporate governance and product performance are being enforced around the world. The IMDS (International Material Data System) is an internet-based database that has been established by the OEMs (original equipment manufacturers) for free-of-charge use by all suppliers of the automotive industry. IMDS tracks chemical ingredients of parts and assemblies across the entire automotive OEM supply chain. The solution helps OEM's comply with the increasing number of national and EU regulations related to material handling and disposal.

IMDS submissions must include all materials present in the finished product. All basic substances must be reported. Process chemicals, by products of reaction and contaminants listed in the GADSL as D or D/P must be reported as soon as the concentration in the end product exceeds the defined threshold

For more information on IMDS www.adient.com/suppliers/corporate-responsibility

5.2 Adient Data Exchange (ADIENDDX) is an internally developed, web-based tool for **secure exchange of data**, both internally and with our suppliers. (ADIENDDX is not used to exchange data with OEM customers.) Although it was originally intended for CAD/CAE data, ADIENDDX can transfer any large data files through network firewalls.

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Supplier access to ADIENTDX – Suppliers can access the ADIENTDX site by going to the link below and following the instructions. If you have any issues or concerns, please contact your buyer.

To request an account and launch ADIENTDX select the following link <https://adx.adient.com>

5.3 General Engineering Expectations

- Engineering support for product feasibility, product design and tooling design / approval may be required for a particular program. Suppliers will be expected to support design reviews and other collaborative efforts to support low cost solutions for tools and products.

6.0 Program Management Requirements

In regards to the Adient (ADIEN) Program Management Expectations, the following summarizes the expectations and compliance with processes

- Suppliers must comply with all program specific requirements as outlined in the specific program Supplier Statement of Work (SSOW)
- Launch support is required by the supplier to engage in Simultaneous Development Teams (SDT) activities at ADIENT such as:
 - Supplier Kick-off Meetings
 - Design Reviews
 - SDT Meetings
 - Advance Quality Planning (AQP) activity
 - Build Events (technical centers and production plants)
 - Etc.
- Launch support is required by the supplier to engage in Simultaneous Development Teams (SDT) activities at the supplier facilities such as:
 - Supplier Build Events
 - Supplier Readiness Reviews
 - Supplier Process Sign-Off Reviews

In addition suppliers are required to implement a design and development planning process according ISO/TS 16949/ IATF 16949.

7.0 Procurement/Commercial Requirements

7.1 Procurement / Commercial Requirements

In regards to the Adient (ADIENT) Purchasing Expectations, the following summarizes the expectations and compliance with processes

- Suppliers shall provide cost breakdown information (ADIENT Supplier cost breakdown sheet – SCBS or other).
- Suppliers will be requested to support and participate in regularly scheduled Business Reviews.
- Suppliers must receive approval from the buyer prior to any product or process change. This includes manufacturing location changes. For more information please refer to the Quality Chapter (4) of Standards Manual.

7.2 Expectations for calibration services

In regards to the Adient Indirect Suppliers that provide calibration services and or equipment, the following summarizes the expectations and compliance with processes.

Calibration of Adient Inspection, Measuring, and Test Equipment (IMTE) must comply with the following principles:

- A calibration facility must be accredited to ISO 17025 requirements for the calibration services performed. Equipment manufacturers must be compliant to **IATF 16949:2016** section **7.1.5.3.2** requirements. For IMTE used in A2LA accredited facilities, the calibration facility must be accredited by a mutually-recognized accrediting body (i.e. A2LA, NVLAP, IAS, or ACLASS).
- Calibration must be performed to the complete manufacturer's procedures and tolerances unless instructed differently on the purchase order.
- The facility must notify ADIENT if being asked to calibrate an IMTE that they are not accredited to perform.
- A facility cannot subcontract or broker calibration without ADIENT permission.
- Tolerance Uncertainty Ratios (TUR's) shall meet or exceed 4:1, or be noted on the report.

The following information is required on all calibration certificates or CMM reports:

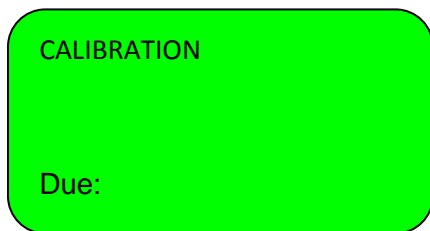
- Service Provider's Information - Name, Address, Phone Number.
- The logo of the accrediting body with certificate number.

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- Adient IMTE ID number.
- IMTE Manufacturer.
- IMTE model number
- Serial number or Adient tool number.
- IMTE accuracy.
- Date of calibration.
- Calibration procedures and standards used.
- Environmental conditions (if applicable to the results).
- Traceability to national standards. Where no national standards exists the basis for the calibration shall be stated.
- Statement of compliance to specified tolerances of the IMTE when received and returned.
- Calibration results before and after any adjustment or repair.
- Signature or initials of the person who conducted the calibration.
- Signature or initials of the person who approved the calibration.

The calibration source is required to apply a calibration label* to the IMTE being calibrated unless directed by the ADIENT facility that a label is not required. These labels can be obtained by contacting a calibration coordinator at one of the Adient facilities.

The label looks like this and requires the following information:



Explanation of required information:

Due: Month / Day / Year Calibration due date

ID#: ADIENT IMTE ID # Must have ADIENT IMTE ID # (not the tool number)

Date: Month / Day / Year Date IMTE was certified

By: Calibration Source Company performing the calibration

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*Labels applied by approved calibration sources are acceptable as long as they contain the required information.