

Global Supplier Manual

2026

MAINSRINGENERGY.COM



Mainspring



Section 1.0 - Introduction

Mainspring's mission is to advance global access to low-carbon, dispatchable energy by delivering a new category of power generation. We have designed and commercialized the industry's first linear generator, which is accelerating the industry's transition to a net-zero carbon electric grid while prioritizing efficiency, resilience, and flexibility. We're accomplishing this goal with our [Core Values](#) in mind: Pragmatic Optimism, Excellence without Ego, and Proactive Collaboration. Specifically, we draw upon these Core Values as we continuously improve our processes and procedures. This drive for improvement benefits not only Mainspring, but our supply partners as we grow and innovate together.. In parallel, we expect transparency from our suppliers in terms of technology, cost, quality, financial, and operational stability. For more information about Mainspring, visit our [website](#).

1.1 Supplier Manual Goals and Scope

The purpose of this manual is to communicate Mainspring's expectations and requirements to suppliers. We rely on suppliers to provide the parts, subassemblies, and services, which enable us to produce a high quality and reliable product. This manual details the commercial, quality, environmental, and logistics requirements for Mainspring suppliers. Compliance with this manual is mandatory to ensure that suppliers have the systems, tools, equipment, processes, and procedures in place to meet the requirements of Mainspring and our customers. Exceptions to this manual may only be made in writing and when mutually agreed upon by Mainspring and supplier.

1.2 General Requirements to Suppliers

Mainspring requires our suppliers to operate ethically, abide by all applicable regulations, and demonstrate a commitment to quality. Suppliers are expected to meet the technical requirements of the parts they supply - examples include measurement accuracy, welding, heat treatment, casting porosity, and machining. Additional requirements may be communicated to the suppliers by the Supply Chain department during the business quotation and award process, via the Purchase Order, or in writing during the course of the business relationship.

Section 2.0 - Supplier Code of Conduct

Mainspring's Supplier Code of Conduct outlines our commitment to a high standard of corporate governance within our supply chain. Our suppliers are expected to maintain a high level of ethics and social responsibility. Mainspring requires suppliers to report any matters



they believe may not be in line with Company values or legal standards. Suppliers must create a system to comply with all Mainspring requirements, applicable regulations, and guidelines.

2.1 Business Ethical and Legal Requirements

Mainspring conducts business ethically, with honesty, and in compliance with the law. Upholding our code of ethics is core to maintaining the trust of our stakeholders and to the success of our business. We work with suppliers who uphold this same ethical code of conduct entirely and with full transparency, and encourage our strongest business partners to adopt and share their own code of conduct.

Business Conflicts of Interest:

Suppliers are expected to avoid conflicts of interest when conducting business with Mainspring, our employees, investors, or any other stakeholders. Suppliers must avoid financial, business, or any other relationships that conflict with Mainspring's interests. Mainspring requires transparency with our suppliers to ensure there are no perceived or actual conflicts of interests.

Improper use of Confidential Information:

Mainspring brings a transformative product to market, a product built upon significant research and development. Our confidential information and intellectual property, which includes, but is not limited to technical specifications, financial information, and development roadmaps, are competitively sensitive and our suppliers must hold such information in the strictest confidence.

Bribery:

Mainspring expects our suppliers to act with the utmost integrity. Suppliers may not directly or indirectly offer, pay, or receive any bribes or kickbacks. Also, suppliers are expected to exercise prudence when offering or receiving gifts in order to avoid any perceived conflict of interest. Mainspring expects all of our suppliers to abide by the [Foreign Corrupt Practices Act](#), as well as any applicable anti-corruption law or regulation.

Communication and Disclosure of Information:

Due to the rapid evolution of our product and its technical challenges, Mainspring strives to foster strong relationships with our suppliers to develop a quality product. Suppliers are expected to promptly communicate prices, potential manufacturing deviations, or other issues. Suppliers are also expected to accurately disclose business activities, business structure, and financial performance in accordance with all applicable regulations. Suppliers shall not lie or misrepresent their position to Mainspring or any other authorities, including lies by omission.



Counterfeit Parts and Responsible Sourcing:

Mainspring enforces stringent quality standards to deliver a reliable, high quality product to customers. Suppliers shall never supply Mainspring with counterfeit parts or utilize counterfeit parts in Mainspring assemblies. Suppliers will also exercise due diligence in minimizing the risk of non-compliant parts entering Mainspring's supply chain. Any violations will be met with sanctions, including, but not limited to, the immediate cessation of business. Suppliers are required to source in accordance with the Uyghur Forced Labor Prevention Act, [US Customs and Border Protection Withhold Release Orders](#) and follow [Section 1502 of the Dodd Frank Act](#). Suppliers must exercise due diligence to ensure that they and their sub-suppliers are not funding militant groups, organizations that perpetuate human rights abuse, or are otherwise sourcing items or materials that are in whole or in part the product of forced labor. Suppliers should engage in independent, responsible sourcing practices and programs, such as Responsible Mineral Initiative's Responsible Minerals Assurance Process (RMAP), to promote ethical upstream sourcing practices. Suppliers are expected to comply with Mainspring requests for information on due diligence conducted on sub-suppliers, including providing documentation demonstrating the origin of parts or materials.

2.2 Health and Safety Requirements

Mainspring expects suppliers to do their due diligence to ensure a safe working environment for all of their employees. U.S. suppliers must observe all Occupational Safety and Health Administration (OSHA) standards and guidelines.

Workplace Safety:

Suppliers will do their due diligence to identify and minimize hazards to workers. Suppliers are expected to conduct regular safety audits to identify and eliminate potential safety hazards through engineering or administrative controls. Machines and other equipment are expected to have applicable physical or alternative guards that are well maintained. Employees will be provided applicable personal protective equipment to protect against any hazards that cannot be controlled through engineering or administrative controls. Physically demanding work will be restructured to reduce repetitive tasks or tasks with heavy lifting.

Mainspring expects suppliers to have policy documents defining objectives and commitments to safety. Suppliers should expect to provide this documentation when engaging in business with Mainspring.

Emergency Preparedness and Business Continuity Plan:

Suppliers must possess both an emergency preparedness plan and a business continuity plan. Mainspring expects suppliers to do their due diligence and evaluate potential emergency situations to create plans that minimize impact on employee health and operations. The emergency preparedness plan, at a minimum, should include employee notification



procedures, evacuation procedures, and reporting procedures to local authorities. The business continuity plan, at a minimum, should require the supplier to maintain redundant systems and support teams and to describe the restoration of key systems, in order to ensure employees can return to their daily work following an emergency. These plans should be updated as needed and drilled regularly to best prepare suppliers for such situations.

Employee Safety Training:

Mainspring expects our suppliers to provide applicable safety training to their employees. Suppliers should have general safety training for all employees, along with detailed training for specialized employees. Training plans should include, at a minimum, the following topics: hazardous material training, lockout tagout training, and equipment safety training for specific employees. Training should outline hazards, applicable engineering and administrative controls and appropriate personal protective equipment (PPE) for employees. Supplier training should clearly describe sanctions for non-conformance and provision for refresher training.

2.3 Labor and Human Rights

At Mainspring, we recognize that all people are born free and equal in dignity and rights. We are committed to upholding the established United Nations human rights standards. We stand against any behavior that contributes to, participates in, or enables the use of forced or exploited labor, forced or exploitative conditions, or human trafficking. Our work environment supports and respects the essential rights of all people. We expect suppliers to observe guiding documents like the [UN's Guiding Principles on Business and Human Rights](#), and comply with the restrictions set forth in the [Uyghur Forced Labor Prevention Act](#), and current [U.S. Customs and Border Protection Withhold Release Orders and Findings](#). Additional information is available in Appendix A.

Equal opportunity:

Mainspring requires suppliers to ensure that the workplace is free of violence, harassment, and exploitation. Mainspring suppliers must not discriminate on the following: gender, race, color, disability, political opinion, sexual orientation, age, religion, social or ethnic origin, and/or HIV status.

Child labor in supply chain:

Mainspring has a zero-tolerance policy for child labor. Suppliers must have appropriate controls in place to prevent child labor in their supply chain. Suppliers may be asked to present their administrative control policies preventing child labor at the beginning of business with Mainspring. Mainspring suppliers are expected to comply with all applicable regulations on child labor, including those provided by the U.S. Department of Labor.

**Wages and Working Hours, with fair conditions:**

Suppliers must follow all applicable employment guidelines, including: minimum wage, overtime, benefits, medical, or maternity leave, etc. Suppliers will not deduct from wages as a means of punishment or impose any recruiting costs. Suppliers must supply employees with a pay statement that includes enough information to verify accurate compensation. Workers will be compensated at or more than the legal standard. Suppliers will maintain records of hours worked and wages in accordance with local legislation.

Freedom of Movement and Chosen Employment:

Suppliers and/or their employment agencies will not use forced or involuntary labor. Suppliers must provide all employees with a contract with terms of employment prior to onboarding with the company. Migrant workers shall receive this documentation prior to leaving their country of origin. Also, suppliers will not compel worker employment or limit employee movement by withholding government documentation (work visas, identification, work permits, immigration documentation, etc.), or monetary documentation (bank cards, checkbooks, etc.). Suppliers will not compel workers to live in company housing. Suppliers must conduct appropriate due diligence on their supply chain to ensure no forced or involuntary labor is used by their sub-suppliers. Any violations will result in immediate sanctions, including, but not limited to, termination of all business.

2.4 Environmental Sustainability:

Mainspring's vision is to accelerate the transition to the zero carbon electric grid. In pursuing this vision, we have a responsibility to continually reduce our impact on the environment and increase sustainability within all operations of our company. We expect our suppliers to be accountable for implementing sustainable practices and following all applicable guidelines and regulations.

Mainspring also encourages our suppliers to implement a [ISO 14001 certified environmental management system, and the ISO 14000 family of environmental standards](#).

Permits and Reporting:

Mainspring expects all suppliers to abide by local, national, and international regulations. Suppliers must gain and maintain all applicable environmental permits, registrations, and other documentation. Suppliers must be able to supply this documentation to Mainspring upon request.

Hazardous Substances:

Suppliers must label and store hazardous materials in accordance with all applicable local, national, and international laws. Suppliers shall do their due diligence to reduce the impact of hazardous substances on employees and the environment through the use of engineering and



administrative controls. Mainspring expects our suppliers to comply with the EU's [Restriction on Hazardous Substances in Electrical and Electronic Equipment \(RoHS\)](#) and [Registration, Evaluation, Authorization and Restriction of Chemicals \(REACH\) regulation](#).

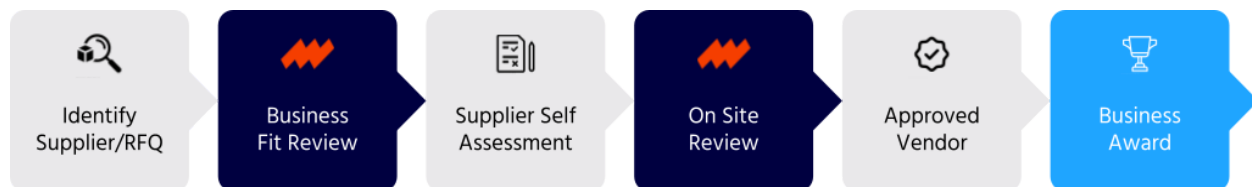
2.5 Whistleblower System and Independent Audits

Mainspring suppliers are expected to maintain the facilities and capability for employees to report ethical questions or concerns anonymously. Mainspring suppliers are expected to handle ethical questions with appropriate confidentiality. Mainspring requires suppliers to cooperate with independent audits or audits by Mainspring personnel. Mainspring expects suppliers to be forthcoming during any requests for information from Mainspring personnel or regulatory institutions.

Section 3.0 - Conducting Business with Mainspring Energy

Mainspring partners with suppliers that share our commitment to developing a sustainable supply chain. We want a supply chain that focuses on quality, on time delivery, and continuous improvement.

3.1 Becoming a Mainspring Energy Approved Supplier



3.1.1 Identify Supplier and Request for Quote (RFQ)

Mainspring's supply chain department will identify potential suppliers from part specific requirements. We will then request for a quote (RFQ). If the price is deemed acceptable, we will proceed into providing the supplier self assessment documentation.

3.1.2 Business Fit Review & Supplier Self-Assessment

The Supply Chain team will review the information provided and respond with feedback and next steps, including the [Supplier Self-Assessment](#). This holistic self-assessment provides information on a supplier's quality systems, business management, manufacturing competencies, and social and environmental responsibility. This additional information allows our Supply Chain and Quality teams to understand your businesses fit and capabilities. If the RFQ is for a Criticality 3 part, a supplier will also be required to provide a Supplier Technical Feasibility Commitment (STFC). Criticality 3 parts require an STFC, and are defined by a repair cost in excess of \$10,000. The STFC is intended to be a review with the supplier and



Mainspring technical personnel to ensure that the supplier understands the part specifications and requirements. A Corrective action plan may be required from the supplier to be awarded a PO. The STFC discussion also is a key opportunity for the supplier to highlight risks or improvement opportunities to Mainspring.

3.1.3 Approved Supplier Assessment and PO

Following the submission of the Supplier Self-Assessment and Audit, Mainspring's Supply Chain and Supplier Quality departments will review these documents and contact the supplier regarding any questions and/or the next steps in our Supplier onboarding process. The supplier's quotation must be submitted to move on to the next phase of becoming an Approved Supplier.

3.1.4 Supplier Onboarding Package

Along with receiving a PO and additional contract documents (as necessary), new suppliers will receive Mainspring's supplier onboarding package. The supplier onboarding package includes: Deviation Request template, Supplier Capability Assessment questionnaire, Production Parts Approval Process (PPAP) acknowledgement checklist, Supplier Technical Feasibility Commitment (STFC) template, Generic Inspection Report template, Supplier Corrective Action Request template, PPAP Final Submission Package template. Suppliers will also receive the following specifications and manuals: Mainspring Weld Specification, Supplier Quality Manual, Supplier Inspection Policy, Serial Number Specification, and STFC Procedure. Any updates or revisions to these documents will be provided to the supplier by their assigned Buyer or Planner.

3.1.5 Supplier Production Parts Approval Process and First Article Inspection

After receiving a PO, a supplier will be required to provide some form of first article inspection documentation. For Criticality 3 parts, a supplier will provide a PPAP. For Criticality 1 and 2, a supplier will provide a First Article Inspection Report (FAIR). These documents serve to verify that a supplier can consistently meet all of Mainspring's requirements. A supplier only has two attempts to submit either an FAIR or a PPAP; any extra attempts may result in rejection and loss of contract.

3.1.6 Supplier On-Site Review

If the need for an onsite review is determined by the quality department, Mainspring will request an On-Site Audit at the relevant facility/facilities. Mainspring or contracted personnel will validate the self-assessment and work to improve Mainspring's understanding of the supplier's business competencies. If the audit reveals any discrepancies or concerns, Mainspring will request these findings be resolved. To become an Approved Supplier, all major concerns must be resolved with demonstrated implementation of corrective actions. Follow-up visit(s) may be required by the Supply Chain and Supplier Quality departments to validate and



review the implementation steps for the major findings. If a supplier possesses ISO 9001 or IATF 16949, Mainspring may choose not to request an On-Site review.

3.1.7 Approved Supplier List (ASL) Recognition

Suppliers who successfully complete the Self-Assessment and Audit Process will be recognized as an Approved Supplier to Mainspring and will be on Mainspring's supplier list. The Approved Supplier List has five statuses: Production Qualified, Development Qualified, Indirect Qualified, Due Diligence, and Disqualified. Mainspring focuses on Production Qualified, Development Qualified, and Due Diligence for suppliers that provide custom parts. A Development Qualified supplier is qualified by Mainspring to supply one part that they are contracted for; a Production Qualified supplier is qualified to produce the full range of parts they are contracted for. Due Diligence is the status before Production and Development Qualified, and represents a supplier that has not completed a FAIR or PPAP, but is still under consideration.

Mainspring Approved Suppliers awarded production business will be reviewed on an ongoing basis for quality and delivery performance, technical capability, quality/environment system certifications, commercial support performance, and financial health.

3.2 Business Responsibilities

3.2.1 Responsibilities of Suppliers and Strategic Partners

Mainspring requires suppliers and partners have the following responsibilities:

- Confidentiality applied to all quotations and contract terms
- Communicate efficiently and transparently
- Honesty and professionalism in all dealings
- Collaboration on cost reduction programs
- Deliver high quality parts and subassemblies on-time and within budget

3.2.2 Responsibilities of Mainspring to Suppliers and Strategic Partners

Mainspring maintains the highest ethical standards in respect to all supplier relationships, including:

- Strict confidentiality for all quotations and contract terms
- Fair and equitable Request for Quote and Request for Proposal business award and negotiation processes
- Discretionary decisions will be made based on competitive factors
- Honesty and professionalism in all of our dealings
- Open, timely and accurate communication
- Timely Payment



Section 4.0 - Prohibited Foreign Entities and Cybersecurity

4.1 Prohibited Foreign Entities (PFE) Status Disclosure

If suppliers, their parents, subsidiaries, affiliates, beneficial owners, directors, or material subcontractors are a “Prohibited Foreign Entity” (“PFE”), as defined in 26 U.S.C. § 7701(a)(51) and any current or successor implementing rules, regulations, formal or informal guidance, opinion, order or other advice issued by the Treasury Department), suppliers must provide this disclosure to Mainspring upon initial engagement and upon any change in status of such entities. Suppliers may not provide Mainspring with goods, components, critical minerals, subassemblies, firmware, or software that originate from, are controlled by, or otherwise involve a PFE without such disclosure.

4.1.1 Supply Chain PFE Compliance

Suppliers are responsible for ensuring their sub-suppliers comply with PFE requirements established by Mainspring. Suppliers maintain records demonstrating the origin, ownership structure, and PFE status of all sub-tier suppliers and furnish such records to Mainspring within five (5) business days upon request. Suppliers must notify Mainspring in writing within five (5) business days of any event that causes or could reasonably cause a supplier or any sub-supplier to be classified as a PFE or to violate PFE restrictions established by Mainspring.

4.1.2 PFE Compliance Certificate

Suppliers provide Mainspring with a written PFE Compliance Certificate compliant with the requirements of 26 U.S.C. § 7701(a)(51)-(52) and all applicable implementing rules, regulations, formal or informal guidance, opinion, order or other advice issued by the U.S. IRS or DOE, upon: 1) execution of a Master Supply Agreement/Purchase Order, 2) request by Mainspring, and/or 3) change in supplier’s or sub-supplier’s PFE status. Mainspring may, upon reasonable notice, audit supplier’s facilities, supply chain documentation, sub-tier sourcing, and ownership records to verify PFE compliance. Suppliers shall fully cooperate with such audits.

4.2 Software-Enabled Components (Smart Actives)

Suppliers must fully disclose all embedded or integrated software, firmware, wireless modules, sensors, remote-control features, update pathways, or “smart” capabilities included in goods provided to Mainspring (“Smart Actives”). Suppliers shall not include any Smart Actives without Mainspring’s prior written approval. For any Smart Actives, Suppliers provide Mainspring with a complete, accurate software bill of materials for all firmware and software included with the Smart Actives, including, but not limited to, component names and versions; known vulnerabilities (CVEs); open-source licenses; and origin, commercial provider, and developer



information. The software bill of materials shall be updated with each firmware/software release.

In addition, Suppliers represent and warrant that any Smart Actives, and any associated development, manufacturing, support, update, access, or remote-management processes, comply with all applicable North American Electric Reliability Corporation Critical Infrastructure Protection (“NERC CIP”) standards to the extent such standards are applicable to the goods, their functionality, or their use within Mainspring’s systems or facilities. Upon reasonable request, Suppliers shall provide documentation reasonably sufficient to demonstrate such compliance and shall promptly notify Mainspring of any known or suspected non-compliance or reportable cybersecurity incident that could affect Mainspring’s compliance with NERC CIP requirements. Suppliers shall ensure that all subcontractors and third parties involved in the design, development, or support of Smart Actives comply with the obligations set forth in this Section.

4.2.1 Security of Source Code and Firmware

Mainspring suppliers only supply or produce source code and firmware that do not contain backdoors, undocumented functions, remote “kill switches,” or covert communication modules. In addition, all software and firmware is free of malware and malicious code and suppliers provide update mechanisms in writing. Firmware or software updates (remote or over-the-air) require Mainspring’s express written approval. Mainspring suppliers disclose the identity and location of update servers and offer U.S.-hosted options upon request.

4.2.2 Source Code Escrow

If required by Mainspring to ensure continued operation in the event of Supplier insolvency, PFE designation, or breach of cybersecurity obligations, Supplier shall deposit source code into a mutually acceptable escrow arrangement.

4.3 Federal Terms and Conditions Flow-Down Compliance

Mainspring’s innovative linear generator has gained the attention and interest of not only customers who are eligible for federal funding, but also publicly funded entities and federal grant opportunities. As such, Mainspring must maintain compliance with several state and federal terms and conditions, some of which necessarily flow down to its suppliers. Mainspring’s suppliers understand the importance of maintaining access to these competitive markets and acknowledge that their goods and services may be funded, in whole or in part, by U.S. federal programs, including but not limited to DOE grants, IRA tax credit programs, CHIPS incentives, or other federal funding (“Federal Funding”). To support Federal Funding, Mainspring suppliers may be required to deliver a Certificate of Origin for specified goods and/or subcomponents, identifying information, such as country of origin, as defined in applicable regulations; value-add location; manufacturing processes; critical mineral sourcing; and



compliance with Build America, Buy America (BABA) requirements where applicable. Suppliers are required to maintain complete books and records relating to the development, manufacture, sourcing, testing, and delivery of these goods for not less than six (6) years.

4.4 Cybersecurity and Data Protection

Based on the goods and/or services provided by the supplier, Mainspring may require suppliers to implement and maintain cybersecurity controls that meet or exceed various standards, including, but not limited to SOC 2 Type II, ISO 27001, NERC CIP, NIST Cybersecurity Framework (“CSF”), NIST SP 800-53, or NIST SP 800-171. Specifically, Mainspring expects its suppliers to notify Mainspring within at least forty-eight (48) hours of any suspected or actual data breach, intrusion, system compromise, malware detection, or unauthorized access to Mainspring information.

Section 5.0 - Quality

5.1 Mainspring Quality Policy

We are committed to delivering safe, reliable, and high quality products and services on schedule and to maintaining stringent quality standards in every aspect of our operations. Quality is a shared value at Mainspring among all stakeholders, including our suppliers. We hold ourselves and our suppliers to the highest quality standards and expect all stakeholders involved in designing, manufacturing, testing, shipping, and maintaining our products to uphold this level of excellence.

A quality driven mindset is created by embracing Mainspring’s core values of Pragmatic Optimism, Excellence without Ego, and Proactive Collaboration. We are committed to **Continuous Improvement** towards operational excellence by utilizing all of our resources and refining our processes and systems. We build trust and commitment among our internal and external stakeholders through **Transparency and openness**, and we ensure objectivity with **Data-Driven Decision-making**.

To our valued partners/suppliers, the commitment begins with the demonstration and adoption of a quality management system in accordance with ISO 9001:2015. Mainspring values the expertise of our suppliers and strives to build mutually beneficial relationships by investing together to deliver high quality and cost-competitive products.

5.2.1 Certification Compliance

Mainspring requests suppliers pursue an ISO 9001 certification for their quality management system. Any certifications must be current and presentable to Mainspring upon request. This also applies for tool calibration; Mainspring expects all of our suppliers to do their due



diligence and make sure all machines and measurement devices are calibrated. Any records of calibration must be presentable upon request.

5.2.2 Quality Records Management

Suppliers must retain all quality systems and records for a minimum duration of 10 years, unless otherwise specified. This includes records of process control and traceability which are vital for any future analysis.

5.2.3 Material Traceability

The supplier's quality system should ensure that products are traceable to raw materials or components used in the manufacturing process, production operation, date of manufacture, and revision level. As applicable, the supplier is required to establish a traceability system that tracks raw material lot batch numbers to finished product lot/batch numbers, including traceability to inspection records. If specified by Mainspring, the product must have identification to address traceability via lot numbers, date codes, or serial numbers.

5.3 Nonconforming Material

Suppliers must identify, quarantine, and manage the disposition of nonconforming material to prevent supply of nonconforming material to Mainspring. Mainspring requires our suppliers to promptly respond to nonconforming material to prevent supply chain interruptions. Mainspring may seek reasonable reimbursement from the supplier for any additional costs incurred (replacement cost, replacement material, lost labor hours). Additional details can be found during the supplier onboarding process.

5.4 Supplier Quality Manual

Mainspring's Supplier Quality Manual provides definitions for Part Criticality Levels, Supplier Classification and Supplier Qualification Status. The manual also provides instruction on Part Qualification, PPAP, FAI, Part Inspection Standard Practices, and Deviation Requests. Examples for the multiple form submissions are found in this document. The Supplier Quality Manual provides all the information required for a supplier to interact with Mainspring's quality department. This manual is provided in the supplier onboarding package.

Section 6.0 - Trade Compliance and Packaging

6.1 Trade Compliance Requirements

Mainspring requires all suppliers to abide by the following requirements:

- Comply with all applicable trade regulations
- Promptly notify Mainspring upon becoming aware of non-compliance



- Retain all information necessary to demonstrate such compliance
- Promptly make information and records available to Mainspring when requested

6.1.1 Import/Export and Security Regulation Compliance

U.S. Import Regulations

U.S. Customs and Border Protection (“CBP”) regulates the importation of items into the U.S. These regulations include requirements for classification, valuation, and country of origin marking of the imported merchandise. In order to comply with such requirements, Suppliers must provide accurate information to CBP, Mainspring, and/or Mainspring’s designated partner. In addition, duty preference programs, including the U.S.-Mexico-Canada (“USMCA”) and Generalized System of Preferences (“GSP”), must only be utilized if the requirements of the program are met. Upon request, Suppliers must provide applicable duty preference certificates at no cost to Mainspring. Depending on Incoterms agreed to, Suppliers may be responsible for any applicable anti-dumping or countervailing duties that must be paid to Customs. The Customs Code of Federal Regulations (“CFR”) are located at www.ecfr.gov (reference: 19 CFR §§1-192). Customs enforces the rules of other U.S. governmental agencies at the border. Suppliers must ensure that they comply with any applicable laws enforced at the border.

U.S. Export Control and Sanctions Regulations

The U.S. government regulates what items, including software and technology (technical data, drawings, etc.), can be exported and to where and to whom they can be exported. Certain items may require export licenses under the Export Administration Regulations (“EAR”), located at 15 CFR §§ 730-774, or the International Traffic in Arms Regulations (“ITAR”), located at 22 CFR §§ 120-130. To the extent Mainspring provides items to Suppliers that are subject to the EAR or ITAR, Suppliers are expected to comply with all applicable requirements. In addition, through various sanctions the U.S. government prohibits doing business with certain prohibited governments, entities, and individuals. The Office of Foreign Assets Control Regulations (OFAC Regulations), located at 31 CFR Parts 500-598, implement these sanctions. To the extent applicable, Suppliers must comply with all U.S. government sanctions programs. If, at any time, Supplier knows or has reason to know: 1) it is or will be on a government sanctions list; 2) it is in or will be in a program for sanctioned activities; or 3) it will be issued a government sanction, citation, or notice of violation, it must disclose this fact to Mainspring immediately.

6.2.1 Packaging Requirements

Appropriate packaging is important to protect the product during shipping and handling, as well as help minimize costs by packaging suitable quantities, reducing weight, reducing packaging waste, and addressing ergonomic and storage issues. Mainspring may return, at the supplier's expense, materials that are inadequately packaged and/or damaged.



Supplier packaging should address packaging requirements:

- Safety
- Protection of contents
- Center of gravity
- Heavy object identification
- Packaging quantities
- Handling provisions based on size and weight
- Vibration and drop protection
- ESD protection
- Identifying time sensitive materials
- Commodity specific considerations
- External labeling and traceability

The supplier must work closely with the appropriate Mainspring representative to understand the most current packaging requirements. Mainspring can supply any relevant and updated documents, especially those referenced on the part or assembly drawings.

For pre-production materials (any materials without formal approval from Mainspring QE) and other materials not intended for production use, it is imperative the material and packages are clearly identified accordingly to prevent accidental release to production. This includes First Article samples, packaging trial parts, and boundary sample submissions. The supplier must work closely with the appropriate Mainspring personnel to clarify required labeling and identification of such material before shipment.

Packaging tests must be designed to simulate the worst-case conditions that may be encountered in shipping, handling, and storage, and the parts/assemblies must not sustain any harmful damage, whether to appearance, function, or any other documented requirements.

Additionally, key packaging, handling, and storage requirements must be included in the Part Inspection Standard, where applicable.

All wooden Large Packaging used for shipping products which are purchased by, or developed for, Mainspring must comply with 49 CFR 178.935. All wood Packaging Materials must be compliant with the September 16, 2004 ruling from the U.S. Department of Agriculture (“USDA”) and in adherence with the international standard for wood packaging material (“WPM”) that was approved by the International Plant Protection Convention (“IPPC”) on March 15, 2002. The IPPC standard calls for WPM to be either heat treated or fumigated with methyl bromide in accordance with the Guidelines and marked with an approved international mark certifying that treatment.

6.2.2 Shipping Requirements

Mainspring performs **FOB/FCA** for all international shipments.



Customs Filing Requirements

At Mainspring, Suppliers must be able to properly submit Customs Export Declarations. Suppliers may select whichever customs broker deemed acceptable; this selection shall not be the responsibility of Mainspring. The customs broker which is recommended by Mainspring is Expeditors International. Mainspring expects suppliers to properly prepare shipments for all orders.

Shipments must include a Commercial Invoice, Packing List, and Waybill.

Commercial Invoice Requirements:

- Shipper's name and address
- Consignee's name and address
- Invoice Number and date
- Mainspring purchase order number
- Mainspring part number (EPN), description, quantity, unit price, total price, currency, and HTSUS number
- Incoterms and payment requirements
- Country of Origin

Packing List requirements:

- Shipper's name and address
- Consignee's name and address
- Number of cartons, net weight for each item and gross weight for each pallet
- The total dimensions of cartons being shipped
- Carton contents, material name, quantity, and dimensional measurement

All shipments containing a piece heavier than **150 pounds** must be shipped on a pallet. For shipment on multiple pallets, do not stack products without express written authorization.

Suppliers are responsible for scheduling pickups of shipments. All pickup charges are the responsibility of the supplier.

Listed below are the weight requirements for packages and freight shipping for Mainspring. If shipping under the Mainspring account, use the following service:

Small Package Shipping Requirements

Small Parcel: 0 - 75 lbs

Freight Shipment: > 75 lbs

LTL & FTL: Contact Mainspring directly for guidance

Designated Logistics Service Providers

Ocean Freight: Expeditors International - **Acct#: G1946019**



Air Freight: UPS Freight - **Acct# 712041664**

Small Parcel: UPS Small Parcel - **Acct# 8795EF**

Small Parcel: FedEx Small Parcel - **Acct# 598197253**

LTL & FTL Trucking: Landstar Logistics - **Acct#: Mainspring**

Customs Brokerage: Expedito International - **Acct#: G1946019**

6.3 Receiving Guidelines and Delivery Location

Receiving Guidelines

Mainspring has multiple office locations, but only a single receiving warehouse. To ensure that deliveries are received timely and routed to the accurate location, all shipments must include a Purchase Order (PO) and Mainspring contact.

Delivery Location

Mainspring Energy

3575 Haven Ave.

Menlo Park, CA 94025

Attn: Team Receiving

P: (650)-330-1051

Email: team-receiving@mainspringenergy.com

Receiving hours: 7:00 am - 5:00 pm

6.4 Tariff Risk Allocation

6.4.1 Prices Inclusive of Duties and Tariffs

Mainspring expects suppliers to provide prices that are firm, fixed, and inclusive of all customs duties, import or export duties, tariffs, anti-dumping or countervailing duties, safeguard measures, and any similar governmental charges or surcharges (collectively, "Tariffs"), whether existing on the date of negotiation or imposed, increased, or reinterpreted at any time thereafter with respect to the importation, exportation, or sale of the goods into the country of destination designated Mainspring.

6.4.2 Supplier Responsibility

Suppliers are responsible for including in its pricing all Tariffs applicable imported goods, including but not limited to Tariffs applicable based on customs classifications, country-of-origin treatment, preferential trade programs, national security programs, or trade remedy measures affecting the goods or their components. Under no circumstances may



suppliers increase the prices, add surcharges, or otherwise pass through Tariffs or Tariff increases to Mainspring, except as expressly agreed in a written amendment signed by an authorized representative of Mainspring.

6.4.3 Reimbursement

If, for whatever reason, Mainspring is required to pay any Tariff or related governmental charge in connection with the importation, exportation, or delivery of goods provided by a Mainspring supplier, Supplier shall, within thirty (30) days of Mainspring's written demand, reimburse Mainspring in full for such amounts or provide an equivalent credit against future invoices, at Mainspring's election.

Section 7.0 - Material Planning & Procurement

7.1 Material Planning and Schedule Communication

Mainspring designated buyer will provide suppliers with forecasts as required. At our Menlo Park location, we're doing low volume research and development (R&D). High volume production is outsourced to a contract manufacturer. Each location has its own buyer that's responsible for communicating the demand and orders.

7.1.2 RFQ and Purchase Orders (POs)

Mainspring will email our RFQs and POs either directly from our system (Netsuite) or by attaching the document as a pdf to an email that comes directly from the buyer's email. In the case of the system-generated emails, there will be a "here" link in the email that we ask you to click; clicking this link will inform us that you have confirmed the receipt of the RFQ or PO.

7.2 Delivery Schedule Guidelines

The expected receive day on the PO is the date at which goods are expected to be received at the Mainspring shipping doc with the specified shipping method. Suppliers are asked to abide by our acceptable delivery window; our delivery window is zero days late and up to one week in advance of the PO delivery date. We established these guidelines in order to prevent interruptions to our production and overloading of our inventory space. A supplier's on-time delivery performance will be monitored by Mainspring's Supply Chain department and a lack of performance may result in a loss of future orders.

7.3 First In First Out (FIFO)

Mainspring practices FIFO as part of its receiving incoming inspection and inventory management and expects suppliers to implement similar practices. Since Mainspring is a fast



paced R&D environment and all of our parts have many revisions, we use FIFO to limit our exposure to obsolete parts in our inventory; older parts will get utilized first during production.

7.4 Forecast Expectations

Mainspring expects our suppliers to review POs and ensure sufficient material and capacity to deliver the order on schedule. Any concerns should be brought to the Mainspring Buyer as soon as possible.

Section 8.0 - Supplier Performance Assessment and Development

8.1 Introduction

Mainspring monitors and assesses supplier performance through review of KPIs. We will communicate any concerns or recommendations and require our suppliers to react promptly to ensure a successful business relationship; communication will typically be in the form of an email or a Supplier Corrective Action Request (SCAR). Mainspring expects suppliers to audit themselves and work towards continuous improvement of their processes.

8.2 Impact of Deterioration in Supplier Performance

If a supplier's performance reduces to a level that is undesirable to Mainspring, the supplier will be placed on due diligence status and reviewed until improvements are demonstrated. Supplier feedback is provided informally through email or formally through a Supplier Corrective Action Request, SCAR. A SCAR is a form based on the 8D methodology; SCARs allow Mainspring to work with our suppliers to resolve the issues through a structured format. If the supplier will not collaborate to address the problems or implement any corrective action, Mainspring will cease business with the supplier.

8.3 Deviation Management

Mainspring requires suppliers to create a Deviation for any change to the product that they are producing for us as well as processes that will impact the quality of that product. Any product or process changes, including those associated with a cost reduction, must be approved by Mainspring Design and Supplier Quality Engineers prior to implementation. Uncommunicated changes which result in quality, reliability or customer dissatisfaction may result in removal from Mainspring's Approved Supplier List and cessation of business.



8.4 Continual Improvement and Supplier Development

Mainspring is committed to continuous improvement of its performance and that of its supply base. To support these activities, we expect our suppliers to follow Mainspring guidelines outlined in our Supplier Quality Manual. Mainspring expects our Suppliers to achieve world-class quality with a relentless drive for continual improvement.

Appendix A - Environmental, Health, Safety, and Compliance

Appendix A.1 Compliance

We are committed to preventing accidents, injuries, and illness related to work, and to protecting employees, contractors, and others involved along the value chain. Our policy on safe and healthy lives at work establishes safety and health as an integral component of our value of respect for ourselves and for others around us. We recognize and require that everyone plays an active role in maintaining a safe and healthy working environment. Our managers must promote awareness and knowledge of safety and health to employees, contractors, and anyone else related to or impacted by our business activities.

Suppliers shall:

- Provide a workplace free from serious recognized hazards and comply with standards, rules, and regulations issued under the OSH Act or by the HSE (UK).
- Examine workplace conditions to make sure they conform to applicable OSHA standards/ HSE Standards.
- Make sure employees have and use safe tools and equipment and properly maintain this equipment.
- Use color codes, posters, leaflets, labels, or signs to warn employees of potential hazards.
- Establish or update operating procedures and communicate them so that employees follow safety and health requirements.
- Employers must provide safety training in a language and vocabulary workers can understand.
- Get and maintain employers liability insurance for your business (both US and UK)
- Employers with hazardous chemicals in the workplace must develop and implement a written hazard communication program and train employees on the hazards they are exposed to and proper precautions (and a copy of safety data sheets must be readily available). See the OSHA page on Hazard Communication.
- Provide medical examinations and training when required by OSHA standards.



- Post, at a prominent location within the workplace, the OSHA poster (or the state-plan equivalent) informing employees of their rights and responsibilities.
- Report to the nearest OSHA office or equivalent organization in your country of operation, all work-related fatalities within 8 hours, and all work-related inpatient hospitalizations, all amputations and all losses of an eye within 24 hours. Call OSHA's toll-free number: 1-800-321-OSHA (6742); TTY 1-877-889-5627. [Employers under federal OSHA's jurisdiction were required to begin reporting by Jan. 1, 2015. Establishments in a state with a state-run OSHA program should contact their state plan for the implementation date]. For countries that fall in HSE jurisdiction, report all serious injuries, to include death or fatalities, immediately by the quickest practical means followed by written notification within 10 days. Call the HSE's toll-free number at +44 300-790-6787 or +44 0345-300-9923.
- Keep records of work-related injuries and illnesses. (Note: Employers with 10 or fewer employees and employers in certain low-hazard industries are exempt from this requirement.)
- Provide employees, former employees and their representatives access to the Log of Work-Related Injuries and Illnesses (OSHA Form 300). On February 1, and for three months, covered employers must post the summary of the OSHA log of injuries and illnesses (OSHA Form 300A).
- Provide access to employee medical records and exposure records to employees or their authorized representatives.
- Provide to the OSHA compliance officer the names of authorized employee representatives who may be asked to accompany the compliance officer during an inspection.
- Not discriminate against employees who exercise their rights under the Act. See OSHA's "Whistleblower Protection" webpage for further details.
- Post OSHA citations at or near the work area involved. Each citation must remain posted until the violation has been corrected, or for three working days, whichever is longer. Post abatement verification documents or tags.
- Correct cited violations by the deadline set in the OSHA citation and submit required abatement verification documentation.

Appendix A.2 RoHS Requirements

The Restriction of Hazardous Substances Directive 2002/95/EC (RoHS 1) was adopted in February 2003 by the European Union. The RoHS 1 directive became a law in each member state. This directive restricts (with exceptions) the use of ten hazardous materials in the manufacture of various types of electronic and electrical equipment. RoHS is often referred to as the "lead-free directive," but it restricts the use of the following ten substances: Lead (Pb), Mercury (Hg), Cadmium (Cd), Cr6+, PBB, PBDE, DEHP, BBP, DBP, DIBP. The maximum permitted



concentrations in non-exempt products are 0.1% by weight (of any single substance that can be separated mechanically)

Mainspring expects suppliers to comply with RoHS requirements. Suppliers must fill out the Declaration of Conformity or other form of official documentation for proof of compliance. If a part includes substances over restricted value, the part will be stopped for use immediately.

Starting 1/1/2023 all suppliers will be required to have a UKCA (UK Conformity Assessed) marking on all products going into the United Kingdom and Northern Ireland.

Appendix A.3 REACH Requirements

REACH is a horizontal legislation controlling the risks associated with chemical substances throughout their whole life cycle, while RoHS is a product-specific vertical legislation that focuses on hazardous substances in electrical and electronic equipment (EEE). REACH addresses the production and use of chemical substances of very high concern (SVHC) and their potential impacts on both human health and the environment. It is the strictest law to date regulating chemical substances and will affect industries throughout the world.

Mainspring complies with REACH and its purpose to protect human health and the environment from harmful substances. The supplier is responsible to inform Mainspring if, or when, it comes to their knowledge that any Substance of Very High Concern is present in their product.

Appendix A.4 Environmental, Health, and Safety

Mainspring expects that its suppliers will consider their workforce, the community, the environment and the use of natural resources in their daily business. To ensure responsible supply chain EHS performance, supplier audits will be performed evaluating the following elements:

- Written EHS programs and EHS training documentation
- Dedicated personnel, documented incident investigation processes and corrective action plans included in EHS process
- Internal audits conducted to ensure compliance to internal and regulatory requirements
- Monitoring and tracking of EHS activity results and regular reports to management
- Any regulatory safety (e.g., OSHA) citations or regulatory environmental (Notice of Violations - NOVs) citations in the last 3 years
- Worker injury and illness data (Experience Modification Rate or Recordable Incident Rate) compared to the industry average



Appendix A.5 Health and Safety Requirements

Mainspring recommends that suppliers maintain a Health and Safety Management System according to the ISO 45001 framework and strive to continually improve their Health and Safety performance. Minimally, the supplier must conduct business according to the applicable national legal requirements for Health and Safety. Suppliers should ensure that occupational health and safety standards are recognized and upheld. To do so, they should abide by the following guidelines:

- Apply appropriate safety measures for equipment and instruments used in their company.
- Evaluate their own safety risks and ensure safety in the workplace with appropriate design, technique, and control methods.
- Evaluate the workplace not only for physical hazards, but hazards related to biological and chemical harms.
- Evaluate occupational injuries and illnesses in the workplace and provide appropriate measures to mitigate such risks.
- Prepare the emergency response measures for possible disasters and accidents to protect human lives and publicize the plan.
- Define physically demanding activities and control appropriately to prevent injury and illness.
- Keep all company facilities safe and hygienic.