

a Global Supply Chain Management Manual

Important Note:

Each supplier wishing to do business with Tenneco is required to meet the guidelines indicated in this Global Supply Chain Manual, as well as each regional supplement for the respective region for which business transpires.

Global Logistics Service Provider Manual

Last updated July 30, 2015

Section	Title
Section 1.0	Introduction
Section 2.0	Organization
Section 3.0	Purchasing
Section 4.0	Supplier Performance
Section 5.0	Logistics
Section 6.0	Environmental Health And Safety
Section 7.0	Corporate Responsibility for the Automotive Supply Chain

Click on sections above to follow link.

Section 1.0	Introduction	Revision Date	Revision Letter
Section 1.1 Supplier Letter		07-30-15	







a Global Supply Chain Management Manual

Dear Supplier,

The following document is known as the Tenneco Logistics Service Provider Manual.

This electronic document is provided to define both our customary and general guidelines of how Tenneco conducts our business. These global purchased material and logistics requirements outline our expectations to create what Tenneco believes is a strong, competitive, and value added supply chain.

Tenneco's success is dependent upon our ability to provide the highest value to our customers through price, quality, and service. A close working relationship with our supplier base is critical to the achievement of this objective. We hope that this manual will provide you with the necessary information that will be valuable to our mutual efforts of conducting business in a professional, efficient, and profitable manner.

This updated manual supersedes all supplier information manuals previously provided to you by Tenneco.

Should you have any questions, please contact your respective GSCM buyer.

Thank you for your continued interest and support.

Tenneco

Section 2.0	Organization	Revision	Revision
		Date	Letter







a Global Supply Chain Management Manual

	a Global Supply C	mann ivianagem	Cite iviana
2.1 History	Tenneco (NYSE: TEN) is one of the world's largest automotive suppliers. With revenues of \$8 billion, the company designs and manufactures ride control and emission control products and systems for original equipment manufacturers and aftermarket distributors and retailers. Global Footprint Approximately 25,000 employees, serving customers in more than 100 countries Roughly 89 manufacturing plants and 14 engineering and technical centers worldwide Brands Tenneco markets products under some of the most well-known automotive brands in the world including Monroe®, Walker®, Gillet™ and Clevite® Elastomers. Customers A global manufacturing and distribution network serves original equipment manufacturers worldwide including Toyota, Honda, Nissan, Mazda, Suzuki, General Motors, Ford Motor Co., Volkswagen, Daimler, Chrysler, SAIC, Renault, and PSA Peugeot Citroen, Tata Motors, International Truck, Caterpillar, and Harley-Davidson. In the aftermarket, we serve more than 500 distributors and retailers including such familiar names as: NAPA,TEMOT Autoteile, ADI, O'Reilly Automotive, Advance Auto Parts, Kwik-Fit Europe, Uni-Select, and Pep Boys. Additional information can be found at www.tenneco.com.	07-30-15	
2.2 Quality Policy	Delivering customer satisfaction with empowered employees using continuous improvement to get it right the first time, every time.	07-30-15	
2.3 Vision Statement	Pioneering global ideas for cleaner air, and smoother, quieter and safer transportation.	07-30-15	
2.4 Headquarter Locations	Worldwide Headquarters Tenneco 500 North Field Drive Lake Forest, IL 60045, USA Phone: 847-482-5000 North American Original Equipment Headquarters Tenneco One International Drive Monroe, MI 48161, USA Phone: 734-243-8000	07-30-15	



Return to Index (Ctrl + Home) CONFIDENTIAL



Page **3** of **20**



a Global Supply Chain Management Manual

	a Global Supply Chair Management Manual		
	North American Aftermarket Equipment Headquarters Tenneco 500 North Field Drive Lake Forest, IL 60045, USA Phone: 847-482-5000		
2.5	European Headquarters	07-30-15	
Worldwide	Tenneco Europe	07-30-13	
Locations	Av. du Bourgetlaan, 50		
Locations	B 1130 Brussels		
	Brussels, Belgium Phone:		
	32-2-706-9000		
	Contact Tenneco Europe.		
	Asian / Pacific Rim Headquarters Tenneco 1326-1378 South Road Clovelly Park 5042, Adelaide, South Australia Phone: 61-8-8374-5222 Contact Tenneco Asia. South America Headquarters Tenneco South America Bartolomé Cruz 1528 1°P (B1638BHL) Vicente López Buenos Aires República Argentina Phone: 54-11-5550 1700 Contact Tenneco South America.		
	Additional location information can be found at <u>www.tenneco.com</u> .		

Section 3.0	Purchasing	Revision	Revision	
		Date	Letter	







a Global Supply Chain Management Manual

	a Global Supply C	mann managem	Cite ivialiae
3.1 Organizational Philosophy	Tenneco endeavors to supply its customers with the highest quality, most cost-competitive products available in the industry. In support of this objective, our organizational philosophy is to develop relationships with suppliers who best demonstrate their commitment to these goals through consistent scheduled delivery of defect-free products, at competitive prices. Tenneco is committed to developing, manufacturing, and marketing innovative, reliable and cost effective systems and modules. To support this objective, Tenneco suppliers must be technologically competent and financially capable of supporting our development needs for current and future products.	07-30-15	
	Tenneco will encourage its suppliers to become involved in new product development, to ensure we have robust designs and processes capable of meeting our goals. In order to be considered as a Tenneco supplier, companies must be willing to share information on their financial condition with our Purchasing Department. Sourcing decisions will be based on competitive pricing, quality		
	assurance, supply, delivery performance, service, and life cycle costing. This sourcing philosophy will include development of long-term relationships with suppliers to achieve productivity improvements, in order to reduce costs on a continuous basis.		
3.2 Operational Philosophy	Tenneco operates in an environment focused on continuous improvement, variability reduction and zero defect philosophy. Customer satisfaction, employee satisfaction and Economic Value Added (EVA) are critical values. Suppliers are expected to have operating philosophies which are compatible with these values.	07-30-15	
	Supply Agreements for high-volume, repetitive requirements are typically negotiated for a minimum period of one year and on a single-source basis. Established suppliers are encouraged to discuss the mutual benefits of longer-term supply agreements centered on continuous improvement and productivity sharing with Tenneco. Many such contracts are presently in effect.		
	Suppliers are expected to maintain a quality system providing defect-free components eliminating the need for receiving inspection. Cost reduction through elimination of waste, inspection, inventory and reduced warranty claims, are primary objectives. Tenneco recommends that suppliers practice 5S, "Lean" methods.		
3.3 Ethics	In order to support sound procurement practices and maintain a reputation for honesty and fairness, Tenneco will select suppliers who can provide products and services of the highest value. Employees are expected to observe the highest ethical standards when handling Tenneco business, making contacts with the business community, and other matters, which would indirectly affect Tenneco's reputation for integrity.	07-30-15	







a Global Supply Chain Management Manual

	It is Tenneco's policy that personnel and suppliers must not engage in any activities nor have any personal or financial interests outside Tenneco, which constitute a conflict of interest with Tenneco policies or which conflicts in any way with their assigned responsibilities.		
	It is Tenneco's policy that personnel or suppliers must never place themselves or Tenneco under obligation at any time by the acceptance/offer of gifts and gratuities of value. When it is necessary to decline such favors, it should be done courteously with a brief explanation of the standard Tenneco policy regarding this matter.		
	As Tenneco's worldwide operations must comply with all applicable laws, rules and regulations, as well as Tenneco's Code of Conduct and the policies and procedures that support them, suppliers are required to comply with the same including Tenneco's Code of Conduct.		
	Reference the <u>Code of Conduct.</u>		
	If a supplier feels that their position has been compromised by any individual within Tenneco, they are required to inform Tenneco Leadership of their concern as soon as possible.		
3.4 Supplier Criteria	A primary objective of Tenneco is to achieve the "Best in Class" status in supply base management and supplier performance. As Tenneco focuses on core manufacturing processes, our suppliers must also be developing and perfecting their core competencies. To maintain a long term relationship with Tenneco, suppliers must:	07-30-15	
	Be globally competitive in quality, technology, service and cost. Maintain a quality system, which meets the requirements of the regionally recognized standard. Meet/exceed "best in class" standards through product and process innovations that support performance improvements and provide best value. Meet/exceed "best in class" standards through product and process innovations that support performance improvements and provide best value.		
	Provide the lowest total cost products driving year-over-year reductions through continuous improvement. Consistently deliver parts on time. Be prepared to follow Tenneco into emerging market regions. Be proactive and flexible in responding to changing customer demands.		







a Global Supply Chain Management Manual

	u Global Supply		
3.5 Initial Assessment	The first step in approving a supplier to join our supply base team is for the supplier to complete an Initial Registration through our supplier website or whatever the local process is in the region. For further details in regions outside of North America and Europe, please refer to your regional appendix. The supplier inputs pertinent information directly into the website which is routed to a Toppece commodity buyer for region. The commodity	07-30-15	
	is routed to a Tenneco commodity buyer for review. The commodity buyer uses this registration to make a preliminary assessment of the supplier. If the assessment is favorable then the supplier will be contacted by the commodity buyer. The second step in the approval process is an onsite assessment by Tenneco at the supplier's location. The supplier must demonstrate compliance to this manual. To proceed directly to the supplier website to enter your Initial Registration, click on the following link: www.tsp.tenneco.com . Upon entering the website, select "New Supplier Registration", and follow Tenneco's Interactive Tender Alliance Network (TITAN) system prompts.		
3.6 Request For Quote (RFQ)	As a component of continuous improvement, the RFQ process is intended to establish specific costs for each element of freight movement. Therefore it is extremely important that suppliers provide a cost breakdown as requested by RFQ, so that through early supplier involvement and value engineering we can identify and implement cost reduction opportunities.	07-30-15	
3.7 Business Review Meetings	In order to ensure that the collective resources of Tenneco and its suppliers are effectively and strategically planned and utilized, Tenneco will invite suppliers to participate in Business Review Meetings. Tenneco will share information on the state and direction of our business, discuss specific supplier performance and communicate all other known plans and/or factors. This will allow our suppliers to best plan and utilize resources to supply Tenneco with the highest quality, least cost products and services.	07-30-15	
3.8 Rate Agreements	Rate agreements for repetitive, higher volume requirements are normally awarded for a minimum period of one year. Long Term Agreements (2 - 5 years) are frequently negotiated with established suppliers to support enhanced value-added opportunities for both Tenneco and its suppliers.	07-30-15	
3.9 Prices	In order to effectively administer cost control programs and our pricing policy, it is necessary for Tenneco to clearly understand the inflationary pressures faced by suppliers.	07-30-15	
	Suppliers are expected to offer suggestions for ways that price increases may be avoided; these might include process improvements and more efficient loading and shipping procedures. The policy of Tenneco is to favor cost effective suppliers by rewarding them with increased levels of business participation whenever possible.		





a Global Supply Chain Management Manual

3.10 Finance	Tenneco will pay for goods and/or services provided by suppliers according to the terms and conditions of the Tenneco purchasing documents (which may include long-term RateAgreements,) governing such obligations.	07-30-15	
3.11 Payment/Terms/ Conditions	Payment terms are as indicated in the applicable Master Transportation Agreement. Payable date will be based on the date of receipt of the invoice, not on invoice date.	07-30-15	
	All purchasing documents (including RateAgreements) issued by Tenneco incorporate the general terms and conditions and other documents, policies and terms accessible at http://tsp.tenneco.com as amended from time to time, including (i) this manual, and (ii) Buyer's General Terms and Conditions of Purchase.		



Return to Index (Ctrl + Home) CONFIDENTIAL



Page **8** of **20**



a Global Supply Chain Management Manual

Section 4.0	Supplier Performance	Revision Date	Revision Letter
4.1.1 Corrective Action	Tenneco expects suppliers to implement successful, permanent corrective actions for non-conformances identified.	07-30-15	



Return to Index (Ctrl + Home) CONFIDENTIAL



Page **9** of **20**



a Global Supply Chain Management Manual

4.1.2 Corrective Action Reporting

The supplier's corrective action form must reference the MRR # and cover the following areas:

07-30-15

1) Team Members: include name and title along with leader's name / email address / phone number. Team members must be cross functional and include production personnel.

2) Problem Description:

What is the problem- stated in the terms of the requirements i.e. (specifications, prints, etc...?) Why is it a problem?
How does it affect the customer?
What is the impact?
Where and when detected?
How many were found?

3) Containment:

How many issues were sorted? How many issues were found? What is the containment action? How are issues being sorted? What is the method of identification?

Reference Material disposition requirements of Sections 4.8.1, 4.8.2, and 4.8.3.

4) Root Cause:

How was the failure created? How did the nonconformance escape?

Note: Tenneco does not accept "Operator Error" as a root cause.

5) Corrective Action(s):

Define and implement the corrective actions. Include date of implementation.

6) Verification:

Validate corrective action: Resolve the issue. How was it validated? Include data.

- Prevention: provide evidence of evaluation of "like and similar" processes / products.
- 8) Congratulations how was team rewarded?





a Global Supply Chain Management Manual

Optional – If you do not have a corrective action form that covers these areas, use the <u>Tenneco Global Corrective Action Report</u> .	



Return to Index (Ctrl + Home) CONFIDENTIAL



Page **11** of **20**



4.1.3	Timeline requirement (upon notification of the MRR):	07-30-15	
Corrective Action Timing			
Tilling	Containment action must be developed, implemented, and reported to the Tenneco facility within 24 hours.		
	2) Possible root cause(s) with timely planned corrective action(s) and responsibilities must be completed and submitted to Tenneco within two weeks, unless otherwise agreed upon, with concurrence by the Tenneco facility representative.		
	3) Robust corrective actions should be targeted for verification/closure within sixty (60) working days and affected process documentation (Process Flow, PFMEA, Process Control Plan, Operating Instructions) needs to be reviewed/updated.		
	Note: Corrective actions submitted by supplier are to be approved by the supplier's facility Quality Manager or designate.		
	A corrective action that cannot be verified and closed within the sixty (60) day window requires concurrence from the issuing plant(s) Quality Manager. Periodic updates will be defined by the Quality Manager.		
4.2 Supplier Improvement Process	Tenneco suppliers who fail to meet the quality and/or delivery requirements are subject to being placed on a Supplier Improvement Program (SIP).	07-30-15	
	Criteria for selection can include any of the following:		
	1) 4 MRR's per rolling 3 months		
	Plant and Buyer Recommendation –or any other performance issue.		
	These are reviewed on a monthly basis.		
	Note: Suppliers on SIP may be placed on New Business Hold.		
	The following process will be followed:		
	Initial Visit:		
	SIP nominees will receive a letter notifying them of the decision to place them on the SIP. Suppliers will then be contacted by Tenneco logistics team and an on sight visit will be scheduled.		
	Preliminary visits at the supplier will include an overview of the SIP, a review of issues, an on-site review of the supplier's processes, and a discussion of containment activities as appropriate.		







a Global Supply Chain Management Manual

Suppliers can be required to report out on-site to Tenneco Top Management, as required per logistics team direction. These meetings are scheduled quarterly, but may change depending on the Supplier's performance. Required to attend from the supplier, (depending on company size), Senior Management Representatives from Operations, and Sales

A preliminary schedule for subsequent visits to Tenneco will be developed.

Follow-up Visits to Review Improvements:

A review of the system 8D is required at each follow up visit. Improvements made, (with validation), should be presented, including action registers (with timing).

Exit Criteria:

Once the Supplier has closed out all action items and have met the exit criteria for 3 month rolling MRR's and an on-site assessment is scheduled. Upon verification of the results and a passing assessment score, Tenneco logisticswill notify the supplier that the exit criteria has been met, and the supplier will be released from SIP.







4.3 Cost Recovery	Charges associated with the Tenneco quality sy	-	sues may be debited upon input into	07-30-15	
	Charges associated with the following:	th delivery iss	sues may include but are not limited to		
	the MRR when car Extraordinary costs expedite shipments associated with reb	rier fails to such as To the econom uilds, special enneco asse	mbly line downtime to cover		
	Settlement of extraord basis.	linary costs s	hall be addressed on a case by case		
	Such charges may incl	ude, but are i	not limited to, the following:		
	Si	upplier Charg	ge Back Cost Table		
	Cost Type	Fee (USD)	Description / Notes		
	Administrative Fee	\$300.00	Per incident		
	Receiving Inspection Fee	\$50.00	Per shipment for the inspection of supplier product for re-certification or if certified process is interrupted due to non-conforming material (minimum 1 hour charge)		
	Line Down Fee	\$50.00	Per employee directly affected.		
	Change Over Fee	\$75.00	Per hour per employee directly affected.		
	Sorting Fee (including material handling)	\$50.00	Per hour per employee directly affected. If supplier or supplier paid contractor does the sorting, (subject to Buyer prior approval) fee may be waived.		
	Investigation Fee	\$75.00	Per hour per employee directly affected.		
	The charges set fort	h in the prec	reding table apply only if a regional rent charges for the applicable		
4.4 Supplier Quality System Assessment	regardless of certificat	ion status.	orm supplier quality audits of suppliers	07-30-15	
	quality system assessn	nent on supp	lier Assessment when performing a liers of production materials. The be used with other tools to support ng suppliers.		







4.5 Training	The supplier must demonstrate a comprehensive training program for all levels of staff. Training must be applicable to each job function, supported by documented evidence of the standards achieved by each individual.	07-30-15	
	The program should be based upon the principles of total quality management and include, Quality Planning Tools, Six Sigma Tools, Team Problem Solving Tools, and Tenneco's Global Working Conditions Guidance requirements stated in 9.1 of this manual.		







Section 5.0	Logistics	Revision Date	Revision Letter
5.1 Tenneco Logistics and Export Policy	All suppliers are required to fully comply with Tenneco's policies as defined in this manual and associated purchasing documents. Each region has specific requirements. It is the suppliers' responsibility to obtain and follow these requirements. Regional requirements can be obtained from the respective local Tenneco Logistics Manager. For assistance obtaining a local directory, reference Section 2.4.	07-30-15	
	Tenneco has enacted policies and procedures to fully comply with national and international export requirements, including the requirements set forth by International Traffic in Arms Regulations (ITAR) and Export Administration Regulations (EAR).		
	Tenneco requires its suppliers to fully comply with all export controls. Please see the <i>Global Supplier Manual Link Sheet</i> for applicable website information. The selected transportation modes shall be appropriate for the movement of the product, as well as compliant with national and international transportation and safety regulations. Tenneco has preferred carriers for land, air and ocean transport; reference freight routings in the Regional sections. During transport, product must be secured in such a manner that shipments arrive intact and in good condition. Tenneco reserves the right to refuse loads if the shipment is deemed unsafe to offload or store. Examples of unsafe conditions may include, but are not limited to, rotted trailer floorboards, unstable stacks of pallets and general poor trailer, container or load conditions.		
	Documentation for each shipment is the responsibility of the supplier and must be complete, timely and legible. The supplier is to provide all necessary customs and legal documents as required by each country. Requirements for documents such as Bill of Lading, Packing list, and Manifests can be obtained from the local Tenneco Logistics Manager. For assistance obtaining a local directory, reference Section 2.5.		





5.2 Logistics & Materials Protocol	Tenneco Inbound Material and Logistics Protocol is a standard template of generic operational agreement on detailed logistics & material arrangement between supplier and Tenneco at local facility level. It covers areas like scheduling, transport, loading, packaging, communication, goods-in-transit, cross-stocking, inventory commitment, documentation & labels, customs, etc., for additional clarity see Inbound Material Logistics Process Flow .	07-30-15	
	For new suppliers, this document is initiated during project nomination process and it needs to be completed and signed off between supplier and Tenneco plants. If supplier delivers to multiple Tenneco locations or if goods are shipped		

	from various supplier facilities, then each origin-destination relation requires a separate protocol. Multiple purchased items within an origin- destination relation (or new business adding into existing one) can be incorporated into one single protocol if they are subjected to similar logistics & materials arrangement. The protocol needs to be updated whenever there are significant changes in supplychain and delivery arrangements. Complete protocols are located in supplier C-folders in		
	TITAN.		
5.3 Basic Packing List Requirements	Each shipment must be accompanied by a Packing Slip that clearly and legibly displays: Sold to address Ship to address Ship from address Ship date Tenneco order number or release number Tenneco order line item number Tenneco part number and revision level letter Tenneco part description (per Tenneco drawing) Quantity (units as specified by the purchase order) Number of containers, skids, etc. Weight of the shipment (gross and net) Manufacturer's lot number or heat number (when applicable) Chemical/physical analysis (when applicable) Carrier used	07-30-15	
	Electronic packing slips, provided by an electronic document number, may be acceptable in some locations. Contact your local Tenneco Logistics Manager to determine if this service is available. Shipping documents must be provided in a separate envelope.		







5.4	The bill of lading must be included with each shipment and reference:	07-30-15	
Basic Bill of Lading Requirements	Bill to address Ship to address Ship from address Weight Freight pieces Description of product Carrier Any other regional requirements, such as country of origin.		
	Please note that Tenneco uses 3 rd party freight payment in some regions. Please ensure that the freight invoices are sent to the appropriate address.		







Section 6.0	Environmental Health And Safety	Revision Date	Revision Letter
6.1 EH&S Policy	People are our most important asset; therefore Tenneco is committed to health and safety as a primary focus. It is expected that all supplies supply Tenneco Worldwide locations conduct business in the same manner and that goods and services provided to these locations be delivered in a safe, ergonomic and environmentally friendly condition. Tenneco encourages its supply base to align with the Environmental and Sustainability codes located within the AIAG website linked here, AIAG	07-30-15 r Chain Manago	ement Ma
	Corporate Responsibility, and to demonstrate progress towards fulfilling the requirements of ISO 14001.		
6.2 Supplier Visits	Suppliers are encouraged to visit Tenneco Manufacturing and test areas. This requires approval, in advance of the visit, to facilitate the participation of the appropriate level of Tenneco personnel. Visitors entering any test or manufacturing areas (beyond front offices) may be required to wear eye, foot, and hearing protection and may be required to sign further documentation such as a visitor form.	07-30-15	
6.3.1 Tenneco Facility Security	Tenneco maintains security systems to protect assets and limit the entry of unauthorized personnel. Once at the facility, all visitors will be required to sign in, be assigned appropriate visitor identification, and sign out at the end of the visit. Visitors will be accompanied by the responsible Tenneco representative. Taking pictures or video taping of Tenneco operations or facilities without authorization is strictly forbidden. No Tenneco printed or electronic files, blueprints, or other documents may be removed from the premises or copied without permission.	07-30-15	
6.3.2 Supplier Data Security	Suppliers must comply with all intellectual property requirements addressed in the Tenneco Terms and Conditions of this manual linked in Section 3.15. Suppliers are required to complete the attached Supplier Data Security Self-Assessment and upload it into the Tenneco TITAN Cfolder. A copy of the self-assessment is also sent to the Tenneco GSCM Buyer, or Tenneco Supplier Development representative.	07-30-15	







a Global Supply Chain Management Manual

7.1
Global Working
Conditions
Guidance
Statements

Tenneco has embraced the following working condition guidelines into our facilities on a global basis. These conditions are evidenced by our Human Resources policies and procedures. Tenneco anticipates that members of our supply chain will join us in sharing these values among your own resources.

07-30-15

Tenneco opposes the use of child labor and expects our suppliers to support this value. The age of employment should be in accordance with local labor law.

Tenneco expects our suppliers to oppose any form of forced or compulsory labor, and ensure that their workers are able to communicate openly with management regarding working conditions without fear of reprisal, intimidation, or harassment.

Tenneco expects our suppliers to support zero tolerance of harassment or discrimination against their employees in any form.

Tenneco supports a safe and healthy working environment for all workers that meets or exceeds applicable standards for occupational safety and health and expects the same from our suppliers.

Tenneco suppliers must comply with local laws and regulations regarding compensation, benefits, and the amount of hours worked.

For more information on this subject and to investigate training opportunities, Tenneco suggests suppliers explore the <u>AIAG website</u>, complete the Global Working Conditions (<u>GWC</u>) Self- Assessment, and send it to the respective Tenneco GSCM Buyer.



