

SERVICES' CONDITIONS

1. General Terms

The terms and conditions set forth below refer to the participation in the Suppliers Registry (RePro), managed by Achilles South Europe S.L., on behalf of the Subscribing Companies. These terms are accepted by the supplier when they pay the registration fee.

The Suppliers Registry's purpose is to offer to the Subscribing Companies a database of qualified suppliers according to criteria previously agreed upon between Achilles and the Subscribers.

Each registry is individually created for each one of the categories of products or services required by suppliers. RePro shall be the first phase of the Subscribers qualification system. Subscribers may establish following phases, using specific criteria of each sector. Subscribers may contract suppliers that are not qualified by RePro.

Likewise, the registered supplier joins automatically to the RePro Business Directory. All the registered suppliers have access to this service across the Supplier's Portal. The available information in the RePro Business Directory includes general details, as well as the products and services categories in which the company is registered.

2. Obligations of each party:

ACHILLES obligations:

- Make available to Subscribers on RePro's database all the information provided by suppliers through the specific questionnaire.
- Notify the supplier, within two months after the questionnaire reception, about its Register in RePro. Achilles must also inform supplier about the situation of their own data in the database and about any change that must be made to finalize the Registry, according to the suppliers' documentation and circumstances.
- Update permanently the content of the database used by the Subscribing Companies.
- Keep a list of current suppliers, with details like categories registered, expiration dates and all important information of each supplier for four years.
- Include the information of the registered supplier in the Business Directory
- **Guarantee and protect the confidential information** provided by suppliers. Only Subscribing Companies are able to access this information.

Supplier's obligations:

- Provide their own information by answering all the questions of the questionnaire, with as much precision as possible. The answers should disclose the general situation of the Company and the products/services offered at the moment of the completion of the questionnaire. Also they have to send the requested documents.
- Inform the Register Department about all changes in mandatory areas (questions written with **bold** letters) that occurred after the filling out of the questionnaire, attaching proper documentation in order to prove new data.

3. Registration Fee

The registration fee is annual and covers the system administration costs that are shared by all Subscribing companies and suppliers. Therefore, in order to apply for a Registration in RePro, the supplier company must pay the annual fee established. This fee is non-refundable.

4. Audits

Subscribing Companies may request ACHILLES to provide the file of any supplier who is or has been registered, as well as all suppliers in the process of registration.

All the files are subject to revision at any time, as part of ACHILLES tasks or through Subscribers request.

5. Law and Jurisdiction

All the information you provide to Achilles will be listed on the Suppliers Registration System (RePro) database. It will be available to all authorized users of this database (Subscribing Companies). You will be able to access, update and cancel these data according to the Organic Act number 15/1999, from December 13th, on Personal Data Protection.

This agreement shall be governed by and construed in accordance with Spanish law and the parties shall be subject to the jurisdiction of the Spanish courts.