

April 2019

UNIVERSAL AVIONICS SYSTEMS CORPORATION

PROCEDURE ON ANTI-BRIBERY AND CORRUPTION DUE DILIGENCE

1. INTRODUCTION

Universal Avionics Systems Corporation (the “**Company**”) is committed to ethical business practices, and it is our policy to follow the anti-corruption and compliance laws of every country in which we do business. It is essential that the Company only engage with those entities and individuals who are suitable from an anti-corruption perspective. To achieve this goal, the Company has adopted our *Anti-Bribery and Corruption Compliance Policy*. In that policy, we committed to conducting reasonable anti-corruption due diligence on third parties with which the Company intends to engage for marketing and related support services for international programs (a “**service provider**”), as well as for potential mergers and acquisitions (“**M&A**”) targets and teaming/joint venture partners.

2. PURPOSE

To implement our commitment regarding due diligence we have adopted this Procedure on Anti-Corruption Due Diligence (the “**Procedure**”). The purpose of this Procedure and its Annexes is to provide guidance on the anti-corruption due diligence that must be conducted prior to signing a contract with a service provider, acquiring a target company, or partnering with an entity as part of a teaming arrangement or joint-venture (collectively, “**third party**” or “**third parties**”).

3. RISK-BASED DUE DILIGENCE

The Company conducts risk-based due diligence tailored to the facts and circumstances of each case. Based upon the results of the internal due diligence process, a third party may be determined to have risks that will result in enhanced due diligence as described below.

4. DUE DILIGENCE PROCEDURES

4.1 Due Diligence Responsibility

Responsibility for anti-corruption due diligence will vary depending on the context. Anti-corruption due diligence is business due diligence. Accordingly, with the support of the Company’s legal advisor and Compliance Officer, the functions within the Company responsible for entering into

an agreement to engage a third party, whether it be a service provider or a teaming/joint venture partner, will be responsible for making sure that all necessary due diligence steps are taken and, as importantly, that the results of the due diligence are satisfactory and sufficient to establish that the third party is a worthy business partner for the Company. Similarly, in an M&A context, the team responsible for pursuing the proposed M&A transaction will be responsible for conducting anti-corruption due diligence on the proposed target. Support for the due diligence activities will be provided as necessary by all relevant Company functions.

4.2 Due Diligence Process

The Company will conduct anti-corruption due diligence that includes, at a minimum:

- An initial internal risk assessment;
- An external due diligence report (for service providers); and
- A due diligence questionnaire.

Based on the findings of the external due diligence report and due diligence questionnaire, third parties may require additional due diligence, as may be determined on a case-by-case basis by the Company's parent company's Corporate Chief Legal Officer ("CLO") or the Corporate Chief Compliance Officer ("CCO"). Such additional due diligence measures include requesting further documentation or information concerning compliance issues, conducting interviews with relevant personnel and engaging external parties to perform deeper background checks. Factors that may trigger such additional due diligence measures include any red flags that may be discovered during the due diligence process, the nature of the third parties' role in the intended transaction, the nature of the transaction for which the third party will be working with the Company and any lack of clarity or unwillingness by the third party to comply with the due diligence process.

5. DEDICATED QUESTIONNAIRES AND CHECKLISTS

For each of: (i) service providers, (ii) potential teaming/joint ventures partners and (iii) M&A targets, the due diligence process will include use of dedicated questionnaires and checklists as appearing in Annexes A, B and C hereto. The relevant Annex may be incorporated into contracts with a service provider, teaming/joint venture party or M&A target as appropriate.

6. RED FLAGS

Red flags are facts or circumstances that raise a concern that a particular transaction, relationship or engagement involves a risk of bribery or corruption. Red flags are not proof of wrongdoing, and, in most cases, they do not automatically disqualify a third party. But because they present a heightened risk that the third party is or has been engaged in corrupt conduct, the Company will, in all cases, conduct further due diligence to understand the circumstances underlying the red flag. The result of this due diligence may be to "lower" the red flag, *i.e.*, to determine that there is a valid and legitimate explanation that contradicts any suggestion of corruption, or, to the contrary, raise the flag higher to the point where the third party is, in fact, disqualified, *i.e.*, to determine that the third party has likely engaged in corruption and would be likely to engage in such corruption on the Company's behalf. In many cases, however, it will be somewhere in between, requiring us to closely analyze the known and suspected facts and to exercise judgment and discretion in determining whether to proceed with the third party. For that reason, when the due diligence process reveals the existence of red flags, the Company's legal advisor must be

involved in evaluating the red flags, and either the CCO or the CLO must approve the resolution of the red flag issue as well as entering into the engagement.

Red flags may vary considerably. The following are examples of red flags that could arise in due diligence by the Company. However, business units conducting due diligence must be alert to any indication that a service provider, teaming/joint venture partner or M&A target may have engaged in corrupt conduct, whether or not identified as a red flag below.

Red flags (Illustrative examples):

- The country in which the third party is active or a resident or incorporated does not have a Corruption Perception Index (CPI) score in the top 25% of the countries on the most recent Transparency International CPI (such country being a “**high risk country**”).
- The identity, background, reputation or commercial history of the prospective third party is unknown to the Company.
- The third party has been directed to the Company by a customer or end user from a high risk country.
- The Company knows or suspects that the third party, any senior personnel that the third party employs or any individuals or entities by whom the third party is owned, controlled or managed, has been involved in illegal or unprofessional conduct or activity or has been accused or convicted of such involvement.
- The third party refuses to address questions about its relationships with government officials or to incorporate anti-corruption provisions into its contracts or other agreements.
- The third party uses suspicious accounting and financial techniques, including shell companies, payments to third-country banks, suspicious or deceptive invoices, payments in cash or cash equivalents.
- The third party lacks sufficient experience to perform the activities for which it was engaged or has offered to perform.
- The third party was referred to the Company by a customer or a government or public official.
- Circumstances exist which give rise to a reasonable (though unproven) suspicion that the third party lacks integrity, is not acting honestly or in good faith or that, by way of association with the third party, the Company’s reputation would be detrimentally affected.

7. CONCLUSION OF DUE DILIGENCE

To conclude due diligence, the Company functions performing the due diligence will prepare a Due Diligence Summary, including the information collected and verified during the due diligence process. The Due Diligence Summary must include:

- Red flags identified (from external due diligence report, questionnaire or otherwise); and
- Any proposed mitigating measures that could be taken.

8. RECORDS

To demonstrate the Company's commitment to taking reasonable steps to prevent affiliation with corrupt activities or corrupt actors, the Company will collect and keep documentation related to the due diligence process. The relevant documents should at a minimum include:

- Completed due diligence questionnaire, including any supporting documentation;
- External due diligence report (if applicable);
- Results of the risk-based due diligence activities;
- Summary of due diligence findings; and
- Any other relevant documentation related to the acquisition, teaming/joint venture or service provider.

Such records shall be maintained for five (5) years after the close of due diligence or for as long as the applicable agreement is in effect or the applicable joint venture exists.

ANNEX A - 1

**Service Provider Due Diligence Form
(for companies)
[To be adapted for the subsidiary as necessary]**

This Due Diligence Form is provided by _____
[insert here the name of entity intended to be a subcontractor of an Elbit System entity] (the "Service Provider"), in connection with an intended service provider relationship with _____ Universal Avionics Systems Corporation (the "Company").

Where questions are not applicable, please do not leave them blank, instead mark them "n/a" or "not applicable". If the space for your response is inadequate, please add the information in separate sheets and attach them to this form.

A. Service Provider Information

A1. _____

Name:

Address: _____

Telephone: _____ Fax: _____

e:

Email: _____ Website: _____

:

A2. Other names, if any ('doing business as', previous names, etc...)

A3. Jurisdiction of incorporation and year established:

A4. Publicly traded company: Yes No If yes, on what exchange(s)?

A5. Type of business organization (sole proprietorship, partnership, corporation, limited liability company, etc...)

A6. Primary Contact Information:

Contact Person: _____ Contact Title: _____

Contact's _____ Contact's Email: _____

Phone:

A7. If it does not appear on your website, list the following information about the Service Provider's Executive Officers (CEO and management officials reporting directly to the CEO), Directors and Owners/Shareholders (over 5% for publicly traded companies):

Name	Position (e.g., Owner Director)	Ownership Percentage (if any)	Title	Nationality

A8. Facility locations: _____

A9. In what geographic territories does the Service Provider do business (provide goods or services)?

A10. For all wholly owned subsidiaries and other affiliated entities (greater than 25 per cent Service Provider ownership, please supply information per A1-A9, above.

B. Educational and Professional Qualifications

B1. Please provide a Curriculum Vita for each Executive Officer, Director and Owner Listed in Part A, Question A7 above. Please attach these additional pages to this completed form.

B2. Professional Qualifications, Licenses or Certifications

Issuing Authority	Address / Location	Type of License or Certificate	Expiration Date

B3. Listing of commercial references

Company Name	Contact Information	Description of Services Performed	Dates

B4. Banking/Credit References

Name of Institution	Contact Information	Length of Relationship

C. Relationships with Government Entities and Officials

C1. Do any Owners/Shareholders, Directors, Officers of the Service Provider currently hold (or did they previously hold) any position of employment with any government or governmental entity (including agencies and sub-agencies, as well as wholly or partially

state-owned enterprises) or any Public International Organization (e.g., World Bank, United Nations)? Yes No

If yes, please provide the following details below:

Name	Name of Entity / Department	Position(s)	Dates

C2. Are any Owners/Shareholders, Directors or Executive Officers of the Service Provider currently (or in the past three years have been) officials or candidates of political party, or been elected into any political office? Yes No

If yes, please provide the following details below:

Name of Organization	Position(s) / Candidate For	Dates

C3. Is any immediate family member (spouse, child, parent, sibling, or spouse's parent or sibling) of any of the Owners, Partners, Directors, Officers or Employees of the Service Provider:

a) Currently employed by, or act on behalf of any government or government entity?
Yes No

b) Currently employed by, or act on behalf of any Public International Organization (e.g., World Bank, United Nations)? Yes No

c) Currently an official or candidate of political party or elected into any political office?
Yes No

If you answered "Yes" to any of these questions, then please identify all such individuals, their positions, and the corresponding government, agencies, organizations and/or parties below.

Name of Relative	Position & Entity	Name of Related Owner, Partner, Director, Officer or Employee	Relationship to Family Member (e.g., Husband, Wife, Child)	Dates

D. Background Information

D1. Has the Service Provider or any of its affiliated entities (5% or more control or controlled by, directly or indirectly) or any Owner/Shareholder, Director or Executive Officer of the Service Provider ever been accused, subject to investigation, or convicted of bribery, fraud, monetary-laundering or similar type of offense? Yes No

If yes, please explain:

D2. Has the Service Provider or any affiliated entity or any Owner/Shareholder, Director or Executive Officer of the Service Provider currently or ever been the subject of any criminal investigation, disciplinary procedure or similar proceeding in relation to its professional activities? Yes No

If yes, please explain:

D3. Has the Service Provider or any Owner/Shareholder, Director or Executive Officer of the Service Provider ever been disbarred or suspended by a governmental or regulatory agency from engaging in business activities? Yes No

If yes, please explain:

D4. Does the Service Provider have an employee Code of Ethics/Conduct outlining the expectations of behaviour for all employees? Yes No

If so, please attach a copy of the document to this form or alternatively provide a link below to the company website containing the Code.

D5. Does the Service Provider have a compliance program related to the prevention of corruption?
 Yes No

If so, does this program include written policies and procedures and employee training?
 Yes No

If yes, please attach a copy of the written policy or procedure(s).

E. Business Arrangement

E1. Description of the nature of goods or services to be provided by the Service Provider under the intended Service Agreement.

E2. Does the Service Provider intend to retain any third parties to provide services relating to the marketing, business promotion or sales of subcontract activities? Yes No

If so, is the compensation arrangement for such third parties consistent with the applicable legal requirements relating to anti-bribery and the Service Provider's policies related thereto? Yes No

E3. Has the Service Provider reviewed the Company's Code of Conduct and Anti-Bribery Procedure and does it agree to act in a manner consistent with such Code and Procedure and all other applicable laws in conducting its activities relating to the Service Agreement? Yes No

If no, please explain why not:

Certification of Information Accuracy

I, _____, hereby certify, on behalf of _____, that to the best of our knowledge, after due inquiry, the information provided on this Form, including any attached documents, is accurate, complete and up-to-date. I also certify that if we learn of any additional information that is relevant to this review, we will promptly report that information to the Company.

Signature: _____ Printed Name: _____

Title: _____ Date: _____

Annex A - 2

**Service Provider Due Diligence Form
(for individuals)
[To be adapted for the subsidiary as necessary]**

This Due Diligence Form is provided by _____
[insert here the name of entity intended to be a service provider of an Elbit System entity] (the "Service Provider"), in connection with an intended service provider relationship with _____ Universal Avionics Systems Corporation (the "Company").

Where questions are not applicable, please do not leave them blank, instead mark them "n/a" or "not applicable". If the space for your response is inadequate, please add the information in separate sheets and attach them to this form.

A. Service Provider Information

A1. _____

Name:

Address: _____

Telephone: _____ Fax: _____

e:

Email: _____ Website: _____

:

A2. Nationality: _____

A3. Passport/ID No. _____ Issuing Authority _____

A4. Facility _____

locations:

A5. In what geographic territories does the Service Provider do business (provide goods or services)?

B. Educational and Professional Qualifications and References

B1. Please provide a Curriculum Vita for the Service Provider. Please attach these additional pages to this completed form.

B2. Professional Qualifications, Licenses of Certifications

Issuing Authority	Address / Location	Type of License or Certificate	Expiration Date

B3. Listing of commercial references

Company Name	Contact Information	Description of Services Performed	Dates

B4. Banking/Credit References

Name of Institution	Contact Information	Length of Relationship

C. Relationships with Government Entities and Officials

C1. Does the Service Provider currently hold (or did he/she previously hold) any position of employment with any government or governmental entity (including agencies and sub-agencies, as well as wholly or partially state-owned enterprises) or any Public International Organization (e.g., World Bank, United Nations)?

Yes No

If yes, please provide the following details below:

Name	Name of Entity / Department	Position(s)	Dates

C2. Is the Service Provider currently (or in the past three years has he/she been) an officials or candidate of a political party, or been elected into any political office? Yes

No

If yes, please provide the following details below:

Name of Organization	Position(s) / Candidate For	Dates

C3. Is any immediate family member (spouse, child, parent, sibling, or spouse's parent or sibling) of the Service Provider:

d) Currently employed by, or act on behalf of any government or government entity? Yes No

e) Currently employed by, or act on behalf of any Public International Organization (e.g., World Bank, United Nations)? Yes No

f) Currently an official or candidate of political party or elected into any political office?
 Yes No

If you answered "Yes" to any of these questions, then please identify all such individuals, their positions, and the corresponding government, agencies, organizations and/or parties below.

Name of Relative	Position & Entity	Name of Family Member	Relationship to Family Member (e.g., Husband, Wife, Child)	Dates

D. Background Information

D1. Has the Service Provider or any affiliated entity (i.e. an entity in which the Service Provider holds 5% or more, or which is directly or indirectly under the Service Provider's control) ever been accused, subject to investigation, or convicted of bribery, fraud, monetary-laundering or similar type of offense? Yes No

If yes, please explain:

D2. Has the Service Provider or any affiliated entity currently or ever been the subject of any criminal investigation, disciplinary procedure or similar proceeding in relation to his/her professional activities?
 Yes No

If yes, please explain:

D3. Has the Service Provider ever been disbarred or suspended by a governmental or regulatory agency from engaging in business activities? Yes No

If yes, please explain:

E. Business Arrangement

E1. Description of the nature of goods or services to be provided by the Service Provider under the intended Service Agreement.

E2. Does the Service Provider intend to retain any third parties to provide services relating to the marketing, business promotion or sales under or in relation to the Service Agreement? Yes No

If so, is the compensation arrangement for such third parties consistent with the applicable legal requirements relating to anti-bribery? Yes No

E3. Has the Service Provider reviewed the Company's Code of Conduct and Anti-Bribery Procedure and does he agree to act in a manner consistent with such Code and Procedure and all other applicable laws in conducting his/her activities relating to the Service Agreement? Yes No

If no, please explain why not:

Certification of Information Accuracy

I, _____, hereby certify, that to the best of my knowledge, after due inquiry, the information provided on this Form, including any attached documents, is accurate, complete and up-to-date. I also certify that if I learn of any additional information that is relevant to this review, I shall promptly report that information to the Company.

Signature: _____

Date: _____

Annex B

Anti-Corruption Due Diligence Questionnaire For Mergers and Acquisitions

A. GENERAL QUESTIONS (FOR EACH QUESTION PLEASE PROVIDE SUPPORTING DOCUMENTATION]

I. Corporate Operations

1. In which countries have *[the target company]* and its subsidiaries (the “**Companies**”) conducted operations? Please provide details.
2. In which countries are the Companies currently pursuing business? Please provide a list of business opportunities per country.
3. How do the Companies conduct business in each of those countries (e.g., through subsidiaries, divisions, distributors or other intermediaries)? Provide details concerning (i) whether the Companies have direct or indirect sales channels; (ii) whether the Companies operate manufacturing or assembly facilities; and (iii) whether the Companies import or export finished goods, components or raw materials.

II. Dealings with Government Entities and Government Officials

1. Explain the extent to which the Companies interact with Government Entities and/or Government Officials in each country in which they operate.
2. In each country in which they operate, what Licenses do the Companies need to operate and how do the Companies obtain them (e.g., via a Third Party)?
3. Have the Companies received from any Government Entity any grants, tax benefits, rulings or orders related to the Companies’ business in any of the countries in which they operate? If so, please provide details.
4. In each country in which they operate, do the Companies have any contracts with Government Entities? If so, please list the contracts and Government Entities.
5. Are the Companies currently pursuing any contracts with Government Entities in any of the countries in which they operate? If so, please list the Government Entities.

III. Policies and Procedures

1. Please explain the Companies' policies, practices and procedures, whether formal or informal, related to:
 - (a) Compliance with anti-corruption laws, including Israel and other countries' anti-corruption laws and the U.S. Foreign Corrupt Practices Act ("FCPA");
 - (b) Compliance with national, provincial, state and local government contracting laws;
 - (c) The provision and reimbursement of Benefits (e.g. business entertainment, gifts and hospitality) to business contacts, including Government Officials and private business contacts;
 - (d) charitable donations;
 - (e) political contributions;
 - (f) Facilitation Payments;
 - (g) sales or business development practices;
 - (h) Third Parties due diligence;
 - (i) mergers & acquisitions/joint venture due diligence;
 - (j) internal audit procedures;
 - (k) reporting procedures;
 - (l) employee discipline procedures; and
 - (m) petty cash procedures.

IV. Compliance Program

1. Have the Companies assigned responsibility for their compliance programs to one or more high-level management employees? If yes, please list all those employees responsible for administering the Companies' compliance programs and their respective duties.
2. Do the Companies have designated Compliance Officers? To whom do the Compliance Officers report?
3. Do the Companies' managements issue periodic communications regarding compliance with anti-corruption laws? Please describe and provide copies.

V. Benefits, Charitable, Social and Political Contributions

1. Have the Companies made or offered a Benefit, directly or indirectly, to any Government Official or private person or entity in order to assist the Companies in obtaining or retaining business, obtaining or retaining any government permits, authorizations or decisions or directing business to any Companies or person? If yes, please provide details by Company/Subsidiary, amount, date, recipient and purpose.

2. Have the Companies made/offered a Benefit to any Government Official or private person or entity for any other reason (e.g., promotional purposes, good will, business development, travel associated with contract performance, etc.)? If so, please provide details and an explanation of how such Benefits are documented.
3. Provide details of any circumstances in which any Government Official or private person or entity has requested or demanded a Benefit from the Companies.
4. Have the Companies made any donations to any charity at the request or direction of a Government Official or private person or entity or to any charity in which a commercial client or Government Official is known to have a position or to have a Close Family Member in a position? If so, please provide details.
5. Have the Companies made any contributions to political candidates or parties? If so, please provide details.

VI. Third Parties

1. Do the Companies engage Third Parties to assist the Companies in their business (for example, to promote marketing efforts, help obtain business or regulatory permits or other government authorizations)? If so, please list the Third Parties.
2. Please describe any initial and ongoing due diligence, including anti-corruption due diligence, the Companies conduct on Third Parties.
3. Do the Companies maintain copies of written Third Party engagement agreements? Please provide copies of all such agreements.
4. What is the procedure for approving Third Party contracts?
5. Do the Companies conduct periodic reviews of their Third Parties post-hiring? If so, please provide details.
6. Do the Companies obtain annual anti-corruption certifications from their Third Parties? If so, please provide details.

VII. Internal Controls / Books & Records

1. Please describe the Companies' internal controls and accounting procedures for anti-corruption compliance.
2. How are Third Party commission rates, agency fees, and consultancy fees documented and approved?

VIII. Training

1. Please describe the Companies' anti-corruption training program. What type of training is provided? How often does it occur?
2. Who is required to participate in the training? Does the training include Third Parties?

3. Do the Companies obtain certifications from attendees?

IX. Audits

1. Do the Companies conduct periodic internal compliance audits relating to potential anti-corruption and books and records violations?

X. Employee Disciplinary Procedures

1. Do employee discipline procedures include discipline for corruption violations?
2. Is compliance a factor in employee evaluations?

XI. Reporting Possible Anti-Corruption Violations to Company Management

1. Describe the Companies' procedures to report suspected anti-corruption violations.
2. Do the Companies maintain an anonymous reporting system?
3. Do the Companies maintain a record of hotline reports?

XII. Investigations

1. Have the Companies or any of their directors, officers or employees ever conducted or been subject to an internal investigation or audit regarding potential violations of anti-corruption laws, including the FCPA and/or other applicable local anti-corruption laws?
2. Have the Companies ever made, or been included by an affiliate in, a voluntary disclosure or report to any government regarding any potential violation of any anti-corruption law, including the FCPA and/or other applicable local anti-corruption laws?
3. Has any government, attorney general, or state agency, including the U.S. Department of Justice or the U.S. Securities and Exchange Commission or equivalent non-U.S. enforcement authorities, ever investigated the Companies for any potential violation of anti-corruption laws, including the FCPA and/or other applicable local anti-corruption laws? If so, describe the subject matter of the investigation and current status, indicate whether any criminal charges have been filed, the status of any criminal proceedings and any resultant judgments and sentences.

B. DEFINITIONS

“Benefit” means anything of value, including money, tangible items, gifts, travel, entertainment, hospitality, meals, drinks, lodging, per diem stipends, educational expenses, free or discounted Company products or services, offers of employment, Company stock, etc.

“Close Family Member” means the individual's spouse; the individual's and the spouse's grandparents, parents, siblings and children, and the spouses of any of these people; and any other individuals who share the same household with the Government Official.

“Facilitation Payments” means a payment for the purpose of expediting the performance of routine governmental action, such as obtaining permits, processing governmental papers, such as visas, or providing phone service, provided that the party making the payment is legally entitled to such governmental action.

“Government Entity” means: (i) local, state, provincial or national government agencies (including executive, legislative and judicial branches) or instrumentalities; (ii) government owned or controlled institutions, companies, entities, commercial corporations, institutions, enterprises, universities, hospitals or organizations; (iii) organizations authorized by the local, state, provincial or national government to perform government functions; (iv) political parties; and (v) public organizations, including public international organizations, such as the World Bank or the United Nations.

“Government Official” means: (i) a director or employee of a Government Entity; (ii) a person acting in an official capacity for or on behalf of any Government Entity; (iii) a person holding an honorary or ceremonial government position; (iv) a Royal Family member; and (v) a candidate for political office.

“Licenses” means licenses, permits, certificates, authorizations, registrations, concessions, approvals, exemptions, including, but not limited to, confirmatory letters received with respect to exemptions necessary for any of the Companies to carry on their past, current, or planned business.

“Third Parties” means agents, consultants, distributors, representatives and other third-party intermediaries acting on behalf of the Companies.

I have reviewed this questionnaire, and I declare that the information provided is accurate and complete to the best of my knowledge and belief.

Name: _____

Date: _____

Title: _____

Company: _____

ANNEX C – 1

Teaming/JV Partner Due Diligence Form

[To be adapted for the subsidiary as necessary]

This Due Diligence Form is provided by _____ (the "Teaming/JV Partner"), in connection with an intended teaming or joint venture relationship with Universal Avionics Systems Corporation (the "Company").

Where questions are not applicable, please do not leave them blank, instead mark them "n/a" or "not applicable". If the space for your response is inadequate, please add the information in separate sheets and attach them to this form.

F. Teaming/JV Partner Information

A1. _____

Name:

Address: _____

Telephone: _____ Fax: _____

Email _____ Website: _____

:

A2. Other names, if any ('doing business as', previous names, etc...)

A3. Jurisdiction of incorporation and year established:

A4. Publicly traded company Yes No If yes, on what exchange(s)?

A5. Type of business organization (sole proprietorship, partnership, corporation, limited liability company, etc...)

A6. Primary Contact Information:

Contact Person: _____ Contact Title: _____

Contact's _____ Contact's Email: _____

Phone:

A7. If it does not appear on your website, list the following information about the Teaming/JV Partner's Executive Officers (CEO and management officials reporting

directly to the CEO), Directors and Owners/Shareholders (over 5% for publicly traded companies):

Name	Position	Ownership Percentage (if any)	Title	Nationality

If such information is provided on your website, please enter here the applicable webpage address:

A8. In what geographic territories does the Teaming/JV Partner do business (provide goods or services)?

A9. For all wholly owned subsidiaries and other affiliated entities (greater than 25 per cent Teaming/JV Partner ownership), please supply information per A1-A9, above.

G. Relationships with Government Entities and Officials

B1. Do any Owners/Shareholders, Directors or Executive Officers of the Teaming/JV Partner currently hold (or did they previously hold) any position of employment with any government or governmental entity (including agencies and sub-agencies, as well as wholly or partially state-owned enterprises) or any Public International Organization (e.g., World Bank, United Nations)? Yes No

If so, please provide the following details below:

Name	Name of Entity / Department	Position(s)	Dates

B2. Are any Owners/Shareholders, Directors or Executive Officers of the Teaming/JV Partner currently (or in the past three years have been) officials or candidates of political party, or been elected into any political office? Yes No

If so, please provide the following details below:

Name of Organization	Position(s) / Candidate For	Dates

B3. Is any immediate family member (spouse, child, parent, sibling, or spouse's parent or sibling) of any of the Owners/Shareholders, Directors or Executive Officers of the Teaming/JV Partner:

g) Currently employed by, or act on behalf of any government or government entity? Yes No

h) Currently employed by, or act on behalf of any Public International Organization (e.g., World Bank, United Nations)? Yes No

i) Currently an official or candidate of political party or elected into any political office? Yes No

If you answered "Yes" to any of these questions, then please identify all such individuals, their positions, and the corresponding government, agencies, organizations and/or parties below.

Name of Relative	Position & Entity	Name of Related Owner/Shareholder, Director, Executive Officer	Relationship to Family Member (e.g., Husband, Wife, Child)	Dates

H. Background Information

C1. Has the Teaming/JV Partner or any of its affiliated entities (5% or more control or controlled by, directly or indirectly) or any Owner/Shareholder, Director or Executive Officer of the Teaming/JV Partner ever been accused, subject to investigation, or convicted of bribery, fraud, monetary-laundering or similar type of offense? Yes No

If so, please explain:

C2. Has the Teaming/JV Partner or any Owner/Shareholder, Director or Executive Officer of the Teaming/JV Partner ever been disbarred or suspended by a governmental or regulatory agency from engaging in business activities? Yes No

If so, please explain:

C3. Does the Teaming/JV Partner have an employee Code of Ethics/Conduct outlining the expectations of behaviour for all employees? Yes No

If so, please attach a copy of the document to this form or alternatively provide a link below to the company website containing the Code.

C4. Does the Teaming/JV Partner have a compliance program related to anti-bribery and the prevention of corruption?

Yes No

If so, does this program include written policies and procedures and employee training?

Yes No

If yes, please attach a copy of the written policy or procedure(s).

I. Business Arrangement

D1. Does the Teaming/JV Partner intend to retain any third parties to provide services relating to the marketing, business promotion or sales of the teaming/JV activities?

Yes No

If so, is the compensation arrangement for such third parties consistent with the applicable legal requirements relating to anti-bribery and the Teaming/JV Partner's policies related thereto? Yes No

D2. Has the Teaming/JV Partner reviewed the Company's Code of Conduct and Anti-Bribery Procedure and does it agree to act in a manner consistent with such Code and Procedure and all other applicable laws in conducting its activities relating to the Teaming/JV arrangement. Yes No

If no, please explain why not:

Certification of Information Accuracy

I _____, hereby certify, on behalf of _____, that to the best of our knowledge, after due inquiry, the information provided on this Form, including any attached documents, is accurate, complete and up-to-date. I also certify that if we learn of any additional information that is relevant to this review, we will promptly report that information to the Company.

Signature: _____

Title: _____ Date: _____

ANNEX C - 2

Anti-Corruption Due Diligence Document Request for Teaming/Joint Ventures

A. General Anti-Corruption Due Diligence Documents Requests:

1. Copy of company charter, incorporating document or other evidence of establishment or incorporation of *[name of Teaming or Joint Venture Partner]* (the “**JV Partner**”).
2. Copy of required registrations or other documentation authorizing the JV Partner to carry on the business to be contributed to the *[teaming or joint venture arrangement]* (“**JV**”), if required by local law.
3. Résumés of the owners, directors and officers of the JV Partner, if privately owned. If the JV Partner is publicly owned, then résumés of the directors and officers of the JV Partner.
4. Financial records for the prior year (audited, if available), including balance sheets and profit and loss statements.
5. Copy of banking documents indicating all owners and signatories of any bank account that the JV Partner will be using to receive any payments from the proposed JV or Universal Avionics Systems Corporation. A letter from the relevant bank will satisfy this requirement.
6. Copy of any written code, procedure or policy addressing business ethics, anti-corruption, payments of commissions, entertainment of or gifts for customers or Government Officials or related topics, if any.
7. A list, by name, nationality or country of organization and role (e.g., buying agent, sales representative, government relations consultant, distributor, etc.) of any third-party intermediary that will be contributed to the JV by the JV Partner or, whether or not formally transferred to the JV, will likely act, in whole or in part, on behalf of the JV.