



Flexial Corporation

ITAR Compliance Agreement

Recipient's Full Legal Name: _____

Physical Street Address: _____

City: _____ State: _____ ZIP Code: _____

Recipient hereby accepts and agrees that its relationship with Flexial Corporation may involve receipt of and/or access to technical data and/or defense articles identified on the U. S. Munitions List (USML) and controlled by the U. S. Department of State pursuant to the International Traffic in Arms Regulations (ITAR), 22 C.F.R Parts 120-130.

As a condition of such receipt and/or access, and as an essential premise of Recipient's relationship with Flexial Corporation, Recipient hereby represents, certifies and warrants to Flexial Corporation that:

Recipient is a "U.S. Person" as defined at 22 C.F.R § 120.15;

Recipient is not identified by the Directorate of Defense Trade Controls, or the Bureau of Industry and Security, or the Office of Foreign Assets, as a debarred, denied, or otherwise restricted entity;

Recipient shall not allow any such technical data or defense article received from Flexial Corporation to be accessed by or re-transferred to any "Foreign Person," as defined by 22 C.F.R. § 120.16, absent prior written approval from Flexial Corporation and the U. S. Department of State, Directorate of Defense Trade Controls, and then only in accordance with such written approval(s);

Recipient shall handle any such technical data and/or defense articles received from Flexial Corporation in accordance with the export control laws and regulation of the United States, including, without limitation, the ITAR and the Arms Export Control Act; and

Recipient shall indemnify and hold Flexial Corporation harmless from all claims, demands, damages, costs, fines, penalties, fees and all other expenses arising from the failure of Recipient to comply with the foregoing or with the export control laws or regulations herein referenced.

____ Recipient is registered with the Directorate of Defense Trade Controls.

____ Recipient is not registered with the Directorate of Defense Trade Controls

This ITAR Compliance Agreement shall be effective as of the date of the last signature affixed hereto.

Accepted and agreed to:

Recipient: _____

Flexial Corporation

By: _____

By: _____

Name: _____

Name: _____

Title: _____

Title: _____

Date: _____

Date: _____