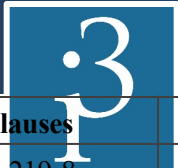




The clauses in Part 52 of the Federal Acquisition Regulation (FAR) and Part 252 of the Defense Federal Acquisition Regulation Supplement (DFARS) set forth below, and in effect on the date of the Order, are incorporated herein by this reference and made a part of the Order. In all such clauses, the term “Contractor” shall mean “Seller,” the term “Contract” shall mean the “Order,” and the term “Government Contracting Officer” (or equivalent phrases), shall mean “Buyer” as applicable; except that in those clauses conferring patent and data rights to the Government, the term “Government” or “Contracting Officer” retains its literal meaning and is not to be construed as “Buyer.” It is intended that the FAR and DFARS clauses referenced below shall apply to Seller and its lower-tier subcontractors, as applicable, in such manner as necessary to reflect the position of Seller as a subcontractor to Buyer, to ensure Seller’s obligations to Buyer and to the U.S. Government; and to enable Buyer to meet its obligations under its contracts funded by the U.S. Government.

**Applicable to All Orders
Over \$250,000**

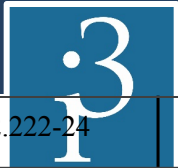
Clauses	Title	Applicability
52.203-3	Gratuities	Orders exceeding \$250,000
52.203-5	Covenant Against Contingent Fees	Orders exceeding \$250,000
52.203-6	Restrictions on Subcontractor Sales to the Government	Orders exceeding \$250,000
52.203-7	Anti-Kickback Procedures <i>Except that paragraph (c)(1) does not apply.</i>	Orders exceeding \$250,000
52.203-8	Cancellation, Rescission and Recovery of Funds for Illegal or Improper Activity	Orders exceeding \$250,000
52.203-10	Price or Fee Adjustment for Illegal or Improper Activity	Orders exceeding \$250,000
52.203-17	Contractor Employee Whistleblower Rights and	Orders exceeding \$250,000
52.215-2	Audit and Records – Negotiation	Orders exceeding \$250,000
52.215-14	Integrity of Unit Prices	Orders exceeding \$250,000
52.227-1	Authorization and Consent	Orders exceeding \$250,000
52.227-2	Notice and Assistance Regarding Patent and Copyright Infringement	Orders exceeding \$250,000
52.242-13	Bankruptcy <i>Except replace “a listing of Government contract numbers and contracting offices for all Government contracts” with “a listing of all Buyer Orders.”</i>	Orders exceeding \$250,000
252.203-7001	Prohibition on Persons Convicted of Fraud or Other Defense Contract-Related Felonies <i>Except that paragraph (g) does not apply.</i>	Orders exceeding \$250,000
252.215-7010	Requirements for Certified Cost or Pricing Data and Data Other than Certified Cost or Pricing Data	Orders exceeding \$250,000
252.225-7008	Restriction on Acquisition of Specialty Metals	Orders exceeding \$250,000
252.243-7002	Requests for Equitable Adjustment	Orders exceeding \$250,000
52.248-1	Value Engineering	Orders of \$250,000 or more
52.246-2	Inspection of Supplies – Fixed-Price	Fixed-price orders exceeding \$250,000
52.246-4	Inspection of Services – Fixed-Price	Fixed-price Orders exceeding \$250,000



Clauses	Title	Applicability
52.219-8	Utilization of Small Business Concerns	Orders exceeding \$250,000 that offer further subcontracting opportunities pursuant to FAR 52.219-9(d)(9)
52.229-3	Federal, State, and Local Taxes	Fixed-price Orders exceeding \$250,000 where performance will be wholly or partly in the U.S. or
52.249-2	Termination for Convenience of the Government (Fixed Price) <i>In paragraph (c), termination inventory schedule shall be submitted no later than "60 days from the effective date of termination;" paragraph (d) is deleted; in paragraph (e), "the Seller shall submit the termination settlement proposal within 6 months," and in paragraph (l), "a re-quest for an equitable adjustment shall be requested within 45 days."</i>	Fixed-price Orders exceeding \$250,000
52.249-8	Default (Fixed-Price Supply and Service)	Fixed-price Orders exceeding \$250,000
52.246-16	Responsibility for Supplies	Fixed-price Orders for supplies, or services involving supplies, expected to exceed \$250,000
52.249-9	Default (Fixed-Price Research and Development)	Fixed-price Orders for research and development exceeding
52.249-10	Default (Fixed-Price Construction)	Fixed-price Orders for construction work exceeding
52.222-2	Payment for Overtime Premiums <i>In paragraph (a), the authorized overtime premium is \$0, unless otherwise stated in the Order.</i>	Orders for cost-reimbursement exceeding \$250,000
252.247-7023	Transportation of Supplies by Sea	Paragraphs (a)-(h) apply to Orders exceeding \$250,000 , and paragraphs (a)-(e) apply to Orders at or below
252.226-7001	Utilization of Indian Organizations, Indian-Owned Economic Enterprises, and Native Hawaiian Small Business Concerns	Orders exceeding \$500,000
252.219-7003	Small Business Subcontracting Plan (DoD Contracts)	Orders exceeding \$700,000
52.219-9	Small Business Subcontracting Plan	Orders exceeding \$700,000 that offer further subcontracting opportunities pursuant to paragraph (d)(9) of this clause
52.219-16	Liquidated Damages – Subcontracting Plan	Orders exceeding \$700,000 Not applicable to small businesses
252.225-7004	Report of Intended Performance Outside the United States and Canada - Submission After Award	Orders exceeding \$700,000 performed outside the U.S. and
252.222-7006	Restrictions on the Use of Mandatory Arbitration Agreements	Orders exceeding \$1,000,000



Clauses	Title	Applicability
252.225-7033	Waiver of United Kingdom Levies	Orders exceeding \$1,000,000 with a United Kingdom firm
252.211-7000	Acquisition Streamlining	Orders exceeding \$1,500,000
52.215-10	Price Reduction for Defective Certified Cost or Pricing Data In paragraph (c)(1) the term “Contracting Officer” does not	Orders exceeding \$2,000,000
52.215-11	Price Reduction for Defective Certified Cost or Pricing Data - Modifications In paragraph (d)(1) the term “Contracting Officer” does not change.	Orders exceeding \$2,000,000
52.215-12	Subcontractor Certified Cost or Pricing Data	Orders exceeding \$2,000,000
52.215-13	Subcontractor Certified Cost or Pricing Data –	Orders exceeding \$2,000,000
52.215-15	Pension Adjustments and Asset Reversions	Orders exceeding \$2,000,000
52.215-18	Reversion or Adjustment of Plans for Postretirement Benefits (PRB) Other than Pensions	Orders exceeding \$2,000,000
52.215-19	Notification of Ownership Changes	Orders exceeding \$2,000,000
52.215-23	Limitations on Pass-Through Charges	Orders exceeding \$2,000,000
252.215-7002	Cost Estimating Systems Requirements	Orders exceeding \$2,000,000
252.231-7000	Supplemental Costs Principles	Orders exceeding \$2,000,000
52.230-2	Cost Accounting Standards <i>Except that paragraph (b) does not apply</i>	Orders exceeding \$2,000,000; unless an exemption applies
52.230-3	Disclosure and Consistency of Cost Accounting Practices <i>Except that paragraph (b) does not apply</i>	Orders exceeding \$2,000,000; unless an exemption applies
52.230-4	Disclosure and Consistency of Cost Accounting Practices - Foreign Concerns <i>Except that paragraph (b) does not apply</i>	Orders exceeding \$2,000,000; unless an exemption applies
52.230-5	Cost Accounting Standards - Educational Institution <i>Except that paragraph (b) does not apply</i>	Orders exceeding \$2,000,000; unless an exemption applies
52.215-16	Facilities Capital Cost of Money	Orders exceeding \$2,000,000 when facilities capital cost of money is
52.215-17	Waiver of Facilities Capital Cost of Money	Orders exceeding \$2,000,000 when facilities capital cost of money is not proposed
52.203-13	Contractor Code of Business Ethics and Conduct	Orders exceeding \$5,500,000 and with a period of performance greater than 120 days
52.203-14	Display of Hotline Posters	Orders exceeding \$5,500,000, except when the work is performed entirely outside the U.S.
252.203-7003	Agency Office of the Inspector General	Orders exceeding \$5,500,000
252.203-7004	Display of Fraud Hotline Poster(s)	Orders exceeding \$5,500,000
Clauses	Title	Applicability



52.222-24	Pre-Award On-Site Equal Opportunity Compliance Evaluation	Orders exceeding \$10,000,000
252.234-7003	Notice of Cost and Software Data Reporting System	Orders exceeding \$50,000,000
252.234-7004	Cost and Software Data Reporting System	Orders exceeding \$50,000,000
252.209-7009	Organizational Conflict of Interest - Major Defense Acquisition Program	Orders exceeding \$55,000,000
252.234-7002	Earned Value Management System	Orders valued at \$50,000,000 or more

~End~