

FAR/DFARS CLAUSES

In addition to the *ELCAN Standard Terms and Conditions of Purchase Order* referenced herein, and as further set out in Section 19(e) of the Standard Terms and Conditions of Purchase Order, applicable Federal Acquisition Regulation (FAR) and Defense Federal Acquisition Supplement (DFARS) clauses shall apply to this Purchase Order as required by the terms of the Government prime contract, or by operation of law or regulation. If this Purchase Order was submitted as a purchase made in connection with a U.S. Government prime contract, these FAR and DFARS clauses will be applicable. If the recipient of this Purchase Order is unsure if it is a flowdown of a U.S. Government, please confirm with the buyer you are working with.

The effective version of each FAR and DFARS clause shall be the same version as which appears in the prime contract or higher-tier subcontract under which this Purchase Order is issued, and are incorporated herein by reference. The version number of the relevant FAR/DFARS clause shall be the most recent version available at the following links. Further information and full text about the individual FAR and DFARS clauses may be accessed at: <https://www.acquisition.gov/far> (for FAR clauses), and <https://www.acquisition.gov/dfars> (for DFARS clauses).

Whenever necessary to make the context of the Clauses applicable to the Purchase Order, the term “Contractor” or “Offeror” shall mean “Seller”, “Subcontractor” shall mean “Seller’s Subcontractor”, the term “Contract” shall mean the “Purchase Order”, and the term “Government”, “Contracting Officer” and equivalent phrases shall mean “Buyer”, except the terms “Government” and “Contracting Officer” do not change: (a) in the phrases, “Government Property”, “Government-Furnished Property”, and “Government-Owned Property”, (b) in the patent Clauses incorporated herein, (c) when a right, act, authorization, or obligation can be granted or performed only by the Government or the Contracting Officer or a duly authorized representative, (d) when title to property is to be transferred directly to the Government, (e) when access to Proprietary Information is required, except as specifically otherwise provided herein, and (f) where specifically modified herein.

The FAR and DFARS clauses listed below are incorporated herein as if set forth in full text. If any of the following clauses do not apply to this Purchase Order, or to the Seller’s business specifically, they are considered to be self-deleting. However, Seller shall incorporate into each lower tier contract issued in support of this Purchase Order the applicable FAR and DFARS clauses in accordance with the flow down requirements specified in such clauses.

While Buyer has made every effort to include all applicable FAR/DFARS clauses in this document, any such clauses that have not been listed below - the inclusion of which in a subcontract to a prime contract is mandatory under Government Acquisition Regulations – shall still be considered to be included by operation of law, even if it has been omitted from this Purchase Order. The Seller is requested to further reference Section 19(e) of the *ELCAN Standard Terms and Conditions of Purchase Order* for any additions clauses applicable to the Seller. A full list of FAR/DFARS clauses relevant to this Purchase Order may be provided to Seller upon request at any time.

FAR Clauses:

<p>52.203-7 "Anti-Kickback Procedures"</p> <p>52.203-11 "Payments to Influence Certain Federal Transactions"</p> <p>52.203-12 "Limitation on Payments to Influence"</p> <p>52.203-13 "Contractor Code of Business Ethics and Conduct"</p> <p>52.203-14 "Display of Hotline Poster(s)"</p> <p>52.203-17 "Contractor Employee Whistleblower Rights"</p> <p>52.203-19 "Prohibition on Internal Confidentiality Agreements"</p> <p>52.203-6 "Restrictions on Subcontractor Sales to the Government"</p> <p>52.204-2 "Security Requirements"</p> <p>52.204-10 "Reporting Executive Compensation"</p> <p>52.204-21 "Basic Safeguarding"</p> <p>52.204-23 "Prohibition on Kaspersky Lab Covered Entities"</p> <p>52.204-25 "Prohibition on Contracting for Certain Telco Equipment"</p> <p>52.209-6 "Subcontracting with Contractors Debarred, Suspended"</p> <p>52.215-2 "Audit and Records-Negotiation"</p> <p>52.215-11 "Price Reduction for Pricing Data-Modifications"</p> <p>52.215-12 "Subcontractor Certified Cost or Pricing Data"</p> <p>52.215-13 "Certified Cost or Pricing Data-Modifications"</p> <p>52.215-14 "Integrity of Unit Prices"</p> <p>52.215-20 "Requirements for Certified Cost or Pricing Data"</p> <p>52.215-23 "Limitations on Pass-Through Charges"</p> <p>52.219-8 "Utilization of Small Business Concerns"</p> <p>52.219-9 "Small Business Subcontracting Plan"</p> <p>52.222-21 "Prohibition of Segregated Facilities"</p> <p>52.222-26 "Equal Opportunity"</p> <p>52.222-35 "Equal Opportunity for Veterans"</p>	<p>52.222-36 "Equal Opportunity for Workers with Disabilities"</p> <p>52.222-37 "Employment Reports on Veterans"</p> <p>52.222-40 "Notification of Employee Right"</p> <p>52.222-50 "Combating Trafficking in Persons"</p> <p>52.222-54 "Employment Eligibility Verification"</p> <p>52.222-55 "Establishing Minimum Wages"</p> <p>52.222-62 "Paid Sick Leave"</p> <p>52.223-3 "Hazardous Material Identification"</p> <p>52.223-7 "Notice of Radioactive Materials"</p> <p>52.223-18 "Policies to Ban Text Messaging While Driving"</p> <p>52.224-3 "Privacy Training"</p> <p>52.225-1 "Buy American-Supplies"</p> <p>52.225-13 "Restrictions on Certain Foreign Purchases"</p> <p>52.225-26 "Private Security Functions Outside of the U.S"</p> <p>52.227-1 "Authorization and Consent"</p> <p>52.227-2 "Patent and Copyright Infringement"</p> <p>52.227-13 "Patent Rights-Ownership by the Government"</p> <p>52.230-2 "Cost Accounting Standards"</p> <p>52.230-3 "Consistency of Cost Accounting Practices"</p> <p>52.232-39 "Unenforceability of Unauthorized Obligations"</p> <p>52.232-40 "Payments to Small Business Subcontractors"</p> <p>52.244-6 "Commercial Products and Commercial Services"</p> <p>52.245-1 "Government Property"</p> <p>52.245-9 "Use and Charges"</p> <p>52.246-26 "Reporting Nonconforming Items"</p> <p>52.247-64 "Privately Owned U.S.-Flag Commercial Vessels"</p> <p>52.248-1 "Value Engineering"</p>
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DFAR Clauses:

<p>252.203-7002 "Employee of Whistleblower Rights"</p> <p>252.203-7004 "Display of Hotline Posters"</p> <p>252.204-7012 "Cyber Incident Reporting"</p> <p>252.204-7015 "Disclosure of Information for Litigation Support"</p> <p>252.204-7018 "Prohibition on Certain Telco Equipment"</p> <p>252.215-7010 "Requirements for Certified Cost or Pricing Data"</p> <p>252.223-7008 "Prohibition of Hexavalent Chromium"</p> <p>252.225-7052 "Certain Magnets, Tantalum and Tungsten"</p> <p>252.226-7001 "Utilization and Indian Owned Economic Enterprises"</p> <p>252.227-7013 "Rights in Technical Data"</p> <p>252.227-7015 "Technical Data - Commercial Products and Services"</p> <p>252.227-7037 "Restrictive Markings on Technical Data"</p> <p>252.228-7005 "Mishap Reporting and Investigation"</p> <p>252.244-7000 "Subcontracts for Commercial Products or Services"</p> <p>252.246-7003 "Notification of Potential Safety Issues"</p> <p>252.246-7007 "Counterfeit Electronic Part Detection"</p> <p>252.246-7008 "Sources of Electronic Parts"</p>	<p>252.247-7023 "Transportation of Supplies by Sea"</p> <p>252.203-7001 "Prohibition on Persons Convicted of Fraud"</p> <p>252.204-7020 "DOD Assessment Requirements"</p> <p>252.211-7003 "Item Unique Identification and Valuation"</p> <p>252.219-7004 "Small Business Subcontracting Plan"</p> <p>252.225-7001 "Buy American and Balance of Payments Program"</p> <p>252.225-7009 "Certain Articles Containing Specialty Metals"</p> <p>252.225-7013 "Duty-Free Entry"</p> <p>252.225-7025 "Restriction on Acquisition of Forgings"</p> <p>252.225-7048 "Export-Controlled Items"</p> <p>252.234-7004 "Cost and Software Data Reporting System"</p> <p>252.239-7010 "Cloud Computing Services"</p> <p>252.239-7018 "Supply Chain Risk"</p> <p>252.249-7002 "Anticipated Contract Termination or Reduction"</p>
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Information of a Non-Technical Nature – Markings are not required.

REVISION HISTORY

Revision	Date	Revised By	Change
A	July 18, 2024	Fiona Stellato	Initial Release