

In addition to the *ELCAN Standard Terms and Conditions of Purchase Order*, and as further set out in Section 19(p) 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, in accordance with paragraph 2 above. 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. Seller shall notify Buyer if it is unable to comply with any of these 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(p) of the *ELCAN Standard Terms and Conditions of Purchase Order* for any additional 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:

52.202-1 "Definitions"	52.223-11 "Ozone-Depleting Substances"
52.203-3 "Gratuities"	52.223-18 "Policies to Ban Text Messaging While Driving"
52.203-5 "Covenant Against Contingent Fees"	52.223-7 "Notice of Radioactive Materials"
52.203-6 "Restrictions on Subcontractor Sales to the Government"	52.224-3 "Privacy Training"
52.203-7 "Anti-Kickback Procedures"	52.225-1 "Buy American-Supplies"
52.203-8 "Cancellation, Rescission, and Recovery of Funds for Illegal or Improper Activity"	52.225-3 "Buy American-Free Trade Agreement Israeli Trace Act"
52.203-10 "Price or Fee Adjustment for Illegal or Improper Activity"	52.225-5 "Trade Agreements"
52.203-11 "Payments to Influence Certain Federal Transactions"	52.225-8 "Duty-Free Entry"
52.203-12 "Limitation on Payments to Influence"	52.225-13 "Restrictions on Certain Foreign Purchases"
52.203-13 "Contractor Code of Business Ethics and Conduct"	52.225-26 "Private Security Functions Outside of the U.S"
52.203-14 "Display of Hotline Poster(s)"	52.227-1 "Authorization and Consent"
52.203-17 "Contractor Employee Whistleblower Rights"	52.227-2 "Patent and Copyright Infringement"
52.203-19 "Prohibition on Internal Confidentiality Agreements"	52.227-3 "Patent Identity"
52.204-2 "Security Requirements"	52.227-9 "Refund of Royalties"
52.204-9 "Personal Identity Verification of Contractor Personnel"	52.227-10 "Filing of Patent Applications – Classified Subject"
52.204-10 "Reporting Executive Compensation"	52.227-11 "Patent Rights – Ownership by Contractor"
52.204-21 "Basic Safeguarding"	52.227-13 "Patent Rights-Ownership by the Government"
52.204-23 "Prohibition on Kaspersky Lab Covered Entities"	52.227-14 "Rights in Data - General"
52.204-25 "Prohibition on Contracting for Certain Telco Equipment"	52.228-3 "Workers Compensation Insurance"
52.204-27 "Prohibition on ByteDance Covered Application"	52.228-4 "Workers Compensation & War-Hazard Insurance Overseas"
52.204-30 "Federal Acquisition Supply Chain Security Act Orders"	52.228-5 "Insurance-Work on a Government Installation"
52.207-4 "Economic Purchase Quantity Supplies"	52.229-3 "Federal, State and Local Taxes"
52.209-5 "Certification Regarding Responsibility Matters"	52.229-6 "Taxes-Foreign Fixed-Price Contracts"
52.209-6 "Subcontracting with Contractors Debarred, Suspended"	52.229-10 "State of New Mexico Gross Receipts & Compensating Tax"
52.211-5 "Material Requirements"	52.230-2 "Cost Accounting Standards"
52.215-2 "Audit and Records-Negotiation"	52.230-3 "Consistency of Cost Accounting Practices"
52.215-10 "Price Reduction for Defective Certified Cost or Price Data"	52.230-4 "Disclosure and Consistency of Cost Accounting Practices"
52.215-11 "Price Reduction for Pricing Data-Modifications"	52.230-6 "Administration of Cost Accounting Standards"
52.215-12 "Subcontractor Certified Cost or Pricing Data"	52.232-16 "Progress Payments"
52.215-13 "Certified Cost or Pricing Data-Modifications"	52.232-17 "Interest"
52.215-14 "Integrity of Unit Prices"	52.232-39 "Unenforceability of Unauthorized Obligations"
52.215-15 "Pension Adjustments and Asset Reversions"	52.232-40 "Payments to Small Business Subcontractors"
52.215-18 "Reversion or Adjustment of Plans for PRB"	52.234-1 "Industrial Resources Developed Under Title III, Defense Production Act"
52.215-19 "Notification of Ownership Changes"	52.236-13 "Accident Prevention"
52.215-20 "Requirements for Certified Cost or Pricing Data"	52.237-2 "Protection of Government Buildings, Equipment, Vegetation"
52.215-21 "Requirements for Certified Cost or Pricing Data 2"	52.240-1 "Prohibition on Unmanned Aircraft Systems Manufactured or Assembled by American Security Drone Act"
52.215-23 "Limitations on Pass-Through Charges"	52.242-15 "Stop Work Order"
52.219-8 "Utilization of Small Business Concerns"	52.243-6 "Change Order Accounting"
52.219-9 "Small Business Subcontracting Plan"	52.244-2 "Subcontracts"
52.222-1 "Notice to the Government of Labor Disputes"	52.244-5 "Competition in Subcontracting"
52.222-4 "Contract Work Hours and Safety Standards – OT Compensation"	52.244-6 "Commercial Products and Commercial Services"
52.222-20 "Contracts for Materials, Supplies, Articles & Equipment"	52.245-1 "Government Property"
52.222-21 "Prohibition of Segregated Facilities"	52.245-9 "Use and Charges"
52.222-22 "Previous Contracts and Compliance Reports"	52.246-1 "Contractor Inspection Requirements"

<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 Rights"</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>52.246-2 "Inspection of Supplies: Fixed-Price"</p> <p>52.246-16 "Responsibility for Supplies"</p> <p>52.246-26 "Reporting Nonconforming Items"</p> <p>52.247-63 "Preference for U.S. Flag Air Carriers"</p> <p>52.247-64 "Privately Owned U.S.-Flag Commercial Vessels"</p> <p>52.248-1 "Value Engineering"</p> <p>52.249-2 "Termination for Convenience of the Government"</p> <p>52.249-6 "Termination (Cost-Reimbursement)"</p> <p>52.249-8 "Default (Fixed-Price Supply and Service)"</p> <p>52.251-1 "Government Supply Sources"</p>
DFARS Clauses:	
<p>252.203-7000 "Requirements Relating to Compensation of Former DoD Officials"</p> <p>252.203-7001 "Prohibition on Persons Convicted of Fraud"</p> <p>252.203-7002 "Employee of Whistleblower Rights"</p> <p>252.203-7004 "Display of Hotline Posters"</p> <p>252.204-7000 "Disclosure of Information"</p> <p>252.204-7004 "Antiterrorism Awareness Training for Contractors"</p> <p>252.204-7008 "Compliance with Safeguarding Covered Defense Information Controls"</p> <p>252.204-7012 "Safeguarding Information & 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>252.204-7020 "NIST SP 800-171 DoD Assessment Requirements"</p> <p>252.208-7000 "Intent to Furnish Precious Metals as GFM"</p> <p>252.209-7004 "Subcontracting with Firms that are Owned or Controlled by the Government of a Country that is a State Sponsor of Terrorism"</p> <p>252.211-7003 "Item Unique Identification and Valuation"</p> <p>252.215-7010 "Requirements for Certified Cost or Pricing Data"</p> <p>252.219-7004 "Small Business Subcontracting Plan"</p> <p>252.222-7000 "Restrictions on Employment of Personnel"</p> <p>252.222-7006 "Restrictions on Use of Mandatory Arbitration Agreements"</p> <p>252.223-7001 "Hazard Warning Labels"</p> <p>252.223-7002 "Safety Precautions for Ammunition & Explosives"</p> <p>252.223-7003 "Change in Place of Performance – Ammunition & Explosives"</p> <p>252.223-7006 "Prohibition on Storage/Treatment/Disposal of Toxic or Hazardous Materials"</p> <p>252.223-7007 "Safeguarding Sensitive Arms, Ammunition & Explosives"</p> <p>252.223-7008 "Prohibition of Hexavalent Chromium"</p> <p>252.223-7009 "Prohibition of Procurement of Fluorinated Fire-Fighting Agent for Use on Military Installations"</p> <p>252.225-7001 "Buy American and Balance of Payments Program"</p> <p>252.225-7002 "Qualifying Country Sources as Subcontractors"</p> <p>252.225-7007 "Prohibition on Acquisition of Certain Items from Communist Chinese Military Companies"</p>	<p>252.225-7053 "Representation Regarding Prohibition on Use of Certain Energy Sourced from Inside the Russian Federation"</p> <p>252.225-7054 "Prohibition on Use of Certain Energy Sourced from Inside the Russian Federation"</p> <p>252.225-7056 "Prohibition Regarding Business Operations with the Maduro Regime"</p> <p>252.225-7060 "Prohibition on Certain Procurements from the Xinjiang Uyghur Autonomous Region"</p> <p>252.225-7061 "Restrictions on the Acquisition of Personal Protective Equipment and Certain Other Items from Non-Allied Foreign Nations"</p> <p>252.225-7972 "Prohibition on the Procurement of Foreign-made Unmanned Aircraft Systems"</p> <p>252.226-7001 "Utilization and Indian Owned Economic Enterprises"</p> <p>252.227-7013 "Rights in Technical Data"</p> <p>252.227-7014 "Rights in Other Than Commercial Computer Software and Computer Software Documentation"</p> <p>252.227-7015 "Technical Data - Commercial Products and Services"</p> <p>252.227-7016 "Rights in Bid or Proposal Information"</p> <p>252.227-7017 "Identification & Assertion of Use, Release or Disclosure Restrictions"</p> <p>252.227-7019 "Validation of Asserted Restrictions – Computer Software"</p> <p>252.227-7020 "Rights in Special Works"</p> <p>252.227-7021 "Rights in Data – Existing Works"</p> <p>252.227-7022 "Government Rights (Unlimited)"</p> <p>252.227-7023 "Drawings and Other Data to Become Property of Government"</p> <p>252.227-7025 "Limitations on the Use or Disclosure of Government-Funded Information Marked with Restrictive Legends"</p> <p>252.227-7026 "Deferred Delivery of Technical Data or Computer Software"</p> <p>252.227-7027 "Deferred Ordering of Technical Data or Computer Software"</p> <p>252.227-7028 "Technical Data or Computer Software Previously Delivered to the Government"</p> <p>252.227-7030 "Technical Data – Withholding Payment"</p>

252.225-7008 "Restriction on Acquisition of Specialty Metals"	252.227-7032 "Rights in Technical Data and Computer Software (Foreign)"
252.225-7009 "Certain Articles Containing Specialty Metals"	252.227-7033 "Rights in Shop Drawings"
252.225-7010 "Commercial Derivative Military Article – Specialty Metals Compliance Certificate"	252.227-7037 "Validation of Asserted Restrictions on Technical Data"
252.225-7012 "Preference for Certain Domestic Commodities"	252.227-7038 "Patent Rights – Ownership by the Contractor (Large Business)"
252.225-7013 "Duty-Free Entry"	252.228-7001 "Ground and Flight Risk"
252.225-7015 "Restriction on Acquisition of Hand or Measuring Tools"	252.228-7005 "Mishap Reporting and Investigation"
252.225-7016 "Restriction on Acquisition of Ball and Roller Bearings"	252.231-7000 "Supplemental Cost Principles"
252.225-7021 "Trade Agreements"	252.234-7004 "Cost and Software Data Reporting System"
252.225-7025 "Restriction on Acquisition of Forgings"	252.236-7000 "Modification Proposals – Price Breakdown"
252.225-7030 "Restriction on Acquisition of Carbon, Alloy and Armor Steel Plate"	252.239-7009 "Representation of Use of Cloud Computing"
252.225-7033 "Waiver of United Kingdom Levies"	252.239-7010 "Cloud Computing Services"
252.225-7036 "Buy American – Free Trade Agreements"	252.239-7018 "Supply Chain Risk"
252.225-7040 "Contractor Personnel Supporting U.S. Armed Forces Deployed Outside the United States"	252.244-7000 "Subcontracts for Commercial Products or Services"
252.225-7043 "Antiterrorism/Force Protection for Defense Contractors Outside the United States"	252.245-7005 "Management and Reporting of Government Property"
252.225-7048 "Export-Controlled Items"	252.246-7003 "Notification of Potential Safety Issues"
252.225-7051 "Prohibition on Acquisition of Certain Foreign Commercial Satellite Services"	252.246-7007 "Counterfeit Electronic Part Detection"
252.225-7052 "Restriction on the Acquisition of Certain Magnets, Tantalum and Tungsten"	252.246-7008 "Sources of Electronic Parts"
	252.247-7023 "Transportation of Supplies by Sea"
	252.249-7002 "Notification of Anticipated Contract Termination or Reduction"