

L-3 Communications

General Terms and Conditions for Supply and Service Subcontracts

Supplement 2 – U.S. Government Contract Provisions from the Department of Defense Federal Acquisition Regulation Supplement (DFARS)

1. When the materials or products furnished are for use in connection with a U. S. Government Department of Defense contract or subcontract, in addition to the L-3 General Terms and Conditions (Corp Form CC008) and the FAR provisions (Corp Form CC009), the following DFARS provisions shall apply, as required by the terms of the prime contractor or by operation of law or regulation. Otherwise, the General Terms and Conditions for Supply and Services as provided for in this Subcontract shall govern in the event of a conflict between the FAR or these DFARS provisions and the General Provisions.
2. The following clauses set forth in the DFARS in effect as of the date of the prime contract are incorporated herein by reference. In all clauses listed herein, the terms “Government”, “Contracting Officer” and “Contractor” shall be revised to suitably identify the contracting parties under this purchase order and effect the proper intent of the provision except where further clarified or modified below. “Subcontractor”, however, shall mean “Seller’s Subcontractor” under this purchase order. The Seller, by signing its offer, hereby certifies compliance with the following clauses and is, therefore, eligible for award.
3. Clauses in this document may not be applicable to specific orders due to the type of subcontract/purchase order to be issued, dollar thresholds under requirements of the FAR, DFARS or Public Law or Mandatory Flow Down requirements of a particular prime contract. Clauses not applicable for these reasons shall not be removed from this document and will be considered by all parties to be without force and effect.

| Title of Clause | DFARS |
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| <u>APPLICABLE TO ALL ORDERS:</u> | |
| 1. Disclosure of Information | 252.204-7000 |
| 2. Alternate A, Central Contractor Registration | 252.204-7004 |
| 3. Alternate A, Annual Representations and Certifications | 252.204-7007 |
| 4. Requirements for Contracts Involving Export-Controlled Items | 252.204-7008 |
| 5. Intent to Furnish Precious Metals as Government-Furnished Material | 252.208-7000 |
| 6. Disclosure of ownership of control by a foreign government | 252.209-7002 |
| 7. Limitations on Contractors Acting as Lead System Integrators | 252.209-7006 |
| 8. Prohibited Financial Interests for Lead System Integrators | 252.209-7007 |
| 9. Item Identification and Valuation | 252.211-7003 |
| 10. Radio Frequency Identification | 252.211-7006 |
| 11. Reporting of Government Furnished Equipment in DoD Item Unique Identification (IUID) Registry | 252.211-7007 |
| 12. Contract Terms and Conditions required to implement statutes or Executive Orders applicable to Defense acquisitions of commercial items (Class Deviation 2009-O0005 expires on April 30, 2014). | 252.212-7001 |
| 13. Pricing Adjustments | 252.215-7000 |
| 14. Cost Estimating System Requirements | 252.215-7002 |
| 15. Award Fee Reduction or Denial for Jeopardizing the Health or Safety of Government Personnel (applicable to Award Fee Orders only) | 252.216-7004 |
| 16. Restrictions on Employment of Personnel | 252.222-7000 |
| 17. Hazard Warning Labels (fill in State where this purchase order will be performed) | 252.223-7001 |
| 18. Safety Precautions for Ammunition and Explosives | 252.223-7002 |
| 19. Change in Place of Performance - Ammunition and Explosives | 252.223-7003 |
| 20. Drug-Free Work Force | 252.223-7004 |
| 21. Prohibition on Storage and Disposal of Toxic and Hazardous Materials | 252.223-7006 |
| 22. Safeguarding Sensitive Conventional Arms, Ammunition and Explosives | 252.223-7007 |
| 23. Prohibition of Hexavalent Chromium | 252.223-7008 |
| 24. Buy American Act – Balance of Payments Program Certificate | 252.225-7000 |
| 25. Buy American Act and Balance of Payments Program | 252.225-7001 |
| 26. Prohibition on Acquisition of United States Munitions List Items from Communist Chinese Military Companies | 252.225-7007 |
| 27. Restriction on Acquisition of Specialty Metals (prime contracts at \$150K or more requiring delivery of specialty metals as end items) | 252.225-7008 |

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| 28. Restriction on Acquisition of Certain Articles Containing Specialty Metals (prime contracts at \$150K or more; excludes para (d); see other exceptions; and compliance to 10USC2533b) | 252.225-7009 |
| 29. Commercial Derivative Military Article – Specialty Metals Compliance Certificate (prime contracts at \$150K or more, see clause for exceptions) | 252.225-7010 |
| 30. Duty Free Entry | 252.225-7013 |
| 31. Restriction on Acquisition of Hand or Measuring Tools (prime contracts at \$150K or more and both the prime contract and subcontract are for the acquisition of hand or measuring tools either commercial or non-commercial as prime end items) | 252.225-7015 |
| 32. Restriction on Acquisition of Ball and Roller Bearings | 252.225-7016 |
| 33. Restriction on Acquisition of Foreign Anchor and Mooring Chain | 252.225-7019 |
| 34. Trade Agreements Certificate | 252.225-7020 |
| 35. Trade Agreements | 252.225-7021 |
| 36. Trade Agreements Certificate – Inclusion of Iraqi End Products | 252.225-7022 |
| 37. Restriction on the Acquisition of Forgings | 252.225-7025 |
| 38. Restriction on Contingent Fees for Foreign Military Sales (blank is filled in “zero”) | 252.225-7027 |
| 39. Exclusionary Policies and Procedures of Foreign Governments | 252.225-7028 |
| 40. Restriction on Acquisition of Carbon Alloy and Armor Steel Plate | 252.225-7030 |
| 41. Secondary Arab Boycott of Israel | 252.225-7031 |
| 42. Buy American Act – Free Trade Agreements – Balance of Payments Program Certificate | 252.225-7035 |
| 43. Buy American Act – Free Trade Agreements – Balance of Payments Program | 252.225-7036 |
| 44. Contractors Performing Private Security Functions (applicable in areas of Contingency Operations or as otherwise designated) | 252.225-7039 |
| 45. Contractor personnel Authorized to Accompany U.S. Armed Forces Deployed Outside the United States | 252.225-7040 |
| 46. Antiterrorism / force Protection Policy for Defense Contractors Outside the United States | 252.225-7043 |
| 47. Balance of Payments Program – Construction Material | 252-225-7044 |
| 48. Balance of Payments Program – Construction Material Under Trade Agreements | 252-225-7045 |
| 49. Exports By Approved Community Members in Response to the Solicitation | 252.225-7046 |
| 50. Export by Approved Community Members in Performance of the Contract | 252.225-7047 |
| 51. Export Controlled Items | 252.225-7048 |
| 52. Preference for Certain Domestic Commodities (prime contracts at \$150K or more for the acquisition of food, clothing, or cloth materials) | 252.225-7012 |
| 53. Rights in Technical Data - Noncommercial Items | 252.227-7013 |
| 54. Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation | 252.227-7014 |
| 55. Technical Data - Commercial Items | 252.227-7015 |
| 56. Rights in Bid or Proposal Information | 252.227-7016 |
| 57. Identification and Assertion of Use, Release, or Disclosure Restrictions | 252.227-7017 |
| 58. Rights in Noncommercial Technical Data and Computer Software – Small Business Innovation Research (SBIR) Program | 252.227-7018 |
| 59. Validation of Asserted Restrictions - Computer Software | 252.227-7019 |
| 60. Limitations on the Use or Disclosure of Government Furnished Information Marked with Restrictive Legends | 252.227-7025 |
| 61. Delivery of Technical Data or Computer Software | 252.227-7026 |
| 62. Deferred Ordering of Technical Data or Computer Software | 252.227-7027 |
| 63. Technical Data or Computer Software Previously Delivered to the Government | 252.227-7028 |
| 64. Technical Data--Withholding of Payment | 252.227-7030 |
| 65. Rights in Shop Drawings | 252.227-7033 |
| 66. Validation of Restrictive Markings on Technical Data | 252.227-7037 |
| 67. Patent Rights – Ownership by the Contractor | 252.227-7038 |
| 68. Patents – Reporting of Subject Inventions | 252.227-7039 |
| 69. Ground and Flight Risk | 252.228-7001 |
| 70. Accident Reporting and Investigation Involving Aircraft, Missiles, and Space Launch Vehicles | 252.228-7005 |
| 71. Reporting of Foreign Taxes – U.S. Assistance Programs | 252.229-7011 |
| 72. Supplemental Cost Principles (first tier subcontractors only) | 252.231-7000 |
| 73. Frequency Authorization | 252.235-7003 |
| 74. Frequency Authorization (ALT I) | 252.235-7003 |
| 75. Protection of Human Subjects | 252.235-7004 |
| 76. Requirement for Competition Opportunity for American Steel Producers, Fabricators And Manufacturers (For Construction Subcontracts) | 252.236-7013 |
| 77. Training for Contract personnel Interacting with Detainees | 252.237-7019 |

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| 78. Continuation of Essential Contractor Services | 252.237-7023 |
| 79. Notice of Continuation of Essential Contractor Services | 252.237-7024 |
| 80. Protection Against Compromising Emanations | 252.239-7000 |
| 81. Information Assurance Contractor Training and Certification | 252.239-7001 |
| 82. Telecommunications Security Equipment, Devices, Techniques, and Services | 252.239-7016 |
| 83. Pricing of Contract Modifications | 252.243-7001 |
| 84. Subcontracts for Commercial Items and Commercial Components (DoD contracts) | 252.244-7000 |
| 85. Tagging, Labeling, and Marking Government Furnished Property | 252.245-7001 |
| 86. Reporting Loss of Government Property | 252.245-7002 |
| 87. Material Inspection and Receiving Report | 252.246-7000 |
| 88. Notification of Potential Safety Issues | 252.246-7003 |
| 89. Safety of Facilities, Infrastructure, and Equipment for Military Operations | 252.246-7004 |
| 90. Pass-Through of Motor Carrier Fuel Surcharge Adjustment to the Cost Bearer | 252.247-7003 |

ORDERS OVER THE SIMPLIFIED ACQUISITION THRESHOLD ALSO INCLUDE THE FOLLOWING:

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| 1. Prohibition on persons convicted of Fraud or other Defense – Contract-related felonies | 252.203-7001 |
| 2. Disclosure of ownership or control by the government of a Terrorist Country | 252.209-7001 |
| 3. Subcontracting with Firms that are Owned or Controlled by the Government of a Terrorist Country | 252.209-7004 |
| 4. Requests for Equitable Adjustment | 252.243-7002 |
| 5. Contractor Purchasing System Administration | 252.244-7001 |
| 6. Representation of Extent of Transportation by Sea | 252.247-7022 |
| 7. Transportation of Supplies by Sea | 252.247-7023 |
| 8. Notification of Transportation of Supplies by Sea | 252.247-7024 |
| 9. Notification of Anticipated Contract Termination or Reduction | 252.249-7002 |

ORDERS OVER \$ 500,000 ALSO INCLUDE THE FOLLOWING:

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| 1. Small Business Subcontracting Plan (DoD Contracts) – Over \$650K | 252.219-7003 |
| 2. Report of Intended Performance Outside the United States & Canada – Submission After Award (\$650K) | 252.225-7004 |
| 3. Report of Intended Performance Outside the United States and Canada – Submission with Offer (over \$650K) | 252.225-7003 |
| 4. Quarterly Reporting of Actual Contract Performance Outside the United States (over \$650K) | 252.225-7006 |
| 5. Utilization of Indian Organizations, Indian- Owned Economic Enterprises, and Native Hawaiian Small Business Concerns) | 252.226-7001 |

ORDERS OVER \$1,000,000 OR AS SPECIFIED ALSO INCLUDE THE FOLLOWING:

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| 1. Agency Office of the Inspector General (\$5M) | 252.203-7003 |
| 2. Display of Fraud Hotline Posters (over \$5M) | 252.203-7004 |
| 3. Acquisition Streamlining (\$1.5M) | 252.211-7000 |
| 4. Waiver of United Kingdom Levies – Evaluation of Offers | 252.225-7032 |
| 5. Waiver of United Kingdom Levies | 252.225-7033 |
| 6. Restrictions on the Use of Mandatory Arbitration Agreements | 252.222-7006 |

ORDERS FOR MAJOR DEFENSE ACQUISITION PROGRAMS INCLUDE THE FOLLOWING:

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| 1. Notice of Prohibition Relating to Organizational Conflict of Interest – Major Defense Acquisition Program | 252.209-7008 |
| 2. Organizational Conflict of Interest – Major Defense Acquisition Program | 252-209-7009 |
| 3. Notice of Cost and Software Data Reporting System | 252.234-7003 |
| 4. Earned Value Management System (Orders over \$50M) | 252.234-7002 |
| 5. Cost and Software Data Reporting System | 252.234-7004 |