

**Cobham
Attachment A**

CLAUSES APPLICABLE TO GOVERNMENT CONTRACTS

When the items furnished under this purchase order are for use in connection with U.S. Government prime contract or subcontract, the following Federal Acquisition Regulations and Department of Defense Federal Acquisition Regulations Supplements (FAR and DFARS clauses), as contained in or required by the prime contract or subcontract, as the case may be, or as required by law, are hereby incorporated by reference:

| FAR/DFARS Clauses No. | Title | FAR/DFARS Clauses No. | Title |
|-----------------------------|--|--------------------------|---|
| 252.203-7001 ^{2,7} | Prohibition on Persons Convicted of Fraud or Other Defense-Contract-Related Felonies | 52.222-20 | Walsh-Healey Public Contracts Act |
| 252.225-7008 | Supplies to be Accorded Duty-Free Entry | 52.222-21 | Prohibition of Segregated Facilities |
| 252.225-7014 and Alt 1 | Preference for Domestic Specialty Metals, and Alt.1 | 52.222-26 | Equal Opportunity |
| 252.225-7014 Deviation | Preference for Domestic Specialty Metals (Deviation) and Alt 1 (Deviation) | 52.222-35 ¹ | Affirmative Action for Disabled Veterans and Veterans of the Vietnam Era |
| 252.227-7013 ⁴ | Rights in Technical Data—Noncommercial Items | 52.222-36 ² | Affirmative Action for Workers with Disabilities |
| 252.227-7014 | Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation | 52.222-37 ¹ | Employment Reports on Disabled Veterans and Veterans of the Vietnam Era |
| 252.227-7019 | Validation of Asserted Restrictions—Computer Software | 52.223-3 ⁴ | Hazardous Material Identification and Material Safety Data |
| 252.227-7037 ⁴ | Validation of Restrictive Markings on Technical Data | 52.225-1 | Buy American Act—Balance of Payments Program—Supplies (Acceptance or performance of a contract with Buyer which includes this form is deemed a certification by Seller of compliance with this clause, unless specific permission is received for delivery of noncompliant end products) |
| 52.203-6 ² | Restrictions on Subcontractor Sales to the Government | 52.225-3 | Buy American Act-North American Free Trade Agreement—Israeli Trade Act – Balance of Payments Program (Acceptance or performance of a contract with Buyer which includes this form is deemed a certification by Seller of compliance with this clause, unless specific permission is received for delivery of noncompliant end products) |
| 52.203-7 ² | Anti-Kickback Procedures | 52.225-5 | Trade Agreements (Acceptance or performance of a contract with Buyer which includes this form is deemed a certification by Seller of compliance with this clause, unless specific permission is received for delivery of noncompliant end products) |
| 52.203-12 ² | Limitation on Payments to Influence Certain Federal Transactions (Acceptance or performance of a contract with Buyer which includes this clause is deemed a certification by Seller of compliance with this clause.) | 52.225-8 ⁹ | Duty Free Entry |
| 52.204-2 ³ | Security Requirements (excludes references to the prime contract Changes clause) | 52.225-13 | Restrictions on Certain Foreign Purchases |
| 52.211-5 | Material Requirements | 52.227-1 ^{2,14} | Authorization and Consent |
| 52.211-15 | Defense Priority and Allocation Requirements (Applies when a rating is indicated by Buyer in the contract documents.) | 52.227-2 ^{4,14} | Notice and Assistance Regarding Patent and Copyright Infringement |
| 52.214-26 ^{3,8} | Audit and Records—Sealed Bidding | 52.227-3 | Patent Indemnity |
| 52.214-27 ^{3,8} | Price Reduction for Defective Cost or Pricing Data—Modifications—Sealed Bidding | 52.227-10 ⁵ | Filing of Patent Applications—Classified Subject Matter |
| 52.214-28 ^{3,8} | Subcontractor Cost or Pricing Data—Modifications—Sealed Bidding | 52.227-11 ¹⁰ | Patent Rights—Retention by Contractor (Short Form) |
| 52.215-2 ² | Audit and Records—Negotiation | 52.227-12 ¹¹ | Patent-Rights-Retention by Contractor (Long Form) |
| 52.215-10 ³ | Price Reduction for Defective Cost or Pricing Data | 52.229-3 | Federal, State and Local Taxes |
| 52.215-11 ³ | Price Reduction for Defective Cost or Pricing Data—Modifications | 52.230-2 ^{3,6} | Cost Accounting Standards |
| 52.215-12 ³ | Subcontractor Cost or Pricing Data | 52.230-3 ^{3,6} | Disclosure and Consistency of Cost Accounting Practices |
| 52.215-13 ³ | Subcontractor or Pricing Data—Modifications | 52.230-6 ^{3,6} | Administration of Cost Accounting Standards |
| 52.215-14 ² | Integrity of Unit Prices | 52.242-15 | Stop Work Order |
| 52.215-15 | Pension Adjustments and Asset Reversions | 52.244-5 | Competition in Subcontracting |
| 52.219-8 ¹³ | Utilization of Small Business Concerns | 52.245-2 ¹⁴ | Government Property Clause (Fixed-Price Contracts) |
| 52.219-9 ^{5,13} | Small Business Subcontracting Plan | 52.245-17 ¹² | Special Tooling |
| 52.219-16 | Liquidated Damages—Subcontracting Plan | 52.245-18 ¹² | Special Test Equipment |
| 52.222-1 | Notice to the Government of Labor Disputes | 52.249-2 ¹⁵ | Termination for Convenience of the Government (Fixed Price) |
| 52.222-4 ² | Contract Work Hours and Safety Standards Act– Overtime Compensation | | |

As used in the foregoing FAR and DFARS clauses, the term “Contractor” shall mean Seller, the term “Contract” shall mean this Order, and the terms “Government,” “United States” and “Contracting Officer” shall mean this Buyer to fulfill the intent of such clauses, except where the clauses or context otherwise requires referral of the rights directly to the Government (e.g., in data rights clauses).

If this purchase order is placed under a prime contract or subcontract from a U.S. Government agency other than the Department of Defense, the above references to DFARS clauses regarding technical data shall be deemed to have reference to the equivalent FAR or agency regulations.

In addition to the foregoing, Seller shall at all times comply with all applicable Federal, State and Local Laws, rules and regulations.

The FAR and DFARS are obtainable from the Superintendent of Documents, Government Printing Office Washington D.C. 20402. Title 48 of the Code of Federal Regulations, containing the Federal Acquisition Regulation and the Defense FAR Supplement clauses cited here, can be found at <http://www.access.gpo.gov/nara/cfr/cfr-table-search.html>.

Footnotes:

1,2 & 3. These clauses apply if the original or modified total order exceeds the following (select amount corresponding to footnote number) and the conditions of any other applicable footnotes are met: (1) \$10,000 (2) \$100,000 or (3) \$650,000.

4,5,6,7,8,9,10,11, 12 & 13. These clauses apply if the following conditions are met (select condition(s) corresponding to footnote number) and the conditions of any other applicable footnotes are met: (4) deliveries include or contain item suggested in clause title; (5) order involves access to classified information; (6) order was negotiated; (7) order is first tier subcontract; (8) related prime contract was let under sealed bid; (9) only available for purchases of foreign supplies over \$10,000; (10) order involves experimental, developmental, or research work by nonprofit organization or small business firm; (11) order involves experimental, developmental, or research work by other entity; (12) order provides for acquisition or fabrication of special tooling or test equipment; or (13) Seller is not a small business.

14. The term “Government” shall mean government or Buyer and the term “Contracting Officer” shall mean Contracting Officer or buyer and “Subcontractor” shall mean the vendor receiving this order as may be appropriate throughout such clauses.

15. Change “120 days” to “60 days” in subparagraph (c), “1 year” to “6 months” in subparagraph (e) and change “90 days” to “45 days” in Subparagraph (l).