

## Federal Acquisition Regulation and Defense Acquisition Regulation Supplement Flowdown Clauses for Subcontracts / Purchase Orders Under a U.S. Government Prime Contract

### A. Incorporation of FAR and DFARS Clauses:

- 1) Where Inventus Power provides goods or services to the U.S. Government under any prime contract with the U.S. Government, or subcontract in support thereof, that requires Inventus Power to comply with any Federal Acquisition Regulation ("FAR") and/or Defense Federal Acquisition Regulation Supplement ("DFARS") clauses, any such provisions including and without limitation the FAR and DFARS clauses referenced below and incorporated by reference herein, which may be updated by Inventus Power from time to time, are applicable to the Seller to Inventus Power under this Contract, who by entering into the Contract agrees to fully comply with these clauses.
- 2) If the date or substance of any of the clauses listed below is different from the date or substance of the clause incorporated in the Prime Contract, the date or substance of the clause incorporated by said Prime Contract shall apply instead.
- 3) Full text version of these FAR and DFARS clauses may be found at Title 48 of the Code of Federal Regulations ("CFR") or on U.S. Government-managed websites: <https://www.acquisition.gov/far/> and <http://www.acq.osd.mil/dpap/dars/dfarspgi/current/>.
- 4) Seller agrees to flow down to its lower-tier suppliers any such applicable FAR and DFARS clauses, including those incorporated by reference herein. Seller further agrees that all notifications and other communications required by these clauses shall be made through Inventus Power unless the Contract specifically provides otherwise.

### B. Definitions:

- (i) As used in the FAR and DFARS clauses referenced below and otherwise in this Contract:
  - 1) "Commercial item" means such items as defined in FAR 2.101.
  - 2) "Contract" means this Contract between Seller and Inventus Power, or any instrument thereof, such as and without limitation any "Purchase Order," "PO," or "Order," issued thereunder.
  - 3) "Contracting Officer" means the U.S. Government Contracting Officer for Inventus Power's Prime Contract under which this Contract is entered.
  - 4) "Contractor" or "Offeror" means Seller to Inventus Power, which is the party identified on the face of the Contract with whom Inventus Power is contracting, acting as the immediate subcontractor to Inventus Power.

- 5) “Prime Contract” means the contract between Inventus Power and the U.S. Government or between Inventus Power and its higher-tier contractor who has a contract with the U.S. Government.
- 6) “Subcontract” means any contract entered into between Seller and any lower-tier subcontractors for the provision of goods or services in support of this Contract.

**C. FAR and DFARS Clauses Incorporated by Reference for Commercial Item Procurements:**

In accordance with FAR 52.212-5(e)(1), Contract Terms and Conditions Required to Implement Statutes or Executive Orders–Commercial Items (Jan 2021) and FAR 52.244-6 or DFARS 252.244-7000, Subcontracts for Commercial Items, the specified minimum FAR and DFARS provisions are incorporated herein by reference, as applicable and for all Commercial items being procured under this Contract. DFARS clauses generally apply to DoD contracts.

CLAUSE	TITLE
52.224-2	Privacy Act (Apr 1984) (as applicable)
52.225-1	Buy American Act – Supplies (Jan 2021) (as applicable)
52.225-9	Buy American Act – Construction Materials (Jan 2021) (as applicable)
52.225-2	Buy American Certificate (Feb 2021) (as applicable)
52.225-5	Trade Agreements (Oct 2019) (as applicable)
52.225-6	Trade Agreement Certificate (Feb 2021) (as applicable)
52.225-8	Duty-Free Entry (Oct 2010) (as applicable)
52.225-13	Restrictions on Certain Foreign Purchases (Feb 2021) (as applicable)
52.227-1	Authorization and Consent (Jun 2020) (as applicable)
52.228-3	Workers’ Compensation Insurance (Defense Base Act) (Jul 2014) (as applicable)
52.232-39	Unenforceability of Unauthorized Obligations (Jun 2013) (as applicable)
52.232-40	Providing Accelerated Payments to Small Business Subcontractors (Dec 2013) (as applicable)
52.233-4	Applicable Law for Breach of Contract Claim (Oct 2004) (as applicable)
52.234-1	Industrial Resources Developed Under Title III, Defense Production Act (Sept 2016) (as applicable)
52.242-15	Stop-Work Order (Aug 1989) (as applicable)
52.243-1	Changes-Fixed-Price (Aug 1987) (as applicable)
52.244-6	Subcontracts for Commercial Items (Nov 2020) (as applicable)
52.245-1	Government Property (Jan 2017) (as applicable)

52.246-11	<b>Higher-Level Contract Quality Requirement (Dec 2014)</b> (as applicable)
52.247-63	<b>Preference for U.S.-Flag Air Carriers (Jun 2003)</b> (as applicable)
52.247-64	<b>Preference for Privately Owned U.S.-Flag Commercial Vessels (Feb 2006)</b> (as applicable)
52.249-2	<b>Termination for Convenience of the Government (Fixed-Price) (Apr 2012)</b> (as applicable)
52.249-5	<b>Termination for Convenience of the Government (Educational and Other Nonprofit Institutions) (Aug 2016)</b> (as applicable)
52.249-8	<b>Default (Fixed-Price Supply and Service) (Apr 1984)</b> (as applicable)
252.203-7002	<b>Requirements to Inform Employees of Whistleblower Rights (Sept 2013)</b> (as applicable)
252.204-7000	<b>Disclosure of Information (Oct 2016)</b> (as applicable)
252.204-7009	<b>Limitations on the Use or Disclosure of Third-Party Contractor Reported Cyber Incident Information (Oct 2016)</b> (as applicable)
252.204-7012	<b>Safeguarding Covered Defense Information and Cyber Incident Reporting (Dec 2019)</b> (as applicable)
252.204-7014	<b>Limitation on the Use or Disclosure of Information by Litigation Support Contractors (May 2016)</b> (as applicable)
252.204-7015	<b>Notice of Authorized Disclosure of Information for Litigation Support (May 2016)</b> (as applicable)
252.208-7000	<b>Intent to Furnish Precious Metals as Government-Furnished Material (Dec 1991)</b> (as applicable)
252.211-7003	<b>Item Unique Identification and Valuation (Mar 2016)</b> (as applicable)
252.217-7009	<b>Default (Dec 1991)</b> (as applicable)
252.222-7000	<b>Restrictions on Employment of Personnel (Mar 2000)</b> (as applicable)
252.223-7008	<b>Prohibition of Hexavalent Chromium (Jun 2013)</b> (as applicable)
252.225-7000	<b>Buy American – Balance of Payments Program Certificate (Nov 2014)</b> (as applicable)
252.225-7001	<b>Buy American and Balance of Payments Program (Dec 2017)</b> (as applicable)
252.225-7009	<b>Restriction on Acquisition of Certain Articles Containing Specialty Metals (Dec 2019)</b> (as applicable)
252.225-7012	<b>Preferences for Certain Domestic Commodities (Dec 2017)</b> (as applicable)
252.225-7013	<b>Duty-Free Entry (Apr 2020)</b> (as applicable)
252.225-7020	<b>Trade Agreements Certificate (Nov 2014)</b> (as applicable)
252.225-7021	<b>Trade Agreements (Sep 2019)</b> (as applicable)
252.225-7048	<b>Export-Controlled Items (Jun 2013)</b> (as applicable)
252.227-7013	<b>Rights in Technical Data—Noncommercial Items (Feb 2014)</b> (as applicable)
252.227-7014	<b>Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation (Feb 2014)</b> (as applicable)
252.227-7015	<b>Technical Data—Commercial Items (Feb 2014)</b> (as applicable)
252.227-7016	<b>Rights in Bid or Proposal Information (Jan 2011)</b> (as applicable)
252.227-7018	<b>Rights in Noncommercial Technical Data and Computer Software—Small Business Innovation Research (SBIR) Program (Feb 2014)</b> (as applicable)
252.227-7019	<b>Validation of Asserted Restrictions—Computer Software (Sep 2016)</b> (as applicable)
252.227-7037	<b>Validation of Restrictive Markings on Technical Data (Sep 2016)</b> (as applicable)

252.246-7003	<b>Notification of Potential Safety Issues (Jun 2013)</b> (as applicable)
252.246-7007	<b>Contractor Counterfeit Electronic Part Detection and Avoidance System (Aug 2016)</b> (as applicable)
252.247-7003	<b>Pass-Through of Motor Carrier Fuel Surcharge Adjustment to the Cost Bearer (Jun 2013)</b> (as applicable)
252.247-7023	<b>Transportation of Supplies by Sea—Basic (Feb 2019)</b> (as applicable)
52.223-18	<b>Encouraging Contractor Policies to Ban Text Messaging While Driving (Jun 2020)</b> (as applicable)
52.204-10	<b>Reporting Executive Compensation and First-Tier Subcontract Awards (Jun 2020)</b> (as applicable)
52.203-6	<b>Restrictions on Subcontractor Sales to the Government (Jun 2020)</b> (as applicable)
52.203-7	<b>Anti-Kickback Procedures (Jun 2020)</b> (as applicable)
52.203-12	<b>Limitation on Payments to Influence Certain Federal Transactions (Jun 2020)</b> (as applicable)
52.203-16	<b>Preventing Personal Conflicts of Interest (Jun 2020)</b> (as applicable)
52.203-17	<b>Contractor Employee Whistleblower Rights and Requirement to Inform Employees of Whistleblower Rights (Jun 2020)</b> (as applicable)
52.215-2	<b>Audit and Records-Negotiation (Jun 2020)</b> (as applicable)
52.215-23	<b>Limitations on Pass-Through Charges (Jun 2020)</b> (as applicable)
52.227-1	<b>Authorization and Consent (Jun 2020)</b> (as applicable)
52.227-2	<b>Notice and Assistance Regarding Patent and Copyright Infringement (Jun 2020)</b> (as applicable)
52.248-1	<b>Value Engineering (Jun 2020)</b> (as applicable)
252.249-7002	<b>Notification of Anticipated Contract Termination or Reduction (Jun 2020)</b> (as applicable)
52.203-18	<b>Prohibition on Contracting with Entities that Require Certain Internal Confidentiality Agreements or Statements-Representation (Jan 2017)</b> (as applicable)
52.215-14	<b>Integrity of Unit Prices (Jun 2020)</b> (as applicable)
52.222-56	<b>Certification Regarding Trafficking in Person Compliance Plan (Oct 2020)</b> (as applicable)
252.226-7001	<b>Utilization of Indian Organizations, Indian-Owned Economic Enterprises and Native Hawaiian Small Business Concerns (Apr 2019)</b> (as applicable)
52.219-9	<b>Small Business Subcontracting Plan (Jun 2020)</b> (as applicable)
252.219-7003	<b>Small Business Subcontracting Plan (DoD Contracts)—Basic (Dec 2019)</b> (as applicable)
252.219-7004	<b>Small Business Subcontracting Plan (Test Program) (May 2019)</b> (as applicable)
52.214-26	<b>Audit and Records – Sealed Bidding (Jun 2020)</b> (as applicable)
52.215-18	<b>Revision or Adjustment of Plans for Postretirement Benefits (PRB) Other than Pensions (Jul 2005)</b> (as applicable)
52.215-19	<b>Notification of Ownership Changes (Oct 1997)</b> (as applicable)
52.203-13	<b>Code of Business Ethics (Jun 2020)</b> (as applicable)
52.203-14	<b>Display of Hotline Poster(s) (Jun 2020)</b> (as applicable)
252.203-7003	<b>Agency Office of the Inspector General (Aug 2019)</b> (as applicable)

**D. FAR and DFARS Clauses Incorporated by Reference for Non-Commercial Item Procurements:**

The following FAR and DFARS clauses are incorporated herein by reference for all items being procured under this Contract that do not meet the definition of “Commercial Item” found in FAR 2.101. DFARS clauses generally apply to DoD contracts.

CLAUSE	TITLE
52.203-8	<b>Cancellation, Rescission, and Recovery of Funds for Illegal or Improper Activity (May 2014)</b> (as applicable)
52.203-10	<b>Price or Fee Adjustment for Illegal or Improper Activity (May 2014)</b> (as applicable)
52.211-5	<b>Material Requirements (Aug 2000)</b> (as applicable)
52.211-15	<b>Defense Priority and Allocation Requirements (Apr 2008)</b> (as applicable)
52.222-3	<b>Convict Labor (Jun 2003)</b> (as applicable)
52.222-21	<b>Prohibition of Segregated Facilities (Apr 2015)</b> (as applicable)
52.222-26	<b>Equal Opportunity (Sep 2016)</b> (as applicable)
52.222-50	<b>Combating Trafficking in Persons (Oct 2020)</b> (as applicable)
52.223-6	<b>Drug Free Workplace (May 2001)</b> (as applicable)
52.223-18	<b>Encouraging Contractor Policies to Ban Text Messaging While Driving (Jun 2020)</b> (as applicable)
52.225-1	<b>Buy American Act – Supplies (Jan 2021)</b> (as applicable)
52.225-9	<b>Buy American Act – Construction Materials (Jan 2021)</b> (as applicable)
52.225-2	<b>Buy American Certificate (Feb 2021)</b> (as applicable)
52.225-5	<b>Trade Agreements (Oct 2019)</b> (as applicable)
52.225-6	<b>Trade Agreement Certificate (Feb 2021)</b> (as applicable)
52.225-8	<b>Duty-Free Entry (Oct 2010)</b> (as applicable)
52.225-13	<b>Restrictions on Certain Foreign Purchases (Feb 2021)</b> (as applicable)
52.227-9	<b>Refund of Royalties (Apr 1984)</b> (as applicable)
52.227-11	<b>Patent Rights-Ownership by the Contractor (May 2014)</b> (as applicable)
52.227-13	<b>Patent Rights-Ownership by the Government (Dec 2007)</b> (as applicable)
52.227-14	<b>Rights in Data-General (May 2014)</b> (as applicable)
52.232-39	<b>Unenforceability of Unauthorized Obligations (Jun 2013)</b> (as applicable)
52.232-40	<b>Providing Accelerated Payments to Small Business Subcontractors (Dec 2013)</b> (as applicable)
52.233-4	<b>Applicable Law for Breach of Contract Claim (Oct 2004)</b> (as applicable)
52.234-1	<b>Industrial Resources Developed Under Title III, Defense Production Act (Sep 2016)</b> (as applicable)
52.242-15	<b>Stop-Work Order (Aug 1989)</b> (as applicable)
52.243-1	<b>Changes-Fixed-Price (Aug 1987)</b> (as applicable)

52.244-6	<b>Subcontracts for Commercial Items (Nov 2020)</b> (as applicable)
52.245-1	<b>Government Property (Jan 2017)</b> (as applicable)
52.247-63	<b>Preference for U.S.-Flag Air Carriers (Jun 2003)</b> (as applicable)
52.247-64	<b>Preference for Privately Owned U.S.-Flag Commercial Vessels (Feb 2006)</b> (as applicable)
52.249-2	<b>Termination for Convenience of the Government (Fixed-Price) (Apr 2012)</b> (as applicable)
52.249-55	<b>Termination for Convenience of the Government (Educational and Other Nonprofit Institutions) (Aug 2016)</b> (as applicable)
52.249-8	<b>Default (Fixed-Price Supply and Service) (Apr 1984)</b> (as applicable)
252.203-7002	<b>Requirements to Inform Employees of Whistleblower Rights (Sept 2013)</b> (as applicable)
252.204-7000	<b>Disclosure of Information (Aug 2016)</b> (as applicable)
252.204-7009	<b>Limitations on the Use or Disclosure of Third-Party Contractor Reported Cyber Incident Information (Dec 2016)</b> (as applicable)
252.204-7012	<b>Safeguarding Covered Defense Information and Cyber Incident Reporting (Dec 2019)</b> (as applicable)
252.204-7014	<b>Limitation on the Use or Disclosure of Information by Litigation Support Contractors (May 2016)</b> (as applicable)
252.204-7015	<b>Notice of Authorized Disclosure of Information for Litigation Support (May 2016)</b> (as applicable)
252.208-7000	<b>Intent to Furnish Precious Metals as Government-Furnished Material (Dec 1991)</b> (as applicable)
252.211-7003	<b>Item Unique Identification and Valuation (Mar 2016)</b> (as applicable)
252.215-7000	<b>Pricing Adjustments (Dec 2012)</b> (as applicable)
252.217-7009	<b>Default (Dec 1991)</b> (as applicable)
252.222-7000	<b>Restrictions on Employment of Personnel (Mar 2000)</b> (as applicable)
252.223-7008	<b>Prohibition of Hexavalent Chromium (Jun 2013)</b> (as applicable)
252.225-7001	<b>Buy American and Balance of Payments Program (Dec 2017)</b> (as applicable)
252.225-7009	<b>Restriction on Acquisition of Certain Articles Containing Specialty Metals (Dec 2019)</b> (as applicable)
252.225-7012	<b>Preference for Certain Domestic Commodities (Dec 2017)</b> (as applicable)
252.225-7013	<b>Duty-Free Entry (Apr 2020)</b> (as applicable)
252.225-7021	<b>Trade Agreements (Sep 2019)</b> (as applicable)
252.225-7020	<b>Trade Agreements Certificate (Nov 2014)</b> (as applicable)
252.225-7048	<b>Export-Controlled Items (Jun 2013)</b> (as applicable)
252.227-7013	<b>Rights in Technical Data—Noncommercial Items (Feb 2014)</b> (as applicable)
252.227-7014	<b>Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation (Feb 2014)</b> (as applicable)
252.227-7015	<b>Technical Data—Commercial Items (Feb 2014)</b> (as applicable)
252.227-7016	<b>Rights in Bid or Proposal Information (Jan 2011)</b> (as applicable)
252.227-7018	<b>Rights in Noncommercial Technical Data and Computer Software—Small Business Innovation Research (SBIR) Program (Feb 2014)</b> (as applicable)
252.227-7019	<b>Validation of Asserted Restrictions—Computer Software (Sep 2016)</b> (as applicable)

252.227-7025	<b>Limitations on the Use or Disclosure of Government-Furnished Information Marked with Restrictive Legends (May 2013)</b> (as applicable)
252.227-7037	<b>Validation of Restrictive Markings on Technical Data (Sep 2016)</b> (as applicable)
252.227-7038	<b>Patent Rights—Ownership by the Contractor (Large Business) (Jun 2012)</b> (as applicable)
252.228-7001	<b>Ground and Flight Risk (Jun 2010)</b> (as applicable)
252.235-7003	<b>Frequency Authorization—Basic (Mar 2014)</b> (as applicable)
252.243-7001	<b>Pricing of Contract Modifications (Dec 1991)</b> (as applicable)
252.244-7000	<b>Subcontracts for Commercial Items (Jan 2021)</b> (as applicable)
252.246-7003	<b>Notification of Potential Safety Issues (Jun 2013)</b> (as applicable)
252.246-7007	<b>Contractor Counterfeit Electronic Part Detection and Avoidance System (Aug 2016)</b> (as applicable)
252.247-7003	<b>Pass-Through of Motor Carrier Fuel Surcharge Adjustment to the Cost Bearer (Jun 2013)</b> (as applicable)
252.247-7023	<b>Transportation of Supplies by Sea—Basic (Feb 2019)</b> (as applicable)
52.222-41	<b>Service Contract Labor Standards (Aug 2018)</b> (as applicable)
52.222-54	<b>Employment Eligibility Verification (Oct 2015)</b> (as applicable)
52.223-18	<b>Encouraging Contractor Policies to Ban Text Messaging While Driving (Jun 2020)</b> (as applicable)
52.222-40	<b>Notification of Employee Rights Under the National Labor Relations Act (Dec 2010)</b> (as applicable)
52.222-20	<b>Contracts for Materials, Supplies, Articles and Equipment (Jun 2020)</b> (as applicable)
52.222-36	<b>Equal Opportunity for Workers with Disabilities (Jun 2020)</b> (as applicable)
52.209-6	<b>Protecting the Government’s Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment (Jun 2020)</b> (as applicable)
52.203-3	<b>Gratuities (Apr 1984)</b> (as applicable)
52.203-5	<b>Covenant Against Contingent Fees (May 2014)</b> (as applicable)
52.203-6	<b>Restrictions on Subcontractor Sales to the Government (Jun 2020)</b> (as applicable)
52.203-7	<b>Anti-Kickback Procedures (Jun 2020)</b> (as applicable)
52.203-12	<b>Limitation on Payments to Influence Certain Federal Transactions (Jun 2020)</b> (as applicable)
52.203-17	<b>Contractor Employee Whistleblower Rights and Requirements to Inform Employees of Whistleblower Rights (Jun 2020)</b> (as applicable)
52.215-2	<b>Audit and Records-Negotiations (Jun 2020)</b> (as applicable)
52.215-14	<b>Integrity of Unit Prices (Jun 2020)</b> (as applicable)
52.215-23	<b>Limitation on Pass-Through Charges (Jun 2020)</b> (as applicable)
52.222-35	<b>Equal Opportunity for Veterans (Jun 2020)</b> (as applicable)
52.222-37	<b>Employment Reports on Veterans (Jun 2020)</b> (as applicable)
52.222-4	<b>Contract Work Hours and Safety Standards—Overtime Compensation (May 2018)</b> (as applicable)
52.227-1	<b>Authorization and Consent (Jun 2020)</b> (as applicable)
52.227-2	<b>Notice and Assistance Regarding Patent and Copyright Infringement (Jun 2020)</b> (as applicable)
52.248-1	<b>Value Engineering (Jun 2020)</b> (as applicable)

252.203-7001	<b>Prohibition on Person Convicted of Fraud or Other Defense-Contract-Related Felonies (Dec 2008)</b> (as applicable)
252.249-7002	<b>Notification of Anticipated Contract Termination or Reduction (Jun 2020)</b> (as applicable)
252.226-7001	<b>Utilization of Indian Organizations, Indian-Owned Economic Enterprises and Native Hawaiian Small Business Concerns (Apr 2019)</b> (as applicable)
52.219-8	<b>Utilization of Small Business Concerns (Oct 2018)</b> (as applicable)
52.219-9	<b>Small Business Subcontracting Plan (Jun 2020)</b> (as applicable)
52.215-18	<b>Revision or Adjustment of Plans for Postretirement Benefits (PRB) Other than Pensions (Jul 2005)</b> (as applicable)
52.215-19	<b>Notification of Ownership Changes (Oct 1997)</b> (as applicable)
252.219-7003	<b>Small Business Subcontracting Plan (DoD Contracts)—Basic (Dec 2019)</b> (as applicable)
252.219-7004	<b>Small Business Subcontracting Plan (Test Program) (May 2019)</b> (as applicable)
252.225-7033	<b>Waiver of United Kingdom Levies (Apr 2003)</b> (as applicable)
252.211-7000	<b>Acquisition Streamlining (Oct 2010)</b> (as applicable)
52.203-13	<b>Contractor Code of Business Ethics and Conduct (Jun 2020)</b> (as applicable)
52.203-14	<b>Display of Hotline Poster(s) (Jun 2020)</b> (as applicable)
252.203-7003	<b>Agency Office of the Inspector General (Aug 2019)</b> (as applicable)
252.203-7004	<b>Display of Hotline Posters (Aug 2019)</b> (as applicable)

**E. FAR and DFARS Clauses Incorporated by Reference for Commercial Item Procurements Involving Foreign Contractors:**

The FAR and DFARS clauses below apply to Seller if Seller is providing goods or services to Inventus sourced from outside the United States. In such case, if Seller subcontracts with suppliers in the United States or otherwise complete work in or recruit employees from the United States, then the provisions referenced in Sections C and D apply as described above.

*Section E: Commercial Item Procurements*

In accordance with FAR 52.212-5(e)(1), Contract Terms and Conditions Required to Implement Statutes or Executive Orders—Commercial Items (Jan 2021) and DFARS 252.244-7000, Subcontracts for Commercial Items, the specified minimum FAR and DFARS provisions are incorporated herein by reference, as applicable and for all items being procured under this Contract that meet the definition of “Commercial item” in FAR 2.101.

CLAUSE	TITLE
52.224-2	<b>Privacy Act (Apr 1984)</b> (as applicable)
52.225-1	<b>Buy American Act – Supplies (Jan 2021)</b> (as applicable)
52.225-9	<b>Buy American Act – Construction Materials (Jan 2021)</b> (as applicable)
52.225-2	<b>Buy American Certificate (Feb 2021)</b> (as applicable)



52.225-5	<b>Trade Agreements (Oct 2019)</b> (as applicable)
52.225-6	<b>Trade Agreement Certificate (Feb 2021)</b> (as applicable)
52.225-8	<b>Duty-Free Entry (Oct 2010)</b> (as applicable)
52.225-13	<b>Restrictions on Certain Foreign Purchases (Feb 2021)</b> (as applicable)
52.228-3	<b>Workers' Compensation Insurance (Defense Base Act) (Jul 2014)</b> (as applicable)
52.232-39	<b>Unenforceability of Unauthorized Obligations (Jun 2013)</b> (as applicable)
52.232-40	<b>Providing Accelerated Payments to Small Business Subcontractors (Dec 2013)</b> (as applicable)
52.233-4	<b>Applicable Law for Breach of Contract Claim (Oct 2004)</b> (as applicable)
52.234-1	<b>Industrial Resources Developed Under Title III, Defense Production Act (Sep 2016)</b> (as applicable)
52.242-15	<b>Stop-Work Order (Aug 1989)</b> (as applicable)
52.243-1	<b>Changes-Fixed-Price (Aug 1987)</b> (as applicable)
52.245-1	<b>Government Property (Apr 2017)</b> (as applicable)
52.246-11	<b>Higher-Level Contract Quality Requirement (Dec 2014)</b> (as applicable)
52.247-63	<b>Preference for U.S.-Flag Air Carriers (Jun 2003)</b> (as applicable)
52.249-2	<b>Termination for Convenience of the Government (Fixed-Price) (Apr 2012)</b> (as applicable)
52.249-5	<b>Termination for Convenience of the Government (Educational and Other Nonprofit Institutions) (Aug 2016)</b> (as applicable)
52.249-8	<b>Default (Fixed-Price Supply and Service) (Apr 1984)</b> (as applicable)
252.203-7002	<b>Requirements to Inform Employees of Whistleblower Rights (Sept 2013)</b> (as applicable)
252.204-7000	<b>Disclosure of Information (Oct 2016)</b> (as applicable)
252.204-7009	<b>Limitations on the Use or Disclosure of Third-Party Contractor Reported Cyber Incident Information (Oct 2016)</b> (as applicable)
252.204-7012	<b>Safeguarding Covered Defense Information and Cyber Incident Reporting (Dec 2019)</b> (as applicable)
252.204-7014	<b>Limitation on the Use or Disclosure of Information by Litigation Support Contractors (May 2016)</b> (as applicable)
252.204-7015	<b>Notice of Authorized Disclosure of Information for Litigation Support (May 2016)</b> (as applicable)
252.208-7000	<b>Intent to Furnish Precious Metals as Government-Furnished Material (Dec 1991)</b> (as applicable)
252.211-7003	<b>Item Unique Identification and Valuation (Mar 2016)</b> (as applicable)
252.217-7009	<b>Default (Dec 1991)</b> (as applicable)
252.223-7008	<b>Prohibition of Hexavalent Chromium (Jun 2013)</b> (as applicable)
252.225-7001	<b>Buy American and Balance of Payments Program (Dec 2017)</b> (as applicable)
252.225-7000	<b>Buy American – Balance of Payments Program Certificate (Nov 2014)</b> (as applicable)
252.225-7009	<b>Restriction on Acquisition of Certain Articles Containing Specialty Metals (Dec 2019)</b> (as applicable)
252.225-7012	<b>Preferences for Certain Domestic Commodities (Dec 2017)</b> (as applicable)
252.225-7013	<b>Duty-Free Entry (Apr 2020)</b> (as applicable)

252.225-7021	<b>Trade Agreements (Sep 2019)</b> (as applicable)
252.225-7020	<b>Trade Agreements Certificate (Nov 2014)</b> (as applicable)
252.225-7048	<b>Export-Controlled Items (Jun 2013)</b> (as applicable)
252.227-7013	<b>Rights in Technical Data—Noncommercial Items (Feb 2014)</b> (as applicable)
252.227-7014	<b>Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation (Feb 2014)</b> (as applicable)
252.227-7015	<b>Technical Data—Commercial Items (Feb 2014)</b> (as applicable)
252.227-7016	<b>Rights in Bid or Proposal Information (Jan 2011)</b> (as applicable)
252.227-7018	<b>Rights in Noncommercial Technical Data and Computer Software—Small Business Innovation Research (SBIR) Program (Feb 2014)</b> (as applicable)
252.227-7019	<b>Validation of Asserted Restrictions—Computer Software (Sep 2016)</b> (as applicable)
252.227-7037	<b>Validation of Restrictive Markings on Technical Data (Sep 2016)</b> (as applicable)
252.228-7001	<b>Ground and Flight Risk (Jun 2010)</b> (as applicable)
252.246-7003	<b>Notification of Potential Safety Issues (Jun 2013)</b> (as applicable)
252.246-7007	<b>Contractor Counterfeit Electronic Part Detection and Avoidance System (May 2016)</b> (as applicable)
252.247-7003	<b>Pass-Through of Motor Carrier Fuel Surcharge Adjustment to the Cost Bearer (Jun 2013)</b> (as applicable)
252.247-7023	<b>Transportation of Supplies by Sea—Basic (Feb 2019)</b> (as applicable)
52.223-18	<b>Encouraging Contractor Policies to Ban Text Messaging While Driving (Jun 2020)</b> (as applicable)
52.204-10	<b>Reporting Executive Compensation and First-Tier Subcontract Awards (Jun 2020)</b> (as applicable)
52.203-6	<b>Restrictions on Subcontractor Sales to the Government (Jun 2020)</b> (as applicable)
52.203-7	<b>Anti-Kickback Procedures (Jun 2020)</b> (as applicable)
52.203-12	<b>Limitation on Payments to Influence Certain Federal Transactions (Jun 2020)</b> (as applicable)
52.203-16	<b>Preventing Personal Conflicts of Interest (Dec 2020)</b> (as applicable)
52.203-17	<b>Contractor Employee Whistleblower Rights and Requirement to Inform Employees of Whistleblower Rights (Jun 2020)</b> (as applicable)
52.215-2	<b>Audit and Records—Negotiation (Jun 2020)</b> (as applicable)
52.215-14	<b>Integrity of Unit Prices (Jun 2020)</b> (as applicable)
52.215-23	<b>Limitations on Pass-Through Charges (Jun 2020)</b> (as applicable)
52.227-1	<b>Authorization and Consent (Jun 2020)</b> (as applicable)
52.227-2	<b>Notice and Assistance Regarding Patent and Copyright Infringement (Jun 2020)</b> (as applicable)
52.248-1	<b>Value Engineering (Jun 2020)</b> (as applicable)
252.247-7003	<b>Pass-Through of Motor Carrier Fuel Surcharge Adjustment to the Cost Bearer (Jun 2013)</b> (as applicable)
252.249-7002	<b>Notification of Anticipated Contract Termination or Reduction (Jun 2020)</b> (as applicable)
52.222-56	<b>Certification Regarding Trafficking in Person Compliance Plan (Oct 2020)</b> (as applicable)
252.226-7001	<b>Utilization of Indian Organizations, Indian-Owned Economic Enterprises and Native Hawaiian Small Business Concerns (Apr 2019)</b> (as applicable)

52.214-26	<b>Audit and Records – Sealed Bidding (Jun 2020)</b> (as applicable)
52.215-18	<b>Revision or Adjustment of Plans for Postretirement Benefits (PRB) Other than Pensions (Jul 2005)</b> (as applicable)
52.215-19	<b>Notification of Ownership Changes (Oct 1997)</b> (as applicable)
252.211-7000	<b>Acquisition Streamlining (Oct 2010)</b> (as applicable)

**F. FAR and DFARS Clauses Incorporated by Reference for Non-Commercial Item Procurements Involving Foreign Contractors:**

The FAR and DFARS clauses below apply to Seller if Seller is providing goods or services to Inventus sourced from outside the United States. In such case, if Seller subcontracts with suppliers in the United States or otherwise complete work in or recruit employees from the United States, then the provisions referenced in Sections C and D apply as described above.

*Section F: Non-Commercial Item Procurements*

The following FAR and DFARS clauses are incorporated herein by reference for all items being procured under this Contract that do not meet the definition of “Commercial Item” found in FAR 2.101. DFARS clauses generally apply to DoD contracts.

CLAUSE	TITLE
52.203-8	<b>Cancellation, Rescission, and Recovery of Funds for Illegal or Improper Activity (May 2014)</b> (as applicable)
52.203-10	<b>Price or Fee Adjustment for Illegal or Improper Activity (May 2014)</b> (as applicable)
52.211-5	<b>Material Requirements (Aug 2000)</b> (as applicable)
52.211-15	<b>Defense Priority and Allocation Requirements (Apr 2008)</b> (as applicable)
52.222-3	<b>Convict Labor (Jun 2003)</b> (as applicable)
52.222-21	<b>Prohibition of Segregated Facilities (Apr 2015)</b> (as applicable)
52.222-26	<b>Equal Opportunity (Sep 2016)</b> (as applicable)
52.222-50	<b>Combating Trafficking in Persons (Oct 2020)</b> (as applicable)
52.223-18	<b>Encouraging Contractor Policies to Ban Text Messaging While Driving (Jun 2020)</b> (as applicable)
52.225-1	<b>Buy American Act – Supplies (Jan 2021)</b> (as applicable)
52.225-9	<b>Buy American Act – Construction Materials (Jan 2021)</b> (as applicable)
52.225-2	<b>Buy American Certificate (Feb 2021)</b> (as applicable)
52.225-5	<b>Trade Agreements (Oct 2019)</b> (as applicable)
52.225-6	<b>Trade Agreement Certificate (Feb 2021)</b> (as applicable)
52.225-8	<b>Duty-Free Entry (Oct 2010)</b> (as applicable)
52.225-13	<b>Restrictions on Certain Foreign Purchases (Feb 2021)</b> (as applicable)
52.227-9	<b>Refund of Royalties (Apr 1984)</b> (as applicable)

52.232-39	<b>Unenforceability of Unauthorized Obligations (Jun 2013)</b> (as applicable)
52.232-40	<b>Providing Accelerated Payments to Small Business Subcontractors (Dec 2013)</b> (as applicable)
52.233-4	<b>Applicable Law for Breach of Contract Claim (Oct 2004)</b> (as applicable)
52.234-1	<b>Industrial Resources Developed Under Title III, Defense Production Act (Sep 2016)</b> (as applicable)
52.242-15	<b>Stop-Work Order (Aug 1989)</b> (as applicable)
52.243-1	<b>Changes-Fixed-Price (Aug 1987)</b> (as applicable)
52.244-6	<b>Subcontracts for Commercial Items (Nov 2020)</b> (as applicable)
52.245-1	<b>Government Property (Jan 2017)</b> (as applicable)
52.247-63	<b>Preference for U.S.-Flag Air Carriers (Jun 2003)</b> (as applicable)
52.247-64	<b>Preference for Privately Owned U.S.-Flag Commercial Vessels (Feb 2006)</b> (as applicable)
52.249-2	<b>Termination for Convenience of the Government (Fixed-Price) (Apr 2012)</b> (as applicable)
52.249-5	<b>Termination for Convenience of the Government (Educational and Other Nonprofit Institutions) (Aug 2016)</b> (as applicable)
52.249-8	<b>Default (Fixed-Price Supply and Service) (Apr 1984)</b> (as applicable)
252.203-7002	<b>Requirements to Inform Employees of Whistleblower Rights (Sept 2013)</b> (as applicable)
252.204-7000	<b>Disclosure of Information (Aug 2016)</b> (as applicable)
252.204-7012	<b>Safeguarding Covered Defense Information and Cyber Incident Reporting (Dec 2019)</b> (as applicable)
252.204-7014	<b>Limitation on the Use or Disclosure of Information by Litigation Support Contractors (May 2016)</b> (as applicable)
252.204-7015	<b>Notice of Authorized Disclosure of Information for Litigation Support (May 2016)</b> (as applicable)
252.208-7000	<b>Intent to Furnish Precious Metals as Government-Furnished Material (Dec 1991)</b> (as applicable)
252.211-7003	<b>Item Unique Identification and Valuation (Mar 2016)</b> (as applicable)
252.215-7000	<b>Pricing Adjustments (Dec 2012)</b> (as applicable)
252.217-7009	<b>Default (Dec 1991)</b> (as applicable)
252.223-7008	<b>Prohibition of Hexavalent Chromium (Jun 2013)</b> (as applicable)
252.225-7001	<b>Buy American and Balance of Payments Program (Dec 2017)</b> (as applicable)
252.225-7009	<b>Restriction on Acquisition of Certain Articles Containing Specialty Metals (Dec 2019)</b> (as applicable)
252.225-7012	<b>Preference for Certain Domestic Commodities (Dec 2017)</b> (as applicable)
252.225-7013	<b>Duty-Free Entry (Apr 2020)</b> (as applicable)
252.225-7021	<b>Trade Agreements (Sep 2019)</b> (as applicable)
252.225-7020	<b>Trade Agreements Certificate (Nov 2014)</b> (as applicable)
252.225-7048	<b>Export-Controlled Items (Jun 2013)</b> (as applicable)
252.227-7013	<b>Rights in Technical Data—Noncommercial Items (Feb 2014)</b> (as applicable)
252.227-7014	<b>Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation (Feb 2014)</b> (as applicable)
252.227-7015	<b>Technical Data—Commercial Items (Feb 2014)</b> (as applicable)
252.227-7016	<b>Rights in Bid or Proposal Information (Jan 2011)</b> (as applicable)

252.227-7018	<b>Rights in Noncommercial Technical Data and Computer Software—Small Business Innovation Research (SBIR) Program (Feb 2014)</b> (as applicable)
252.227-7019	<b>Validation of Asserted Restrictions—Computer Software (Sep 2016)</b> (as applicable)
252.227-7025	<b>Limitations on the Use or Disclosure of Government-Furnished Information Marked with Restrictive Legends (May 2013)</b> (as applicable)
252.227-7037	<b>Validation of Restrictive Markings on Technical Data (Jun 2013)</b> (as applicable)
252.227-7038	<b>Patent Rights—Ownership by the Contractor (Large Business) (Jun 2012)</b> (as applicable)
252.228-7001	<b>Ground and Flight Risk (Jun 2010)</b> (as applicable)
252.235-7003	<b>Frequency Authorization—Basic (May 2014)</b> (as applicable)
252.243-7001	<b>Pricing of Contract Modifications (Dec 1991)</b> (as applicable)
252.244-7000	<b>Subcontracts for Commercial Items (Jan 2021)</b> (as applicable)
252.246-7003	<b>Notification of Potential Safety Issues (Jun 2013)</b> (as applicable)
252.246-7007	<b>Contractor Counterfeit Electronic Part Detection and Avoidance System (May 2016)</b> (as applicable)
252.247-7003	<b>Pass-Through of Motor Carrier Fuel Surcharge Adjustment to the Cost Bearer (Jun 2013)</b> (as applicable)
252.247-7023	<b>Transportation of Supplies by Sea—Basic (Feb 2019)</b> (as applicable)
52.222-41	<b>Service Contract Labor Standards (Aug 2018)</b> (as applicable)
52.222-54	<b>Employment Eligibility Verification (Oct 2015)</b> (as applicable)
52.223-18	<b>Encouraging Contractor Policies to Ban Text Messaging While Driving (Jun 2020)</b> (as applicable)
52.222-40	<b>Notification of Employee Rights Under the National Labor Relations Act (Dec 2010)</b> (as applicable)
52.222-20	<b>Contracts for Materials, Supplies, Articles and Equipment (Jun 2020)</b> (as applicable)
52.222-36	<b>Equal Opportunity for Workers with Disabilities (Jun 2020)</b> (as applicable)
52.209-6	<b>Protecting the Government’s Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment (Jun 2020)</b> (as applicable)
52.203-3	<b>Gratuities (Apr 1984)</b> (as applicable)
52.203-5	<b>Covenant Against Contingent Fees (May 2014)</b> (as applicable)
52.203-6	<b>Restrictions on Subcontractor Sales to the Government (Jun 2020)</b> (as applicable)
52.203-7	<b>Anti-Kickback Procedures (Jun 2020)</b> (as applicable)
52.203-12	<b>Limitation on Payments to Influence Certain Federal Transactions (Jun 2020)</b> (as applicable)
52.203-17	<b>Contractor Employee Whistleblower Rights and Requirements to Inform Employees of Whistleblower Rights (Jun 2020)</b> (as applicable)
52.215-2	<b>Audit and Records-Negotiations (Jun 2020)</b> (as applicable)
52.215-14	<b>Integrity of Unit Prices (Jun 2020)</b> (as applicable)
52.215-23	<b>Limitation on Pass-Through Charges (Jun 2020)</b> (as applicable)
52.222-35	<b>Equal Opportunity for Veterans (Jun 2020)</b> (as applicable)
52.222-37	<b>Employment Reports on Veterans (Jun 2020)</b> (as applicable)
52.227-1	<b>Authorization and Consent (Jun 2020)</b> (as applicable)
52.227-2	<b>Notice and Assistance Regarding Patent and Copyright Infringement (Jun 2020)</b> (as applicable)

52.248-1	<b>Value Engineering (Jun 2020)</b> (as applicable)
252.203-7001	<b>Prohibition on Person Convicted of Fraud or Other Defense-Contract-Related Felonies (Dec 2008)</b> (as applicable)
252.249-7002	<b>Notification of Anticipated Contract Termination or Reduction (Jun 2020)</b> (as applicable)
252.226-7001	<b>Utilization of Indian Organizations, Indian-Owned Economic Enterprises and Native Hawaiian Small Business Concerns (Apr 2019)</b> (as applicable)
52.219-8	<b>Utilization of Small Business Concerns (Oct 2018)</b> (as applicable)
52.219-9	<b>Small Business Subcontracting Plan (Jun 2020)</b> (as applicable)
52.215-18	<b>Revision or Adjustment of Plans for Postretirement Benefits (PRB) Other than Pensions (Jul 2005)</b> (as applicable)
52.215-19	<b>Notification of Ownership Changes (Oct 1997)</b> (as applicable)
252.225-7033	<b>Waiver of United Kingdom Levies (Apr 2003)</b> (as applicable)
252.211-7000	<b>Acquisition Streamlining (Oct 2010)</b> (as applicable)
52.203-13	<b>Contractor Code of Business Ethics and Conduct (Jun 2020)</b> (as applicable)
52.203-14	<b>Display of Hotline Poster(s) (Jun 2020)</b> (as applicable)
252.203-7003	<b>Agency Office of the Inspector General (Dec 2019)</b> (as applicable)
252.203-7004	<b>Display of Hotline Posters (Aug 2019)</b> (as applicable)