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**SUPPLEMENTAL TERMS AND CONDITIONS FOR CONTRACTS COVERED BY THE FEDERAL ACQUISITION REGULATION (FAR) AND DEPARTMENT OF DEFENSE FAR SUPPLEMENT (DFARS)**

Bascom Hunter Technologies, Inc. (“Buyer”) has awarded or seeks to award a contract to Seller in support of a U.S. government contract for which Buyer is subject to certain clauses of FAR and DFARS and for which applicable clauses shall be flowed down to any lower-tier contract.

Buyer and Seller agree that the below-identified clauses are hereby incorporated into any purchase order or other contract between Buyer and Seller deriving from Buyer’s government contract, and Seller further agrees to flow down to its subcontractors all applicable FAR and DFARS clauses and any other applicable law to ensure that Buyer and Seller comply with the requirements of Buyer’s government contract.

Seller further understands and agrees that the requirements below are developed in accordance with Buyer’s prime contract and are not modified by Buyer for each individual Seller or statement of work. Seller assumes the responsibility for providing to any government agency, Buyer, or Buyer’s customer, evidence of compliance with the requirements herein or that such requirements are not applicable to the extent satisfactory to the requesting party.

For each of the below-listed clauses, Buyer and Seller agree that in each instance the term “Government or Contracting Officer” shall be replaced by “Prime Contractor”; and the term “contractor or prime contractor” shall be replaced by “subcontractor.”

**FLOWDOWNS – NONCOMMERCIAL PRODUCTS AND SERVICES:**

The following clauses are incorporated into the contract with the same force and effect as if they were given in full text and are applicable to all subcontracts for noncommercial products and services (as defined by FAR Subpart 2.101). The full text of a clause may be accessed electronically at this address: <https://www.acquisition.gov/content/regulations>.

<b><u>FAR Section</u></b>	<b><u>Title</u></b>
52.203-7	Anti-Kickback Procedures JUN 2020
52.203-13	Contractor Code of Business Ethics and Conduct NOV 2021
52.203-15	Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009 JUN 2010
52.203-17	Contractor Employee Whistleblower Rights and Requirement to Inform Employees of Whistleblower Rights JUN 2020
52.203-19	Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements JAN 2017
52.204-2	Security Requirements MAR 2021

52.204-21 Basic Safeguarding of Covered Contractor Information Systems NOV 2021

52.204-23 Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab and Other Covered Entities NOV 2021

52.204-25 Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment NOV 2021

52.204-27 Prohibition on a ByteDance Covered Application JUN 2023

52.209-6 Protecting the Government’s Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment NOV 2021

52.215-2 Audit and Records--Negotiation JUN 2020

52.215-12 (Dev) Subcontractor Certified Cost or Pricing Data (DEVIATION 2022-O0001) OCT 2021

52.215-13 (Dev) Subcontractor Certified Cost or Pricing Data – Modifications (Deviation 2022-O0001) OCT 2021

52.215-14 Integrity of Unit Prices NOV 2021

52.215-15 Pension Adjustments and Asset Reversions OCT 2010

52.215-18 Reversion or Adjustment of Plans for Postretirement Benefits (PRB) Other than Pensions JUL 2005

52.215-19 Notification of Ownership Changes OCT 1997

52.215-23 Limitations on Pass-Through Charges JUN 2020

52-219-8 Utilization of Small Business Concerns FEB 2024

52.222-21 Prohibition Of Segregated Facilities APR 2015

52.222-26 Equal Opportunity SEP 2016

52.222-35 Equal Opportunity for Veterans JUN 2020

52.222-36 Equal Opportunity for Workers with Disabilities JUN 2020

52.222-37 Employment Reports on Veterans JUN 2020

52.222-40 Notification of Employee Rights Under the National Labor Relations Act DEC 2010

52.222-41 Service Contract Labor Standards AUG 2018

52.222-50 Combating Trafficking in Persons NOV 2021

52.222-51 Exemption from Application of the Service Contract Labor Standards to Contracts for Maintenance, Calibration, or Repair of Certain Equipment-Requirements MAY 2014

52.222-53 Exemption from Application of the Service Contract Labor Standards to Contracts for Certain Services-Requirements MAY 2014

52.222-54 Employment Eligibility Verification MAY 2022

52.222-55	Minimum Wages for Contractor Workers Under Executive Order 14026 JAN 2022
52.222-62	Paid Sick Leave Under Executive Order 13706 JAN 2022
52.223-18	Encouraging Contractor Policies to Ban Text Messaging While Driving JUN 2020
52.224-3	Privacy Training JAN 2017
52.225-13	Restrictions on Certain Foreign Purchases FEB 2021
52.225-26	Contractors Performing Private Security Functions Outside the United States OCT 2016
52.226-6	Promoting Excess Food Donation to Nonprofit Organizations JUN 2020
52.227-1 Alt I	Authorization And Consent (JUN 2020) - Alternate I APR 1984
52.227-2	Notice And Assistance Regarding Patent and Copyright Infringement JUN 2020
52.227-10	Filing Of Patent Applications--Classified Subject Matter DEC 2007
52.227-11	Patent Rights--Ownership by The Contractor MAY 2014
52.232-40	Providing Accelerated Payments to Small Business Subcontractors NOV 2021
52.240-1	Prohibition on Unmanned Aircraft Systems Manufactured or Assembled by American Security Drone Act-Covered Foreign Entities NOV 2024
52.242-15	Stop-Work Order (Aug 1989)
52.243-1	Changes-Fixed Price (Aug 1987)
52.244-6	Subcontracts for Commercial Products and Commercial Services JAN 2022
52.247-64	Preference for Privately Owned U.S.-Flag Commercial Vessels NOV 2021
52.249-2	Termination for Convenience of the Government (Fixed-Price) (Apr 2012)

**DFARS Section**    **Title**

252.203-7001	Prohibition On Persons Convicted of Fraud or Other Defense-Contract-Related Felonies DEC 2008
252.203-7002	Requirement to Inform Employees of Whistleblower Rights SEP 2013
252.204-7000	Disclosure Of Information OCT 2016
252.204-7012	Safeguarding Covered Defense Information and Cyber Incident Reporting DEC 2019
252.204-7015	Notice of Authorized Disclosure of Information for Litigation Support MAY 2016
252.204-7018	Prohibition on the Acquisition of Covered Defense Telecommunications Equipment or Services JAN 2021
252.204-7020	NIST SP 800-171 DoD Assessment Requirements MAR 2022

252.223-7006	Prohibition On Storage, Treatment, and Disposal of Toxic or Hazardous Materials SEP 2014
252.225-7048	Export-Controlled Items JUN 2013
252.226-7001	Utilization of Indian Organizations and Indian-Owned Economic Enterprises, and Native Hawaiian Small Business Concerns APR 2019
252.227-7016	Rights in Bid or Proposal Information JAN 2011
252.227-7019	Validation of Asserted Restrictions--Computer Software SEP 2016
252.227-7037	Validation of Restrictive Markings on Technical Data APR 2022
252.247-7023	Transportation of Supplies by Sea FEB 2019

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NOTHING FOLLOWS