When the items furnished under this Purchase Order ("PO") are for use in connection with a U.S. Government prime contract or subcontract, the following Federal Acquisition Regulation ("FAR") and Defense Federal Acquisition Regulation Supplement ("DFARS") clauses shall apply in accordance with the terms of the prime contract or higher-tier subcontract, or by operation of law or regulation, and are hereby incorporated by reference. The effective version of each clause shall be the version included in Buyer’s prime contract or subcontract (as amended and modified) under which this PO has been issued. In all clauses, except as otherwise required by law, the terms “Government,” “Contractor Officer,” and “Contractor” shall be deemed and interpreted to identify suitably the contracting parties herein and effect the proper intent of the provision. “Subcontractor,” however, shall mean “Seller’s Subcontractor” or “Seller” under this Purchase Order. Where a clause specifies the number of days in which an action is required, that number shall be reduced by half. Clauses marked with an asterisk apply to the extent, and with the Alternate(s), if any, included in Buyer’s contract.

I. The following FAR clauses apply as indicated and are incorporated by reference with the same force and effect as if they were given in full text.

Applicable to All Purchase Orders
52.202-1 Definitions
52.203-19 Prohibition on Contracting with Entities that Require Certain Internal Confidentiality Agreements or Statements
52.204-21 Basic Safeguarding of Covered Contractor Information Systems
52.204-23 Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab and Other Covered Entities
52.204-24 52.204-24 Representation Regarding Certain Telecommunications and Video Surveillance Services or Equipment
52.204-25 Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment.
52.212-5 Contract Terms and Conditions Required to Implement Statutes or Executive Orders—Commercial Items
52.211-5 Material Requirements
52.212-4 Contract Terms and Conditions—Commercial Items with Alternate I (if the PO is for commercial items, substitute paragraph s (a), (e), (i), (l), and (m) of this clause, respectively, for the Inspection/Acceptance, Definitions, Payment, Termination for the Governments Convenience and Termination for Cause)
52.219-8 Utilization of Small Business Concerns
52.222-21 Prohibition of Segregated Facilities
52.222-26 Equal Opportunity
52.222-41 Service Contract Labor Standards
52.222-50 Combating Trafficking in Persons
52.222-51 Exempt from Application of the Services Contract Act to Contracts for Maintenance, Calibration, or Repair of Certain Equipment—Requirements
52.222-53 Exemption from Application of the Service Contract Act to Contracts for Certain Services—Requirements
52.222-55 Minimum Wages Under Executive Order 13665
52.225-13 Restrictions on Certain Foreign Purchases
52.227-19 Commercial Computer Software—Restricted Rights
52.232-7 Payments Under Time and Materials and Labor Hour Contracts
52.233-3 Protest After Award
52.242-15 Stop Work Order
52.244-6 Subcontracts for Commercial Items
52.247-64 Preference for Privately Owned U.S. Flag Commercial Vessels

Applicable to Purchase Orders Over $3,500
52.222-54 Employment Eligibility Verification
52.223-18 Encouraging Contractor Policies to Ban Text Messaging While Driving

Applicable to Purchase Orders Over $10,000
52.222-40 Notification of Employee Rights Under the National Labor Relations Act

Applicable to Purchase Orders Over $15,000
52.222-36 Equal Opportunity for Workers With Disabilities

Applicable to Purchase Orders Over $35,000
52.220-6 Protecting the Government’s Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment

Applicable to Purchase Orders Over $150,000
52.203-12 Limitation on Payments to Influence Certain Federal Transactions
52.222-35 Equal Opportunity for Veterans
52.222-37 Employment Reports on Veterans

Applicable to Purchase Orders Over $700,000
52.219-9 Small Business Subcontracting Plan (unless Seller is a small business)
52.219-16 Liquidated Damages -- Subcontracting Plan (when 52.219-9 applies)

Applicable to Purchase Orders Over $2,000,000
52.215-12 Subcontractor Certified Cost or Pricing Data (unless PO is exempt under FAR 15.403)
52.215-13 Subcontractor Certified Cost or Pricing Data – Modifications (unless PO is exempt under FAR 15.403)

Applicable to Purchase Orders Over $5,500,000
52.220-3-13 Contractor Code of Business Ethics and Conduct

Applicable Only to the Extent Indicated
52.203-16 Preventing Personal Conflicts of Interest
52.204-2 Security Requirements (if PO involves access to classified information)
52.204-9 Personal Identity Verification of Contractor Personnel (if PO involves access to Government facilities or systems)
52.204-10 Reporting Executive Compensation and First-Tier Subcontract Awards (if Seller meets reporting thresholds specified in clause, Seller shall report information directly to the Government via Central Contractor Registration (CCR) database; all information posted will be publicly available)
52.208-8 Requires Sources for Helium and Helium Usage Data (if PO includes major helium requirement)
52.222-20 Contracts for Materials, Supplies, Articles, and Equipment Exceeding $15,000 (applies to POs covered by the statute)
52.223-3 Hazardous Material Identification and Material Safety Data (if PO requires delivery of hazardous material)
52.223-7 Notice of Radioactive Materials (if PO involves radioactive material)
52.223-11 Ozone-Depleting Substances and High Global Warming Potential Hydrofluorocarbons (if work under PO was manufactured with or contains ozone-depleting substances)
52.224-1 Privacy Act Notification (if PO involves system of records on individuals subject to the Privacy Act)
52.224-2 Privacy Act (if PO involves system of records on individuals subject to the Privacy Act)
52.225-1 Buy American – Supplies (if PO includes major helium requirement)
52.225-11* Patent Rights – Ownership by the Contractor
52.227-13* Patent Rights – Ownership by the Government
52.228-3 Worker’s Compensation Insurance (Defense Base Act) (if Defense Base Act applies)
52.228-4 Workers’ Compensation and War-Hazard Insurance Overseas (if Defense Base Act has been waived)

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252.223-7003 Insurance – Work on a Government Installation (if PO involves work on a Government installation and exceeds $150,000)

252.223-7006 Unenforceability of Unauthorized Obligations

252.223-7007 Providing Accelerated Payments to Small Business Subcontractors (this clause does not apply if Buyer does not receive accelerated payments under its prime contract)

252.223-7008 Protection of Government Buildings, Equipment and Vegetation (if work is performed at a Government facility)

252.223-7009 Continuity of Services

252.223-7010 Government Property (if PO involves access to Government property or the PO requires acquisition of property)

II. When the supplies or services furnished under this PO are for use in connection with a U.S. Government Department of Defense prime contract or subcontract, the following DFARS provisions, in addition to the FAR provisions above, shall apply as indicated.

Applicable to All Purchase Orders

252.203-7002 Applicable to All Purchase Orders

252.204-7000 Requirement to Inform Employees of Whistleblower Rights

252.204-7007 Compliance with Safeguarding Covered Defense Information Controls

252.204-7009 Limitations on the Use and Disclosure of Third Party Contractor Reported Cyber Incident Information

252.204-7012 Safeguarding Covered Defense Information and Cyber Incident Report

252.204-7015 Notice of Authorized Disclosure of Information for Litigation Support

252.223-7008 Prohibition of Hexavalent Chromium

252.225-7012 Preference for Certain Domestic Commodities

252.225-7013 Duty Free Entry

252.225-7048 Export Controlled Items

252.227-7019 Validation of Asserted Restrictions – Computer Software

252.227-7037 Validation of Restrictive Markings on Technical Data

252.239-7018 Supply Chain Risk

252.244-7000 Subcontracts for Commercial Items

252.247-7023 Transportation of Supplies by Sea

Applicable to Purchase Orders Over $150,000

252.225-7012 Preference for Certain Domestic Commodities

252.225-7050 Disclosure of Ownership or Control by the Government of a Country that is a State Sponsor of Terrorism (N/A when FAR 52.204-7 is included)

252.225-7078 Restriction on Acquisition of Certain Magnets and Tungsten.

Applicable to Purchase Orders Over $500,000

252.226-7001 Utilization of Indian Organizations, Indian-Owned Economic Enterprises, and Native Hawaiian Small Business Concerns (Buyer shall have no liability for incentive payments unless and until approved and paid by the Government)

Applicable to Purchase Orders Over $700,000

252.219-7003 Small Business Subcontracting Plan (unless seller is a small business)

Applicable to Purchase Orders Over $5,500,000

252.203-7003 Agency Office of the Inspector General

Applicable Only to the Extent Indicated

252.208-7007 Intent to Furnish Precious Metals as Government Furnished Material (if item being purchased under PO contains precious metals)

252.211-7000 Acquisition Streamlining

252.211-7003 Item Unique Identification and Valuation

252.219-7004 Small Business Subcontracting Plan (Test Program)

252.222-7005 Restrictions on Employment of Personnel

252.223-7001 Hazard Warning Labels (if PO requires submission of hazardous material data sheets)

252.223-7002 Safety Precautions for Ammunition and Explosives (if PO involves ammunition, explosives, or propellants)

252.225-7004 Change in Place of Performance – Ammunition and Explosives (applies if DFARS 252.223-7003 applies)

252.225-7006 Prohibition on Storage, Treatment, and Disposal of Toxic or Hazardous Materials (if the Seller will have access to a DoD installation under the PO)

252.225-7007 Safeguarding Sensitive Conventional Arms, Ammunition, and Explosives (if PO involves arms, ammunition, or explosives)

252.225-7008 Buy American and Balance of Payment Programs (applies in lieu of FAR 52.225-1 if work contains other than domestic components)

252.225-7009 Qualifying Country Sources as Subcontractors (in contracts including 252.225-7001, 252.225-7021 or 252.225-7036 basic or alternates)

252.225-7010 Prohibition on Acquisition of United States Munitions List Items from Communist Chinese Military Companies

252.225-7015 Restriction on Acquisition of Certain Articles Containing Specialty Metals (if work contains specialty metals and if PO exceeds $150,000)

252.225-7016 Trade Agreements (applies in lieu of FAR 52.225-5 if work contains other than U.S.-made, qualifying country, or designated country end products and PO is equal to or exceeds $150,000)

252.225-7025 Restriction on Acquisition of Forgings (if PO is for forging items or other items that contain forging items)

252.225-7030 Restriction on Acquisition of Carbon, Alloy, and Armor Steel Plate (if PO involves acquisition of carbon, alloy, or armor steel plate)

252.225-7033 Waiver of United Kingdom Levies (if Seller is a UK firm and PO exceeds $1,000,000)

252.225-7036 Buy American—Free Trade Agreements—Balance of Payments Program.

252.225-7038 Restriction on Acquisition of Air Circuit Breakers (if PO involves delivery of air circuit breakers for naval vessels)

252.225-7040 Contractor Personnel Supporting U.S. Armed Forces Deployed Outside the United States (if seller personnel are supporting U.S Armed Forces deployed outside the U.S.)

252.225-7043 Anti-Terrorism/Force Protection Policy for Defense Contractors Outside the United States (if Seller will be performing or traveling outside the U.S. under the PO)

252.227-7015 Technical Data — Commercial Items

252.235-7002 Animal Welfare (if PO involves research involving human subjects)

252.237-7019 Training for Contractor Personnel Interacting with Detainees (if PO may require interaction with detainees)

252.239-7000 Protection Against Compromising Emanations (if PO involves information technology that requires protection against compromising emanations)

252.239-7016 Telecommunications Security Equipment, Devices, Techniques, and Services (if PO requires securing telecommunications)

252.245-7001 Tagging, Labeling, and Marking of Government-Furnished Property

252.245-7002 Reporting Loss of Government Property

252.245-7003 Contractor Property Management System Administration

252.245-7004 Reporting, Reutilization, and Disposal.
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ATTACHMENT A-2 – FLIR SYSTEMS, INC.
ADDITIONAL FAR AND DFARS FLOWDOWN PROVISIONS APPLICABLE TO TIME & MATERIALS PURCHASE ORDERS FOR NON-COMMERCIAL ITEMS

I. The following FAR clauses, in addition to those identified in Attachment A-1, apply as indicated to supplies and services that do not qualify as “commercial items” pursuant to FAR 2.101.

Applicable to All Purchase Orders
52.203-3 Gratuities
52.203-19 Prohibition on Contracting with Entities that Require Certain Internal Confidentiality Agreements or Statements
52.204-23 Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab and Other Covered Entities
52.204-24 52.204-24 Representation Regarding Certain Telecommunications and Video Surveillance Services or Equipment
52.204-25 Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment.
52.215-20 Requirements for Certified Cost or Pricing Data and Data Other Than Certified Cost or Pricing Data
52.215-21 Requirements for Certified Cost or Pricing Data and Data Other Than Certified Cost or Pricing Data – Modifications
52.216-7 Allowable Cost and Payment
52.225-8 Duty Free Entry
52.227-14 Rights in Data – General with Alternatives II and III
52.227-16 Additional Data Requirements
52.234-1 Industrial Resources Developed Under Title III Defense Production Act
52.242-13 Bankruptcy
52.243-3 Changes – Time and Materials or Labor Hours
52.246-6 Inspection Time and Material and Labor Hour
52.249-6 Termination (Cost Reimbursement) with Alternate V

Applicable to Purchase Orders Over $3,500
52.223-18 Encouraging Contractor Policies to Ban Text Messaging While Driving

Applicable to Purchase Orders Over $150,000
52.203-5 Covenant Against Contingent Fees
52.203-6 Restrictions on Subcontractor Sales to the Government
52.203-7 Anti-Kickback Procedures
52.203-11 Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions
52.203-17 Contractor Employee Whistleblower Rights and Requirement to Inform Employees of Whistleblower Rights
52.215-2 Audit and Records - Negotiation
52.215-14 Integrity of Unit Prices
52.227-2 Notice and Assistance Regarding Patent and Copyright Infringement

Applicable to Purchase Orders Over $2,000,000
52.215-12 Subcontractor Certified Cost or Pricing Data (unless PO is exempt under FAR 15.403)
52.215-13 Subcontractor Certified Cost or Pricing Data – Modifications (unless PO is exempt under FAR 15.403)

Applicable to Purchase Orders Over $5,500,000
52.203-14 Display of Hotline Poster(s)

Applicable Only to the Extent Indicated
52.203-16 Preventing Personal Conflicts of Interest
52.213-4 Terms and Conditions - Simplified Acquisitions (Other Than Commercial Items).
52.215-10 Price Reduction for Defective Cost or Pricing Data (if certified cost or pricing data are required)
52.215-11 Price Reduction for Defective Cost or Pricing Data – Modifications (if certified cost or pricing data are required)
52.215-15 Pension Adjustment and Asset Reversions (if PO meets requirements of FAR 15.408(g))
52.215-16 Facilities Capital Cost of Money
52.215-17 Waiver of Facilities Capital Cost of Money
52.215-18 Reversion or Adjustment of Plans for Post-Retirement Benefits (if PO meets requirements of FAR 15.408(g))
52.215-19 Notification of Ownership Changes (if PO meets requirements of FAR 15.408(k))
52.215-22 Limited on Pass-Through Charges—Identification of Subcontract Effort
52.215-23 Limitation on Pass-Through Charges (if PO exceeds $150,000 and involves DoD prime contract or subcontract)
52.222-4 Contract Work Hours and Safety Standards Act – Overtime Compensation (if PO exceeds $150,000 and involves employment of laborers or mechanics)
52.225-19 Contractor Personnel in a Designated Operational Area or Supporting a Diplomatic or Consular Mission Outside the United States (if PO meets criteria in FAR 52.225-19(q))
52.227-1* Authorization and Consent
52.227-3* Patent Indemnity
52.227-9 Refund of Royalties (if royalty exceeds $250)
52.227-10 Filing of Patent Applications – Classified Subject Matter (if work or patent application may cover classified matters)
52.227-17* Rights in Data – Special Works
52.227-18* Rights in Data – Existing Works
52.230-2 Cost Accounting Standards (applies to the extent specified in the clause)
52.230-3 Disclosure and Consistency of Cost Accounting Practices (applies to the extent specified in the clause.)
52.230-4 Disclosure and Consistency of Cost Accounting Practices for Contracts Awarded to Foreign Concerns (applies to the extent specified in the clause.)
52.230-5 Cost Accounting Standards – Educational Institutions
52.230-6 Administration of Cost Accounting Standards (if FAR 52.230-2, -3, -4, or -5 applies)
52.243-6* Change Order Accounting
52.247-63 Preference for U.S. Flag Air Carries
52.248-1* Value Engineering (applies if the PO exceeds $150,000)

II. When the supplies or services furnished under this PO are for use in connection with a U.S. Government Department of Defense prime contract or subcontract, the following DFAR provisions, in addition to the FAR and DFARS provisions identified above and in Attachment A-1, shall apply to supplies and services that do not qualify as “commercial items” pursuant to FAR 2.101.

Applicable to All Purchase Orders
252.204-7000 Disclosure of Information
252.227-7013 Rights in Technical Data – Noncommercial Items (applies in lieu of FAR 52.227-14)
252.227-7014 Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation (applies in lieu of FAR 52.227-14)
252.227-7016 Rights in Bid or Proposal Information
252.227-7025 Limitation on the Use or Disclosure of Government-Furnished Information Marked with Restrictive Legends
252.227-7026 Deferred Delivery of Technical Data or Computer Software
252.227-7027 Deferred Ordering of Technical Data or Computer Software
252.227-7028 Technical Data or Computer Software Previously Delivered to the Government
252.227-7030 Technical Data – Withholding of Payment
252.231-7000 Supplemental Cost Principles
252.243-7001 Pricing of Contract Modifications

Applicable to Purchase Orders Over $150,000
252.203-7001 Prohibition on Persons Convicted of Fraud or Other Defense-Contract Related Felonies
252.225-7978 Restriction on Acquisition of Certain Magnets and Tungsten.

Applicable to Purchase Orders Over $1,000,000
252.222-7006 Restriction on the Use of Mandatory Arbitration Agreements

Applicable to Purchase Orders Over $1,500,000

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252.211-7000  Acquisition Streamlining

Applicable to Purchase Orders Over $5,500,000

252.203-7004  Display of Fraud Hotline Poster(s) (applies in lieu of FAR 52.203-14)

Applicable Only to the Extent Indicated

252.204-7010  Requirement for Contractor to Notify DoD if the Contractor’s Activities Are Subject to Reporting Under the U.S. International Atomic Energy Agency Additional Protocol (if PO is subject to the provisions of the U.S. International Atomic Energy Agency Additional Protocol)

252.219-7004  Small Business Subcontracting Plan (Test Program)

252.225-7004  Report of Intended Performance Outside the United States and Canada – Submission After Award (if Seller intends to perform, outside the U.S. and Canada, any work that exceeds $700,000)

252.225-7016  Restriction on Acquisition of Ball and Roller Bearings (if work supplied under PO contains ball or roller bearings)

252.225-7028  Exclusionary Policies and Practices of Foreign Governments (if PO involves purchase of supplies for international military training or Foreign Military Sales)

252.227-7020* Rights in Special Works

252.227-7021* Rights in Data – Existing Works

252.227-7038* Patent Rights – Ownership by the Contractor (Large Business)

252.227-7039* Patents – Reporting of Subject Inventions

252.228-7005  Accident Reporting and Investigation Involving Aircraft, Missiles, and Space Launch Vehicles

252.234-7002  Earned Value Management System (if PO requires use of Earned Value Management System)

252.239-7018  Supply Chain Risk

252.245-7001  Tagging, Labeling, and Marking of Government-Furnished Property

252.245-7002  Reporting Loss of Government Property

252.245-7003  Contractor Property Management System Administration

252.245-7004  Reporting, Reutilization, and Disposal.

252.247-7003  Pass-Through of Motor Carrier Fuel Surcharge Adjustment to the Cost Bearer (if Seller is a motor carrier, broker, or freight forwarder)

252.249-7002  Notification of Anticipated Contract Termination or Reduction