ATTACHMENT A-1 Teledyne FLIR, LLC
FAR AND DFARS FLOWDOWN PROVISIONS APPLICABLE TO
FIXED PRICE PURCHASE ORDERS FOR COMMERCIAL AND NON-COMMERCIAL ITEMS

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,” “Contracting 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
52.202-19 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.
52.211-5 Material Requirements
52.212-5 Contract Terms and Conditions Required to Implement Statutes or Executive Orders—Commercial Items
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
52.219-8 Utilization of Small Business Concerns
52.222-21 Prohibition of Segregated Facilities
52.222-22 Previous Contracts and Compliance Reports
52.222-25 Affirmative Action Compliance
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 13658
52.225-13 Restrictions on Certain Foreign Purchases
52.227-19 Commercial Computer Software – Restricted Rights
52.233-3 Protest After Award
52.242-15 Stop Work Order
52.243-1 Changes – Fixed Price (with Alternate II)
52.244-6 Subcontracts for Commercial Items
52.247-64 Preference for Privately Owned U.S. Flag Commercial Vessels
52.249-2 Termination for Convenience of the Government (Fixed Price) (Buyer may terminate all or any portion of the PO.)
52.249-8 Default (Fixed-Price Supply and Service)

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

Applicable to Purchase Orders Over $150,000
52.223-53 Exemption from Application of the Services Contract Act to Contractors (Self-deleting if Seller is providing solely products)

Applicable to Purchase Orders Over $700,000
52.219-9 Small Business Subcontracting Plan
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
52.223-13 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)
52.223-3 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)

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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 the PO involves the acquisition of supplies)
52.225-5 Trade Agreements
52.227-11* 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 Worker’s Compensation and War-Hazard Insurance Overseas (if Defense Base Act has been waived)
52.228-5 Insurance – Work on a Government Installation (if PO involves work on a Government installation and exceeds $150,000)
52.232-39 Unenforceability of Unauthorized Obligations
52.232-40 Providing Accelerated Payments to Small Business Subcontractors (this clause does not apply if Buyer does not receive accelerated payments under its prime contract)
52.237-2 Protection of Government Buildings, Equipment and Vegetation
52.237-3* Continuity of Services
52.245-1 Government Property (if Government Property is furnished 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 Requirement to Inform Employees of Whistleblower Rights
252.203-7003 Agency Office of the Inspector General
252.204-7008 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 (applies if supplies will enter customs territory of the US)
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
252.247-7003 Pass-Through of Motor Carrier Fuel Surcharge Adjustment to the Cost Bearer
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)
252.225-7978 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)
<table>
<thead>
<tr>
<th>Order Code</th>
<th>Description</th>
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<tbody>
<tr>
<td>252.239-7000</td>
<td>Protection Against Compromising Emanations (if PO involves information technology that requires protection against compromising emanations)</td>
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<td>252.239-7016</td>
<td>Telecommunications Security Equipment, Devices, Techniques, and Services (if PO requires securing telecommunications)</td>
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<td>252.245-7001</td>
<td>Tagging, Labeling, and Marking of Government-Furnished Property</td>
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<td>252.245-7002</td>
<td>Reporting Loss of Government Property</td>
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<td>252.245-7003</td>
<td>Contractor Property Management System Administration</td>
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<td>252.245-7004</td>
<td>Reporting, Reutilization, and Disposal.</td>
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<td>252.246-7003</td>
<td>Notification of Potential Safety Issues (if required by DFARS 252.246-7003(f))</td>
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<td>252.246-7007</td>
<td>Contractor Counterfeit Electronic Part Detection and Avoidance Systems (if PO is for electronic parts or assemblies containing electronic parts)</td>
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<td>252.246-7008</td>
<td>Sources of Electronic Parts</td>
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<tr>
<td>252.249-7002</td>
<td>Notification of Anticipated Contract Termination or Reduction</td>
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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
52.203-5  Covenant Against Contingent Fees
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.
52.205-8  Duty Free Entry
52.227-14  Rights in Data – General with Alternates II and III
52.227-16  Additional Data Requirements
52.234-1  Industrial Resources Developed Under Title III, Defense Production Act
52.246-2  Inspection of Supplies – Fixed Price
52.246-4  Inspection of Services – Fixed Price
52.242-13  Bankruptcy
Applicable to Purchase Orders Over $150,000
52.203-7  Anti-Kickback Procedures
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 $250,000
52.223-99  Ensuring Adequate COVID-19 Safety Protocols for Federal Contractors (Self-deleting if Seller is providing solely products)
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 Adjustments 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(j))
52.215-19  Notification of Ownership Changes (if PO meets requirements of FAR 15.408(k))
52.215-23  Limitation on Pass-Through Charges (if PO exceeds $150,000 and supports DoD prime contract or subcontract)
52.222-4  Contract Work Hours and Safety Standards – Overtime Compensation (if PO exceeds $150,000 and may require or involve employment of laborers or mechanics)
52.225-13  Contractor Personnel in a Designated Operational Area or Supporting a Diplomatic or Consular Mission Outside the United States (if PO meets criteria in FAR 52.225-13(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 – Foreign Concerns (applies to the extent specified in the clause.)
52.230-5  Cost Accounting Standards – Educational Institution
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 Carriers
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)
252.227-7025  Limitations 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
252.231-7000  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  Restrictions on the Use of Mandatory Arbitration Agreements
Applicable to Purchase Orders Over $1,500,000
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

252.249-7002 Notification of Anticipated Contract Termination or Reduction