



## **FAR and DFARS Flowdown Clauses CWGS Contract - W911QY24D0005**

The referenced clauses are set forth or referred to in the Federal Acquisition Regulation (FAR) and Defense Federal Acquisition Regulation Supplement (DFARS) and are incorporated by reference and shall predominate in the event of conflict with any other provision of the purchase order or agreement in which they are referenced (the "Purchase Order") unless specifically noted. In order to make these clauses applicable to this Purchase Order unless otherwise specified herein, "Government" shall mean Atlantic Diving Supply, Inc. ("ADS"), "Contractor" shall mean the entity from which ADS is purchasing products and/or services (the "Seller"), "Contract" shall mean the Purchase Order, and "Contracting Officer" shall mean the ADS Purchasing Representative. The terms "Government" and "Contracting Officer" do not change (1) in the phrases "Government Property", "Government-Owned Property", "Government Equipment", "Government-Furnished Property", and "Government-Owned Equipment"; (2) when a right, act, authorization, or obligation can be granted or performed only by the Government or the prime contract Contracting Officer or the contracting officer's duly authorized representative; (3) when access to proprietary financial information or other proprietary data is required; (4) when title to property is to be transferred directly to the Government; (5) in patent rights clauses, if any; (6) where specifically modified as noted below; and (7) in DFARS Clauses 252.204-7000(c). The full text of FAR clauses can be found at <http://acquisition.gov/comp/far/index.html>. The full text of DFARS clauses can be found at <http://www.acq.osd.mil/dpap/dars/dfarspgi/current/index.html>. "Commercial product", "commercial service", and "commercially available off-the-shelf (COTS) item" all are defined at FAR 2.101. "Purchase Order Price" price means the total price for all line items on the Purchase Order. "Commercial Item Order" means a Purchase Order under which all Products are commercial products and all Services are commercial services.

\*\*\*Some of the clauses listed below include information about the circumstances under which they are applicable. If the conditions for applicability provided in parentheses after any such clauses are not met (considering the nature and amount of the Purchase Order and the status of Seller), that clause does not apply to and is not included in that Purchase Order.\*\*\*

### **FAR Clauses**

52.203-6	Restrictions on Subcontractor Sales to the Government (JUN 2020) (applies if the Purchase Order price exceeds \$250,000)
52.203-7	Anti-Kickback Procedures (JUN 2020) (applies if the Purchase Order is not a Commercial Items Order and the Purchase Order Price exceeds \$150,000)
52.203-12	Limitation on Payments To Influence Certain Federal Transactions (JUN 2020)
52.203-13	Contractor Code of Business Ethics and Conduct (NOV 2021) (applies if the Purchase Order price exceeds \$6,000,000 and the Ship By Date is more than 120 days after the date of the Purchase Order)
52.203-19	Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements (JAN 2017)
52.204-10	Reporting Executive Compensation and First-Tier Subcontract Awards (JUN 2020) (applies only to the extent that ADS is required to provide information on Seller's executive compensation under 52.204-10(d)(3), and requires only that Seller provide such information to ADS promptly on request)



- 52.204-21 Basic Safeguarding of Covered Contractor Information Systems (NOV 2021) (applies if Seller has or will have Federal contract information in or transiting through its information system(s))
- 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) (excluding paragraph 52.204-25(b)(2))
- 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) (applies if Purchase Order Price exceeds \$35,000 and the Purchase Order includes any items that are not commercially-available off-the-shelf (COTS) items)
- 52.214-28 Subcontractor Certified Cost or Pricing Data—Modifications—Sealed Bidding (JUN 2020) (applies if the Purchase Order Price exceeds \$2 million)
- 52.215-13 Subcontractor Certified Cost or Pricing Data—Modifications (JUN 2020) (applies if the Purchase Order Price exceeds \$2 million)
- 52.215-14 Integrity of Unit Prices (NOV 2021) (applies if the Purchase Order includes Products, has a Purchase Order Price of \$250,000 or more, and is not a Commercial Item Order)
- 52.215-21 Requirements for Certified Cost or Pricing Data and Data Other Than Certified Cost or Pricing Data – Modifications (NOV 2021) (applies if the Purchase Order Price exceeds \$1.5 million)
- 52.219-8 Utilization of Small Business Concerns (SEP 2023)
- 52.219-9 Alt I Small Business Subcontracting Plan (SEP 2023) Alternate I (NOV 2016)
- 52.222-21 Prohibition of Segregated Facilities (APR 2015)
- 52.222-35 Equal Opportunity for Veterans (JUN 2020)
- 52.222-36 Equal Opportunity for Workers with Disabilities (JUN 2020) (Applies if this Purchase Order Price exceeds \$15,000)
- 52.222-37 Employment Reports on Veterans (JUN 2020)
- 52.222-40 Notification of Employee Rights Under the National Labor Relations Act (DEC 2010)
- 52.222-50 Combating Trafficking in Persons (NOV 2021)
- 52.222-54 Employment Eligibility Verification (MAY 2022) (applies if the Purchase Order includes Services)
- 52.223-18 Encouraging Contractor Policies to Ban Text Messaging While Driving (JUN 2020)
- 52.225-13 Restrictions on Certain Foreign Purchases (FEB 2021)
- 52.227-1 Authorization and Consent (JUN 2020)
- 52.227-2 Notice and Assistance Regarding Patent and Copyright Infringement (JUN 2020)
- 52.232-40 Providing Accelerated Payments to Small Business Subcontractors (MAR 2023)
- 52.242-13 Bankruptcy (JUL 1995)
- 52.242-15 Stop-Work Order (AUG 1989)
- 52.246-19 Warranty of Systems and Equipment under Performance Specifications or Design Criteria (MAY 2001) (the period in paragraph (b)(1) is 190 days; the periods in paragraph (b)(3) are 190 days and 21 days, respectively; the period in paragraph (b)(6) is 21 days; the period in paragraph (c)(2) is 45 days; and the location in paragraph (c)(2) is Seller's location)
- 52.247-64 Preference for Privately-Owned U.S. Flag Commercial Vessels (NOV 2021)



## DFARS Clauses

- 252.203-7001 Prohibition on Persons Convicted of Fraud or Other Defense Contract-Related Felonies (JAN 2023) (applies if the Purchase Order is not a Commercial Item Order)
- 252.203-7002 Requirements to Inform Employees of Whistleblower Rights (DEC 2022)
- 252.203-7003 Agency Office of the Inspector General (AUG 2019)
- 252.203-7004 Display of Hotline Posters (JAN 2023) (applies if the Purchase Order is not a Commercial Item Order)
- 252.204-7000 Disclosure of Information (OCT 2016)
- 252.204-7012 Safeguarding Covered Defense Information and Cyber Incident Reporting (JAN 2023) (applies if information provided by ADS to Seller is identified as covered defense information)
- 252.204-7020 NIST SP 800-171 DOD Assessment Requirements (NOV 2023) (applies if information provided by ADS to Seller is identified as covered defense information; by accepting a Purchase Order that requires access to covered defense information, Seller represents and warrants that it has completed, within the last 3 years, at least a Basic NIST SP 800-171 DoD Assessment, as described in <https://www.acq.osd.mil/asda/dpc/cp/cyber/docs/safeguarding/NIST-SP-800-171-Assessment-Methodology-Version-1.2.1-6.24.2020.pdf>, for all covered contractor information systems relevant to its offer that are not part of an information technology service or system operated on behalf of the Government)
- 252.223-7008 Prohibition of Hexavalent Chromium (JAN 2023)
- 252.225-7001 Buy American and Balance of Payments Program—Basic (JAN 2023)
- 252.225-7003 Item Unique Identification and Valuation (JAN 2023)
- 252.225-7013 Duty-Free Entry—Basic (DEC 2022)
- 252.225-7048 Export Controlled Items (JUN 2013)
- 252.226-7001 Utilization of Indian Organizations, Indian Owned Economic Enterprises, and Native Hawaiian Small Business Concerns. (JAN 2023) (applies if the Purchase Order Price exceeds \$500,000)
- 252.247-7023 Transportation of Supplies by Sea (JAN 2023)