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AUDIT RIGHTS AND EXAMINATION OF PROPOSED COSTS

For the purpose of evaluating Seller's incurred costs including Seller's invoices for cost reimbursement, progress payments, Seller's claim(s) whether arising out of a termination or partial termination of this contract or out of some other dispute, and Seller's proposals for incentive price revisions or elements of Seller's change proposals which involve unique claims (e.g., obsolescence costs) which must be verified by audit, Seller agrees that Buyer or any of its duly authorized representatives shall have access to and the right to audit any pertinent books, documents, papers, and records which support direct and indirect costs.

For the purpose of evaluating Seller's proposed costs including but not limited to change proposals, and proposals for follow-on procurement, Seller agrees that Buyer or any of its duly authorized representatives shall have access to and the right to audit all directly pertinent data supporting direct and indirect costs.