

Boeing Defense & Space Group

Date: January 21, 1997

EXHIBIT A

GOVERNMENT PROVISIONS

APPLICABLE TO

PRIME CONTRACT 960581

The clauses contained in the following Government regulations are incorporated by reference. Where necessary or appropriate to derive proper meaning in a subcontract situation, "Contractor" shall mean Seller. Government Clauses listed below or cited elsewhere in the contract shall be those in effect in May 1995.

FAR/DFARS Reference Title

52.208-1 Required Source for Jewel Bearings and Related Items (Applies only if items to be delivered contain such items.)

52.211-5 New Material ("Contracting Officer" means Buyer.)

52.211-15 Defense Priority and Allocation Requirements

52.215-26 Integrity of Unit Prices (Excluding paragraph(c))

52.215-27 Termination of Defined Benefit Pension Plans ("Contracting Officer" means Buyer and Seller's cognizant ACO.)
(Applicable only if contract is other than firm-fixed-price or if certified cost or pricing data was provided.)

52.219-8 Utilization of Small, Small Disadvantaged and Women-Owned Small Business Concerns

52.222-1 Notice of Labor Disputes ("Contracting Officer" means Buyer.)

52.223-3 Hazardous Material Identification and Material Safety Data (Applies only if hazardous material will be delivered)

52.225-11 Restrictions on Certain Foreign Purchases ("Contracting Officer" means Buyer.)

52.227-1 Authorization and Consent

52.242-15 Stop Work Order

52.246-23 Limitation of Liability

52.247-63 Preference for U.S.-Flag Air Carriers

18-52.219-74 Use of Rural Area Small Businesses

18-52.227-70 New Technology (Applies only if the contract involves experimental, developmental or research work.)

18-52.228-72 Cross-Waiver of Liability for Space Shuttle Services

18-52.228-76 Cross-Waiver of Liability for Space Station Activities

18-52.228-78 Cross-Waiver of Liability for NASA Expendable Launch Vehicle Launches

The following clause also applies if the contract price exceeds \$2,500:

52.222-36 Affirmative Action for Handicapped Workers

The following clauses also apply if the contract price exceeds \$10,000:

52.222-20 Walsh-Healy Public Contracts Act

52.222-35 Affirmative Action for Special Disabled and Viet Nam Era Veterans

52.222-37 Employment Report on Special Disabled Veterans and Veterans of the Viet Nam Era.

The following clauses also apply if the contract price exceeds \$100,000:

52.203-6 Restrictions on Subcontractor Sales to the Government

52.203-11 Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (Seller's signed proposal provided the required certification.)

52.203-12 Limitation on Payments to Influence Certain Federal Transactions. (The disclosures of Seller and its lower tier subcontractors required by paragraph (c) shall be submitted to Buyer's Material Representative.)

52.215-1 Examination of Records by Comptroller General

52.215-2 Audit-Negotiation

52.222-4 Contract Work Hours and Safety Standards Act - Overtime Compensation

52.223-2 Clean Air and Water (Also applicable if Seller's facility has been the subject of a conviction under the Clean Air Act or Federal Water Pollution Control Act.)

52.227-2 Notice and Assistance Regarding Patent and Copyright Infringement. ("Contracting Officer" means Buyer.)

52.247-64 Preference for Privately-Owned U.S. Flag Commercial Vessels

18-52.244-70 Geographic Participation in the Aerospace Program

The following clauses also apply if the contract price exceeds \$500,000:

52.215-39 Reversion or Adjustment of Plans for Post-Retirement Benefits other than Pensions. (Applicable only if certified cost or pricing data is provided.)

52.219-9 Small, Small Disadvantaged and Women-Owned Small Business Subcontracting Plan. (Applies only if Seller is not a small business. "Contracting Officer" in paragraphs (b) and (c) means Buyer.)

The following clauses also apply if Technical Data or Computer Software will be Generated or Delivered:

52.227-14 Rights in Data - General

52.227-16 Additional Data Requirements

18-52.227-14 Rights in Data -- General

A = ADDED

D = DELETED

R = REVISED