

Boeing Information, Space & Defense Systems**Date: May 1998****EXHIBIT A****GOVERNMENT PROVISIONS
APPLICABLE TO
PRIME CONTRACT F33657-97-C-0024 (CL1N22)**

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 October 1997.

**FAR/DFARS
Reference****Title**

52.211-5	Material Requirements ("Contracting Officer" means Buyer.)
52.211-15	Defense Priority and Allocation Requirements
52.215-15	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.)
52.215-18	Reversion or Adjustment of Plans for Post-Retirement Benefits (PRB) Other than Pensions (Applicable only if the contract is other than firm-fixed price or if certified cost or pricing data was provided.)
52.215-19	Notification of Ownership Changes
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.)
52.225-11	Restrictions on Certain Foreign Purchases ("Contracting Officer" means Buyer.)
52.227-1, Alt. I	Authorization and Consent
52.227-11	Patent Rights - Retention by Contractor (Short Form). (Applies only if Special Provision F.1 is included and Seller is a small business or non-profit organization.)
52.227-12	Patent Rights - Retention by Contractor (Long Form) (Applies only if Special Provision F.1 is included and Seller is <u>not</u> a small business or non-profit organization.)
52.234-1	Industrial Resources Developed Under Defense Production Act Title III

52.237-2	Protection of Government Buildings, Equipment and Vegetation. (Applies only if work will be performed on a government installation. "Contracting Officer" means Buyer.)
52.242-15	Stop Work Order ("Contracting Officer" means Buyer)
52.244-5	Competition in Subcontracting
52.244-6	Subcontracts for Commercial Items and Commercial Components
252.215-7000	Pricing Adjustments
252.225-7002	Qualifying Country Sources
252.225-7009	Duty-Free Entry-Qualifying Country End Products
252.225-7012	Preference for Certain Domestic Commodities
252.225-7014	Preference for Domestic Specialty Metals, Alt. I
252.225-7016	Restriction on Acquisition of Ball and Roller Bearings
252.225-7022	Restriction on Acquisition of Polyacrylonitrile (PAN) Based Carbon Fiber
252.227-7025	Limitations on the Use or Disclosure of Government-Furnished Information Marked with Restrictive Legends
252.231-7000	Supplemental Cost Principles
252.235-7003	Frequency Authorization (Applies only if contract involves developing, producing, testing or operating a device requiring radio frequency authorization.)
252.244-7000	Subcontracts for Commercial Items and Commercial Components (DoD Contracts)

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.)
- 52.215-2 Audit and Records-Negotiation (Applies only if contract is other than Firm-Fixed-Price, if cost or pricing data was required or if cost, funding or performance reports will be furnished.)
- 52.215-14 Integrity of Unit Prices (Excluding paragraph (b)). (Not applicable if only services will be provided.)

- 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.)
- 252.203-7001 Special Prohibition on Employment
- 252.209-7000 Acquisition from Subcontractors Subject to On-Site Inspection Under the Intermediate - Range Nuclear Forces (INT) Treaty
- 252.225-7026 Reporting of Contract Performance Outside the United States (not applicable if only commercial products are involved.)
- 252.247-7023 Transportation of Supplies by Sea
- 252.249-7002 Notification of Proposed Program Termination or Reduction

The following clause also applies if the contract price exceeds \$500,000:

- 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:

- 252.227-7013 Rights in Technical Data--Noncommercial Items
- 252.227-7014 Rights in Noncommercial Software and Noncommercial Software Documentation
- 252.227-7019 Validation of Asserted Restrictions - Computer Software
- 252.227-7030 Technical Data - Withholding of Payment ("Contracting Officer" and "Government" means Buyer.)

USE: WITH NEW PRIME CONTRACTS

252.227-7036 Declaration of Technical Data Conformity **[1/97]**

252.227-7037 Validation of Restrictive Markings on Technical Data

A = ADDED

D = DELETED

R = REVISED