

**Flowdown of U.S. Government Contract Clauses  
For Commercial Product or Service Firm Fixed Price (FFP) Purchase Orders**

**ATTACHMENT 1: PRIME CONTRACT FLOWDOWN PROVISIONS**

**1. PURPOSE.** This Attachment is incorporated into and made a part of the AM General Solicitation and subsequent Purchase Order ("Agreement"). The following Federal Acquisition Regulation (FAR) and Department of Defense FAR Supplement (DFARS) clauses are incorporated herein by reference. The date of the FAR/DFARS clause in effect as of the date of the Prime Contract execution shall apply unless otherwise specified.

**2. INCORPORATION.** Seller agrees to comply with these terms as they relate to its scope of work and to flow these terms down to its lower-tier subcontractors where required by the Prime Contract. Seller shall insert the following provisions in selected lower tier subcontracts, either verbatim or in substance, and by incorporation-by-reference or otherwise as appropriate.

**3. SELF-DELETING INAPPLICABLE PROVISIONS.** The provisions set forth in this Attachment are included based on their potential applicability to the scope of work. However, if a provision by its own terms or by law does not apply to the specific goods, services, or dollar value of this Purchase Order, such provision shall be considered self-deleting and shall have no force or effect. The inclusion of a provision in this Attachment is not an admission by Buyer that the provision applies to Seller's performance unless the criteria for applicability are met.

**4. SUBSTITUTION OF TERMS.** Whenever necessary to make the context of the Clauses applicable to the Order, the term "Contractor" shall mean Supplier, the term "Contract" shall mean the Order, and the term "Government", "Contracting Officer" and equivalent phrases shall mean Buyer, except the terms "Government" and "Contracting Officer" do not change: (a) in the phrases, "Government Property", "Government-Furnished Property", and "Government-Owned Property", (b) in the patent Clauses incorporated herein, (c) when a right, act, authorization, or obligation can be granted or performed only by the Government or the Contracting Officer or a duly authorized representative, (d) when title to property is to be transferred directly to the Government, (e) when access to Proprietary Information is required, except as specifically otherwise provided herein, and (f) where specifically modified herein

**5. PRECEDENCE.** In the event of an inconsistency between the terms of this Attachment and the main body of the Agreement, the terms of this Attachment shall govern.

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**FAR Clauses: FAR Clauses Applicable to this Order (Exceptions as noted).**

| CLAUSE NO. | TITLE                                                                                                                                                                                                                                                                                                                                               |
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| 52.202-1   | Definitions.                                                                                                                                                                                                                                                                                                                                        |
| 52.203-3   | Gratuities. (If Order Exceeds the Simplified Acquisition Threshold ( <i>see</i> (FAR 2.101))                                                                                                                                                                                                                                                        |
| 52.203-6   | Restrictions on Subcontractor Sales to the Government (If Order Exceeds the Simplified Acquisition Threshold)                                                                                                                                                                                                                                       |
| 52.203-11  | Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions                                                                                                                                                                                                                                                           |
| 52.203-12  | Limitation on Payments to Influence Certain Federal Transactions (if Order Exceeds \$200,000)                                                                                                                                                                                                                                                       |
| 52.203-13  | Contractor Code of Business Ethics and Conduct (Not applicable if the performance period is less than 120 days). All disclosures of violation of the civil False Claims Act or of the Federal criminal law shall be directed to the agency Office of the Inspector General, with a copy to the Contracting Officer.) (If Order Exceeds \$7,500,000) |

| CLAUSE NO. | TITLE                                                                                                                                                                                                                                                                   |
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| 52.203-15  | Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009                                                                                                                                                                                      |
| 52.203-16  | Preventing Personal Conflicts of Interest (If Order Exceeds the Simplified Acquisition Threshold)                                                                                                                                                                       |
| 52.203-17  | Contractor Employee Whistleblower Rights                                                                                                                                                                                                                                |
| 52.203-19  | Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements                                                                                                                                                                                      |
| 52.204-2   | Security Requirements (Applies if the Work requires access to classified information)                                                                                                                                                                                   |
| 52.204-9   | Personal Identity Verification of Contractor Personnel                                                                                                                                                                                                                  |
| 52.204-10  | Reporting Executive Compensation and First-Tier Subcontract Awards (If Order Exceeds \$40,000)                                                                                                                                                                          |
| 52.204-19  | Incorporation by Reference of Representations and Certifications                                                                                                                                                                                                        |
| 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 Covered Entities                                                                                                                                                 |
| 52.204-25  | Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment                                                                                                                                                                  |
| 52.204-27  | Prohibition on a ByteDance Covered Application                                                                                                                                                                                                                          |
| 52.204-28  | Federal Acquisition Supply Chain Security Act Orders-Federal Supply Schedules, Governmentwide Acquisition Contracts, and Multi-Agency Contracts                                                                                                                         |
| 52.204-30  | Federal Acquisition Supply Chain Security Act Orders-Prohibition                                                                                                                                                                                                        |
| 52.209-6   | Protecting the Government's Interest When Subcontracting With Contractors Debarred, Suspended, Proposed for Debarment, or Voluntarily Excluded (If Order Exceeds \$45,000)                                                                                              |
| 52.209-10  | Prohibition on Contracting with Inverted Domestic Corporations                                                                                                                                                                                                          |
| 52.211-15  | Defense Priority and Allocation Requirements                                                                                                                                                                                                                            |
| 52.215-17  | Waiver of Facilities Capital Cost of Money (If Order Exceeds the cost or pricing data threshold) (Applies only if this Contract is subject to the Cost Principles at FAR Subpart 31.2 and Subcontractor did not propose facilities capital cost of money in its offer.) |
| 52.219-8   | Utilization of Small Business Concerns (If Order Exceeds the Simplified Acquisition Threshold)                                                                                                                                                                          |
| 52.219-9   | Small Business Subcontracting Plan (Applicable to Orders with further subcontracting opportunities, excluding Suppliers that are small business concerns.) (If Order Exceeds the prime contractor subcontracting plan requirement ( <i>see</i> (FAR 19.702)))           |
| 52.222-1   | Notice to the Government of Labor Disputes                                                                                                                                                                                                                              |
| 52.222-3   | Convict Labor                                                                                                                                                                                                                                                           |
| 52.222-19  | Child Labor-Cooperation with Authorities and Remedies. Basic (Unknown)                                                                                                                                                                                                  |
| 52.222-35  | Equal Opportunity for Veterans (if Order Exceeds \$200,000)                                                                                                                                                                                                             |
| 52.222-36  | Equal Opportunity for Workers with Disabilities (If Order Exceeds \$20,000)                                                                                                                                                                                             |
| 52.222-37  | Employment Reports on Veterans (If Order Exceeds \$200,000)                                                                                                                                                                                                             |
| 52.222-40  | Notification of Employee Rights Under the National Labor Relations Act (If Order Exceeds \$10,000)                                                                                                                                                                      |
| 52.222-41  | Service Contract Labor Standards (If Order Exceeds \$2,500)                                                                                                                                                                                                             |
| 52.222-50  | Combating Trafficking in Persons                                                                                                                                                                                                                                        |
| 52.222-51  | Exemption from Application of the Service Contract Labor Standards to Contracts for Maintenance, Calibration, or Repair of Certain Equipment-Requirements (If Order Exceeds \$2,500)                                                                                    |
| 52.222-53  | Exemption from Application of the Service Contract Labor Standards to Contracts for Certain Services-Requirements (If Order Exceeds \$2,500)                                                                                                                            |
| 52.222-54  | Employment Eligibility Verification (Does not apply to commercial off the shelf-items)                                                                                                                                                                                  |

| CLAUSE NO. | TITLE                                                                                                                                                                                                                                                                    |
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| 52.222-55  | Minimum Wages for Contractor Workers Under Executive Order 14026                                                                                                                                                                                                         |
| 52.222-62  | Paid Sick Leave Under Executive Order 13706                                                                                                                                                                                                                              |
| 52.222-90  | Addressing DEI Discrimination by Federal Contractors                                                                                                                                                                                                                     |
| 52.223-3   | Hazardous Material Identification and Material Safety Data                                                                                                                                                                                                               |
| 52.223-7   | Notice of Radioactive Materials (In paragraph (a), insert "thirty (30)" in the blank.)                                                                                                                                                                                   |
| 52.223-11  | Ozone-Depleting Substances and High Global Warming Potential Hydrofluorocarbons                                                                                                                                                                                          |
| 52.223-23  | Sustainable Products and Services                                                                                                                                                                                                                                        |
| 52.224-3   | Privacy Training                                                                                                                                                                                                                                                         |
| 52.225-1   | Buy American-Supplies                                                                                                                                                                                                                                                    |
| 52.225-5   | Trade Agreements                                                                                                                                                                                                                                                         |
| 52.225-8   | Duty-Free Entry (If included in the Buyer's contract)                                                                                                                                                                                                                    |
| 52.225-13  | Restrictions on Certain Foreign Purchases                                                                                                                                                                                                                                |
| 52.225-19  | Contractor Personnel in a Designated Operational Area or Supporting a Diplomatic or Consular Mission Outside the United States                                                                                                                                           |
| 52.227-3   | Patent Indemnity                                                                                                                                                                                                                                                         |
| 52.232-40  | Providing Accelerated Payments to Small Business Subcontractors (Applies if SELLER is a small business concern. This clause does not apply if AM General does not receive accelerated payments under the prime contract. Not all agencies provide accelerated payments.) |
| 52.233-3   | Protest after Award (If Order Exceeds the Simplified Acquisition Threshold)                                                                                                                                                                                              |
| 52.242-5   | Payments to Small Business Subcontractors                                                                                                                                                                                                                                |
| 52.243-6   | Change Order Accounting                                                                                                                                                                                                                                                  |
| 52.244-6   | Subcontracts for Commercial Products and Commercial Services (Does not apply if the Prime Contract is solely for commercial products or commercial services)                                                                                                             |
| 52.247-64  | Preference for Privately Owned U.S.-Flag Commercial Vessels (Applies only if ocean transport maybe involved.)                                                                                                                                                            |
| 52.248-1   | Value Engineering                                                                                                                                                                                                                                                        |
| 52.249-2   | Termination for Convenience of the Government (Fixed-Price) (Paragraph (d) is deleted and Paragraph (e) is modified by changing "1 year" to "2 months" in all places.)                                                                                                   |
| 52.249-8   | Default (Fixed-Price Supply and Service)                                                                                                                                                                                                                                 |
| 52.249-14  | Excusable Delays                                                                                                                                                                                                                                                         |

**DFARS Clauses: DFARS Clauses Applicable to this Order (Exceptions as noted).**

| CLAUSE NO.   | TITLE                                                                                                                                            |
|--------------|--------------------------------------------------------------------------------------------------------------------------------------------------|
| 252.203-7000 | Requirements Relating to Compensation of Former DoD Officials                                                                                    |
| 252.203-7001 | Prohibition on Persons Convicted of Fraud or Other Defense-Contract-Related Felonies (If the Order Exceeds the Simplified Acquisition Threshold) |
| 252.203-7002 | Requirement to Inform Employees of Whistleblower Rights                                                                                          |
| 252.203-7004 | Display of Hotline Posters (Replaces FAR 52.203-14) (If the Order Exceeds \$7,500,000)                                                           |
| 252.204-7000 | Disclosure of Information ((In paragraph (b), change "45" days to "60" days.))                                                                   |
| 252.204-7004 | Antiterrorism Awareness Training for Contractors                                                                                                 |
| 252.204-7009 | Limitations on the Use or Disclosure of Third-Party Contractor Reported Cyber Incident Information                                               |

| CLAUSE NO.   | TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|--------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 252.204-7012 | Safeguarding Covered Defense Information and Cyber Incident Reporting <i>(Include this clause in all contractual instruments for operationally critical support, or for which performance will involve a covered contractor information system, including agreements for commercial products and commercial services, without alteration, except to identify the parties.)</i> The Seller shall rapidly report cyber incidents to AM General and directly to DoD at <a href="https://dibnet.dod.mil">https://dibnet.dod.mil</a> within 72 hours of discovery and shall rapidly report cyber incidents to Buyer's authorized Supply Chain Professional by a method(s) that ensures receipt by Buyer's authorized Supply Chain Professional within 48 hours of discovery, e.g., email, and must confirm receipt by Buyer's authorized Supply Chain Professional within that time period. The Seller shall also provide the Buyer with the incident report number, automatically assigned by DoD, as soon as practicable. In addition to the foregoing, in the event that Seller experiences a cyber incident it shall provide Buyer with a written status report, no less than monthly, detailing the remediation of the incident until such incident has been fully rectified. (This clause is not applicable to acquisitions of solely "COTS items" as defined in FAR 2.101.) |
| 252.204-7015 | Notice of Authorized Disclosure of Information for Litigation Support                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 252.204-7018 | Prohibition on the Acquisition of Covered Defense Telecommunications Equipment or Services. In the event the Seller identifies covered defense telecommunications equipment or services used as a substantial or essential component of any system, or as critical technology as part of any system, during contract performance, the Seller shall report at <a href="https://dibnet.dod.mil">https://dibnet.dod.mil</a> and the Buyer the information contained in (d)(2) of this clause within three business days from the date of such identification or notification. The Seller shall also provide the information required in (d)(2)(ii) of the clause to the Government and the Buyer within thirty business days of submitting the initial report required in (d)(2)(i).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| 252.204-7020 | NIST SP 800-171 DoD Assessment Requirements (applicable if over micro purchase threshold)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 252.204-7021 | Contractor Compliance With the Cybersecurity Maturity Model Certification Level Requirements (excluding paragraph (e)(1)). (Subcontractor must provide evidence of the CMMC Level it has attained (e.g., a screenshot of its relevant SPRS entry).) (Applicable to Orders that contain a requirement to process, store, or transmit FCI or CUI. Excluding Orders that are solely for the acquisition of COTS items.)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 252.205-7000 | Provision of Information to Cooperative Agreement Holders (If the Order Exceeds \$1,500,000)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| 252.208-7000 | Intent to Furnish Precious Metals as Government-Furnished Material (If the Order Exceeds the Simplified Acquisition Threshold)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| 252.209-7004 | Subcontracting with Firms that are Owned or Controlled by the Government of a Country that is a State Sponsor of Terrorism (If the Order Exceeds \$150,000)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| 252.219-7003 | Small Business Subcontracting Plan (DoD Contracts)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 252.219-7004 | Small Business Subcontracting Plan (Test Program)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| 252.222-7000 | Restrictions on Employment of Personnel. Basic (Unknown)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| 252.222-7006 | Restrictions on the Use of Mandatory Arbitration Agreements                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| 252.223-7001 | Hazard Warning Labels                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |

| CLAUSE NO.   | TITLE                                                                                                                                                                                                                                                                              |
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| 252.223-7006 | Prohibition on Storage, Treatment, and Disposal of Toxic or Hazardous Materials (Add Alternate as appropriate)                                                                                                                                                                     |
| 252.223-7007 | Safeguarding Sensitive Conventional Arms, Ammunition, and Explosives                                                                                                                                                                                                               |
| 252.223-7008 | Prohibition of Hexavalent Chromium                                                                                                                                                                                                                                                 |
| 252.225-7001 | Buy American and Balance of Payments Program (Applies in lieu of FAR 52.225-1)                                                                                                                                                                                                     |
| 252.225-7002 | Qualifying Country Sources as Subcontractors                                                                                                                                                                                                                                       |
| 252.225-7007 | Prohibition on Acquisition of Certain Items from Communist Chinese Military Companies (Applicable to Orders for the acquisition of items covered by the United States Munitions List of the International Traffic in Arms Regulation.)                                             |
| 252.225-7008 | Restriction on Acquisition of Specialty Metals (If the Order Exceeds the Simplified Acquisition Threshold)                                                                                                                                                                         |
| 252.225-7009 | Restriction on Acquisition of Certain Articles Containing Specialty Metals (excluding paragraph (d) and paragraph (e)(1).)                                                                                                                                                         |
| 252.225-7012 | Preference for Certain Domestic Commodities                                                                                                                                                                                                                                        |
| 252.225-7013 | Duty-Free Entry (Applicable to all Orders for "qualifying country components" or "nonqualifying country components" for which the Supplier estimates that duty will exceed \$200 per unit. The information required by paragraph (j)(3) of this clause is available upon request.) |
| 252.225-7015 | Restriction on Acquisition of Hand or Measuring Tools (Applicable to Orders that exceed the simplified acquisition threshold that require delivery of hand or measuring tools.)                                                                                                    |
| 252.225-7016 | Restriction on Acquisition of Ball and Roller Bearings                                                                                                                                                                                                                             |
| 252.225-7021 | Trade Agreements                                                                                                                                                                                                                                                                   |
| 252.225-7025 | Restriction on Acquisition of Forgings                                                                                                                                                                                                                                             |
| 252.225-7030 | Restriction on Acquisition of Carbon, Alloy, and Armor Steel Plate                                                                                                                                                                                                                 |
| 252.225-7033 | Waiver of United Kingdom Levies                                                                                                                                                                                                                                                    |
| 252.225-7036 | Buy American—Free Trade Agreements--Balance of Payments Program                                                                                                                                                                                                                    |
| 252.225-7040 | Contractor Personnel Supporting U.S. Armed Forces Deployed Outside the United States                                                                                                                                                                                               |
| 252.225-7043 | Antiterrorism/Force Protection for Defense Contractors Outside the United States                                                                                                                                                                                                   |
| 252.225-7048 | Export-Controlled Items                                                                                                                                                                                                                                                            |
| 252.225-7052 | Restriction on the Acquisition of Certain Magnets, Tantalum, and Tungsten. (Applicable to Orders that exceed the simplified acquisition threshold)                                                                                                                                 |
| 252.225-7056 | Prohibition Regarding Business Operations with the Maduro Regime                                                                                                                                                                                                                   |
| 252.225-7060 | Prohibition on Certain Procurements from the Xinjiang Uyghur Autonomous Region (Applicable to Orders for products utilizing funds made available to DoD.)                                                                                                                          |
| 252.225-7061 | Restriction on the Acquisition of Personal Protective Equipment and Certain Items From Non-Allied Foreign Nations                                                                                                                                                                  |
| 252.226-7001 | Utilization of Indian Organizations, Indian-Owned Economic Enterprises, and Native Hawaiian Small Business Concerns                                                                                                                                                                |
| 252.227-7013 | Rights in Technical Data— Other Than Commercial Products and Commercial Services                                                                                                                                                                                                   |
| 252.227-7014 | Rights in Other Than Commercial Computer Software and Other Than Commercial Computer Software Documentation                                                                                                                                                                        |
| 252.227-7015 | Technical Data—Commercial Products and Commercial Services                                                                                                                                                                                                                         |
| 252.227-7016 | Rights in Bid or Proposal Information                                                                                                                                                                                                                                              |

| CLAUSE NO.   | TITLE                                                                                                                                                             |
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| 252.227-7017 | Identification and Assertion of Use, Release, or Disclosure Restrictions                                                                                          |
| 252.227-7019 | Validation of Asserted Restrictions--Computer Software                                                                                                            |
| 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.                                                                                       |
| 252.227-7030 | Technical Data--Withholding of Payment                                                                                                                            |
| 252.227-7037 | Validation Of Asserted Restrictions On Technical Data                                                                                                             |
| 252.227-7038 | Patent Rights-Ownership by the Contractor (Large Business)                                                                                                        |
| 252.229-7011 | Reporting of Foreign Taxes-U.S. Assistance Programs (Applies to Orders for commodities that exceed \$500)                                                         |
| 252.239-7010 | Cloud Computing Services                                                                                                                                          |
| 252.239-7016 | Telecommunications Security Equipment, Devices, Techniques, and Services                                                                                          |
| 252.239-7018 | Supply Chain Risk (Applicable to Orders involving the development or delivery of any information technology, as defined in the clause, as a service or a supply.) |
| 252.240-7997 | NIST SP 800-171 DoD Assessment Requirements                                                                                                                       |
| 252.243-7001 | Pricing of Contract Modifications                                                                                                                                 |
| 252.244-7000 | Subcontracts for Commercial Products or Commercial Services                                                                                                       |
| 252.245-7005 | Management and Reporting of Government Property (Applicable to Orders that include 52.245-1)                                                                      |
| 252.246-7007 | Contractor Counterfeit Electronic Part Detection and Avoidance System (Only Subsection (a) through (e) of the clause are applicable to Orders.)                   |
| 252.246-7008 | Sources of Electronic Parts                                                                                                                                       |