



**COMMUNICATIONS & POWER INDUSTRIES
("CPI")
TERMS AND CONDITIONS OF PURCHASE**

Supplement 2 – U.S. Government Contract Provisions from the Department of Defense FAR Supplement (DFARS)

1. When the materials or products furnished are for use in connection with a U.S. Government prime contractor or subcontract, in addition to CPI's Terms and Conditions of Purchase, General Provisions, and Supplement 1—U.S. Government Contract Provisions from the Federal Acquisition Regulation (FAR), the following provisions shall apply. The effective version of each Department of Defense FAR Supplement ("DFARS") provision shall be the same version as that which appears in Buyer's prime contract or higher-tier subcontract under which this Purchase Order is a subcontract, where "Buyer" means "CPI." In the event of a conflict between these DFARS provisions, or Supplement 1—FAR Provisions, or CPI's Terms and Conditions of Purchase, General Provisions, the DFARS provisions shall control. For the acquisition of commercial items under purchase orders placed in support of and charged to a DOD prime contract or subcontract, only the DFARS clauses annotated with "*" shall apply. For the definition of a commercial item, see FAR 2.101.
2. The following clauses set forth in the DFARS in effect as of the date of the prime or higher-tier subcontract are incorporated herein by reference. In all clauses listed herein, the term "Government," "Contracting Officer," and "Contractor" shall be revised to suitably identify the contracting parties herein and affect the proper intent of the clause or provision except where further clarified or modified below. However, the words "Government" and "Contracting Officer" do not change (1) when a right, act, authorization, or obligation can be granted or performed only by the Government or the prime contract Contracting Officer or his or her duly authorized representative, and (2) when title to property is to be transferred directly to the Government. "Subcontractor," however, shall mean "Seller's Subcontractor" under this Purchase Order. The listed DFARS clauses are incorporated herein as if set forth in full text unless made inapplicable by its corresponding note if any. If any of the following FAR clauses do not apply to this Purchase Order, such clauses are considered to be self-deleting.
3. The Seller, by signing its offer, hereby certifies compliance with the following clauses and is, therefore, eligible for award. With respect to any applicable DFARS clauses incorporated into this Purchase Order relating to rights in noncommercial technical data and noncommercial computer software and noncommercial computer software documentation, the Seller grants to Buyer the right to use, disclose, modify, combine, or make derivative works of any noncommercial technical data, noncommercial computer software, and/or noncommercial computer software documentation delivered under this Purchase Order to the extent necessary, and for such period as is required, for Buyer to complete its performance under the Buyer's U.S. Government programs.

252.203-7001	Prohibition on Persons Convicted of Fraud or Other Defense Contract Related Felonies
252.203-7003	Agency Office of the Inspector General (applies when FAR 52.203-13 applies to this order)
252.204-7000	Disclosure of Information
252.204-7008	Compliance with Safeguarding Covered Defense Information Controls
252.204-7009	Limitations on the Use or Disclosure of Third-Party Contractor-Reported Cyber Incident Information
252-204-7012	Safeguarding Covered Defense Information and Cyber Incident Reporting
252.208-7000	Intent to Furnish Precious Metals as Government-Furnished Material
252.209-7004	Subcontracts with Firms that are Owned or Controlled by the Government of a Country that is a State Sponsor of Terrorism
252.211-7000	Acquisition Streamlining
252.211-7003	Item Unique Identification and Valuation (Seller's obligations under this clause are limited to cooperating with Buyer's efforts to comply with this clause, including granting Buyer access to Seller's deliverables at its facilities and to appropriate property records)
252.211-7007	Reporting of Government-Furnished Property (Seller's obligations under this clause are limited to cooperating with Buyer's efforts to comply with this clause, including granting Buyer access to Seller's deliverables at its facilities and to appropriate property records)
252.215-7000	Pricing Adjustments (applies if FARs 52.215-12 or 52.215-13 apply to this order)
252.219-7003	Small Business Subcontracting Plan (DoD Contracts)
252.222-7000	Restrictions on Employment of Personnel
252.223-7001	Hazard Warning Labels
252.223-7002	Safety Precautions for Ammunition and Explosives ("Government" means "Government and Buyer")
252.223-7003	Change in Place of Performance – Ammunition and Explosives
252.223-7006	Prohibition on Treatment and Disposal of Toxic or Hazardous Materials
252.223-7007	Safeguarding Sensitive Conventional Arms, Ammunitions, and Explosives
252.225-7001	Buy American and Balance of Payments Program
252.225-7002	Qualifying Country Sources as Subcontractors
252.225-7007	Prohibition on Acquisition of United States Munitions List Items from Communist Chinese Military Companies (applicable to acquisition of munitions list items only)
252.225-7008	Restriction on Acquisition of Specialty Metals
252.225-7009	Restriction on Acquisition of Certain Articles Containing Specialty Metals
252.225-7012	Preference for Certain Domestic Commodities

252.225-7013	Duty-Free Entry
252.225-7015	Restriction on Acquisition of Hand of Measuring Tools
252.225-7016	Restriction of Acquisition of Ball and Roller Bearings
252.225-7019	Restriction of Acquisition of Foreign Anchor and Mooring Chain
252.225-7021	Trade Agreements (applies if the work contract contains other than U.S.-made, qualifying designated country end products. Applies in lieu of FAR 52.225-5)
252.225-7025	Restriction on the Acquisition of Forgings
252.225-7027	Restriction of Contingent Fees for Foreign Military Sales
252.225-7028	Exclusionary Policies and Practices of Foreign Governments
252.225-7030	Restriction on Acquisition of Carbon Alloy and Armor Steel Plate
252.225-7031	Secondary Arab Boycott of Israel
252.225-7033	Waiver of United Kingdom Levies
252.225-7035	Buy American-Free Trade Agreements – Balance of Payments Program Certificate Basic
252.225-7037	Evaluation of Offers for Air Circuit Breakers
252.225-7038	Restriction on Acquisition of Air Circuit Breakers
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 (applies where Seller will be performing or traveling outside the U.S. under this order. For paragraph (c), see applicable information cited in DFARS 225.7401)
252.225-7048	Export-Controlled Items
252.226-7001	Utilization of Indian Organizations, Indian-Owned Economic Enterprises, and Native Hawaiian Small Business Concerns
252.227-7013	Rights in Technical Data – Noncommercial Items
252.227-7014	Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation
252.227-7015	Technical Data – Commercial Items
252.227-7016	Rights in Bid or Proposal Information
252.227-7017	Identification and Assertion of Use, Release, or Disclosure Restrictions
252.227-7019	Validation of Asserted Restrictions – Computer Software
252.227-7025	Limitation 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 Restrictive Markings on Technical Data
252.227-7038	Patent Rights – Ownership by the Contractor (Large Business)
252.227-7039	Patents – Reporting of Subject Inventions
252.228-7005	Accident Reporting and Investigation Involving Aircraft, Missiles, and Space Launch Vehicles
252.231-7000	Supplemental Cost Principles
252.235-7003	Frequency Authorization
252.239-7016	Telecommunications Security Equipment Devices, Techniques, and Services
252.243-7001	Pricing of Contract Modifications
252.244-402(a)	Policy Requirements
252.244-7000	Subcontracts for Commercial Items and Commercial Components (DoD Contracts)
252.244-7001	Contractor Purchasing System Administration
252.246-7001	Warranty of Data
252.246-7003	Notification of Potential Safety Issues
252-246-7008	Sources of Electronic Parts
252.247-7023*	Transportation of Supplies by Sea
252.247-7024*	Notification of Transportation of Supplies by Sea
252.249-7002	Notification of Anticipated Contract Terminations or Reductions (less paragraph (d)(1))