

Boeing Defense & Space Group

Date: February 7, 1997

EXHIBIT A

GOVERNMENT PROVISIONS

APPLICABLE TO

PRIME CONTRACT F19628-97-C-0005

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 January 1997. R

FAR/DFARS Reference Title

52.204-2 Security Requirements (Applies only if the contract requires access to classified information, "Government" means Buyer or the Government.)

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

52.211-7 Other Than New Material, Residual Inventory and Former Government Surplus Property ("Contracting Officer" means Buyer.)

52.211-15 Defense Priority and Allocation Requirements

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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.)

52.215-40 Notification of Ownership Changes A

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

Concerns

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

52.222-29 Notification of Visa Denial

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

52.225-10 Duty-Free Entry

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 not a small business or non-profit organization.)

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

52.244-5 Competition in Subcontracting

52.244-6 Subcontracts for Commercial Items and Commercial Components

52.246-23 Limitation of Liability

252.204-7000 Disclosure of Information

252.215-7000 Pricing Adjustments

252.223-7001 Hazard Warning Labels

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252.225-7009 Duty-Free Entry-Qualifying Country End Products

252.225-7010 Duty-Free Entry--Additional Provisions

252.225-7012 Preference for Certain Domestic Commodities

252.225-7028 Exclusionary Policies and Practices of Foreign Governments

252.227-7025 Limitations on the Use or Disclosure of Government-Furnished Information A

Marked with Restrictive Legends

252.231-7000 Supplemental Cost Principles

252.239-7000 Protection Against Compromising Emanations. (Applies only if classified information will be processed.)

252.247-7024 Notification of Transportation of Supplies by Sea

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 clause also applies if the contract price exceeds \$25,000:

52.246-25 Limitation of Liability - Services

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 your contract is other than firm R

fixed price or if cost or pricing data was required or if cost, funding or performance reports will be furnished.)

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 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.)

252.249-7001 Notification of Substantial Impact on Employment

The following clause also applies if the contract price exceeds \$1,000,000:

252.211-7000 Acquisition Streamlining

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 A

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252.227-7030 Technical Data - Withholding of Payment ("Contracting Officer" and "Government" means Buyer.)

252.227-7036 Certification of Technical Data Conformity

252.227-7037 Validation of Restrictive Markings on Technical Data

The following Air Force FAR Supplement clauses are applicable as indicated:

5352.204-9000 Notification of Government Security Activity (Applies only if work will be performed on a Government installation.)

5352.223-9001 Safety and Accident Prevention (Applies only if work will be performed on a Government installation.)

A = ADDED

D = DELETED

R = REVISED
