

**FEDERAL ACQUISITION REGULATION (FAR) AND DEPARTMENT OF DEFENSE FEDERAL
ACQUISITION REGULATION (DFAR) CLAUSES UNDER
NRL PRIME CONTRACT N00173-18-F-6202**

The FAR and DFAR clauses referenced below are incorporated herein and made a part of this Subcontract Agreement. In all clauses, unless the context of the clause requires otherwise, the term “Contractor” shall mean Subcontractor, the term “Contract” shall mean this Subcontract, and the terms “Government”, “Contracting Officer” and equivalent phrases shall mean Contractor and Contractor’s Subcontracting Representative, respectively. It is intended that the referenced clauses shall apply to Subcontractor in such manner as is necessary to reflect the position of Subcontractor as a Subcontractor to Praxis, to insure Subcontractor’s obligations to Praxis and to the United States Government, and to enable Praxis to meet its obligations under its Prime Contract. If a clause is not applicable under the Subcontract it shall be considered self-deleting.

FAR AND DFARS CLAUSES INCORPORATED BY REFERENCE

a. FEDERAL ACQUISITION REGULATION CLAUSES

CLAUSE	TITLE
52.202-1	DEFINITIONS (NOV 2013)
52.203-3	GRATUITIES (APR 1984)
52.203-5	COVENANT AGAINST CONTINGENT FEES (MAY 2014)
52.203-6	RESTRICTIONS ON SUBCONTRACTOR SALES TO THE GOVERNMENT (SEP 2006)
52.203-7	ANTI-KICKBACK PROCEDURES (MAY 2014)
52.203-8	CANCELLATION, RESCISSION, AND RECOVERY OF FUNDS FOR ILLEGAL OR IMPROPER ACTIVITY (MAY 2014)
52.203-10	PRICE OR FEE ADJUSTMENT FOR ILLEGAL OR IMPROPER ACTIVITY (MAY 2014)
52.203.11	CERTIFICATION AND DISCLOSURE REGARDING PAYMENTS TO INFLUENCE CERTAIN FEDERAL TRANSACTIONS (SEPT 2007)
52.203-12	LIMITATION ON PAYMENTS TO INFLUENCE CERTAIN FEDERAL TRANSACTIONS (OCT 2010)
52.203-15	WHISTLEBLOWER PROTECTIONS UNDER THE AMERICAN RECOVERY AND REINVESTMENT ACT OF 2009 (JUN 2010)
52.203-16	PREVENTING PERSONAL CONFLICTS OF INTEREST (DEC 2011)
52.203-17	CONTRACTOR EMPLOYEE WHISTLEBLOWER RIGHTS AND REQUIREMENT TO INFORM EMPLOYEES OF WHISTLERBLOWER RIGHTS (APR 2014)
52.203-18	PROHIBITION ON CONTRACTING WITH ENTITIES THAT REQUIRE CERTAIN INTERNAL CONFIDENTIALITY AGREEMENTS OR STATEMENTS-REPRESENTATION (JAN2017)
52.203-19	PROHIBITION ON REQUIRING CERTAIN INTERNAL CONFIDENTIALITY AGREEMENTS OR STATEMENTS (JAN 2017)
52.204-2	SECURITY REQUIREMENTS (AUG 1996)
52.204-4	PRINTED OR COPIED DOUBLE-SIDED ON POSTCONSUMER FIBER CONTENT PAPER (MAY 2011)
52.204-7	SYSTEM FOR AWARD MANAGEMENT (OCT 2016)
52.204-9	PERSONAL IDENTITY VERIFICATION OF CONTRACTOR PERSONNEL (JAN 2011)
52.204-10	REPORTING EXECUTIVE COMPENSATION AND FIRST-TIER SUBCONTRACT AWARDS (OCT 2016)

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- 52.204-13 SYSTEM FOR AWARD MANAGEMENT MAINTENANCE (OCT 2016)
- 52.204-16 COMMERCIAL AND GOVERNMENT ENTITY CODE REPORTING (JUL 2016)
- 52.204-17 OWNERSHIP OR CONTROL OF OFFEROR (JUL 2016)
- 52.204-18 COMMERCIAL AND GOVERNMENT ENTITY CODE MAINTENANCE (JUL 2016)
- 52.204-19 INCORPORATION BY REFERENCE OF REPRESENTATIONS AND CERTIFICATIONS (DEC 2014)
- 52.204-20 PREDECESSOR OF OFFEROR (JUL 2016)
- 52.204-21 BASIC SAFEGUARDING OF COVERED CONTRACTOR INFORMATION SYSTEMS (JUN 2016)
- 52.209-2 PROHIBITION ON CONTRACTING WITH INVERTED DOMESTIC CORPORATIONS—
REPRESENTATION (NOV 2015)
- 52.209-5 CERTIFICATION REGARDING RESPONSIBILITY MATTERS (OCT 2015)
- 52.209-6 PROTECTING THE GOVERNMENTS INTEREST WHEN SUBCONTRACTING WITH
CONTRACTORS DEBARRED, SUSPENDED, OR PROPOSED FOR DEBARMENT (OCT 2015)
- 52.209-9 UPDATES OF PUBLICLY AVAILABLE INFORMATION REGARDING RESPONSIBILITY MATTERS
(JUL 2013)
- 52.209-10 PROHIBITION ON CONTRACTING WITH INVERTED DOMESTIC CORPORATIONS
(NOV 2015)
- 52.211-15 DEFENSE PRIORITY AND ALLOCATION REQUIREMENTS (APR 2008)
- 52.215-2 AUDIT AND RECORDS—NEGOTIATION (OCT 2010)
- 52.215-10 PRICE REDUCTION FOR DEFECTIVE CERTIFIED COST OR PRICING DATA (AUG 2011)
- 52.215-11 PRICE REDUCTION FOR DEFECTIVE CERTIFIED COST OR PRICING DATA—MODIFICATIONS
(AUG 2011)
- 52.215-12 SUBCONTRACTOR CERTIFIED COST OR PRICING DATA (OCT 2010)
- 52.215-13 SUBCONTRACTOR CERTIFIED COST OR PRICING DATA—MODIFICATIONS (OCT 2010)
- 52.215-14 INTEGRITY OF UNIT PRICES (OCT 2010)
- 52.215-17 WAIVER OF FACILITIES CAPITAL COST OF MONEY (OCT 1997)
- 52.215-19 NOTIFICATION OF OWNERSHIP CHANGES (OCT 1997)
- 52.215-20 REQUIREMENTS FOR CERTIFIED COST OR PRICING DATA AND DATA OTHER THAN CERTIFIED
COST OR PRICING DATA (OCT 2010)
- 52.215-21 REQUIREMENTS FOR CERTIFIED COST OR PRICING DATA AND DATA OTHER THAN CERTIFIED
COST OR PRICING DATA—MODIFICATIONS (OCT 2010)
- 52.215-22 LIMITATIONS ON PASS-THROUGH CHARGES--IDENTIFICATION OF SUBCONTRACT EFFOR
(OCT 2009)
- 52.215-23 LIMITATIONS ON PASS-THROUGH CHARGES (OCT 2009) ALTERNATE I (OCT 2009)
- 52.216-7 ALLOWABLE COST AND PAYMENT (JUN 2013)
- 52.219-8 UTILIZATION OF SMALL BUSINESS CONCERNS (NOV 2016)
- 52.219-28 POST-AWARD SMALL BUSINESS PROGRAM REREPRESENTATION (JUL 2013)
- 52.222-1 NOTICE TO THE GOVERNMENT OF LABOR DISPUTES (FEB 1997)
- 52.222-2 PAYMENT FOR OVERTIME PREMIUMS – THE USE OF OVERTIME IS AUTHORIZED UNDER THIS
CONTRACT IF THE OVERTIME PREMIUM DOES NOT EXCEED “0” (JUL 1990)
- 52.222-3 CONVICT LABOR (JUN 2003)
- 52.222-17 NONDISPLACEMENT OF QUALIFIED WORKERS (MAY 2014)
- 52.222-19 CHILD LABOR—COOPERATION WITH AUTHORITIES AND REMEDIES (OCT 2016)
- 52.222-21 PROHIBITION OF SEGREGATED FACILITIES (APR 2015)
- 52.222-22 PREVIOUS CONTRACTS AND COMPLIANCE REPORTS (FEB 1999)
- 52.222-25 AFFIRMATIVE ACTION COMPLIANCE (APR 1984)
- 52.222-26 EQUAL OPPORTUNITY (SEP 2016)
- 52.222-35 EQUAL OPPORTUNITY FOR VETERANS (OCT 2015)
- 52.222-36 EQUAL OPPORTUNITY FOR WORKERS WITH DISABILITIES (JUL 2014)

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- 52.222-37 EMPLOYMENT REPORTS ON VETERANS (FEB 2016)
- 52.222-40 NOTIFICATION OF EMPLOYEE RIGHTS UNDER THE NATIONAL LABOR RELATIONS ACT (DEC 2010)
- 52.222-50 COMBATING TRAFFICKING IN PERSONS (MAR 2015)
- 52.222-54 EMPLOYMENT ELIGIBILITY VERIFICATION (OCT 2015)
- 52.223-5 POLLUTION PREVENTION AND RIGHT-TO-KNOW INFORMATION-ALTERNATE II (MAY 2011)
- 52.223-6 DRUG-FREE WORKPLACE (MAY 2001)
- 52.223-10 WASTE REDUCTION PROGRAM (MAY 2011)
- 52.223-18 ENCOURAGING CONTRACTOR POLICIES TO BAN TEXT MESSAGING WHILE DRIVING (AUG 2011)
- 52.225-8 DUTY-FREE ENTRY (OCT 2010)
- 52.225-13 RESTRICTIONS ON CERTAIN FOREIGN PURCHASES (JUN2008)
- 52.225-25 PROHIBITION ON CONTRACTING W/ENTITIES ENGAING IN CERTAIN ACTIVITIES OR TRANSACTIONS RELATING TO IRAN—REPRESENTATION AND CERTIFICATIONS (OCT 2015)
- 52.227-1 AUTHORIZATION AND CONSENT (DEC 2007) – WITH ALTERNATE I (APR 1984)
- 52.227-2 NOTICE AND ASSISTANCE REGARDING PATENT AND COPYRIGHT INFRINGEMENT (DEC 2007)
- 52.227-3 PATENT INDEMNITY (APR 1984)
- 52.227-10 FILING OF PATENT APPLICATION – CLASSIFIED SUBJECT MATTER (DEC 2007)
- 52.227-11 PATENT RIGHTS -OWNERSHIP BY THE CONTRACTOR (MAY 2014)
- 52.227-14 RIGHTS IN DATA--GENERAL (MAY 2014)
- 52.227-16 ADDITIONAL DATA REQUIREMENTS (JUNE 1987)
- 52.228-7 INSURANCE—LIABILITY TO THIRD PERSONS (MAR 1996)
- 52.230-2 COST ACCOUNTING STANDARDS (OCT 2015) –**DOES NOT APPLY TO SMALL BUSINESSES**
- 52.230-3 DISCLOSURE AND CONSISTENCY OF COST ACCOUNTING PRACTICES (OCT 2015) –**DOES NOT APPLY TO SMALL BUSINESSES**
- 52.232-9 LIMITATION ON WITHHOLDING OF PAYMENTS (APR 1984)
- 52.232-17 INTEREST (MAY 2014)
- 52.232-18 AVAILABILITY OF FUNDS (APR 1984)
- 52.232-20 LIMITATION OF COST (APPLICABLE WHEN THE CONTRACT OR TASK ORDER IS FULLY FUNDED) (APR 1984)
- 52.232-22 LIMITATION OF FUNDS (APPLICABLE WHEN THE CONTRACT OR TASK ORDER IS NOT FULLY FUNDED) (APR 1984)
- 52.232-23 ASSIGNMENT OF CLAIMS (MAY 2014) – WITH ALTERNATE I (APR 1984)
- 52.232-25 PROMPT PAYMENT (JAN 2017) – WITH ALTERNATE I (FEB 2002)
- 52.232-39 UNENFORCEABILITY OF UNAUTHORIZED OBLIGATIONS (JUN 2013)
- 52.232-40 PROVIDING ACCELERATED PAYMENTS TO SMALL BUSINESS SUBCONTRACTORS (DEC 2013)
- 52.233-1 DISPUTES (MAY 2014) – WITH ALTERNATE I – (DEC 1991)
- 52.233-2 SERVICE OF PROTEST (SEPT 2006)
- 52.233-3 PROTEST AFTER AWARD (AUG 1996) – WITH ALTERNATE I (JUNE 1985)
- 52.233-4 APPLICABLE LAW FOR BREACH OF CONTRACT CLAIM (OCT 2004)
- 52.237-2 PROTECTION OF GOVERNMENT BUILDINGS, EQUIPMENT, AND VEGETATION (APR 1984)
- 52.237-3 CONTINUITY OF SERVICES (JAN 1991)
- 52.239-1 PRIVACY OR SECURITY SAFEGUARDS (AUG 1996)
- 52.242-1 NOTICE OF INTENT TO DISALLOW COSTS (APR 1984)
- 52.242-3 PENALTIES FOR UNALLOWABLE COSTS (MAY 2014)
- 52.242-4 CERTIFICATION OF FINAL INDIRECT COSTS (JAN 1997)
- 52.242-13 BANKRUPTCY (JUL 1995)

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- 52.242-15 STOP-WORK ORDER (AUG 1989) – WITH ALTERNATE I (APR 1984)
- 52.243-2 CHANGES—COST-REIMBURSEMENT (AUG 1987) – WITH ALTERNATE V (APR 1984)
- 52.243-3 CHANGES—TIME-AND-MATERIALS OR LABOR-HOURS (SEPT 2000)
- 52.243-6 CHANGE ORDER ACCOUNTING (APR 1984)
- 52.244-2 SUBCONTRACTS (OCT 2010)
- 52.244-6 SUBCONTRACTS FOR COMMERCIAL ITEMS (JAN 2017)
- 52.245-1 GOVERNMENT PROPERTY (JAN 2017)
- 52.245-9 USE AND CHARGES (APR 2012)
- 52.246-3 INSPECTION OF SUPPLIES—COST-REIMBURSEMENT (MAY 2001)
- 52.246-5 INSPECTION OF SERVICES—COST-REIMBURSEMENT (APR 1984)
- 52.246-6 INSPECTION—TIME-AND-MATERIAL AND LABOR-HOUR (MAY 2001)
- 52.246-8 INSPECTION OF RESEARCH AND DEVELOPMENT – COST REIMBURSEMENT (MAY 2001)
- 52.246-23 LIMITATION OF LIABILITY (FEB 1997)
- 52.246-25 LIMITATION OF LIABILITY—SERVICES (FEB 1997)
- 52.247-1 COMMERCIAL BILL OF LADING NOTATIONS (FEB 2006)
- 52.247-34 F.O.B. DESTINATION (NOV 1991)
- 52.247-63 PREFERENCE FOR U.S.-FLAG AIR CARRIERS (JUNE 2003)
- 52.247-64 PREFERENCE FOR PRIVATELY OWNED U.S. FLAG COMMERCIAL VESSELS (FEB 2006)
- 52.248-1 VALUE ENGINEERING (OCT 2010)
- 52.249-6 TERMINATION (COST-REIMBURSEMENT) (MAY 2004)
- 52.249-14 EXCUSABLE DELAYS (APR 1984)
- 52.251-1 GOVERNMENT SUPPLY SOURCES (APR 2012)
- 52.252-2 CLAUSES INCORPORATED BY REFERENCE (FEB 1998)
- 52.253-1 COMPUTER GENERATED FORMS (JAN 1991)

b. DEPARTMENT OF DEFENSE FEDERAL ACQUISITION REGULATION CLAUSES

CLAUSE	TITLE
252.201-7000	CONTRACTING OFFICER'S REPRESENTATIVE (DEC 1991)
252.203-7000	REQUIREMENTS RELATING TO COMPENSATION OF FORMER DOD OFFICIALS (SEP 2011)
252.203-7001	PROHIBITION ON PERSONS CONVICTED OF FRAUD OR OTHER DEFENSE CONTRACT RELATED FELONIES (DEC 2008)
252.203-7002	REQUIREMENT TO INFORM EMPLOYEES OF WHISTLEBLOWER RIGHTS (SEP 2013)
252.203-7003	AGENCY OFFICER OF THE INSPECTOR GENERAL (DEC 2012)
252.203-7004	DISPLAY OF FRAUD HOTLINE POSTER(S) (OCT 2016)
252.204-7000	DISCLOSURE OF INFORMATION (OCT 2016)
252.204-7003	CONTROL OF GOVERNMENT PERSONNEL WORK PRODUCT (APR 1992)
252.204-7005	ORAL ATTESTATION OF SECURITY RESPONSIBILITIES (NOV 2001)
252.204.7009	LIMITATIONS ON THE USE OR DISCLOSURE OF THIRD PARTY CONTRACTOR REPORTED CYBER INCIDENT INFORMATION (OCT 2016)
252.204-7012	SAFEGUARDING COVERED DEFENSE INFORMATION & CYBER INCIDENT REPORTING (OCT 2016)
252.204-7015	NOTICE OF AUTHORIZED DISCLOSURE OF INFORMATION FOR LITIGATION SUPPORT (MAY 2016)
252.205-7000	PROVISION OF INFORMATION TO COOPERATIVE AGREEMENT HOLDERS (DEC 1991)
252.209-7004	SUBCONTRACTING WITH FIRMS THAT ARE OWNED OR CONTROLLED BY THE GOVERNMENT OF A TERRORIST COUNTRY (OCT 2015)

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252.211-7007 REPORTING OF GOVERNMENT-FURNISHED PROPERTY (AUG 2012)
252.211-7008 USE OF GOVERNMENT-ASSIGNED SERIAL NUMBERS (SEP 2010)
252.215-7000 PRICING ADJUSTMENTS (DEC 2012)
252.216-7009 ALLOWABILITY OF LEGAL COSTS INCURRED IN CONNECTION WITH A WHISTLEBLOWER PROCEEDING (SEP 2013)
252.223-7004 DRUG-FREE WORK FORCE (SEP 1988)
252.223-7006 PROHIBITION ON STORAGE, TREATMENT, AND DISPOSAL OF TOXIC OR HAZARDOUS MATERIALS (SEP 2014)
252.225-7012 PREFERENCE FOR CERTAIN DOMESTIC COMMODITIES (DEC 2016)
252.225-7048 EXPORT-CONTROLLED ITEMS (JUN 2013)
252.226-7001 UTILIZATION OF INDIAN ORGANIZATIONS, INDIAN-OWNED ECONOMIC ENTERPRISES, AND NATIVE HAWAIIAN SMALL BUSINESS CONCERNS (SEP 2004)
252.227-7013 RIGHTS IN TECHNICAL DATA – NONCOMMERCIAL ITEMS (FEB 2014)
252.227-7014 RIGHTS IN NONCOMMERCIAL COMPUTER SOFTWARE AND NONCOMMERCIAL COMPUTER SOFTWARE DOCUMENTATION (FEB 2014)
252.227-7015 TECHNICAL DATA – COMMERCIAL ITEMS (FEB 2014)
252.227-7016 RIGHTS IN BID OR PROPOSAL INFORMATION (JAN 2011)
252.227-7019 VALIDATION OF ASSERTED RESTRICTIONS – COMPUTER SOFTWARE (SEP 2016)
252.227-7025 LIMITATION ON THE USE OR DISCLOSURE OF GOVERNMENT-FURNISHED INFORMATION MARKED WITH RESTRICTIVE LEGENDS (MAY 2013)
252.227-7026 DEFERRED DELIVERY OF TECHNICAL DATA OR COMPUTER SOFTWARE (APR 1988)
252.227-7027 DEFERRED ORDERING OF TECHNICAL DATA OR COMPUTER SOFTWARE (APR 1988)
252.227-7028 TECHNICAL DATA OR COMPUTER SOFTWARE PREVIOUSLY DELIVERED TO THE GOVERNMENT (JUN 1995)
252.227-7030 TECHNICAL DATA – WITHHOLDING OF PAYMENT (MAR 2000)
252.227-7037 VALIDATION OF RESTRICTIVE MARKINGS ON TECHNICAL DATA (SEP 2016)
252.227-7039 PATENTS-REPORTING OF SUBJECT INVENTIONS (APR 1990)
252.231-7000 SUPPLEMENTAL COST PRINCIPLES (DEC 1991)
252.232.7010 LEVIES ON CONTRACT PAYMENTS (DEC 2006)
252.235-7010 ACKNOWLEDGEMENT OF SUPPORT AND DISCLAIMER (MAY 1995)
252.235-7011 FINAL SCIENTIFIC OR TECHNICAL REPORT (JAN 2015)
252.237-7023 CONTINUATION OF ESSENTIAL CONTRACTOR SERVICES (OCT 2010)
252.242-7005 CONTRACTOR BUSINESS SYSTEMS (FEB 2012)
252.242-7006 ACCOUNTING SYSTEM ADMINISTRATION (FEB 2012)
252.243-7002 REQUEST FOR EQUITABLE ADJUSTMENT (DEC 2012)
252.244-7000 SUBCONTRACTS FOR COMMERCIAL ITEMS & COMMERCIAL COMPONENTS (JUN 2013)
252.244-7001 CONTRACTOR PURCHASING SYSTEM ADMINISTRATION (MAY 2014)
252.245-7001 TAGGING, LABELING, AND MARKING OF GOVERNMENT-FURNISHED PROPERTY (APR 2012)
252.245-7002 REPORTING LOSS OF GOVERNMENT PROPERTY (DEC 2017)
252.245-7003 CONTRACTOR PROPERTY MANAGEMENT SYSTEM ADMINISTRATION (APR 2012)
252.245-7004 REPORTING, REUTILIZATION, AND DISPOSAL (DEC 2017)
252.246-7001 WARRANTY OF DATA (MAR 2014)
252.247-7023 TRANSPORTATION OF SUPPLIES BY SEA (APR 2014)
252.247-7024 NOTIFICATION OF TRANSPORTATION OF SUPPLIES BY SEA (MAR 2000)
252.251-7000 ORDERING FROM GOVERNMENT SUPPLY SOURCES (AUG 2012)