

Date: May 1999**EXHIBIT A**

**GOVERNMENT PROVISIONS
 APPLICABLE TO
 PRIME CONTRACT **TMC96-5835-0042-02****

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 cited elsewhere in the contract shall be those in effect in March 1996.

<u>FAR/DFARS Reference</u>	<u>Title</u>
52.211-5	New Material ("Contracting Officer" means Buyer.) (MAY 95)
52.211-7	Other Than New Material, Residual Inventory and Former Government Surplus Property (MAY 95) ("Contracting Officer" means Buyer.)
52.211-15	Defense Priority and Allocation Requirements (SEP 90)
52.215-27	Termination of Defined Benefit Pension Plans (MAR 96) ("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 (FEB 95)
52.219-8	Utilization of Small, Small Disadvantaged and Women-Owned Small Business Concerns (OCT 95)
52.222-1	Notice of Labor Disputes (FEB 97) ("Contracting Officer" means Buyer.)
52.222-26	Equal Opportunity (APR 84) [Subparagraphs (b)(1) through (11)]
52.225-11	Restrictions on Certain Foreign Purchases (AUG 98) ("Contracting Officer" means Buyer.)
52.227-1, Alt. I	Authorization and Consent (JUL 95, APR 84)
52.227-11	Patent Rights - Retention by Contractor (Short Form) (JUN 97) (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) (JAN 97) (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

(APR 84) (Applies only if work will be performed on a government installation. "Contracting Officer" means Buyer.)
- 52.242-15 Stop Work Order (AUG 89) ("Contracting Officer" means Buyer)
- 52.244-5 Competition in Subcontracting (JAN 96)
- 52.246-23 Limitation of Liability (APR 84)
- 252.204-7000 Disclosure of Information (DEC 91) (Seller will submit requests for authorization through Buyer.)
- 252.215-7000 Pricing Adjustments (DEC 91)
- 252.223-7001 Hazard Warning Labels (DEC 91)
- 252.225-7009 Duty-Free Entry-Qualifying Country End Products (DEC 91)
- 252.225-7012 Preference for Certain Domestic Commodities (NOV 95)
- 252.225-7014 Preference for Domestic Specialty Metals, Alt. I (DEC 91) (Applies only if contract item contains specialty metals.)
- 252.225-7016 Restriction on Acquisition of Anti-Friction Bearings (NOV 95)
- 252.225-7017 Preference for United States and Canadian Valves and Machine Tools (APR 95)
- 252.225-7025 Foreign Source Restrictions (APR 93)
- 252.225-7030 Restriction on Acquisition of Carbon, Alloy and Armor Steel Plate (OCT 92)
- 252.231-7000 Supplemental Cost Principles (DEC 91)
- 252.247-7024 Notification of Transportation of Supplies by Sea (NOV 95)
("Contracting Officer" and, in the first sentence of paragraph (a), "Contractor" means Buyer.)

The following clause also applies if the contract price exceeds \$2,500.

- 52.222-36 Affirmative Action for Workers with Disabilities (JUN 98)

The following clauses also apply if the contract price exceeds \$10,000:

- 52.222-20 Walsh-Healy Public Contracts Act (APR 84)
- 52.222-35 Affirmative Action for Special Disabled and Vietnam Era Veterans (APR 84)
- 52.222-37 Employment Reports on Disabled Veterans and Veterans of the Vietnam Era (JAN 88)

The following clauses also apply if the contract price exceeds \$100,000:

- 52.203-11 Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (APR 91) (Seller's signed proposal provided the required certification.)
- 52.203-12 Limitation on Payments to Influence Certain Federal Transactions (JUN 97) (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 (OCT 95) (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.)
- 52.223-2 Clean Air and Water (APR 84) (Also applicable if Seller's facility has been the subject of a conviction under the Clean Air Act or Federal Water Pollution Control Act.)
- 52.223-14 Toxic Chemical Release Reporting (OCT 95) (Paragraph (e) is deleted and "Contracting Officer" in paragraph (d) means Buyer.)
- 52.227-2 Notice and Assistance Regarding Patent and Copyright Infringement (APR 84) ("Contracting Officer" means Buyer.)
- 252.203-7001 Special Prohibition on Employment (NOV 95) (This clause applies only if this contract exceeds the FAR Part 13 simplified acquisition threshold and does not apply to the purchase of commercial items or commercial components. "Contractor" and "contract" are not changed in paragraphs (a) and (b). In paragraph (e), "Government" shall mean Government or Buyer. In paragraph (f), "through the Buyer" is inserted after "Contracting Officer". Paragraph (g) is deleted and "Contracting Officer" shall mean Contracting Officer.)
- 252.209-7000 Acquisition from Subcontractors Subject to On-Site Inspection Under the Intermediate - Range Nuclear Forces (INT) Treaty (NOV 95)
- 252.225-7026 Reporting of Contract Performance Outside the United States (not applicable if only commercial products are involved.) (NOV 95)
- 252.247-7023 Transportation of Supplies by Sea (NOV 95) (In paragraph (c) "45 days" is changed to 60 days.)

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

52.215-39 Reversion or Adjustment of Plans for Post-Retirement Benefits other than Pensions. (MAR 96) (Applicable only if certified cost or pricing data is provided.)

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 (NOV 95)
- 252.227-7014 Rights in Noncommercial Software and Noncommercial Software Documentation (JUN 95)
- 252.227-7019 Validation of Asserted Restrictions - Computer Software (JUN 95)
- 252.227-7030 Technical Data - Withholding of Payment (OCT 88) ("Contracting Officer" and "Government" means Buyer.)
- 252.227-7036 Certification of Technical Data Conformity (MAY 87)
- 252.227-7037 Validation of Restrictive Markings on Technical Data (NOV 95)

The following Air Force FAR Supplement clause is applicable as indicated:

5352.223-9000 Safety and Accident Prevention (MAY 95) (Applies only if work will be performed on a Government installation.)

A = ADDED

D = DELETED

R = REVISED