



Commercial Flowdown Document
ESAero

Prime Contract Number:

DPAS Rating:

Date of Creation: March 26, 2025

Buyer hereby provides notice to Seller, which Seller hereby acknowledges and accepts, that this PO or RFP is issued by Buyer under a Company Funded Request (“CFR”) in anticipation of a United States Government (“USG”) prime contract being issued to Buyer or Buyer’s customer at a higher tier. Therefore, the following customer contract requirements apply to this Purchase Order to the extent indicated below and are hereby incorporated into the Purchase Order by full text or by reference with the same force and effect as if they were given in full text. Upon Seller’s request, Buyer’s Purchasing Representative will make their full text available. Also, the full text of a FAR or DFARS provision or clause may be accessed electronically at these addresses: <http://farsite.hill.af.mil/> or <https://www.acquisition.gov/far/>:

In all provisions and clauses listed herein, terms shall be revised to suitably identify the party to establish Seller’s obligations to Buyer and to the Government, and to enable Buyer to meet its obligations under the Buyer’s higher-tier subcontract under which this Purchase Order is a subcontract (the “Government Contract”). Without limiting the generality of the foregoing, and except where further clarified or modified below, the term “Government” and equivalent phrases shall mean “Buyer”, the term “Contracting Officer” shall mean “Buyer’s Purchasing Representative”, the term “Contractor” or “Offeror” shall mean “Seller”, “Subcontractor” shall mean “Seller’s Subcontractor” under this Purchase Order, and the term “Contract” shall mean this “Purchase Order”. For the avoidance of doubt, 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 Government Contract Contracting Officer or duly authorized representative, such as in FAR 52.227-1 and FAR 52.227- 2 or (2) when title to property is to be transferred directly to the Government. Seller shall incorporate into each lower tier contract issued in support of this Purchase Order all applicable FAR and DFARS provisions and clauses in accordance with the flow down requirements specified in such clauses. Nothing in this Purchase Order grants Seller a direct right of action against the Government. If any of the following FAR or DFARS clauses do not apply to this Purchase Order, such clauses are considered to be self-deleting.

ADDITIONAL CLAUSES AND REQUIREMENTS MAY APPLY TO SELLER AFTER BUYER OR ITS CUSTOMER RECEIVES THE USG PRIME AWARD AND THE PARTIES AGREE THE BUYER SHALL INCORPORATE ANY SUCH CLAUSES AND REQUIREMENTS INTO THIS PO.

CLAUSES INCORPORATED BY REFERENCE:

The following clauses apply to this Contract		
52.203-19	Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements.	Jan 2017
52.204-2	Security Requirements.	Mar 2021
52.204-9	Personal Identity Verification of Contractor Personnel.	Jan 2011
52.204-21	Basic Safeguarding of Covered Contractor Information Systems.	Nov 2021
52.204-23	Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab Covered Entities.	Dec 2023
52.204-27	Prohibition on a ByteDance Covered Application.	Jun 2023



52.222-4	Contract Work Hours and Safety Standards - Overtime Compensation.	May 2018
52.222-11	Subcontracts (Labor Standards).	May 2014
52.222-21	Prohibition of segregated facilities.	Apr 2015
52.222-26	Equal Opportunity.	Sep 2016
52.222-41	Service Contract Labor Standards.	Aug 2018
52.222-50	Combating Trafficking in Persons.	Nov 2021
52.222-55	Minimum Wages Under Executive Order 13658.	Dec 2015
52.222-62	Paid Sick Leave Under Executive Order 13706.	Jan 2017
52.224-2	Privacy Act.	Apr 1984
52.224-3	Privacy Training.	Jan 2017
52.225-8	Duty-Free Entry.	Oct 2010
52.225-13	Restrictions on Certain Foreign Purchases.	Feb 2021
52.227-10	Filing of Patent Applications - Classified Subject Matter.	Dec 2007
52.227-11	Patent Rights - Ownership by the Contractor.	May 2014
52.228-5	Insurance - Work on a Government Installation.	Jan 1997
52.230-2	Cost Accounting Standards.	Jun 2020
52.230-3	Disclosure and Consistency of Cost Accounting Practices.	Jun 2020
52.230-5	Cost Accounting Standards - Educational Institution.	Jun 2020
52.232-40	Providing Accelerated Payments to Small Business Subcontractors.	Mar 2023
52.234-1	Industrial Resources Developed Under Title III, Defense Production Act.	Sep 2016
52.244-6	Subcontracts for Commercial Items.	Jan 2019
52.244-6	Subcontracts for Commercial Products and Commercial Services.	Dec 2023
52.247-63	Preference for U.S.-Flag Air Carriers.	Jan 2025
52.247-64	Preference for Privately Owned U.S.-Flag Commercial Vessels.	Nov 2021
252.203-7002	Requirement to Inform Employees of Whistleblower Rights.	Dec 2022



252.204-7000	Disclosure of information.	Oct 2016
252.204-7004	Antiterrorism Awareness Training for Contractors.	Feb 2019
252.204-7009	Limitations on the Use or Disclosure of Third-Party Contractor Reported Cyber Incident Information.	Jan 2023
252.204-7012	Safeguarding Covered Defense Information and Cyber Incident Reporting.	May 2024
252.204-7015	Notice of Authorized Disclosure of Information for Litigation Support.	Jan 2023
252.204-7020	NIST SP 800-171 DoD Assessment Requirements.	Nov 2023
252.204-7021	Contractor Compliance with the Cybersecurity Maturity Model Certification Level Requirement.	Nov 2020
252.208-7000	Intent to furnish precious metals as Government-furnished material.	Dec 1991
252.211-7003	Item Unique Identification and Valuation.	Jan 2023
252.222-7000	Restrictions on employment of personnel.	Mar 2000
252.223-7006	Prohibition on Storage, Treatment, and Disposal of Toxic or Hazardous Materials.	Sep 2014
252.223-7008	Prohibition of Hexavalent Chromium.	Jan 2023
252.225-7009	Restriction on Acquisition of Certain Articles Containing Specialty Metals.	Jan 2023
252.225-7025	Restriction on acquisition of forgings.	Dec 2009
252.225-7048	Export-Controlled Items.	Jun 2013
252.225-7052	Restriction on the Acquisition of Certain Magnets, Tantalum, and Tungsten.	Jan 2023
252.225-7056	Prohibition Regarding Business Operations with the Maduro Regime.	Jan 2023
252.225-7058	Postaward Disclosure of Employment of Individuals Who Work in the People's Republic of China.	Jan 2023
252.227-7014	Rights in Other Than Commercial Computer Software and Other Than Commercial Computer Software Documentation.	Mar 2023
252.227-7016	Rights in Bid or Proposal Information.	Jan 2023
252.227-7019	Validation of Asserted Restrictions - Computer Software.	Jan 2023
252.227-7033	Rights in shop drawings.	Apr 1966



252.227-7037	Validation of Restrictive Markings on Technical Data.	Jan 2023
252.227-7038	Patent Rights - Ownership by the Contractor (Large Business).	Jun 2012
252.228-7001	Ground and flight risk.	Jun 2010
252.232-7017	Accelerating Payments to Small Business Subcontractors - Prohibition on Fees and Consideration.	Apr 2020
252.239-7016	Telecommunications security equipment, devices, techniques, and services.	Dec 1991
252.244-7000	Subcontracts for Commercial Products or Commercial Services.	Nov 2023
252.244-7000	Subcontracts for Commercial Items.	Jan 2021
252.246-7003	Notification of Potential Safety Issues.	Jan 2023
252.246-7007	Contractor Counterfeit Electronic Part Detection and Avoidance System.	Jan 2023
252.246-7008	Sources of Electronic Parts.	Jan 2023
252.247-7023	Transportation of Supplies by Sea.	Jan 2023
<hr/>		
The following clauses apply if the value of this Contract equals or exceeds \$10,000.00		
52.222-27	Affirmative Action Compliance Requirements for Construction.	Apr 2015
52.222-40	Notification of Employee Rights Under the National Labor Relations Act.	Dec 2010
52.223-18	Encouraging Contractor Policies To Ban Text Messaging While Driving.	Jun 2020
52.226-8	Encouraging Contractor Policies To Ban Text Messaging While Driving.	May 2024
<hr/>		
The following clauses apply if the value of this Contract equals or exceeds \$15,000.00		
52.222-36	Equal Opportunity for Workers with Disabilities.	Jun 2020
52.222-36	Affirmative Action for Workers With Disabilities.	Oct 2010
<hr/>		
The following clauses apply if the value of this Contract equals or exceeds \$150,000.00		
52.203-12	Limitation on Payments to Influence Certain Federal Transactions.	Jun 2020
52.203-16	Preventing Personal Conflicts of Interest.	Dec 2011
52.222-35	Equal Opportunity for Veterans.	Jun 2020
52.222-37	Employment Reports on Veterans.	Jun 2020



The following clauses apply if the value of this Contract equals or exceeds \$250,000.00

52.203-6	Restrictions on Subcontractor Sales to the Government.	Jun 2020
52.203-7	Anti-Kickback Procedures.	Jun 2020
52.203-17	Contractor Employee Whistleblower Rights and Requirement To Inform Employees of Whistleblower Rights.	Jun 2020
52.215-2	Audit and Records-Negotiation.	Jun 2020
52.215-14	Integrity of Unit Prices.	Nov 2021
52.215-23	Limitations on Pass-Through Charges.	Jun 2020
52.227-1	Authorization and Consent.	Jun 2020
52.227-2	Notice and Assistance Regarding Patent and Copyright Infringement.	Jun 2020
252.203-7001	Prohibition on Persons Convicted of Fraud or Other Defense-Contract-Related Felonies.	Jan 2023
252.219-7003	Small Business Subcontracting Plan (DoD Contracts).	Dec 2019

The following clauses apply if the value of this Contract equals or exceeds \$500,000.00

252.226-7001	Utilization of Indian Organizations, Indian-Owned Economic Enterprises, and Native Hawaiian Small Business Concerns.	Jan 2023
--------------	--	----------

The following clauses apply if the value of this Contract equals or exceeds \$1,000,000.00

252.225-7033	Waiver of United Kingdom levies.	Apr 2003
--------------	----------------------------------	----------

The following clauses apply if the value of this Contract equals or exceeds \$2,000,000.00

52.214-26	Audit and Records - Sealed Bidding.	Jun 2020
52.214-28	Subcontractor Certified Cost or Pricing Data - Modifications - Sealed Bidding.	Jun 2020
52.215-12	Subcontractor Certified Cost or Pricing Data.	Jun 2020
52.215-15	Pension adjustments and asset reversions.	Oct 2010
52.215-18	Reversion or Adjustment of Plans for Postretirement Benefits (PRB) Other Than Pensions.	Jul 2005
52.215-19	Notification of Ownership Changes.	Oct 1997

The following clauses apply if the value of this Contract equals or exceeds \$6,000,000.00

52.203-13	Contractor Code of Business Ethics and Conduct.	Nov 2021
252.203-7004	Display of Hotline Posters.	Jan 2023