

CONTRACT SPECIFIC FLOW-DOWN TERMS & CONDITIONS:

In addition to the preceding Parker-Hannifin Corporation Commercial and Government Terms and Conditions, The following GOVERNMENT CONTRACT CLAUSES apply to this Purchase Order.

DEFENSE CONTRACT PURCHASE ORDER:

This Purchase Order is issued in support of a DoD US NAVY Prime Contract
Contract No: (N00024-08-C-2217 – JHSV Program)

PRIORITY RATING:

This Purchase Order is a “**DO-A3 rated order**” certified for national defense use, and the Seller shall follow all the requirements of the Defense Priorities and Allocation System Regulation (15 C.F.R. Part 700).

APPLICABLE GOVERNMENT CONTRACT CLAUSES

In accepting this Purchase Order, Seller agrees to comply with the provisions of the following listed Government contract clauses, as modified herein. These clauses are contained in FAR or DFAR and are incorporated by reference into this Purchase Order with the same force and effect as if stated in full text, with the following general modifications where appropriate or as context may require:

- (a) The term "Government" shall mean "Buyer" except where the context makes clear, or where, by Law or regulation, the Seller's obligation is directly to the Government;
- (b) The term "Contracting Officer" shall mean "Buyer"
- (c) The term "Contractor" or equivalent shall mean "Seller"

Seller shall comply with all clauses under each heading applicable to this Purchase Order. FAR clauses may be accessed on-line at <http://www.acquisition.gov/far/current/html/FARTOCP52.html>. DFARS clauses may be accessed on-line at <http://farsite.hill.af.mil/vfdfar1.htm>.

FAR FLOWDOWN CLAUSES

1. The following FAR clauses apply to this Purchase Order:

- 52.202-1 DEFINITIONS (JUL 2004)
- 52.203-3 GRATUITIES (APR 1984)
- 52.203-5 COVENANT AGAINST CONTINGENT FEES (APR 1984)
- 52.203-7 ANTI-KICKBACK PROCEDURES (JUL 1995)
- 52.203-8 CANCELLATION, RESCISSION, AND RECOVERY OF FUNDS FOR ILLEGAL OR IMPROPER ACTIVITY (JAN 1997)
- 52.204-2 SECURITY REQUIREMENTS (AUG 1996) (Applicable if the Work requires access to classified information.)
- 52.204-4 PRINTED/COPIED DOUBLE-SIDED ON RECYCLED PAPER (APR 2008)

- 52.209-6 PROTECTING THE GOVERNMENTS INTEREST WHEN SUBCONTRACTING WITH CONTRACTORS DEBARRED, SUSPENDED, OR PROPOSED FOR DEBARMENT (SEP 2006)
- 52.211-5 MATERIAL REQUIREMENTS (AUG 2002)
- 52.211-15 DEFENSE PRIORITY AND ALLOCATION REQUIREMENT (APR 2008)
- 52.215-13 SUBCONTRACTOR COST OR PRICING DATA--MODIFICATIONS OCT 1997
- 52.215.-14 INTEGRITY OF UNIT PRICES (OCT 1997)
- 52.215-15 PENSION ADJUSTMENTS AND ASSET REVERSIONS OCT 2004
- 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)
- 52.215-21 REQUIREMENTS FOR COST OR PRICING DATA OR INFORMATION OTHER THAN COST OR PRICING DATA--MODIFICATIONS (OCT 1997) (APPLICABLE TO ALL LINE ITEMS)
- 52.219-8 UTILIZATION OF SMALL BUSINESS CONCERNS (MAY 2004)
- 52.222-1 NOTICE TO THE GOVERNMENT OF LABOR DISPUTES (FEB 1997)
- 52.222-3 CONVICT LABOR (JUN 2003)
- 52.222-19 CHILD LABOR—COOPERATION WITH AUTHORITIES AND REMEDIES (FEB 2008)
- 52.222-21 PROHIBITION OF SEGREGATED FACILITIES (FEB 1999)
- 52.222-26 EQUAL OPPORTUNITY (MAR 2007)
- 52.223-3 HAZARDOUS MATERIAL IDENTIFICATION AND MATERIAL SAFETY DATA (JAN 1997) (Applicable if this Purchase Order involves hazardous material.)
- 52.223-6 DRUG-FREE WORKPLACE (MAY 2001)
- 52.223-11 OZONE-DEPLETING SUBSTANCES (MAR 2001) (Applicable if the Work was manufactured with or contains ozone-depleting substances.)
- 52.223-12 REFRIGERATION EQUIPMENT AND AIR CONDITIONERS (MAY 1995)
- 52.225-8 DUTY FREE ENTRY (FEB 2000) (Applicable if supplies will be imported into the Customs Territory of the United States.)
- 52.225-13 RESTRICTIONS ON CERTAIN FOREIGN PURCHASES (FEB 2008)
- 52.227-1 AUTHORIZATION AND CONSENT (DEC 2007)

- 52.227-2 NOTICE AND ASSISTANCE REGARDING PATENTS-NOTICE OF GOVERNMENT LICENSEE (DEC 2007)
 - 52.232-11 EXTRAS (APR 1984)
 - 52.233-4 APPLICABLE LAW FOR BREACH OF CONTRACT CLAIM (OCT 2004)
 - 52.234-1 INDUSTRIAL RESOURCES DEVELOPED UNDER DEFENSE PRODUCTION ACT TITLE III (DEC 1994)
 - 52.242-13 BANKRUPTCY (JUL 1995)
 - 52.243-6 CHANGE ORDER ACCOUNTING (APR 1984)
 - 52.243-7 NOTIFICATION OF CHANGES (APR 1984) (APPLICABLE TO ALL LINE ITEMS)
 - 52.244-6 SUBCONTRACTS FOR COMMERCIAL ITEMS MAR 2007
 - 52.246-4 INSPECTION OF SERVICES--FIXED PRICE AUG 1996
 - 52.247-1 COMMERCIAL BILL OF LADING NOTATIONS (FEB 2006)
 - 52.247-63 PREFERENCE FOR U.S. FLAG AIR CARRIERS (APR 1984)
 - 52.247-64 PREFERENCE FOR PRIVATELY OWNED U.S. FLAG COMMERCIAL VESSELS (FEB 2006)
 - 52.249-2 TERMINATION FOR CONVENIENCE OF THE GOVERNMENT (MAY 2004)
 - 52.253-1 COMPUTER GENERATED FORMS (JAN 1991)
2. The following FAR clauses apply to this Purchase Order if the value of this Purchase Order equals or exceeds \$10,000:
- 52.222-20 WALSH-HEALEY PUBLIC CONTRACTS ACT (DEC 1996)
 - 52.222-21 PROHIBITION OF SEGREGATED FACILITIES (FEB 1999)
 - 52.222-36 AFFIRMATIVE ACTION FOR WORKERS WITH DISABILITIES (JUN 1998)
 - 52.225-8 DUTY-FREE ENTRY (FEB2000)
3. The following FAR clauses apply to this Purchase Order if the value of this Purchase Order equals or exceeds \$25,000:
- 52.203-6 RESTRICTIONS ON SUBCONTRACTOR SALES TO THE GOVERNMENT (SEP 2006)
 - 52.215-2 AUDIT AND RECORDS--NEGOTIATION (JUN 1999)
 - 52.222-37 EMPLOYMENT REPORTS ON SPECIAL DISABLED VETERANS, VETERANS OF THE VIETNAM ERA, AND OTHER ELIGIBLE VETERANS (SEP 2006)

4. The following FAR clauses apply to this Purchase Order if the value of this Purchase Order equals or exceeds \$100,000:

52.203-6	RESTRICTIONS ON SUBCONTRACTOR SALES TO THE GOVERNMENT (SEP 2006)
52.203-12	LIMITATION ON PAYMENTS TO INFLUENCE CERTAIN FEDERAL TRANSACTIONS (SEP 2007)
52.215-2	AUDIT AND RECORDS-NEGOTIATION (JUN 1999) Any cost audits under this clause shall be performed by DCAA
52.222-4	CONTRACT WORK HOURS AND SAFETY STANDARDS ACT - OVERTIME COMPENSATION (JUL 2005)
52.222-35	EQUAL OPPORTUNITY FOR SPECIAL DISABLED VETERANS, VETERANS OF THE VIETNAM ERA, AND OTHER ELIGIBLE VETERANS (SEP 2006)
52.222-37	EMPLOYMENT REPORTS ON SPECIAL DISABLED VETERANS, VETERANS OF THE VIETNAM ERA AND OTHER ELIGIBLE VETERANS (SEP 2006)
52.223-14	TOXIC CHEMICAL RELEASE REPORTING (AUG 2003) (Note 2 applies. Delete paragraph (e).)
52.227-1	AUTHORIZATION AND CONSENT (JUL 1995)
52.227-2	NOTICE AND ASSISTANCE REGARDING PATENT AND COPYRIGHT INFRINGEMENT (AUG 1996)
52.248-1	VALUE ENGINEERING (FEB 2000)

5. The following FAR clauses apply to this Purchase Order if the value of this Purchase Order equals or exceeds \$500,000:

52.215-15	PENSION ADJUSTMENTS AND ASSET REVERSIONS (OCT 2004) (Applicable if this Purchase Order meets the applicability requirements of FAR 15.408(g).)
52.215-18	REVERSION OR ADJUSTMENT OF PLANS FOR POST-RETIREMENT BENEFITS (PRB) OTHER THAN PENSIONS (JUL 2005) (Applicable if this Purchase Order meets the applicability requirements of FAR 15.408(j).)
52.215-19	NOTIFICATION OF OWNERSHIP CHANGES (OCT 1997) (Applicable if this Purchase Order meets the applicability requirements of FAR 15.408(k).)

6. The following FAR clauses apply to this Purchase Order if the value of this Purchase Order equals or exceeds \$550,000:

- 52.215-12 SUBCONTRACTOR COST OR PRICING DATA (OCT 1997) (Applicable if not otherwise exempt under FAR 15.403.)
- 52.215-13 SUBCONTRACTOR COST OR PRICING DATA - MODIFICATIONS (OCT 1997) (Applicable for modifications if not otherwise exempt under FAR 15.403.)
- 52.215-10 PRICE REDUCTION FOR DEFECTIVE COST OR PRICING DATA (OCT 1997) (Applicable if submission of cost or pricing data is required. Rights and obligations under this clause shall survive completion of the Work and final payment under this Purchase Order.)
- 52.215-11 PRICE REDUCTION FOR DEFECTIVE COST OR PRICING DATA - MODIFICATIONS (OCT 1997) (Applicable if submission of cost or pricing data is required for modifications. Rights and obligations under this clause shall survive completion of the Work and final payment under this Purchase Order.)
- 52.219-9 SMALL BUSINESS SUBCONTRACTING PLAN (SEP 2006)
- 52.219-9 SMALL BUSINESS SUBCONTRACTING PLAN ALT II (OCT 2001)

7. The following FAR clauses apply to this Purchase Order if the value of the Purchase Order equals or exceeds \$10,000,000:

- 52.222-24 PREAWARD ON-SITE EQUAL OPPORTUNITY COMPLIANCE EVALUATION (FEB 1999)

DoD FAR SUPPLEMENT (DFARS) FLOWDOWN CLAUSES

REFERENCE TITLE

1. The following DFARS clauses apply to this Purchase Order:

252.204-7000	DISCLOSURE OF INFORMATION (DEC 1991)
252.204-7003	CONTROL OF GOVERNMENT PERSONNEL WORK PRODUCT (APR 1992)
252.204-7005	ORAL ATTESTATION OF SECURITY RESPONSIBILITIES (NOV 2001)
252.209-7004	SUBCONTRACTING WITH FIRMS THAT ARE OWNED OR CONTROLLED BY THE GOVERNMENT OF A TERRORIST COUNTRY (DEC 2006)
252.211-7003	ITEM IDENTIFICATION AND VALUATION (JUN 2005)
252.215-7002	COST ESTIMATING SYSTEM REQUIREMENTS (DEC 2006)
252.223-7004	DRUG-FREE WORK FORCE (SEP 1988)
252.225-7013	DUTY-FREE ENTRY (OCT 2006)
252.225-7014	PREFERENCE FOR DOMESTIC SPECIALTY METALS (JUN 2005) and ALT I (JUN 2005) (Applicable if the Work to be furnished contains specialty metals.)
252.225-7015	RESTRICTION ON THE ACQUISITION OF HAND OR MEASURING TOOLS (JUN 2005)
252.225-7016	RESTRICTION ON ACQUISITION OF BALL AND ROLLER BEARINGS (MAR 2006)
252.225-7019	RESTRICTIONS ON ACQUISITION OF ANCHOR AND MOORING CHAIN (JUN 2005)
252.225-7025	RESTRICTION ON ACQUISITION OF FORGINGS (JUL 2006)
252.225-7030	RESTRICTION ON ACQUISITION OF CARBON, ALLOY, AND ARMOR STEEL PLATE (DEC 2006)
252.225-7031	SECONDARY ARAB BOYCOTT OF ISRAEL (JUN 2005)
252.225-7038	RESTRICTION ON THE ACQUISITION OF AIR CIRCUIT BREAKERS (JUN 2005)
252.227-7013	RIGHTS IN TECHNICAL DATA - NON-COMMERCIAL ITEMS (NOV 1995)

252.227-7014	RIGHTS IN NON-COMMERCIAL COMPUTER SOFTWARE AND NON-COMMERCIAL COMPUTER SOFTWARE DOCUMENTATION (JUN 1995)
252.227-7015	TECHNICAL DATA--COMMERCIAL ITEMS (NOV 1995)
252.227-7016	RIGHTS IN BID OR PROPOSAL INFORMATION (JUN 1995)
252.227-7019	VALIDATION OF ASSERTED RESTRICTIONS - COMPUTER SOFTWARE (JUN 1995)
252.227-7025	LIMITATIONS ON THE USE OR DISCLOSURE OF GOVERNMENT-FURNISHED INFORMATION MARKED WITH RESTRICTIVE LEGENDS (JUN 1995)
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 1999)
252.231-7000	SUPPLEMENTAL COST PRINCIPLES (DEC 1991)
252.243-7001	PRICING OF CONTRACT MODIFICATIONS (DEC 1991)
252.243-7002	REQUESTS FOR EQUITABLE ADJUSTMENTS (MAR 1998)
252.244-7000	SUBCONTRACTS FOR COMMERCIAL ITEMS AND COMMERCIAL COMPONENTS (DoD Contracts) (JAN 2007)
252.246-7001	WARRANTY OF DATA (DEC 1991)
252.247-7023	TRANSPORTATION OF SUPPLIES BY SEA (MAY 2002)
252.247-7024	NOTIFICATION OF TRANSPORTATION OF SUPPLIES BY SEA (MAR 2000)

2. The following DFARS clauses apply to this Purchase Order if the value of this Purchase Order equals or exceeds \$25,000:

252.203-7001 PROHIBITION ON PERSONS CONVICTED OF FRAUD OR OTHER
DEFENSE-CONTRACT-RELATED FELONIES (DEC 2004)

3. The following DFARS clauses apply to this Purchase Order if the value of this Purchase Order equals or exceeds \$550,000:

252.215-7000 PRICING ADJUSTMENTS (DEC 1991)

252.226-7001 UTILIZATION OF INDIAN ORGANIZATIONS AND INDIAN-OWNED
ECONOMIC ENTERPRISES, AND NATIVE HAWAIIAN SMALL BUSINESS
CONCERNS (SEP 2004)

252.249-7002 NOTIFICATION OF ANTICIPATED PROGRAM TERMINATION OR
REDUCTION (DEC 2006)

252.225-7004 REPORTING OF CONTRACT PERFORMANCE OUTSIDE THE UNITED
STATES (MAY 2007)

4. The following DFARS clauses apply to this Purchase Order if the value of this Purchase Order equals or exceeds \$1,000,000:

252.211-7000 ACQUISITION STREAMLINING (DEC 1991)