



## SUBCONTRACTOR (SUPPLIER) CONTRACT FLOW DOWNS FOR GOVERNMENT CONTRACTS

CNT-4008 Rev. C  
Date: 2023-11-21

This form contains standard and mandatory flow down clauses applicable to Government Contracts. This form is found at [www.armorworks.com](http://www.armorworks.com) for all suppliers' reference. The date on the face of the Subcontract, Purchase Order (PO) or Solicitation is the effective date of the clause. Reference to 'award' is inclusive of 'solicitations' when the solicitation is expected to exceed the dollar value shown.

**Example:** The date of 1/1/2022 is on the face of the Purchase Order. The effective date of the flow down FAR 52.202-1 is the most recent date prior to 1/1/2022 or JUN 2020.

The following reference codes are used to identify the dollar threshold requirements for a clause to be in effect.

All	Applicable to all awards, including for commercial items	>500K	Applicable to awards that exceed \$500,000
>10K	Applicable to awards that exceed \$10,000	>650K	Applicable to awards that exceed \$650,000
>15K	Applicable to awards that exceed \$15,000	>700K	Applicable to awards that exceed \$700,000
>25K	Applicable to awards that exceed \$25,000	>2M	Applicable to awards that exceed \$2,000,000
>30K	Applicable to awards that exceed \$30,000	>5.5M	Applicable to awards that exceed \$5,500,000
>250K	Applicable to awards that exceed \$250,000 (Simple Acquisition Threshold)	>50M	Applicable to awards that exceed \$50,000,000
COML	Subcontracts are only required to flow down the following for Commercial Items: 52.203-13, 52.203-15, 52.203-17, 52.203-19, 52.204-21, 52.204-23, 52.204-25, 52.204-27, 52.219-8, 52.222-21, 52.222-26, 52.222-35, 52.222-36, 52.222-40, 52.222-50, 52.222-55, 52.222-62, 52.224-3, 52.225-26, 52.232-40, 52.247-64		
FMS	Applicable only if the Subcontract has been identified as being for a Foreign Military Sale		
SPEC	When Subcontractor's preceding fiscal year: (a) 80% or more of annual gross revenues from Federal Contracts/Subcontracts; and (b) \$25M or more in annual gross		

The following clauses set forth in the Federal Acquisition Regulations (FAR) and Defense Federal Acquisition Regulations Supplement (DFAR) in effect as of the date of the award are incorporated herein by reference with the same force and effect as if they were in full text. In all clauses listed herein, the terms "Government", "Contracting Officer" and "Contractor" shall be applied and revised to suitably identify the contracting parties herein and affect the proper intent of the provision. "Subcontract", however, shall mean "ArmorWorks Subcontractor". Full text

FAR Clause Number	Subcontractor FAR Flow downs	Applicability
2.101	Definitions	All
52.202-1	Definitions	All
52.203-10	Price or Fee Adjustment for Illegal or Improper Activity	All
52.203-11	Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions	150K
52.203-12	Limitation on Payments to Influence Certain Federal Transactions	150K
52.203-13	Contractor Code of Business Ethics and Conduct	6M
52.203-14	Display of Hotline Poster(s)	6M
52.203-16	Preventing Personal Conflicts of Interest	150K
52.203-17	Contractor Employee Whistleblower Rights and Requirement to Inform Employees of Whistleblower Rights	All
52.203-19	Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements	All
52.203-2	Certificate of Independent Price Determination	All
52.203-3	Gratuities	All
52.203-5	Covenant Against Contingent Fees	250K
52.203-6	Restrictions on Subcontractor Sales to the Government	250K
52.203-7	Anti-Kickback Procedures	150K
52.203-8	Cancellation, Rescission, and Recovery of Funds for Illegal or Improper Activity	30K
52.204-10	Reporting Executive Compensation and First-Tier Subcontract Awards	SPEC
52.204-12	Unique Entity Identifier Maintenance	All
52.204-19	Incorporation by Reference of Representations and Certifications	All
52.204-2	Security Requirements	All
52.204-21	Basic Safeguarding of Covered Contractor Information Systems	All
52.204-23	Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab and Other Covered Entities	All
52.204-9	Personal Identity Verification of Contractor Personnel	All
52.209-6	Protecting the Government's Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment	35K
52.211-15	Defense Priority and Allocation Requirement	All
52.212-5	Contract Terms and Conditions Required to Implement Statutes or Executive Orders--Commercial Items	COML



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FAR Clause Number	Subcontractor FAR Flow downs (Continued)	Applicability
52.215-10	Price Reduction for Defective Certified Cost or Pricing Data	2M
52.215-12	Subcontractor Certified Cost or Pricing Data	2M
52.215-13	Subcontractor Cost or Pricing Data -- Modifications	2M
52.215-15	Pension Adjustments and Asset Reversions	All
52.215-18	Reversion or Adjustment of Plans for Postretirement Benefits (PRB) other than Pensions	All
52.215-19	Notification of Ownership Changes	All
52.215-2	Audit and Records -- Negotiation	All
52.215-20	Requirements for Certified Cost or Pricing Data and Data Other Than Certified Cost or Pricing Data	2M
52.215-21	Requirements for Certified Cost or Pricing Data and Data Other Than Certified Cost or Pricing Data -- Modifications	2M
52.215-23	Limitations on Pass-Through Charges	All
52.215-8	Order of Precedence -- Uniform Contract Format	All
52.216-7	Allowable Cost and Payment	All
52.219-8	Utilization of Small Business Concerns	250K
52.219-9	Small Business Subcontracting Plan	750K
52.222-12	Contract Termination -- Debarment	All
52.222-19	Child Labor -- Cooperation with Authorities and Remedies	All
52.222-2	Payment for Overtime Premiums	All
52.222-20	Contracts for Materials, Supplies, Articles and Equipment Exceeding \$15,000	15K
52.222-21	Prohibition of Segregated Facilities	All
52.222-26	Equal Opportunity	150K
52.222-35	Equal Opportunity for Veterans	150K
52.222-36	Equal Opportunity for Workers with Disabilities	15K
52.222-37	Employment Reports on Veterans	150K
52.222-40	Notification of Employee Rights under the National Labor Relations Act	10K
52.222-41	Service Contract Labor Standards	All
52.222-50	Combating Trafficking in Persons	All
52.222-54	Employment Eligibility Verification	All
52.222-55	Minimum Wages under Executive Order 13658	All
52.222-62	Paid Sick Leave Under Executive Order 13706	All
52.223-18	Encouraging Contractor Policies to Ban Text Messaging While Driving	All
52.223-20	Aerosols	All
52.223-21	Foams	All
52.223-6	Drug-Free Workplace	All
52.224-3	Privacy Training	All
52.225-1	Buy American - Supplies	All
52.225-13	Restriction on Certain Foreign Purchases	All
52.225-5	Trade Agreements	All
52.227-1	Authorization and Consent	All
52.227-14	Rights in Data -- General	All
52.227-2	Notice and Assistance Regarding Patent and Copyright Infringement	All
52.228-4	Works' Compensation and War-Hazard Insurance Overseas	All
52.228-7	Insurance -- Liability to Third Persons	All
52.229-3	Federal, State, and Local Taxes	All
52.229-4	Federal, State and Local Taxes (State and Local Adjustments)	All
52.230-2	Cost Accounting Standards (Deviation 2018-00015)	2M
52.230-4	Disclosure and Consistency of Cost Accounting Practices -- Foreign Concerns	2M



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FAR Clause Number	Subcontractor FAR Flow downs (Continued)	Applicability
52.230-6	Administration of Cost Accounting Standards	2M
52.232-11	Extras	All
52.232-20	Limitation of Cost	All
52.232-22	Limitation of Funds	All
52.232-23	Assignment of Claims	All
52.232-39	Unenforceability of Unauthorized Obligations	All
52.232-40	Providing Accelerated Payments to Small Business Subcontractors	All
52.233-1	Disputes	All
52.233-3	Protest After Award	All
52.233-4	Applicable Law for Breach of Contract Claim	All
52.234-4	Earned Value management System	All
52.242-1	Notice of Intent to Disallow Costs	All
52.242-13	Bankruptcy	All
52.242-15	Stop-Work Order	All
52.242-15	Stop-Work Order -- Alternate I	All
52.242-17	Government Delay of Work	All
52.243-1	Changes -- Fixed Price	All
52.243-2	Changes -- Cost-Reimbursement	All
52.244-2	Subcontracts	All
52.244-5	Competition in Subcontracting	All
52.244-6	Subcontracts for Commercial Items	All
52.245-1	Government Property	All
52.245-9	Use and Charges	All
52.246-11	Higher-Level Contract Quality Requirements	All
52.246-2	Inspection of Supplies-- Fixed-Price	All
52.246-23	Limitation of Liability	All
52.246-24	Limitation of Liability -- High-Value Items	All
52.246-3	Inspection of Supplies -- Cost-Reimbursement	All
52.246-4	Inspection of Services -- Fixed-Price	All
52.247-64	Preference for Privately Owned U.S.-Flag Commercial Vessels	All
52.248-1	Value Engineering	150K
52.249-14	Excusable Delays	All
52.249-2	Termination for Convenience of the Government (Fixed-Price)	All
52.249-6	Termination (Cost-Reimbursement)	All
52.249-8	Default (Fixed-Price Supply and Service)	All
52.252-2	Clauses Incorporated by Reference	All
52.252-6	Authorized Deviations in Clauses	All
52.253-1	Computer Generated Forms	All

DFARS Clause Number	Subcontractor DFARS Flow downs	Applicability
202.101	Definitions	All
252.203-7000	Requirements Relating to Compensation of Former DoD Officials	All
252.203-7001	Prohibition on Persons Convicted of Fraud or Other Defense-Contract-Related Felonies	All
252.203-7002	Requirement to Inform Employees of Whistleblower Rights	All



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DFARS Clause Number	Subcontractor DFARS Flow downs (Continued)	Applicability
252.203-7003	Agency Office of the Inspector General	All
252.203-7004	Display of Fraud Hotline Posters	6M
252.204-7000	Disclosure of Information	All
252.204-7006	Billing Instructions	All
252.204-7009	Limitations on the Use or Disclosure of Third-Party Contractor Reported Cyber Incident Information	All
252.204-7012	Safeguarding Covered Defense Information and Cyber Incident Reporting	All
252.204-7014	Limitations o the Use or Disclosure of Information by Litigation Support Contractors	All
252.204-7015	Notice of Authorized Disclosure of Information for Litigation Support	All
252.205-7000	Provision of Information to Cooperative Agreement Holders	All
252.208-7000	Intent to Furnish Precious Metals as Government-Furnished Material	All
252.209-7002	Disclosure of Ownership or Control by a Foreign Government	All
252.209-7004	Subcontracting with Firms that are Owned or Controlled by the Government of a Country that is a State Sponsor of Terrorism	All
252.211-7003	Item Unique Identification and Valuation	All
252.215-7002	Cost Estimating System Requirements	50M
252.215-7014	Exception from Certified Cost or Pricing Data Requirements for Foreign Military Sales Indirect Offsets	FMS
252.219-7003	Small Business Subcontracting Plan (DOD Contracts) -- Basic	750K
252.219-7003	Small Business Subcontracting Plan (DoD Contracts -- Alternate I (Deviation 2018-O0007)	750K
252.222-7006	Restrictions on the Use of Mandatory Arbitration Agreements	All
252.223-7002	Safety Precautions for Ammunition and Explosives	All
252.223-7004	Drug-Free Work Force	All
252.223-7008	Prohibition of Hexavalent Chromium	All
252.225-7000	Buy American -- Balance of Payments Program Certificate -- Basic	All
252.225-7001	Buy American Act and Balance of Payments Program	All
252.225-7002	Qualifying Country Sources as Subcontractors	All
252.225-7004	Report of Intended Performance Outside the United States and Canada -- Submission after Award	15M
252.225-7008	Restriction on Acquisition of Specialty Metals	All
252.225-7012	Preference for Certain Domestic Commodities	150K
252.225-7016	Restriction on Acquisition of Ball and Roller Bearings	All
252.225-7021	Trade Agreements -- Basic	All
252.225-7030	Restriction on Acquisition of Carbon, Alloy, and Armor Steel Plate	All
252.225-7035	Buy American -- Free Trade Agreements -- Balance of Payments Program Certificate -- Basic	All
252.225-7036	Buy American -- Free Trade Agreements -- Balance of Payments Program -- Basic	All
252.225-7048	Export Controlled items	All
252.225-7978	Restriction on Acquisition of Certain Magnets ad Tungsten (Deviation 2019-O0006)	All
252.226-7001	Utilization of Indian Organizations and Indian-Owned Economic Enterprises -- DoD Contracts	500K
252.227-7013	Rights in Technical Data -- Noncommercial Items	All
252.227-7016	Rights in Bid or Proposal Information	All
252.227-7027	Deferred Ordering of Technical Data or Computer Software	All
252.227-7030	Technical Data -- Withholding of Payment	All
252.227-7037	Validation of Restrictive Markings on Technical Data	All
252.231-7000	Supplemental Cost Principles	All
252.232-7010	Levies on Contract Payments	All
252.234-7003	Notice of Cost and Software Data Reporting System -- Basic	50M
252.234-7004	Cost and Software Data Reporting System -- Basic	50M
252.243-7001	Pricing of Contract Modifications	All
252.243-7002	Requests for Equitable Adjustment	All



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DFARS Clause Number	Subcontractor DFARS Flow downs (Continued)	Applicability
252.244-7000	Subcontracts for Commercial Items and Commercial Components	All
252.245-7001	Tagging, Labeling, and Marking of Government-Furnished Property	All
252.245-7002	Reporting Loss of Government Property	All
252.246-7006	Warranty Tracking of Serialized Items	All
252.246-7007	Contractor Counterfeit Electronic Part Detection and Avoidance System	All
252.246-7008	Sources of Electronic Parts	All

United States Code	Subcontractor US Code Flow downs	Applicability
10 USC 2306a	Cost or Pricing Data: Truth in Negotiations	2M
41 USC Chapter 35	Truthful Cost or Pricing Data	2M

Code of Federal Regulations	Subcontractor Code of Federal Regulations (CFR) Flow downs	Applicability
41 CFR 60-300.5(a)	Equal Opportunity Clause	All
41 CFR 60-741.5(a)	Equal Opportunity Clause	All
48 CFR 52.222-57	Representation Regarding Compliance with Labor Law (Executive Order 13673)	All



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If Federal Contract Number FA8219-20-C-0006 appears on the face of the purchase order, the following terms also apply:

**Inspection and Government Inspection Rights**

ArmorWorks and Armorworks customer, the Prime Contractor and the US Government, through their authorized representatives, have the right at all reasonable times, to inspect or otherwise evaluate the work performed or being performed by the Subcontractor (Supplier). DCMA Special Programs shall have the right, at all reasonable times to inspect Subcontractor (Supplier).

This right of inspection includes but is not limited to; this program and technical data, in-process work, data deliverables, deliverable materials and test information to perform their roles and responsibilities for Contract Management and Risk Assessment throughout the period of performance.

FAR Clause Number	Subcontractor FAR Flow downs	Applicability
52.203-18	Prohibition on Contracting with Entities that Require Certain Internal Confidentiality Agreements or Statements-Representation	All
52.209-5	Certification Regarding Responsibility Matters	250K
52.209-9	Updates of Publicly Available Information Regarding Responsibility Matters	All
52.211-5	Material Requirements (AUG 2000)	All
52.215-11	Price Reduction for Defective Certified Cost or Pricing Data-Modifications	2M
52.215-14	Integrity of Unit Prices (NOV 2021)	250K
52.215-22	Limitations on Pass-Through Charges	All
52.222-1	Notice to the Government of Labor Disputes	All
52.222-4	Contract Worker Hours and Safety Standards Act-Overtime Premiums	150K
52.222-22	Previous Contracts and Compliance Reports	All
52.222-51	Exemption from Application of the Service Contract Labor Standards to Contracts for Maintenance, Calibration, or Repair of Certain Equipment--Requirements (MAY	All
52.223-3	Hazardous Material Identification and Material Safety Data	All
52.223-7	Notice of Radioactive Materials (JAN 1997)	All
52.223-11	Ozone-Depleting Substances and High Global Warming Potential Hydrofluorocarbons (JUN 2016)	All
52.224-2	Privacy Act (APR 1984)	All
52.225-5	Trade Agreements	180K
52.225-8	Duty-Free Entry (OCT 2010)	250K
52.227-10	Filing of Patent Applications - Classified Subject Matter (DEC 2007)	All
52.227-11	Patent Rights -- Ownership by the Contractor (MAY 2014)	All
52.227-9	Refund of Royalties (APR 1984)	All
52.228-5	Insurance - Work on a Government Installation (JAN 1997)	250K
52.230-3	Disclosure and Consistency of Cost Accounting Practices (JUN 2020)	2M
52.234-1	Industrial Resources Developed Under Title III Defense Production Act (SEP 2016)	All
52.247-63	Preference for U.S.-Flag Air Carriers (JUN 2003)	250K

DFARS Clause Number	Subcontractor DFARS Flow downs	Applicability
252.204-7008	Compliance with Safeguarding Covered Defense Information Controls	All
252.222-7000	Restrictions on Employment of Personnel	All
252.223-7001	Hazard Warning Labels	All
252.225-7007	Prohibition on Acquisition of Certain Items from Communish Chinese Military Companies	All
252.225-7009	Restriction on Acquisition of Certain Articles Containing Specialty Metals (JAN 2023)	250K
252.225-7013	Duty Free Entry (DEC 2022)	All
252.225-7031	Secondary Arab Boycott of Israel	All
252.225-7052	Restriction on the Acquisition of Certain Magnets, Tantalum, and Tungsten	250K
252.227-7015	Technical Data - Commercial Items	All
225.227-7017	Identification and Asertion of Use, Release or Disclosure Restrictions	All
252.246-7003	Notification of Potential Safety Issues	All
252.249-7002	Notification of Anticipated Contract Terminations or Reductions	All

Code of Federal Regulations	Subcontractor Code of Federal Regulations (CFR) Flow downs	Applicability
22 CFR 120-130	International Traffic in Arms Regulations	All
41 CFR 60-1.4(a)	Equal Opportunity Clause - Government Contracts	All