

TIER III NASA Subcontracts Rev C

The following Federal Acquisition Regulation (“FAR”) and NASA NFS FAR supplement clauses are incorporated by reference to the extent indicated below. The effective version of each clause shall be the clauses in effect on the date of Subcontract issuance. For purposes of this introductory paragraph and the headings below, the term Subcontract shall include any agreement between Tendeg and Seller, to include Subcontracts, Task Orders, Purchase Orders, Indefinite Delivery, Indefinite Quantity (IDIQ) Agreements and Basic Ordering Agreements. In all cases, clauses shall be interpreted to apply to “Seller”, or the company in receipt of the Subcontract including this attachment, as necessary to reflect the position of Seller as a subcontractor or supplier to Tendeg, to ensure Seller’s obligations to Tendeg, and to enable Tendeg to meet obligations to its customer, except that in those clauses conferring any intellectual property rights or financial audit rights to the Government, the term “Government” or “Contracting Officer” retains its literal meaning and is not to be construed as “Tendeg”. Without limiting the foregoing: (1) unless the context of the clause or applicable law requires otherwise, the term “Contractor” shall mean “Seller” the term “Contract” shall mean the Subcontract as the term is defined above the term “Subcontractor” shall mean Seller’s subcontractor, and the terms “Government”, “Contracting Officer” and equivalent phrases shall mean Tendeg and Tendeg’s Purchasing or Subcontracts Representative, respectively; (2) the words “Government” and “Contracting Officer” do not change when a right, act, authorization or obligation can be granted or performed only by the Government; (3) where a clause specifies the number of days in which Seller must act, that number shall be reduced by one third; and (4) any reference to a “Disputes” clause shall mean the “Disputes” clause of the Order between the Parties. This Subcontract incorporates one or more clauses by reference, with the same force and effect as if they were given in full text. The full text of a clause may be accessed electronically at this/these address(es): <https://www.acquisition.gov/>. Seller shall flow all applicable clauses to all sub-tier subcontracts and orders under this Subcontract.

Clauses Applicable to all Subcontracts

52.203-19	Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements
52.209-10	Prohibition on Contracting with Inverted Domestic Corporations
52.222-1	Notice to the Government of Labor Disputes
52.222-21	Prohibition of Segregated Facilities
52.222-26	Equal Opportunity
52.222-50	Combating Trafficking in Persons (NOV 2025) (Class Deviation RFO-2025-22)
52.222-90	Addressing DEI Discrimination by Federal Contractors (APR 2026) (Class Deviation RFO-2025-22, Supplement 1)
52.223-3	Hazardous Material Identification and Material Safety Data (NOV 2025) (Class Deviation RFO-2025-23, Supplement 1)
52.232-39	Unenforceability of Unauthorized Obligations in All Solicitations and Contracts

52.232-40	Providing Accelerated Payments to Small Business Concerns (applies only if Seller is a small business as designated in SAM.gov and Tendege has received accelerated payments under its parent contract)
52.233-3	Protest After Award (NOV 2025) (Class Deviation RFO-2025-33) (if cost plus type contract Alternate I shall apply)
52.233-4	Applicable Law for Breach of Contract Claim
52.234-1	Industrial Resources Developed Under Title III, Defense Production Act (NOV 2025) (Class Deviation RFO-2025-34)
52.240-91	Security Prohibitions and Exclusions (NOV 2025) (Class Deviation RFO-2025-40)
52.240-92	Security Requirements (NOV 2025) (Class Deviation RFO-2025-40)
52.240-93	Basic Safeguarding of Covered Contractor Information Systems (NOV 2025) (Class Deviation RFO-2025-40)
52.242-15	Stop-Work Order (Alternate I shall be applicable to cost reimbursement contracts)
52.243-1	Changes- Fixed Price (applicable only to fixed price contracts)
52.244-6	Subcontracts for Commercial Products and Commercial Services (not applicable to commercial products and services meeting the FAR 2.1 definition of Commercial Product or Commercial Service)
52.246-26	Reporting Nonconforming Items
1852.203-71	Requirement to Inform Employees of Whistleblower Rights
1852.215-84	Ombudsman
1852.225-70	Export Licenses (not applicable to Subcontracts with foreign Sellers)
1852.237-73	Release of Sensitive Information

Clauses Applicable to all Subcontracts exceeding \$2,500

52.222-41	Service Contract Labor Standards (NOV 2025) (Class Deviation RFO-2025-22) (not applicable for work performed exclusively outside the United States)
52.222-55	Minimum Wages for Contractor Workers Under Executive Order 14026 (NOV 2025) (Class Deviation RFO-2025-22) (not applicable for work performed exclusively outside the United States)

52.222-62 Paid Sick Leave Under Executive Order 13706 (NOV 2025) (Class Deviation RFO-2025-22) (not applicable for work performed exclusively outside the United States)

Clauses Applicable to all Subcontracts exceeding \$15,000

52.225-1 Buy American (NOV 2025) (Class Deviation RFO-2025-25)

Clauses Applicable to all Subcontracts exceeding \$20,000

52.222-36 Equal Opportunity for Workers with Disabilities (NOV 2025) (Class Deviation RFO-2025-22) (does not apply to: Subcontracts under \$20,000; and when work is performed, or the recruitment of workers is performed, outside in the United States or its territories)

Clauses Applicable to all Subcontracts exceeding \$40,000

52.204-10 Reporting Executive Compensation and First-Tier Subcontract Awards (NOV 2025) (Class Deviation RFO-2025-04) (not applicable to Subcontracts under \$40,000 or if an exemption applies under FAR 4.6)

Clauses Applicable to all Subcontracts exceeding \$45,000

52.209-6 Protecting the Government's Interest when Subcontracting with Contractors Debarred, Suspended, Proposed for Debarment, or Voluntarily Excluded (not applicable to Subcontracts under \$45,000)

Clauses Applicable to Subcontracts exceeding the \$200,000

52.203-7 Anti-Kickback Procedures

52.203-11 Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions

52.203-12 Limitation on Payments to Influence Certain Federal Transactions

52.222-4 Contract Work Hours and Safety Standards-Overtime Compensation (NOV 2025) (Class Deviation RFO-2025-22) (not applicable to commercial products or commercial services meeting the definition in FAR 2.1; for supplies that include incidental services not requiring substantial employment of laborers or mechanics; or work performed outside of the United States, Puerto Rico, American Samoa, Guam, the U.S. Virgin Islands, Johnston Island, Wake Island, and the outer Continental Shelf as defined in the Outer Continental Shelf Lands Act 43 U.S.C. 1331)

52.222-35 Equal Opportunity for Veterans (NOV 2025) (Class Deviation RFO-2025-22) (not applicable if work under the Subcontract is performed outside of the United States and its territories)

Applicable to Subcontracts Over \$174,000

52.225-5 Trade Agreements (applies if the Subcontract contains other than U.S. made or designated country end products)

Clauses Applicable to Subcontracts exceeding the Simplified Acquisition Threshold (\$350,000)

52.203-3 Gratuities

52.203-6 Restrictions on Subcontractor Sales to the Government

52.203-8 Cancellation, Rescission, and Recovery of Funds for Illegal or Improper Activity (does not apply to Commercial Products or Commercial Services meeting the FAR 2.1 definition)

52.203-10 Price or Fee Adjustment for Illegal or Improper Activity (not applicable to Commercial Products or Commercial Services meeting the FAR 2.1 definition)

52.209-5 Certification Regarding Responsibility Matters (AUG 2020)

52.215-2 Audit and Records-Negotiation (not applicable to Subcontracts for Commercial Products or Commercial Services meeting the definition in FAR 2.1)

52.215-14 Integrity of Unit Prices (does not apply to service Subcontracts where supplies are not required or to Commercial Products or Commercial Services meeting the FAR 2.1 definition)

52.219-8 Utilization of Small Business Concerns (NOV 2025) (Class Deviation RFO-2025-19) (does not apply to: small business concerns; personal services contracts; or for work to be performed entirely outside of the United States and its territories)

52.222-40 Notification of Employee Rights under the National Labor Relations Act (NOV 2025) (Class Deviation RFO-2025-22) (does not apply to work performed exclusively outside of the United States and its territories)

52.225-8 Duty-Free Entry (for Subcontracts that may include products imported into the United States and for which duty-free entry may be obtained in accordance with FAR 25.903(a))

52.229-3 Federal, State, and Local Taxes (not applicable if all work performed under the Subcontract is outside of the United States and its territories; or is not a fixed price contract type)

52.232-17 Interest

52.242-13 Bankruptcy

52.244-5	Competition in Subcontracting (not applicable to: firm-fixed price contracts awarded on the basis of adequate competition; or to time-and-materials or labor-hour contracts)
52.246-2	Inspection of Supplies-Fixed-Price (applicable to Subcontract for supplies or services that involve the furnishing of supplies and the Subcontract is a fixed-price contract type)
52.246-4	Inspection of Services-Fixed-Price (applicable to Subcontract for services or supplies that involve the furnishing of services and Subcontract type is fixed-priced)
52.246-7	Inspection of Research and Development-Fixed-Price (applicable if the primary objective of the Subcontract is the delivery of end items other than designs, drawings, or reports, the contract type and the contract type is fixed price)
52.246-16	Responsibility for Supplies (only applies to fixed priced Subcontracts)
52.246-23	Limitation of Liability (applicable to end items that are not high-value items; does not apply to service Subcontracts where supplies are not required or to Commercial Products or Commercial Services meeting the FAR 2.1 definition)
52.246-24	Limitation of Liability-High Value Items (applicable to end items that are high value; and does not apply to service Subcontracts where supplies are not required or to Commercial Products or Commercial Services meeting the FAR 2.1 definition)
52.246-25	Limitation of Liability Services (applicable to Subcontracts requiring the performance of services; and (does not apply to service Subcontracts where supplies are not required or to Commercial Products or Commercial Services meeting the FAR 2.1 definition)
52.249-2	Termination for Convenience of the Government (Fixed-Price) (applicable to fixed-price contracts only)
52.249-8	Default (Fixed-Price Supply and Service) (APR 1984)
52.249-9	Default (Fixed-Price Research and Development) (applies only to fixed price Subcontracts for research and development)
1852.228-76	Cross-waiver of Liability for International Space Station Activities.
1852.246-72	Material Inspection and Receiving Report (not applicable if there are not separate and distinct deliverables)

Clauses Applicable to Subcontracts exceeding \$500,000

1852.223-75	Major Breach of Safety or Security
1852.244-70	Geographic Participation in the Aerospace Program (not applicable to Subcontracts that will be performed exclusively outside the United States)

Applicable to Subcontracts Over \$900,000

52.219-9	Small Business Subcontracting Plan (NOV 2025) (Class Deviation RFO-2025-19) (unless Seller is a designated Small Business in SAM.gov)
1852.219-75	Individual Subcontracting Reports (applies only when FAR 52.219-9 is applicable)
1852.219-77	NASA Mentor-Protégé Program, (applies only when FAR 52.219-9 is applicable)

Applicable to Time-&-Material and Labor-Hour, & Cost Reimbursable Subcontracts

52.212-4 Alt I	Contract Terms and Conditions-Commercial Products and Commercial Services (Alt I is applicable only to time-&-material and labor hour contracts)
52.216-7	Allowable Cost and Payment (applies only to the material portion of time and materials and cost-plus contracts; does not apply to labor-hour contracts)
52.216-8	Fixed Fee (applies if Subcontract includes a fixed-fee)
52.222-2	Payment for Overtime Premiums (not applicable if subcontract is below the simplified acquisition threshold)
52.232-22	Limitation of Funds (if Subcontract is incrementally funded)

Applicable Only to the Extent Indicated

52.203-15	Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009 (if the subcontract is funded under the Recovery Act)
52.203-17	Contractor Employee Whistleblower Rights and Requirements to Inform Employees of Whistleblower Rights (does not apply to DoD, NASA or intelligence community subcontracts)
52.204-9	Personal Identity Verification of Contractor Personnel (if Seller has routine access needs to Government facilities or systems)

52.204-21	Basic Safeguarding of Covered Contractor Information Systems (applicable to Subcontracts when the Seller or subcontractor at any tier may have Federal contract information residing or transiting through its information system)
52.211-5	Material Requirements (JUN 2025) (Class Deviation RFO-2025-11) (not applicable to Commercial Products meeting the definition in FAR 2.1)
52.211-15	Defense Priority and Allocation Requirements (applies if the Subcontract is a rated order)
52.212-4	Contract Terms and Conditions-Commercial Products and Commercial Services (applicable only to Subcontracts meeting the FAR 2.1 definition of Commercial Products or Commercial Services)
52.215-17	Waiver of Facilities Capital Cost of Money (if Subcontract is subject to FAR 31.2 and Seller did not propose facilities capital cost of money)
52.215-21	Requirements for Certified Cost or Pricing Data and Data Other Than Certified Cost or Pricing Data-Modifications (NOV 2025) (Class Deviation RFO-2025-15)
52.215-23	Limitations on Pass-Through Charges (NOV 2025) (Class Deviation RFO-2025-15)
52.222-3	Hazardous Material Identification and Material Safety Data (applicable only to Subcontracts that require the delivery of hazardous materials)
52.222-37	Employment Reports on Veterans (NOV 2025) (Class Deviation RFO-2025-22) (applies only if clause 52.222-35 is applicable)
52.222-54	Employment Eligibility Verification (NOV 2025) (Class Deviation RFO-2025-22) (not applicable to work performed exclusively outside of the United States and its territories, to period of performance less than 120 days, or to Commercially available off the shelf items meeting the FAR 2.1 definition)
52.223-5	Pollution Prevention and Right-to-Know Information (if Subcontract involves performance, in whole or in part, on a Federal facility)
52.223-7	Notice of Radioactive Materials (NOV 2025) (Class Deviation RFO-2025-23 Supplement 1) (applicable only to Subcontracts of supplies that are or that contain radioactive material requiring specific licensure or radioactive material not requiring specific licensing in which the specific activity is greater than 0.002 microcuries per gram or the activity per item equals or exceeds 0.01 microcuries. Such supplies include, but are not limited to, aircraft, ammunition, missiles, vehicles, electronic tubes, instrument panel gauges, compasses, and identification markers)

52.223-11	Ozone-Depleting Substances and High Global Warming Potential Hydrofluorocarbons (NOV 2025) (Class Deviation RFO-2025-23 Supplement 1) (applicable to Subcontracts for refrigeration equipment, air conditioning equipment, clean agent fire suppression systems/equipment, bulk refrigerants and fire suppressants, solvents, dusters, freezing compounds, mold release agents, and any other miscellaneous chemical specialty that may contain ozone-depleting substances or high global warming potential hydrofluorocarbons, corrosion prevention compounds, foam sealants, aerosol mold release agents, and any other preservative or sealing compound that may contain ozone-depleting substances or high global warming potential hydrofluorocarbons, fluorocarbon lubricants, or any other manufactured end products that may contain or be manufactured with ozone-depleting substances.
52.227-1	Authorization and Consent (optional when using simplified acquisition procedures; prohibited if both performance and delivery are outside of the United States and its territories)
52.227-2	Notice and Assistance Regarding Patent and Copyright Infringement (if 52.227-1 is included)
52.227-9	Refund of Royalties (applicable to fixed-price Subcontracts when royalties may be paid under the Subcontract)
52.227-11	Patent Rights-Ownership by the Contractor (applicable to inventions made in the performance of the work under a Government Subcontract)
52.227-14	Rights in Data-General (applicable if data will be produced, furnished, or acquired under the Subcontract, not applicable to the acquisition of existing data, commercial computer software, or is to be performed outside of the United States and its territories)
52.227-16	Additional Data Requirements (applicable to contracts involving experimental, developmental, research, or demonstration work, unless all the requirements for data are believed to be known at the time of Subcontract award and are specified in the Subcontract)
52.227-17	Rights in Data-Special Works (applies to the production and compilation of data for other than limited rights or restricted computer software)
52.232-32	Performance-Based Payments (applicable only to fixed price Subcontracts with performance-based payments)
52.245-1	Government Property (if Subcontract involves Government Property)
52.245-9	Use and Charges (applicable when clause 52.245-1 is applicable)

52.247-63	Preference for U.S.-Flag Air Carriers (applicable if Seller personnel will use international air travel in the performance of this Subcontract and does not apply to Subcontracts under \$230,000, or to Commercial Products or Commercial Services meeting the FAR 2.1 definition)
52.247-64	Preference for Privately Owned U.S.-Flag Commercial Vessels (NOV 2025) (Class Deviation RFO-2025-47) (not applicable for subcontracts or purchase orders for the acquisition of commercial products or services; applicable when a Subcontract may involve ocean transport of supplies subject to the Cargo Preference Act of 1954)
1852.204-76	Security Requirements for Unclassified Information Technology Resources (applies only when Seller will have physical or electronic access to NASA's computer systems, networks, or IT infrastructure; or use information systems to generate, store, process, or exchange data with NASA or on behalf of NASA, regardless of whether the data resides on a NASA or a contractor's information system)
1852.227-11	Patent Rights—Ownership by the Contractor (applicable if FAR 52.227–11 is applicable, however FAR 52.227-11 shall be modified as set forth in this clause)
1852.227-14	Rights In Data—General (applicable if FAR 52.227–14 is applicable, however FAR 52.227-14 shall be modified as set forth in this clause)
1852.227-72	Designation of New Technology Representative and Patent Representative (applicable if FAR 52.227–11 is applicable)
1852.237-72	Access to Sensitive Information (applicable if Subcontract is for services that may require access to sensitive information belonging to other companies or generated by the Government)
1852.245–74	Identification and Marking of Government Equipment (applicable if FAR 52.245-1 is applicable or a Subcontract for the delivery of supplies)
1852.245–75	Property Management Changes (applicable to Subcontracts that provide for progress payments or include any of the property clauses prescribed in FAR Part 45)
1852.245–78	Physical Inventory of Capital Personal Property (applicable to cost reimbursement and fixed-price Subcontracts that provide Government property)