



**ANNUAL SUPPLIER REGISTRATION DATA,
REPRESENTATIONS & CERTIFICATIONS**

Refs: Code of Federal Regulations (CFR);
Federal Acquisition Regulation (FAR);
Department of Defense FAR Supplement
(DFARS); et al.

Supplier: Pacific Scientific (PSEMC) must gather and maintain certain registration data from all **Suppliers**.

Scientific must also gather additional representations and certifications from **Suppliers** who do (or want to) provide goods and services in support of a U.S. Government (USG) contract. This form is for gathering both the required registration information and, when applicable, the additional representations and certifications.

1. All **Suppliers**, regardless of business size, solicitation type or dollar amount, must complete Section's A, C and E in their entirety.
 - a. All Foreign **Suppliers** must also complete section B;
 - b. All Small Business **Suppliers** must also complete Section C; and
2. Any **Suppliers** who do (or want to) provide PSEMC with goods or services in support of a USG contract must also complete section D.
3. Only, **Suppliers** who will (or want to) provide goods and services for Commercial contracts are required to update this form every three years. Section D, is not applicable for Commercial Contracts.

Note: Some of the representations and certifications herein are similar to those solicited via the USG's representations and certifications database (e.g. SAM.gov). However, a **Supplier's** USG representations and certifications may not be used in lieu of this form. Additionally, certain other solicitation-specific and procurement-specific policies and procedures may require additional representations and certifications from **Supplier**.

SECTION A: Supplier Registration

Part I - Business Name and Address

Business Name:	Remit Name (if different from business name):
DBA or Division (if applicable):	
Address (Number, Street, Apt. or Suite)	Remit to Address (PO Box or Street Address):
City, County and State:	City, County and State:
Country	Country
Zip +4 or Postal Code	Zip +4 or Postal Code
Telephone	Facsimile

Part II – Foreign Account Tax Compliance Act (FATCA); Federal Tax Identification Number (TIN); Employer Identification Number (EIN) or Social Security Number (SSN) - FAR 52.204-3

Supplier is Foreign Person as defined by the Internal Revenue Service (RS) (Foreign **Suppliers**: Proceed to Part III and also complete Section B)

OR

Supplier is a U.S. Person as defined by the IRS, which includes:

- An individual who is a U.S. citizen or U.S. resident alien;
- A partnership, cooperation, company, or association created or organized in the United States or under the laws of the United States;
- An estate (other than a foreign estate); or
- A domestic trust (as defined in Regulations section (301.7701-7))

If **Supplier** is a U.S. Person as defined by the IRS (see above), enter **Supplier's** TIN:

EIN	OR	SSN	
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FATCA Exemptions (see instructions to Form W-9 available from the IRS at http://www.irs.gov/pub/irs-pdf/fw9.pdf):

- (a) Exempt payee code (if any)
(b) Exemption from FATCA reporting code (if any)

Supplier hereby certifies, under penalties of perjury, that:

- Supplier hereby is a U.S. Person as defined by the IRS (see above); AND
Supplier's TIN provided above is correct (or Supplier is waiting for a TIN to be issued); AND
Supplier is not subject to backup withholding because:
a) Supplier is exempt from backup withholding; or
b) Supplier has not been notified by the IRS that Supplier is subject to backup withholding due to a failure to report all interest or dividends; or
c) The IRS has notified Supplier that it is no longer subject to backup withholding.

Part III: Business Information

- (a) Supplier: You must provide your Data Universal Number System (DUNS) Number AND your Parent Company's DUNS Number (applicable only if Supplier has a Parent Company). DUNS Numbers are issued by Dun & Bradstreet (800) 234-3867:

Supplier's DUNS Number (required):

Grid for entering Supplier's DUNS Number

Supplier's Parent Company DUNS Number (required if applicable):

Grid for entering Supplier's Parent Company DUNS Number

- (b) Supplier is (is not) registered with the U.S. Government's Central Contractor Registration (CCR) database (or any successor USG database; e.g., the System for Award Management at www.SAM.gov).

All Suppliers registered with the CCR database must provide their assigned 5-character Commercial and Government Entity (CAGE) or NATO Commercial and Government Entity (NCAGE) code:

Cage Code: OR NCAGE Code:

- (c) Provide Supplier's physical business location information:

Business Name:

D/b/a or Division (if applicable):

Supplier's Physical Location Address (Number, Street, Apt. or Suite):

City, County, and State:

Congressional District (if applicable):

Country: Zip + 4 or Postal Code:

Telephone: Facsimile:



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(d) Is Supplier's physical business location different from Supplier's primary performance location?

Yes No

If YES, complete (e) and (f), below, before proceeding to (g).

If NO, Supplier is not required to answer or complete (e) or (f), below, and should proceed directly to (g).

(e) Provide Supplier's primary performance location information:

Business Name:

D/b/a or Division (if applicable):

Supplier's Physical Location Address (Number, Street, Apt. or Suite):

City, County, and State:

Congressional District (if applicable):

Country: Zip + 4 or Postal Code:

Telephone: Facsimile:

(f) Does Supplier have multiple performance locations in addition to the location provided above? Yes No

If YES, Supplier acknowledges and agrees to provide PSEMC, in Supplier's proposal at time of the solicitation, with the actual performance location address applicable to each subcontract or Purchase Order issued by PSEMC.

(g) Supplier's Business Status (check only one box) FAR 52.215-6:

Individual / Sole Proprietor C Corporation S Corporation Trust / Estate Partnership
Government Agency Non-Profit Organization Private Foundation Non-US Entity

(h) Supplier's Business Activity:

Rentals Royalties Consultant / Professional Fee Merchandise (goods) only
Medical / Health Care Merchandise and Services Legal Firm / Attorney / Lawyer Services only

(i) Supplier's Business Type

Manufacturing Distributor Manufacturing / Distributor Fabricator
Consultant Processor Services / Software
Other:

(j) Supplier's represents and certifies that is a (check only one) FAR 19.304:

Large Business OR Non-U.S. Entity OR Small Business, as defined at www.sba.gov, (Small Business Suppliers must also complete the representations in Section C, below);

AND that it falls into one or more of the following business categories (check all that apply):

Woman Owned Minority Owned Veteran Owned Service Disabled Veteran Owned
Native American Indian Owned Historical Black College / Minority institution HUB Zone located Not Applicable



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- (k) Supplier further represents that:
It [] does [] does not have property accountable to PSEMC prime contracts in its possession or control; and the PSEMC Business Unit (s) involved is (are) (check all that apply):
[] Chandler, AZ [] Hollister, CA [] Valencia, CA
(l) U.S. Department of State Directorate of Defense Trade Controls ("DDTC") Registration Representation (see Code of Federal Regulations Title 22, Part 122 (22 CFR part 122))

Supplier engages in the business of either manufacturing or exporting defense related articles or furnishing defense services (check only one box): [] Yes [] No

If YES, does Supplier have a current registration on file within the DDTC (check only one box): [] Yes [] No
If NO, provide the reason why (22 CFR 122.1(b)):

- (m) Supplier is ISO Certified (check only one box): [] Yes [] No
If YES, Indicate specific ISO Certification(s):

If NO, provide the following:
Quality Manager's name:

Quality Level:

- (n) Supplier's email address:

SECTION B: Applicable Only to Foreign Suppliers

Does the Supplier derive any U.S.-source income?

[] Yes [] No

If YES, complete both section B (1) and Section B (2) below.

If NO, complete Section B (1) below.

- (1) [] Supplier hereby represents or acknowledges that:
a. Supplier is responsible for completing the appropriate form W-8 because the Supplier is the recipient of an amount subject to U.S. withholding tax under Internal Revenue Code (IRC) Section 1441 or 1442 (Links for Internal Revenue Service forms and instructions are provided below);
b. Supplier shall submit the completed appropriate W-8 to PSEMC prior to award of the Purchase Order; and ,
c. Supplier's income is derived as follows: % U.S. Source % Foreign (Non-U.S. Source)
(Reference Table 1 below)



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Table 1: Source Rules for Income for Foreign (non-U.S.) Suppliers

Income Type	Factor (Locale) Determining Source
Business Income: Personal / Business / Professional Services	Where services performed
Business Income: Sale of Inventory – Produced	Where produced (Allocation may be necessary)
Rents	Where property is used
Royalties: Patents, Copyrights, Etcetera	Where property is used

Form W-8BEN-E (for entities) is available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw8bene.pdf>

Form W-8BEN-E instructions are available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw8bene.pdf>

Form W-8BEN is available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw8ben.pdf>

Form W-8BEN instructions are available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw8ben.pdf>

Form W-8ECI is available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw8eci.pdf>

Form W-8ECI instructions are available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw8eci.pdf>

Form W-8EXP is available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw8exp.pdf>

Form W-8EXP instructions are available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw8exp.pdf>

Form W-8IMY is available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw8imy.pdf>

Form W-8IMY instructions are available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw8imy.pdf>

Form W-4 (for nonresident aliens) is available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/fw4.pdf>

Form W-4 instructions are available from the IRS here:

<http://www.irs.gov/individuals/international-taxpayers/withholding-exemptions--personal-exemptions--form-w-4>

Form 8233 (for nonresident aliens) is available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/f8233.pdf>

Form 8233 instructions are available from the IRS here:

<http://www.irs.gov/pub/irs-pdf/f8233.pdf>

(2) **Supplier** represents that the income reported as Foreign (Non-U.S. Source) in B (1) is derived from (check all that apply):

Business income from personal / business / professional services (list where services performed):

Business income from the sale of inventory – produced (list where inventory was sold - - produced):

Rents (list where the rental property is used):

Royalties from patents, copyrights, etcetera (list where the property producing royalties is used):

(3) Has **Supplier** been either a corporation that was incorporated in the United States or a partnership that used to be in the United States?

Yes No

If Yes, is **Supplier** a subsidiary whose parent corporation is incorporated in a foreign (Non-US) country?

Yes No



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SECTION C: Applicable Only to Small Business Suppliers

In addition to the annual representations required by this Section C., below:

- Supplier** hereby acknowledges and agrees that it shall certify its business size and, if appropriate, its small business status, by means of a confirming entry in the System for Award Management (SAM) at <https://www.sam.gov/portal/public/SAM/>. If **Supplier** fails to check this box, PSEMC will not consider **Supplier** to be a small business concern for any potential subcontract or Purchase Order that PSEMC may solicit.
- Supplier** hereby acknowledges and agrees that **Supplier's** signature in Section E, "Authorized Signature of **Supplier**", below, is applicable to all of the representations of **Supplier** set forth in this section C. If **Supplier** fails to check this box, PSEMC will not consider **Supplier** to be a small business concern for any potential subcontract or Purchase Order that PSEMC may solicit.

SMALL BUSINESS REPRESENTATIONS

(a) Small Business Representations – Reference **FAR 52.219-1 (APR 2012)**

- (1) **Supplier** hereby acknowledges and agrees that for each specific future proposal **Supplier** submits to PSEMC, in order for PSEMC to consider **Supplier** to be a small business concern: Small Business Representations – Reference **FAR 52.219-1 Alternate I (APR 2012)**
 - Supplier** must provide PSEMC with the North American Industry Classification System (NAICS) code(s) applicable to that specific proposal in accordance with the requirements of the Small Business Jobs and Credit Act of 2010, as amended; **AND**
 - Supplier** must acknowledge said NAICS code(s) by an accompanying authorized signature of **Supplier** in accordance with the requirements of the Small Business Jobs and Credit Act of 2010, as amended.
- (2) The Small business size standard that applies to the representations of **Supplier**, below, are as defined by **13 CFR part 121**.
- (3) The small business size standard for a concern which submits an offer in its own name, other than on a construction or service contract, but which proposes to furnish a product which it did not itself manufacture, is 500 employees.

(b) Representations:

- (1) **Supplier** represents that it is (is not) a small business concern:

NAICS Code:	Description:	Small Business Concern: (Yes or No):
_____	_____	_____
_____	_____	_____
_____	_____	_____

- (2) **Supplier**: If you represent yourself as a small business concern in paragraph (b)(1) of this provision, above, indicate, for general statistical purposes, whether you are (are not) a small disadvantaged business concern as defined in **13 CFR 124.1002**.
- (3) **Supplier**: If you represent yourself as a small business concern in paragraph (b)(1) of this provision, above, represent whether you are (are not) a women-owned small business (WOSB) concern:

NAICS Code:	Description:	Small Business Concern: (Yes or No):
_____	_____	_____
_____	_____	_____
_____	_____	_____



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(4) **Supplier:** If you represent yourself as a woman-owned small business concern in paragraph (b)(3) of this provision, above, represent whether you are (are not) a women-owned business (WOSB).

NAICS Code:	Description:	Small Business Concern: (Yes or No):
_____	_____	_____
_____	_____	_____
_____	_____	_____

(5) **Supplier:** If you represent yourself as a veteran-owned small business concern in paragraph (b)(1) of this provision, above, represent whether you are (are not) a veteran-owned small business concern. As defined in 38 U.S.C. 101(2) and 38 U.S.C. 101(16).

NAICS Code:	Description:	Small Business Concern: (Yes or No):
_____	_____	_____
_____	_____	_____
_____	_____	_____

(6) **Supplier:** If you represent yourself as a veteran-owned small business concern in paragraph (b)(5) of this provision, above, represent whether you are (are not) a service-disabled veteran-owned small business concern. As defined in 38 U.S.C. 101(2) and 38 U.S.C. 101(16).

NAICS Code:	Description:	Small Business Concern: (Yes or No):
_____	_____	_____
_____	_____	_____
_____	_____	_____

- (7) **Supplier:** If you represent yourself as a small business concern in paragraph (b)(1) of this provision, above, represent whether you:
- i. are (are not) a HUBZone small business concern listed, on the date of this representation, on the List of Qualified HUBZone Small Business Concerns maintained by the United States Small Business Administration (SBA), and no material changes in ownership and control, principle office, or HUBZone employee percentage have occurred since it was certified in accordance with **13 CFR part 126**; and
 - ii. are (are not) a HUBZone joint venture that complies with the requirements of **13 CFR part 126**, and the representation in paragraph (b)(8)(i) of this provision is accurate for the HUBZone small business concern participating in the joint venture. **Supplier** shall enter the name or names of the HUBZone small business concerns participating in the HUBZone joint venture:

Each HUBZone small business concern participating in the HUBZone joint venture must provide PSEMC with a separate signed copy of the HUBZONE representation.



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- (c) Reference **FAR 52.219-1 Alternate I (APR 2012)** – Small Business Program Representations
- (1) If **Supplier** represented itself as a small disadvantaged business concern in Section (b)(2), above, indicate the category in which **Supplier's** ownership falls:
- Black American
 - Hispanic American
 - Native American (American Indians, Eskimos, Aleuts, or Native Hawaiians)
 - Asian-Pacific American (persons with origins from Burma, Thailand, Malaysia, Indonesia, Singapore, Brunei, Japan, China, Taiwan, Laos, Cambodia (Kampuchea), Vietnam, Korea, The Philippines, U.S. Trust Territory of the Pacific Islands (Republic of Palau), Republic of the Marshall Islands, Federated States of Micronesia, the Commonwealth of the Northern Mariana Islands, Guam, Samoa, Macao, Hong Kong, Fiji, Tonga, Kiribati, Tuvalu, or Nauru).
 - Subcontinent Asian (Asian-Indian) American (persons with origins from India, Pakistan, Bangladesh, Sri Lanka, Bhutan, the Maldives Islands, or Nepal).
 - Individual/concern, other than one of the preceding. List other category (e.g., Alaskan Native Corporation or Historically Black Colleges & Universities/Minority Institutions) here:

Definitions. As used in this provision –

- (1) "Economically disadvantaged women-owned small business (EDWOSB) concern" means a small business concern that is at least 51 percent directly and unconditionally owned by, and the management and daily business operations of which are controlled by, one or more women who are citizens of the United States and who are economically disadvantaged in accordance with 13 CFR part 127. It automatically qualifies as a women-owned small business concern eligible under the WOSB Program.
- (2) "Service-disabled veteran-owned small business concern" means a small business concern –
- (i) Not less than 51 percent of which is owned by one or more service-disabled veterans or, in the case of any publicly owned business, not less than 51 percent of the stock of which is owned by one or more service-disabled veterans; **and**
 - (ii) The management and daily business operations of which are controlled by one or more service-disabled veterans or, in the case of a veteran with permanent and severe disability, the spouse or permanent caregiver of such veteran.
- (3) "Service-disabled veteran" means a veteran, as defined in 38 U.S.C. 101(2), with a disability that is service-connected, as defined in 38 U.S.C. 101(16).
- (4) "Small business concern" means a concern, including its affiliates, that is independently owned and operated, not dominant in the field of operation in which it is bidding on Raytheon subcontracts, and qualified as a small business under the criteria in 13 CFR part 121 and the size standard in paragraph (a) of this provision.
- (5) "Veteran-owned small business concern" means a small business concern –
- (i) Not less than 51 percent of which is owned by one or more veterans (as defined at 38 U.S.C. 101(2)) or, in the case of any publicly owned business, not less than 51 percent of the stock of which is owned by one or more veterans; **and**
 - (ii) The management and daily business operations of which are controlled by one or more veterans.
- (6) "Women-owned small business concern" means a small business concern –
- (i) That is at least 51 percent owned by one or more women; or, in the case of any publicly owned business, at least 51 percent of the stock of which is owned by one or more women; **and**



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(ii) Whose management and daily business operations are controlled by one or more women.

Penalties for misrepresentation (13 CFR 121)

(1) *Suspension or debarment.* The SBA suspension and debarment official or the agency suspension and debarment official may suspend or debar a person or concern for misrepresenting a firm's size status pursuant to the procedures set forth in 48 CFR subpart 9.4.

(2) *Civil Penalties.* Persons or concerns are subject to severe penalties under the False Claims Act, 31 U.S.C. 3729-3733, and under the Program Fraud Civil Remedies Act, 331 U.S.C. 3801-3812, and any other applicable laws.

(3) *Criminal Penalties.* Persons or concerns are subject to severe criminal penalties for knowingly misrepresenting the small business size status of a concern in connection with procurement programs pursuant to section 16(d) of the Small Business Act, 15 U.S.C. 645(d), as amended, 18 U.S.C. 1001, 18 U.S.C. 287, and any other applicable laws. Persons or concerns are subject to criminal penalties for knowingly making false statements or misrepresentations to SBA for the purpose of influencing any actions of SBA pursuant to section 16(a) of the Small Business Act, 15 U.S.C. 645(a), as amended, including failure to correct "continuing representations" that are no longer true.

SECTION D: Additional Representations and Certifications required to Work under U.S. Government Prime Contracts

(1) FAR 52.203-2 (APR 1985) – Certificate of Independent Price Determination

(a) **Supplier** certifies that:

- i. The prices in all offers to PSEMC have been arrived at independently, without, for the purpose of restricting competition, any consultation, communication, or agreement with any other offer or competitor relating to (I) those prices; (II) the intention to submit an offer; or (III) the methods or factors used to calculate the prices offered.
- ii. The prices in all offers to PSEMC have not been and will not be knowingly disclosed by the **Supplier**, directly or indirectly, to any other **Supplier** or competitor before bid opening (in the case of a sealed bid solicitation) or contract award (in the case of a negotiated solicitation) unless otherwise required by law; and
- iii. No attempt has been made or will be made by the **Supplier** to induce any other concern to submit or not to submit an offer for the purpose of restricting competition.

(b) Each signature on an offer to PSEMC is considered to be a certification by the signatory that the signatory:

- i. Is the person in the **Supplier's** organization responsible for determining the prices being offered in any bid or proposal, and that the signatory has not participated and will not participate in any action contrary to subparagraphs (a)(i) through (a)(iii) of this Section; or
- ii. (I) Has been authorized, in writing, to act as agent for the principals involved in certifying that those principals have not participated, and will not participate in any action contrary to subparagraphs (a)(i) through (a)(iii) of this Section; (II) As an authorized agent, does certify that such principals have not participated, and will not participate, in any action contrary to subparagraphs (a)(i) through (a)(iii) of this Section, and (III) As an agent, has not personally participated, and will not participate, in any action contrary to subparagraphs (a)(i) through (a)(iii) of this Section.

(c) If **Supplier** deletes or modifies subparagraph (a)(ii) of this Section, **Supplier** must furnish with its offer a signed settlement setting forth in detail the circumstances of the disclosure.

(2) FAR 52.203-3 Gratuities (APR 1984) and 52.203-7 (OCT 2010) – Anti-Kickback Procedures

Supplier certifies that they understand and comply with the Anti-kickback procedures of the FAR, in its entirety.

(3) FAR 52.203-11 Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (SEP 2007) and FAR 52.203-12 (OCT 2010) – Limitation on Payments to Influence Certain Federal Transactions

Supplier's designated representative hereby certifies that he or she has read and understands (a) – (e), below.

(a) Definitions. As used in this provision—"Lobbying contact" has the meaning provided at 2 U.S.C. 1602(8). The terms "agency," "influencing or attempting to influence," "officer or employee of an agency," "person," "reasonable compensation," and "regularly employed" are defined in the FAR clause of the solicitation entitled "Limitation on Payments to Influence Certain Federal Transactions" (**FAR 52.203-12**).



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- (b) Prohibition. The prohibition and exceptions contained in the FAR clause of the solicitation entitled "Limitation on Payments to Influence Certain Federal Transactions" (**FAR 52.203-12**) are hereby incorporated by reference in this provision.
- (c) Certification. **Supplier**, certifies to the best of its knowledge and belief that no Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress on its behalf in connection with the awarding of a subcontract or Purchase Order, or the prime contract it is awarded under.
- (d) Disclosure. If any registrants under the Lobbying Disclosure Act of 1995 have made a lobbying contact on behalf of **Supplier** with respect to a subcontract or Purchase Order, or the prime contract it is awarded under, **Supplier** shall complete and submit, with its offer, OMB Standard Form LLL, Disclosure of Lobbying Activities, to provide the name of the registrants. **Supplier** need not report regularly employed officers or employees of **Supplier** to whom payments of reasonable compensation were made.
- (e) Penalty. Submission of this certification and disclosure is a prerequisite for making or entering into a subcontract or Purchase Order imposed by **31 U.S.C. 1352**. Any person who makes an expenditure prohibited under **FAR 52.203-11** or who fails to file or amend the disclosure required to be filed or amended by **FAR 52.203-11**, shall be subject to a civil penalty of not less than \$10,000, and not more than \$100,000, for each such failure.
- (4) FAR 52.203-13 (APR 2010) – Contractor Code of Business Ethics and Conduct**
- (a) It is the policy of PSEMC to take reasonable steps to ensure that its **Suppliers** and potential **Suppliers** have ethics programs that meet PSEMC's requirements for integrity and compliance, and to require its **Suppliers** to certify the same. **Supplier** acknowledges by its signature below in **Section E**, that it has reviewed and understands the PSEMC Supplier Code of Conduct, located at internet website: <http://www.psemc.com/Suppliers/> and the **FortiveDanaaher** Standards of Conduct, located at internet website: <http://www.fortivedanaaher.com/integrity-and-compliance> and agrees to fully comply and take all necessary steps to assist PSEMC in complying with the code and its spirit.
- (5) FAR 52.204-10 (AUG 2010) – Reporting Executive Compensation and First-Tier Subcontract Awards**
- (a) **Supplier**: If a subcontract or Purchase Order award to **Supplier** has an expected value of \$30,000 or more in support of a prime contract, PSEMC must, subject to certain exceptions, gather and publicly report information regarding the award in accordance with **FAR 52.204-10**. Has **Supplier** had gross income under \$300,000 in the previous tax year?
- Yes No
- If **Yes**, **Supplier** is **not** required to complete Section 6, below, and should proceed directly to Section 7.
- If **No**, **Supplier** must proceed to Section 6, below, before continuing to Section 7.
- (6) Total Compensation of Supplier's Executives**
- (a) Definitions. As used in this provision—"Executive" means officers, managing partners, or any other employees in management positions of **Supplier**. "First-tier subcontract" means a subcontract or Purchase Order awarded directly by PSEMC to **Supplier** to furnish supplies or services (including construction) for performance of a prime contract. "Total Compensation" means the cash and noncash dollar value earned by the Executive during **Supplier's** preceding fiscal year and includes the following (for more information see **17 CFR 229.402(c)(2)**):
- i. Salary and bonus.
 - ii. Awards of stock, stock options, and stock appreciation rights. Use the dollar amount recognized for financial statement reporting purposes with respect to the fiscal year in accordance with the Financial Accounting Standards Board's Accounting Standards Codification (FASB ASC) 718, Compensation-Stock Compensation.
 - iii. Earnings for services under non-equity incentive plans. This does not include group life, health, hospitalization or medical reimbursement plans that do not discriminate in favor of Executives, and are available generally to all salaried employees.
 - iv. Change in pension value. This is the change in present value of defined benefit and actuarial pension plans.
 - v. Above-market earnings on deferred compensation which is not tax-qualified.

Field Code Changed



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- vi. Other compensation, if the aggregate value of all such other compensation (e.g., severance, termination payments, value of life insurance paid on behalf of the employee, perquisites or property) for the Executive exceeds \$10,000.
- (b) In **Supplier's** preceding fiscal year, did **Supplier** receive 80 percent or more of its annual gross revenues from Federal contracts (and subcontracts), loans, grants (and sub-grants), cooperative agreements, and other forms of Federal financial assistance?
 Yes No
 If **Yes**, proceed to (c), below.
 If **No**, **Supplier** is not required to complete the remainder of this Section 6, and may proceed directly to Section 7.
- (c) In **Supplier's** preceding fiscal year, did **Supplier** receive \$25,000,000 or more in annual gross revenues from Federal contracts (and subcontracts), loans, grants (and sub-grants), cooperative agreements, and other forms of Federal financial assistance?
 Yes No
 If **Yes**, proceed to (d), below.
 If **No**, **Supplier** is not required to complete the remainder of this Section 6, and may proceed directly to Section 7.
- (d) Does the public have access to information about the compensation of the Executives through periodic reports filed under section 13(1) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m(a), 78o(d)) or section 6104 of the Internal Revenue Code of 1986. (To determine if the public has access to the compensation information, see the U.S. Security and Exchange Commission total compensation filings at <http://www.sec.gov/answers/excomp.htm>.)
 Yes No
 If **Yes**, **Supplier** is not required to complete the remainder of this Section 6 and may proceed directly to Section 7.
 If **No**, proceed to (e), below:
- (e) **Supplier** must provide in the space below the names and Total Compensation of each of **Supplier's** five most highly compensated Executives for **Supplier's** completed fiscal year preceding the date specified in Section E below. If PSEM awards **Supplier** a subcontract or Purchase Order, **Supplier** shall update the information in this Section 6 for **Supplier's** fiscal year preceding the date of award of such subcontract or Purchase Order.

Executive Name:	Executive Total Compensation:
1. _____	_____
2. _____	_____
3. _____	_____
4. _____	_____
5. _____	_____

- (f) **Supplier** hereby acknowledges and agrees that **Supplier** shall, at the time of a subcontract award that is subject to FAR 52.204-10, provide PSEM the **Supplier's** applicable and current information which PSEM is required by law to report to the U.S. Government and which information will be made available to the Public.
- (7) **FAR 52.209-5 (APR 2010) – Certification Regarding Responsibility Matters**
 - (a) **Supplier:** Read each provision, below, and check the appropriate box where required.
 - i. **Supplier** and/or any of its Principals –
 - 1. Are (Are not) presently debarred, suspended, proposed for debarment, or declared ineligible for the award of contracts by any Federal Agency. (**FAR 9.4 and FAR 52.209-5**)
 - 2. Have (Have not), within a three-year period preceding this offer, been convicted of or had a civil judgment rendered against them for: commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) contract or subcontract; violation of Federal or State antitrust statutes relating to the submission of



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- offers; or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, tax evasion, violating Federal criminal tax laws, or receiving stolen property (if **Supplier** checks "have", see also **FAR 52.209-7**);
3. Are Are not presently indicted for, or otherwise criminally or civilly charged by a government entity with, commission of any of the offenses enumerated in paragraph (a)(i)(2) of this provision; and
 4. Have Have not, within a three-year period preceding this offer, been notified of any delinquent Federal taxes in an amount that exceeds \$3,000 for which the liability remains unsatisfied.
 - a. Federal taxes are considered delinquent if both of the following criteria apply:
 - i. The tax liability is determined. The liability is finally determined if it has been assessed. A liability is not finally determined if there is a pending administrative or judicial challenge. In the case of a judicial challenge to the liability, the liability is not finally determined until all judicial appeal rights have been exhausted.
 - ii. The taxpayer is delinquent in making payment. A taxpayer is delinquent if the taxpayer has failed to pay the tax liability when full payment was due and required. A taxpayer is not delinquent in cases where enforced collection action is precluded.
 - iii. **Supplier** has has not within a three-year period preceding this offer, had one or more contracts terminated for default by any Federal agency.
 - b. "Principal" for the purposes of this certification, means officer; director; owner; partner; and, or a person having primary management of supervisory responsibilities within a business entity (e.g., general manager; plant manager; head of a subsidiary, division, or business segment, and similar positions).

This Certification Concerns a Matter Within the Jurisdiction of an Agency of the United States and the Making of a False, Fictitious, or Fraudulent Certification May Render the Maker Subject to Prosecution Pursuant to 18 U.S.C. 1001.

1. **Supplier** shall provide immediate written notice to PSEMC if, at any time prior to subcontract or Purchase Order award, **Supplier** learns that its certification was erroneous when submitted or has become erroneous by reason of changed circumstances.
 2. A certification that any of the items in paragraph (1) of this provision exists will not necessarily result in withholding of an award under solicitation. However, the certification will be considered in connection with a determination of **Supplier's** responsibility. Failure of **Supplier** to furnish a certification or provide such additional information as requested by PSEMC may render **Supplier** non-responsible.
 3. Nothing contained in the foregoing shall be construed to require establishment of a system of records in order to render, in good faith, the certification required by paragraph (1) of this provision. The knowledge and information of a **Supplier** is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.
 4. The certification in paragraph (1) of this provision is a material representation of fact upon which reliance was placed when making award. If it is later determined that **Supplier** knowingly rendered an erroneous certification, in addition to other remedies available to PSEMC, PSEMC may terminate the subcontract or Purchase Order resulting from a solicitation for default.
- (8) FAR 52.209-7 (FEB 2012) – Information Regarding Responsibility Matters**
- (a) **Supplier** has does not have current active Federal contracts and grants with total value greater than \$10,000,000.
 - (b) If **Supplier** checked "has" in paragraph (a) of this provision, **Supplier** represents that the information has entered in the Federal Awardee Performance and Integrity Information System (FAPIIS) is current, accurate, and complete as of the date of submission of this form with regard to the following information:
 - i. Whether **Supplier**, and/or any of its principals, has or has not, within the last five years, in connection with the award to or performance by **Supplier** of a Federal contract or grant, been the subject of a proceeding, at the Federal or State level that resulted in any of the following dispositions:
 1. In a criminal proceeding, a conviction.
 2. In a civil proceeding, a finding of fault and liability that results in the payment of a monetary fine, penalty reimbursement, restitution, or damages of \$5,000 or more.
 3. In an administrative proceeding, a finding of fault and liability that results in –
 - a. The payment of monetary fine or penalty of \$5,000 or more; or
 - b. The payment of a reimbursement, restitution, or damages in excess of \$100,000.



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4. In a criminal, civil or administrative proceeding, a disposition of the matter by consent or compromise with an acknowledgement of fault by the Contractor if the proceeding could have led to any of the outcomes specified in paragraphs (6)(B)(i)(1 through 3) of this provision.

ii. If **Supplier** has been involved in the last five years in any of the occurrences listed in (6)(B)(i) of this provision, wither **Supplier** has provided the requested information with regard to each occurrence.

(c) **Supplier** shall post the information in paragraphs (6)(B)(i)(1 through 4) of this provision in FAPIIS as required through maintaining an active registration in the Central Contractor Registration database via <https://www.acquisition.gov> (see **FAR 52.204-7**).

(9) FAR 52.222-20 (OCT 2010) – Walsh-Healy Public Contracts Act

(a) Supplier represents that as part of their offer that the Supplier is (is not) a regular dealer in, or is (is not) a manufacturer of the supplies offered. As such terms are defined in the Walsh-Healey Public Contracts Act.

(10) FAR 52.222-21 (FEB 1999) – Prohibition of Segregated Facilities

Supplier certifies that it does not and will not maintain or provide for its employees any segregated facilities at any of its establishments, and that it does not and will not permit its employees to perform their service at any location under its control where segregated facilities are maintained. The supplier agrees that a breach of this certification is a violation of the Equal Opportunity clause in the contract.

(a) Supplier certifies that it has 50 or more employees, holds a contract of \$50,000 or more as a prime or subcontractor, and maintains an affirmative action program per **41 CFR 60-2**; or

(b) Supplier certifies that, if awarded a contract of \$50,000 or more, or individual contracts that aggregately exceed \$50,000 it will comply with affirmative action programs and regulations; or

(c) Supplier has less than 50 employees and therefore is exempt.

(11) FAR 52.222-22 (FEB 1999) / 41 CFR part 60-1 – Previous Contracts and Compliance Reports

Supplier represents that:

(a) It has (has not) participated in previous contracts or subcontract subject to the Equal Opportunity clause of this solicitation;

(b) It has (has not) filed all required compliance reports; and

(c) Representations indication submission of required compliance reports, signed by proposed subcontractors, will be obtained before subcontract or Purchase Order awards.

(12) FAR 52.222-25 (APR 1984) / 41 CFR parts 60-1 and 60-2 – Affirmative Action Compliance

Supplier represents that:

(a) It has developed and has on file (has not developed and does not have on file), at each establishment, affirmative action programs required by the rules and regulations of the Secretary of Labor; OR

(b) It has not previously had contracts or subcontracts subject to the written affirmative action programs requirement of the rules and regulations of the Secretary of Labor.

(13) FAR 52.223-6 (May 2001) – Drug-Free Workplace

Supplier certifies that if orders equal or exceed \$25,000, they will, no later than 30 days after purchase order award or by a date prior to when performance is expected to be completed, comply with all provisions contained in the FAR.

(14) FAR 52.225-1 (FEB 2009) Buy American Act - Supplies and DFARS 252.225-7000 (JUN 2012) Buy American Statute – Balance of Payments Program Certificate

(a) Any article, material or supply provided by **Supplier** to PSEMC, whether a component or an end item, meets the requirements of "Domestic end product" or "Qualifying country end product" as the terms defined per the identified FAR and DFARS clauses.

Yes No

(15) Government Property Certification

Supplier hereby acknowledges the Government Property requirements and represents that all contract property acquired by or in the possession or control of **Supplier** and its subcontractors has been reported to the buying entity.



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(16) DFARS 252.209-7001 (JAN 2009) – Disclosure of Ownership or Control by the Government of a Terrorist Country

Supplier hereby certifies that it has complied with this provision, as stated below, and provided all required disclosures, if any.

(a) Definitions:

- i. "Government of a terrorist country" includes the state and the government of a terrorist country, as well as any political subdivision, agency or instrumentality thereof.
ii. "Terrorist country" means a country determined by the Secretary of State, under section 6(j)(1)(A) of the Export Administration Act of 1979 (50 U.S.C. App. 2405(j)(1)(A)), to be a country the government of which has repeatedly provided support for acts of international terrorism.
iii. "Significant interest" means -
1. Ownership of or beneficial interest in 5 percent or more of the firm's or subsidiary's securities.
2. Holding a management position in the firm, such as a director or officer;
3. Ability to control or influence the election, appointment, or tenure of directors or officers in the firm;
4. Ownership of 10 percent or more of the assets of a firm such as equipment, buildings, real estate, or other tangible assets of the firm; or
5. Holding 50 percent or more of the indebtedness of a firm.

(b) Prohibition on award. In accordance with 10 U.S.C. 2327, no contract may be awarded to a firm or a subsidiary of a firm if the government of a terrorist country has a significant interest in the firm or subsidiary or, in the case of a subsidiary, the firm that owns the subsidiary, unless a waiver is granted by the Secretary of Defense.

(c) Disclosure. If the government of a terrorist country has a significant interest in Supplier or a subsidiary of Supplier, Supplier shall disclose such interest in an attachment to its offer. If Supplier is a subsidiary, it shall also disclose any significant interest the government of a terrorist country has in any firm that owns or controls the subsidiary. The disclosure shall include -
i. Identification of each government holding a significant interest; and
ii. A description of the significant interest held by each government.

(17) DFARS 252.209-7002 (JUN 2010) – Disclosure of Ownership or Control by a Foreign Government

Supplier hereby certifies that it has complied with this provision, as stated below, and provided all required disclosures, if any.

(a) Supplier's point of Contact for Questions about Disclosures (please complete even if no disclosures are presently required):

Name:
Phone:
Supplier Name:
Address:
Name of Foreign Government Entity:
Address of Entity Controlled by a Foreign Government:
Description of Interest:
Ownership Percentage:
Identification of Foreign Government:

(b) Definitions:

i. "Effectively owned or controlled" means that a foreign government or any entity controlled by a foreign government has the power, either directly or indirectly, whether exercised or exercisable, to control the election, appointment, or tenure of Supplier's officers or a majority of Supplier's board of directors by any means, e.g., ownership, contract, or operation of law (or equivalent power for unincorporated organizations).



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- (c) **Prohibition on Award.** In accordance with **DFARS 252.209-7002**, no contract under a national security program may be awarded to an entity controlled by a foreign government as defined in section (5) of this provision if that entity requires access to proscribed information to perform the contract, unless the Secretary of Defense or a designee has waived application of **10 U.S.C 2536 (a)**.
- (d) **Disclosure.** **Supplier** shall disclose any interest a foreign government has in **Supplier** when that interest constitutes control by a foreign government as defined in **DFARS 252.209-7002**. If **Supplier** is a subsidiary, it shall also disclose any reportable interest a foreign government has in any entity that owns or controls the subsidiary, including reportable interest concerning **Supplier's** immediate parent, intermediate parents and the ultimate parent. **Supplier** shall provide the information required to be disclosed in the format as set out in Section 14(a) above.
- i. "Entity controlled by a foreign government" –
1. Means –
 - a. Any domestic or foreign organization or corporation that is effectively owned or controlled by a foreign government; OR
 - b. Any individual acting on behalf of a foreign government.
 2. Does not include an organization or corporation that is owned, but is not controlled, either directly or indirectly, by a foreign government if the ownership of that organization or corporation by that foreign government was effective before October 23, 1992.
- ii. "Foreign government" includes the state and the government of any country (other than the United States and its outlying areas) as well as any political subdivision, agency, or instrumentality thereof.
- iii. "Proscribed information" means –
1. Top Secret information;
 2. Communications security (COMSEC) material, excluding controlled cryptographic items when un-keyed or utilized with unclassified keys;
 3. Restricted Data as defined in the U.S. Atomic Energy Act of 1954, as amended;
 4. Special Access Program (SAP) information, OR
 5. Sensitive Compartmented Information (SCI).
- (18) DFARS 252.223-7001 (DEC 2001) Hazard Warning Labels, DFARS 252.223-7002 (MAY 1984) Safety Precautions for Ammunition and Explosives and DFARS 252.223-7006 (APR 2012) Prohibition on Storage and Disposal of Toxic and Hazardous Materials**
- (a) **Supplier** is in full compliance with regard to toxic and hazardous materials, ammunition and explosives.
- Yes No N/a
- (19) DFARS 252.225-7008 (JUL 2009) Restriction on Acquisition of Specialty Metals and DFARS 252.225-7009 (JUN 2012) Restriction on Acquisition of Certain Articles Containing Specialty Metals**
- (a) **Supplier** certifies that it will comply with **DFARS 252.225-7008** and **DFARS 252.225-7009**, if referenced on the Purchase Order or other language directing compliance with this clause, or if the Purchase Order contains a U.S. Government Department of Defense (DoD) contract number or there are other indications on the face of the Purchase Order that the items are intended for DoD end use.
- Yes No
- (20) If Supplier is engaged in the U.S. in the business of either exporting, manufacturing or brokering items subject to the International Traffic in Arms Regulations (ITAR), 22 CFR 120-130, Supplier is registered with the Directorate of Defense Trade Controls (DDTC) in accordance with 22 CFR 122.1 and 129.3. Supplier maintains an effective export/import compliance program in accordance with DDTC guidelines.**
- Yes No N/a
- (21) Certification of Disabled Rehabilitation Act (check either a or b, as applicable)**
- (a) **Supplier** certifies that it has at least one contract exceeding \$10,000 and that it complies with Executive Order (EO) 12608 (amending EO 11758, Authority Under Rehabilitation Act of 1973), regarding employment of qualified disabled person (reference Section 503 of the Rehabilitation Act, **41 CFR Part 60-741**).
- (b) **Supplier** certifies that, if awarded a contract exceeding \$10,000 or more, or individual contracts that exceed \$10,000 in the aggregate, it will comply with EO 12608 (amending EO 11758, Authority Under Rehabilitation Act of 1973), reference Section 503 of the Rehabilitation Act, **41 CFR Part 60-741**.



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(22) Certification of Vietnams Readjustment Assistance Act (check either a or b, as applicable)

- (a) **Supplier** certifies that it has at least one contract exceeding \$100,000 and that it complies with Section 401 of the Vietnam Era Veterans Readjustment Assistance Act of 1974 (Public Law 93-508, 38 U.S.C. 4212) and appropriate regulations.
- (b) **Supplier** certifies that, if awarded a contract exceeding \$100,000 or more, or individual contracts that exceed \$10,000 in the aggregate, it will comply with Public Law 93-508, 38 U.S.C. 4212, and appropriate regulations.

SECTION E: Authorized Signature of Supplier

Note: The Internal Revenue Service does not require Supplier's consent to any provision of this document other than the certifications required to avoid backup withholding.

Certification of Supplier or Supplier's Authorized Representative:

By submitting this information, I am attesting to the accuracy of the information contained herein. I understand that I may be subject to penalties imposed by the United States Government if I misrepresent any of the representations or certifications herein. **Supplier** further acknowledges that PSEMC shall rely on the information provided by **Supplier** herein and that if any of **Supplier's** representations herein change during the period of performance, **Supplier** shall provide immediate written notice to the PSEMC representative to whom this document was originally provided.

Signature of **Supplier** or **Supplier's** Authorized Representative

Supplier Firm / Company Name

Printed Name and Title of Above Signatory

Address:

Date:

Telephone:

Facsimile:

Email