

**1. CDC EMPLOYEE ASSISTANCE PLAN FEDERAL ACQUISITION REGULATION (FAR) AND AGENCIES FLOWDOWN PROVISIONS**

The following clauses set forth in the FAR and Agencies clauses will be in effect on the date of the purchase order, subcontract or other agreement, unless otherwise noted, are incorporated herein by reference. The listed FAR and Agency clauses are incorporated herein as if set forth in full text unless made inapplicable by its corresponding note, if any. Vendor shall include the appropriate FAR and Agency clauses as required in any lower-tier subcontract. Whenever said clauses include a requirement for the resolution of disputes between the Parties in accordance with the FAR

“Disputes” clause, the dispute shall instead be disposed of in accordance with the clause entitled “Disputes” in these terms and conditions. Where necessary to derive proper meaning in a subcontract situation from these clauses, “Contractor” means “Vendor,” “Contracting Officer” means “Magellan,” “Contract” means this Order and “Government” means “Magellan or the Government.” However, the words “Government” and “Contracting Officer” do not change: (1) when a right, act, authorization or obligation can be granted or performed only by the Government or the Prime Contract Contracting Officer or duly authorized representative, (2) when title to property is to be transferred directly to the Government, and (3) in FAR 52.227-1, 52.227-2.

<b>FAR</b>	<b>Clause</b>
52.203-6	<b>Restrictions on Subcontractor Sales to the Government</b>
52.203-13	<b>Contractor Code of Business Ethics and Conduct</b>
52.203-15	<b>Whistleblower Protections under the American Recovery and Reinvestment Act of 2009</b> <i>NOTE: Applies to contracts funded by the American Recovery and Reinvestment Act of 2009</i>
52.204-9	<b>Personal Identity Verification of Contractor Personnel</b>
52.203-19	<b>Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements</b> <i>NOTE: Applicable in all solicitations and resultant contracts, other than personal services contracts with individuals.</i>
52.204-10	<b>Reporting Executive Compensation and First-Tier Subcontract Awards</b>
52.204-15	<b>Service Contract Reporting Requirements for Indefinite-Delivery Contracts</b>
52.204-21	<b>Basic Safeguarding of Covered Contractor Information Systems</b> <i>NOTE: Applicable to all Orders at any tier for other than commercially available off-the-shelf items.</i>
52.204-23	<b>Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab and Other Covered Entities</b>
52.204-24	<b>Representation Regarding Certain Telecommunications and Video Surveillance Services or Equipment</b> <i>NOTE: Not including (b)(2) or (d)(2).</i>
52.204-25	<b>Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment</b> <i>NOTE: Pursuant to (e), not including (b)(2)..</i>
52.204-27	<b>Prohibition on a ByteDance Covered Application</b>
52.209-6	<b>Protecting the Government’s Interest When Subcontracting with Contractors Debarred, Suspended or Proposed for Debarment</b>
52.209-9	<b>Updates of Publicly Available Information Regarding Responsibility Matters</b>
52.209-10	<b>Prohibition on Contracting with Inverted Domestic Corporations</b>
52.219-8	<b>Utilization of Small Business Concerns</b> <i>Note: If the subcontract (except subcontracts to small business concerns) exceeds the applicable threshold</i>
52.219-9	<b>Small Business Subcontracting Plan, Alternate II</b>
52.222-3	<b>Convict Labor</b>
52.222-19	<b>Child Labor-Cooperation with Authorities and Remedies</b>
52.222-21	<b>Prohibition of Segregated Facilities</b>
52.222.26	<b>Equal Opportunity</b>

<b>FAR</b>	<b>Clause</b>
52.222-35	Equal Opportunity for Veterans
52.222-36	Equal Opportunity for Workers with Disabilities
52.222-37	Employment Reports on Veterans
52.222-40	Notification of Employee Rights Under the National Labor Relations Act
52.222-41	Service Contract Labor Standards
52.222-42	Statement of Equivalent Rates for Federal Hires
52.222-50	Combating Trafficking in Persons
52.222-54	Employment Eligibility Verification (Executive Order 12989). (Not applicable to the acquisition of commercially available off-the-shelf items or certain other types of commercial products or commercial services as prescribed in FAR 22.1803.)
52.222-55	Minimum Wages for Contractor Workers under Executive Order 14026
52.222-62	Paid Sick Leave Under Executive Order 13706
52.223-6	Drug Free Workplace
52.224-1	Privacy Act Notification
52.224-3	Privacy Training
52.245-1	Government Property

**2. Health and Human Services Acquisition Regulation (HHSAT) (48 CFR Chapter 3) Clauses**

<b>HHSAR</b>	<b>Clause</b>
352.203-70	Anit Lobbying (December 18, 2015)
352.204-72	Records Management (Feb 2024) (DEVIATION)
352.237-74	Non-Discrimination in Service Delivery (December 18,2015)
352.239-79	Information and Communication Technology Accessibility (Feb 2024) (DEVIATION)

**3. CDC EMPLOYEE ASSISTANCE PROGRAM FLOW-DOWN CLAUSES**

<b>Clause</b>	<b>Title</b>
CDC0_H022	Smoke Free Working Environment (May 2009)
CDC37.0001	Non-Personal Services (Jun 2020)
CDCA_H037	Observance of Legal Holidays and Administrative Leave (Government Facilities Performance) (July 2021)
CDCA_H040	Government Property (Jul 2017)
CDCA_H042	Records Management Obligations (Jun 2020)