

## **GOVERNMENT CONTRACTS ADDENDUM**

Items or services purchased by Thermo Fisher Scientific, Inc. or its subsidiaries (“THERMO”) may be used in performance of U.S. Federal Government (“U.S. Government” or “Government”) contracts or subcontracts.

### **I. Debarment and Suspension**

Seller warrants that neither Seller nor any of its principals is excluded, debarred, suspended, proposed for debarment or exclusion, or ineligible for the award of contracts or grants by any US Government Federal agency. Seller shall immediately notify THERMO, in writing, when Seller or any of its principals becomes excluded, debarred, suspended, proposed for debarment or exclusion, or ineligible for such award or grants.

### **II. Software Supply Chain Security**

Seller shall ensure that Software Products provided to THERMO or its customers under this Agreement are developed in accordance with secure software development practices, including, at a minimum, the requirements of the current version of the Secure Software Development Framework (SSDF) Appendix (“**SSDF Appendix**”) set forth at Appendix 1, as may be modified or amended from time to time. Within five (5) business days of THERMO’s written request (email is sufficient), Seller shall complete a written attestation of compliance with SSDF Appendix, including providing the software bill or materials, in a format provided by THERMO. Seller warrants that all requirements set forth in the SSDF Appendix are consistently maintained and satisfied throughout the term of the Agreement and it shall immediately notify THERMO in writing if Seller does not comply with any requirements of the SSDF Appendix as of the Effective Date of the Agreement or at any time during the term of this Agreement. If there is a conflict between the SSDF Appendix and this Agreement, the SSDF Appendix shall govern and control in matters covered by the SSDF Appendix. For purposes of this clause, “**Software Products**” refers to software, firmware, operating systems, applications, and application services (e.g., cloud-based software), including software contained in a product, any major software revision, or any hosted service that deploys continuous updates.

### **III. Flowdowns**

For contracts or purchase orders issued by THERMO to Seller for the acquisition of items or services used for the performance of U.S. Government contracts or subcontracts, the following clauses set forth in the Federal Acquisition Regulation (“FAR”), Defense Federal Acquisition Regulations Supplement (“DFARS”) and/or the Department of Health and Human Services Acquisition Regulation (“HHSAR”), as applicable, are incorporated by reference as if set forth in full text unless made inapplicable by its corresponding note, if any. In all clauses listed herein terms shall be revised to suitably identify the party to establish Seller’s obligations to THERMO and to the U.S. Government; and to enable THERMO to meet its obligations under its prime contracts or higher-tier subcontract.

Without limiting the generality of the foregoing, and except where further clarified or modified below:

- (a) the term “Government” and equivalent phrases shall mean “THERMO”,
- (b) the term “Contracting Officer” shall mean “THERMO’s purchasing representative”,
- (c) the terms “Contractor” or “Offeror” shall mean “Seller”,
- (d) the term “Subcontractor” shall mean “Seller’s Subcontractor” under this Contract, and
- (e) the term “Contract” shall mean a “contract” or a “purchase order”.

For the avoidance of doubt, 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 U.S. Government or the prime contract Contracting Officer or duly authorized representative, and (2) when title to property is to be transferred directly to the U.S. Government. Any clauses provided under this Addendum that do not apply to this Contract shall be considered to be self- deleting.

Seller shall incorporate all applicable FAR, DFARS, and/or HHSAR clauses into its lower tier Contracts in accordance any flow down requirements as specified in such clauses.

A. For Contracts issued for the performance of any U.S. Government contracts or subcontracts, the following FAR clauses are incorporated herein by reference and apply as indicated below or in the clause:

| FAR               | TITLE  | DATE     |
|-------------------|--|----------|
| 52.203-13         | CONTRACTOR CODE OF BUSINESS ETHICS AND CONDUCT (Applicable to Contracts (i) that have a value more than \$5,500,000 or the dollar threshold in effect as of the date of the prime contract; and (ii) that have a performance period of more than 120 days.) (In Paragraph (b)(3)(i), the meaning of “agency office of the Inspector General” and “Contracting Officer” does not change, in Paragraph (b)(3)(ii) the meaning of “Government” does not change, and in Paragraphs (b)(3)(iii) and (c)(2)(ii)(F), the meaning of “OIG of the ordering agency”, “IG of the agency” “agency OIG” and “Contracting Officer” do not change.) | Nov 2021 |
| 52.203-15         | WHISTLEBLOWER PROTECTIONS UNDER THE AMERICAN RECOVERY AND REINVESTMENT ACT of 2009   | Jun 2010 |
| 52.203-19         | PROHIBITION ON REQUIRING CERTAIN INTERNAL CONFIDENTIALITY AGREEMENTS OR STATEMENTS (section 743 of Division E, Title VII, of the Consolidated and Further Continuing Appropriations Act, 2015 (Pub. L. 113-235) and its successor provisions in subsequent appropriations acts (and as extended in continuing resolutions))  | Jan 2017 |
| 52.204-21         | BASIC SAFEGUARDING OF COVERED CONTRACTOR INFORMATION SYSTEMS (Applicable to Contracts other than Contracts for commercially available off- the-shelf items, if flow down is required in accordance with paragraph (c) of FAR clause 52.204-21)   | Nov 2021 |
| 52.204-23         | PROHIBITION ON CONTRACTING FOR HARDWARE, SOFTWARE, AND SERVICES DEVELOPED OR PROVIDED BY KASPERSKY LAB AND OTHER COVERED ENTITIES  | Dec 2023 |
| 52.204-25         | PROHIBITION ON CONTRACTING FOR CERTAIN TELECOMMUNICATIONS AND VIDEO SURVEILLANCE SERVICES OR EQUIPMENT   | Nov 2021 |
| 52.204-27         | Prohibition on a ByteDance Covered Application   | Jun 2023 |
| 52.204-30 & Alt I | Federal Acquisition Supply Chain Security Act Orders—Prohibition   | Dec 2023 |
| 52.219-8          | UTILIZATION OF SMALL BUSINESS CONCERNS (Applicable to Contracts that offer further subcontracting opportunities)   | Sep 2023 |
| 52.222-21         | PROHIBITION OF SEGREGATED FACILITIES (Applicable to Contracts with FAR 52.222-26.)   | Apr 2015 |
| 52.222-26         | EQUAL OPPORTUNITY (Applicable to Contracts exceeding \$10,000 or the dollar threshold in effect as of the date of the prime contract unless exempted by rules, regulations, or orders of the Secretary of Labor.)  | Sep 2016 |
| 52.222-35         | EQUAL OPPORTUNITY FOR VETERANS (Applicable to Contracts of or exceeding \$150,000 or the dollar threshold in effect as of the date of the prime contract, unless exempted by rules, regulations, or orders of the Secretary of Labor.)   | Jun 2020 |
| 52.222-36         | AFFIRMATIVE ACTION FOR WORKERS WITH DISABILITIES (Applicable to Contracts exceeding \$15,000 or the dollar threshold in effect as of the date of the prime contract unless exempted by rules, regulations, or orders of the Secretary of Labor.)   | Jun 2020 |
| 52.222-37         | EMPLOYMENT REPORTS ON VETERANS (Applicable to Contracts of or exceeding \$150,000 or the dollar threshold in effect as of the date of the prime contract, unless exempted by rules, regulations, or orders of the Secretary of Labor.)   | Jun 2020 |

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|-------------------|--|----------|
| 52.222-40         | NOTIFICATION OF EMPLOYEE RIGHTS UNDER THE NATIONAL LABOR RELATIONS ACT (Applicable to Contracts that exceed \$10,000 or the dollar threshold in effect as of the date of the prime contract and will be performed wholly or partially in the United States, unless exempted by the rules, regulations, or orders of the Secretary of Labor.)   | Dec 2010 |
| 52.222-41         | SERVICE CONTRACT LABOR STANDARDS   | Aug 2018 |
| 52.222-50 & Alt I | COMBATING TRAFFICKING IN PERSONS (Alternate I is applicable to Contracts if it is included in the prime contract.)   | Nov 2021 |
| 52.222-51         | EXEMPTION FROM APPLICATION OF THE SERVICE CONTRACT LABOR STANDARDS TO CONTRACTS FOR MAINTENANCE, CALIBRATION, OR REPAIR OF CERTAIN EQUIPMENT – REQUIREMENTS  | May 2014 |
| 52.222-53         | EXEMPTION FROM APPLICATION OF SERVICE CONTRACT LABOR STANDARDS TO CONTRACTS FOR SERVICE SERVICES – REQUIREMENTS  | May 2014 |
| 52.222-54         | EMPLOYMENT ELIGIBILITY VERIFICATION (Applicable to Contracts (i) for construction or commercial or noncommercial services (except commercial services that are part of a purchase of a COTS item, or an item that would be a COTS item, but for minor modifications, performed by the COTS provider, and that are normally provided for that COTS item); (ii) has a value more than \$3,500 or the dollar threshold in effect as of the date of the prime contract; and (iii) includes work performed in the United States.) | May 2022 |
| 52.222-55         | MINIMUM WAGES UNDER EXECUTIVE ORDER 13658 (Applicable to Contracts regardless of dollar value that are subject to the Service Contract Labor Standards statute or the Wage Rate Requirements (Construction) statute and are to be performed in whole or in part in the United States.)   | Jan 2022 |
| 52.222-62         | PAID SICK LEAVE UNDER EXECUTIVE ORDER 13706  | Jan 2022 |
| 52.224-3 & Alt I  | PRIVACY TRAINING   | Jan 2017 |
| 52.225-26         | CONTRACTORS PERFORMING PRIVATE SECURITY FUNCTIONS OUTSIDE THE UNITED STATES (Section 862, as amended, of the National Defense Authorization Act for Fiscal Year 2008; 10 U.S.C. 2302 Note)   | Oct 2016 |
| 52.226-6          | PROMOTING EXCESS FOOD DONATION TO NONPROFIT ORGANIZATIONS (Applicable to Contracts in excess of \$25,000 or the dollar threshold in effect as of the date of the prime contract that involve the provision, service, or sale of food in the United States).  | Jun 2020 |
| 52.232-40         | PROVIDING ACCELERATED PAYMENTS TO SMALL BUSINESS SUBCONTRACTORS (Applicable to Contracts THERMO places with small business concerns)   | Mar 2023 |
| 52.244-6          | SUBCONTRACTS FOR COMMERCIAL ITEMS (Applicable when prime contract is for non- commercial items)  | Dec 2023 |
| 52.247-64         | PREFERENCE FOR PRIVATELY OWNED U.S.-FLAG COMMERCIAL VESSELS  | Nov 2021 |

B. For Contracts issued for the performance of Department of Defense contracts or subcontracts, the following DFARS clauses are incorporated herein by reference and apply as indicated below or in the clause:

| DFARS        | TITLE  | DATE     |
|--------------|--|----------|
| 252.204-7009 | LIMITATIONS ON THE USE OR DISCLOSURE OF THIRD-PARTY CONTRACTOR REPORTED CYBER INCIDENT INFORMATION (Applicable to Contracts for services that include support for the Government’s activities related to safeguarding covered defense information and cyber incident reporting.) | Jan 2023 |

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|--------------|---|----------|
| 252.204-7012 | SAFEGUARDING OF UNCLASSIFIED CONTROLLED TECHNICAL INFORMATION (Applicable to Contracts for operationally critical support, or for which subcontract performance will involve covered defense information.)  | Jan 2023 |
| 252.204-7014 | LIMITATIONS ON THE USE OR DISCLOSURE OF INFORMATION BY LITIGATION SUPPORT CONTRACTORS   | Jan 2023 |
| 252.204-7015 | NOTICE OF AUTHORIZED DISCLOSURE OF INFORMATION FOR LITIGATION SUPPORT   | Jan 2023 |
| 252.211-7003 | ITEM IDENTIFICATION AND VALUATION (Seller's obligations under this clause are limited to cooperating with Buyer's efforts to comply with this clause, including granting Buyer access to Seller's deliverables at its facilities and to appropriate property records.)  | Jan 2023 |
| 252.223-7008 | PROHIBITION OF HEXAVALENT CHROMIUM (Applicable to all Contracts for supplies, maintenance and repair services, or construction materials.)  | Jan 2023 |
| 252.225-7008 | RESTRICTION ON ACQUISITION OF SPECIALTY METALS (Applicable to Contracts for the delivery of specialty metals as end items to Buyer or Seller to the extent necessary to ensure compliance of the end products that Buyer will deliver to the Government when DFARS clause 252.225-7009 is in the prime contract.)   | Mar 2013 |
| 252.225-7009 | RESTRICTION ON ACQUISITION OF CERTAIN ARTICLES CONTAINING SPECIALTY METALS (excluding paragraph (d) and paragraph (e)(1) which are deleted from this clause). (Applicable to Contracts for items containing specialty metals to ensure compliance of the end products that Buyer will deliver to the Government.)   | Jan 2023 |
| 252.225-7010 | COMMERCIAL DERIVATIVE MILITARY ARTICLE – SPECIALTY METALS COMPLIANCE CERTIFICATE (Applicable to solicitations for Contracts that will incorporate DFARS clause 252.225-7009)  | Jul 2009 |
| 252.225-7048 | EXPORT-CONTROLLED ITEMS   | Jun 2013 |
| 252.225-7056 | PROHIBITIONS REGARDING BUSINESS OPERATIONS WITH THE MADURO  | Jan 2023 |
| 252.227-7013 | RIGHTS IN TECHNICAL DATA – OTHER THAN COMMERCIAL PRODUCTS AND COMMERCIAL SERVICES (Applicable whenever any technical data for commercial items developed in part at Government expense will be provided for delivery to the Government under this Purchase Order)   | Mar 2023 |
| 252.227-7015 | TECHNICAL DATA – COMMERCIAL ITEMS (Applicable whenever any technical data related to commercial items developed in any part at private expense will be provided under this Purchase Order for delivery to the Government.)  | Mar 2023 |
| 252.227-7037 | VALIDATION OF RESTRICTIVE MARKINGS ON TECHNICAL DATA (Applicable to Contracts requiring the delivery of technical data.)  | Jan 2023 |
| 252.239-7010 | CLOUD COMPUTING SERVICES (Applicable to Contracts that involve or may involve cloud services)   | Jan 2023 |
| 252.244-7000 | SUBCONTRACTS FOR COMMERCIAL ITEMS AND COMMERCIAL COMPONENTS   | Nov 2023 |
| 252.246-7003 | NOTIFICATION OF POTENTIAL SAFETY ISSUES (Applicable to Contracts for (i) parts defined as critical safety items in accordance with this clause; (ii) systems and subsystems, assemblies, and subassemblies integral to a system; and (iii) repair, maintenance, logistics support, or overhaul services for systems and subsystems, assemblies, subassemblies, and parts integral to a system.) | Jan 2023 |
| 252.246-7007 | CONTRACTOR COUNTERFEIT ELECTRONIC PART DETECTION AND AVOIDANCE SYSTEM (Applicable to Contracts when the goods or services include electronic parts or assemblies containing electronic parts. This clause applies to all Sellers, at all tiers, without regard to whether the Seller itself is subject to CAS.)   | Jan 2023 |
| 252.247-7023 | TRANSPORTATION OF SUPPLIES BY SEA   | Jan 2023 |

C. For Contracts issued for the performance of Department of Health and Human Services or its components (e.g., the National Institutes of Health) contracts or subcontracts, the following HHSAR are incorporated herein by reference and apply as indicated below or in the clause:

| HHSAR                 | TITLE  | DATE     |
|-----------------------|--|----------|
| 352.204-70            | PREVENTION AND PUBLIC HEALTH FUND-REPORTING REQUIREMENTS (Applicable to all Contracts funded with PPHF funds)  | Dec 2015 |
| 352.222-70            | CONTRACTOR COOPERATION IN EQUAL EMPLOYMENT OPPORTUNITY INVESTIGATIONS  | Dec 2015 |
| 352.223-70            | SAFETY AND HEALTH (Applicable to all Contracts involving toxic substances, hazardous materials, or hazardous operations)                                 | Dec 2015 |
| 252.224-70            | PRIVACY ACT (Applicable to all Contracts which require the design, development, or operation of a designated system of records)                          | Dec 2015 |
| 352.226-1 & 352.226-2 | INDIAN PREFERENCE PROGRAM (Applicable when included in prime contract)   | Dec 2015 |
| 352.227-11            | PATENT RIGHTS – EXCEPTIONAL CIRCUMSTANCES (Applicable to all Contracts for experimental, developmental, or research work)                                | Dec 2014 |
| 352.227-70            | PUBLICATIONS AND PUBLICITY (Applicable to Contracts where Supplier may propose publishing the results of its work under the purchase order)              | Dec 2015 |
| 352.237-70            | PRO-CHILDREN ACT   | Dec 2015 |
| 352.237-71            | CRIME CONTROL ACT-REPORTING OF CHILD ABUSE   | Dec 2015 |
| 352.237-72            | CRIME CONTROL ACT-REQUIREMENT FOR BACKGROUND CHECKS (Applies to Contracts involving the provision of childcare services to children under the age of 18) | Dec 2015 |
| 352.237-74            | NON-DISCRIMINATION IN SERVICE DELIVERY   | Dec 2015 |
| 352.270-4b            | PROTECTION OF HUMAN SUBJECTS   | Dec 2015 |
| 352.270-5b            | CARE OF LIVE VERTEBRATE ANIMALS  | Dec 2015 |
| 352.270-6             | RESTRICTION ON USE OF HUMAN SUBJECTS   | Dec 2015 |

## **Appendix 1**

### **Secure Software Development Framework (SSDF) Appendix**

In accordance with Executive Order (EO) 14028, Improving the Nation's Cybersecurity (May 12, 2021)<sup>1</sup> and OMB Memorandum M-22-18 (September 14, 2022)<sup>2</sup>, as updated<sup>3</sup>, all Software Products provided to Thermo Fisher or its customers pursuant to a contract or purchase order issued by Thermo Fisher shall be developed in accordance with secure software development practices, including, at a minimum, the standards set forth in below. These requirements are excerpted from NIST SP 800-218, Secure Software Development Framework (SSDF) Version 1.1: Recommendations for Mitigating the Risk of Software Vulnerabilities.<sup>4</sup>

These requirements apply to all software firmware, operating systems, applications, and application services (e.g., cloud-based software), as well as products containing software,<sup>5</sup> that have been developed or modified by major version changes (e.g., using a semantic versioning schema of Major.Minor.Patch, the software version number goes from 2.5 to 3.0) on or after September 14, 2022.

#### **1) Protect the Organization**

The software was developed and built in secure environments. Those environments were secured by the following actions, at a minimum:

- a) Separating and protecting each environment involved in developing and building software;
- b) Regularly logging, monitoring, and auditing trust relationships used for authorization and access:
  - i. to any software development and build environments; and
  - ii. among components within each environment;
- c) Enforcing multi-factor authentication and conditional access across the environments relevant to developing and building software in a manner that minimizes security risk;
- d) Taking consistent and reasonable steps to document, as well as minimize use or inclusion of software products that create undue risk, within the environments used to develop and build software;
- e) Encrypting sensitive data, such as credentials, to the extent practicable and based on risk;
- f) Implementing defensive cyber security practices, including continuous monitoring of operations and alerts and, as necessary, responding to suspected and confirmed cyber incidents;

#### **2) Protect the Software**

The software producer has made a good-faith effort to maintain trusted source code supply chains by:

- a) Employing automated tools or comparable processes; and
- b) Establishing a process that includes reasonable steps to address the security of third-party components and manage related vulnerabilities;

#### **3) Produce Well-Secured Software**

The software producer maintains provenance data for internal and third-party code incorporated into the software;

#### **4) Respond to Vulnerabilities**

The software producer employed automated tools or comparable processes that check for security vulnerabilities. In addition:

- a) The software producer ensured these processes operate on an ongoing basis and, at a minimum, prior to product, version, or update releases and
- b) The software producer has a policy or process to address discovered security vulnerabilities prior to product release; and
- c) The software producer operates a vulnerability disclosure program and accepts, reviews, and addresses disclosed software vulnerabilities in a timely fashion.

**End**

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<sup>1</sup> Available at <https://www.whitehouse.gov/briefing-room/presidential-actions/2021/05/12/executive-order-on-improving-the-nations-cybersecurity/>

<sup>2</sup> Available at <https://www.whitehouse.gov/wp-content/uploads/2022/09/M-22-18.pdf>

<sup>3</sup> Available at [M-23-16-Update-to-M-22-18-Enhancing-Software-Security.pdf](https://www.whitehouse.gov/wp-content/uploads/2022/09/M-23-16-Update-to-M-22-18-Enhancing-Software-Security.pdf) (whitehouse.gov)

<sup>4</sup> Available at <https://csrc.nist.gov/pubs/sp/800/218/final>

<sup>5</sup> See <https://www.nist.gov/system/files/documents/2022/02/04/software-supply-chain-security-guidance-under-EO-14028-section-4e.pdf>