



SUBCONTRACTOR/SUPPLIER REPRESENTATIONS, CERTIFICATIONS AND OTHER STATEMENTS

SUBCONTRACTOR/SUPPLIER INFORMATION:

Subcontractor/SUPPLIER Name (incl. DBA):	
Subcontractor Address:	
CAGE Code:	
DUNS Number:	
SAM ID#	
TIN:	
Quote/P.O. Ref #:	

This Subcontractor/Supplier Representations, Certifications and Other Statements (“Certification”) must be completed at least annually by each Owl Cyber Defense Solutions, LLC (“OWL”) subcontractor or Supplier (“Subcontractor”) or upon the submission of a quote or proposal.

The full texts of the Federal Acquisition Regulation (“FAR”) and Defense Federal Acquisition Regulation Supplement (“DFARS”) clauses referenced here may be found at <https://www.acquisition.gov/>.

By signing this Certification, Subcontractor certifies that it remains in compliance, where applicable, with the following FAR and DFARS clauses and other representations and certifications made here.

FAR AND DFARS CLAUSES INCORPORATED BY REFERENCE

(For the purposes of this Certification, “Offeror” in the FAR and DFARS clauses incorporated by reference shall mean, where applicable, “Subcontractor”)

Clause	Title
FAR	
52.203-3	Gratuities (APR 1984)
52.203-6	Restrictions on Subcontractor Sales to the Government (JUN 2020)
52-203-7	Anti-Kickback Procedures (JUN 2020)
52.203-11	Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (SEP 2007)
52.203-12	Limitation on Payments to Influence Certain Federal Transactions (JUN 2020)
52.203-13	Contractor Code of Business Ethics and Conduct (NOV 2021)
52.203-14	Display of Hotline Poster(s) (NOV 2021)
52.203-15	Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009 (JUN 2010)
52.203-16	Preventing Personal Conflicts of Interest (JUN 2020)
52.203-17	Contractor Employee Whistleblower Rights and Requirement to Inform Employees of Whistleblower Rights (JUN 2020)
52.203-18	Prohibition on Contracting with Entities that Require Certain Internal Confidentiality Agreements or Statements- Representation (JAN 2017)



52.203-19	Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements (JAN 2017)
52.212-3	Offeror Representations and Certifications—Commercial Products and Commercial Services (MAY 2022)
52.222-38	Compliance with Veterans’ Employment Reporting Requirements (FEB 2016)
52.222-56	Certification Regarding Trafficking in Persons Compliance Plan (OCT 2020)
52.223-1	Biobased Product Certification (MAY 2012)
52.225-20	Prohibition on Conducting Restricted Business Operations in Sudan-Certification (AUG 2009)
52.225-25	Prohibition on Contracting with Entities Engaging in Certain Activities or Transactions Relating to Iran – Representation and Certifications (JUN 2020)
52.227-6	Royalty Information (Alternate I) (APR 1984)
DFARS	
252.225-7601	Secondary Arab Boycott of Israel
252.225-7042	Authorization to Perform
252.225-7050	Disclosure of Ownership or Control by the Government of a Country that is a State Sponsor of Terrorism
252.229-7012	Tax Exemptions (Italy)-Representation
252.229-7013	Tax Exemptions (Spain)-Representation

REPRESENTATIONS AND CERTIFICATIONS TO BE COMPLETED BY SUBCONTRACTOR

FAR 52.204-3 Taxpayer Identification (OCT 1988)

Taxpayer Identification Number (TIN).

TIN: _____.

TIN has been applied for.

TIN is not required because:

Subcontractor is a nonresident alien, foreign corporation, or foreign partnership that does not have income effectively connected with the conduct of a trade or business in the United States and does not have an office or place of business or a fiscal paying agent in the United States;

Subcontractor is an agency or instrumentality of a foreign government;

Subcontractor is an agency or instrumentality of the Federal Government.

Type of organization.

Sole proprietorship;

Partnership;



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- Corporate entity (not tax-exempt);
- Corporate entity (tax-exempt);
- Government entity (Federal, State, or local);
- Foreign government;
- International organization per 26 C.F.R. § 1.6049-4;
- Other _____.

Common parent.

- Subcontractor is not owned or controlled by a common parent.
- Subcontractor is owned or controlled by a common parent:

Name _____

TIN _____

FAR 52.204-5 Women-Owned Business (Other Than Small Business) (OCT 2014)

Representation: [Complete only if Subcontractor is a women-owned business concern and has not represented itself as a small business concern in the FAR 52.219-1, Small Business Program Representations section of this Certification.] Subcontractor represents that it **IS** a women-owned business concern.

FAR 52.204-17 Ownership or Control of Offeror (AUG 2020)

Subcontractor represents that it **HAS** **HAS NOT** an immediate owner. If Subcontractor has more than one immediate owner (such as a joint venture), then Subcontractor shall respond accordingly below.

If Subcontractor indicates "**HAS**" above, enter the following information:

Immediate owner CAGE code: _____

Immediate owner legal name: _____ (Do not use a "doing business as" name)

Is the immediate owner owned or controlled by another entity? **YES** **NO**

If Subcontractor indicates "**YES**" above, indicating that the immediate owner is owned or controlled by another entity, then enter the following information:

Highest-level owner CAGE code: _____



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Highest-level owner legal name: _____ (Do not use a "doing business as" name)

FAR 52.204-20 Predecessor of Owner (AUG 2020)

Subcontractor represents that it IS IS NOT a successor to a predecessor that held a Federal contract or grant within the last three years.

If Subcontractor has indicated "IS" above, enter the following information for all predecessors that held a Federal contract or grant within the last three years (if more than one predecessor, list in reverse chronological order):

Predecessor CAGE code: _____ (or mark "Unknown")

Predecessor legal name: _____ (Do not use a "doing business as" name)

FAR 52.204-26 Covered Telecommunications Equipment or Services—Representation (OCT 2020)

Subcontractor shall review the list of excluded parties in the System for Award Management ("SAM") (<https://www.sam.gov>) for entities excluded from receiving federal awards for "covered telecommunications equipment or services."

Representation: Subcontractor represents that it DOES DOES NOT provide covered telecommunications equipment or services as a part of its offered products or services to the Government in the performance of any contract, subcontract, or other contractual instrument.

After conducting a reasonable inquiry for purposes of this representation, Subcontractor represents that it:

DOES DOES NOT use covered telecommunications equipment or services, or any equipment, system, or service that uses covered telecommunications equipment or services.

FAR 52.209-2 Prohibition on Contracting with Inverted Domestic Corporation—Representation (NOV 2015)

Representation: Subcontractor represents that:

It IS IS NOT an inverted domestic corporation; and

It IS IS NOT a subsidiary of an inverted domestic corporation.

FAR 52.209-5 Certification Regarding Responsibility Matters (AUG 2020)

Subcontractor certifies, to the best of its knowledge and belief, that-Subcontractor and/or any of its Principals:



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ARE **ARE NOT** presently debarred, suspended, proposed for debarment, or declared ineligible for the award of contracts by any Federal agency;

HAVE **HAVE NOT**, within a three-year period preceding this Certification, 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 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;

ARE **ARE NOT** presently indicted for, or otherwise criminally or civilly charged by a governmental entity with, commission of any of the offenses enumerated in paragraph (a)(1)(i)(B) of FAR 52.209-5.

HAVE **HAVE NOT**, within a three-year period preceding this offer, been notified of any delinquent Federal Taxes in an amount that exceeds the threshold at FAR 9.104-5(a)(2) for which the liability remains unsatisfied.

Subcontractor **HAS** **HAS NOT**, within a three-year period preceding this offer, had one or more contracts terminated for default by any Federal agency.

FAR 52.209-11 Representation by Corporation Regarding Delinquent Tax Liability or a Felony Conviction Under Any Federal Law (FEB 2016)

Subcontractor represents that it **IS** **IS NOT** an entity that has any unpaid Federal tax liability that has been assessed, for which all judicial and administrative remedies have been exhausted or have lapsed, and that is not being paid in a timely manner pursuant to an agreement with the authority responsible for collecting the tax liability; and

It **IS** **IS NOT** a corporation that was convicted of a felony criminal violation under a Federal law within the preceding 24 months.

FAR 52.212-3 Offeror Representations and Certifications—Commercial Products and Commercial Services (MAY 2022)

Subcontractor represents that it has completed the annual representations and certifications electronically in SAM accessed through <https://www.sam.gov>. After reviewing SAM information, Subcontractor verifies by submission of this Certification that the representations and certifications currently posted electronically at FAR 52.212-3, Offeror Representations and Certifications-Commercial Items, have been entered or updated in the last 12 months, are current, accurate, and complete.

Subcontractor represents that it **HAS** **HAS NOT** participated in a previous contract or subcontract subject to Executive Order 11246 and/or an Equal Opportunity contract clause.

If subcontractor answered “HAS” to the above, it **HAS** **HAS NOT** filed all required compliance reports.

Subcontractor represents that it **HAS** developed and has on file **HAS NOT** developed and does not have on file, at each establishment, affirmative action programs required by rules and regulations of the



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Secretary of Labor (41 C.F.R. Parts 60-1 and 60-2), or 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.

Subcontractor represents that it **DOES** **DOES NOT** knowingly engage in prohibited business transactions in violation of any U.S. sanctions or with any persons on the OFAC Specially Designated Nationals and Blocked Persons List at <https://www.treasury.gov/resource-center/sanctions/SDN-List/Pages/default.aspx>.

If subcontractor answered “**DOES**” to the above, please explain below:

If Subcontractor has received \$7.5 million or more in contract awards in the prior Federal fiscal year, subcontractor represents that subcontractor itself (or through its immediate or highest-level owner:

DOES **DOES NOT** publicly disclose greenhouse gas emissions (i.e., makes available on a publicly accessible website the results of a greenhouse gas inventory, performed in accordance with an accounting standard with publicly available and consistently applied criteria, such as the Greenhouse Gas Protocol Corporate Standard.

DOES **DOES NOT** publicly disclose a quantitative greenhouse gas emissions reduction goal (i.e., make available on a publicly accessible website a target to reduce absolute emissions or emissions intensity by a specific quantity or percentage).

If Subcontractor indicated “**DOES**” in the either of the two questions immediately above, Subcontractor shall provide the publicly accessible website(s) where greenhouse gas emissions and/or reduction goals are reported: _____.

Subcontractor represents that it **DOES** **DOES NOT** require employees or subcontractors seeking to report waste, fraud, or abuse to sign internal confidentiality agreements or statements prohibiting or otherwise restricting such employees or subcontractors from lawfully reporting such waste, fraud, or abuse to a designated investigative or law enforcement representative of a Federal department or agency authorized to receive such information. (Notwithstanding the above, Subcontractor shall not contravene requirements applicable to Standard Form 312 (Classified Information Nondisclosure Agreement), Form 4414 (Sensitive Compartmented Information Nondisclosure Agreement), or any other form issued by a Federal department or agency governing the nondisclosure of classified information.)

FAR 219-1 Small Business Program Representations (SEP 2021)

Subcontractor represents that is a small business under the following NAICS codes by answering “**YES**” or “**NO**” in the “Small Business” column of the table below:



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NAICS Code	Name	Small Business

Subcontractor represents that it IS IS NOT a Veteran-Owned Business Concern.

Subcontractor represents that it IS IS NOT a Service-Disabled Veteran-Owned Business Concern.

Subcontractor represents that it IS IS NOT a Women-Owned Business Concern.

Subcontractor represents that it IS IS NOT a HUBZone Business Concern.

Subcontractor represents that it IS IS NOT a Small Business Administration 8(a) Business Development Program Participant.

Subcontractor represents that it IS IS NOT a joint venture that qualifies as a _____ [INSERT APPLICABLE SOCIOECONOMIC BUSINESS CATEGORY OR CATEGORIES].

FAR 52.215-6 Place of Performance (OCT 1997)

Subcontractor, in the performance of any services or the provision of any products or supplies for OWL intends to use the following plants or facilities located at a different address from the address(es) Subcontractor provided to OWL in its subcontracts with OWL:

Owner	Place of Performance Address	Owner Address

FAR 52.219-2 Equal Low Bids (OCT 1995)

If Subcontractor is a small business in a Labor Surplus Area (“LSA”), Subcontractor shall identify below the LSA in which the costs to be incurred on account of manufacturing or production (by Subcontractor or its first-tier subcontractors) amount to more than 50 percent of the subcontract price:

FAR 52.226-2 Historically Black College or University and Minority Institution Representation (OCT 2014)

Subcontractor represents that it IS IS NOT a historically black college or university (as determined by the Secretary of Education to meet the requirements of 34 C.F.R. § 608.2).



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Subcontractor represents that it IS IS NOT a minority institution of higher education meeting the requirements of Section 365(3) of the Higher Education Act of 1965 (20 U.S.C. § 1067k), including a Hispanic-serving institution of higher education, as defined in Section 502(a) of the Act (20 U.S.C. § 1101a).

DFARS 252.225-7049 Prohibition on Acquisition of Commercial Satellite Services from Certain Foreign Entities--Representation

Subcontractor represents that-it:

IS IS NOT a foreign entity in which the government of a covered foreign country has an ownership interest that enables the government to affect satellite operations;

IS IS NOT a foreign entity that plans to provide or use launch or other satellite services under a contract from a covered foreign country;

IS IS NOT offering commercial satellite services provided by a foreign entity in which the government of a covered foreign country has an ownership interest that enables the government to affect satellite operations; and

IS IS NOT offering commercial satellite services provided by a foreign entity that plans to or is expected to provide or use launch or other satellite services under a contract from a covered foreign country.

Is Subcontractor has answered "IS" to any of the above representations, provide the following information, as applicable:

Identification of the foreign entity proposed to provide the commercial satellite services, if other than the Offeror: _____.

To the extent practicable, a description of any ownership interest that the government of a covered foreign country has in the foreign entity proposed to provide the satellite services, including identification of the covered foreign country: _____.

Identification of any covered foreign country in which launch or other satellite services will be provided or used, and a description of any satellite services planned to be provided or used in that country: _____.

Subcontractor's representations in this section are a material representation of fact upon which reliance will be placed by OWL. If it is later determined that Subcontractor knowingly rendered an erroneous representation, in addition to other remedies available to OWL, OWL may terminate any subcontract with Subcontractor related to commercial satellite services.

General Representation

In addition to the representations made above in this Certification, Subcontractor represents that it remains in compliance with all applicable laws, regulations, and contract clauses.



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Subcontractor Representative

I have read each of the representations, certifications and other statements in this Certification. By submitting this Certification, I am attesting to the accuracy of the representations, certifications and other statements contained herein.

Since OWL is relying on these representations, certifications and other statements as part of its due diligence for the U.S. Government, I understand that I and/or my company may be subject to criminal prosecution under Section 1001, Title 18 of the United States Code or civil liability under the False Claims Act if I misrepresent Subcontractor in any of these representations, certifications, or other statements.

Signature

Name:

Title:

Phone No.

E-Mail: