

**ANNUAL SUPPLIER REPRESENTATIONS and CERTIFICATIONS FOR CALENDAR YEAR
PLEASE READ CAREFULLY**

Procurement of material; services and supplies for a United States Government contract requires that prime contractors, subcontractors and suppliers comply with socioeconomic programs enacted into public law, implemented by Executive Order, and promulgated by Federal Regulations. Specific requirements are listed in sections 1 through 17 of this document.

AFFIX ADDRESS LABEL HERE OR PRINT OR TYPE COMPANY NAME & ADDRESS	COMPANY NAME <i>(Enter corrections here)</i>
	ADDRESS, PO BOX, SUITE No.
	CITY, STATE, ZIP CODE
	PHONE
	FAX No.

Please review each statement below and place a check mark in the box that represents your current state of compliance with each requirement. **NOTE: ONLY ONE (1) BOX MUST BE CHECKED FOR EACH STATEMENT. THERE ARE NO EXCEPTIONS; DO NOT LEAVE ANY OF SECTIONS 1 THROUGH 13 OR 17 BLANK.** Sign and date the bottom of page 4 and return the completed form to the Breeze-Eastern Purchasing Department at address listed above.

1. **CERTIFICATION OF EQUAL EMPLOYMENT OPPORTUNITY AND NONSEGREGATED FACILITIES (check box A)**
 - A. SELLER certifies that it does not maintain or provide segregated facilities for its employees, and does not permit its employees to perform services at any location under its control where segregated facilities are maintained. Furthermore, SELLER certifies that it does not discriminate against any employee or applicant for employment due to race, color, sex, or national origin. SELLER certifies that it complies with Executive Order 11246, Equal Employment Opportunity, as amended by Executive Order 11375.

2. **CERTIFICATION OF COMPLIANCE REPORT (check only one)**
 - A. SELLER certifies that it has filed Standard Form 100, "Equal Employment Opportunity Employer Information Report EEO-I" within 12 months of current date.
 - B. SELLER certifies that it has 50 or more employees. If awarded a contract of \$50,000 or more, or awarded individual contracts that exceed \$50,000 in the aggregate, it will complete and file Standard Form 100, "Equal Employment Opportunity Employer Information Report EEO-I".
 - C. SELLER certifies that it has less than 50 employees and is therefore exempt.

3. **CERTIFICATION OF AFFIRMATIVE ACTION PROGRAM (check only one)**
 - A. SELLER 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 pursuant to the regulations specified by the Secretary of Labor in 41 CFR 60-2.
 - B. SELLER certifies that it has 50 or more employees. If awarded a contract of \$50,000 or more, or individual contracts that exceed \$50,000 in the aggregate, it will comply with affirmative action compliance programs and regulators specified by the Secretary of Labor in 41 CFR 60-2.
 - C. SELLER certifies that it has less than 50 employees and is therefore exempt.

4. **CERTIFICATION OF VIETNAM ERA VETERANS READJUSTMENT ASSISTANCE ACT (check only one)**
 - A. SELLER certifies that it has at least one contract of \$10,000 or more and complies with Section 401 of the Vietnam Era Veterans Readjustment Assistance Act of 1974 (Public Law 93508, 38 U.S.C. 2012) and appropriate regulations.
 - B. SELLER certifies that, if awarded a contract of \$10,000 or more or individual contracts that exceed \$10,000 in the aggregate, it will comply with Public Law 93-908 and applicable regulations.

5. **CERTIFICATION OF HANDICAPPED REHABILITATION ACT (check only one)**
 - A. SELLER certifies that it has at least one contract exceeding \$2,500 and that it complies with Executive Order 11758, Authority Under Rehabilitation Act of 1973, regarding employment of qualified handicapped persons (reference Section 503 of the Rehabilitation Act, 41 CFR Part 60-741).
 - B. SELLER certifies that, if awarded a contract exceeding \$2,500 or more or individual contracts that exceed \$2,500 in the aggregate, it will comply with Executive Order 11758, Authority Under Rehabilitation Act of 1973 (reference Section 503 of the Rehabilitation Act, 41 CFR Part 60-741).

6. LABOR UNION AFFILIATION REPRESENTATION (check only one)

A. SELLER has collective bargaining agreement(s) with _____ Union, expiring _____
(List additional bargaining units on reverse)

B. SELLER certifies that it does not have union affiliation.

7. CERTIFICATION REGARDING DEBARMENT, SUSPENSION, PROPOSED DEBARMENT, AND OTHER RESPONSIBILITY MATTERS (check only one)

A. SELLER certifies that if it is awarded a contract of \$25,000 or more, the SELLER **IS NOT** presently debarred, suspended, proposed for debarment or declared ineligible for the award of contracts by any Federal agency as stated in FAR 52.209-6. Furthermore, if SELLER should be declared ineligible as stated above, it will immediately notify Breeze Eastern regarding its change in status.

B. SELLER **IS** presently debarred, suspended, proposed for debarment or declared ineligible for the award of contracts by a Federal agency.

8. CERTIFICATE OF INDEPENDENT PRICE DETERMINATION (FAR 52.203-2)

A. SELLER certifies that:

1. The prices in all offers to Breeze-Eastern have been arrived at independently, without, for the purpose of restricting competition, any consultation, communication, or agreement with any other offeror 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.
2. The prices in all offers to Breeze-Eastern have not been and will not be knowingly disclosed by the offeror, directly or indirectly, to any other offeror 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
3. No attempt has been made or will be made by the offeror 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 Breeze-Eastern is considered to be a certification by the signatory that the signatory-

1. Is the person in the offeror'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 subparagraph A. 1 through A.3 of this provision; or
2. (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.1 through A.3 of this provision; (ii) As an authorized agent, does certify that such principals have not participated, and will not participate, in any action contrary to subparagraphs A.1 through A.3 of this provision; and (iii) As an agent, has not personally participated, and will not participate, in any action contrary to subparagraphs A.1 through A.3 of this provision.

C. If SELLER deletes or modifies subparagraph A.2 of this provision, SELLER must furnish with its offer a signed statement setting forth in detail the circumstances of the disclosure.

9. CLEAN AIR & WATER CERTIFICATION (check only one)

Procurement of material, services or supplies in support of a United States Government contract requires that a prime contractor, subcontractor or supplier comply with the Clean Air and Water Certification (FAR Part 52.223-1) when it is in receipt of a purchase order which meets or exceeds \$100,000, or if it has been the subject of a conviction under the applicable portion of the Air Act (42 U.S.C. 7413[c][1]) or Water Act (33 U.S.C. 1319[o]) and listed as a violating facility by the Environmental Protection Agency (EPA). SELLER shall notify Breeze-Eastern before any contract award that its facilities are under consideration to be listed by the EPA as a violating facility. SELLER certifies that it will include a certification, substantially the same as this certification, in every lower-tier subcontract where the Clean Air and Water certification applies. Furthermore, SELLER certifies that:

A. Any facility to be used in a proposed contract **IS NOT** listed as a violating facility by the EPA.

B. A facility that may be used in a proposed contract **IS** listed as a violating facility by the EPA.

10. CERTIFICATION AND DISCLOSURE REGARDING PAYMENTS TO INFLUENCE CERTAIN FEDERAL TRANSACTIONS (FAR 52.203-11) (check only one)

A. SELLER certifies that if it is awarded a contract of \$100,000 or more, to the best of its knowledge and belief, Federal appropriated funds **have** or **have not** been paid or will be paid to influence certain Government officials to award a Federal contract or to modify a Federal contract.

B. SELLER agrees that if awarded a contract of \$1 00,000 or more, and SELLER has provided payments to influence Federal transactions, OMB Standard Form LLL, Disclosure of Lobbying Activities will be submitted to Breeze-Eastern.

11. FEDERAL AVIATION AUTHORITY (FAA) ANTI-DRUG AND ALCOHOL MISUSE PREVENTION PROGRAMS

A. Is your company an FAA approved Repair Station? (14 CFR 145) Yes No

B. If Yes, provide Federal Registration Number: _____

C. If Yes, do you have an FAA approved: _____

1. Anti-Drug Program? Yes No Plan Number: _____

2. Alcohol Misuse Prevention Program? Yes No Plan Number: _____

12. STANDARD INDUSTRIAL CLASSIFICATION (SIC) CODE OR NORTH AMERICAN INDUSTRIAL CLASSIFICATION (NAIC) CODE (FAR 19.102)

Enter the 4-digit SIC Code or 6-digit NAIC Code that most closely represents the product, commodity or service that your firm is likely to sell to Breeze-Eastern in the calendar year covered by these representations.

SIC Code:

NAIC Code:

The SIC Code Table can be found at FAR 19.102. SIC and NAIC Code listings are also available at your public library, and through the internet at: <http://www.sba.gov/regulations/siccodes/>.

13. BUSINESS SIZE AND TYPE CLASSIFICATION: SELLER REPRESENTS THAT IT IS A - (check only one)

- | | | |
|---|--|--|
| <input type="checkbox"/> SMALL BUSINESS (SB) ¹ | <input type="checkbox"/> WOMEN-OWNED SMALL (WOSB) ² | <input type="checkbox"/> *SBA-CERTIFIED SMALL DISADVANTAGED (SDB) ³ |
| <input type="checkbox"/> LARGE BUSINESS | <input type="checkbox"/> NON-PROFIT ORGANIZATION | <input type="checkbox"/> GOVERNMENT AGENCY/ENTITY:
Explain: _____ |
| <input type="checkbox"/> HUBZone SMALL BUSINESS | <input type="checkbox"/> MINORITY INSTITUTION (MI) | <input type="checkbox"/> HISTORICALLY BLACK COLLEGE or UNIVERSITY (HBCU) |
| <input type="checkbox"/> NON-PROFIT ORGANIZATION | <input type="checkbox"/> VETERAN OWNED (VOSB) | <input type="checkbox"/> DISABLED VETERAN (DV) |

* Enter SDB Tracking Number here _____ AND attach a copy of your current Small Business Administration (SBA) SDB certification letter.

FOOTNOTES:

- "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, and qualified as a small business under the criteria in 13 CFR Part 121 and the size standard identified by the SIC or NAIC Code identified in Section 12 above (FAR 52.219-1).
- "Women-owned small business concern" means a small business concern which is at least 51% owned by one or more women or, in the case of any publicly owned business, at least 51 % of the stock of which is owned by one or more women, and whose management and daily business operations are controlled by one or more women (FAR 52.219-1).
- For U.S. Government prime contracts issued on or after October 1, 1999, the term "small disadvantaged business" [whether or not also women-owned] means a small business concern owned and controlled by socially and economically disadvantaged individuals that has received certification as a small disadvantaged business concern consistent with 13 CFR 124, Subpart B (FAR 52.219-8). Attach a copy of SELLER's current certification letter.
For U.S. Government prime contracts issued prior to October 1, 1999, the SELLER's self-certification of small disadvantaged business status may still be accepted, contingent upon SELLER's acknowledgement of the PENALTY clause cited below.

NOTICE OF PENALTY

Under 15 U.S.C. 645(d), any person who misrepresents a firm's status as a small, small disadvantaged, or women-owned small business concern in order to obtain a contract to be awarded under the preference programs established pursuant to section 8(a), 8(d), 9, or 15 of the Small Business Act or any other provision of Federal law that specifically references section 8(d) for a definition of program eligibility, shall (i) be punished by imposition of fine, imprisonment, or both; (ii) be subject to administrative remedies, including suspension and debarment; and (iii) be ineligible for participation in programs conducted under the authority of the Act (FAR 52.219-1 (d)(2)).

14. MINORITY OWNERSHIP: IF SELLER HAS REPRESENTED ITSELF IN SECTION 13 ABOVE AS A SMALL DISADVANTAGE BUSINESS (SDB) OR WOMEN-OWNED SMALL DISADVANTAGED BUSINESS (WOSDB), PLEASE CHECK THE APPROPRIATE CATEGORY OF OWNERSHIP: (FAR 52.219-1 Alt. 1)

- A. Black American
- B. Hispanic American: persons with origins from South America, Central America, Mexico, Cuba, The Dominican Republic, Puerto Rico, Spain or Portugal
- C. Native American: American Indians, Eskimos, Aleuts, or Native Hawaiians
- D. 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 Island (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
- E. Subcontinent Asian (Asian-Indian) American: persons with origins from India, Pakistan, Bangladesh, Sri Lanka, Bhutan, the Maldives Islands, or Nepal
- F. Individual/concern, other than one of the preceding. Explain: _____

15. HUBZONE SMALL BUSINESSES: IF SELLER HAS REPRESENTED ITSELF IN SECTION 13 ABOVE AS A SMALL BUSINESS OF ANY CLASSIFICATION (SB, WOSB, SDB, WOSDB), then (check only one)

SELLER further represents that it is is not a qualified "Historically Underutilized Business Zone (HUBZone)" Small Business, certified as such by the Small Business Administration (SBA), and included on the List of Qualified HUBZone Small Business Concerns on the SBA's Internet website at <http://www.sba.gov/hubzone> (FAR 19.1303).

In order to qualify for HUBZone Small Business *certification from the SBA*, the SELLER must:

1. Be a "Small Business" according to the definition of FAR 52.219-1 and the SIC/NAIC size standards;
2. Be located with its principal place of operation and employment within a geographically designated HUBZone;
3. Be owned and managed exclusively by a U.S. citizen(s); **and**
4. Have at least thirty-five percent (35%) of its employees residing in a HUBZone.

If **YES**, attach a screen print from SBA's PRO-Net indicating "HUBZone? YES" for your firm.

16. SELLER is aware of the requirements of ITAR and E.A.R. regulations and how it applies to them, as defined below:

- a) **ITAR** – International and Traffic in Arms Regulation – a set of United States government regulations that control the export and import of defense-related articles and service.
- b) **E.A.R.** - Export Administration Regulation – a set of United States government directives that control the export and import of regulated commerce goods including, but not limited to, commodities, software and/ or technology.

SELLER acknowledges understanding of ITAR and E.A.R. Regulations

17. REPRESENTATION OF ADHERENCE TO "CODE OF BUSINESS CONDUCT" (check box B below)

- A. It is the policy of **Breeze-Eastern** to take reasonable steps to ensure that its suppliers and potential suppliers have ethics programs that meet Breeze-Eastern requirements for integrity and compliance, and to require its suppliers to certify to the same. See Breeze-Eastern's Code of Conduct Policy (www.breeze-eastern.com).
- B. SELLER acknowledges by signature below that it has reviewed and understands the Breeze-Eastern Code of Conduct Policy.

CERTIFICATION

I hereby acknowledge an understanding of the United States Government contracting and subcontracting programs and confirm the accuracy of the statements made above. This certification shall apply to all solicitations, agreements, purchase orders or subcontracts received from Breeze-Eastern, and shall be valid for the calendar year noted above.

NAME (please print or type)	SIGNATURE	DATE
TITLE		