



Representations and Certifications

Request for Quotation No. _____ Purchase Order No. _____

Seller acknowledges that Kay & Associates, Inc. (“KAI”) will rely upon Seller representations and certifications contained in any written offer, proposal or quote, or company profile submission, which results in award of a subcontract to Seller. By entering into such subcontract, Seller republishes the certifications and representations submitted with its written offer, including company profile information, and oral offers/quotations made at the request of KAI, and Seller makes those representations and certifications set forth below. Seller shall immediately notify KAI of any change of status regarding any or representation or certification.

The offeror, by signing these Representations and Certifications, hereby acknowledges and certifies to the following:

1. **FAR 52.204-10, Reporting Executive Compensation and First-Tier Subcontract Awards** (Applicable to orders >\$25,000). If \$25,000 threshold is met by award of this order, Seller shall report to KAI the names and total compensation of each of its five most highly compensated executives for its preceding completed fiscal year at <https://www.fsrc.gov> , if—

(i) In the seller’s preceding fiscal year, the seller received—

(A) 80 percent or more of its annual gross revenues from Federal contracts (and subcontracts), loans, grants (and subgrants), cooperative agreements, and other forms of Federal financial assistance; and

(B) \$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; and

(ii) The public does not have access to information about the compensation of the executives through periodic reports filed under section 13(a) 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/execomp.htm>.)

Check the applicable boxes below

Seller does not meet annual revenue thresholds identified above

Seller is a publically traded company and/or is registered on www.sam.gov. Either of these facts eliminates the requirement to report executive compensation to KAI.

2. FAR 52.209-6, Protecting the Governments Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment. (Applicable to Orders >\$35,000, except Commercial Off-The-Shelf (COTS) Items.)

“Neither the Seller, nor its principals, is debarred, suspended, or proposed for debarment by the Federal Government.”

3. That Defense Priorities and Allocation System (DPAS) rating of _____ applies to any order resulting from this RFQ; and, agrees to follow the provisions of the Defense Priorities and Allocations system (15 CFR 700) in performance of this requirement. (Applicable to orders >\$75,000)

4. 52.203-11, Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (Applicable to orders >\$150,000.00)

“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 this order.

Disclosure. If any registrants under the Lobbying Disclosure Act of 1995 have made a lobbying contact on behalf of the Seller with respect to this contract, the Seller shall complete and submit, with its offer, OMB Standard Form LLL, Disclosure of Lobbying Activities, to provide the name of the registrants.

I certify that these Representations and Certifications are acknowledged and agreed to as indicated.

Name of Vendor: _____

Printed Name of Authorized Representative: _____

Signature of Authorized Representative: _____

Date: _____