



Entrust Supplier Code of Ethics

US Federal Subcontractor Mandatory Flowdowns

Applicability: Where a Supplier is engaged with Entrust to provide goods or services under an upstream US federal government contract such that they fall within the definition of a subcontractor under the Federal Acquisition Regulation (FAR), the Supplier shall comply with, and flowdown to its subcontractors, if any, the following mandatory clauses, in accordance with the requirements of Executive Order 14398 and FAR 52.222-90.

Flowdown Clause:

In connection with the performance of work under this contract, the Contractor agrees as follows:

- (1) The Contractor will not engage in any racially discriminatory DEI activities as defined by the laws and regulations currently in effect;
- (2) The Contractor will furnish all information and reports, including providing access to books, records, and accounts, as required by the Contracting Officer, for purposes of ascertaining compliance with this clause;
- (3) In the event of the Contractor's or a subcontractor's noncompliance with this clause, this contract may be canceled, terminated, or suspended in whole or in part, and the Contractor or subcontractor may be declared ineligible for further Government contracts;
- (4) The Contractor will report any subcontractor's known or reasonably knowable conduct that may violate this clause to the Contracting Officer and take any appropriate remedial actions directed by the Contracting Officer; and
- (5) The Contractor will inform the Contracting Officer if a subcontractor sues the Contractor and the suit puts at issue, in any way, the validity of this clause.
- (6) The Contractor recognizes that compliance with the requirements of this clause are material to the Government's payment decisions for purposes of 31 U.S.C. 3729(b)(4).

The Contractor must include the substance of this clause, including this paragraph, in subcontracts at any tier, except those where the place of delivery or performance is outside the United States.