

The following Exhibit is included for example purposes only. VENDOR is bound by the hyperlink incorporated by reference in the Government Contracts section of this contract.

## AUGUST 2016

## TPHARM4 FEDERAL CONTRACT CLAUSES RIDER

This is a Subcontract issued under a Federal Government contract. The Subcontractor agrees to register with the federal System for Award Management ("SAM") and to maintain an active SAM registration at all times during its performance. Subcontractor will ensure its registration is accessible on-line on the SAM website in order for ESI to verify the registration. The Subcontractor agrees to comply with all statutes and regulations, including the Federal Acquisition Regulations ("FAR"), applicable to Express Scripts, Inc.'s ("ESI") prime contract with the Department of Defense ("DoD") Defense Health Agency ("TPHARM4 Contract"). The following contract clauses prescribed under the FAR and the DoD Federal Acquisition Regulation Supplement ("DFARS") are incorporated into this Subcontract by reference. The Subcontractor agrees to be bound by the obligations of the "Contractor" under all such clauses. Also, to the extent that the term "Government" or the phrases "United States" or "Contracting Officer" as used in any of these clauses denotes a contracting party, the same shall also mean ESI.

The Subcontractor shall perform its obligations under the Subcontract in compliance with the clauses incorporated herein by reference, unless specifically exempted by applicable law or regulation. The Subcontractor shall cooperate with ESI in evaluating the Subcontractor's compliance with these clauses. The Subcontractor will allow ESI access to the Subcontractor's facilities, records, and personnel to the extent that ESI, in its sole discretion, deems necessary to evaluate the Subcontractor's performance under the subcontract or its compliance with the clauses herein incorporated by reference.

The clauses incorporated herein by reference carry the same force and effect as if they were set forth in full text. The full text of these clauses is available at <http://www.acquisition.gov/far> or <http://farsite.hill.af.mil>.

### A. CLAUSES APPLICABLE TO ALL SUBCONTRACTS

52.204-9	PERSONAL IDENTITY VERIFICATION OF CONTRACTOR PERSONNEL (JAN 2011)
52.204-21	BASIC SAFEGUARDING OF COVERED CONTRACTOR INFORMATION SYSTEMS (JUNE 2016)
52.209-6	PROTECTING THE GOVERNMENT'S INTEREST WHEN SUBCONTRACTING WITH CONTRACTORS DEBARRED, SUSPENDED, OR PROPOSED FOR DEBARMENT (AUG 2013) (NOT APPLICABLE TO COMMERCIAL ITEM SUBCONTRACTS)
52.211-15	DEFENSE PRIORITY AND ALLOCATION REQUIREMENTS (APR 2008)
52.215-2	AUDIT AND RECORDS—NEGOTIATION, ALTERNATE I (MAR 2009)
52.219-8	UTILIZATION OF SMALL BUSINESS CONCERNS (MAY 2014)
52.222-1	NOTICE TO THE GOVERNMENT OF LABOR DISPUTES (FEB 1997)
52.222-21	PROHIBITION OF SEGREGATED FACILITIES (FEB 1999)
52.222-26	EQUAL OPPORTUNITY (MAR 2007)
52.222-36	AFFIRMATIVE ACTION FOR WORKERS WITH DISABILITIES (OCT 2010)
52.222-40	NOTIFICATION OF EMPLOYEE RIGHTS UNDER THE NATIONAL LABOR RELATIONS ACT (DEC 2010)
52.222-41	SERVICE CONTRACT ACT OF 1965 (NOV 2007)
52.222-50	COMBATING TRAFFICKING IN PERSONS (FEB 2009)
52.222-54	EMPLOYMENT ELIGIBILITY VERIFICATION (AUG 2013)
52.223-18	ENCOURAGING CONTRACTOR POLICIES TO BAN TEXT MESSAGING WHILE DRIVING (AUG 2011)
52.224-1	PRIVACY ACT NOTIFICATION (APR 1984)
52.224-2	PRIVACY ACT (APR 1984)
52.225-13	RESTRICTIONS ON CERTAIN FOREIGN PURCHASES (JUN 2008)
52.232-99	PROVIDING ACCELERATED PAYMENT TO SMALL BUSINESS CONTRACTORS (DEVIATION) (AUG 2012) (applies to subcontracts with small business concerns)
52.244-6	SUBCONTRACTS FOR COMMERCIAL ITEMS (JUL 2014)
252.203-7002	REQUIREMENT TO INFORM EMPLOYEES OF WHISTLEBLOWER RIGHTS (SEP 2013)
252.204-7000	DISCLOSURE OF INFORMATION (AUG 2013)
252.204-7012	SAFEGUARDING UNCLASSIFIED CONTROLLED TECHNICAL INFORMATION (NOV 2013)
252.247-7023	TRANSPORTATION OF SUPPLIES BY SEA (APR 2014)

### B. CLAUSES APPLICABLE TO SUBCONTRACTS OF \$100,000 OR MORE

52.203-6	RESTRICTIONS ON SUBCONTRACTOR SALES TO THE GOVERNMENT (SEP 2006)
52.203-7	ANTI-KICKBACK PROCEDURES (OCT 2010)
52.203-12	LIMITATION ON PAYMENTS TO INFLUENCE CERTAIN FEDERAL TRANSACTIONS (OCT 2010)
52.203-17	CONTRACTOR EMPLOYEE WHISTLEBLOWER RIGHTS AND REQUIREMENT TO INFORM EMPLOYEES OF WHISTLEBLOWER RIGHTS (APR 2014)
52.215-14	INTEGRITY OF UNIT PRICES (OCT 2010) (NOT APPLICABLE TO COMMERCIAL ITEM SUBCONTRACTS)
52.222-17	NON-DISPLACEMENT OF QUALIFIED WORKERS UNDER SERVICE CONTRACTS (JAN 2013)
52.222-35	EQUAL OPPORTUNITY FOR VETERANS (SEPT 2010)
52.222-37	EMPLOYMENT REPORTS ON VETERANS (SEPT 2010)
52.227-1	AUTHORIZATION AND CONSENT (DEC 2007)
52.227-2	NOTICE AND ASSISTANCE REGARDING PATENT AND COPYRIGHT INFRINGEMENT (DEC 2007)
52.246-4	INSPECTION OF SERVICES – FIXED PRICE (AUG 1996)
52.248-1	VALUE ENGINEERING (OCT 2010)
252.203-7001	PROHIBITION ON PERSONS CONVICTED OF FRAUD OR OTHER DEFENSE-CONTRACT-RELATED FELONIES (DEC 2008) (NOT APPLICABLE TO SUBCONTRACTS FOR COMMERCIAL ITEMS OR COMPONENTS)
252.226-7001	UTILIZATION OF INDIAN ORGANIZATIONS, INDIAN-OWNED ECONOMIC ENTERPRISES, AND NATIVE HAWAIIAN SMALL BUSINESS CONCERNS (SEP 2004)

### C. CLAUSES APPLICABLE TO SUBCONTRACTS OF \$650,000 OR MORE

52.215-11	PRICE REDUCTION FOR DEFECTIVE COST OR PRICING DATA-MODIFICATIONS (AUG 2011) (NOT APPLICABLE TO COMMERCIAL ITEM SUBCONTRACTS)
52.215-13	SUBCONTRACTOR COST OR PRICING DATA – MODIFICATIONS (OCT 2010) (NOT APPLICABLE TO COMMERCIAL ITEM SUBCONTRACTS)
52.215-15	PENSION ADJUSTMENTS AND ASSET REVISIONS (OCT 2010) (Not applicable to Commercial Item subcontracts)
52.215-18	REVERSION OR ADJUSTMENT OF PLANS FOR POSTRETIREMENT BENEFITS (PRB) OTHER THAN PENSIONS (JUL 2005) (Not applicable to Commercial Item subcontracts)
52.215-19	NOTIFICATION OF OWNERSHIP CHANGES (OCT 1997) (Not applicable to Commercial Item subcontracts)
52.219-9	SMALL BUSINESS SUBCONTRACTING PLAN-ALTERNATE II (OCT 2001) (NOT APPLICABLE TO COMMERCIAL ITEM SUBCONTRACTS)
52.230-2	COST ACCOUNTING STANDARDS (MAY 2012)
52.230-6	ADMINISTRATION OF COST ACCOUNTING STANDARDS (JUN 2010)
252.225-7006	QUARTERLY REPORTING OF ACTUAL CONTRACT PERFORMANCE OUTSIDE THE UNITED STATES (OCT 2010)

### D. CLAUSES APPLICABLE TO SUBCONTRACTS OF \$1,000,000 OR MORE

252.222-7006	RESTRICTIONS ON THE USE OF MANDATORY ARBITRATION AGREEMENTS (DEC 2010) (Not applicable to Commercial Item)
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### E. CLAUSES APPLICABLE TO SUBCONTRACTS OF \$5,000,000 OR MORE

52.203-13	CONTRACTOR CODE OF BUSINESS ETHICS AND CONDUCT (Apr 2010)
252.203-7004	DISPLAY OF FRAUD HOTLINE POSTERS (DEC 2012) (Not applicable to Commercial Item subcontracts)

The following Exhibit is included for example purposes. VENDOR is bound by the hyperlink incorporated by reference included in the Government Contracts provision of this contract.

**F. SUBCONTRACTOR INFORMATION SYSTEMS AND NETWORK SECURITY REQUIREMENTS**

**F.1.** In accordance with [DoD Instruction No. 8582.01 \(Jun. 6, 2012\)](#), the subcontractor shall implement and maintain information security in its information systems that are used to perform this subcontract. The subcontractor shall, at a minimum, comply with the specified National Institute of Standards and Technology (NIST) Special Publication (SP) 800-53 security controls. The [current version \(as of April 2013\) of the NIST SP 800-53](#) applies. For subsequent option periods, the version in publication as of the date of option exercise will apply. If a control is not implemented, the subcontractor shall prepare a written determination that explains how either the required security control is not applicable; or how an alternative control or protective measure is used to achieve equivalent protection.

**F.2.** In connection with these Information Systems and Network Security requirements, the subcontractor will provide, as of the effective date of the subcontract, the completed checklist and certification described in the provided Checklist and Certification for Minimum Level of Enhanced Safeguarding for Unclassified DoD Information, and will do so 30 days after the date that each subsequent option, if any, is exercised by ESI. The subcontractor shall use a current, dated copy of the Checklist and Certification for Minimum Level of Enhanced Safeguarding/of Unclassified DoD Information which will be provided to the subcontractor by ESI no later than 30 days prior to the date by which the subcontractor is to submit the completed and signed form back to ESI. The subcontractor shall also comply with all reporting and damage assessment activities required under DFARS 252.204-7012 SAFEGUARDING OF UNCLASSIFIED CONTROLLED TECHNICAL INFORMATION (NOV 2013). If at any point the subcontractor cannot comply with the above NIST requirements, the subcontractor must remove, and certify to the removal, of all Federal data from the subcontractor's information systems in a secure manner. The requirements described above will flow to any lower tier subcontractor.

**G. Subcontractor PHI/PII Requirements**

**G.1.** Personally Identifiable Information (PII) or Protected Health Information (PHI) associated with DoD beneficiaries accessible by subcontractor's staff (including subcontractors and consultants) will at no time be removed or transferred from a jurisdiction subject to the laws of the United States.

**G.2.** Privacy and HIPAA training must be completed by all staff (including subcontractors and consultants) that have access to Personally Identifiable Information (PII) or Protected Health Information (PHI) associated with DoD beneficiaries within 30 days of hire and annually thereafter.