

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

**1. Contract ID Code**  
Firm Fixed Price

**Page 1 Of 5**

**2. Amendment/Modification No.**

65

**3. Effective Date**

2014APR28

**4. Requisition/Purchase Req No.**

SEE SCHEDULE

**5. Project No. (If applicable)**

**6. Issued By**

U.S. ARMY CONTRACTING COMMAND  
DANIEL RIDDOCK  
WARREN, MICHIGAN 48397-5000  
HTTP://CONTRACTING.TACOM.ARMY.MIL

EMAIL: DANIEL.RIDDOCK@US.ARMY.MIL

**Code**

W56HZV

**7. Administered By (If other than Item 6)**

DCMA PHILADELPHIA  
700 ROBBINS AVENUE, BLDG 4-A  
P.O. BOX 11427  
PHILADELPHIA PA 19111-0427

**Code**

S3915A

**8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code)**

BAE SYSTEMS LAND & ARMAMENTS L.P.  
1100 BAIRS RD  
YORK, PA 17408-8975

**9A. Amendment Of Solicitation No.**

**9B. Dated (See Item 11)**

**10A. Modification Of Contract/Order No.**

W56HZV-05-G-0005/0027

**10B. Dated (See Item 13)**

2007NOV29

**Code** 06085

**Facility Code**

**11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS**

The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers

is extended,  is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods:  
(a) By completing items 8 and 15, and returning \_\_\_\_\_ copies of the amendments; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. **FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER.** If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

**12. Accounting And Appropriation Data (If required)**

ACRN: AC NET DECREASE: -\$51,801.99

**13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS**  
It Modifies The Contract/Order No. As Described In Item 14.

- A. This Change Order is Issued Pursuant To:** \_\_\_\_\_ **The Changes Set Forth In Item 14 Are Made In**  
**The Contract/Order No. In Item 10A.**
- B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).**
- C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:** 43.103(a) as Agreed Between Parties
- D. Other (Specify type of modification and authority)**

**E. IMPORTANT:** Contractor  is not,  is required to sign this document and return \_\_\_\_\_ copies to the Issuing Office.

**14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)**

SEE SECOND PAGE FOR DESCRIPTION

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

|   |                         |  |  |
|---|-------------------------|--|--|
| <b>15A. Name And Title Of Signer (Type or print)</b>                                    |                         | <b>16A. Name And Title Of Contracting Officer (Type or print)</b><br>CHARLES E. GRAM III<br>CHARLES.GRAM@US.ARMY.MIL (586)282-7076 |  |
| <b>15B. Contractor/Offeror</b><br><br>_____<br>(Signature of person authorized to sign) | <b>15C. Date Signed</b> | <b>16B. United States Of America</b><br><br>By _____ /SIGNED/<br>(Signature of Contracting Officer)                                | <b>16C. Date Signed</b><br><br>2014APR28 |

|   |  |                    |
|---|--|--------------------|
| <b>CONTINUATION SHEET</b>   | <b>Reference No. of Document Being Continued</b> | <b>Page 2 of 5</b> |
|   | PIIN/SIIN W56HZV-05-G-0005/0027      MOD/AMD 65  |                    |
| <b>Name of Offeror or Contractor:</b> BAE SYSTEMS LAND & ARMAMENTS L.P. |  |                    |

SECTION A - SUPPLEMENTAL INFORMATION

Buyer Name: DANIEL RIDDOCK  
Buyer Office Symbol/Telephone Number: CCTA-AHLA/(586)282-8388  
Type of Contract: Firm Fixed Price  
Kind of Contract: Supply Contracts and Priced Orders  
Type of Business: Large Business Performing in U.S.  
Surveillance Criticality Designator: B  
Weapon System: BFVS(M2, M2A1, M2A2),BFVS(M3, M3A1,M3A2)

\*\*\* End of Narrative A0000 \*\*\*

W56HZV-05-G-0005  
Delivery Order: 27  
Modification: 65  
Prepared by: DJR

Previous Amount on Contract: \$812,715,542.66  
Amount of this Modification: (\$51,801.99)  
New Amount on Delivery Order: \$812,663,740.67

1. The purpose of this bilateral Modification 65 to Delivery Order 0027 is to deobligate funding creating an Unliquidated Obligation on the Over and Above CLIN 0010AA, and incorporate work completed on two separate battle damaged vehicles under the Over and Above CLIN 0010AA.

a. Section B: On 25 January 2012, BAE and the DCMA ACO reached a negotiated settlement for two separate battle damage repair actions in accordance with C.25.1.2. Proposal YRK09-BFV-313-R02 had a negotiated settlement of \$8,365.83 for Vehicle (2ADR3218R), and Proposal YRK10-HBC-0107-F03 had a negotiated settlement of \$17,310.18 for Vehicle (ADR3387R). Both negotiated amounts shall be charged under CLIN 0010AA in accordance with C.25 of the Contract.

b. Battle Damaged Vehicles (2ADR3218R) and (ADR3387R) shall be restored to fully functional condition in accordance with Section C.18.

c. Section B: Deobligate funding in the amount of (\$51,801.99) from CLIN 0010AA. The value of CLIN 0010AA is decreased from \$100,000 to \$48,198.01. This deobligation is to eliminate the ULO left on contract. The deobligation amount reflects DCMA's negotiated settlements for the work on battle damaged vehicles.

2. As a result of this Modification 65, the total value of Delivery Order 0027 is changed to \$812,663,740.67.

3. Except as revised by this Modification 65, all terms conditions of Delivery Order 0027, as previously changed, remain unchanged and in full force and effect.

\*\*\* END OF NARRATIVE A0067 \*\*\*

CONTINUATION SHEET

Reference No. of Document Being Continued  
 PIIN/SIIN W56HZV-05-G-0005/0027 MOD/AMD 65

Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS L.P.

| ITEM NO               | SUPPLIES/SERVICES   | QUANTITY  | UNIT      | UNIT PRICE      | AMOUNT    |                 |            |                 |              |                 |                      |                       |                    |                 |             |   |    |  |              |
|-----------------------|---|-----------|-----------|-----------------|-----------|-----------------|------------|-----------------|--------------|-----------------|----------------------|-----------------------|--------------------|-----------------|-------------|---|----|--|--------------|
| 0010                  | SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS<br><br>BFVS   |           |           |                 |           |                 |            |                 |              |                 |                      |                       |                    |                 |             |   |    |  |              |
| 0010AA                | <p><u>FY09 RESET OVER AND ABOVE CLIN</u></p> <p>SERVICE REQUESTED: BFVS<br/>                     CLIN CONTRACT TYPE:<br/>                     Firm Fixed Price<br/>                     PRON: EH9CR097EH PRON AMD: 01 ACRN: AC<br/>                     AMS CD: 137010NC000</p> <p>The purpose of this CLIN is to fund firm fixed price proposals from the contractor for small dollar item unforeseen events during the course of production. This CLIN value is not figured in to the vehicle price and the Contractor has not received profit on this dollar amount. For further details, please reference Section C, Paragraph C.25.</p> <p>The replacement and restocking of 100 brake shafts was negotiated at \$5,642.00.</p> <p>The shipment of seven (7 EA) FY09 Bradley ODS-SA vehicles on rail cars was negotiated at \$16,880.00.</p> <p>*Breakdown of Negotiated Agreements in accordance with Section C.25:</p> <table border="0"> <tr> <td>Obligated</td> <td>\$100,000</td> </tr> <tr> <td>Modification 29</td> <td>(\$5,642)</td> </tr> <tr> <td>Modification 54</td> <td>(\$16,880)</td> </tr> <tr> <td>Modification 65</td> <td>(\$8,365.83)</td> </tr> <tr> <td>Modification 65</td> <td><u>(\$17,310.18)</u></td> </tr> <tr> <td>Funding To Deobligate</td> <td><u>\$51,801.99</u></td> </tr> <tr> <td>Remaining Funds</td> <td>\$48,198.01</td> </tr> </table> <p>*Modification 65 incorporates two separate actions for the repair of battle damaged vehicles in accordance with C.25.1.2. Proposal YRK09-BFV-313-R02, Vehicle 2ADR3218R, negotiated settlement of \$8,365.83. Proposal YRK10-HBC-0107-F03, Vehicle ADR3387R, negotiated settlement of \$17,310.18.</p> <p>*These efforts have been completed. BAE will submit invoices for ACO approval for payments of \$8,365.83 and \$17,310.18.</p> <p>*The restoration of vehicles (2ADR3218R) and (ADR3387R) was Over and Above work required to support production. Funding is authorized for Over &amp; Above work on CLIN 0010AA and the Government approves the request for payment for this effort against this funding.</p> | Obligated | \$100,000 | Modification 29 | (\$5,642) | Modification 54 | (\$16,880) | Modification 65 | (\$8,365.83) | Modification 65 | <u>(\$17,310.18)</u> | Funding To Deobligate | <u>\$51,801.99</u> | Remaining Funds | \$48,198.01 | 1 | LO |  | \$ 48,198.01 |
| Obligated             | \$100,000   |           |           |                 |           |                 |            |                 |              |                 |                      |                       |                    |                 |             |   |    |  |              |
| Modification 29       | (\$5,642)   |           |           |                 |           |                 |            |                 |              |                 |                      |                       |                    |                 |             |   |    |  |              |
| Modification 54       | (\$16,880)  |           |           |                 |           |                 |            |                 |              |                 |                      |                       |                    |                 |             |   |    |  |              |
| Modification 65       | (\$8,365.83)  |           |           |                 |           |                 |            |                 |              |                 |                      |                       |                    |                 |             |   |    |  |              |
| Modification 65       | <u>(\$17,310.18)</u>  |           |           |                 |           |                 |            |                 |              |                 |                      |                       |                    |                 |             |   |    |  |              |
| Funding To Deobligate | <u>\$51,801.99</u>  |           |           |                 |           |                 |            |                 |              |                 |                      |                       |                    |                 |             |   |    |  |              |
| Remaining Funds       | \$48,198.01   |           |           |                 |           |                 |            |                 |              |                 |                      |                       |                    |                 |             |   |    |  |              |

CONTINUATION SHEET

Reference No. of Document Being Continued  
 PIIN/SIIN W56HZV-05-G-0005/0027 MOD/AMD 65

Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS L.P.

| ITEM NO       | SUPPLIES/SERVICES   | QUANTITY    | UNIT | UNIT PRICE | AMOUNT        |                 |             |     |   |             |  |  |  |  |
|---------------|---|-------------|------|------------|---------------|-----------------|-------------|-----|---|-------------|--|--|--|--|
|               | <p>*Added per modification 65.</p> <p>(End of narrative B001)</p> <p><u>Inspection and Acceptance</u><br/>                     INSPECTION: Origin      ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DLVR SCH</td> <td></td> <td>PERF COMPL</td> </tr> <tr> <td><u>REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DATE</u></td> </tr> <tr> <td>001</td> <td>1</td> <td>31-AUG-2010</td> </tr> </table> <p>\$            48,198.01</p> <p>Performance Based Payments and liquidation do not apply to this non-vehicle CLIN.</p> <p>(End of narrative F001)</p> | DLVR SCH    |      | PERF COMPL | <u>REL CD</u> | <u>QUANTITY</u> | <u>DATE</u> | 001 | 1 | 31-AUG-2010 |  |  |  |  |
| DLVR SCH      |   | PERF COMPL  |      |            |               |                 |             |     |   |             |  |  |  |  |
| <u>REL CD</u> | <u>QUANTITY</u>   | <u>DATE</u> |      |            |               |                 |             |     |   |             |  |  |  |  |
| 001           | 1   | 31-AUG-2010 |      |            |               |                 |             |     |   |             |  |  |  |  |

**CONTINUATION SHEET**

**Reference No. of Document Being Continued**

**PIIN/SIIN** W56HZV-05-G-0005/0027 **MOD/AMD** 65

**Name of Offeror or Contractor:** BAE SYSTEMS LAND & ARMAMENTS L.P.

SECTION G - CONTRACT ADMINISTRATION DATA

| LINE   | PRON/<br>AMS CD/<br>MIPR/<br><u>ITEM</u>  | OBLG<br><u>STAT</u> | JO NO/<br><u>ACCT ASSIGN</u> | <u>ACRN</u> | <u>PRIOR AMOUNT</u> | <u>INCREASE/<br/>DECREASE</u> | <u>CUMULATIVE<br/>AMOUNT</u> |
|--------|---|---------------------|------------------------------|-------------|---------------------|-------------------------------|------------------------------|
| 0010AA | EH9CR097EH<br>137010NC000<br>B18LIX137NMC | 2                   | 9LIRNB                       | AC \$       | 100,000.00 \$       | -51,801.99 \$                 | 48,198.01                    |
|        |   |                     |                              |             | NET CHANGE \$       | -51,801.99                    |                              |

| <u>ACRN</u> | <u>ACCOUNTING CLASSIFICATION</u>          | <u>INCREASE/<br/>DECREASE</u> |
|-------------|---|-------------------------------|
| AC 21       | 92020000096D6D01P1370102577 S20113 W56HZV | \$ -51,801.99                 |
|             | NET CHANGE \$                             | -51,801.99                    |

|                       | <u>PRIOR AMOUNT<br/>OF AWARD</u> | <u>INCREASE/DECREASE<br/>AMOUNT</u> | <u>CUMULATIVE<br/>OBLIG AMT</u> |
|-----------------------|----------------------------------|-------------------------------------|---------------------------------|
| NET CHANGE FOR AWARD: | \$ 812,715,542.66                | \$ -51,801.99                       | \$ 812,663,740.67               |

| LINE   | <u>ITEM</u> | <u>ACRN</u> | <u>EDI/SFIS ACCOUNTING CLASSIFICATION</u>                      |
|--------|-------------|-------------|--|
| 0010AA | AC          | 21          | 090920200000 S20113 96D6D01137010NC0002577 9LIRNBS20113 W56HZV |