

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

1. Contract ID Code  
Firm Fixed Price

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2. Amendment/Modification No. 73	3. Effective Date 2014JAN30	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By U.S. ARMY CONTRACTING COMMAND JASON LADD WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL  EMAIL: JASON.LADD1@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
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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	<input type="checkbox"/>	9A. Amendment Of Solicitation No.
	<input type="checkbox"/>	9B. Dated (See Item 11)
	<input checked="" type="checkbox"/>	10A. Modification Of Contract/Order No. W56HZV-05-G-0005/0042
	<input type="checkbox"/>	10B. Dated (See Item 13) 2009JUN30
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: AK NET DECREASE: -\$35,921.00

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

<input type="checkbox"/>	A. This Change Order is Issued Pursuant To: The Contract/Order No. In Item 10A.	The Changes Set Forth In Item 14 Are Made In
<input type="checkbox"/>	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).	
<input checked="" type="checkbox"/>	C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:	Mutual agreement between parties
<input type="checkbox"/>	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.

15A. Name And Title Of Signer (Type or print)	16A. Name And Title Of Contracting Officer (Type or print) DOREEN J. COSTA DOREEN.J.COSTA@US.ARMY.MIL (586)282-7076		
15B. Contractor/Offeror  _____ (Signature of person authorized to sign)	15C. Date Signed	16B. United States Of America By _____ /SIGNED/ (Signature of Contracting Officer)	16C. Date Signed 2014JAN30

<b>CONTINUATION SHEET</b>	<b>Reference No. of Document Being Continued</b>	<b>Page 2 of 5</b>
	PIIN/SIIN W56HZV-05-G-0005/0042      MOD/AMD 73	
<b>Name of Offeror or Contractor:</b> BAE SYSTEMS LAND & ARMAMENTS L.P.		

SECTION A - SUPPLEMENTAL INFORMATION

Buyer Name: JASON LADD  
 Buyer Office Symbol/Telephone Number: CCTA-AHLA/(586)282-7107  
 Type of Contract: Firm Fixed Price  
 Kind of Contract: System Acquisition Contracts  
 Type of Business: Large Business Performing in U.S.  
 Surveillance Criticality Designator: C  
 Weapon System: BFVS(M2, M2A1, M2A2),BFVS(M3, M3A1,M3A2)

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

W56HZV-05-G-0005  
 Delivery Order: 0042  
 Modification: 73  
 Prepared by: JDL

Previous Contract Amount: \$511,361,754.01  
 Amount of this Modification: (\$35,921.00)  
 New Amount on Delivery Order: \$511,325,833.01

1. The purpose of this bilateral Modification 73 to Delivery Order 0042 is to complete a downward adjustment for unused cyclic maintenance based on Section E.7.2, incorporated in Modification 69 to this Delivery Order.
2. CLIN 0033AA was established and funded in the amount of \$76,476 under Modification 69 for 132 months of cyclic maintenance. A total of 70 months was performed, totalling \$40,555. All vehicles have been shipped to their final destination and therefore do not require any further cyclic maintenance. This results in a reduction of \$35,921.
3. Section G.15 has been added for billing instructions.
4. This Modification 73 constitutes the full and final settlement for CLIN 0033AA, and the Contractor hereby remises, releases, and discharges the Government from all civil liabilities, obligations, claims, appeals and demands which are based on the incorporation of the above referenced changes into the contract, whether administrative, judicial, legal, or equitable, or direct or indirect.
5. Except as revised by this Modification 73, all terms and conditions of Delivery Order 0042, as previously changed, remain unchanged and in full force and effect.

\*\*\* END OF NARRATIVE A0075 \*\*\*

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

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT										
0033AA	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>CYCLIC MAINTENANCE</u></p> <p>SERVICE REQUESTED: M7BFIST- SA                      CLIN CONTRACT TYPE:                      Firm Fixed Price                      PRON: EH3M0030EH PRON AMD: 01 ACRN: AK</p> <p>Cyclic maintenance shall be performed in accordance with Section E.7</p> <p>*Modification 69 awarded 132 months of cyclic maintenance. A total of 70 months were completed, resulting in a reduction of \$35,921. In accordance with Section E.7.2, the downward adjustment results in a new CLIN total of \$40,555.</p> <p>*Incorporated per Modification 73</p> <p>(End of narrative B001)</p> <p><u>Inspection and Acceptance</u>                      INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DLVR SCH</td> <td>PERF COMPL</td> </tr> <tr> <td><u>REL CD</u></td> <td><u>QUANTITY</u></td> </tr> <tr> <td>001</td> <td>1</td> </tr> <tr> <td></td> <td><u>DATE</u></td> </tr> <tr> <td></td> <td>31-OCT-2014</td> </tr> </table> <p>\$ 40,555.00</p>	DLVR SCH	PERF COMPL	<u>REL CD</u>	<u>QUANTITY</u>	001	1		<u>DATE</u>		31-OCT-2014	1	LT		\$ 40,555.00
DLVR SCH	PERF COMPL														
<u>REL CD</u>	<u>QUANTITY</u>														
001	1														
	<u>DATE</u>														
	31-OCT-2014														

**CONTINUATION SHEET**

**Reference No. of Document Being Continued**

**PIIN/SIIN** W56HZV-05-G-0005/0042 **MOD/AMD** 73

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

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ MIPR/ <u>ITEM</u>	OBLG <u>STAT</u>	JO NO/ <u>ACCT ASSIGN</u>	ACRN	PRIOR AMOUNT	INCREASE/ DECREASE	CUMULATIVE AMOUNT
0033AA	EH3M0030EH	2	S.0010117.2	AK \$	76,476.00 \$	-35,921.00 \$	40,555.00
					NET CHANGE \$	-35,921.00	

ACRN	ACCOUNTING CLASSIFICATION	INCREASE/ DECREASE
AK	021 201320132020 A60EE 123207AMWE 2571 L032727488 S.0010117.2	021001 \$ -35,921.00
		NET CHANGE \$ -35,921.00

NET CHANGE FOR AWARD:	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
\$ 511,361,754.01	\$ -35,921.00	\$ 511,325,833.01	

LINE	ACRN	EDI/SFIS	ACCOUNTING CLASSIFICATION	021001
0033AA	AK	021	201320132020 A60EE 123207AMWE 2571 L032727488 S.0010117.2	021001

G.1 Subsequent to termination of the cost portion and conversion of CLIN 0001AA to Firm Fixed Price, all payments made under the cost portion of this contract shall be liquidated against initial invoices submitted against the Firm Fixed Price CLIN.

G.2 Payment Instructions:CLIN 4201AA has been definitized. The Contractor shall adjust previously submitted invoices for CLIN 4201AA to bill the balance between the definitized unit price of CLIN 4201AA (\$826,954.80) and the previous undefinitized estimated unit price:(\$559,981.51). Adjusted invoices are authorized after the date of award of Modification 17, and to include the definitization value of CLIN 4201AA.

G.3 Payment Instructions:CLIN 4201AB has been definitized. The Contractor shall adjust previously submitted invoices for CLIN 4201AB to bill the balance between the definitized unit price of CLIN 4201AB (\$310,621.87) and the previous undefinitized estimated unit price:(\$173,482.35). Adjusted invoices are authorized after the date of award of Modification 17, and to include the definitization value of CLIN 4201AB.

G.4 DELETED- Interim Billing Provisions for CLIN 0002AC Prior to Definitization because all vehicle unit prices are definitized by Modification 11.

G.5 DELETED- Interim Billing Provisions for CLIN 0005AA Prior to Definitization because all vehicle unit prices are definitized by Modification 11.

G.6 The ODS-SA unique and common parts (CLINS 4201AA and 4201AB) were bought separately by the Government under this delivery order with a different type of funding than the Reset OMA funding. Also, because the ODS-SA is considered a conversion, different funding had to be used for the installation. When developing the ODS-SA variant, the government did not require BAE to develop add and delete drawings for the installation of the ODS-SA parts because the vehicles were going to be converted as part of the Reset production line. It is understood that BAE will collect the costs for each ODS-SA vehicle and will use the delta from a regular ODS vehicle to determine the cost for the conversion of the vehicles. This cost would then be applied against the proposed price for this effort which is on a separate CLIN. This course of action was implemented as a benefit to the Government not only financially but also would enable the Government to meet the fielding schedule for the units who need these vehicles. Paragraph G.6 was added by Modification 11.

G.7 Payment Instructions for CLINs 0022AA, 0023AA, and 0024AA: BAE is authorized to begin the Reset of 95 ODS Bradley Fighting Vehicles in accordance with the scope of work detailed in Paragraphs C.34 to C.35.1.4. The Contractor is authorized to submit payment requests in accordance with the Performance Based Payments Plan set forth in Attachment 0014 of the Contract and any revision thereto to incorporate Modification 39. All vehicle unit prices for CLINs 0022AA, 0023AA, and 0024AA were definitized by Modification 39.

G.8 Payment Instructions for CLINs 0022AB, 0023AB, and 0024AB: BAE is authorized to begin the conversion of 95 ODS Bradley Fighting Vehicles to the ODS-SA configurations in accordance with the scope of work detailed in Paragraphs C.36 to C.36.1. The Contractor is authorized to submit payment requests in accordance with the Performance Based Payments Plan set forth in Attachment 0014 of the Contract and any revision thereto to incorporate Modification 39. All conversion unit prices for CLINs 0022AB, 0023AB, and 0024AB were

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definitized by Modification 39.

G.9 The ODS-SA is considered a conversion; different funding had to be used for the installation. When developing the ODS-SA variant, the Government did not require BAE to develop add and delete drawings for the installation of the ODS-SA parts because the vehicles were going to be converted as part of the Reset production line. It is understood that BAE will collect the costs for each ODS-SA vehicle and will use the delta from a regular ODS vehicle to determine the cost for the conversion of the vehicles. This cost would then be applied against the proposed price for this effort, which is on a separate CLIN. This course of action was implemented as a benefit to the Government not only financially but also would enable the Government to meet the fielding schedule for the units that need these vehicles.

G.10 BAE Systems cannot separately collect costs for SA conversion labor under its current ODS-SA production process. Changing the production process to separately collect conversion costs would substantially increase costs and would negatively impact delivery schedule. Therefore, BAE Systems shall collect costs at the CLIN level (CLINs 0022, 0023 and 0024) and not at the SLIN levels (SLINs 0022AA, 0022AB, 0023AA, 0023AB, 0024AA and 0024AB). Prices shown at SLIN levels are only for Government funding and billing purposes.

G.11 BAE Systems shall initiate a request to DCMA to verify the effort for CLINs 0021AB, 0021AC, and 0021AD are complete. Incremental billing is authorized once DCMA verifies each effort is complete. BAE is authorized to submit invoices up to the total amount of CLINs 0021AB, 0021AC, and 0021AD.

G.12 In accordance with SOW C.37.1, BAE Systems shall initiate a request to DCMA to verify the effort for CLINs 0026AA, 0026AB and 0026AC have been completed. BAE is authorized to incrementally invoice for each individual test completed at a unit price of \$476.45.

G.13 In accordance with SOW C.26.7, the Contractor is authorized to submit an invoice without required acceptance; by self certifying, confirming that this effort for CLINs 0027AA, 0027AB and 0027AC has been completed. A Certificate of Conformance (COC) signed by the Contractor shall accompany this invoice. BAE is authorized to invoice for this PT Pump upgrade completed as listed below:

CLIN 0027AA - \$293,532.00  
CLIN 0027AB - \$418,367.00  
CLIN 0027AC - \$118,087.00

G.14 The contractor is authorized to submit an invoice(s) for CLINs 0004AC thru 0004AK (as referenced below) as the effort is already completed. The CLINs identified below support efforts for the vehicles delivered under CLINs 0002AA, 0002AB, 0002AC, 0003AA, 0003AB, 0004AA, 0004AB, 0005AA, 0005AB, 0006AA, 0007AA, 0008AA and 0010AA. The ACO shall sign off on the invoice(s) as the effort has been completed. BAE is authorized to invoice for ODS-SA eight kits completed as listed below:

- CLIN 0004AC - \$1,147,213.39
- CLIN 0004AD - \$ 935,036.85
- CLIN 0004AE - \$ 370,557.47
- CLIN 0004AF - \$ 57,413.56
- CLIN 0004AG - \$ 60,210.37
- CLIN 0004AH - \$ 586,819.31
- CLIN 0004AJ - \$ 15,417.00
- CLIN 0004AK - \$ 45,992.05

\*G.15 The contractor is authorized to submit an invoice for CLIN 0033AA as this effort is already completed. BAE completed 70 months of cyclic maintenance and is authorized to submit an invoice for \$40,555; subject to ACO approval.

\* Incorporated per Modification 73

\*\*\* END OF NARRATIVE G0001 \*\*\*