

<b>SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEM</b> Offeror To Complete Block 12, 17, 23, 24, & 30				<b>1. Requisition Number</b> SEE SCHEDULE		<b>Page</b> 1 <b>Of</b> 6	
<b>2. Contract No.</b> W56HZV-11-D-0057		<b>3. Award/Effective Date</b> 2014APR01		<b>4. Order Number</b> 0022		<b>5. Solicitation Number</b>	
<b>7. For Solicitation Information Call:</b>		<b>A. Name</b> KAREN BLASKY		<b>B. Telephone Number (No Collect Calls)</b> (586)282-8825		<b>6. Solicitation Issue Date</b>	
<b>9. Issued By</b> U.S. ARMY CONTRACTING COMMAND WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL  <b>Email:</b> KAREN.BLASKY@US.ARMY.MIL				<b>Code</b> W56HZV		<b>10. This Acquisition is</b> <input type="checkbox"/> Unrestricted <b>OR</b> <input type="checkbox"/> Set Aside: % For:	
				<input type="checkbox"/> <b>Small Business</b>		<input type="checkbox"/> <b>Women-Owned Small Business (WOSB)</b> Eligible Under the Women-Owned Small Business Program	
				<input type="checkbox"/> <b>Hubzone Small Business</b>		<input type="checkbox"/> <b>Economically Disadvantaged Women-Owned Small Business (EDWOSB)</b>	
				<input type="checkbox"/> <b>Service-Disabled Veteran-Owned Small Business</b>		NAICS: 334511	
				<input type="checkbox"/> <b>8(A)</b>		<b>Size Standard:</b>	
<b>11. Delivery For FOB Destination Unless Block Is Marked</b> <input checked="" type="checkbox"/> See Schedule		<b>12. Discount Terms</b>		<input checked="" type="checkbox"/> <b>13a. This Contract Is A Rated Order Under DPAS (15 CFR 700)</b>		<b>13b. Rating</b> DOC9	
<b>15. Deliver To</b> SEE SCHEDULE				<b>Code</b>		<b>14. Method Of Solicitation</b> <input type="checkbox"/> RFQ <input type="checkbox"/> IFB <input type="checkbox"/> RFP	
<b>Telephone No.</b>				<b>16. Administered By</b> DCMA BOSTON - AFCC 495 SUMMER STREET BOSTON MA 02210-2138		<b>Code</b> S2206A	
<b>17a. Contractor/Offeror</b> QINETIQ NORTH AMERICA, INC. QINETIQ NORTH AMERICA INC, TECHNOLOGY SOLUTIONS GR 350 2ND AVE WALTHAM, MA 02451-1104		<b>Code</b> 5B2G7		<b>Facility</b>		<b>18a. Payment Will Be Made By</b> DFAS-CO/NORTH ENTITLEMENT OPERATION P.O. BOX 182266 COLUMBUS OH 43218-2266	
<b>Telephone No.</b> (703)752-9567				<b>Code</b> HQ0337			
<input type="checkbox"/> <b>17b. Check If Remittance Is Different And Put Such Address In Offer</b>				<input type="checkbox"/> <b>18b. Submit Invoices To Address Shown In Block 18a Unless Block Below Is Checked</b> <input type="checkbox"/> See Addendum			
<b>19. Item No.</b>		<b>20. Schedule Of Supplies/Services</b>		<b>21. Quantity</b>	<b>22. Unit</b>	<b>23. Unit Price</b>	<b>24. Amount</b>
		SEE SCHEDULE					
		(Use Reverse and/or Attach Additional Sheets As Necessary)					
<b>25. Accounting And Appropriation Data</b> SEE CONTRACT ADMINISTRATION DATA						<b>26. Total Award Amount (For Govt. Use Only)</b> \$349,185.52	
<input type="checkbox"/> <b>27a. Solicitation Incorporates By Reference FAR 52.212-1, 52.212-4, FAR 52.212-3 And 52.212-5 Are Attached. Addenda</b>						<input type="checkbox"/> Are <input type="checkbox"/> Are Not Attached.	
<input checked="" type="checkbox"/> <b>27b. Contract/Purchase Order Incorporates By Reference FAR 52.212-4, FAR 52.212-5 Is Attached. Addenda</b>						<input checked="" type="checkbox"/> Are <input type="checkbox"/> Are Not Attached.	
<input checked="" type="checkbox"/> <b>28. Contractor Is Required To Sign This Document And Return 2 Copies to Issuing Office. Contractor Agrees To Furnish And Deliver All Items Set Forth Or Otherwise Identified Above And On Any Additional Sheets Subject To The Terms And Conditions Specified.</b>					<input type="checkbox"/> <b>29. Award Of Contract: Ref. Offer Dated. Your Offer On Solicitation (Block 5), Including Any Additions Or Changes Which Are Set Forth Herein, Is Accepted As To Items:</b>		
<b>30a. Signature Of Offeror/Contractor</b>				<b>31a. United States Of America (Signature Of Contracting Officer)</b> /SIGNED/			
<b>30b. Name And Title Of Signer (Type Or Print)</b>		<b>30c. Date Signed</b>		<b>31b. Name Of Contracting Officer (Type Or Print)</b> KERRI M. BROMAN KERRI.BROMAN@US.ARMY.MIL (586)282-7015		<b>31c. Date Signed</b> 2014APR01	

19. Item No.	20. Schedule Of Supplies/Services	21. Quantity	22. Unit	23. Unit Price	24. Amount

32a. Quantity In Column 21 Has Been

Received  Inspected  Accepted, And Conforms To The Contract, Except As Noted: \_\_\_\_\_

32b. Signature Of Authorized Government Representative		32c. Date	32d. Printed Name and Title of Authorized Government Representative			
32e. Mailing Address of Authorized Government Representative			32f. Telephone Number of Authorized Government Representative			
			32g. E-Mail of Authorized Government Representative			
33. Ship Number		34. Voucher Number	35. Amount Verified Correct For	36. Payment		37. Check Number
<input type="checkbox"/> Partial	<input type="checkbox"/> Final			<input type="checkbox"/> Complete <input type="checkbox"/> Partial <input type="checkbox"/> Final		
38. S/R Account No.		39. S/R Voucher Number	40. Paid By			
41a. I Certify This Account Is Correct And Proper For Payment			42a. Received By (Print)			
41b. Signature And Title Of Certifying Officer			41c. Date		42b. Received At (Location)	
			42c. Date Rec'd (YY/MM/DD)		42d. Total Containers	

<b>CONTINUATION SHEET</b>	<b>Reference No. of Document Being Continued</b> <b>PIIN/SIIN</b> W56HZV-11-D-0057/0022 <b>MOD/AMD</b>	<b>Page</b> 2 <b>of</b> 6
<b>Name of Offeror or Contractor:</b> QINETIQ NORTH AMERICA, INC.		

SUPPLEMENTAL INFORMATION

Buyer Name: KAREN BLASKY  
 Buyer Office Symbol/Telephone Number: CCTA-ARH-C/(586)282-8825  
 Type of Contract: Firm Fixed Price  
 Kind of Contract: System Acquisition Contracts  
 Type of Business: Large Business Performing in U.S.  
 Surveillance Criticality Designator: A  
 Weapon System: AN/GRA-39  
 FMS REQUIREMENT

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

TALON PART NUMBER: V03-D24-A-1-1-S-1-3-1-1-2-0

FMS Case: UP-B-UBJ  
 LOA: LINE 002  
 QUOTE: INQ-14-0082A

\*\*\* END OF NARRATIVE A0001 \*\*\*

1. Delivery order 0022 is awarded under the terms and conditions of Contract W56HZV-11-D-0057 for 2 each, TALON Gen IV Robots and required packing materials.

2. Award is against the following:

CLIN	Quantity	Unit Price	Total
0013	2 each	\$174,318.00	\$348,636.00
0033	2 each	\$274.76	\$549.52

3. The total dollar value of this delivery order is \$349,185.52.

4. The delivery order is issued during the fourth ordering year (14 March 2014 through 13 March 2015. Negotiations with Qinetiq resulted in a reduction of the unit price for CLIN 0033 of \$480.48 from \$515 each to \$274.76 each.

5. The maximum contract value established for this contract is \$75,000,000. The cumulative total amount obligated, including delivery order 0022 is \$44,288,765.53, leaving an amount of \$30,711,234.47 available for obligation under this contract.

6. Delivery schedule is outlined in Schedule B. Inspection and Acceptance are at Origin and FOB is Origin.

7. Packaging requirements are in accordance with Section D of the base contract.

8. All other terms and conditions remain unchanged and in full force and effect.

\*\*\* END OF NARRATIVE A0002 \*\*\*

CONTINUATION SHEET

Reference No. of Document Being Continued  
 PIIN/SIIN W56HZV-11-D-0057/0022 MOD/AMD

Name of Offeror or Contractor: QINETIQ NORTH AMERICA, INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																																										
0013	<p>SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>TALON FOR UKRAINE</u></p> <p>NSN: 9999-99-999-9999                      COMMODITY NAME: TALON GEN IV ROBOTS                      PSC: 9999                      CLIN CONTRACT TYPE:                          Firm Fixed Price</p> <p>PRON: J537Y336EH    PRON AMD: 01    ACRN: AA                      FMS COUNTRY/CASE: UP/UBJ</p> <p>FMS Case UP-B-UBJ                      LOA: LINE 002</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u>                      PACKAGING/PACKING/SPECIFICATIONS:                          COMMERCIAL PACKAGING                      LEVEL PRESERVATION: Commercial                      LEVEL PACKING: Commercial</p> <p><u>Inspection and Acceptance</u>                      INSPECTION: Origin    ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DOC</td> <td colspan="5">SUPPL</td> </tr> <tr> <td><u>REL CD</u></td> <td><u>MILSTRIP</u></td> <td><u>ADDR</u></td> <td><u>SIG CD</u></td> <td><u>MARK FOR</u></td> <td><u>TP CD</u></td> </tr> <tr> <td>001</td> <td>BUPH9N32829002</td> <td>BXXUBJ</td> <td>L</td> <td>BUPH00</td> <td>2</td> </tr> <tr> <td></td> <td><u>PROJ CD</u></td> <td><u>BRK BLK PT</u></td> <td colspan="3"></td> </tr> <tr> <td></td> <td></td> <td>BUPH00</td> <td colspan="3"></td> </tr> <tr> <td><u>DEL REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DEL DATE</u></td> <td colspan="3"></td> </tr> <tr> <td>001</td> <td>2</td> <td>09-JUL-2014</td> <td colspan="3"></td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO:                      (BUPH00) SEE SSI</p> <p>MARK FOR: MILITARY UNIT A2641                      VOLODYMYR RODYKOV TEL 38097-6904065                      ALEKSII SHYNALSKIY 38097-550-0546                      56 GAGARIN ST KAMYANETS PODILSKY                      KHMELNITSKY REGION UKRAINE 32308</p>	DOC	SUPPL					<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>	001	BUPH9N32829002	BXXUBJ	L	BUPH00	2		<u>PROJ CD</u>	<u>BRK BLK PT</u>						BUPH00				<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	2	09-JUL-2014				2	EA	\$ 174,318.00000	\$ 348,636.00
DOC	SUPPL																																														
<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>																																										
001	BUPH9N32829002	BXXUBJ	L	BUPH00	2																																										
	<u>PROJ CD</u>	<u>BRK BLK PT</u>																																													
		BUPH00																																													
<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>																																													
001	2	09-JUL-2014																																													

CONTINUATION SHEET

Reference No. of Document Being Continued  
 PIIN/SIIN W56HZV-11-D-0057/0022 MOD/AMD

Page 4 of 6

Name of Offeror or Contractor: QINETIQ NORTH AMERICA, INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p style="text-align: center;"><u>CONTRACT/DELIVERY ORDER NUMBER</u> W56HZV-11-D-0057/0022</p> <p>-----</p> <p>SHIP TO:</p> <p>MILITARY UNIT A2641                      56 GAGARIN ST KAMYANETS PODILSKY                      KHMELNITSKY REGION UKRAINE 32308</p> <p>SPECIAL INSTRUCTION: SHIP TO- INTERNATIONAL AIRPORT,                      BORYSPIL KIEV, UKRAINE                      VOLODYMYR RODYKOV, TEL:+38097 690 4065                      ALLEKSII SHYNALSKIY, +38097 550 0546</p> <p>-----</p> <p>TAC: BFMS</p> <p>NOTES:</p> <p>SHIPPING LABEL: CONTRACTOR SHALL MARK FMS CASE UP-B-UBJ ON THE SHIPPING LABEL.</p> <p>CONTRACTOR MUST LIST SERIAL NUMBERS/VIN AND COORESPONDING RFID TAG NUMBER (IF APPLICABLE)FOR EACH ITEM IN THE RECEIVING REPORT AND PROVIDE A COPY TO:</p> <p>mary.j.dewinter.civ@mail.mil</p> <p style="text-align: center;">(End of narrative F002)</p>				
0033	<p><u>PACKING MATERIALS- TALONS</u></p> <p>NSN: 9999-99-999-9999                      COMMODITY NAME: TALON GEN IV ROBOTS                      PSC: 9999                      CLIN CONTRACT TYPE:                      Firm Fixed Price</p> <p>PRON: J537Y336EH PRON AMD: 01 ACRN: AA                      FMS COUNTRY/CASE: UP/UBJ</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u>                      INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u>                      DOC SUPPL  <u>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</u>                      001 BUPH9N32829002 BXXUBJ L BUPH00 2  <u>PROJ CD BRK BLK PT</u></p>	2	EA	\$ 274.76000	\$ 549.52

CONTINUATION SHEET

Reference No. of Document Being Continued  
 PIIN/SIIN W56HZV-11-D-0057/0022 MOD/AMD

Name of Offeror or Contractor: QINETIQ NORTH AMERICA, INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT						
	<p style="text-align: center;">BUPH00</p> <table border="0" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 33%;"><u>DEL REL CD</u></td> <td style="width: 33%;"><u>QUANTITY</u></td> <td style="width: 33%;"><u>DEL DATE</u></td> </tr> <tr> <td>001</td> <td style="text-align: center;">2</td> <td>09-JUL-2014</td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO:                      (BUPH00) SEE SSI</p> <p>MARK FOR: MILITARY UNIT A2641                      VOLODYMYR RODYKOV TEL 38097-6904065                      ALEKSII SHYNALSKIY 38097-550-0546                      56 GAGARIN ST KAMYANETS PODILSKY                      KHMELNITSKY REGION UKRAINE 32308</p> <p style="text-align: center;"><u>CONTRACT/DELIVERY ORDER NUMBER</u>                      W56HZV-11-D-0057/0022</p>	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>	001	2	09-JUL-2014				
<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>									
001	2	09-JUL-2014									

**CONTINUATION SHEET**

**Reference No. of Document Being Continued**

**Page 6 of 6**

**PIIN/SIIN** W56HZV-11-D-0057/0022 **MOD/AMD**

**Name of Offeror or Contractor:** QINETIQ NORTH AMERICA, INC.

CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ MIPR/ <u>ITEM</u>	OBLG <u>STAT</u>	JO NO/ <u>ACCT ASSIGN</u>	ACRN	OBLIGATED <u>AMOUNT</u>
0013	J537Y336EH	2	F.0000640.2.1.1.1	AA	\$ 348,636.00
	011				
0033	J537Y336EH	1	F.0000640.2.1.1.1	AA	\$ 549.52
	011				
TOTAL					\$ 349,185.52

ACRN	ACCOUNTING CLASSIFICATION	OBLIGATED <u>AMOUNT</u>
AA	097 2010XXX8242 UPO1 A60EE UBJ002B 260B L035695754 F.0000640.2.1.1.1	021001 \$ <u>349,185.52</u>
TOTAL		\$ 349,185.52

LINE	ACRN	EDI/SFIS ACCOUNTING CLASSIFICATION	OBLIGATED <u>AMOUNT</u>
0013	AA	097 2010XXX8242 UPO1 A60EE UBJ002B 260B L035695754 F.0000640.2.1.1.1	021001
0033	AA	097 2010XXX8242 UPO1 A60EE UBJ002B 260B L035695754 F.0000640.2.1.1.1	021001