

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. Contract ID Code **Page 1 Of 6**
 Cost Plus Incentive Fee (Cost Based)

2. Amendment/Modification No. P00009	3. Effective Date 2014JUN23	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By U.S. ARMY CONTRACTING COMMAND ANDRE SHINA WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: ANDRE.L.SHINA.CIV@MAIL.MIL	Code W56HZV	7. Administered By (If other than Item 6) DCMA DETROIT 35803 MOUND ROAD STERLING HEIGHTS MI 48310	Code S2305A
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8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) BAE SYSTEMS LAND & ARMAMENTS, L.P. 34201 VAN DYKE AVENUE STERLING HEIGHTS, MI 48312-4648	<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-12-C-0358
	<input type="checkbox"/>	10B. Dated (See Item 13) 2012SEP14
Code 7B726	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)

SEE SECTION G (IF APPLICABLE)

**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 checked="" 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 type="checkbox"/>	C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:	
<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.CIV@MAIL.MIL (586)282-7076	
15B. Contractor/Offendor _____ (Signature of person authorized to sign)	15C. Date Signed	16B. United States Of America By _____ /SIGNED/ (Signature of Contracting Officer)	16C. Date Signed 2014JUN23

CONTINUATION SHEET	Reference No. of Document Being Continued	Page 2 of 6
	PIIN/SIIN W56HZV-12-C-0358 MOD/AMD P00009	
Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS, L.P.		

SECTION A - SUPPLEMENTAL INFORMATION

Buyer Name: ANDRE SHINA
 Buyer Office Symbol/Telephone Number: CCTA-AHL/(586)282-3750
 Type of Contract: Cost Plus Incentive Fee (Cost Based)
 Kind of Contract: Research and Development Contracts
 Type of Business: Large Business Performing in U.S.
 Surveillance Criticality Designator: B
 Weapon System: BFVS(M2, M2A1, M2A2),BFVS(M3, M3A1,M3A2)
 Contract Expiration Date: 2017SEP14

*** End of Narrative A0000 ***

Contract: W56HZV-12-C-0358
 Modification: P00009
 Prepared by: ALS

Previous Contract Amount: \$ 112,495,094.27
 Amount this Action: \$ 47,872,499.73
 Current Contract Amount: \$ 160,367,594.00

1. The purpose of unilateral Modification P00009 to Contract W56HZV-12-C-0358 is to incorporate incremental funding in accordance with contract Section B.1.2 Funding Schedule.

2. Obligate \$47,872,499.73 in incremental funding by incorporating SubCLIN 0001AF and SubCLIN 0001AG into the contract. CLIN 0001 is increased by \$47,872,499.73, therefore increasing the obligated contract amount from \$112,495,094.27 to \$160,367,594.00. CLIN 0001 B001 narrative has been updated accordingly to reflect the full Increment 2 obligation as outlined in Section B.1.2.

3. The Breakout of Increment 2 is explained as follows:

MFoCS Increment P00007:	\$	864,684.27	0001AE
Definitized UCO Incrm.P00004:	\$	8,000,000.00	0001AC
Increment 2 P00009:	\$	\$3,110,000.00	0001AF
Increment 2 P00009:	\$	<u>44,762,499.73</u>	<u>0001AG</u>
Total FY14 Incrm. 2 Amount:	\$	56,737,184.00	

4. Update narrative G0002 in Section G Contract Administration Data to read as follows:

Contractor: The contractor is instructed to invoice and exhaust funding against the oldest fiscal year appropriations first prior to any new invoicing against newer funds.

DFAS: DFAS shall pay out oldest funding billed against CLIN/ACRN first. For each invoice, make payment using the oldest fiscal year appropriations first, exhausting all funds in the oldest fiscal year before disbursing from the next fiscal year.

5. As a result of this action, the value of the contract is neither increased or decreased. The value of this contract remains \$260,422,167.00.

6. All other terms and conditions, except those addressed in this modification, remain unchanged and in full force and effect.

*** END OF NARRATIVE A0010 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-12-C-0358 MOD/AMD P00009

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

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p>BAE NRE - BRADLEY EC</p> <p><u>Bradley ECP Technology Development Totals:</u></p> <p>Target Cost: \$ 237,243,814.15</p> <p>Target Incentive Fee: \$ 22,300,918.09</p> <p>Total FCCM: \$ 877,434.76</p> <p>Total Target CPIF: \$ 260,422,167.00</p> <p>Target Fee: 9.40%</p> <p>Maximum Fee: 13.50%</p> <p>Minimum Fee: 4.80%</p> <p>Share Ratios: Over Run (Gov/Ktr) 40 / 60 Under Run (Gov/Ktr) 30 / 70</p> <p><u>*Total Target CPIF Obligated</u></p> <p>Initial Award: \$ 55,899,804.00 0001AA Increment 1 P00003: \$ 47,730,606.00 0001AB MFOCS Increment P00007: \$ 864,684.27 0001AE Definitized UCO Incrm.P00004:\$ 8,000,000.00 0001AC Increment 2 P00009: \$ \$3,110,000.00 0001AF Increment 2 P00009: \$ 44,762,499.73 0001AG</p> <p>\$ 160,367,594</p> <p>See B.1.2 for CPIF Incremental Funding Schedule</p> <p>Early delivery is authorized at no additional cost to the Government and without consideration from BAE Systems.</p> <p>*Incorporated/Updated per Modification P00009</p> <p>(End of narrative B001)</p>				
0001AA	<p><u>BRADLEY ECP TECHNOLOGY DEVELOPMENT</u></p> <p>SERVICE REQUESTED: BAE NRE - BRADLEY EC CLIN CONTRACT TYPE: Cost Plus Incentive Fee (Cost Based) PRON: 721072RD72 PRON AMD: 03 ACRN: AA AMS CD: 27373537100 PSC: 2350</p>	1	LO		\$ 55,899,804.00

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-12-C-0358 MOD/AMD P00009

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

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AB	<p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>BRADLEY ECP INCREMENT 1</u></p> <p>SERVICE REQUESTED: BAE NRE INCR 1 - BRA CLIN CONTRACT TYPE: Cost Plus Incentive Fee (Cost Based) PRON: 723221RD72 PRON AMD: 02 ACRN: AB PSC: 2350</p>	1	LO		\$ 47,293,089.77
0001AC	<p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>BRADLEY ECP TECHNOLOGY DEVELOPMENT</u></p> <p>SERVICE REQUESTED: BRADLEY ECP2 ACCELER CLIN CONTRACT TYPE: Cost Plus Incentive Fee (Cost Based) PRON: 723223RD72 PRON AMD: 03 ACRN: AC PSC: 2350</p>	1	LO		\$ 8,000,000.00
0001AD	<p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>BAE ECP INCREMENT 1</u></p> <p>SERVICE REQUESTED: BAE ECP 2 INCREMENT CLIN CONTRACT TYPE: Cost Plus Incentive Fee (Cost Based) PRON: 722228RD72 PRON AMD: 01 ACRN: AE PSC: 2350</p>	1	LO		\$ 437,516.23
0001AE	<p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>BRADLEY ECP TECHNOLOGY DEVELOPMENT</u></p> <p>SERVICE REQUESTED: MFoCS - BRADLEY ECP2 CLIN CONTRACT TYPE: Cost Plus Incentive Fee (Cost Based) PRON: 724211RD72 PRON AMD: 02 ACRN: AF PSC: 2350</p>	1	LO		\$ 864,684.27
	<p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p>				

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

SECTION G - CONTRACT ADMINISTRATION DATA

SPECIAL BILLING INSTRUCTIONS FOR CONTRACTOR AND DFAS:

Contractor: The contractor is instructed to invoice and exhaust funding against the oldest fiscal year appropriations first prior to any new invoicing against newer funds.

DFAS: DFAS shall pay out oldest funding billed against CLIN/ACRN first. For each invoice, make payment using the oldest fiscal year appropriations first, exhausting all funds in the oldest fiscal year before disbursing from the next fiscal year.

*** END OF NARRATIVE G0002 ***

LINE	PRON/ AMS CD/ MIPR/ GFEBBS ATA	OBLG STAT	JO NO/ ACCT ASSIGN	ACRN	PRIOR AMOUNT	INCREASE/ DECREASE	CUMULATIVE AMOUNT
0001AF	723229RD72	1	A.0009261.2.2.2.8	AG \$	0.00 \$	3,110,000.00 \$	3,110,000.00
0001AG	724213RD72	1	A.0009261.2.3.3.6	AH \$	0.00 \$	44,762,499.73 \$	44,762,499.73
						NET CHANGE \$	47,872,499.73

ACRN	ACCOUNTING CLASSIFICATION	ACRN	INCREASE/ DECREASE
AG	021 201320142040 A5XGJ 273735371RU08	2550 L036101823 A.0009261.2.2.2.8	021001 \$ 3,110,000.00
AH	021 201420152040 A5XGJ 273735371RU08	2550 L036100980 A.0009261.2.3.3.6	021001 \$ 44,762,499.73
			NET CHANGE \$ 47,872,499.73

NET CHANGE FOR AWARD:	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
\$	112,495,094.27	\$ 47,872,499.73	\$ 160,367,594.00

LINE	ACRN	EDI/SFIS ACCOUNTING CLASSIFICATION	ACRN	CUMULATIVE OBLIG AMT
0001AF	AG	021 201320142040 A5XGJ 273735371RU08	2550 L036101823 A.0009261.2.2.2.8	021001
0001AG	AH	021 201420152040 A5XGJ 273735371RU08	2550 L036100980 A.0009261.2.3.3.6	021001