

ORIGINAL

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE PAGE OF PAGES 1 4

2. AMENDMENT/MODIFICATION NO. P00008 3. EFFECTIVE DATE See Block 16c 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)

6. ISSUED BY CODE N00039 7. ADMINISTERED BY (If other than Item 6) CODE S2404 Space and Naval Warfare Systems Command Defense Contract Management Agency Virginia 4301 Pacific Highway 10500 Battlevue Parkway Suite 200 San Diego, CA 92110-3127 Manassas, VA 20109-2362

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Northrop Grumman Information Technology Inc. Defense Enterprise Solutions 7575 Colshire Drive McLean, VA 22102 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (See Item 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00039-02-C-3238 10B. DATED (See Item 13) 12 September 2002 CODE 1V4D7 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 amendment; (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 attached financial data sheet

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) 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 date, 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: D. OTHER (Specify type of modification and authority) In Accordance with FAR Part 52.217-6 OPTION FOR INCREASED QUANTITY

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 HEREIN

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 OF CONTRACTING OFFICER Ellen H. Polen, CONTRACTING OFFICER 15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA BY (Signature of Contracting Officer) 16C. DATE SIGNED 9/26/03 (Signature of person authorized to sign)

The purpose of this modification is to:

1. Exercise option line items (Contract Line Items Numbers (CLINs) 0100, 0102, 0103 and 0104) pursuant to H-10, 52-217-6 OPTION FOR INCREASED QUANTITY (MAR 1989) (VARIATION);
2. Revise Section B-1 ALLOTMENT OF FUNDS (JAN 89) (SPAWAR 5252.232-9200) in part, to allot fee and cost to the contract;
3. Designate the Administrative Contracting Officer (ACO) under Section G-10; and
4. Add additional funding, in the amount of \$28,300,000 to this contract.

1. Pursuant to Clause H-10, 52-217-6 OPTION FOR INCREASED QUANTITY (MAR 1989) (VARIATION), The Government hereby exercises CLINs 0100, 0101, 0102, 0103, and 0104. These CLINs are excerpted from the subject contract, as follows:

PHASE II

For all Option Item CLINs, see Note 2.

FY03 Option Items	Description	Qty	Unit	Unit Price	Total Price
0100	DIMHRS (Pers/Pay) System – Army and Pay Functionality (Cost Plus Award Fee CLIN) See <u>Note 3</u>	1	Lot	ESTIMATED COST (Excluding Facilities Capital Cost of Money (FCCM):	\$45,726,581.21
				FCCM:	\$0
				BASE FEE:	\$914,531.62
				MAXIMUM POSSIBLE AWARD FEE:	\$5,944,455.56
				TOTAL ESTIMATED COST, FCCM, BASE FEE AND AWARD FEE:	\$52,585,568.39
0100 AA	Preliminary PeopleSoft Native Functionality Module for CLIN 0100	1	Lot	NSP Incl in CLIN 0100	NSP Incl in CLIN 0100
0100 AB	Complete DIMHRS Software modules for CLIN 0100	1	Lot	NSP Incl in CLIN 0100	NSP Incl in CLIN 0100
0100 B1	Build 1 Structure	1	Lot	NSP Incl in CLIN 0100	NSP Incl in CLIN 0100
0100 B2	Build 2 People	1	Lot	NSP Incl in CLIN 0100	NSP Incl in CLIN 0100

FY03 Option Items	Description	Qty	Unit	Unit Price	Total Price
0100 B3	Build 3 Transfers & Assignments	1	Lot	NSP Incl in CLIN 0100	NSP Incl in CLIN 0100
0100 B4	Build 4 Payroll	1	Lot	NSP Incl in CLIN 0100	NSP Incl in CLIN 0100

FY03 Option Item	Description	Qty	Unit	Unit Price	Total Price
0101	Data for CLINs 0100	1	Lot	NSP See Exhibit B	NSP See Exhibit B
0102	ODC costs for CLIN 0100 (Estimated Cost Only - Non-Fee Bearing Line Item) See <u>Note 10</u>				\$31,044,798.87
0103	Innovative Technology Insertion Cost Plus Award Fee See <u>Note 6</u>	1	LO	ESTIMATED COST (Excluding Facilities Capital Cost of Money (FCCM): FCCM: \$0 BASE FEE: \$2,280.11 MAXIMUM POSSIBLE AWARD FEE: \$9,120.45 TOTAL ESTIMATED COST, FCCM, BASE FEE AND AWARD FEE: \$125,406.22	\$114,005.66
0104	Data for CLINs 0103	1	Lot		NSP See Exhibit C

2. Section B-1 ALLOTMENT OF FUNDS (JAN 89) (SPAWAR 5252.232-9200), subparagraphs b. and c are hereby revised in part as follows:

“a. This contract is incrementally funded with respect to both cost and fee.

b. The amounts presently available and allotted to this contract for payment of award fee, as provided in the applicable Section B clauses of this contract entitled “DETERMINATION OF AWARD FEE”, are as follows:

Item(s)	Allotted to Base Fee	Allotted to Award Fee	Section B Clause Applicable
0100	\$348,392	\$2,,044,105	B-2
0103	\$831	\$3,139	B-4
<b>Total</b>	\$349,223	\$2,047,244	

c. The amounts presently available and allotted to this contract for payment of cost, subject to the Section I "LIMITATION OF FUNDS" clause, the items covered thereby and the period of performance which it is estimated the allotted amount will cover are as follows:

Item(s)	Allotted to Cost	Period of Performance
0100	\$15,375,491	P00008 Effective Date through 24 months
0102	\$10,489,639	P00008 Effective Date through 24 months
0103	\$38,403	P00008 Effective Date through 12 months
<b>Total</b>	\$25,903,533	

d. The parties contemplate that the Government will allot additional amounts to this contract from time to time by unilateral contract modification, and any such modification shall state separately the amounts allotted for cost and for fee, the items covered thereby, and the period of performance the amounts are expected to cover."

3. Section G-6 DESIGNATION OF ADMINSTRATIVE CONTRACTING OFFICER (ACO) is hereby revised in part as follows:

"The Contracting Officer hereby appoints the following organization to act as the ACO for this contract:

PHASE II:

Defense Contract Management Agency Virginia  
10500 Battleview Parkway  
Suite 200  
Manassas, VA 20109-2362"

4. Funding is hereby increased from \$1,000,000.00, by \$28,300,000.00, to \$29,300,000.00

5. All other terms and conditions remain unchanged and in full force.

**FINANCIAL ACCOUNTING DATA SHEET - NAVY**

<b>1. CONTRACT NUMBER (Critical)</b> N0003902C3238		<b>2. SPIN (Critical)</b>				<b>3. MOD (Critical)</b>				<b>4. PR NUMBER</b> 008			<b>PAGE 1 OF 1</b>			
<b>5. CLIN/SLIN</b>	<b>6. LINE OF ACCOUNTING</b>												<b>7. AMOUNT (Critical)</b>	<b>NAVY INTERNAL USE ONLY REF DOC/ACRN</b>	<b>TAC CODE</b>	
	<b>A. ACRN (Crit)</b>	<b>B. APPROPRIATION (Critical)</b>	<b>C. SUBHEAD (Crit)</b>	<b>D. OBJ CLA</b>	<b>E. PARM</b>	<b>F. RFM</b>	<b>G. SA</b>	<b>H. AAA (Crit)</b>	<b>I. TT</b>	<b>J. PAA</b>	<b>K. COST CODE</b>					
											<b>PROJ UNIT</b>	<b>MCC</b>				<b>&amp;SUF</b>
0100	AB	1731319	Q5CH	255	EA	15T	0	068342	2D	98051Q	63033	000	100	\$17,767,988.00	N0003903AFEQ5CH	
0102	AB	1731319	Q5CH	255	EA	15T	0	068342	2D	98051Q	63033	000	100	\$10,489,639.00	N0003903AFEQ5CH	
0103	AB	1731319	Q5CH	255	EA	15T	0	068342	2D	98051Q	63033	000	100	\$42,373.00	N0003903AFEQ5CH	
<p>No changes to this Document are Authorized without prior consent of Authorizing Official below.  <b>OBLIGATIONS OF FUNDS ARE AUTHORIZED IN AMOUNTS SHOWN IN COLUMN 7 ABOVE</b></p>												<p align="right"><b>Page Total</b> \$28,300,000.00</p> <p align="right"><b>Cumulative Total</b> \$28,300,000.00</p>				
<b>PREPARED/AUTHORIZED BY:</b> <i>Justin J. [Signature]</i>									<b>COMPTROLLER APPROVAL:</b> Yvonne Carlson, Accounting Officer <b>DATE:</b> SEP 23 2003 <i>[Signature]</i>							
<b>DATE:</b> SEP 23 2003																