

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES
			1 5
2. AMENDMENT/MODIFICATION NO. 021	3. EFFECTIVE DATE 03/29/2013	4. REQUISITION/PURCHASE REQ. NO. 13NA001203	5. PROJECT NO. (If applicable)
6. ISSUED BY NNSA Service Center U.S. Department of Energy Office of Business Services P.O. Box 5400 Albuquerque NM 87185-5400	CODE 05001	7. ADMINISTERED BY (If other than Item 6) NNSA Service Center U.S. Department of Energy Office of Business Services P.O. Box 5400 Albuquerque NM 87185-5400	CODE 05001
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) G4S GOVERNMENT SOLUTIONS INC Attn: MIKE GALLAGHER 7121 FAIRWAY DRIVE, SUITE 301 PALM BEACH GARDENS FL 334183766		(x) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 073891921 FACILITY CODE		9B. DATED (SEE ITEM 11)	
		x 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-NA0001435	
		10B. DATED (SEE ITEM 13) 12/21/2011	

**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 ACKNOWLEDGEMENT 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) Net Increase: \$6,000,000.00  
See Schedule

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

CHECK ONE	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:
X	D. OTHER (Specify type of modification and authority) Unilateral IAW FAR 43.103(b) and NNSA Clause NNS-B-1001 entitled "Implementation of Limitation of Funds"

**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.)  
The purpose of this bilateral modification is to provide for FY2013 Incremental Funds and incorporate a revised Pricing Schedule B-1 in support of the NFO/NNSS.  
FOB: Destination  
Period of Performance: 01/01/2012 to 12/31/2014

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) Larry P. Veltman
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED
	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)
	16C. DATE SIGNED 03/29/2013

CONTRACT SPECIALIST

RAY JAMES SISNEROS

United States Department of Energy  
 NNSA Contracts and Procurement Division  
 Attn: Ray James Sisneros, Bldg 388 / NA-APM-124.2  
 P. O. Box 5400  
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CONTRACTING OFFICER'S REPRESENTATIVE

RAEFORD L., JR PHIFER  
 Phone: 702-295-3104  
 EMail: phiferr@nv.doe.gov

DOLLAR TOTALS	PRIOR AMOUNT	CURRENT CHANGE	TOTAL AMOUNT
<b>Award Value</b>	\$ 141,449,628.04	\$ 0.00	\$ 141,449,628.04
<b>Funding Obligation</b>	\$ 56,721,944.04	\$ 6,000,000.00	\$ 62,721,944.04

BLOCK 14 CONTINUATION

The purpose of this unilateral modification is to provide for FY2013 Incremental Funding and incorporate a no-cost DPLH adjustment to Schedule B-1 in support of the Security Protective Force and Systems Services contract at the NFO. The following is the obligation breakdown:

PREVIOUS OBLIGATION AMOUNT: \$56,721,944.04  
 AMOUNT OBLIGATED ON THIS MOD: \$6,000,000.00  
 NEW TOTAL OBLIGATED AMOUNT: \$62,721,944.04

SCHEDULE OF CHANGES

A. The purpose of this unilateral modification is to provide for FY2013 Incremental Funding and incorporate an approved revision to Schedule B-1 with no-cost DPLH adjustments at Attachment J-10 to the NFO/NNSS ProForce and Systems Services contract. Addendum F to the revised Pricing Schedule reflects calendar year 2 adjustments to SPO I, II & III and CAS Operator labor categories with no change to the overall contract value and is incorporated into the contract at Attachment J-10F.

B. The **Total Contract Value** for the 3-Year Base Period remains unchanged at **\$141,449,628.04**.

C. The **Total Amount Obligated** against the contract is hereby changed from \$56,721,944.04 to now read **\$62,721,944.04**, an increase of **\$6,000,000.00**.

D. The following CLIN changes are hereby incorporated into Section B:

**CLIN 000115 Section B:** ACRN **AQ** is hereby changed from \$10,876,500.00 to now read **\$15,128,500.00**, an increase of **\$4,252,000.00**.

**CLIN 000116 Section B:** ACRN **AR** is hereby changed from \$495,000.00 to now read **\$1,045,000.00**, an increase of **\$550,000.00**.

**CLIN 000117 Section B:** ACRN **AS** is hereby changed from \$20,000.00 to now read **\$53,000.00**, an increase of **\$33,000.00**.

**CLIN 000122 Section B:** ACRN **AT** is hereby established in the amount of **\$480,000.00**.

**CLIN 000304 Section B:** ACRN **AQ** is hereby changed from \$314,000.00 to now read **\$715,000.00**, an increase of **\$411,000.00**.

**CLIN 000305 Section B:** ACRN **AT** is hereby changed from \$151,000.00 to now read **\$425,000.00**, an increase of **\$274,000.00**.

E. The following clauses are hereby changed/updated in Section B:

**NNS-B-1001 IMPLEMENTATION OF LIMITATION OF FUNDS (Nov 2009)**

Pursuant to the clause FAR 52.232-22 in Section I, entitled, "Limitation of Funds", the total amount available for payment and allotted to this contract for CLIN(s) 0001 through 0003 is **\$62,721,944.04**. It is estimated that this amount is sufficient to cover performance through **May 25, 2013**.

<End of Clause>

ITEM	SUPPLIES OR SERVICES	Qty Purch Unit	Unit Price Total Item Amount
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**Funding Info Only**

000115	CLIN Change		
	<i>Noun:</i>	Funding Info Only	
	<i>ACRN:</i>	AQ	+\$4,252,000.00
	<i>PR/MIPR:</i>	13NA001203	\$4,252,000.00

SCHEDULE OF CHANGES

ITEM	SUPPLIES OR SERVICES	Qty Purch Unit	Unit Price Total Item Amount
<b><u>Funding Info Only</u></b>			
000116	CLIN Change <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AR 13NA001203	+ \$550,000.00  \$550,000.00
<b><u>Funding Info Only</u></b>			
000117	CLIN Change <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AS 13NA001203	+ \$33,000.00  \$33,000.00
<b><u>Funding Info Only</u></b>			
000122	CLIN Establish <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AT 13NA001203	+ \$480,000.00  \$480,000.00
<b><u>Funding Info Only</u></b>			
000304	CLIN Change <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AQ 13NA001203	+ \$411,000.00  \$411,000.00
<b><u>Funding Info Only</u></b>			
000305	CLIN Change <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AT 13NA001203	+ \$274,000.00  \$274,000.00

F. The following changes/updates are hereby incorporated into Section G:

**ACRN AQ:**

PR Total Amount: Is increased by **\$4,663,000.00**.  
PR No. 13NA001203 is added for **\$4,663,000.00**.

**ACRN AR:**

PR Total Amount: Is increased by **\$550,000.00**.  
PR No. 13NA001203 is added for **\$550,000.00**.

**ACRN AS:**

PR Total Amount: Is increased by **\$33,000.00**.  
PR No. 13NA001203 is added for **\$33,000.00**.

SCHEDULE OF CHANGES

**ACRN AT:**

PR Total Amount: Is increased by **\$754,000.00**.  
PR No. 13NA001203 is added for **\$754,000.00**.

ACRN	Appropriation/Lmt Subhead/Supplemental Accounting Data	Obligation Amount
<b>AQ</b>	ACRN Change	<b>+\$4,663,000.00</b>
00900.2013.01.100260.25231.2221069.0000000.0000000.0000000.0000000		
	<i>New ACRN Amount:</i> \$19,765,000.00	
	<i>Funding breakdown:</i> On CLIN 000115: +\$4,252,000.00	
	On CLIN 000304: +\$411,000.00	
	<i>PR/MIPR:</i> <b>13NA001203</b> <b>\$4,663,000.00</b>	
<b>AR</b>	ACRN Change	<b>+\$550,000.00</b>
00900.2013.01.100260.25231.2221070.0000000.0000000.0000000.0000000		
	<i>New ACRN Amount:</i> \$1,660,000.00	
	<i>Funding breakdown:</i> On CLIN 000116: +\$550,000.00	
	<i>PR/MIPR:</i> <b>13NA001203</b> <b>\$550,000.00</b>	
<b>AS</b>	ACRN Change	<b>+\$33,000.00</b>
00900.2013.01.100260.25231.2221076.0000000.0000000.0000000.0000000		
	<i>New ACRN Amount:</i> \$53,000.00	
	<i>Funding breakdown:</i> On CLIN 000117: +\$33,000.00	
	<i>PR/MIPR:</i> <b>13NA001203</b> <b>\$33,000.00</b>	
<b>AT</b>	ACRN Change	<b>+\$754,000.00</b>
00900.2013.01.100260.25231.2221079.0000000.0000000.0000000.0000000		
	<i>New ACRN Amount:</i> \$1,274,000.00	
	<i>Funding breakdown:</i> On CLIN 000122: +\$480,000.00	
	On CLIN 000305: +\$274,000.00	
	<i>PR/MIPR:</i> <b>13NA001203</b> <b>\$754,000.00</b>	

G. Except as provided herein, all other terms and conditions of the contract, with respect to this modification, remain unchanged and in full force and effect.