

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

1. CONTRACT ID CODE  
PAGE OF PAGES  
1 4

2. AMENDMENT/MODIFICATION NO. 0046  
3. EFFECTIVE DATE See Block 16C  
4. REQUISITION/PURCHASE REQ. NO. See Schedule  
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE 05001  
7. ADMINISTERED BY (If other than Item 6) CODE 05001  
NNSA/Contracts & Procurement Div.  
U.S. Department of Energy  
Contracts and Procurement Division  
P.O. Box 5400  
Albuquerque NM 87185-5400

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  
9A. AMENDMENT OF SOLICITATION NO.  
9B. DATED (SEE ITEM 11)  
10A. MODIFICATION OF CONTRACT/ORDER NO.  
DE-NA0001435  
10B. DATED (SEE ITEM 13)  
12/21/2011  
CODE 073891921 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 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: \$63,204.21

**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:  
D. OTHER (Specify type of modification and authority)  
X FAR Clause 52.232-22, Limitation of Funds

E. IMPORTANT: Contractor  is not.  is required to sign this document and return \_\_\_\_\_ 0 \_\_\_\_\_ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)  
Incremental funding action

This modification increases the funds allotted to this contract. (continued)  
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)  
Gail M. Gourley  
15B. CONTRACTOR/OFFEROR  
15C. DATE SIGNED  
16B. UNITED STATES OF AMERICA  
16C. DATE SIGNED  
06/13/2014  
(Signature of person authorized to sign) (Signature of Contracting Officer)

CONTRACT SPECIALIST

GAIL M. GOURLEY

United States Department of Energy  
 NNSA Contracts and Procurement Division  
 Attn: Gail M. Gourley, Bldg 388 / NA-APM-124.2  
 P. O. Box 5400  
 Albuquerque, NM 87185-5400

Phone: 505 845-5863  
 EMail: gail.gourley@nnsa.doe.gov

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      |
|--------------------|-------------------|----------------|-------------------|
| Award Value        | \$ 140,644,755.20 | \$ 0.00        | \$ 140,644,755.20 |
| Funding Obligation | \$ 113,829,690.22 | \$ 63,204.21   | \$ 113,892,894.43 |

BLOCK 14 CONTINUATION

This modification increases the funds allotted to the contract  
 (continued)

FOB: Destination  
 Period of Performance: 01/01/2012 to 12/31/2014

Purpose: to increase funding, add updated J-3C attachment which includes previously incorporated DOE O 470.4B.

1. Funding in the amount of 63,204.21 is hereby added to current obligations increasing the total amount from 113,829,690.22 to \$113,892,894.43 . The new amounts are:

|            | Previous Amount  | Changed Amount | New Amount       |
|------------|------------------|----------------|------------------|
| Value      | \$140,644,755.20 | \$0.00         | \$140,644,755.20 |
| Obligation | \$113,829,690.22 | \$63,204.21    | \$113,892,894.43 |

2, The total face value of the Basic Contract remains unchanged at \$140,644,755.20.

3. Section B Clause NNS-B-101 IMPLEMENTATION OF OF LIMITATION OF FUNDS (NOV 2009)(TAILORED), is changed to read as follows:

**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 \$113,892,894.43. It is estimated that this amount is sufficient to cover performance through August 10, 2014.

4. Attachment J-3B DOE/NNSA DIRECTIVES AND OTHER DOCUMENTS has been revised and is attached as J-3C incorporating the addition of DOE O 470.4B with change 1 from modification 0045.

5. Reference to the deobligation amount in Modification 0045 which was \$115,000 is corrected to \$115,100. These references are in item 1 and 3 of the description of the modification. (Funding was correctly modified by deobligating \$115,100.)

6. Revise Section B Info Sublines as follows:

| ITEM          | SUPPLIES OR SERVICES | Qty<br>Purch Unit | Unit Price<br>Total Item Amount |
|---------------|----------------------|-------------------|---------------------------------|
| <b>000130</b> | CLIN Change          |                   |                                 |
|               | <i>Noun:</i>         | Funding Info Only |                                 |
|               | <i>ACRN:</i>         | BF +\$63,204.21   |                                 |
|               | <i>PR/MIPR:</i>      | 14NA001834        | \$5,000.00                      |
|               |                      | 14NA001729        | \$13,170.00                     |
|               |                      | 14NA001705        | -\$3,495.79                     |
|               |                      | 14NA001704        | \$19,530.00                     |
|               |                      | 14NA001702        | \$29,000.00                     |

7. Revise section G ACRN BF as follows:

| ACRN   | Appropriation/Lmt Subhead/Supplemental Accounting Data | Obligation Amount   |
|--|--|---------------------|
| <b>BF</b>  | ACRN Change  | <b>+\$63,204.21</b> |
| 00922.2014.01.100260.25231.1721310.0000000.1023909.0000000.0000000 |  |                     |
|  | <i>New ACRN Amount:</i> \$141,954.21                   |                     |
|  | <i>Funding breakdown:</i> On CLIN 000130: +\$63,204.21 |                     |
|  | <i>PR/MIPR:</i> <b>14NA001702</b> \$29,000.00          |                     |
|  | <b>14NA001704</b> \$19,530.00                          |                     |
|  | <b>14NA001705</b> -\$3,495.79                          |                     |
|  | <b>14NA001729</b> \$13,170.00                          |                     |
|  | <b>14NA001834</b> \$5,000.00                           |                     |

8. All other contract terms and conditions remain unchanged and in full force and effect as a result of this modification.

-END OF MODIFICATION 0046-

**DOE/NNSA DIRECTIVES AND OTHER DOCUMENTS**  
Security Protective Force and Systems Contract

DIRECTIVE AND TITLE

1. DOE O 142.1, Classified Visits Involving Foreign Nationals, 1/13/04
2. DOE O 142.3A, Unclassified Foreign Visits and Assignments, 10/14/10
3. DOE O 150.1, Continuity Programs, 5/8/08
4. NSO O 151.1B, Comprehensive Emergency Management System, 9/6/11
5. DOE O 151.1C, Comprehensive Emergency Management System, 11/2/05
6. DOE O 200.1A, Information Technology Management, 12/23/08
7. DOE O 203.1 Limited Personal Use of Government Office Equipment Including Information Technology, 1/7/05
8. DOE O 205.1B Chg 3, Department of Energy Cyber Security Program, 4/29/14
9. DOE O 206.1, Department of Energy Privacy Program, 1/16/09
10. DOE N 206.4, Personal Identity Verification 6/29/07
11. DOE O 221.1A, Reporting Fraud, Waste and Abuse, 4/19/08
12. DOE O 221.2A, Cooperation with the Office of Inspector General, 2/25/08
13. DOE O 225.1B Accident Investigations, 3/4/11
14. DOE O 226.1B, Implementation of Department of Energy Oversight Policy 4/25/11
15. NA-1 SD 226.1A, NNSA Line Oversight and Contractor Assurance System Supplemental Directive, 10/17/08
16. DOE O 231.1B, Environment, Safety and Health Reporting 6/27/11
17. DOE O 232.2, Occurrence Reporting and Processing of Operations Information, 8/20/11
18. DOE O 243.1B, Admin Chg 1, Records Management Program, 7/8/13
19. DOE O 243.2, Vital Records Program, 2/2/06
20. DOE O 252.1A, Technical Standards Program, 2-23-11
21. NSO O 412.X1F, Real Estate/Operations Permit, 7/9/12
22. DOE O 413.1B, Internal Control Program, 10/28/08
23. DOE O 414.1D, Quality Assurance, 4/25/11
24. DOE O 422.1, Conduct of Operations, 6/29/10
25. DOE M 440.1-1A, DOE Explosives Safety Manual, 1/9/06
26. NSO O 440.X2B, Site-Wide Lightning and Other Hazardous Weather Detection and Protection, 10/12/11
27. DOE O 442.2, Differing Professional Opinions for Technical Issues Involving Environment, Safety and Health, 7/29/11
28. DOE O 452.8, Control of Nuclear Weapon Data, 7/21/11
29. DOE O 460.1C, Packaging and Transportation Safety, 5/14/10
30. NSO O 460.XA, Hazardous Materials Notification System, 12-09-09
31. DOE O 470.3B Graded Security Protection Policy, 8/12/08 (classified)
32. DOE M 470.4-1, Change 2, Safeguards and Security Program Planning and Management, 10/20/10
33. DOE M 470.4-3A, Change 1, Contractor Protective Force, 11/5/08
34. NSO O 470.X4, Incidents of Security Concern, 02/09/09

35. DOE O 471.1B, Identification and Protection of Unclassified Controlled Nuclear Information, 3/1/10
36. DOE O 471.3, Admin Chg 1, Identifying and Protecting Official Use Only Information, 1/13/11
37. DOE M 471.3-1, Chg 1, Manual for Identifying and Protecting Official Use Only Information, 1/13/11
38. DOE O 472.2, Personnel Security, 7/21/11
39. DOE O 475.2A, Identifying Classified Information, 2/1/11
40. DOE O 551.1D, Official Foreign Travel, 4/2/12
41. NAP 14.1-D, NNSA Baseline Cyber Security Program, 12/14/12
42. NAP 70.2, Admin Change 1, Physical Protection, 7/20/11
43. NAP 70.4, Admin Change 1, Information Security, 7/20/11
44. Technical Surveillance Countermeasures Procedural Manual, 10/94
45. Annual NNSA Program/Resource Execution Guidance
46. NFO O 410.X1, Nevada National Security Site and North Las Vegas Facilities General Use and Operations Requirements, 10/9/13
47. DOE O 470.4B Safeguard and Security Program w/Ch 1, 2/15/2013