

2. Amendment/Modification No.  P00023	3. Effective Date  13 Nov 2012	4. Requisition/Purchase Req No.  SEE SCHEDULE	5. Project No. (If applicable)
---	--------------------------------------	---	--------------------------------

6. Issued By  ROCK ISLAND CONTRACTING CENTER JULIE L. LAWRENCE ROCK ISLAND, IL 61299-8000 BLDGS 60 & 390  EMAIL: JULIE.L.LAWRENCE@US.ARMY.MIL	Code	W52P1J	7. Administered By (If other than Item 6)  DCMA MANASSAS 10500 BATTLEVIEW PKWY SUITE 200 MANASSAS VA 20109-2342	Code	S2404A
--	------	--------	--	------	--------

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code)  NORTHROP GRUMMAN INFORMATION TECHNOLOGY, INC DEFENSE GROUP (FORMERLY DEFENSE ENTERPRISE SOLUTIONS) 7575 COLSHIRE DR MCLEAN, VA 22102-7508	<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.  W91QUZ-09-D-0003
	<input type="checkbox"/>	10B. Dated (See Item 13)  2012APR10
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 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)  
NO CHANGE TO OBLIGATION DATA

**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 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 checked="" type="checkbox"/>	C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:	43.103 (1) (3); 1.108 (d) (3)
<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) Monica Kulisch, Sr. Contract Admin.	16A. Name And Title Of Contracting Officer (Type or print) JUSTIN D. TRINE JUSTIN.TRINE@US.ARMY.MIL (309) 782-5096
15B. Contractor/Offeror  <i>Monica Kulisch</i> <hr/> (Signature of person authorized to sign)	15C. Date Signed  11/12/12
16B. United States Of America  By <i>[Signature]</i> <hr/> (Signature of Contracting Officer)	16C. Date Signed  13 Nov 2012

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

1. Contract ID Code  
Firm-Fixed-Price

Page 1 Of 5

2. Amendment/Modification No. P00023	3. Effective Date 2012NOV13	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
---	--------------------------------	---	--------------------------------

6. Issued By ROCK ISLAND CONTRACTING CENTER JULIE L. LAWRENCE ROCK ISLAND, IL 61299-8000 BLDGS 60 & 390  EMAIL: JULIE.L.LAWRENCE@US.ARMY.MIL	Code W52P1J	7. Administered By (If other than Item 6) DCMA MANASSAS 10500 BATTLEVIEW PKWY SUITE 200 MANASSAS VA 20109-2342	Code S2404A
--	----------------	--	----------------

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) NORTHROP GRUMMAN INFORMATION TECHNOLOGY, INC DEFENSE GROUP (FORMERLY DEFENSE ENTERPRISE SOLUTIONS) 7575 COLSHIRE DR MCLEAN, VA 22102-7508	<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. W91QUZ-09-D-0003
	<input type="checkbox"/>	10B. Dated (See Item 13) 2012APR10
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 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)**

NO CHANGE TO OBLIGATION DATA

**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 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 checked="" type="checkbox"/>	C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:	43.103(1)(3); 1.108(d)(3)
<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) JUSTIN D. TRINE JUSTIN.TRINE@US.ARMY.MIL (309)782-5096		
15B. Contractor/Offeror  (Signature of person authorized to sign)	15C. Date Signed	16B. United States Of America By _____ /SIGNED/ (Signature of Contracting Officer)	16C. Date Signed 2012NOV13

**CONTINUATION SHEET****Reference No. of Document Being Continued****Page 2 of 5**

PIIN/SIIN W91QUZ-09-D-0003

MOD/AMD P00023

**Name of Offeror or Contractor:** NORTHROP GRUMMAN INFORMATION TECHNOLOGY, INC

## SECTION A - SUPPLEMENTAL INFORMATION

Buyer Name: JULIE L. LAWRENCE  
Buyer Office Symbol/Telephone Number: CCRC-TB/(309)793-4529  
Type of Business: Large Business Performing in U.S.  
Surveillance Criticality Designator: C  
Contract Expiration Date: 2012DEC21  
Kind of Modification: Supplemental Agreement

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

W91QUZ-09-D-0003 / P00023

1. The purpose of Modification P00023 is to:

a) Incorporate the following FAR Clauses:

52.204-10

Reporting Executive Compensation and First-Tier Subcontract Awards (Aug 2012)

Note: Clause 52.204-10 applies to all future orders awarded after the date of this modification, placed under this contract.

52.222-50

Combating Trafficking in Persons (Feb 2009) Alternate I (Aug 2007)

b) In reference to Contract Change Proposal (CCP) number RN0013 (dated 12 September 2012) and accepted by the Government (2012 September 25) this modification incorporates the substitution to replace the Iridium Modem Model# A3LA-XG with Iridium Modem Model# A3LA-RG within CLINs X0011AA, X0015GA and X015JA. The following partial SLIN description change(s) are as follows:

SLIN 0011AA Description:

From:

Satellite Modem with Cable and Antennas

FFP

Satellite Modem with 10-foot Serial Cable, Omni-Directional Satellite Antennas with 5-foot Cable, and Connectors Satellite Modem with 10-foot Serial Cable, Omni-Directional Satellite Antennas with 5-foot Cable and Connectors (Make = NAL Research Corporation, Model # = A3LA-XG MODEM with GPS (includes cable and connectors)

To:

Satellite Modem with Cable and Antennas

FFP

Satellite Modem with 10-foot Serial Cable, Omni-Directional Satellite Antennas with 5-foot Cable, and Connectors Satellite Modem with 10-foot Serial Cable, Omni-Directional Satellite Antennas with 5-foot Cable and Connectors (Make = NAL Research Corporation, Model # = A3LA-RG MODEM with GPS (includes cable and connectors).

SLIN 0015GA

No description change required.

SLIN 0015JA

No description change required.

2. As a result of incorporation of the actions described above, the total dollar value of Contract Number W91QUZ-09-D-0003 remains unchanged.

3. Except as provided herein, the balance of those terms, conditions, and requirements under Contract Number W91QUZ-09-D-0003, as modified to date, shall remain unchanged and in full force and effect.

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



CONTINUATION SHEET

Reference No. of Document Being Continued  
PIIN/SIIN W91QUZ-09-D-0003 MOD/AMD P00023

Name of Offeror or Contractor: NORTHROP GRUMMAN INFORMATION TECHNOLOGY, INC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>(End of narrative B001)</p> <p><u>Packaging and Marking</u></p>				

**CONTINUATION SHEET****Reference No. of Document Being Continued****Page 5 of 5****PIIN/SIIN** W91QUZ-09-D-0003**MOD/AMD** P00023**Name of Offeror or Contractor:** NORTHROP GRUMMAN INFORMATION TECHNOLOGY, INC

## SECTION I - CONTRACT CLAUSES

<u>Status</u>	<u>Regulatory Cite</u>	<u>Title</u>	<u>Date</u>
I-1 ADDED	52.204-10	REPORTING EXECUTIVE COMPENSATION AND FIRST-TIER SUBCONTRACT AWARDS	AUG/2012
I-2 ADDED	52.222-50	COMBATING TRAFFICKING IN PERSONS	FEB/2009