

ORDER FOR SUPPLIES OR SERVICES

1. CONTRACT PURCH ORDER/AGREEMENT NO. W91QUZ-04-A-0002				2. DELIVERY ORDER/CALL NO. BA03		3. DATE OF ORDER/CALL (YYYYMMDD)		4. REQUISITION/PURCH REQUEST NO. SEE SCHEDULE		5. PRIORITY DOA7	
6. ISSUED BY ARMY CONTRACTING COMMAND - RI DAVID M. RODEN ROCK ISLAND, IL 61299-8000 BLDGS 60 & 390 EMAIL: DAVID.RODEN3@US.ARMY.MIL				CODE W52P1J		7. ADMINISTERED BY (if other than 6) ARMY CONTRACTING COMMAND - RI ROCK ISLAND ARSENAL ROCK ISLAND IL 61299				CODE W52P1J	
9. CONTRACTOR NAME AND ADDRESS CA, INC. FEDERAL DIVISION 2291 WOOD OAK DR HERNDON, VA 20171-2823				CODE 1E6U0		FACILITY		10. DELIVER TO FOB POINT BY (Date) (YYYYMMDD) SEE SCHEDULE		11. X IF BUSINESS IS <input type="checkbox"/> SMALL <input type="checkbox"/> SMALL DISADVANTAGED <input type="checkbox"/> WOMAN-OWNED	
14. SHIP TO SEE SCHEDULE				CODE		15. PAYMENT WILL BE MADE BY DFAS-INDY VP GFEBBS 8899 E. 56TH STREET INDIANAPOLIS IN 46249-3800				CODE HQ0490	
16. TYPE OF ORDER DELIVERY/ CALL <input checked="" type="checkbox"/> PURCHASE <input type="checkbox"/>				THIS DELIVERY ORDER IS ISSUED ON ANOTHER GOVERNMENT AGENCY OR IN ACCORDANCE WITH AND SUBJECT TO TERMS AND CONDITIONS OF ABOVE NUMBERED CONTRACT. Reference your <input type="checkbox"/> Oral <input type="checkbox"/> Written Quotation _____, Dated _____. _____ furnish the following on terms specified herein. ACCEPTANCE. THE CONTRACTOR HEREBY ACCEPTS THE OFFER REPRESENTED BY THE NUMBERED PURCHASE ORDER AS IT MAY PREVIOUSLY HAVE BEEN OR IS NOW MODIFIED, SUBJECT TO ALL OF THE TERMS AND CONDITIONS SET FORTH, AND AGREES TO PERFORM THE SAME.							
NAME OF CONTRACTOR				SIGNATURE				TYPED NAME AND TITLE		DATE SIGNED (YYYYMMDD)	
<input checked="" type="checkbox"/> If this box is marked, supplier must sign Acceptance and return the following number of copies: 2											
17. ACCOUNTING AND APPROPRIATION DATA/LOCAL USE SEE CONTRACT ADMINISTRATION DATA											
18. ITEM NO.		19. SCHEDULE OF SUPPLIES/SERVICE				20. QUANTITY ORDERED/ACCEPTED*		21. UNIT	22. UNIT PRICE		23. AMOUNT
		SEE SCHEDULE									
* If quantity accepted by the Government is same as quantity ordered, indicate by X. If different, enter actual quantity accepted below quantity ordered and encircle.				24. UNITED STATES OF AMERICA MARIELLEN CROSSON MARIELLEN.CROSSON@US.ARMY.MIL (309)782-5405 BY: _____ CONTRACTING/ORDERING OFFICER				25. TOTAL		\$8,640,639.00	
27a. QUANTITY IN COLUMN 20 HAS BEEN <input type="checkbox"/> INSPECTED <input type="checkbox"/> RECEIVED <input type="checkbox"/> ACCEPTED, AND CONFORMS TO CONTRACT EXCEPT AS NOTED _____											
b. SIGNATURE OF AUTHORIZED GOVERNMENT REPRESENTATIVE						c. DATE (YYYYMMDD)		d. PRINTED NAME AND TITLE OF AUTHORIZED GOVERNMENT REPRESENTATIVE			
e. MAILING ADDRESS OF AUTHORIZED GOVERNMENT REPRESENTATIVE						28. SHIP. NO.		29. D.O. VOUCHER NO.		30. INITIALS	
f. TELEPHONE NUMBER			g. E-MAIL ADDRESS			<input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL		32. PAID BY		33. AMOUNT VERIFIED CORRECT FOR	
36. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT.						31. PAYMENT <input type="checkbox"/> COMPLETE <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL		34. CHECK NUMBER			
a. DATE (YYYYMMDD)		b. SIGNATURE AND TITLE OF CERTIFYING OFFICER						35. BILL OF LADING NO.			
37. RECEIVED AT		38. RECEIVED BY (Print)		39. DATE RECEIVED (YYYYMMDD)		40. TOTAL CONTAINERS		41. S/R ACCOUNT NUMBER		42. S/R VOUCHER NO.	

CONTINUATION SHEET**Reference No. of Document Being Continued****Page 2 of 8**

PIIN/SIIN W91QUZ-04-A-0002/BA03

MOD/AMD

Name of Offeror or Contractor: CA, INC.

SUPPLEMENTAL INFORMATION

Buyer Name: DAVID M. RODEN
Buyer Office Symbol/Telephone Number: CCRC-TC/(309)782-2253
Type of Contract: Firm Fixed Price
Kind of Contract: Service Contracts
Type of Business: Large Business Performing in U.S.
Surveillance Criticality Designator: C

*** End of Narrative A0000 ***

1. Army Contracting Command Rock Island (ACC-RI) awards Contract W91QUZ-04-A-0002 Task Order BA03 to CA, Inc. on a sole source basis to provide software maintenance to the U.S. Army 764,170 existing CA branded licenses. CA shall provide services in accordance with the Performance Work Statement (PWS), dated 05 September 2013, set forth in Attachment 0001 of the task order.

2. Task Order Type: Firm Fixed Price (FFP).

3. CLIN 0001AA is hereby established in the total amount of \$8,640,639.00 to provide maintenance for 764,170 licenses, set forth in Section B of the task order. The contractor will be allowed to invoice monthly via WAWF in the amount of \$720,053.25 for the base year period of performance.

4. Period of Performance: This task order is for a total of five years, consisting of one base period and four (4) 12-month option years as follows:

BASE PERIOD:	27 September 2013	26 September 2014
OPTION ONE:	27 September 2014	26 September 2015
OPTION TWO:	27 September 2015	26 September 2016
OPTION THREE:	27 September 2016	26 September 2017
OPTION FOUR:	27 September 2017	26 September 2018

The Government in no way guarantees that the Options will be exercised.

5. CA, Inc.'s proposal provided in response to the Request for Task Order Proposal (RFTOP) CA, Inc. Software Maintenance Proposal Revised Final, dated 13 September 2013 is hereby incorporated into the task order.

6. The task order option quantities or option periods will be exercised subject to availability of funds. Funds will be certified, subject to Availability of Funds in accordance with FAR 52.232-18, if appropriated by Congress.

7. The award includes FAR Clause 52.217-8, entitled Option to Extend Services. Established prices were evaluated at the time of award.

8. The total value of Task Order BA03 is \$8,640,639.00.

9. All other terms and conditions remain unchanged and in effect.

*** END OF NARRATIVE A0001 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W91QUZ-04-A-0002/BA03 MOD/AMD

Name of Offeror or Contractor: CA, INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT										
	SUPPLIES OR SERVICES AND PRICES/COSTS														
0001	LICENSE AGREEMENT														
0001AA	<p><u>CA MAINTENANCE - BASE YEAR</u></p> <p>GENERIC NAME DESCRIPTION: LICENSE AGREEMENT CLIN CONTRACT TYPE: Firm Fixed Price PRON: PE3R7205PE PRON AMD: 03 ACRN: AA CUSTOMER ORDER NO: 10387205</p> <p>CLIN 0001AA is fully funded in the total amount of \$8,640,639.00 to provide software maintenance to the Army 764,170 licenses.</p> <p>764,170 = 1 LOT</p> <p>The contractor will be allowed to invoice monthly in the amount of \$720,053.25 for the base year period of performance.</p> <p>(End of narrative B001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DLVR SCH</td> <td>PERF COMPL</td> </tr> <tr> <td><u>REL CD</u></td> <td><u>QUANTITY</u></td> </tr> <tr> <td>001</td> <td>1</td> </tr> <tr> <td></td> <td><u>DATE</u></td> </tr> <tr> <td></td> <td>26-SEP-2014</td> </tr> </table> <p>\$ 8,640,639.00</p>	DLVR SCH	PERF COMPL	<u>REL CD</u>	<u>QUANTITY</u>	001	1		<u>DATE</u>		26-SEP-2014	1	LO		\$ 8,640,639.00
DLVR SCH	PERF COMPL														
<u>REL CD</u>	<u>QUANTITY</u>														
001	1														
	<u>DATE</u>														
	26-SEP-2014														

Name of Offeror or Contractor: CA, INC.

CONTRACT ADMINISTRATION DATA

LINE	MIPR/ <u>ITEM</u>	OBLG <u>STAT</u>	JO NO/ <u>ACCT ASSIGN</u>	<u>ACRN</u>	<u>OBLIGATED</u> <u>AMOUNT</u>
	PRON/ AMS CD/				
0001AA	PE3R7205PE 10387205	1		AA	\$ 8,640,639.00
TOTAL					\$ 8,640,639.00

<u>ACRN</u>	<u>ACCOUNTING CLASSIFICATION</u>	<u>OBLIGATED</u> <u>AMOUNT</u>
AA	021 201320132020 0000 A22II 432126MXCL 252B 0010387205 0030000837	021001 \$ 8,640,639.00
TOTAL		\$ 8,640,639.00

LINE	<u>ITEM</u>	<u>ACRN</u>	<u>EDI/SFIS ACCOUNTING CLASSIFICATION</u>	<u>OBLIGATED</u> <u>AMOUNT</u>
0001AA	AA	021	201320132020 0000 A22II 432126MXCL 252B 0010387205 0030000837	021001

<u>Regulatory Cite</u>	<u>Title</u>	<u>Date</u>
1 52.232-4501 (ACC-RI)	US ARMY CONTRACTING COMMAND, ROCK ISLAND CONTRACTING CENTER, IMPLEMENTATION OF WIDE AREA WORKFLOW RECEIPT AND ACCEPTANCE (WAWF-RA) FOR ELECTRONIC PROCESSING OF RECEIPT/ACCEPTANCE DOCUMENTS AND PAYMENT	AUG/2008

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1. To implement DFARS Clause 252.232-7003, "ELECTRONIC SUBMISSION OF PAYMENT REQUESTS", the U.S. Army Contracting Command, Rock Island Contracting Center, uses Wide Area Workflow Receipt and acceptance (WAWF-RA) to electronically process contractor requests for payment. This application allows DOD contractors to submit and track invoices and receipt/acceptance documents electronically.
 2. The contractor is required to use WAWF-RA when processing invoices and receiving reports under this procurement action. Submission of hard copy DD250/invoices will no longer be accepted for payment except as provided in paragraph 3. of this clause.
 3. The Contractor may submit a payment request using other than WAWF-RA only when:
 - (a) The Contracting Officer authorizes use of another electronic form. With such an authorization, the Contractor and the Contracting Officer shall agree to a plan, which shall include a timeline, specifying when the Contractor will transfer to Wide Area Workflow-Receipt and Acceptance;
 - (b) DoD is unable to receive a payment request in electronic form; or
 - (c) The Contracting Officer administering the contract for payment has determined, in writing, that electronic submission would be unduly burdensome to the Contractor. In such cases, the Contractor shall include a copy of the Contracting Officer's determination with each request for payment.

4. INSTRUCTIONS:

(a) INITIAL: The contractor shall register to use WAWF at <http://wawf.eb.mil> . There is no charge to use WAWF. All questions relating to system setup and vendor training can be directed to the help desk at Ogden, UT. Their number is 1-866-618-5988. Web-based training for WAWF is also available at <http://www.wawftraining.com/> .

(b) DESCRIPTION OF WAWF-RA TYPES OF INVOICE/RECEIVING REPORTS:

- 1) Progress Payment (For use under contractually authorized Progress Payments)
- 2) Performance Based Payment (For use under contractually authorized Performance Based Payments)
- 3) "COMBO" Invoice/Receiving Report (For Supply CLINS including ammunition items and ammunition related items)
- 4) "2-in-1" (For Service CLINS only)

CONTINUATION SHEET**Reference No. of Document Being Continued**

Page 5 of 8

PIIN/SIIN W91QUZ-04-A-0002/BA03

MOD/AMD

Name of Offeror or Contractor: CA, INC.

5) Cost Voucher (For use with Cost Reimbursement contracts, Time and Material or Labor Hour contracts containing FAR Clauses 52.216-7, "Allowable Cost and Payment" or 52.232-7, "Payments under Time-and-Materials and Labor-Hour Contracts")

(c) CODES: THE FOLLOWING CODES ARE REQUIRED TO ROUTE CONTRACTOR INVOICES THROUGH WAWF:

Contractor Cage Code* 1E6U0

Pay DoDAAC (Department of Defense Activity Address Code)*: HQ0490

Issue DoDAAC: W52P1J

Admin DoDAAC*: W52P1J

Inspect by DoDAAC*: W81MR8

Contracting Officer*

Ship to Code*: (Not Required for Services)

*Required fields in WAWF. Cage Code, Paying, Issuing, and Administering DoDAACS and the assigned Contracting Officer may be found on the face of the award document. When the contract administration is assigned to DCMA; the contractor should contact the assigned Administrative Contracting Officer to obtain the applicable "inspect by" DoDAAC. If contract administration is retained by the Issuing/Procuring Activity; the contractor should contact the assigned Procuring Contracting Officer to obtain the applicable "inspect by" DoDAAC.

(d) SPECIAL ACCOUNTABILITY REQUIREMENTS FOR AMMUNITION AND AMMUNITION RELATED ITEMS (Energetic and Inert)

When items are ready for shipment, the contractor shall prepare and include with each shipment, a receipt and accountability document describing the contents of the shipment. Its purpose is to ensure proper receipt and accountability is maintained for ammunition and ammunition related items. In accordance with DFARS 252.246-7000, contractor submission of the material inspection and receiving information required by Appendix F of the DFARS by using the Wide Area Work Flow (WAWF) electronic form fulfills the requirement for a material inspection and receiving report (DD Form 250). Two copies of the receiving report (paper copies of either the DD Form 250 or the WAWF report that reflect the exact contents of each conveyance) shall be distributed with each shipment, in accordance with Appendix F, Part 4, F-401, and Table 1 of the DFARS. In addition to including a copy of the receipt and accountability document with each shipment, the contractor shall send an electronic copy to the Contracting Officer within one day of shipment.

If the volume of the shipment precludes the use of a single car, truck, or other vehicle, a separate receipt and accountability document shall be prepared and included in the shipment. If the shipped to, marked for, shipped from, mode of shipment, contract quality assurance and acceptance data are the same for more than one shipment made on the same day under the contract, the contractor may prepare one document to cover all shipments; however, each document shall be annotated to reflect the partial of any item on a single vehicle, such as partial 1 of 3, 2 of 3, and 3 of 3 and the document accompanying each shipment shall identify the unique contents of each vehicle, i.e., lot, quantity per lot, etc. For proper receipt and accountability, the WAWF electronic document shall contain, at a minimum, the following information for each shipment:

The "Header Tab" of WAWF must identify the Prime contractor's name and CAGE Code.

Besides the financial requirements of "Unit Price", "Unit of Measure", "Qty. Shipped", the extended dollar "Amount", and the ACRN, the "Line Item" tab of WAWF must identify:

Contract Number
Delivery Order number (if applicable)
Shipment Number
Invoice Number
Item Number (CLIN Number from contract)
Stock Number (NSN)

In the "Description" field of the WAWF document, the MILSTRIP requisition document number and the ammunition Lot and serial number (if applicable) must be annotated for the quantities shipped related to this particular invoice.

NOTE: If there are multiple Lot numbers or multiple MILSTRIP requisition document numbers, each Lot number and MILSTRIP requisition number must be identified separately.

(End of clause)

CONTINUATION SHEET**Reference No. of Document Being Continued**

Page 6 of 8

PIIN/SIIN W91QUZ-04-A-0002/BA03

MOD/AMD

Name of Offeror or Contractor: CA, INC.

SPECIAL CONTRACT REQUIREMENTS

<u>Regulatory Cite</u>	<u>Title</u>	<u>Date</u>
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1	52.242-4591 (ACC-RI) CONTRACTOR PERFORMANCE INFORMATION	DEC/2005
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The successful offeror/bidder under this solicitation is advised that after contract award its performance under this contract will be subject to an assessment(s) in accordance with FAR 42.15 and AFARS 5142.1503-90. The Department of Defense (DoD) Contractors Performance Assessment Reporting System (CPARS) will be used to maintain the performance report(s) generated on this contract. The rating system to be used in this assessment shall be as follows:

Exceptional (Dark Blue) Performance meets contractual requirements and exceeds many to the Governments benefit. The contractual performance of the element or sub element being assessed was accomplished with few minor problems for which corrective actions taken by the contractor were highly effective.

Very Good (Purple) Performance meets contractual requirements and exceeds some to the Governments benefit. The contractual performance of the element or sub element being assessed was accomplished with some minor problems for which corrective actions taken by the contractor were effective.

Satisfactory (Green) Performance meets contractual requirements. The contractual performance of the element or sub element contains some minor problems for which corrective actions taken by the contractor appear or were satisfactory.

Marginal (Yellow) Performance does not meet some contractual requirements. The contractual performance of the element or sub element being assessed reflects a serious problem for which the contractor has not yet identified corrective actions. The contractors proposed actions appear only marginally effective or were not fully implemented.

Unsatisfactory (Red) Performance does not meet most contractual requirements and recovery is not likely in a timely manner. The contractual performance of the element or sub element contains serious problem(s) for which the contractors corrective actions appear or were ineffective.

The evaluation procedures to be used in this assessment, which include coordination with the contractor, are detailed in AFARS 5142.1503-90.

(End of clause)

(HS7015)

CONTINUATION SHEET**Reference No. of Document Being Continued****Page 7 of 8**

PIIN/SIIN W91QUZ-04-A-0002/BA03

MOD/AMD

Name of Offeror or Contractor: CA, INC.

CONTRACT CLAUSES

	<u>Regulatory Cite</u>	<u>Title</u>	<u>Date</u>
1	52.203-13	CONTRACTOR CODE OF BUSINESS ETHICS AND CONDUCT	APR/2010
2	52.232-18	AVAILABILITY OF FUNDS	APR/1984
3	52.237-3	CONTINUITY OF SERVICES	JAN/1991
4	252.232-7003	ELECTRONIC SUBMISSION OF PAYMENT REQUESTS AND RECEIVING REPORTS	JUN/2012
5	52.217-6	OPTION FOR INCREASED QUANTITY	MAR/1989

The Government may increase the quantity of supplies called for in the Schedule at the unit price specified. The Contracting Officer may exercise the option by written notice to the Contractor within 30 days of contract expiration. Delivery of the added items shall continue at the same rate as the like items called for under the contract, unless the parties otherwise agree.

(End of Clause)

6	52.217-8	OPTION TO EXTEND SERVICES	NOV/1999
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The Government may require continued performance of any services within the limits and at the rates specified in the contract. These rates may be adjusted only as a result of revisions to prevailing labor rates provided by the Secretary of Labor. The option provision may be exercised more than once, but the total extension of performance hereunder shall not exceed 6 months. The Contracting Officer may exercise the option by written notice to the Contractor within 30 days of contract expiration.

(End of Clause)

CONTINUATION SHEET**Reference No. of Document Being Continued****Page 8 of 8****PIIN/SIIN** W91QUZ-04-A-0002/BA03**MOD/AMD****Name of Offeror or Contractor:** CA, INC.

LIST OF ATTACHMENTS

<u>List of</u> <u>Addenda</u>	<u>Title</u>	<u>Date</u>	<u>Number</u> <u>of Pages</u>	<u>Transmitted By</u>
Attachment 0001	PERFORMANCE WORK STATEMENT	05-SEP-2013	003	
Attachment 0002	QUALITY ASSURANCE SURVEILLANCE PLAN (QASP)	04-SEP-2013	002	