

2. AMENDMENT/MODIFICATION NO. 127	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 07-03ID14517.000	5. PROJECT NO. (If applicable)
6. ISSUED BY Idaho Operations U.S. Department of Energy Idaho Operations 1955 Fremont Avenue Idaho Falls ID 83415	CODE 00701	7. ADMINISTERED BY (If other than Item 6) Idaho Operations U.S. Department of Energy Idaho Operations 1955 Fremont Avenue MS 1221 Idaho Falls ID 83415	CODE 00701

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) BATTELLE ENERGY ALLIANCE, LLC Attn: Lisa A. Sehlke P.O. BOX 1625 IDAHO FALLS ID 834150001	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:5%;">(x)</td> <td>9A. AMENDMENT OF SOLICITATION NO.</td> </tr> <tr> <td></td> <td>9B. DATED (SEE ITEM 11)</td> </tr> <tr> <td style="width:5%;">X</td> <td>10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC07-05ID14517</td> </tr> <tr> <td></td> <td>10B. DATED (SEE ITEM 11) 11/09/2004</td> </tr> </table>	(x)	9A. AMENDMENT OF SOLICITATION NO.		9B. DATED (SEE ITEM 11)	X	10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC07-05ID14517		10B. DATED (SEE ITEM 11) 11/09/2004
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	10B. DATED (SEE ITEM 11) 11/09/2004								

CODE 152020629	FACILITY CODE	11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS	
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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)

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) See Block 14

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.)
 Modification Authority: DEAR 970.5215-1, Total Available Fee: Base Fee Amount And Performance Fee Amount

The purpose of this modification is to incorporate changes to Sections 1.1, 1.8 and 2.5 of the FY 2009 Performance Evaluation and Measurement Plan (PEMP)
 Subj to Retent: N
 FOB: Destination
 Period of Performance: 11/09/2004 to 09/30/2014
 Continued ...

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) Suzette M. Olson		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA Signature on File	16C. DATE SIGNED 12/18/2008
_____ (Signature of person authorized to sign)		_____ (Signature of Contracting Officer)	

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
DE-AC07-05ID14517/127

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NAME OF OFFEROR OR CONTRACTOR
BATTELLE ENERGY ALLIANCE, LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
00001	Change Item 00001 to read as follows (amount shown is the total amount): MANAGEMENT AND OPERATIONS OF THE INL Line item value is: \$8,500,000,000.00 Incrementally Funded Amount: \$3,289,808,803.80			8,500,000,000.00	

The purpose of this modification is to incorporate changes to the FY 09 PEMP under Rev.1

Section 1.0 Nuclear Energy Programs,

1.1 AFCI TIO is changed as follows:

- **Submit a draft revision of the AFCI QA Program Document to DOE-NE that is consistent with DOE QA requirements for all AFCI activities and consistent with Nuclear Regulatory Commission requirements for licensing-related activities within 30 days of the end of the continuing resolution period or by August 31, 2009, whichever is earlier.**

1.8 Building National Nuclear Capability is changed as follows:

- **Engage in Monju natural circulation benchmark experiment analysis through IAEA protocol, coordinating U.S. response with ANL**
- **Negotiate temporary personnel assignments for (June 1, 2009) Monju startup and site visits to observe Phenix shutdown experiments**

Grading for 1.8, Building National Nuclear Capability

Grade	Performance
A- to A+	<p>All FY 2009 milestones completed on schedule, with one or more completed at least one week early or one or more milestones exceeding expectations with all others satisfactory. The additional measures will be considered as discriminatory factors:</p> <ul style="list-style-type: none"> • Organize a workshop relevant to developing capabilities. • Provide technical collaboration for Joyo restart issues as requested by Japan Atomic Energy Agency. • Using available funding sources, initiate development of Modeling & Simulation Validation data center to preserve irreplaceable legacy data. <p>A+ = All measures completed with at least one exceeding expectations and two of the above additional measures met A = All measures completed and met expectations with two of the above additional measures met A- = All measures completed and met expectations with one of the above additional measures met</p>

Section 2.0 Laboratory Operations,

2.5 CAES is changed as follows:

- **CAES will establish industrial partnerships with real contributions valued at greater than \$500K**

All other terms and conditions remain unchanged.