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| 2. AMENDMENT/MODIFICATION NO. 0561 | 3. EFFECTIVE DATE 08/11/2014 | 4. REQUISITION/PURCHASE REQ. NO. 14EM002646 | 5. PROJECT NO. (If applicable) |
| 6. ISSUED BY Richland Operations Office U.S. Department of Energy P.O. Box 550, MSIN A7-80 Richland WA 99352 | CODE 00601 | 7. ADMINISTERED BY (If other than Item 6) Richland Operations Office U.S. Department of Energy P.O. Box 550, MSIN A7-80 Richland WA 99352 | CODE 00601 |

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|---|---------------|--|
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) WASHINGTON CLOSURE HANFORD, LLC Attn: Scott M. Sax, President 2620 Fermi Avenue Richland WA 99354 | (x) | 9A. AMENDMENT OF SOLICITATION NO. |
| | | 9B. DATED (SEE ITEM 11) |
| | x | 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC06-05RL14655 |
| | | 10B. DATED (SEE ITEM 13) 03/23/2005 |
| CODE 167280762 | 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)

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

| | |
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| 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). |
| X | C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: I.70-FAR 52.243-2-Changes-Cost Reimbursement (8/87)-Alt I (Apr 1984) |
| | D. OTHER (Specify type of modification and authority) |

E. IMPORTANT: Contractor is not. is required to sign this document and return 1 copies to the issuing office

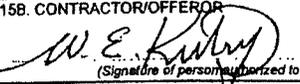
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

Tax ID Number: 94-1381538
DUNS Number: 167280762
CHANGE ORDER NO. WCH-CP-257

A. The purpose of this modification is to definitize the following change proposal, which was submitted to RL by WCH on March 31, 2014 (CCN 175423): "Change Proposal, WCH-CP-257, Revision 0, Remove MO-745, the 342 Complex, and Remaining 310 Tanks & Facilities."
Contract revisions are detailed on Page 2 of this modification.
Period of Performance: 03/23/2005 to 09/30/2015

Except as provided herein, all terms and conditions of the document referenced in Item 9 A or 10A, as heretofore changed, remains unchanged and in full force and effect.

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| 15A. NAME AND TITLE OF SIGNER (Type or print) FOR S. M. Sax, President | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Jenise C. Connerly |
|---|--|

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|--|-----------------------------|---|-----------------------------|
| 15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign) | 15C. DATE SIGNED 8/18/14 | 16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer) | 16C. DATE SIGNED 8-25-14 |
|--|-----------------------------|---|-----------------------------|

SF30 BLOCK 14 CONTINUATION:

B. Based on negotiations of WCH-CP-257, the following increases are hereby made to Contract Target Cost and Fee within Contract Line Item No. 1:

Cost: \$1,922,721
 Fee: \$ 134,590
 Total: \$2,057,311

C. Section B, Table B.1, *Incentive Fee Structure*, is replaced in its entirety with the revised attached Table B.1. Contract replacement page B-18 is included with this modification. Revisions to Table B.1 are detailed below:

| Element | From* | To | Increase |
|---|-----------------|-----------------|-------------|
| Target Cost – CLIN 1 | \$1,938,340,456 | \$1,940,263,177 | \$1,922,721 |
| Target Cost – TOTAL | \$2,304,780,479 | \$2,306,703,200 | \$1,922,721 |
| | | | |
| Target Fee – CLIN 1 | \$137,720,197 | \$137,854,787 | \$134,590 |
| Target Fee – TOTAL | \$163,008,305 | \$163,142,895 | \$134,590 |
| | | | |
| Maximum Cost Performance Incentive Fee – CLIN 1 | \$261,675,962 | \$261,935,529 | \$259,567 |
| Maximum Cost Performance Incentive Fee – TOTAL | \$311,145,365 | \$311,404,932 | \$259,567 |

*The base amounts for revisions identified in Table B.1 are from Modification No. 560.

D. The following contract sections will be updated for WCH-CP-257 in a future contract modification to be issued at a later date.

1. Section B, Table B.2, *Schedule of Quantities and Target Cost* – The following line items will be affected by WCH-CP-257:
 - 300 Area Remaining Sites – D4-Buildings (CLIN #1) (WBS 1.01.04.01.07) – Baseline Quantity increased by 5,684 GSF - CLIN 1 Target Cost and Total Target Cost increased by \$602,197.
 - 300 Area Remaining Sites – D4-Retention Basins (WBS 1.01.04.01.10) – Baseline Quantity increased by 7,600 GSF - CLIN 1 Target Cost and Total Target Cost increased by \$290,756.
 - 300 Area Remaining Sites – D4-Non Site Specific Support 300 Area Sites (1.01.04.75.25) - CLIN 1 Target Cost and Total Target Cost increased by \$202,700.
 - Surveillance and Maintenance – D4-Management and Support (WBS 1.01.99.01.29) - CLIN 1 Target Cost and Total Target Cost increased by \$537,192.
 - Mission Support/General Support – Management and Support (WBS 1.06.01 / 1.06.02 / 1.06.03 / 1.06.04 / 1.06.05 / 1.06.06) – CLIN 1 Target Cost and Total Target Cost increased by \$289,876.
 - TOTAL – CLIN 1 Target Cost and Total Target Cost increased by \$1,922,721.

2. Section C, Table C.1, *River Corridor Work Summary*, will be revised as follows for WCH-CP-257:
 - The number of facilities is increased by ten (10) (six 300 Area D4 Buildings and four Retention Basins) under Activity 4, “D4 Facilities,” Summary Column “300 Area,” and the Total Column for Activity 4, “D4 Facilities.”
 - The Total is increased by ten (10) each under the Summary Column “300 Area” and the overall Total for all waste sites and facilities.

3. Section J, Attachment J-1, *River Corridor Closure Contract Work Scope* – The following line items will be revised by WCH-CP-257:
 - **NEW** - 300 Area Remaining Sites – D4-Buildings – D4 Building-MO-745 (WBS 1.01.04.01.07.S6) – WCH-CP-257 – Not in SPIF
 - **NEW** - 300 Area Remaining Sites – D4-Buildings – D4 Building-342 (WBS 1.01.04.01.07.S7) – WCH-CP-257 – Not in SPIF
 - **NEW** - 300 Area Remaining Sites – D4-Buildings – D4 Building-342A (WBS 1.01.04.01.07.S8) – WCH-CP-257 – Not in SPIF
 - **NEW** - 300 Area Remaining Sites – D4-Buildings – D4 Building-342B (WBS 1.01.04.01.07.S9) – WCH-CP-257 – Not in SPIF
 - **NEW** - 300 Area Remaining Sites – D4-Buildings – D4 Building-310S (WBS 1.01.04.01.07.T1) – WCH-CP-257 – Not in SPIF
 - **NEW** - 300 Area Remaining Sites – D4-Buildings – D4 Building-342C (WBS 1.01.04.01.07.T2) – WCH-CP-257 – Not in SPIF
 - **NEW** - 300 Area Remaining Sites – D4-Retention Basins – D4 Retention Basin-310T1 (WBS 1.01.04.01.10.07) – WCH-CP-257 – Not in SPIF
 - **NEW** - 300 Area Remaining Sites – D4-Retention Basins – D4 Retention Basin-310T2 (WBS 1.01.04.01.10.08) – WCH-CP-257 – Not in SPIF
 - **NEW** - 300 Area Remaining Sites – D4-Retention Basins – D4 Retention Basin-310T3 (WBS 1.01.04.01.10.09) – WCH-CP-257 – Not in SPIF
 - **NEW** - 300 Area Remaining Sites – D4-Retention Basins – D4 Retention Basin-310V (WBS 1.01.04.01.10.10) – WCH-CP-257 – Not in SPIF
 - 300 Area Remaining Sites – D4-Remaining Facilities – D4-Non Site Specific Support 300 Area Sites (WBS 1.01.04.75.25.01) – CP-257 added to Column H.
 - Surveillance and Maintenance – D4-Management and Support (WBS 1.01.99.01.29.01) – CP-257 added to Column H.
 - Mission Support/General Support (MS/GS) – MS/GS Project Integration (WBS 1.06.01.01.01.01) – CP-257 added to Column H.
 - MS/GS-Project Services (WBS 1.06.02.01.01.01) – CP-257 added to Column H.
 - MS/GS-ESHQ (WBS 1.06.03.01.01.01) – CP-257 added to Column H.
 - MS/GS-Engineering (WBS 1.06.04.01.01.01) – CP-257 added to Column H.
 - MS/GS-Regulatory Integration and Outreach (WBS 1.06.05.01.01.01) – CP-257 added to Column H.
 - MS/GS-Office of the Project General Manager (WBS 1.06.06.01.01.01) – CP-257 added to Column H.

- E. This modification does not obligate additional funds to the contract. Accordingly, work under the contract, such as that described herein, must be performed within the amount of funds which have been incrementally allotted to the contract in accordance with Clause I.57 - FAR 52.232-22 - Limitation of Funds (Apr 1984).
- F. Correspondence related to this contract action is identified below:
1. Contract No. DE-AC06-05RL14655, Modification No. 545, dated July 11, 2014 (WCH-CP-257 Notice-to-Proceed to Complete Demolition and Loadout of the 310 Tanks; Increase WCH-CP-257 Not-to-Exceed Authorized Limit by \$750,000 – Total Authorized \$1,315,000)
 2. Contract No. DE-AC06-05RL14655, Modification No. 529, dated April 15, 2014 - WCH-CP-257 (Increase Not-to-Exceed Authorized Limit by \$500,000 – Total Authorized \$565,000)
 3. WCH Ltr. No. 175423, S. L. Feaster to J. C. Connerly, RL, “Change Proposal, WCH-CP-257, Revision 0, Remove MO-745, the 342 Complex, and Remaining 310 Tanks & Facilities,” dated March 31, 2014
 4. Contract No. DE-AC06-05RL14655, Modification No. 517 (CNN 174591), dated February 11, 2014 (WCH-CP-257 Notice-to-Proceed with Not-to-Exceed Authorized Limit of \$65,000)
 5. RL Ltr. No. 13-AMRP-0125, (CCN 172738), J. J. Short to C. A. Johnson, WCH, “Transition Activities Necessary for the 300 Area,” dated September 6, 2013
- G. Contractor Statement of Release: In consideration of the modification agreed to herein as complete equitable adjustment for WCH-CP-257, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustment attributable to such facts or circumstances giving rise to WCH-CP-257.

There are no other changes to the terms and conditions of the contract.

End of Modification 561

TABLE B.1 INCENTIVE FEE STRUCTURE

| Element | Definition/Reference | CLIN 1 | CLIN 2 | CLIN 3 | CLIN 4 | Total | |
|--|---|---|-------------------------------|--|--|---|--------|
| Cost Performance Incentive Fee (Target Cost, Target Fee, and Cost Share Ratio) | | | | | | | |
| Target Cost | Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(1) | \$1,940,263,177 | \$0 | \$112,866,781 | \$253,573,242 | \$2,306,703,200 | |
| Target Fee | Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(2) | \$137,854,787 | \$0 | \$7,899,297 | \$17,388,811 | \$163,142,895 | |
| Estimated Incumbent Employee Pension Costs | Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e)(5) | \$35,880,731 | \$0 | \$2,795,184 | \$0 | \$38,675,915 | |
| Chronic Beryllium Disease Prevention Program | Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e)(5) | \$5,000,000 | \$0 | \$0 | \$0 | \$5,000,000 | |
| Cost Share Ratio (Govt/ Contractor) | Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e) | 80/20 | 80/20 | 80/20 | 80/20 | 80/20 | |
| Schedule Performance Incentive Fee (CLIN 1) | | | | | | | |
| Completion of Contract Requirements | Fee earned for completion on or before the dates shown: | Date | Amount | Date | Amount | Date | Amount |
| | | 11/30/2013 | \$32.8M | 11/30/2014 | \$16.3M | | |
| | | 12/31/2013 | \$32.0M | 12/31/2014 | \$14.8M | | |
| | | 1/31/2014 | \$31.2M | 1/31/2015 | \$13.3M | | |
| | | 2/28/2014 | \$30.4M | 2/28/2015 | \$11.9M | | |
| | | 3/31/2014 | \$29.6M | 3/31/2015 | \$10.4M | | |
| | | 4/30/2014 | \$28.8M | 4/30/2015 | \$8.9M | | |
| | | 5/31/2014 | \$28.0M | 5/31/2015 | \$7.4M | | |
| | | 6/30/2014 | \$23.7M | 6/30/2015 | \$5.9M | | |
| | | 7/31/2014 | \$22.2M | 7/31/2015 | \$4.4M | | |
| | | 8/31/2014 | \$20.7M | 8/31/2015 | \$3.0M | | |
| 9/30/2014 | \$19.3M | 9/30/2015 | Zero | | | | |
| 10/31/14 | \$17.8M | | | | | | |
| Additional Schedule Performance Incentive Fee is available for the following work scope completions: | | | | | | | |
| CLIN 1 | 324 Facility and Waste Site | By TBD date | \$1.2M | | | | |
| CLIN 3 | 618-10 Burial Grounds | By 9/30/2014 | \$2.0M | | | | |
| CLIN 3 | 618-11 Burial Grounds | By 9/30/2015 | \$4.0M | | | | |
| Total Maximum Incentive Fee | | | | | | | |
| Maximum Cost Performance Incentive Fee | Maximum Total Cost Performance Incentive Fee that may be earned | \$261,935,529 (13.5% of Target Cost) | \$0 (13.5% of Target Cost) | \$15,237,015 (13.5% of Target Cost) | \$34,232,388 (13.5% of Target Cost) | \$311,404,932 (13.5% of Target Cost) | |
| Maximum Schedule Performance Incentive Fee | Maximum Total Schedule Performance Incentive Fee that may be earned | \$34.0M | Zero | \$6.0M | Zero | \$40.0M | |
| Total Minimum Incentive Fee | | | | | | | |
| Minimum Cost Performance Incentive Fee | Minimum Total Cost Performance Incentive Fee that may be earned | Zero | Zero | Zero | Zero | Zero | |
| Minimum Schedule Performance Incentive Fee | Minimum Total Schedule Performance Incentive Fee that may be earned | Zero | Zero | Zero | Zero | Zero | |