

SR FOCI SUBMISSION PACKAGE

RFP/Contract #: _____

Start Date: _____

End Date: _____

_____ of Options for _____ Years

_____ <i>Respondent's (offeror or parent) Legal Identity</i>	_____ <i>Relationship of Respondent to Offeror</i>
_____ <i>Respondent's Principle Address</i>	_____ <i>State of Incorporation and Full Date</i>
_____ <i>Official Designated to Answer Questions Concerning this Information</i>	_____ <i>Telephone Number</i>

Does your company (to include Tier Parents) have a current FOCI determination issued or presently pending by any Department Of Energy (DOE)/Department Of Defense (DOD) field office? Yes _____ No _____

If **"yes"**, identify field office and date of prior FOCI Certificate Pertaining to Foreign Interests, cage code, sign and date below, and return to SR procurement representative. _____

NOTE: A separate form is required for each tier parent.

If **"no"**, the following documents must be returned as a part of this FOCI Submission Package:

- | | |
|--------------------------|---|
| <input type="checkbox"/> | This cover sheet. |
| <input type="checkbox"/> | Statements of Bidders/Offerors. |
| <input type="checkbox"/> | Certificate Pertaining to Foreign Interests (SF328). |
| <input type="checkbox"/> | Owners, Officers, Directors and Executive Personnel Form (ODEP) to include Facility Security Officer. |
| <input type="checkbox"/> | Representative of Foreign Interest Statement Form(s). |
| <input type="checkbox"/> | Publicly Traded Corporations: Annual Report, most recent SEC Forms 10K, and proxy statement. |
| <input type="checkbox"/> | Private Corporations: Current audited consolidated financial information. |
| <input type="checkbox"/> | Partnership: Partnership Agreement and current audited consolidated financial information. |
| <input type="checkbox"/> | Corporations: Copy of Certificate of Incorporation and Articles of Incorporation to include all amendments. |
| <input type="checkbox"/> | Corporations: Attested copy of Corporate By-Laws to include all amendments. |
| <input type="checkbox"/> | Other: _____ |
| <input type="checkbox"/> | Other: _____ |

Type of business structure: () Private Corporation () Limited Partnership () Sole Proprietorship
() Public Corporation () General Partnership () Other: _____

List Legal Identities of Parent Companies (all tiers) - if more than one tier company exists, tier rankings must be identified. **(The offeror's submission must include, as a separate attachment, a complete FOCI submission for each tier parent.)**

Rank	Legal Name
_____	_____
_____	_____
_____	_____
_____	_____

YES NO

<input type="checkbox"/>	<input type="checkbox"/>	Has your organization changed or used other names during the last 10 years? If yes, attach a complete listing of all name changes, and names used (including "DBA's"), indicating applicable periods.
<input type="checkbox"/>	<input type="checkbox"/>	Has your organization changed principle locations during the last 10 years? If yes, attach a complete listing of all principle address locations during the last 10 years, indicating applicable periods.

I understand that the information provided is required to aid the DOE in identifying and mitigating factors of foreign ownership, control, and influence over my company as prescribed by DOE Order 470.1. I understand that failure to submit complete and correct information and documentation responsive to the attached "Guidelines for Completing the FOCI Package/Certification" may preclude contract eligibility and furthermore, that intentional omission or falsification of information relative to a FOCI submission constitutes a felony criminal violation of 18 USC 1001 providing for penalties including fines up to \$10,000 and/or imprisonment up to 5 years.

Official verifying submitted information as complete and correct:

Typed or Printed Name and Signature

Title of Authorizing Official (ODEP)

Date Signed

GUIDELINES FOR COMPLETING THE SR FOCI SUBMISSION PACKAGE

(Two Pages)

Prior to forwarding the SR FOCI Submission Package to the Contracting Officer, the offeror/bidder, or contractor/subcontractor should review the submission to ensure that:

- If the offeror/bidder already has a favorable FOCI determination, just complete, sign, and date the first page of the submission package and return to the Contracting Officer. If an offeror/bidder does not have a favorable FOCI determination, a complete SR FOCI Submission Package must be submitted to the Contracting Officer for processing.
- If the offeror/bidder is owned by a parent organization(s), a separate FOCI Submission Package must be attached for all tier parents, i.e., ultimate parent and any intervening levels of ownership. Each "Certificate Pertaining to Foreign Interests" must be signed and dated by a person authorized to represent and sign for the organization as officially recorded by the organization (that is, in the document which sets forth the terms and conditions of its operation and management--the by-laws, operating agreement, partnership agreement, etc.), or any other employee, identified by name, of the organization if designated in writing by such authorized official as having been delegated authority to execute the "Certificate Pertaining to Foreign Interests" on behalf of the organization.

The foregoing paragraph also applies to a contractor of any tier possessing a DOE approved facility clearance; however, "Certificate Pertaining to Foreign Interests" does not need to be submitted to SR for any of the contractor's tier parents, if applicable, unless (i) a change(s) has occurred in the extent and nature of FOCI which would affect the answers provided to the questions in the parent's previously provided FOCI certification; (ii) a change in ownership or control has occurred; (iii) five years have elapsed since the parent's previously provided FOCI representations and certification were executed; or (iv) SR has advised the contractor that it considers a relevant change in the nature of FOCI has occurred and has requested comprehensive FOCI representations and certification for the tier parent(s).

- In addition to the executed "Certificate Pertaining to Foreign Interests", an offeror/bidder and, if applicable, its tier parents, must also submit the following to the Contracting Officer, or a contractor with a DOE approved facility clearance and, if applicable, its tier parents should also submit the following to SR:
 1. A copy of the U.S. company's certificate of incorporation, articles of incorporation and an attested copy of the U.S. company's by-laws, or similar documents filed for the U.S. company's existence and management, and all amendments to those documents. **NOTE:** A contractor with a DOE approved facility clearance and, if applicable, its tier parents do not need to provide these documents unless (i) the U.S. company's articles of incorporation and by-laws, or similar documents filed for the U.S. company's existence and management, have been amended; or (ii) SR has requested the documents.
 2. Financial information and statements for the organization's most recently closed accounting year.

- a. Publicly-traded companies (whether the ultimate parent, intermediate parent, or subsidiary) should submit its annual report and securities and exchange commission form 10-K report for the most recently closed accounting year as well as its most recent proxy statement for the annual meeting of stockholders.

If the company's stock is not publicly traded but the company has publicly-traded debt, the company should submit its Security and Exchange Commission Form 10-K report for the most recently closed accounting year.

- b. Privately-owned companies (whether the ultimate parent, intermediate parent, or subsidiary) must submit financial information (i.e., to include the accounts of the company and its subsidiary companies) for the most recently closed accounting year. The financial information must be prepared and presented in accordance with generally accepted accounting principles as established by the financial accounting standards board, to include accompanying footnote disclosures. If available, audited financial information should be provided. If audited financial information is not available, unaudited information should be provided, but only if accompanied by a certification attesting to the unavailability of audited information.

3. Listing of owners, officers, directors, and executive personnel (OODEP).

The contractor and all tier parents must submit a list identifying their respective organization's owners, owner's representatives, officers, directors, executive personnel, and facility security officer, to include their complete names (spell out middle name, if none put (NMN)); social security numbers; date and place of birth (city and state); citizenship; titles of all positions they hold within the organization; and what clearances, if any, they possess or are in the process of obtaining and identification of the government agency(ies) that granted or will be granting those clearances.

If any position is vacant, so state.

For sole proprietorships operating in community property states (Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Texas, Washington, or Wisconsin), information on the sole proprietor's spouse, if applicable, must also be provided on the OODEP listing.

With respect to the U.S. organization's owners, publicly-traded companies do not need to provide all identifying information on its owners as required on the OODEP listing unless those individuals are OODEPs of the U.S. organization. However, publicly-traded companies should provide the most recent copies of any Schedules 13D and/or 13G received from any beneficial owners (foreign or domestic) who hold 5 percent or more of any class of the U.S. organization's securities.

U.S. DEPARTMENT OF ENERGY
STATEMENTS OF BIDDERS/OFFERORS
SOLICITATION/CONTRACT NUMBER _____

Taxpayer Identification (SEP 1992) (FAR 52.204-3)

(a) Definitions:

"Common parent," as used in this solicitation provision, means that corporate entity that owns or controls an affiliated group of corporations that files its Federal income tax returns on a consolidated basis, and of which the offeror is a member.

"Corporate status," as used in this solicitation provision, means a designation as to whether the offeror is a corporate entity, an unincorporated entity (e.g., sole proprietorship or partnership), or a corporation providing medical and health care services.

"Taxpayer Identification Number (TIN)," as used in this solicitation provision, means the number required by the IRS to be used by the offeror in reporting income tax and other returns.

- (b) All offerors are required to submit the information required in paragraphs (c) through (e) of this solicitation provision in order to comply with reporting requirements of 26 U.S.C. 6041, 5041A, and 6050M and implementing regulations issued by the Internal Revenue Service (IRS). If the resulting contract is subject to reporting requirements described in FAR 4.903, the failure or refusal by the offeror to furnish the information may result in a 31 percent reduction of payments otherwise due under the contract.

(c) Taxpayer Identification Number (TIN):

☐ TIN: _____.

☐ TIN has been applied for.

☐ TIN is not required because:

☐ Offeror is a nonresident alien, foreign corporation, or foreign partnership that does not have income effectively connected with the conduct of a trade or business in the U.S. and does not have an office or place of business or a fiscal paying agent in the U.S.;

☐ Offeror is an agency or instrumentality of a foreign government;

☐ Offeror is an agency or instrumentality of a Federal, state, or local government;

☐ Other. State basis: _____.

(d) Corporate Status:

☐ Corporation providing medical and health care services, or engaged in the billing and collecting of payments for such services;

☐ Other corporate entity;

☐ Not a corporate entity;

☐ Sole proprietorship;

☐ Partnership;

☐ Hospital or extended care facility described in 26 CFR 501(c)(3) that is exempt from taxation under 26 CFR 501(a).

(e) Common Parent:

☐ Offeror is not owned or controlled by a common parent as defined in paragraph (a) of this clause.

☐ Name and TIN of common parent:

Name: _____.

TIN: _____.

CERTIFICATE PERTAINING TO FOREIGN INTERESTS

(Type or print all answers)

Form Approved
OMB No. 0704-0194
Expires Dec 31, 2000

The public reporting burden for this collection of information is estimated to average 70 minutes per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden, to Department of Defense, Washington Headquarters Services, Directorate for Information Operations and Reports (0704-0194), 1215 Jefferson Davis Highway, Suite 1204, Arlington, VA 22202-4302. Respondents should be aware that notwithstanding any other provision of law, no person shall be subject to any penalty for failing to comply with a collection of information if it does not display a currently valid OMB control number.

PLEASE DO NOT RETURN YOUR FORM TO THE ABOVE ADDRESS. RETURN COMPLETED FORM TO YOUR RESPECTIVE COGNIZANT SECURITY OFFICE.

PENALTY NOTICE

Failure to answer all questions or any misrepresentation (by omission or concealment, or by misleading, false or partial answers) may serve as a basis for denial of clearance for access to classified information. In addition, Title 18, United States Code 1001, makes it a criminal offense, punishable by a maximum of five (5) years imprisonment, \$15,000 fine or both, knowingly to make a false statement or repre-

sentation to any Department or Agency of the United States, as to any matter within the jurisdiction of any Department or Agency of the United States. This includes any statement made herein which is knowingly incorrect, incomplete or misleading in any important particular.

PROVISIONS

1. This report is authorized by the Secretary of Defense, as Executive Agent for the National Industrial Security Program, pursuant to Executive Order 12829. While you are not required to respond, your eligibility for a facility security clearance cannot be determined if you do not complete this form. The retention of a facility security clearance is contingent upon your compliance with the requirements of DoD 5220.22-M for submission of a revised form as appropriate.

2. When this report is submitted in confidence and is so marked, applicable exemptions to the Freedom of Information Act will be invoked to withhold it from public disclosure.

3. Complete all questions on this form. Mark "Yes" or "No" for each question. If your answer is "Yes" furnish in full the complete information under "Remarks."

QUESTIONS AND ANSWERS

	YES	NO
1. (Answer 1a. or 1b.) a. (For entities which issue stock): Do any foreign person(s), directly or indirectly, own or have beneficial ownership of 5 percent or more of the outstanding shares of any class of your organization's equity securities?		
b. (For entities which do not issue stock): Has any foreign person directly or indirectly subscribed 5 percent or more of your organization's total capital commitment?		
2. Does your organization directly, or indirectly through your subsidiaries and/or affiliates, own 10 percent or more of any foreign interest?		
3. Do any non-U.S. citizens serve as members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials?		
4. Does any foreign person(s) have the power, direct or indirect, to control the election, appointment, or tenure of members of your organization's board of directors (or similar governing body) or other management positions of your organization, or have the power to control or cause the direction of other decisions or activities of your organization?		
5. Does your organization have any contracts, agreements, understandings, or arrangements with a foreign person(s)?		
6. Does your organization, whether as borrower, surety, guarantor or otherwise have any indebtedness, liabilities or obligations to a foreign person(s)?		
7. During your last fiscal year, did your organization derive: a. 5 percent or more of its total revenues or net income from any single foreign person? b. In the aggregate 30 percent or more of its revenues or net income from foreign persons?		
8. Is 10 percent or more of any class of your organization's voting securities held in "nominee" shares, in "street names" or in some other method which does not identify the beneficial owner?		
9. Do any of the members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials hold any positions with, or serve as consultants for, any foreign person(s)?		
10. Is there any other factor(s) that indicates or demonstrates a capability on the part of foreign persons to control or influence the operations or management of your organization?		

REMARKS *(Attach additional sheets, if necessary, for a full detailed statement.)*

CERTIFICATION

I CERTIFY that the entries made by me above are true, complete, and correct to the best of my knowledge and belief and are made in good faith.

WITNESSES:

(Date Certified)

By

(Contractor)

NOTE: In case of a corporation, a witness is not required but the certificate below must be completed. Type or print names under all signatures.

(Title)

(Address)

NOTE: Contractor, if a corporation, should cause the following certificate to be executed under its corporate seal, provided that the same officer shall not execute both the Agreement and the Certificate.

CERTIFICATE

I, _____, certify that I am the _____

of the corporation named as Contractor herein; that _____

who signed this certificate on behalf of the Contractor, was then _____
of said corporation; that said certificate was duly signed for and in behalf of said corporation by authority of its governing body, and is within the scope of its corporate powers.

(Corporate Seal)

(Signature and Date)

WORKSHEET AND INSTRUCTIONS FOR COMPLETING
THE
“CERTIFICATE PERTAINING TO FOREIGN INTERESTS”
(Three Pages)

NOTE: In order to encompass the DOE Acquisition Regulation definition of foreign interest, when answering these questions use the definitions of "foreign person" and "U.S. person" contained in the National Industrial Security Program Operating Manual of January 1995. Foreign person is "Any foreign interest and any U.S. person effectively owned or controlled by a foreign interest." U.S. person is "Any form of business enterprise or entity organized, chartered or incorporated under the laws of the U.S. or its possessions and trust territories and any person who is a citizen or national of the U.S."

Question Number 1:

a) Do any foreign person(s), directly or indirectly, own or have beneficial ownership of 5 % or more of the outstanding shares of any class of your organization's equity securities? Yes ____ No ____

If yes: 1) identify the percentage of any class of stock or other securities issued which are owned by foreign persons, broken down by country. Include indirect ownership through one or more intermediate level(s) of subsidiaries. Indicate voting rights of each class of stock; 2) are there shareholder agreements? If yes, attach a copy(ies), and if none, so state; and 3) indicate whether a copy of SEC Schedule 13D/13G report has been received from any investor. If yes, attach a copy(ies).

NOTE: Ownership of less than 5% should be included if the holder is entitled to control the appointment and tenure of any management position.

b) (for entities which do not issue stock): Has any foreign person directly or indirectly subscribed 5% or more of your organization's total capital commitment? Yes ____ No ____

If yes: 1) identify the percentage of total capital commitment which is subscribed by foreign persons; and 2) is there an agreement(s) with the subscriber(s)? If yes, attach a copy(ies), and if none, so state.

Question Number 2:

Does your organization directly, or indirectly through your subsidiaries and/or affiliates, own 10 % or more of any foreign interest? Yes ____ No ____

If yes: 1) identify the foreign interest by name, country, percentage owned, and personnel who occupy management positions with the organization; and 2) if there are personnel from your organizations who occupy management positions with the foreign firm(s), identify the name(s), title, and extent of involvement in the operations of the organizations (to include access to classified information).

Question Number 3:

Do any non-U.S. citizens serve as members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials? Yes ____ No ____

If yes: 1) identify the foreign person(s) by name, title, citizenship, immigration status and clearance or exclusion status; and 2) attach copies of applicable by-laws or articles of incorporation which describe the affected position(s). However, if you have already provided such copies to the Cognizant Security Agency Industrial Security Representative, so state.

Question Number 4:

Does any foreign person(s) have the power, direct or indirect, to control the election, appointment, or tenure of members of your organization's board of directors (or similar governing body) or other management positions of your organization, or have the power to control or cause the direction of other decisions or activities of your organization? Yes ____ No ____

If yes, identify the foreign person(s) by name, title, citizenship, and all details concerning the control or influence.

NOTE: If any foreign person(s) have such power, this question shall be answered in the affirmative even if such power has not been exercised, and whether or not it is exercisable through ownership of your facility's securities, if such power may be invoked by contractual arrangements or by other means.

Question Number 5:

Does your organization have any contracts, agreements, understandings, or arrangements with a foreign person? Yes ____ No ____

If yes: 1) for each instance, provide the name of the foreign person, country, percentage of gross income derived, and nature of involvement, including: a) whether defense/nuclear related or not; b) involvement with classified or export controlled technology; and c) compliance with export control requirements; and 2) where the organization has a large number of involvements and where these involvements are not defense/nuclear related and represent a small percentage of gross income, the explanation can be a generalized statement addressing the totals by country.

NOTE: We do not expect and will not require the contractor to ask every customer if he/she falls within the NISPOM definition of a foreign person. We will ask the contractor to provide ongoing security education to those individuals who negotiate and/or administer such agreements regarding their responsibilities to report agreements with a foreign person(s) to the best of their knowledge. The contractor will be certifying the response to this question to "the best of his/her knowledge" or "through his/her best efforts".

Question Number 6:

Does your organization, whether as borrower, surety, guarantor or otherwise have any indebtedness, liabilities or obligations to a foreign person(s)? Yes ____ No ____

If yes: 1) provide your overall debt-to-equity ratio (in percentage); 2) with respect to indebtedness or liability to a foreign person, indicate to whom indebted or liable, what collateral has been furnished or pledged, and any conditions or covenants of the loan agreement. If stock or assets have been furnished or pledged as collateral, provide a copy of the loan agreement or pertinent extracts thereof (to include procedures to be followed in the event of default); 3) if any debentures are convertible, provide specifics; 4) if loan payments are in default, provide details; and 5) this question should be answered in the affirmative if the debt is with a U.S. entity that is owned or controlled either directly or indirectly by a foreign person. If unknown, so state.

NOTE: As stated above, we do not expect and will not require the contractor to ask every lender if he/she qualifies as a foreign person. We will ask the contractor to provide ongoing security education to those employees who handle lending arrangements regarding their responsibilities to report any such agreements with a foreign person lender, to the best of their knowledge. The contractor will be certifying the response to this question to "the best of his/her knowledge" or "through his/her best efforts".

Question Number 7:

During your last fiscal year, did your organization derive: a) 5% or more of its total revenues or net income from any single foreign person; b) in the aggregate 30% or more of its revenues or net income from foreign persons? Yes ____ No ____

If yes to either part of the question: 1) provide overall percentage of income derived foreign sources by country, nature of involvement, and type of services or products; 2) indicate if any single foreign source represents in excess of 5% of total revenues or net income; 3) indicate whether any classified information is involved; and 4) state whether facility is in compliance with applicable export control requirements.

NOTE: As previously stated, we do not expect and will not require the contractor to ask every customer if he/she qualifies as a foreign person. We will ask the contractor to provide ongoing security education to those employees who handle information about company revenues regarding their responsibilities to report revenues derived from a foreign person(s) to the best of their knowledge. The contractor will be certifying the response to this question to “the best of his/her knowledge” or “through his/her best efforts”.

Question Number 8:

Is 10% or more of your organization's securities held in "nominee shares," in "street names," or in some other method which does not disclose the beneficial owner? Yes ____ No ____

If yes: 1) identify each foreign institutional investor holding 10% or more of the voting stock by name and address and the percentage of stock held; and 2) indicate whether any investor has attempted to, or has exerted any control or influence over appointments to management positions or influenced the policies of the organization.

Question Number 9:

Do any members of your organization's board of directors (or similar governing body), officers, executive personnel, general partners, regents, trustees or senior management officials hold any positions with, or serve as consultants for, any foreign person(s)? Yes ____ No ____

If yes: 1) provide the name, title, citizenship, immigration status and clearance or exclusion status on all such persons; 2) identify, by name and address, each foreign organization with which such persons serve and indicate the capacity in which they are serving; and 3) include a Statement of Full Disclosure of Foreign Affiliations for every cleared individual who is a representative of a foreign interest.

NOTE: We expect the contractor to be able to answer this question fully for those individuals holding such positions with his/her foreign subsidiaries and any foreign interests. However, we do not expect and will not require the contractor to ask every individual to ascertain if he/she is serving as director, officer or manager of a foreign person. We will ask the contractor to provide ongoing security education to all key management personnel of their responsibilities to report serving as an interlocking director or in any other type or positions with a foreign person to the best of their knowledge. The contractor will be certifying the response to this question as being to “the best of his/her knowledge” or “through his/her best efforts”.

Question Number 10:

Is there any other factor(s) that indicates or demonstrates a capability on the part of foreign persons to control or influence the operation or management of your organization? Yes ____ No ____

If yes, describe the foreign involvement in detail, including why the involvement would not be reportable in the preceding questions.

**DEFINITIONS FOR COMPLETION OF THE CERTIFICATE PERTAINING TO
FOREIGN INTERESTS**

(Two Pages)

Affiliate - Any entity effectively owned or controlled by another entity.

Beneficial Owner - The true owner of a security who may, for convenience, be recorded under the name of a nominee. Such ownership entitles the owner to the power to vote or direct the voting of a security or to impose or direct the disposition of a security.

Bond - A certificate which is evidence of a debt in which the issuer promises to repay a specified amount of money to the bondholder, plus a certain amount of interest, within a fixed period of time.

Convertible Debentures - Bonds which the holder can exchange for shares of voting stock.

Covenant - A detailed clause in a lending agreement designed to protect the lender.

Debenture - A general debt unsecured by a pledge of any specific piece of property. Like any other general creditor claims, a debenture is secured by any property not otherwise pledged.

Debt-to-Equity Ratio - Total liabilities divided by total shareholders' equity (total assets minus total liabilities of a corporation; also called stockholders' equity, equity, and net worth). This shows to what extent owners' equity can cushion creditors' claims in the event of liquidations.

Equity Security - an ownership interest in a company, most often taking the form of corporate stock.

Foreign Interest - Any foreign government, agency of a foreign government, or representative of a foreign government; any form of business enterprise or legal entity organized, chartered or incorporated under the laws of any country other than the U.S. or its possessions and trust territories, and any person who is not a citizen or national of the United States.

Foreign Person - Any foreign interest and any US person effectively owned or controlled by a foreign interest.

Guarantor - One who makes the guaranty (an agreement or promise to answer for the debt, default or miscarriage of another).

Immigration Status - Legal basis for a non-US citizen's residence in the United States (e.g., work visa, admission for permanent residence). **Note:** Immigrations and Naturalization Service Form 1-9 is an excellent source for this information.

Joint Venture - A partnership or cooperative agreement between two or more persons or firms, usually restricted to a single specific undertaking. Normally the undertaking is of short duration, such as for the design and construction of a dam.

Liability - Claim on the assets of a company or individual.

Licensing Agreement - A permit granted by one business to another which permits duplication of processes and production of similar items.

Management Positions - for the purposes of the questions on this form, management positions shall include owners, officers, directors, partners, regents, trustees, senior management officials, other executive personnel and the facility security officer.

Nominee Share - A share of stock or registered bond certificate which has been registered in a name other than the actual owner.

Proxy - One who acts for another. Also, the document by which such a representative is authorized to act.

Representative of a Foreign Interest (RFI) - A citizen or national of the U.S., who is acting as a representative of a foreign interest (see Foreign Interest).

S.E.C. Schedule 13D - This schedule discloses beneficial ownership of certain registered equity securities. Any person or group of persons who acquire a beneficial ownership of more than 5 percent of a class of registered equity securities of certain issuers must file a Schedule 13D resorting such acquisition with certain other information.

S.E.C. Schedule 13G - This schedule is a much abbreviated version of Schedule 13D that is only available for use by a limited category of "persons" (such as banks, broker/dealers, and insurance companies) and even then only when the securities were acquired in the ordinary course of business and not with the purpose or effect of changing or influencing the control of the issuer.

Sales Agreement - An agreement between two parties for the sale of goods or services on a continuing basis.

Stock Option - An option is the right to buy or sell at some point in the future.

Street Name - The common practice of registering publicly traded securities in the name of one or more brokerage firms.

Subordinated Debenture - A bond having a claim on assets only after the senior debt has been paid off in the event of liquidations.

Surety - One who is immediately liable for the debt of another if that other person or entity fails to pay.

Total Capital Commitment - The sum of money and other property an enterprise uses in transacting its business.

US Person - Any form of business enterprise or entity organized, chartered or incorporated under the laws of the United States or its possessions and trust territories and any person who is a citizen or national of the United States.

OFFICIAL USE ONLY (WHEN COMPLETED)

OWNERS, OFFICERS, DIRECTORS, AND EXECUTIVE PERSONNEL (ODEP)

LEGAL COMPANY NAME AND PHYSICAL ADDRESS OF FACILITY LOCATION: _____

INDIVIDUAL'S COMPLETE NAME	ALL COMPANY TITLES/POSITIONS HELD BY IDENTIFIED INDIVIDUAL	DATE/PLACE OF BIRTH (CITY/STATE)/ CITIZENSHIP (U.S., OTHER, DUAL)	SOCIAL SECURITY NUMBER	IDENTIFY INDIVIDUAL'S SECURITY CLEARANCE(S), LEVEL, ISSUING U.S. GOVERNMENT AGENCY(ies) OR EXCLUSION AND DATE

LIST CERTIFIED CORRECT BY:

Typed or Printed Name and Signature of Authorized Official

Title of Authorizing Official (ODEP)

Date Certified

(NOTE: SEE INSTRUCTIONS REGARDING COMPLETING THIS FORM)

OFFICIAL USE ONLY (WHEN COMPLETED)

INSTRUCTIONS FOR COMPLETING THE OODEPS FORM

Provide requested OODEP information in accordance with the following instructions. In addition, the OODEP listing must be certified as being accurate, current, and complete by an authorized official of the organization [i.e., a person authorized to represent and sign for the organization as officially recorded by the organization (that is, in the document which sets forth the terms and conditions for its operation and management--the bylaws, operating agreement, partnership agreement, etc.)] or any other employee, identified by name, of the organization, if designated in writing by such an authorized official as having been delegated authority to execute the FOCI representations and certifications on behalf of the organization:

Owners: The requested information on owners and representatives or agents of stockholders is to be attached to the organization's OODEP listing:

1. **For privately-owned organizations:**

- a. Provide the following information for each person (i.e., human being) who directly or indirectly owns or has beneficial ownership of 5 percent or more of any class of the organization's securities or who has directly or indirectly subscribed 5 percent or more of the organization's total capital commitment:

- (1) If the beneficial owner holds a position as an OODEP in the organization and is identified on the OODEP listing, provide the individual's name with the class and number of shares of capital stock he/she owns of the organization's securities or the capital commitment he/she subscribed.
- (2) If the beneficial owner does not hold a position as an OODEP in the organization and is not identified on the OODEP listing, provide the individual's name, address, and the class and number of shares of capital stock he/she owns of the organization's securities or the capital commitment he/she has subscribed. If known, information on the individual's citizenship should be provided.

- b. Provide the following information for each legal entity which directly or indirectly owns or has beneficial ownership of 5 percent or more of any class of the organization's securities or which has directly or indirectly subscribed 5 percent or more of the organization's total capital commitment.

The legal name (i.e., as specified in charter) with the address of its principal executive offices and the class and number of shares of capital stock the entity owns of the organization's securities or the capital commitment the entity has subscribed. In addition, if the entity is controlled by another organization, the country of ultimate legal residence must be provided.

- c. Provide the name of any representative(s) or agent(s) of any owner (person or entity), if any, who hold positions, such as Board Member (or similar type of governing body), officers, executive personnel, or general partners in your organization. Also identify the owner which the individual is representing.

2. **For publicly-traded organizations:**

- a. Provide the most recent copies of any Schedules 13D and/or 13G received from any beneficial owners (foreign or domestic) who hold 5 percent or more of the organization's securities.
- b. Provide the name of any representative(s) or agent(s) of any stockholder (person or entity), if any, who hold positions, such as a Board member (or similar type of governing body), officers, executive personnel, or general partners in your organization. Also identify the stockholder which the individual is representing.

Officers: Identify and provide requested information (i.e., name, titles, etc.) for all of the organization's officers on the OODEP listing.

The definition of officers is: Those persons in positions established as officers as officially recorded by the organization (that is in the document filed for the organization's existence and the document which sets forth the terms and conditions for its operation and management--the articles of incorporation and by-laws; articles of organization and operating agreement; certificate of limited or general partnership and the partnership agreement, etc.). However, excluded from this definition are: (a) assistant vice presidents who have no management responsibilities related to performance on classified contracts; (b) assistant secretaries; and (c) assistant treasurers.

Directors: Identify and provide requested information (i.e., names, titles, etc.) for all organization's directors on the OODEP listing, to include identification of the Chairman of the Board and any Vice Chairman. If the organization has no Chairman of the Board of Directors, identify the individual who performs those functions at board meetings.

The definition of directors is: Members of the board or similar governing body chosen to direct the affairs of a corporation or institution.

Executive Personnel: Identify and provide requested information (i.e., names, titles, etc.) for all of the organization's executive personnel on the OODEP listing.

The definition of executive personnel is: Those individuals who perform policy making functions for the organization, or any other person in charge of a principal business unit, division, or function.

Facility Security Officer: Identify and provide requested information (i.e., names, titles, etc.) for the organization's Facility Security Officer.

The definition of a Facility Security Officer is: The individual at the facility assigned the responsibility of administering the requirements of the Safeguards and Security Program within the facility.

Spouse of a sole proprietor: For those sole proprietorships operating in community property states, identify and provide requested information (i.e., all information required on the OODEP listing) on a sole proprietor's spouse, if any. If there is no spouse, so state.

Vacant positions: If any OODEP position is vacant, so state and include estimated date vacancy will be filled.

REPRESENTATIVE OF FOREIGN INTEREST STATEMENT

1. Name of foreign interest:
2. Address of the foreign interest:
3. Nature of business or foreign interest and the products/services involved. If the products/services are strictly commercial in nature or if there can be military application:
4. Full details of ownership or affiliation with the foreign interest:
5. The specific relationship between the foreign interest and the United States organization:
6. Your job title(s) and specific duty(ies) with the foreign interest:
7. Percentage of time devoted to foreign interest:
8. Percentage of U.S. organization's revenues and net income derived from foreign firm during the U.S. organization's most recently closed accounting year:
9. Name and address of all U.S. facilities where you hold or are in process for an access authorization:
10. The nature of business of all U.S. organizations and the products/services involved:
11. Summary of duties with the United States organization. Provide detailed information, as well as position title(s):
12. Have you ever registered as an Agent of a foreign government as detailed in 18 U.S.C. 219? If so, please provide details:

CERTIFICATION:

I recognize my special responsibility to protect classified information and/or special nuclear material from disclosure to any unauthorized person, foreign or domestic.

FULL NAME (Type or Print): _____

SIGNATURE: _____ DATE: _____

SOCIAL SECURITY NUMBER: _____

LEGAL NAME OF CONTRACTOR FACILITY: _____

GENERAL FINANCIAL INSTRUCTION STATEMENT

Financial information and statements submitted in response to these requirements must be prepared and presented in accordance with generally accepted accounting principles as established by the Financial Accounting Standards Board.

Financial Information, where required, shall be audited, if available, and include both an annual income statement and balance sheet reflecting the most recent accounting period closure. If audited information is not available, unaudited information will be accepted, but only if accompanied by a certification attesting to the unavailability of audited information. If not already included as a part of an audited report (and for all unaudited reports), a statement of debt and encumbrances, certified by an executive officer of the organization, must be transmitted which includes the following information:

- (1) for each debt and line of credit, provide the lender's name, lender's address, lender's citizenship (if an individual), amount of debt, any unused line of credit, and all collateral pledged to the service of each debt; and,
- (2) identification of any third party obligations over which the organization serves as guarantor, reflecting the debtor organization, lender, lender's address, lender's citizenship (if an individual), debt amount, any unused line of credit, and the collateral pledged to the service of the debt.

Date:
To: SR FOCI Operations Manager
Subject: SR FOCI Submission Transmittal

FOM: DATE RECEIVED.

Between:

&

Contract Number

Offeror

Contracting Organization

Responding Organization

Relationship to Offeror

THIS FORM IS TO BE COMPLETED FOR EACH ENTITY.

Brief unclassified description of the work requiring security clearances.

NOTE: Specifically identify the highest level and category of classified information and highest category of special nuclear material to be accessed. If none, state such.

Location(s) of the work requiring security clearances.

Highest clearance level, special access, required to perform the work.

SUBMISSION REVIEW SECTION:

Submission is a Verification of a Prior FOCI Determination: Yes ____ No ____

If submission is a verification of a prior FOCI determination (previously ACN), only the completion of the SR FOCI Submission Package Cover Sheet is required. **If no**, submit a complete FOCI Package to include all the documents requested on the SR FOCI Submission Package Form.

Procurement Request Originator:

Print Name/Title/Organization/Telephone Number

Responsible Procurement Representative:

Printed Name/Title/Organization/Telephone Number

Signature and Date Signed