

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 2	
2. AMENDMENT/MODIFICATION NO. PS0016		3. EFFECTIVE DATE July 3, 2023	4. REQUISITION/PURCHASE REQUISITION NUMBER	5. PROJECT NO. (If Applicable)	
6. ISSUED BY: CODE U.S. GENERAL SERVICES ADMINISTRATION IT SERVICES CONTRACT OPERATIONS DIVISION 333 WEST BROADWAY, STE. 950 SAN DIEGO, CA 92101-3805		QT2F2BA	7. ADMINISTERED BY (If other than Item 6) CODE		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Empower AI, Inc. 11730 Plaza America Dr Ste 400 Reston, VA 20190-4764			(X)	9A. AMENDMENT OF SOLICITATION NUMBER	
			☐	9B. DATED (SEE ITEM 11)	
			☒	10A. MODIFICATION OF CONTRACT/ORDER NO. 47QTCK18D0055	
			10B. DATED (SEE ITEM 13) 7/1/2018		
CODE UEI: HC6QJAM2F4E3		FACILITY CODE CAGE: 0MX49			

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.

Offer's 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 APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

☐	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: FAR 1.108(d)(3) and FAC 2023-04
☐	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.)

The purpose of this bilateral modification is to include the following amended sections of the Federal Acquisition Regulation (FAR) pertaining to FAR clause **52.204-27 Prohibition on a ByteDance Covered Application** to your Governmentwide Acquisition Contract (GWAC). This modification supersedes any previous version of the contract.

SEE CONTINUATION PAGE 2

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) Kimberly Sue Dobyns, Director of Contracts		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Diemle Phan Contracting Officer	
15B. CONTRACTOR/OFFEROR <i>Kimberly Sue Dobyns</i> (Signature of person authorized to sign)	15C. DATE SIGNED Click here to enter text. June 28, 2023	16B. UNITED STATES OF AMERICA DIEMLE PHAN Digitally signed by DIEMLE PHAN Date: 2023.06.29 11:50:17 -0400 (Signature of Contracting Officer)	16C. DATE SIGNED 06/29/2023

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

This contract is hereby modified to incorporate the following revised Federal Acquisition Regulation (FAR) clauses and provisions:

1. Under Section I.2 FAR 52.252-2 CLAUSES INCORPORATED BY REFERENCE (1998).

ADD:

52.204-27 Prohibition on a ByteDance Covered Application (Jun 2023)

(a) *Definitions.* As used in this clause—

Covered application means the social networking service TikTok or any successor application or service developed or provided by ByteDance Limited or an entity owned by ByteDance Limited.

Information technology, as defined in 40 U.S.C. 11101(6)—

(1) Means any equipment or interconnected system or subsystem of equipment, used in the automatic acquisition, storage, analysis, evaluation, manipulation, management, movement, control, display, switching, interchange, transmission, or reception of data or information by the executive agency, if the equipment is used by the executive agency directly or is used by a contractor under a contract with the executive agency that requires the use—

(i) Of that equipment; or

(ii) Of that equipment to a significant extent in the performance of a service or the furnishing of a product;

(2) Includes computers, ancillary equipment (including imaging peripherals, input, output, and storage devices necessary for security and surveillance), peripheral equipment designed to be controlled by the central processing unit of a computer, software, firmware and similar procedures, services (including support services), and related resources; but

(3) Does not include any equipment acquired by a Federal contractor incidental to a Federal contract.

(b) *Prohibition.* Section 102 of Division R of the Consolidated Appropriations Act, 2023 (Pub. L. 117-328), the No TikTok on Government Devices Act, and its implementing guidance under Office of Management and Budget (OMB) Memorandum M-23-13, dated February 27, 2023, “No TikTok on Government Devices” Implementation Guidance, collectively prohibit the presence or use of a covered application on executive agency information technology, including certain equipment used by Federal contractors. The Contractor is prohibited from having or using a covered application on any information technology owned or managed by the Government, or on any information technology used or provided by the Contractor under this contract, including equipment provided by the Contractor’s employees; however, this prohibition does not apply if the Contracting Officer provides written notification to the Contractor that an exception has been granted in accordance with OMB Memorandum M-23-13.

(c) *Subcontracts.* The Contractor shall insert the substance of this clause, including this paragraph (c), in all subcontracts, including subcontracts for the acquisition of commercial products or commercial services.

(End of clause)