

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. CONTRACT ID CODE	PAGE 1 OF 5 PAGES
2. AMENDMENT/MODIFICATION NO. P00207	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)	
6. ISSUED BY CODE SPM300	7. ADMINISTERED BY (If other than Item 6) CODE			
DLA TROOP SUPPORT DIRECTORATE OF SUBSISTENCE, FTAD 700 ROBBINS AVE, BLDG PHILADELPHIA, PA 19111				
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Theodor Wille Intertrade GmbH (TWI) Josef Eicher Strasse 14 60437 Frankfurt-Kalbach, Germany			(X) 9A. AMENDMENT OF SOLICITATION NO.	
			9B. DATED (SEE ITEM 11)	
			(X) 10A. MODIFICATION OF CONTRACT/ORDER NO. SPM300-12-D-3481	
			10B. DATED (SEE ITEM 13)	1/5/12
CODE DB096	FACILITY CODE			
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>				
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of 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 or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT 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 your 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 amendment, and is received prior to the opening hour and date specified. <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended.				
12. ACCOUNTING AND APPROPRIATION DATA (If required) 97X4930 5CBX5022600 61002620 S33189				
<b>13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.</b>				
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			
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, preparation date, etc) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103			
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:			
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) 52.217-9 Option to Extend the Term of the Contract (Mar 2000)			
<b>E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copies to the issuing office.</b>				
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) This modification is to exercise the First Option Period in accordance with 52.217-9, Option to Extend the Term of the Contract (Mar 2000).  The estimated dollar value for this Option is \$44,497,401.49. The guaranteed minimum dollar value is 15% or \$6,674,610.00. The performance period for this Option is effective July 5, 2014 through January 4, 2016. The Distribution Prices listed on pages 2 through 5 and the Small Business Goals on page 5 will apply to this Option Period. All other terms and conditions remain the same.				
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)	
			TINA FREDERICO	
15B. CONTRACTOR/OFFEROR			16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)			(Signature of Contracting Officer)	6/30/14

THEODOR WILLE INTERTRADE (TWI)  
Modification P00207

1. Distribution Price Categories for Standard Catalog Items (18 Month - Option Period 1):

<i>Category Number</i>	<i>Category Description</i>	<i>UOM</i>	<i>Dist. Price</i>	<i>National Price Dist. Price</i>
1	Beef, Raw, Steaks (Solid Muscle)	LB		
2	Beef, Primal Steak Cuts (Includes Tenders, Strip Loin, Ribeye, Short Loin and Other Related Beef Steak Products)	LB		
3	Beef, Raw, Roasts (Includes Steamship, Knuckles, Chuck), Stew Meat, Breaded Beef Items, Braising Steak, Raw Fajita Meat and Other Related Raw Beef Products)	LB		
4	Beef, Patties, Ground, Bulk, Raw	LB		
5	Beef, Precooked Products (Includes Precooked Ground Beef, Air Dried Beef, Beef Patties and Other Related Precooked Beef Products)	LB		
6	Poultry, Raw, Minimally Processed Bone-In (Includes Cut Quarters, 8 Piece Cut, Halves, Whole and Other Related Raw Poultry Products)	LB		
7	Poultry, Raw, Boneless and Raw, Breaded or Unbreaded	LB		
8	Poultry, Precooked Products	LB		
9	Pork, Raw, Whole Loins, Chops, Steaks	LB		
10	Pork, Raw, Roasts (excluding loins), Ribs, Breaded and Unbreaded fabricated items (i.e., breaded pork steak, pork stew meat and Other Related Raw Pork Products)	LB		
11	Precooked Products (Includes Sausage, Scrapple, Bacon, Pork Roll, Breakfast Ham and Other Related Precooked Pork Products)	LB		
12	Raw Sausage, Scrapple, Bacon, Pork Roll, Breakfast Ham, Bratwurst and Knockwurst	LB		
13	Luncheon Meats, Franks, Corn Dogs, Pizza Toppings (Includes Toppings with Meat and Other Related Products)	CS		
14	Lamb, Veal and Game, Raw, Breaded or Unbreaded	LB		
15	Lamb, Veal and Game, Breaded, Precooked Products	LB		
16	Shellfish, Whole Lobster, Lobster Tails, Crab Legs	LB		
17	Shellfish (Includes Shrimp, Oysters, Clams, Scallops, Crab Cakes, Unbreaded and Other Related Unbreaded Shellfish Products)	LB		
18	Shellfish (Includes Shrimp, Oysters, Clams, Scallops, Crab Cakes, Breaded and Other Related Breaded Shellfish Products)	LB		
19	Fish, Fillets, Whole, Portioned, Unbreaded	LB		
20	Fish, Fillets, Formed, Portioned, Solid Muscle, Breaded	LB		
21	Fish, Imitation Crab, Lobster, Precooked, Refrigerated	LB		
22	Fish and Meats, Canned or Pouch, Non-Refrigerated	CS		
23	Entrees, Frozen, Precooked (Includes Cordon Blue, Chicken Kiev, Stuffed Chicken Breasts, Stuffed Pork Chops and Other Related Products)	CS		
24	Miscellaneous Frozen (Includes Appetizers, Breakfast Pizza, Pizza Crust, Burritos, Pancakes, French Toast and Other Related Products)	CS		

THEODOR WILLE INTERTRADE (TWI)  
Modification P00207

<i>Category Number</i>	<i>Category Description</i>	<i>UOM</i>	<i>Dist. Price</i>	<i>National Price Dist. Price</i>
25	Desserts and Breads, Frozen (Includes Prepared Doughnuts, Danish, Pastries, Muffins, Bagels, Biscuits, Cookie Dough, Pie Shells, Bread Dough, Turnovers, Cheesecakes, Cobblers, Specialty Cakes, Cakes, Pies and Other Related Products)	CS		
26	Bakery Products, Cereal Products and Snack Foods (Includes Rice, Dried Beans, Crackers, Snack Foods, Dry Pasta, Flour, Ice Cream Cones, Bread Crumbs, Croutons, Cookies, Baking Mixes, Brownie Mixes, Icing, Pancake Mix, Roll and Bread Mix, Pie Fillings, Granola Bars, Toaster Pastries, Creamer, Individual Snack Cakes, Beef Jerky and Other Related Products)	CS		
27	Sugar or Flour Bulk	CS		
28	Bouillons, Dry Soups, Soup and Gravy Bases, Gravy, Cooking Wine, Sauces	CS		
29	Shortenings, Food Oils, Butter, Margarine	CS		
30	Sandwich/M Meal Kits	CS		
31	Fruits, Juices, Nectar, Vegetables, Pickles, Olives, Fruit Cups, Dehydrated Dairy, Baby Food, Nutritional Supplements, Dietetic Products, Semi-Perishable, No. 10 Size Can	CS		
32	Fruits, Juices, Nectar, Vegetables, Dehydrated Dairy, Baby Food, Nutritional Supplements, Dietetic Products, Semi-Perishable, Other than No. 10 Size Can	CS		
33	Fruits and Vegetables, Frozen	CS		
34	Table Top Size, Refrigerated or Non-Refrigerated Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Toppings, Dressings, Olives, Pickles, Relish, Mayonnaise, Mustard, Ketchup, Sauces, Dessert Related Products, Hot Sauce and Other Condiment Related Products	CS		
35	Bulk Size, Refrigerated or Non-Refrigerated Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Toppings, Dressings, Olives, Pickles, Relish, Mayonnaise, Mustard, Ketchup, Sauces, Dessert Related Products, Hot Sauce and Other Condiment Related Products	CS		
36	Individual Portion, Refrigerated or Non-Refrigerated Up to 500 Count Case Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Toppings, Dressings, Relish, Mayonnaise, Mustard, Ketchup, Sauces, Dessert Related Products, Hot Sauce, Gelatins, Puddings, and Other Condiment Related Products	CS		
37	Individual Portion, Refrigerated or Non-Refrigerated 501 to 999 Count Case Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Toppings, Dressings, Relish, Mayonnaise, Mustard, Ketchup, Sauces, Dessert Related Products, Hot Sauce, Gelatins, Puddings, and Other Condiment Related Products	CS		
38	Individual Portion, Refrigerated or Non-Refrigerated 1000 to 3000 Count Case Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Toppings, Dressings, Relish, Mayonnaise, Mustard, Ketchup, Sauces, Dessert Related Products, Hot Sauce, Gelatins, Puddings, and Other Condiment Related Products	CS		

Category Number	Category Description	UOM	Dist. Price	National Price Dist. Price
39	Individual Portion, Refrigerated or Non-Refrigerated > 3000 Count Case Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Toppings, Dressings, Relish, Mayonnaise, Mustard, Ketchup, Sauces, Dessert Related Products, Hot Sauce, Gelatins, Puddings, and Other Condiment Related Products	CS		
40	Salads, Prepared, Chilled Fresh	LB		
41	Soups, Frozen	CS		
42	Spices, Herbs, Flavorings or Food Coloring (The UOM for Individual container spices is considered CS)	CS		
43	Confectionary, Candy, Nuts, Sugars other than bulk, Dried Fruit and Baking Chips	CS		
44	Cocoa, Hot Chocolate, Coffee, Tea and Beverage Based Powder	CS		
45	Beverages, Semi-Perishable, Chilled or Frozen, Dispenser Required (Includes Soda, Sports Drinks, Juice, Coffee, Hot Chocolate, Water ((any type)) and Other Drink Related Products)	CS		
46	Beverages, Semi-Perishable, Chilled or Frozen, No Dispenser Required (Includes Soda, Sports Drinks, Juice, Coffee, Hot Chocolate, Water ((any type)) and Other Drink Related Products)	CS		
47	Mixes, Soft Serve Ice Cream, Milk Shake, Yogurt	CS		
48	Ice Cream Bulk or Novelties, Ice/Fruit Bars	CS		
49	Eggs, Fresh	CS		
50	Egg Product, Liquid, Shelf Stable, Frozen or Chilled	CS		
51	Cheese	LB		
52	Dairy Products other than Cheese and Ice Cream, Fresh (Includes Yogurt, Sour Cream, Milk and Other Fresh Dairy Related Products) (ZONE III ONLY)	CS		
53	Bakery Products, Fresh (ZONE III ONLY)	CS		
54	Fresh Fruits and Vegetables (FF&V) (ZONE III ONLY)	LB		
55	Government Furnished Material (GFM): Dairy Products other than Cheese and Ice Cream, Fresh (Includes Yogurt, Sour Cream, Milk and Other Fresh Dairy Related Products)	CS		
56	Government Furnished Material (GFM): Bakery Products, Fresh	CS		
57	Government Furnished Material (GFM): Fresh Fruits and Vegetables (FF&V)	CS		
58	Food Service Operating Supplies (FSOS) Chemical (Dry or Liquid)	CS		
59	Food Service Operating Supplies (FSOS) Cleaning Products & Supplies	EA		
60	Food Service Operating Supplies (FSOS) Kitchen and Dining Supplies	EA		
61	Food Service Operating Supplies (FSOS) Kitchen and Dining Supplies	CS		
62	Food Service Operating Supplies (FSOS) Kitchen and Dining Supplies (Flatware)	CS		
63	Food Service Operating Supplies (FSOS) Plastic and Paper Products	CS		

THEODOR WILLE INTERTRADE (TWI)  
Modification P00207

Category Number	Category Description	UOM	Dist. Price	National Price Dist. Price
64	Food Service Operating Supplies (FSOS) Pots and Pans	EA		
65	Food Service Operating Supplies (FSOS) Kitchen Utensils	EA		
66	Dead Stock Disposal Cost (Includes Transportation; Approved at the Contracting Officer's discretion)	CS		
67	Restocking Fee (Approved at the Contracting Officer's discretion)	CS		
68	GFM Disposal	CS		
69	Toiletries and health/comfort items	CS		
70	Film	CS		
71	Government Furnished Material (GFM) for Prime Vendor Dist. (Includes Product Procured Product to fill NIS Situations. Approved at the Contracting Officer's discretion)	CS		
72	Government Furnished Material (GFM) for Prime Vendor Dist. Unitized Group Ration Heat and Serve (UGR-H&S) and Unitized Group Ration Express (UGR-E) (Includes Storage and Distribution)	EA		
73	Government Furnished Material (GFM) for Prime Vendor Dist. UGR-A Semi-perishable and Meals Ready To Eat (MREs) (Includes Storage and Distribution)	EA		
74	Government Furnished Material (GFM) for Prime Vendor Dist. UGR-A Perishable Breakfast and Dinner (Includes Storage and Distribution)	EA		
75	GFM, UGR, UGR-A and MRE Inspection, Rework and Disposal	CS		
76	Fresh Fruits and Vegetables (FF&V; Includes Unlimited Tri-Walls) (ZONE I)	LB		
77	Eggs, Fresh (CAS Sources Only)	CS		
78	Dairy Products other than Cheese and Ice Cream, Fresh (Includes Yogurt, Sour Cream, Milk and Other Fresh Dairy Related Products) (CAS Sources Only)	CS		
79	Bakery Products, Fresh (CAS Sources Only)	CS		
80	Fresh Fruits and Vegetables (FF&V) (CAS Sources Only)	LB		

2. The Small Business goals associated with Option Period 1 are as follows:

	<u>Option Period 1</u>
Small Business	32%
SDB	3.1%
WOSB	3.1%
VOSB	1.1%
SDVOSB	1.1%
HZSB	1.1%
AbilityOne	2.0%

3. All other terms and conditions remain the same.