

**OFFEROR REPRESENTATIONS AND CERTIFICATIONS – FOREIGN FIRMS
PSP-025, FORM D**

SIGNATURE / CERTIFICATION

By signing below, the offeror certifies, under penalty of law, that the representations and certifications are accurate, current, and complete. The offeror further certifies that it will notify the Battelle Procurement Office of any changes to these representations and certifications. The representations and certifications made by the offeror, as contained herein, concern matters within the jurisdiction of an agency of the United States and the making of a false, fictitious, or fraudulent representation or certification may render the maker subject to prosecution under Title 18, United States Code, Section 1001.

_____ Signature of Officer or Employee Responsible for the Offeror	_____ Date of Execution
_____ Name	_____ Legal Name of Offeror's Organization
_____ Title	_____ Street Address
_____ Contact Phone No.	_____ City, State, and Postal Code
_____ Fax No.	_____ E-mail Address

1. TAXPAYER IDENTIFICATION

(a) Definitions

"Common parent" means the 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" 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)" means the number required by the Internal Revenue Service (IRS) to be used by the offeror in reporting income tax and other returns. The TIN may be either a Social Security Number or Employer Identification Number.

(b) All offerors are required to submit the information required in paragraphs (d) and (e) of this solicitation provision in order to comply with reporting requirements of 26 U.S.C. 6041, 6041A, and 6050M and implementing regulations issued by the IRS. If the resulting contract is subject to reporting requirements described in FAR 4.9, the failure or refusal by the offeror to furnish the information may result in a 30 percent reduction of payments otherwise due under the contract. (Backup withholdings will be 29% after December 31, 2003; 28% after December 31, 2005).

(c) Sections (d), (e), and (f) replaces in part the Internal Revenue Service W-9 form and complies with FAR 52.204-3 (Oct 1998).

(d) TAXPAYER IDENTIFICATION NUMBER (TIN)

Social Security Number (SSN) _____ **OR** Employer Identification Number (EIN) _____

Name: _____
(Name must match exactly the SSN or EIN name provided to the IRS)

"DBA Name: _____
(Business or "DBA" name, if different from above)

- TIN was applied for.
- For a nonresident alien, foreign corporation, or foreign partnership that performs any portion of the services in the United States, please complete and attach either the appropriate IRS Form W-8 or IRS Form 8233 (for nonresident alien individuals). These forms and instructions can be obtained from the Internal Revenue Service at www.irs.gov or 1-800-829-3676. Residents of a tax treaty country may download the tax treaty at www.irs.gov/prod/ind_infor/treaties.html.
- 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 agency in the U.S. (All services will be performed outside the United States).
 - 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 _____

(e) TYPE OF ORGANIZATION

- Individual / Sole proprietorship
- Corporate entity (not tax-exempt) in State of _____
- Corporate entity (tax-exempt) in State of _____
- Government entity (Federal, state, or local)
- Foreign government
- Non-profit organization
- Educational institution
- Partnership (including LLP)
- Limited Liability Company (LLC) (select Single or Multi):
 - Single-Owner LLC
 - Multi-Owner LLC, TAXED as Partnership or Corporation
- International organization per 26 CFR 1.6049-4
- Other _____

Offeror Representations and Certifications – Foreign Firms

(f) COMMON PARENT

- Offeror **is not** owned or controlled by a common parent as defined in paragraph (a) of this clause
 Offeror **is** owned or controlled by a common parent as defined in paragraph (a) of this clause
- Name of Common Parent: _____ TIN: _____

2. PLACE OF PERFORMANCE (52.215-6) (OCT 1997)

- (a) The offeror or respondent, in the performance of any contract resulting from this solicitation, **intends**, **does not intend** to use one or more plants or facilities located at a different address from the address of the offeror or respondent as indicated in this proposal or response to request for information.
- (b) If the offeror or respondent checks "intends" in paragraph (a) of this provision, it shall insert in the following spaces the required information:

Place of performance (street address, city, state, county, zip code)

Name and address of owner and operator of the plant or facility if other than offeror or respondent

3. BUSINESS ORGANIZATION INFORMATION

- (a) Provide a Dun and Bradstreet (DUNS) Number.
DUNS Number _____. To obtain a DUNS Number, go to <http://dnb.com/us>.
- (b) Provide North American Industrial Classification System (NAICS) Code(s) (*only applicable to business establishments in Canada or Mexico*).
(1) NAICS Code on worked performed for Battelle _____. (2) Other Codes _____.
To find applicable NAICS Codes, see <http://www.census.gov/epcd/naics02/naico602.htm>.

4. CERTIFICATION REGARDING DEBARMENT, SUSPENSION, PROPOSED DEBARMENT, AND OTHER RESPONSIBILITY MATTERS

- (a) (1) The offeror certifies, to the best of its knowledge and belief, that:
- (i) The offeror and/or any of its Principals:
- (A) **Are** **are not** presently debarred, suspended, proposed for debarment, or declared ineligible for the award of contracts by any Federal agency;
- (B) **Have** **have not**, within a 3-year period preceding this offer, been convicted of or had a civil judgment rendered against them for, commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, state, or local) contract or subcontract; violation of Federal or state antitrust statutes relating to the submission of offers; or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, tax evasion, or receiving stolen property; and
- (C) **Are** **are not** presently indicted for, or otherwise criminally or civilly charged by a governmental entity with, commission of any of the offenses enumerated in the previous paragraph.
- (ii) The offeror **has** **has not**, within a three-year period preceding this offer, had one or more contracts terminated for default by any Federal agency.
- (2) "Principals," for the purposes of this certification, means officers; directors; owners; partners; and, persons having primary management of supervisory responsibilities within a business entity (e.g. general manager; plant manager; head of a subsidiary, division, or business segment, and similar positions).

5. CERTIFICATION AND DISCLOSURE REGARDING PAYMENTS TO INFLUENCE CERTAIN FEDERAL TRANSACTIONS (FAR 52.203-11) (SEP 2005) *(APPLICABLE ONLY TO PURCHASES EXCEEDING \$100,000 OF NONCOMMERCIAL ITEMS/SERVICES)*

- (a) The definitions and prohibitions contained in the clause at FAR 52.203-12, Limitation on Payments to Influence Certain Federal Transactions, included in this solicitation, are hereby incorporated by reference in paragraph (b) of this certification.
- (b) The offeror, by signing its offer, hereby certifies to the best of his or her knowledge and belief that on or after December 23, 1989:
- (1) No Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress on his or her behalf in connection with the awarding of this contract;
- (2) If any funds other than Federal appropriated funds (including profit or fee received under a covered Federal transaction) have been paid, or will be paid, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress on his or her behalf in connection with this solicitation, the offeror shall complete and submit, with its offer, OMB Standard Form LLL, Disclosure of Lobbying Activities, to the Battelle Procurement Officer; and
- (3) He or she will include the language of this certification in all subcontract awards at any tier and require that all recipients of subcontract awards in excess of \$100,000 shall certify and disclose accordingly.
- (c) Submission of this certification and disclosure is a prerequisite for making or entering into this contract imposed by Section 1352, Title 31, United States Code. Any person who makes an expenditure prohibited under this provision or who fails to file or amend the disclosure form to be filed or amended by this provision, shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.