Sub-Recipient Name/Organization	Purpose/Tasks in SOPO	Budget Period 1 Costs	Budget Period 2 Costs	Budget Period 3 Costs	Project Total

REDACTED
EXEMPTION 4

f. Contractual

g. Construction

PLEASE READ!!!

Construction, for the purpose of budgeting, is defined as all types of work done on a particular building, including erecting, altering, or remodeling. Construction conducted by the award recipient is entered on this page. Any construction work that is performed by a vendor or subrecipient to the award recipient should be entered under f. Contractual.

List all proposed construction below, providing a basis of cost such as engineering estimates, prior construction, etc., and briefly justify its need as it applies to the Statement of Project Objectives.

Add rows as needed. If rows are added, formulas/calculations may need to be adjusted by the preparer.

Overall description of construction actiivities:

Example Only!!! - Build wind turbine platform

General Description	Cost	Basis of Cost	Justification of need
Budget Period 1			
Three days of excavation for platform site EXAMPLE ONLY!!!			
		REDACTED EXEMPTION 4	
Budget Period 1 Total			
Budget Period 2			

REDACTED
EXEMPTION 4

General Description	Cost	Basis of Cost	Justification of need

REDACTED
EXEMPTION 4

Budget Period 2 Total			
Budget Period 3			
Budget Period 3 Total			
PROJECT TOTAL			

REDACTED
EXEMPTION 4

Additional Explanations/Comments (as necessary)

h. Other Direct Costs

PLEASE READ!!!

Other direct costs are direct cost items required for the project which do not fit clearly into other categories, and are not included in the indirect pool for which the indirect rate is being applied to this project. Examples are meeting costs, postage, couriers or express mail, telephone/fax costs, printing costs, etc.

Basis of cost are items such as vendor quotes, prior purchases of similar or like items, published price list, etc.

Add rows as needed. If rows are added, formulas/calculations may need to be adjusted by the preparer.

General description	Cost	Basis of Cost	Justification of need
Budget Period 1			
EXAMPLE ONLY!!! Grad student tuition			
Budget Period 1 Total			
Budget Period 2			
Budget Period 2 Total			
Budget Period 3			
Budget Period 3 Total			
PROJECT TOTAL			

REDACTED
EXEMPTION 4

REDACTED
EXEMPTION 4

REDACTED
EXEMPTION 4

Additional Explanations/Comments (as necessary)

i. Indirect Costs

	Budget Period 1	Budget Period 2	Budget Period 3	Total
Rate applied:				
Total indirect costs requested:		REDACTED EXEMPTION 4		

A federally approved indirect rate agreement, or rate proposed supported and agreed upon by DOE for estimating purposes is required if reimbursement of fringe benfits is requested. Please check (X) one of the options below and provide the requested information if it has not already been provided as requested, or has changed. Calculate the indirect rate dollars and enter the total in the Section B., line 6.j. (Indirect Charges) of form SF 424A.

____ **There is a federally approved indirect rate agreement. A copy is provided with this application and will be provided electronically to the Contracting Officer for this project.**
(When this option is selected, a presentation of the budget that demonstrates the application of the approved rate, to arrive at the proposed indirect charges proposed should also be provided.)

X **There is no current, federally-approved indirect rate agreement.**
(When this option is checked, the entity preparing this form shall submit an indirect cost rate proposal in the format provided at the following website, or in a format that provides the same level of information and which supports the rate(s) being proposed for use in estimating the project. Go to https://www.eere-pmc.energy.gov/forms.aspx and select PMC 400.2 Sample Rate Proposal.)

Additional Explanations/Comments (as necessary)

REDACTED
EXEMPTION 4

Cost Share

PLEASE READ!!!

A detailed presentation of the cash or cash value of all cost share proposed for the project must be provided in the table below. Identify the source & amount of each item of cost share proposed by the award recipient and each sub-recipient or vendor. Letters of committment must be submitted for all third party cost share (other than award recipient).

Note that "cost-share" is not limited to cash investment. Other items that may be assigned value in a budget as incurred as part of the project budget and necessary to performance of the project, may be considered as cost share, such as: contribution of services or property; donated, purchased or existing equipment; buildings or land; donated, purchased or existing supplies; and/or unrecovered personnel, fringe benefits and indirect costs, etc. For each cost share contribution identified as other than cash, identify the item and describe how the value of the cost share contribution was calculated.

Funds from other Federal sources MAY NOT be counted as cost share. This prohibition includes FFRDC sub-recipients. Non-Federal sources include private, state or local Government, or any source not originally derived from Federal funds. Documentation of cost sharing commitments must be provided, if not already provided with the original application and they have not changed since its submission.

Fee or profit will not be paid to the award recipients or subrecipients of financial assistance awards. Additionally, foregone fee or profit by the applicant shall not be considered cost sharing under any resulting award. Reimbursement of actual costs will only include those costs that are allowable and allocable to the project as determined in accordance with the applicable cost principles prescribed in 10 CFR 600.127, 10 CFR 600.222 or 10 CFR 600.317. Also see 10 CFR 600.318 relative to profit or fee.

Add rows as needed. If rows are added, formulas/calculations may need to be adjusted by the preparer.

Organization/Source	Type (cash or other)	Cost Share Item	Budget Period 1 Cost Share	Budget Period 2 Cost Share	Budget Period 3 Cost Share	Total Project Cost Share
ABC Company EXAMPLE ONLY!!!	(					
		REDACTED EXEMPTION 4				
		Totals				

Total Project Cost: **Cost Share Percent of Award:**

Additional Explanations/Comments (as necessary)

Solazyme, Inc. 561 Eccles Avenue S San Francisco CA 94080

650 780 4777
650 989 6700 fax
solazyme.com

CONFIDENTIAL

January 6, 2010

Re: **DE-FOA-0000096 - Change in Applicant Cost Share Proposal**

Applicant Name **Solazyme, Inc.**

Project Title: **Solazyme Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae**

Dear Ms. Sterner:

We would like to thank you for selecting Solazyme for negotiation of an award for DE-FOA-0000096. Pursuant to your email of December 18, 2009 and our telephone conference of December 29, 2009, we are writing to confirm that we will fully satisfy the 20% cost share requirement.

REDACTED
EXEMPTION 4

REDACTED

FOIA EXEMPTION 4

REDACTED

FOIA EXEMPTION 4

CHEROKEE
PHARMACEUTICALS
A PRWT LIFE SCIENCES COMPANY

Cherokee Pharmaceuticals LLC
1835 Market Street – Suite 1100
Philadelphia, PA 19103

Manufacturing Site:
100 Avenue C
P.O. Box 367
Riverside, PA 17868

+1 215 988 8979 office
+1 225 933 1515 mobile
+1 215 569 1925 fax
dennis.bauer@cherokee-pharma.com

June 29, 2009

Mr. Tyler Painter
Chief Financial Officer
Solazyme, Inc.
561 Eccles Avenue
South San Francisco, CA 94080

RE: Cost Share - Integrated Biorefinery Operations

Dear Tyler:

Cherokee Pharmaceuticals LLC looks forward to the opportunity to participate in the U.S. Department of Energy project for the Demonstration of Integrated Biorefinery Operations in response to Funding Opportunity Announcement Number DE-FOA-0000096.

REDACTED
EXEMPTION 4

We are pleased that you have selected us as the site for your integrated biorefinery and we will endeavor to help make the project a success. We believe that Solazyme's heterotrophic algal technology represents an important advance both for renewable biofuels and for industrial bioproduction, and we are excited to play a pivotal role in this project.

Best regards,

Dennis P. Bauer, Ph.D.
Vice President – Sales & Marketing

cc: Mkt Files, Elliot, Haney, Noll

UOP LLC
25 E. Algonquin Rd.
Des Plaines, IL 60017-5017

Tel: 847.391.2000
Fax: 847.391.2253
www.uop.com

June 16, 2009

Dr. Matthew Frome
Director of Business Development
Solazyme
561 Eccles Avenue
South San Francisco, CA 94080

RE: Letter of support for the cost share for the DOE-FOA-0000096 application:
Solazyme Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae

Dear Dr. Frome:

UOP, LLC looks forward to the opportunity to participate in the U.S. Department of Energy project for the Demonstration of Integrated Biorefinery Operations in response to Funding Opportunity Announcement Number DE-FOA-0000096.

UOP LLC is a leading international supplier and licensor of process technology, catalysts, adsorbents, process plants, and consulting services to the petroleum refining, petrochemical, and gas processing industries. Launched in late 2006, our Ecofining™ process technology is the first commercial product from UOP's Renewable Energy & Chemicals business unit. UOP is developing and commercializing technology to produce transportation fuels and chemicals from biofeedstocks ranging from vegetable and algal oils to second generation cellulosic waste feedstocks like corn stover or wood chips.

As a member of this project team, we agree to contribute cost share of EX 4 f the project costs if the program is selected. Based on the current budget, the UOP costs are expected to be EX 4 with UOP contributing EX 4

We are pleased to be included in this program to produce renewable diesel from Solazyme's algae oil. We believe that Solazyme's heterotrophic algal technology represents an important advance for renewable biofuels, and are excited to play an important role in this project.

If you have any questions, please feel free to contact me.

Best Regards,

Jennifer Holmgren
General Manager
Renewable Energy and Chemicals

ABENGOA BIOENERGY
ABENGOA BIOENERGY NEW TECHNOLOGIES

11500 W 13th Avenue
Lakewood, CO 80215
Telephone (+) 303-928-8500
Fax (+) 303-928-8510

June 26, 2009

Dr. Tony Day
Solazyme, Inc.
561 Eccles Avenue
South San Francisco, CA 94080

Dear Dr. Day,

I write in support of your application "Sustainable Feedstock Production Supply Systems to Support Cellulosic Biorefinery Industries" to be submitted to the U. S. Department of Energy's Funding Opportunity.

Your efforts in the utilization of algae to ferment sugars, specifically derived from cellulosic, to lipid based fuels aligns with our research, demonstration and production of low cost fermentation sugars from biomass. We are willing to produce fermentable sugars from biomass in our pilot plant in York, NE for your use in the production of lipid oils from algae. If your proposal is awarded by the DOE, v

REDACTED
EXEMPTION 4

We look forward to your success in this project.

Sincerely,

Robert J. Wooley, PhD, PE
Director, Process Engineering

Science. Solutions. Service

BlueFire ETHANOL

The Future of Ethanol

Solazyme, Inc.
561 Eccles Avenue
S. San Francisco, CA 94080

January 14, 2010

Attention: Dr. Tony Day, V.P. R&D

Subject: Letter of Support for Application under DOE-FOA-0000096

Dear Sirs,

I am writing to express BlueFire Ethanol's high level of interest in collaborating with Solazyme Inc. to demonstrate the production of cellulosic algal bio-fuels intended to meet or exceed current specifications and performance requirements for the DOE's transportation fuels through the Demonstration of Integrated Biorefinery Operations program (DOE-FOA-0000096).

BlueFire Ethanol is one of the few viable, world-wide cellulose-to-fermentable sugar companies with demonstrated production experience in creating biofuels from wood wastes, urban trash (post-sorted MSW), rice and wheat straws and other agricultural residues, all of which are in large supply in the United States. BlueFire was established to deploy the EX 4 Technology") for the conversion of cellulosic waste materials to fermentable sugars and biofuels. BlueFire's goal is to develop and operate high-value carbohydrate-based renewable transportation fuel production facilities to provide a viable alternative to fossil fuels on a world-wide basis. These "biorefineries" will convert widely available, inexpensive, organic materials such as agricultural residues, high-content biomass crops, wood residues, and cellulose in municipal solid wastes into sugars for aglae production, direct chemically created fuels or other fermentable biofuels.

We see the demonstration of Solazyme's heterotrophic (no sunlight required) algae growth on Bluefire cellulosic sugars as a very important step in fulfilling the need for renewable fuels. The potential of your algae to EX 4 replace or augment diesel, gasoline or even jet fuels could enhance the economic feasibility of the overall concept and even advance the timeline for commercial deployment.

BlueFire's technology is extremely versatile, both in its ability to utilize a wide variety of feedstocks and in the end-products that it can produce. This versatility enables BlueFire

to consider a wide variety of feedstocks and locations in which to develop facilities to become the lowest cost producer of either cellulosic sugars or bio-fuels.

Our technical staff has processed samples of feedstocks for Solazyme evaluation in the past and are confident that through a partnership we can become an important team bringing cellulosic derived renewable fuels to the commercial market We are willing to support this Solazyme proposal to DOE

REDACTED
EXEMPTION 4

Furthermore, to the best of its knowledge, Bluefire owns or will have a license to all the intellectual property rights necessary to provide concentrated cellulosic sugars to Solazyme to carry out algal fermentations to produce purified algal oil to be refined into transportation fuels as set out in proposal in response to DE-FOA-0000096. Limited licenses will be granted to Solazyme only to the extent necessary to accomplish the tasks set out in the proposal.

BlueFire looks forward to participating with Solazyme in this exciting opportunity and to this alternate path to supply renewable biofuels to the California market and beyond.

Best regards,

John E Cuzens

John E. Cuzens, P.E.
Sr. V.P. Chief Technology Officer Bluefire Ethanol Inc.

Attachments:
Revised DOE form SF-424A, Budget Information
Revised DOE form PMC123.1 Budget Justification Excel
Revised DOE form PMC123.1 Budget Justification Word

Cc: Matthew Frome, Director Business Development
Richard Klann, Manager Business Development Bluefire Ethanol, Inc.

American Recovery and Reinvestment Act of 2009, P.L. 111-5 (Recovery Act) Additional Budget Justification Information Applications shall provide information which validates that all laborers and mechanics on projects funded directly by or assisted in whole or in part by and through funding appropriated by the Recovery Act are paid wages at rates not less than those prevailing on projects of a character similar in the locality as determined by subchapter IV of Chapter 31 of title 40, United States Code (Davis-Bacon Act). For guidance on how to comply with this provision, see http://www.dol.gov/esa/whd/contracts/dbra.htm

To satisfy this requirement, please provide a written affirmation that you will comply with the Davis-Bacon Act, as identified above, along with

Affirmed by

Jonathan Wolfson, CEO

Solazyme Inc.

Applicant Name: BlueFire Ethanol Fuels, Inc. Award Number: DE-EE0002877

Budget Information - Non Construction Programs

OMB Approval No. 0348-0044

Section A - Budget Summary

Grant Program Function or Activity (a)	Catalog of Federal Domestic Assistance Number (b)	Estimated Unobligated Funds		New or Revised Budget		
		Federal (c)	Non-Federal (d)	Federal (e)	Non-Federal (f)	Total (g)
1. 81.087				$889,600		
2.				REDACTED EXEMPTION 4		
3.						
4.						
5. Totals		$0		$889,600		

Section B - Budget Categories

6. Object Class Categories	Grant Program, Function or Activity				Total (5)
	(1) Period 1	(2) Period 2	(3)	(4)	
a. Personnel					
b. Fringe Benefits					
c. Travel					
d. Equipment					
e. Supplies				REDACTED EXEMPTION 4	
f. Contractual					
g. Construction					
h. Other					
i. Total Direct Charges (sum of 6a-6h)					
j. Indirect Charges					
k. **Totals** (sum of 6i-6j)					
7. Program Income					

Section C - Non-Federal Resources					
(a) Grant Program		(b) Applicant	(c) State	(d) Other Sources	(e) **Totals**
8. DE-FOA-0000096					
9.					
10.			REDACTED EXEMPTION 4		
11.					
12. **Total** (sum of lines 8 - 11)					

Section D - Forecasted Cash Needs					
	Total for 1st Year	1st Quarter	2nd Quarter	3rd Quarter	4th quarter
13. Federal	$62,540		$890		$61,650
14. Non-Federal		REDACTED EXEMPTION 4			
15. **Total** (sum of lines 13 and 14)					

Section E - Budget Estimates of Federal Funds Needed for Balance of the Project				
	Future Funding Periods (Years)			
(a) Grant Program	(b) First	(c) Second	(d) Third	(e) Fourth
16. DE-FOA-0000096				
17.		REDACTED EXEMPTION 4		
18.				
19.				
20. **Total** (sum of lines 16-19)				

Section F - Other Budget Information	
21. Direct Charges	22. Indirect Charges
23. Remarks	

Applicant Name: Cherokee Pharmaceuticals LLC (sub-recipient) Award Number: DE-EE0002877

Budget Information - Non Construction Programs

OMB Approval No. 0348-0044

Section A - Budget Summary

Grant Program Function or Activity (a)	Catalog of Federal Domestic Assistance Number (b)	Estimated Unobligated Funds		New or Revised Budget		
		Federal (c)	Non-Federal (d)	Federal (e)	Non-Federal (f)	Total (g)
1. Demonstration of Integrated Biorefinery Operations	81.087			$5,098,998		
2.			REDACTED EXEMPTION 4			
3.						
4.						
5. Totals		$0		$5,098,998		

Section B - Budget Categories

6. Object Class Categories	Grant Program, Function or Activity (1) Period 1	(2) Period 2	(3)	(4)	Total (5)
a. Personnel					
b. Fringe Benefits					
c. Travel					
d. Equipment					
e. Supplies				REDACTED EXEMPTION 4	
f. Contractual					
g. Construction					
h. Other					
i. Total Direct Charges (sum of 6a-6h)					
j. Indirect Charges					
k. **Totals** (sum of 6i-6j)					
7. Program Income					

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Section C - Non-Federal Resources

(a) Grant Program	(b) Applicant	(c) State	(d) Other Sources	(e) **Totals**

8. Demonstration of Integrated Biorefinery Operations					
9.					
10.			REDACTED EXEMPTION 4		
11.					
12. **Total** (sum of lines 8 - 11)					

Section D - Forecasted Cash Needs					
	Total for 1st Year	1st Quarter	2nd Quarter	3rd Quarter	4th quarter
13. Federal	$343,335		$3,645	$0	$339,690
14. Non-Federal			REDACTED EXEMPTION 4		
15. **Total** (sum of lines 13 and 14)					

Section E - Budget Estimates of Federal Funds Needed for Balance of the Project					
	Future Funding Periods (Years)				
(a) Grant Program	(b) First	(c) Second	(d) Third	(e) Fourth	
16. Demonstration of Integrated Biorefinery Operations					
17.			REDACTED EXEMPTION 4		
18.					
19.					
20. **Total** (sum of lines 16-19)					

Section F - Other Budget Information	
21. Direct Charges	22. Indirect Charges
23. Remarks	

REDACTED EXEMPTION 4

REDACTED EXEMPTION 4

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PMC-EF2a
(2.01.02)

U.S. DEPARTMENT OF ENERGY
EERE PROJECT MANAGEMENT CENTER
NEPA DETERMINATION

RECIPIENT: United States Department of Energy **STATE:** CO

PROJECT TITLE : Administrative Actions CX

Funding Opportunity Announcement Number	Procurement Instrument Number	NEPA Control Number	CID Number
n/a	n/a		0

Based on my review of the information concerning the proposed action, as NEPA Compliance Officer (authorized under DOE Order 451.1A), I have made the following determination:

CX, EA, EIS APPENDIX AND NUMBER:
Description:

A11 Technical advice and planning assistance to international, national, state, and local organizations.

A9 Information gathering (including, but not limited to, literature surveys, inventories, audits), data analysis (including computer modeling), document preparation (such as conceptual design or feasibility studies, analytical energy supply and demand studies), and dissemination (including, but not limited to, document mailings, publication, and distribution; and classroom training and informational programs), but not including site characterization or environmental monitoring.

Rational for determination:

This NEPA determination applies to all administrative actions for EERE projects such as: information gathering (surveys, inventories, audits); data analysis (including computer monitoring); document preparation (preliminary design, feasibility studies, analytical energy supply and demand studies); information dissemination (mailings, publication, distribution, training, conferences, and informational programs) and non-laboratory research. All administrative actions for EERE projects are categorically excluded under A9 and A11.

NEPA PROVISION

DOE has made a conditional NEPA determination for this award, and funding for certain tasks under this award is contingent upon the final NEPA determination.

Insert the following language in the award:

You are restricted from taking any action using federal funds, which would have an adverse affect on the environment or limit the choice of reasonable alternatives prior to DOE/NNSA providing either a NEPA clearance or a final NEPA decision regarding the project.

Prohibited actions include:
Any activities identified as prohibited by the DOE Contracting Officer, Project Officer, or the NEPA Compliance Officer; Final Design; Site Characterization; and Environmental Monitoring.

This restriction does not preclude you from:
Administrative activities such as: information gathering (surveys, inventories, audits); data analysis (including computer monitoring); document preparation (preliminary design, feasibility studies, analytical energy supply and demand studies); information dissemination (mailings, publication, distribution, training, conferences, and informational programs) and non-laboratory research.
If you move forward with activities that are not authorized for federal funding by the DOE Contracting Officer in advance of the final NEPA decision, you are doing so at risk of not receiving federal funding and such costs may not be recognized as allowable cost share.

Note to Specialist :

None Given.

SIGNATURE OF THIS MEMORANDUM CONSTITUTES A RECORD OF THIS DECISION.

NEPA Compliance Officer Signature: Steve Blazek Date: 3/15/2010
NEPA Compliance Officer

FIELD OFFICE MANAGER DETERMINATION

☐ Field Office Manager review required

NCO REQUESTS THE FIELD OFFICE MANAGER REVIEW FOR THE FOLLOWING REASON:

☐ Proposed action fits within a categorical exclusion but involves a high profile or controversial issue that warrants Field Office Manager's attention.
☐ Proposed action falls within an EA or EIS category and therefore requires Field Office Manager's review and determination.

BASED ON MY REVIEW I CONCUR WITH THE DETERMINATION OF THE NCO :

Field Office Manager's Signature: _____ Date: _____
Field Office Manager

Hames, Molly

From: Sterner, Christy
Sent: Monday, March 15, 2010 4:18 PM
To: Hames, Molly
Cc: Kerwin, Kristin
Subject: Blanket CX Applied to Solazyme BP1 Activities

Importance: High

Hi Molly,

As mentioned in the technical evaluation of Solazyme's BP1 activities, I am proposing using the Blanket CX for their BP1 activities. Not only are all of the tasks in line with the Categorical Exclusion, A.9,
Solazyme's BP1 activities include REDACTED EXEMPTION 4

All of these activities are 'paper' activities and do not require any activities that would fall out of the A.9 exclusions.

Please let me know if any additional information is necessary. (The EF-2 generated for the BP1 efforts recommends CX A.9 for these activities as well. This is just an FYI as use of the Blanket CX does not require an additional EF-2A.)

Best regards,

Christy Sterner
Project Officer
U.S. Department of Energy
Golden Field Office
Phone: 303-275-4720
Fax: 303-275-4753
email: christy.sterner@go.doe.gov

Go to http://www.eere.energy.gov/golden/funding.aspx for important news regarding Grants.gov.

Email Supporting Funds for BP1

From: Gypsy Achong [gachong@solazyme.com]
Sent: Wednesday, March 03, 2010 4:08 PM
To: Sterner, Christy
Cc: Lindeman, Chris
Subject: Budget Period 1 contractual spend

Dear Christy,

REDACTED
EXEMPTION 4

Please let me know if you have any questions.

Best wishes,

Gypsy

Gypsy Achong

Email:

Phone: REDACTED EXEMPTION 6

Solazyme, Inc.

561 Eccles Avenue

South San Francisco, CA 94080

The information in this e-mail (including attachments, if any) is considered confidential and is intended only for the recipient(s) listed above. Any

EX 4

review, use, disclosure, distribution or copying of this e-mail is prohibited except by or on behalf of the intended recipient. If you have received this email in error, please notify me immediately by reply email, delete this email, and do not disclose its contents to anyone. Thank you.

PMC 121.1
(07/2008)

U.S. DEPARTMENT OF ENERGY
PROJECT MANAGEMENT CENTER

PRE-AWARD INFORMATION SHEET

ALL INFORMATION REQUESTED ON THIS FORM MUST BE PROVIDED

Awardee Name:	Solazyme, Inc.
Award Number:	DE-FOA-0000096
Awardee Business Officer:	Jonathan Wolfson
Awardee Project Director:	David Brinkmann

Employer/Taxpayer Identification Number (EIN/TIN):	33-1077078
Data Universal Numbering System (DUNS):	145862012

For assistance in obtaining a DUNS Number, call Dunn & Bradstreet at 1-800-333-0505.
The Applicant should be prepared to provide the following information to Dunn & Bradstreet:
(1) Company name
(2) Company address
(3) Company telephone number
(4) Line of business
(5) Chief executive officer/key manager
(6) Date the company was started
(7) Number of people employed by the company
(8) Company affiliation

Note: Awardee Name, EIN/TIN and DUNS MUST coincide with the Awardee's information recorded in the Central Contract Registry (CCR).

A. TYPE OF BUSINESS - the Awardee is a:

- ☐ For-Profit Organization (Other than Small Business)
  - ☐ Corporation
  - ☐ Partnership
  - ☐ Sole Proprietorship
- ☐ Government
  - ☐ Local Government
  - ☐ State Government
  - ☐ Indian Tribal Government
- ☐ Individual
- ☐ Institution of Higher Education
- ☐ Other NonProfit Organization
- ☒ Small Business
- ☐ Other (specify):

If NonProfit, select one below:

☐ A university or other institution of higher education or an organization of the type described in Section 501(c)(3) of the Internal Revenue Code of 1954 (26 USC 501(c)) and exempt from taxation under Section 501(a) of the Internal Revenue Code (26 USC 501(a)); or

☐ An organization of the type described in Section 501(c)(4) of the Internal Revenue Code of 1954 (26 USC 501(c)) and exempt from taxation under Section 501(a) of the Internal Revenue Code (26 USC 501(a)); or

☐ An organization of the type described in Section 501(c)(6) of the Internal Revenue Code of 1954 (26 USC 501(c)) and exempt from taxation under Section 501(a) of the Internal Revenue Code (26 USC 501(a)); or

☐ A nonprofit scientific or educational organization qualified under a State nonprofit organization statute. (Please identify the statute.); or

☐ Other (specify type):

Is the Applicant a member of the Federal Demonstration Partnership (FDP)? ☐ Yes ☐ No
A listing of FDP members is available at http://www.thefdp.org/FDP_Members.html.

B. INTELLECTUAL PROPERTY

1. WAIVER OF DOE PATENT RIGHTS

This section applies only to large businesses and nonprofits other than 501(c)(3) organizations. All others should leave this subsection blank and proceed to the "Rights in Application Data" subsection that follows. Large businesses and nonprofits other than 501(c)(3) organizations have the right to request, in advance or within 30 days after execution of an award, in accordance with applicable statutes and DOE Patent Waiver Regulation (10 CFR 784), a waiver of all or any part of the rights of the United States in Subject Inventions. Accordingly, please check all that apply:

☐ I intend to request an advance waiver in accordance with 10 CFR 784.
☐ I intend to request an advance waiver on behalf of one or more subrecipients/subcontractors.
☐ I have at least one subrecipient/subcontractor that will request a waiver on its own behalf.
☐ I do not intend to request an advance waiver.

2. RIGHTS IN APPLICATION DATA

For an award based on an application/proposal, the Government will obtain unlimited rights in the technical data contained in the application/proposal, unless the Awardee marks those portions of the technical information which it asserts as "proprietary data" or specifies those portions of such technical data which are not directly related to or will not be utilized in the work to be funded under this award.

Accordingly, please indicate:

☐ No restrictions on Government rights in technical data contained in the application/proposal; or

☒ The application/proposal contains the following identified technical data that is proprietary, or is not directly related to, or will not be utilized in the work to be funded under this award.

Please list specific page numbers, table numbers, etc., and the dated version of the application/proposal to which you refer: See 091222_Solazyme_AttachmentA_PreAwardInfoSheet_PMC121.1_SectionB2.pdf

3. IDENTIFICATION OF LIMITED RIGHTS DATA AND RESTRICTED COMPUTER SOFTWARE

Below, please identify any Limited Rights Data or Restricted Computer Software you plan to use to carry out your work under the award. Limited Rights Data means data (other than computer software) developed at private expense that embody trade secrets or are commercial or financial, and confidential or privileged. Restricted Computer Software means computer software developed at private expense and that is a trade secret, is commercial or financial, and confidential or privileged, or is published, copyrighted computer software, to include modifications of the computer software.

Please note that these data do not include data that you will produce under this award. Data that is first produced under this award is treated separately under the data rights clause of this award. This section covers only those data that you bring into this award that were privately funded.

If you plan to use Limited Rights Data or Restricted Computer Software under the award, please describe it in a few sentences or bullets, with sufficient detail that the DOE Project Officer can determine whether DOE will need to have any of it delivered, for example, to validate your results or the data produced under the award. You are not required to list issued patents or published patent applications. You do need to list unpublished patent applications (by title and brief description) and trade secret processes (by non-proprietary title with brief, non-proprietary description). If you have questions regarding the completion of this section, please contact the Contract Specialist handling your award.

Based on the above, please review the requirements in the technical scope of work for this award and indicate, to the best of your knowledge:

☐ No Limited Rights Data will be utilized in the performance of this award.

☒ Limited Rights Data as follows will be utilized in the performance of this award.

Use this block to provide additional information or provide an attachment: See 091221_Solazyme_AttachmentB_PreAwardInfoSheet_PMC121.1_SectionB3.pdf

Based on the above, please review the requirements in the technical scope of work for this award and indicate, to the best of your knowledge:

☒ Awardee Restricted Computer Software will NOT be utilized in the performance of this award.

☐ Awardee Restricted Computer Software as follows will be utilized in the performance of this award.

Use this block to provide additional information or provide an attachment:

C. PROJECT PERFORMANCE SITE and CONGRESSIONAL DISTRICT

List the address and congressional district for the primary site where the work will be performed:

Street Address:	**Cherokee Pharmaceuticals, LLC, 100 Avenue C, P.O. Box 367**
City:	**Riverside**
State:	**PA**
Zip:	**17868**
Congressional District:	10th Congressional District in Pennsylvania

If a portion of the work will be performed at any other site(s), identify those site(s) below, and indicate what portion of the effort will be performed at this/these site(s):

Street Address:	Solazyme, 201 Gateway Boulevard
City:	South San Francisco
State:	CA
Zip:	94080
Congressional District:	12th Congressional District in California

Briefly describe portion of effort for this Site:	Optimization of fermentation parameters at laboratory scale to support integrated pilot operations at SzIBR

Street Address:	UOP, 5200 Underwood Road
City:	Pasadena
State:	TX
Zip:	77507
Congressional District:	22nd Congressional District in Texas

Briefly describe portion of effort for this Site:	Production of renewable diesel from algal oil

Street Address:	REG, 3426 East 28th St N
City:	Newton
State:	IA
Zip:	50208
Congressional District:	3rd Congressional District in Iowa

Briefly describe portion of effort for this Site:	Production of biodiesel from algal oil

D. INVOICING AND PAYMENTS

1. Has the Awardee received any prior DOE awards administered by the Golden Field Office (GO)?

☐ Yes

If yes, please list the most recent award number: _____

☒ No

2. Is the Awardee currently enrolled with the U.S. Department of Treasury / ASAP system (Automated Standard Application for Payment System) under the DOE / Golden Field Office (GO) Agency Locator Code (ALC) and Region Code (#8900-0001-04)?

☐ Yes

Enter Awardee Seven-digit ASAP ID Number: _____

☒ No

3. Please provide the following contact information for ASAP and/or Payments:

IMPORTANT: If not currently enrolled in the ASAP system under GO's ALC and Region Code, the person identified below will be contacted by the U.S. Department of Treasury with further instruction on completing the ASAP enrollment process.

ASAP / Payments Contact Person: **Yelena Popova**

Phone No.: **650-963-5215** Extension: **N/A** E-mail: **ypopova@solazyme.com**

4. Indicate preferred payment method below: (NOTE: this section is reserved for universities, hospitals, other non-profit organizations and state and local governments that are authorized Advance Payment Procedures, unless a specific need is supported. All other entities desiring advance payment should discuss with the DOE Award Administrator.)

☐ Payment by Advance is preferred. (SF 272 reporting will be required.)
☐ Payment by Reimbursement is preferred. (SF 272 reporting will not be required.)

5. Indicate the name, phone number, and email address of the Designated Responsible Employee for complying with national policies prohibiting discrimination (see 10 CFR 1040.5 and the Certifications and Assurances found at http://management.energy.gov/documents/CERTSASSUR.doc).

Lisa Roslund	**650-963-5211**
Name	Telephone Number
Director, Human Resources	**lroslund@solazyme.com**
Title	Email Address

REPRESENTATION/CERTIFICATION

I represent by my signature below that all the information provided by this form is accurate.

Name: Jonathan Wolfson

Title: Chief Executive Officer

Signature of Authorized Company Official: 

Date: December 22, 2009

Attachment A

Solazyme, Inc. considers its entire Application entitled, "Solazyme's Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae" in response to DE-FOA-0000096 to be technical data that is proprietary to Solazyme, Inc., except for the following files:

- "Summary.pdf" that contains the Project Summary/Abstract File for this Project.
- "091221_Solazyme_PMC134_1_StatementOfProjectObjectives.pdf" that contains the Statement of Project Objectives for this Project
- "091223_IBR_ARRAprojects_Solazyme.pdf" that contains a Project Description for posting to the DOE website

Specifically, the following submissions are to be considered Proprietary Data and the Government in their entirety, except for the file referenced above, and hereby request that DOE shall treat such submissions as Limited Rights Data.

Title	Submission Date
Entire Solazyme Application under DE-FOA-0000096 entitled "Solazyme's Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae," except for the Project Summary/Abstract File. See below for the specific document names/file names.	Original submission: dated June 29, 2009 (PST), and received by DOE on June 30, 2009 (EST)
Document entitled "Solazyme's Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae"; DE-FOA 0000096—Budget Clarification Submission. See below for specific document	Submitted to DOE September 27, 2009

names/file names	
Oral presentation and accompanying slides/reference materials	Oral presentation date: October 9, 2009 and slide deck submission prior to oral presentation.
Financial Assistance Pre-Award Information Sheet, PMC 121.1	Part of Pre-Award submission on December 23, 2009; File name: 091222_Solazyme_PreAward InfoSheet_PMC121_1.pdf
Financial Information, PMC 410.1 with DCAA Audit Attachment	Part of Pre-Award submission on December 23, 2009; File names: 091210_Solazyme_Financial_Information_ Request_PMC410_1.pdf 091223_Solazyme_Attachment_PMC410_1_ DCAA_Audit_04281_2009A17740010.pdf
Representation of Limited Rights Data and Restricted Computer Software	Part of Pre-Award submission on December 23, 2009; File names: 091222_Solazyme_AttachmentA_PreAwardInfoSheet_PMC121_1_ SectionB2.pdf 091221_Solazyme_AttachmentB_PreAwardInfo Sheet_PMC121_1_SectionB3.pdf
Environmental Checklist, EF1	Part of Pre-Award submission on December 23, 2009; File names: 091222_EF1.doc Solazyme_Environmental questionnaire for FOA application.pdf Solazyme_PEP_Section8_NEPA.pdf
Letters of Commitment	Originally submitted as part of Solazyme Application under DE-FOA-0000096 on June 29, 2009 (PST). Resubmitted as part of Pre-Award submission on December 23, 2009; File names, see below.
Indirect Rate Agreement of a Rate Proposal	Originally submitted on September 27, 2009 as part of the Budget Clarification Submission. See below for file name.

Documents submitted as part of Solazyme Application under DE-FOA-0000096 entitled "Solazyme's Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae", submitted June 29, 2009 (PST).	
Name of Document	**File Name**
SF 424- Application for Federal Assistance	Solazyme-Application for Federal Assistance.pdf
Project/Performance Site Location	PPSL.doc
Project Narrative File, including Project Narrative Cover Sheet.	Project.pdf
Resume file	Resume.pdf
SF 424A Excel—Budget Information for Non-Construction Programs File	SF424A.xls
Budget Justification File	1. BudgetJustification.xls 2. Indirect Rate Justification.doc

Letters of Commitment	1. ABNT support letter.pdf 2. Cherokee cost share letter.pdf 3. UOP support letter.pdf
Subaward Budget Files	1. Abengoa_budgetjustification.xls 2. Abengoa424.xls 3. bluefire_budgetjustification.xls 4. bluefire424.xls 5. bluefire_justification.doc 6. cherokee424.xls 7. Cherokee_budgetjustification.xls 8. Cherokee_indirect rate justification.doc 9. uop424.xls 10. uop_budgetjustification.xls
Environmental Questionnaire	Enviro.pdf
Project Management Plan	PMP.pdf
Histrorical, Current and Planned Technical and Financial Data	TechandFinData.xls
Business and Commercialization Plan	BusComPlan.pdf
Pro forma	Proforma.xls
IP Statement and Supporting Documentation	ProjectIP.pdf
Process Flow Diagram and Supporting Data	PFD_Data.pdf
Life-Cycle GHG Emission Reduction Data	LCA_GHG.xls
Petroleum Displacement Analysis	Petro.doc
Project Execution Plan	ProjExecPlan.pdf

Documents submitted as part of "Solazyme's Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae"; DE-FOA 0000096—Budget Clarification Submission.	
Name of Document	**File Name**
Cover letter from Tony Day	Solazyme Budget Clarification.doc
PMC123.1-Budget Justification for SF 424A Budget (Sub-recipient UOP)	Solazyme_uop_budgetjustification_revB.xls
PMC123.1- Budget Justification for SF 424A Budget (Solazyme Indirect Costs)	Solazyme_BudgetJustification_revB.xls
Explanation to Indirect Rate Justification Spreadsheet	Solazyme_IndirectRateJustification_revB.doc
PMC123.1- Budget Justification for SF 424A Budget (Solazyme Other Direct Costs)	Solazyme_reg_budgetjustification_revA.xls

Solazyme, Inc. Proprietary Information

Attachment B

Limited Rights Data that will be utilized in the performance of this award include the following:

Part 1. Unpublished Patent Applications	
Title	**Brief Description**

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EXEMPTION 4

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FOIA EXEMPTION 4

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FOIA EXEMPTION 4

PMC 120.1
(12/09)

U.S. DEPARTMENT OF ENERGY
GOLDEN FIELD OFFICE

FINANCIAL ASSISTANCE COMBINED COST/TECHNICAL EVALUATION AND NEGOTIATION MEMORANDUM

SECTION I - GENERAL INFORMATION

This technical evaluation/negotiation memorandum will be prepared jointly by the assigned DOE/Golden OCPM AND OAFA personnel, to document the specific action being evaluated and supported. Each office is responsible for certain sections of this document. The assigned OCPM and OAFA personnel responsible for the action will both sign this document upon its completion, demonstrating their agreement on its contents.

1. Recipient: Solazyme, Inc.

2. Grant/Cooperative Agreement No.: DE-EE0002877 Modification No. 001
   Requisition No: 10EE003271
   Project Title: Recovery Act: Solazyme Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae

3. Type of Action: ☐ New Award ☐ Renewal ☐ Continuation ☒ Revision

Description of this Action: (NOTE: Indicate what is addressed by this Action only):

The purpose of this action is to lift the conditions on the EX 4 o be used in Budget Period 1 of the award for Solazyme, Inc. for the project entitled "Recovery Act: Solazyme Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae." It also approves the scope and budget for Budget Period 1. Please note in the dates below that there may be a third budget period (to be decided in BP2); hence the difference between the Budget Period 2 end date and the project Period end date.

4. Award type, as determined at Procurement Strategy Meeting (for new awards): ☐ Grant ☒ Cooperative Agreement

If Cooperative Agreement, provide the specifics of the Substantial Involvement. (Note: This language will be used in the Substantial Involvement provision of the award.):

1. Government Insight

   In order to adequately monitor project progress and provide technical direction and/or redirection to the Recipient, DOE must be provided an adequate level of insight into various Recipient activities. Government Insight activities by DOE include attendance at Recipient meetings, reviews and tests, as well as access for DOE's consultants to perform independent evaluations of Recipient's plans and processes. Recipient shall notify the DOE Project Officer of meetings, reviews, and tests in sufficient time to permit DOE participation, and provide all appropriate documentation for DOE review.

2. Specific activities to be conducted by DOE:

   a. Risk Evaluation – DOE will review the Recipient's initial Risk Mitigation Plan (RMP) for quality and completeness. DOE will also monitor updates to the RMP and actions taken by the Recipient during the performance of its award to mitigate risks and improve the probability of successful execution of the integrated Biorefinery project. At DOE's discretion, additional independent risk analyses of the project by DOE consultants may be requested.

   b. Independent Engineering Assessments – DOE will engage a private, independent engineering (IE) firm to assist in assessing the progress of the project and provide timely and accurate reports to DOE. The Recipient will ensure that the IE has access to any and all relevant documentation sufficient to allow the IE to provide independent evaluations to DOE on the progress of the project. Such documentation includes but is not limited to the following:

- Drawings and specifications
- Construction and Execution plans
- Resource loaded schedules
- Design functions and requirements for the site final design review
- Risk management plans
- Value management and engineering studies and/or plans
- Acquisition strategies
- Project execution plans
- Project controls including earned value management systems
- Qualifications of the integrated project team.
- Financial strategy for funding the construction project
- Updated marketing and business plan
- Invoices submitted to DOE

DOE will evaluate the quality and completeness of information and documentation provided by the Recipient to DOE and its consultants in order to allow DOE to provide technical direction and/or redirection to the Recipient about how best to achieve the purposes of the award. Consultants to DOE may not provide technical direction and/or redirection to the Recipient.

5. New/Revised Project Period for this Award: From: 01/28/2010 To: 03/31/2013
   New/Revised Budget Period 1 for this Award: From: 01/28/2010 To: 09/30/2010
   New/Revised Budget Period 2 for this Award: From: 10/01/2010 To: 03/31/2013

6. Compliance Assessment (skip if new award):
   a. Deliverables
   The Recipient is current in submitting required reports: ☒ Yes ☐ No
   If no, identify the delinquent report(s), indicate what action(s) have been taken to remedy the situation, and identify what further action(s) are necessary, if any:

   The original award was fully conditional; therefore, there were no reporting requirements aside from RA reporting, of which the first report is due after the end of this quarter.

   b. Financial
   The Recipient is current in meeting the cost share requirement: ☐ Yes ☐ No
   If no, indicate what action(s) have been taken to remedy the situation and validate why this new action should proceed:

   N/A – the original award was fully conditional.

7. Check the applicable box for Funding Appropriation:
   ☒ Energy and Water ☐ Other _____

8. Check the applicable box for Statutory Authority:

   ☒ 109-58, Energy Policy Act 2005
   ☐ 110-140, Energy Independence and Security Act 2007
   ☒ ARRA
   ☐ Other: _____

9. Per 10 CFR 600, the preferred payment method for State/Local Governments, Institutions of Higher Education, Hospitals, or Other Non-Profit Organizations is **Advance**. The preferred Payment Method for For-Profit organizations is **Reimbursement**. Please state the payment method that will be used for this award in the box below. If the preferred payment method is not planned for a new award, provide an explanation below. Also, explain below if the payment method for the award is being changed by this action. If the ACH or the "ASAP Approval Required" payment methods is required, include an explanation for the restriction.

   The recipient is receiving ARRA funds and will continue to be on the ACH payment method to monitor their funds to ensure costs outside of Budget Period 1 are not charged to the award.

10. Is the proposed Recipient on the debarred or suspended list? Yes ☐ No ☒
    Are any of the proposed subrecipients/subcontractors on the debarred or suspended list? Yes ☐ No ☒
    Is the Project Director on the debarred or suspended list? Yes ☐ No ☒
    If yes for either response above, award cannot be made without obtaining a waiver. See attached waiver.
    The review was conducted on the Internet on 03/15/2010 (Include Printout in permanent STRIPES file)

11. A risk determination has been completed on the PMC Form 460.2 Yes ☒ N/A ☐

12. Negotiation:

	Government Negotiator(s)		Recipient Negotiator(s)	
	Name	Organization	Name	Position
1.	Molly Hames	DOE – Contract Specialist	David Brinkmann	VP Manufacturing (PI)
2.	Christy Sterner	DOE – Project Officer	Dr. Anthony Day	VP R&D
3.	Chris Lindeman	Navarro – Project Engineer	Gypsy Achong	Project Manager

SECTION II – NEGOTIATION SUMMARY

1. Please record any significant application or budget submissions that resulted in a revised budget in the Negotiation History Table below (including SF424A, budget justifications, e-mails, etc.):

Application/Budget Submission	Reference Document (s)	Date of Submission	Summary of Change
Original		7/8/2009	
Revision 1	SF 424A; PMC 123.1	1/20/2010	Updated SF-424a and PMC 123.1 to reflect Solazyme EX 4 cost share
Revision 2	SF 424A; PMC 123.1	3/2/2010	Updated to reflect shifting some tasks
Revision 3 - final	SF 424A; PMC 123.1	3/3/2010	Updated and finalized after correcting small error

2. Complete Budget Table below (only include the original budget and final negotiated costs – the Percent of Total Negotiated Budget will calculate automatically)
Note: List proposed amounts by category even if there are no differences in the dollar amount.

Element of Cost	Original Budget Submission	Final Negotiated Costs	Percent of Total Negotiated Budget	Fringe Benefits and Indirects	
				Proposed Rate	Negotiated Rate
Personnel					
Fringe Benefits					
Travel					
Equipment					
Supplies					
Contractual					
Construction					
Other					
Total Direct Charges					
Indirect Charges					
TOTAL					
Program Income					
DOE Share (non-FFRDC)					
DOE Share (FFRDC)					
Total DOE Share					
Non-Federal Cost Share					

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EXEMPTION 4

SEE ATTACHED SF 424A FOR BUDGET PERIOD BREAKDOWN

3. Total Allowable Adjustment without Concurrence from the Selection Official per the Selection Statement: ____

Actual Total Adjustment based on Budget Table Above: — REDACTED EXEMPTION 4

*Total Budget (not Budget Period 1) has not changed other than adding the required cost share per the Selection Statement.

Is the original budget the same as the negotiated budget: ☐ Yes ☒ No

If No, please check all boxes that apply:

☒ Change in the Project Scope

Original scope did not have any detailed engineering/design work in BP1; these engineering/design tasks were shifted from BP2 in original application to BP1 in current negotiated BP1 scope. Also, preliminary testing of one of the Subcontractor's lignocellulosic sugar stream was moved from BP1 to BP2.

☐ Changes due to Time Delays

☒ Math Errors in Budget (Final revision on 3/3/2010 was due to a minor math error.)

☐ Changes in Indirect/Fringe Costs Caused Changes in Direct Costs or Total Project Costs

☐ Indirect/Fringe Rates incorrectly applied

☒ Other (explain) Original application cost share; selected on condition of achieving Solazyme to $5.4M to reach the cost share requirement while maintaining the same level of DOE funding. REDACTED EXEMPTION 4

4. Briefly describe and explain any substantial change(s) to the original Statement of Project Objectives submitted by the recipient:

Project Officer commentary: SOPO was not submitted in original application. However, as noted above, the original BP1 effort included performing preliminary evaluations on This effort has been moved to BP2. REDACTED EXEMPTION 4

SECTION III – TECHNICAL EVALUATION SUMMARY

A. For each cost category, the Project Officer and the Specialist will complete his/her Technical Evaluation of the Negotiated Costs to confirm that they are all reasonable, allowable, and allocable. Additional comments should be added as necessary and as indicated below.

1. Personnel: REDACTED EXEMPTION 4

Total Negotiated Personnel Costs:	Not Applicable, the recipient did not propose Personnel costs: ☐

Project Officer:
The labor hours proposed in the negotiated budget are reasonable for the scope of work: ☒

The types of labor and labor mix proposed in the negotiated budget is reasonable: ☒

The proposed labor rates are reasonable: ☒

The proposed rates appear reasonable based on the activities being performed in BP1, the staff/positions listed as participating in the activities, and the distribution of hours assigned to each activity and position.

Specialist:
Please fill out the following table with the negotiated costs:

Labor Type	Budget Period 1		
	Hours	Rate	Total
Project Manager			
Project Manager			
Sr. Dir. Prog. Mgmt & Logistics			
Dir. Bus. Develop.			
VP Manufacturing			
VP R&D			
SVP R&D			
Sr. Mgr. Ferment.			
SVP Manufact. & Proc. Develop.			
Mgr. Downstream Proc. Develop.			
Proc. Develop. Eng.			
Dir. Of Ops.			
Ops. Mgr.			
Total:			

REDACTED EXEMPTION 4

Negotiated labor rates are reasonable: ☒

Please detail the basis for the reasonable determination: The negotiated personnel costs are necessary and reasonable for the activities involved in budget period 1 of the award. The personnel are all comparable to labor rates in the area based upon www.salary.com and the department of labor rates.

2. Fringe Benefits:

Total Negotiated Fringe Benefit Costs: REDACTED EXEMPTION 4	Not Applicable, the recipient did not propose Fringe Benefit costs: ☐
Specialist: Does the Recipient have an approved rate agreement: ☐ Yes ☒ No If Yes, List the Date of Rate Agreement: _____ Cite Federal Cognizant Agency: _____ If No, select one of the following: ☐ Rate proposal was reviewed by the Cost/Price Analyst and found to be reasonable, allowable, and allocable (attach Cost/Price Analyst Determination) ☐ Rate Proposal was reviewed by the Cost/Price Analyst for a previous award (attach Cost/Price Analyst Determination) List Date of review: ☐ Specialist determined that rate was reasonable ☒ Other: **Due to time constraints, the "Reopener Clause" will be placed into the Special Terms and Conditions of the award. These costs will be addressed and approved at a later date.** The fringe benefit costs in the negotiated budget were appropriately applied and are reasonable: ☐	

3. Travel:

Total Negotiated Travel Costs: REDACTED EXEMPTION 4	Not Applicable, the recipient did not propose Travel costs: ☐
Project Officer: The number and type of trips proposed in the negotiated budget are reasonable for the scope of work: ☒ The costs per trip proposed in the negotiated budget are reasonable: ☒ Is foreign travel included in the negotiated budget: ☐ Yes ☒ No	
☒ Specialist concurs: The proposed travel costs are reasonable for the scope of work to be performed under budget period 1 for this award.	

4. Equipment:

Total Negotiated Equipment Costs: REDACTED EXEMPTION 4	Not Applicable, the recipient did not propose Equipment costs: ☒
Project Officer: The type(s) of equipment proposed in the negotiated budget is/are reasonable for the scope of work: ☒ The cost of equipment proposed in the negotiated budget are reasonable: ☒ Is there any proposed equipment with a total cost exceeding $50,000: ☐ Yes ☒ No	
☒ Specialist concurs.	

5. Supplies:

Total Negotiated Supplies Costs: REDACTED EXEMPTION 4	Not Applicable, the recipient did not propose Supplies costs: ☒
Project Officer: The types /quantities of supplies proposed in the negotiated budget are reasonable based on the scope of work: ☒ The costs of supplies proposed in the negotiated budget are reasonable: ☒	

☒ Specialist concurs.

6. Contractual:

Total Negotiated Contractual Costs: REDACTED EXEMPTION 4	Not Applicable, the recipient did not propose Contractual costs: ☐

Project Officer:

The subrecipients proposed in the negotiated budget are appropriate for the scope of work: ☒

The contractual costs proposed in the negotiated budget are reasonable: ☒ Yes

Please fill out the following table with the negotiated costs:

Subrecipient/ Vendor Name	BP 1 Cost	BP 2 Cost	Total Cost	Role in Project (Identify SOPO Tasks)
Cherokee (sub)	REDACTED EXEMPTION 4			
Abengoa (sub)				
Bluefire (sub)				
UOP(sub)				
NRG (vendor)				
REG (vendor)				
REG (vendor)				
REG (vendor)				
Brownstein Hyatt Farber Schreck (vendor)				
David Ephron (vendor)				
EPC Contractor (vendor)				

The changes in the contractual budget since the original application are primarily due to .. REDACTED EXEMPTION 4

All subrecipients are expected to have scopes and budgets in BP2 that exceed the $250,000 threshold for separate evaluation.

Solazyme is preparing to send a request for proposals to REDACTED EXEMPTION 4 This is a reasonable amount for such work, and as soon as the contract is completed Solazyme intends to submit it to DOE.

Did the Recipient propose any subrecipients with total costs above $250,000? ☐ Yes ☒ No (If Yes, a separate Technical Evaluation/Negotiation Memorandum is required for each subrecipient/vendor – see below)

☒ Specialist concurs: The proposed contractual and vendor costs are necessary for budget period 1 activities and they are reasonable. The appropriate documentation has been received for each.

7. Construction:

Total Negotiated Construction Costs: REDACTED EXEMPTION 4	Not Applicable, the recipient did not propose Construction costs: ☒

Project Officer: Please note that the SF 424A included the EPC Contractual costs under the 'Construction' budget category. These are contractual costs and have been moved to the 'Contractual' budget category.

The type of construction proposed in the negotiated budget is appropriate for the scope of work: ☒

The construction costs proposed in the negotiated budget are reasonable: ☒
☒ Specialist concurs.

8. Other Direct Costs:

Total Negotiated Other Direct Costs: REDACTED EXEMPTION 4	Not Applicable, the recipient did not propose Other Direct costs: ☒
Project Officer: The types of other direct costs proposed in the negotiated budget are reasonable for the scope of work: ☒ The costs proposed in the negotiated budget for other direct costs are reasonable for the scope of work: ☒	
☒ Specialist concurs.	

9. Indirect Charges:

Total Negotiated Indirect Costs: REDACTED EXEMPTION 4	Not Applicable, the recipient did not propose Indirect Costs: ☐
Specialist: Does the Recipient have an approved rate agreement: ☐ Yes ☒ No If Yes, List the Date of Rate Agreement: _____ Cite Federal Cognizant Agency: _____ If No, select one of the following: ☐ Rate proposal was reviewed by the Cost/Price Analyst and found to be reasonable, allowable, and allocable (attach Cost/Price Analyst Determination) ☐ Rate Proposal was reviewed by the Cost/Price Analyst for a previous award (attach Cost/Price Analyst Determination) List Date of review: ☐ Specialist determined that rate was reasonable ☒ Other: **Due to time constraints, the "Reopener Clause" will be placed into the Special Terms and Conditions of the award. These costs will be addressed and approved at a later date.** The indirect costs proposed in the negotiated budget were appropriately applied and are reasonable: ☐	

10. Cost Share:

Project Officer:

Project is a: ☒ Research ☒ Development ☐ Demonstration ☐ Other: Pilot Plant

The minimum recipient's cost share required for this award is: 20%

The recipient proposed cost share for this award is: 20%

Does the proposed cost share meet the minimum requirement: ☒ Yes ☐ No

Specialist:

Is the proposed cost share: ☒ Cash ☐ In-kind

	Organization	Type of Cost Share (cash or in-kind)	Cost Share Amount	Basis of Value (how the recipient calculated value)
		REDACTED EXEMPTION 4		
Total				

Third Party cost share commitment letters have been obtained: ☒ (Please include letters in permanent STRIPES file)

B. The following Project Officer and Specialist evaluation and negotiation commentary and recommendations address their agreement on all additional considerations for this award.

1. Please list any other special provisions agreed upon for inclusion in this award and describe the rationale for their inclusion below.

This recipient is receiving ARRA funds, and the Davis Bacon Act applies; therefore, the ARRA provisions have been included in the award. The indirect rates have not been negotiated for the prime and the Reopener provision has been added to the Special Terms and Conditions of the award, so that we may address these at a later date. Continuation provision, Funding of Budget Periods, Blanket CX NEPA provision, and Contingency provision have also been included in the special terms and conditions of this award, due to the holds on budget period 2 for the prime and subrecipients.

2. If a negotiation strategy, or strategies, is/are specified in the selection statement, provide a discussion below of how this was addressed and resolved.

Solazyme was cost share fror) 20%, per the selection statement. Solazyme cost share to 20%.

REDACTED
EXEMPTION 4

3. Any other comments or concerns of the Project Officer and/or Specialist for this award, and the recommended approach to mitigating them, will be explained and addressed below.

The forthcoming evaluation for the BP2 scope and activities will include subrecipients with budgets above the $250,000 threshold for additional evaluation. These additional evaluations will be addressed at that time.

The Project Officer has determined, based on the SOPO and certification from the Recipient, that the tasks within BP1 are consistent with those categorically excluded from additional NEPA review under the Blanket CX, particularly CX A.9. Task B.3 in the SOPO titled, 'Prepare Manufacturing Site'

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EXEMPTION 4

4. Is this a Recovery Act award? ☒ Yes ☐ No

- If Yes, does the Buy American Act apply (see applicability below)? ☐ Yes ☒ No
- If Yes, does Davis Bacon Act apply (see applicability below)? ☒ Yes ☐ No

If the answer to either the Buy American Act or Davis Bacon Act questions is Yes, provide a short discussion below on: 1) the type of entity; 2) what applies; Davis Bacon, Buy American, or both; 3) whether it applies to the prime, subrecipient, or both; and 4) work to be performed that requires applicability of Buy American and/or Davis Bacon.

Solazyme, their subrecipients, contractors, vendors, and other entities involved in this project will comply with Davis Bacon Act requirements where those requirements are applicable for this project. The Davis Bacon Act will apply to Budget Period 2. Neither the Recipient not its subcontractors will be constructing, altering, or repairing anything in Budget Period 1.

SECTION IV – RECOMMENDATIONS/APPROVAL

Signatures of the Project Officer and Specialist, indicating their recommendations, as indicated below, will occur after their mutual agreement on the contents of this document, and before the review and approval process for the action. The signatures below indicate that the costs in the negotiated budget are reasonable, allowable, and allocable.

1. Technical Recommendation

The project costs are acceptable and should be considered for a financial assistance award. The resources have been reviewed relative to the Statement of Project Objectives and are found to be reasonable, except as previously noted herein.

Christy Sterner — Signature
3/17/10 — Date

Christy Sterner
Project Officer

2. Specialist Recommendation

In view of the above analysis, the technical evaluation, and considering all known factors, this Award is recommended.

Molly Hames — Signature
03/17/10 — Date

Molly Hames
Grants and Agreements Specialist

3. Contracting Officer Approval *

☑ I concur with the above recommendation and have determined that the Recipient is responsible. I consider this Award to be in the best interest of the Government, and approve the award documents. (Select this box if the preparer is not the contracting officer)

☐ In view of the analysis, the technical evaluation, and considering all known factors, I have determined that the Recipient is responsible. This Award is considered to be in the best interest of the Government and approved. (Select this box if the preparer is also the contracting officer and indicate N/A in Block 2.)

Melissa Wise — Signature
3/26/10 — Date

Melissa Wise
Contracting Officer

PMC 133.3
(12/09)

U.S. DEPARTMENT OF ENERGY
PROJECT MANAGEMENT CENTER

IPLD PRE-AWARD REVIEW REQUEST

TO: IPLD E-Mail: IPLegalReviews@go.doe.gov	Date Submitted:	01/08/2010
Attachments: (1) Financial Assistance Pre-Award Information Sheet (PMC 121.1) (2) Scope of Work or Statement of Project Objectives	Request Reply By:	03/31/2009

FROM: Molly Hames	PHONE: 303-275-4864
Name of Specialist (if different from submitter):	PHONE:

Awardee:	Solazyme, Inc.		
Project Title:	**Recovery Act - Solazyme Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae**		
Award/Mod/Amendment No:	**DE-EE0002877 / 001**	Awardee POC:	Anthony Day
FOA Title: Recovery Act - Demonstration of Integrated Biorefinery Operations		Phone:	650-780-4777
Topic Area(s): Topic Area 5		E-mail Address:	tday@solazyme.com
Date of Application (including any modifications): 12/23/2009		Business Type: ☐ Large, For-Profit ☒ Small, For-Profit ☐ 501(c)(3) Nonprofit ☐ Other Nonprofit	
Type of Instrument:	☐ Grant ☒ Cooperative Agreement ☐ Other	☐ Other:	

Project Officer:	Christy Sterner	DOE PO Phone:	303-275-4720

Response to B.3 on PMC 121.1 indicates Limited Rights Data or Restricted Computer Software will be used in the Award:	☒ YES	☐ NO	
Will 5-year data protection under EPAct apply for the Topic Areas included in this Award?	☒ YES	☐ NO	☐ This is a CDP

IPLD USE ONLY:

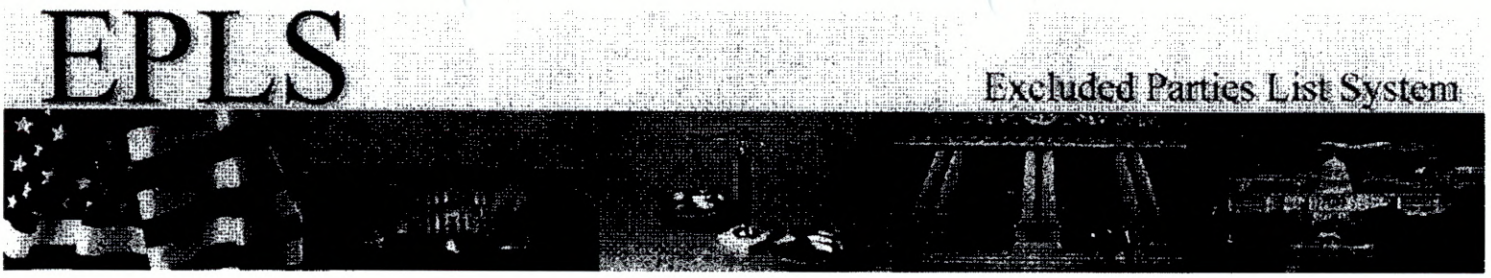
Hames, Molly

From: Moody, Julia
Sent: Thursday, March 11, 2010 2:02 PM
To: Hames, Molly
Cc: Costello, Jacki
Subject: IP clause set for Solazyme EE0002877
Attachments: Solazyme EE0002877 CDSB_1003.doc

Molly,

I am attaching the IP clause set for this award.

Julia Cook Moody
Deputy Chief Counsel
for Intellectual Property
U.S. Department of Energy
Golden Field Office
(303) 275-4867



Search - Current Exclusions

> Advanced Search
> Multiple Names
> Exact Name and SSN/TIN
> MyEPLS
> Recent Updates

View Cause and Treatment Code Descriptions

> Reciprocal Codes
> Procurement Codes
> Nonprocurement Codes

Agency & Acronym Information

> Agency Contacts
> Agency Descriptions
> State/Country Code Descriptions

OFFICIAL GOVERNMENT USE ONLY

> Debar Maintenance
> Administration
> Upload Login

EPLS Search Results

Search Results for Parties Excluded by

Exact Name : Solazyme, Inc or Cherokee Pharmaceuticals LLC or Abengoa BioEnergy or Bluefire Ethanol, Inc. or UOP LLC

As of 15-Mar-2010 12:34 PM EDT

Save to MyEPLS

Your search returned no results.

It is further recommended that you perform a **Partial Name** search on any word of the name to further confirm the eligibility status of the party. An additional **Partial Name** search might be necessary because an **Exact Name** match will not be found if the spelling or format of the name you are searching for is different than the name of the exclusion in EPLS.

Back New Search Printer-Friendly

Resources

> Search Help
> Public User's Manual
> FAQ
> Acronyms
> Privacy Act Provisions
> News

Reports

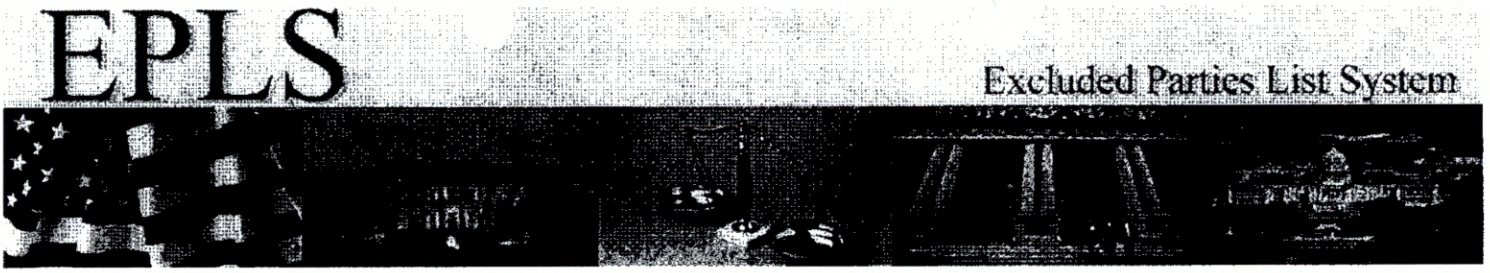
> Advanced Reports
> Recent Updates
> Dashboard

Archive Search - Past Exclusions

> Advanced Archive Search
> Multiple Names
> Recent Updates

Contact Information

> For Help: Federal Service Desk



Search - Current Exclusions

> Advanced Search
> Multiple Names
> Exact Name and SSN/TIN
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View Cause and Treatment Code Descriptions

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> Procurement Codes
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Agency & Acronym Information

> Agency Contacts
> Agency Descriptions
> State/Country Code Descriptions

OFFICIAL GOVERNMENT USE ONLY

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> Administration
> Upload Login

EPLS Search Results

Search Results for Parties Excluded by

Exact Name : Natural Resources Group LLC or Renewable Energy Group, Inc. or Bauer, Dennis or Wooley, Robert or Cuzen, John

As of 15-Mar-2010 12:36 PM EDT

Save to MyEPLS

Your search returned no results.

It is further recommended that you perform a **Partial Name** search on any word of the name to further confirm the eligibility status of the party. An additional **Partial Name** search might be necessary because an **Exact Name** match will not be found if the spelling or format of the name you are searching for is different than the name of the exclusion in EPLS.

Back New Search Printer-Friendly

Resources

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> News

Reports

> Advanced Reports
> Recent Updates
> Dashboard

Archive Search - Past Exclusions

> Advanced Archive Search
> Multiple Names
> Recent Updates

Contact Information

> For Help: Federal Service Desk

Hames, Molly

From: Gypsy Achong [gachong@solazyme.com]
Sent: Tuesday, March 02, 2010 1:50 PM
To: Hames, Molly
Cc: Sterner, Christy; Lindeman, Chris; sergio.arnabar@cherokee-pharma.com
Subject: FW: DOE Award: DE-EE0002877 - Solazyme, Inc.
Attachments: PMC400_2_Sample_IR_Proposal_preaward.doc

Dear Molly,

REDACTED
EXEMPTION 4

-----Original Message-----
From: Hames, Molly [mailto:molly.hames@go.doe.gov]
Sent: Friday, February 05, 2010 12:48 PM
To: Gypsy Achong
Cc: Sterner, Christy
Subject: DOE Award: DE-EE0002877 - Solazyme, Inc. - Indirect Rates

Hello,

REDACTED
EXEMPTION 4

Please let me know, and do not hesitate to contact me with any questions.

Thanks,

Molly Hames
Grants & Agreements Specialist
U.S. Department of Energy
Golden Field Office
1617 Cole Blvd. Golden, CO 80401
Phone: 303-275-4864
Fax: 303-275-4754

REDACTED

FOIA EXEMPTION 4

REDACTED

FOIA EXEMPTION 4

PMC 112.2
(08/27/2009)

U.S. DEPARTMENT OF ENERGY
PROJECT MANAGEMENT CENTER

REQUEST FOR REVIEW

☐ Normal Review ☒ Expedited Review Date: 03/15/2010

Justification for Expedited Review: ARRA March 31st Deadline

Award Number: DE-EE0002877 - Solazyme FOA Number, if new award: N/A

Item(s) For Review: Lift Budget Period 1 Conditions

Total Project: $ 27,207,135
Federal Funds: $ 21,765,738

Specialist Listed on Award: Molly Hames Phone: 303-275-4864

Specialist Who Prepared Award: _____ Phone: _____

Note to Specialist: Send 72 Hour Congressional Notification for FOA action reviews, as required.

☒ PEER REVIEW

Comments:

REDACTED EXEMPTION 5 (Deliberative process)

Signature: _____ Date: 3/17/10

☐ CONTRACTING OFFICER REVIEW

☐ Approved ☑ Approved subject to comments below/attached ☐ Not Approved; Comments below/attached

Comments:

REDACTED EXEMPTION 5 (Deliberative process)

Signature: Melissa Wise Date: 3/22/10

☐ INDEPENDENT REVIEW

Comments:

Signature: _____ Date: _____

☐ LEGAL REVIEWS – SEE PAGE 2 (Delete page 2 if not required)

☐ OAFA BRANCH CHIEF REVIEW

☐ Approved ☐ Approved subject to comments below/attached ☐ Not Approved; Comments below/attached

Comments:

Signature: _____ Date: _____

☐ DIRECTOR FINANCIAL ASSISTANCE REVIEW – SEE PAGE 3 (Delete page 3, if not required)

☐ HEAD OF CONTRACTING ACTIVITY REVIEW – SEE PAGE 3 (Delete page 3, if not required)

IPLD REVIEW FOR FUNDING OPPORTUNITY ANNOUNCEMENTS

Comments: IPLD Review Results e-mails on: [insert date]

Signature: _____

IPLD REVIEW FOR NEW AWARDS & MAJOR MODS

Comments: IPLD Review Results e-mails on: [insert date]

LEGAL REVIEW FOR NEW AWARDS, MAJOR MODS & OTHER ACTIONS

Type of Review:
- ☐ New Award
- ☐ Mod, include short explanation:
- ☐ Novation/Name Change
- ☐ Other Action

Total Project: $
Federal Funds: $

Tailored Provisions Require Review for New Awards:
- ☐ Substantial Involvement Provision for Cooperative Agreements
- ☐ At Risk
- ☐ Conditional Availability of Funds
- ☐ NEPA
- ☐ Subcontractor Approval
- ☐ Specify other:

FOA Number: Title:

☐ Legally Sufficient ☐ Legally Sufficient subject to comments below/attached ☐ Legally Insufficient; Comments below/attached

Comments:

Signature: _____ Date: _____

☐ **FINANCIAL ASSISTANCE DIRECTOR REVIEW** **(Required for award actions greater than $25M)**

☐ Approved ☐ Approved subject to comments below/attached ☐ Not Approved; Comments below/attached

Comments:

Signature: _____ Date: _____

☐ **HEAD OF CONTRACTING ACTIVITY REVIEW** **(Required for award actions greater than $25M)**

☐ Approved ☐ Approved subject to comments below/attached ☐ Not Approved; Comments below/attached

Comments:

Signature: _____ Date: _____

REDACTED

FOIA EXEMPTION 4

1. RESOLUTION OF CONFLICTING CONDITIONS

Any apparent inconsistency between Federal statutes and regulations and the terms and conditions contained in this award must be referred to the DOE Award Administrator for guidance.

2. AWARD AGREEMENT TERMS AND CONDITIONS

This award/agreement consists of the ~~Grant and Cooperative~~ Assistance Agreement ~~Cover Page~~, plus the following:

a. Special Terms and Conditions.
b. Attachments:

Attachment Number	Title
1.	Intellectual Property Provisions
2.	Statement of Project Objectives
3.	Federal Assistance Reporting Checklist and Instructions
4.	Budget Pages (SF 424A)
5.	Contingency Provision

c. Applicable program regulations.
d. DOE Assistance Regulations, 10 CFR Part 600 at http://ecfr.gpoaccess.gov.
X e. If the award is for research and the award is for a university or non-profit, the Research Terms & Conditions and the DOE Agency Specific Requirements at http://www.nsf.gov/bfa/dias/policy/rtc/index.jsp apply.
f. Application/proposal as approved by DOE.
g. National Policy Assurances to Be Incorporated as Award Terms in effect on date of award at http://management.energy.gov/business_doe/1374.htm.

3. ELECTRONIC AUTHORIZATION OF AWARD DOCUMENTS

Acknowledgement of award documents by the Recipient's authorized representative through electronic systems used by the Department of Energy, specifically FedConnect, constitutes the Recipient's acceptance of the terms and conditions of the award. Acknowledgement via FedConnect by the Recipient's authorized representative constitutes the Recipient's electronic signature.

4. AWARD PROJECT PERIOD AND BUDGET PERIODS

The Project Period for this award is 12/04/2009 through 09/30/2015, consisting of the following Budget Periods:

Budget Period	Start Date	End Date
1	01/28/2010	09/30/2010
2	TBD	TBD

The views and opinions of authors expressed herein do not necessarily state or reflect those of the United States Government or any agency thereof."

15. FEDERAL, STATE, AND MUNICIPAL REQUIREMENTS

You must obtain any required permits and comply with applicable federal, state, and municipal laws, codes, and regulations for work performed under this award.

16. INTELLECTUAL PROPERTY PROVISIONS AND CONTACT INFORMATION

a. The intellectual property provisions applicable to this award are provided as an attachment to this award or are referenced in the Agreement ~~Cover Page~~. A list of all intellectual property provisions may be found at Assistance http://www.gc.doe.gov/financial_assistance_awards.htm.

b. Questions regarding intellectual property matters should be referred to the DOE Award Administrator identified and the Patent Counsel designated as the service provider for the DOE office that issued the award. The ~~IP Service Providers List is found~~ at ~~http://www.gc.doe.gov/documents/Intellectual_Property_(IP)_Service_Providers_for_Acquisition.pdf~~

The IP Service Provider for the Golden Field Office is Julia Moody, who may be reached at julia.moody@go.doe.gov or 303-275-4867.

17. NATIONAL SECURITY: CLASSIFIABLE RESULTS ORIGINATING UNDER AN AWARD

a. This award is intended for unclassified, publicly releasable research. You will not be granted access to classified information. DOE does not expect that the results of the research project will involve classified information. Under certain circumstances, however, a classification review of information originated under the award may be required. The Department may review research work generated under this award at any time to determine if it requires classification.

b. Executive Order 12958 (60 Fed. Reg. 19,825 (1995)) states that basic scientific research information not clearly related to the national security shall not be classified. Nevertheless, some information concerning (among other things) scientific, technological, or economic matters relating to national security or cryptology may require classification. If you originate information during the course of this award that you believe requires classification, you must promptly:

1. Notify the DOE Project Officer and the DOE Award Administrator;

ASSISTANCE AGREEMENT

1. Award No.	2. Modification No.	3. Effective Date	4. CFDA No.
DE-EE0002877	001	01/28/2010	81.087

5. Awarded To	6. Sponsoring Office	7. Period of Performance
SOLAZYME, INC. Attn: MATTHEW FROME 561 ECCLES AVE SOUTH SAN FRANCISCO CA 940801906	Golden Field Office U.S. Department of Energy Golden Field Office 1617 Cole Blvd. Golden CO 80401	01/28/2010 through 09/30/2010

8. Type of Agreement	9. Authority	10. Purchase Request or Funding Document No.
☐ Grant ☒ Cooperative Agreement ☐ Other	~~109-58~~, Recovery Act 2009 109-58, Energy Policy Act 2005	10EE003271

11. Remittance Address	12. Total Amount	13. Funds Obligated
SOLAZYME, INC. Attn: MATTHEW FROME 561 ECCLES AVE SOUTH SAN FRANCISCO CA 940801906	Govt. Share: $21,765,738.00 Cost Share : Total :	This action: $0.00 Total : $21,765,738.00

14. Principal Investigator	15. Program Manager	16. Administrator
Anthony Day Phone: 650-780-4777	Carol Christine Sterner Phone: 303-275-4720	Golden Field Office U.S. Department of Energy Golden Field Office 1617 Cole Blvd. Golden CO 80401-3393

17. Submit Payment Requests To	18. Paying Office	19. Submit Reports To
OR for Golden U.S. Department of Energy Oak Ridge Financial Service Center P.O. Box 4517 Oak Ridge TN 37831	OR for Golden U.S. Department of Energy Oak Ridge Financial Service Center P.O. Box 4517 Oak Ridge TN 37831	See Attachment 3.

20. Accounting and Appropriation Data

Biomass - IBR ARRA

21. Research Title and/or Description of Project

RECOVERY ACT - SOLAZYME INTEGRATED BIOREFINERY (SZIBR): DIESEL FUELS FROM HETEROTROPHIC ALGAE

For the Recipient		For the United States of America	
22. Signature of Person Authorized to Sign		25. Signature of Grants/Agreements Officer	
23. Name and Title	24. Date Signed	26. Name of Officer	27. Date Signed
		Melissa Y. Wise	03/15/2010

Working Copy

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED	PAGE	OF
	DE-EE0002877/001	2	3

NAME OF OFFEROR OR CONTRACTOR

SOLAZYME, INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	DUNS Number: 145862012 The administrative office (administrative contracting activity) for this award/modification/amendment is 03601 (administrative contracting activity) from STRIPES. The administrative office (administrative contracting activity) code is needed by the contractor/recipient for reporting to FederalReporting.gov concerning awards made with funding from the American Recovery and Reinvestment Act of 2009 (ARRA or Recovery Act). The purposes of this modification are to: 1) Delete and replace the Special Terms and Conditions; 2) Add the Intellectual Property Provisions, ~~CSDB~~ CDS&-1003 (Attachment 1); 3) Add the Statement of Project Objectives (Attachment 2); 4) Add the Federal Assistance Reporting Checklist and Instructions, DOE F 4600.2 (Attachment 3); 5) Add the Budget Information, SF-424A (Attachment 4); and 6) Add the Requirements For Contingency Funds for Integrated Biorefinery Projects, Appendix (Attachment 5); All other terms and conditions remain unchanged. In Block 7 of the Assistance Agreement, the Period of Performance reflects the beginning of the Project Period through the end of the current Budget Period, shown as 01/28/2010 through 09/30/2010. For multiple Budget Periods, see Special Terms and Conditions, Provision 4, "Award Project Period and Budget Periods." DOE Award Administrator: Molly Hames E-mail: molly.hames@go.doe.gov Phone: 303-275-4864 DOE Project Officer: Christy Sterner Continued ... E-mail: christy.sterner@go.doe.gov				

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED	PAGE	OF
	DE-EE0002877/001	3	3

NAME OF OFFEROR OR CONTRACTOR

SOLAZYME, INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Phone: 303-275-4720 Recipient Business Officer: Anthony Day E-mail: tday@solazyme.com Phone: 650-780-4777 Recipient Principal Investigator: Anthony Day E-mail: tday@solazyme.com Phone: 650-780-4777 "Electronic signature or signatures as used in this document means a method of signing an electronic message that-- (A) Identifies and authenticates a particular person as the source of the electronic message; (B) Indicates such person's approval of the information contained in the electronic message; and, (C) Submission via FedConnect constitutes electronically signed documents." ASAP: NO Extent Competed: COMPETED Davis-Bacon Act: YES Fund: 05794 Appr Year: 2009 Allottee: 31 Report Entity: 200835 Object Class: 41000 Program: 1004173 Project: 2004000 WFO: 0000000 Local Use: 0000000 TAS Agency: 89 TAS Account: 0331				

Gypsy?

SPECIAL TERMS AND CONDITIONS

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Delete

Use "Funding of Budget Periods" instead

delete

*Need to add Buy American provision.

1. RESOLUTION OF CONFLICTING CONDITIONS

Any apparent inconsistency between Federal statutes and regulations and the terms and conditions contained in this award must be referred to the DOE Award Administrator for guidance.

2. AWARD AGREEMENT TERMS AND CONDITIONS

This award/agreement consists of the Assistance Agreement, plus the following:

a. Special Terms and Conditions.
b. Attachments:

Attachment Number	Title
1.	Intellectual Property Provisions
2.	Statement of Project Objectives
3.	Federal Assistance Reporting Checklist and Instructions
4.	Budget Pages (SF 424A)
5.	~~Contingency Provision~~ Requirements For Contingency Funds for Integrated Biorefinery Projects

c. Applicable program regulations.
d. DOE Assistance Regulations, 10 CFR Part 600 at http://ecfr.gpoaccess.gov.
e. Application/proposal as approved by DOE.
f. National Policy Assurances to Be Incorporated as Award Terms in effect on date of award at http://management.energy.gov/business_doe/1374.htm.

3. ELECTRONIC AUTHORIZATION OF AWARD DOCUMENTS

Acknowledgement of award documents by the Recipient's authorized representative through electronic systems used by the Department of Energy, specifically FedConnect, constitutes the Recipient's acceptance of the terms and conditions of the award. Acknowledgement via FedConnect by the Recipient's authorized representative constitutes the Recipient's electronic signature.

4. AWARD PROJECT PERIOD AND BUDGET PERIODS

The Project Period for this award is ~~12/04/2009~~ 01/28/2010 through 03/31/2013, consisting of the following Budget Periods:

Budget Period	Start Date	End Date
1	01/28/2010	09/30/2010
2		

REDACTED
EXEMPTION 4

6. COST SHARING

a. Total Estimated Project Cost is the sum of the Federal Government share and Recipient share of the estimated project costs. The Recipient's cost share must come from non-Federal sources unless otherwise allowed by law. By accepting Federal funds under this award, you agree that you are liable for your percentage share of total allowable project costs, on a budget period basis, even if the project is terminated early or is not funded to its completion. This cost is shared as follows:

Budget Period	DOE Cost Share $ / %	Recipient Cost Share $ / %	Total Estimated Costs
1	REDACTED EXEMPTION 4		
2			
Total Project			

b. If you discover that you may be unable to provide cost sharing of at least the amount identified in paragraph a of this Article, you should immediately provide written notification to the DOE Award Administrator, indicating whether you will continue or phase out the project. If you plan to continue the project, the notification must describe how replacement cost sharing will be secured.

c. You must maintain records of all project costs that you claim as cost sharing, including in-kind costs, as well as records of costs to be paid by DOE. Such records are subject to audit.

d. Failure to provide the cost sharing required by this Article may result in the subsequent recovery by DOE of some or all the funds provided under the award.

7. REBUDGETING AND RECOVERY OF INDIRECT COSTS

a. If actual allowable indirect costs are less than those budgeted and funded under the award, you may use the difference to pay additional allowable direct costs during the project period. If at the completion of the award the Government's share of total allowable costs (i.e., direct and indirect), is less than the total costs reimbursed, you must refund the difference.

b. Recipients are expected to manage their indirect costs. DOE will not amend an award solely to provide additional funds for changes in indirect cost rates. DOE recognizes that the inability to obtain full reimbursement for indirect costs means the Recipient must absorb the underrecovery. Such underrecovery may be allocated as part of the organization's required cost sharing.

8. USE OF PROGRAM INCOME

If you earn program income during the project period as a result of this award, you must deduct the program income from the total allowable project costs to determine the net allowable costs on which the Federal share is based.

9. FINAL INCURRED COST AUDIT

In accordance with 10 CFR 600, DOE reserves the right to initiate a final incurred cost audit on this award. If the audit has not been performed or completed prior to the closeout of the award, DOE retains the right to recover an appropriate amount after fully considering the recommendations on disallowed costs resulting from the final audit.

10. STATEMENT OF FEDERAL STEWARDSHIP

DOE will exercise normal Federal stewardship in overseeing the project activities performed under this award. Stewardship activities include, but are not limited to, conducting site visits; reviewing performance and financial reports; providing technical assistance and/or temporary intervention in unusual circumstances to correct deficiencies which develop during the project; assuring compliance with terms and conditions; and reviewing technical performance after project completion to ensure that the award objectives have been accomplished.

11. STATEMENT OF SUBSTANTIAL INVOLVEMENT

1. Government Insight

   In order to adequately monitor project progress and provide technical direction and/or redirection to the Recipient, DOE must be provided an adequate level of insight into various Recipient activities. Government Insight activities by DOE include attendance at Recipient meetings, reviews and tests, as well as access for DOE's consultants to perform independent evaluations of Recipient's plans and processes. Recipient shall notify the DOE Project Officer of meetings, reviews, and tests in sufficient time to permit DOE participation, and provide all appropriate documentation for DOE review.

2. Specific activities to be conducted by DOE:

   a. Risk Evaluation – DOE will review the Recipient's initial Risk Mitigation Plan (RMP) for quality and completeness. DOE will also monitor updates to the RMP and actions taken by the Recipient during the performance of its award to mitigate risks and improve the probability of successful execution of the integrated Biorefinery project. At DOE's discretion, additional independent risk analyses of the project by DOE consultants may be requested.

The views and opinions of authors expressed herein do not necessarily state or reflect those of the United States Government or any agency thereof."

15. FEDERAL, STATE, AND MUNICIPAL REQUIREMENTS

You must obtain any required permits and comply with applicable federal, state, and municipal laws, codes, and regulations for work performed under this award.

16. INTELLECTUAL PROPERTY PROVISIONS AND CONTACT INFORMATION

a. The intellectual property provisions applicable to this award are provided as an attachment to this award ~~or are referenced in the Agreement Cover Page. A list of all intellectual property provisions may be found at http://www.gc.doe.gov/financial_assistance_awards.htm.~~

b. Questions regarding intellectual property matters should be referred to the DOE Award Administrator identified and the Patent Counsel designated as the service provider for the DOE office that issued the award. The IP Service Provider for the Golden Field Office is Julia Moody, who may be reached at julia.moody@go.doe.gov or 303-275-4867.

Use different version. See ADIR as an example.

17. NATIONAL SECURITY: CLASSIFIABLE RESULTS ORIGINATING UNDER AN AWARD

a. This award is intended for unclassified, publicly releasable research. You will not be granted access to classified information. DOE does not expect that the results of the research project will involve classified information. Under certain circumstances, however, a classification review of information originated under the award may be required. The Department may review research work generated under this award at any time to determine if it requires classification.

b. Executive Order 12958 (60 Fed. Reg. 19,825 (1995)) states that basic scientific research information not clearly related to the national security shall not be classified. Nevertheless, some information concerning (among other things) scientific, technological, or economic matters relating to national security or cryptology may require classification. If you originate information during the course of this award that you believe requires classification, you must promptly:

1. Notify the DOE Project Officer and the DOE Award Administrator;

2. Submit the information by registered mail directly to the Director, Office of Classification and Information Control, SO-10.2; U.S. Department of Energy; P.O. Box A; Germantown, MD 20875-0963, for classification review.

21. PROPERTY

Real property and equipment acquired by the Recipient shall be subject to the rules set forth in 10 CFR 600.130-137, 10 CFR 600.231-233, or 10 CFR 600.320-324, as applicable.

Consistent with the goals and objectives of this project, the Recipient may continue to use Recipient acquired property beyond the Period of Performance, without obligation, during the period of such use, to extinguish DOE's conditional title to such property as described in 10 CFR 600.132-135, 10 CFR 600.231-233, or 600.321-324, subject to the following: (a) the Recipient continues to utilize such property for the objectives of the project as set forth in the Statement of Project Objectives; (b) DOE retains the right to periodically ask for, and the Recipient agrees to provide, reasonable information concerning the use and condition of the property; and (c) the Recipient follows the property disposition rules set forth in the applicable sections of 10 CFR Part 600, if the property is no longer used by the Recipient for the objectives of the project, and the fair market value of property exceeds $5,000.

Once the per unit fair market value of the property is less than $5,000, pursuant to the applicable sections of 10 CFR Part 600, DOE's residual interest in the property shall be extinguished and the Recipient shall have no further obligation to the DOE with respect to the property.

The regulations as set forth in 10 CFR Part 600 and the requirements of this article shall also apply to property in the possession of any team member, sub-recipient or other entity where such property was acquired in whole or in part with funds provided by DOE under this award or where such property was counted as cost-sharing under the award.

22. DECONTAMINATION AND/OR DECOMMISSIONING (D&D) COSTS

Notwithstanding any other provisions of this Agreement, the Government shall not be responsible for or have any obligation to the Recipient for (i) Decontamination and/or Decommissioning (D&D) of any of the Recipient's facilities, or (ii) any costs which may be incurred by the Recipient in connection with the D&D of any of its facilities due to the performance of the work under this Agreement, whether said work was performed prior to or subsequent to the effective date of the Agreement.

Use Funding of Budget Periods instead

23. CONDITIONAL AVAILABILITY OF FUNDS

a. At Risk Notice: Notwithstanding the obligation of funds shown in Block 13 of the Assistance Agreement, with the exception of Budget Period 1 costs, no other funds shall be made available to the Recipient for payment, and DOE does not guarantee or assume any obligation to reimburse costs incurred by the Recipient, until the Condition Subsequent in paragraph (b) below is fully complied with by the Recipient.

b. Condition Subsequent: As a condition to either receiving funds under this award or

25. NATIONAL ENVIRONMENTAL POLICY ACT (NEPA) REQUIREMENTS

DOE has made a conditional NEPA determination for this award, and hereby funds certain tasks that qualify for categorical exclusions from further NEPA review. The remainder of the project funding remains conditioned upon the Department's final NEPA determination.

You are restricted from taking any action using Federal funds, which would have an adverse effect on the environment or limit the choice of reasonable alternatives prior to DOE providing either a NEPA clearance or a final NEPA decision regarding this project. Prohibited actions include: Any activities identified as prohibited by the DOE Contracting Officer, Project Officer, or the NEPA Compliance Officer. These actions include, but are not limited to: Final Design; Site Characterization; Installation; Drilling and Environmental Monitoring.

Space →

This is slightly different from EF2a. Please use language on signed EF2a.

This restriction does not preclude you from activities as defined below:

- Information gathering (including, but not limited to, literature surveys, inventories, audits), data analysis (including computer modeling), document preparation (such as conceptual design or feasibility studies, analytical energy supply and demand studies), and dissemination (including, but not limited to, document mailings, publication, and distribution; and classroom training and informational programs), but not including site characterization or environmental monitoring, and non-laboratory research.
- Technical advice and planning assistance to international, national, state, and local organizations.

Prior to drawing down funds for all categorically excluded actions, the recipient is required to itemize the administrative actions in writing and submit them to the DOE project officer. Note that this conditional NEPA determination is not an indicator of the amount or nature of NEPA review that DOE must complete prior to releasing the NEPA condition for activities other than administrative ones.

If you move forward with activities that are not authorized for Federal funding by the DOE Contracting Officer in advance of the final NEPA decision, you are doing so at risk of not receiving Federal funding and such costs may not be recognized as allowable cost share. If this award includes construction activities, you must submit an environmental evaluation report/evaluation notification form addressing NEPA issues prior to DOE initiating the NEPA process.



26. INDEMNITY

The Recipient shall indemnify the Government and its officers, agents, or employees for any and all liability, including litigation expenses and attorneys' fees, arising from suits, actions, or claims of any character for death, bodily injury, or loss of or damage to property or to the environment, resulting from the project, except to the extent that such liability results from the direct fault or negligence of Government officers, agents or employees, or to the extent such liability may be covered by applicable allowable costs provisions.

27. SUBCONTRACT APPROVALS

a. At Risk Notice: The Recipient must obtain written approval by the Contracting Officer for reimbursement of costs associated with the subcontractors listed in paragraph b. below for all activities within Budget Period 2. If the subcontract is under $250,000, the Recipient must submit a Statement of Project Objectives, and basis of cost estimate. If the subcontract is $250,000 or more, the Recipient must submit (1) Statement of Project Objectives; (2) SF424A Budget Information, (3) PMC 123.1 Cost Reasonableness Determination for Financial Assistance, (4) approved rate agreement or proposal, (5) EF1 and Environmental Questionnaire. No funds shall be expended on the subcontracts supporting the tasks identified in Budget Period 2 unless DOE approval is provided. DOE does not guarantee or assume any obligation to reimburse costs incurred by the Recipient or subcontractor for these tasks, until approval is provided in writing by the Contracting Officer. Provision 22, "Reopener Term – Pending Indirect Rates – Financial Assistance" requirements apply to all subcontractors on this award.

b. Contracting Officer approval as set out above is requested for the following:

Budget Period	Subcontractors	Proposed Total Amount ($)
Budget Period 2	REDACTED EXEMPTION 4	

The DOE Contracting Officer may require additional information concerning these tasks prior to providing written approval.

c. Upon written approval by the Contracting Officer, the Recipient may then receive payment for the tasks identified in paragraph b. above for allowable costs incurred, or DOE will recognize costs incurred toward cost share requirements, if any, in accordance with the payment provisions contained in the Special Terms and Conditions of this agreement.

28. SPECIAL PROVISIONS RELATING TO WORK FUNDED UNDER AMERICAN

34. CONTINGENCY

(a) Contingency Requirement. A minimum amount of Contingency is required for awards selected under Funding Opportunity Announcement DE-FOA-0000096. "Contingency" is defined in the Appendix as: "a provision in the Project Management Plan to mitigate cost and/or schedule risk." Contingency funds must be (a) liquid, (b) immediately available, and (c) unrestricted funds dedicated exclusively to the Project for the purpose of mitigating project performance baseline risk. Contingency funds may come from a variety of sources, as approved by the Contracting Officer on a case-by-case basis in accordance with the Appendix to these Terms and Conditions. (Attachment 5).

(b) Minimum Amount of Contingency. Initial Contingency funds shall be not less than 25 percent of the Total Project Cost that begins with Budget Period 2, as more specifically described in Section B(2) of the Appendix to these Terms and Conditions. (Attachment 5).

(c) Contingency Not Counted Toward Cost Share or DOE Reimbursement. Contingency is in addition to the Total Project Cost and cannot count toward cost share or result in reimbursement by DOE above the share approved in the award.

(d) Appendix. All of the terms and conditions set forth in this provision shall be further subject to the requirements and clarifications of ~~the Appendix.~~ Attachment 5.

the major project campaigns specified in Task D.

C.9.5: Shakedown complete (DOE Core)

C.10: Commissioning – Start of commercial operation (DOE Core)

Task D: Operate SzIBR to optimize and demonstrate integrated process

Solazyme shall conduct a series of major campaigns through the entire integrated process flow at SzIBR , collect extensive process data, and optimize the process parameters. The expected outcome is the demonstration of key performance parameters (KPPs) that Solazyme has specified. These KPPs correspond to process productivity, yield, and efficiency metrics required to reach commercial cost objectives (when the process is transferred to a commercial-scale facility).

Solazyme shall facilitate an Independent Engineer Performance Test.

REDACTED
EXEMPTION 4

Task E:

Solazyme shall

Task F: Optimize fermentation parameters at laboratory scale to support integrated pilot operations at SzIBR

Solazyme shall optimize the fermentation performance at laboratory scale in support of operations at SzIBR. The expected outcome is data that will guide pilot-scale operations.

Task G: Refine algal oil from SzIBR to standard liquid transportation fuels

Solazyme will deliver the purified algal oil generated in Task D to subcontractors that will refine the oil to standard liquid transportation fuels, including biodiesel and renewable diesel. The expected outcome is liquid transportation fuels that fully comply with all applicable standards.

Task H: Submit reports

Solazyme shall submit financial reports, including standard and Recovery Act status reports, annual reports and updated pro formas, as well as the Interim Final Technical Report, including property disposition and IP reports. Reports will be provided in accordance with the Federal Assistance Reporting Checklist following the instructions included therein.

REDACTED
EXEMPTION 4

~~**Task H: Submit reports**~~

Solazyme shall submit financial reports, the final pro forma, and the Final Technical Report, including final property disposition and final IP reports. Reports will be provided in accordance with the Federal Assistance Reporting Checklist following the instructions included therein.

Federal Assistance Reporting Instructions (02/09)

A. MANAGEMENT REPORTING

Progress Report

The Progress Report must provide a concise narrative assessment of the status of work and include the following information and any other information identified under Special Instructions on the Federal Assistance Reporting Checklist:

1. The DOE award number and name of the recipient.

2. The project title and name of the project director/principal investigator.

3. Date of report and period covered by the report.

4. A comparison of the actual accomplishments with the goals and objectives established for the period and reasons why the established goals were not met.

5. A discussion of what was accomplished under these goals during this reporting period, including major activities, significant results, major findings or conclusions, key outcomes or other achievements. **This section should not contain any proprietary data or other information not subject to public release.** If such information is important to reporting progress, do not include the information, but include a note in the report advising the reader to contact the Principal Investigator or the Project Director for further information.

6. Cost Status. Show approved budget by budget period and actual costs incurred. If cost sharing is required break out by DOE share, recipient share, and total costs.

7. Schedule Status. List milestones, anticipated completion dates and actual completion dates. If you submitted a project management plan with your application, you must use this plan to report schedule and budget variance. You may use your own project management system to provide this information.

8. Any changes in approach or aims and reasons for change. Remember significant changes to the objectives and scope require prior approval by the contracting officer.

9. Actual or anticipated problems or delays and actions taken or planned to resolve them.

10. Any absence or changes of key personnel or changes in consortium/teaming arrangement.

11. A description of any product produced or technology transfer activities accomplished during this reporting period, such as:

    A. Publications (list journal name, volume, issue); conference papers; or other public releases of results.

    B. Web site or other Internet sites that reflect the results of this project.

    C. Networks or collaborations fostered.

Applicant Name: Solazyme, Inc. Award Number: DE-EE0002877.001 Attachment 4

Budget Information - Non Construction Programs

OMB Approval No. 0348-0044

Section A - Budget Summary

Grant Program Function or Activity (a)	Catalog of Federal Domestic Assistance Number (b)	Estimated Unobligated Funds		New or Revised Budget		
		Federal (c)	Non-Federal (d)	Federal (e)	Non-Federal (f)	Total (g)
1. Budget Period 1	81.087			$969,689		
2. Budget Period 2				TBD		
3.					REDACTED EXEMPTION 4	
4.				$21,745,758		
5. Totals		$0				

Section B - Budget Categories

6. Object Class Categories	Grant Program, Function or Activity (1) BP1	(2) BP2	(3)	(4)	Total (5)
a. Personnel					
b. Fringe Benefits					
c. Travel					
d. Equipment					
e. Supplies					
f. Contractual					
g. Construction					
h. Other					
i. Total Direct Charges (sum of 6a-6h)					
j. Indirect Charges					
k. **Totals** (sum of 6i-6j)					
7. Program Income					

REDACTED EXEMPTION 4

APPENDIX

To
SPECIAL TERMS AND CONDITIONS, PROVISION (X) → whatever the # turns out to be after making corrections to Special Terms and Conditions
REQUIREMENTS FOR CONTINGENCY FUNDS FOR INTEGRATED BIOREFINERY PROJECTS

TO DE-EE0002877 – Solazyme, Inc. Biorefinery Project

I. Background

Recipients of awards selected under Funding Opportunity Announcement DE-FOA-0000096 are required to provide an initial amount of Contingency funds equal to not less than 25 percent of the Total Project Cost (TPC), subject to the requirements and clarifications provided in this Appendix. TPC includes the approved combined Federal and Recipient cost share funding amounts to accomplish the approved scope in the Statement of Project Objectives that are allowable, reasonable and allocable to the project in accordance with 10 Code of Federal Regulations (CFR) 600.317.

II. Definition

For the purposes of this award, **Contingency** is defined as follows:

A provision in the project management plan to mitigate cost and /or schedule risk (Project Management Body of Knowledge, Third Edition).

III. Requirements

A. Purpose

The Recipient may expend Contingency funds solely for the purpose of mitigating risks to the cost and/or schedule associated with the project performance baseline and consistent with the Risk Mitigation or Management Plan (RMP) and Risk Register. Schedule risks ultimately would be reflected as cost overruns. It is expected that those risks will either be: a) performance baseline schedule and/or cost risks that are identified in the RMP and Risk Register (known risks or opportunities); or, b) to mitigate unknown performance baseline risks or uncertainties that become incorporated into the RMP and Risk Register as they are discovered.

B. Framework and Criteria

1. The framework that governs the use of Contingency funds on the project authorized under this award relies on the Recipient to manage and control project performance baseline risks, opportunities and uncertainties utilizing the most recent, change-controlled performance baseline, Risk RMP and Risk Register. As risks are successfully mitigated throughout the duration of the project, the need for contingency is anticipated to decline. At the point when the performance test has been completed, the number and magnitude of risks and the available project and Contingency funds will need to be evaluated prior to DOE's Critical Decision 4 – Approval of Operations.

PMC 120.1
(12/09)

U.S. DEPARTMENT OF ENERGY
GOLDEN FIELD OFFICE

FINANCIAL ASSISTANCE COMBINED COST/TECHNICAL EVALUATION AND NEGOTIATION MEMORANDUM

SECTION I - GENERAL INFORMATION

This technical evaluation/negotiation memorandum will be prepared jointly by the assigned DOE/Golden OCPM AND OAFA personnel, to document the specific action being evaluated and supported. Each office is responsible for certain sections of this document. The assigned OCPM and OAFA personnel responsible for the action will both sign this document upon its completion, demonstrating their agreement on its contents.

1. Recipient: Solazyme, Inc.

2. Grant/Cooperative Agreement No.: DE-EE0002877 Modification No. 001
   Requisition No: 10EE003271
   Project Title: Recovery Act - Solazyme Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae

3. Type of Action: ☐ New Award ☐ Renewal ☐ Continuation ☒ Revision

Description of this Action: (NOTE: Indicate what is addressed by this Action only):

Recovery Act -

The purpose of this action is to lift the conditions on the Ex 4 be used in Budget Period 1 of the award for Solazyme, Inc. for the project entitled "Solazyme Integrated Biorefinery (SzIBR): Diesel Fuels from Heterotrophic Algae." It also approves the scope and budget for Budget Period 1. Please note in the dates below that there may be a third budget period (to be decided in BP2); hence the difference between the Budget Period 2 end date and the project Period end date.

4. Award type, as determined at Procurement Strategy Meeting (for new awards): ☐ Grant ☒ Cooperative Agreement

If Cooperative Agreement, provide the specifics of the Substantial Involvement. (Note: This language will be used in the Substantial Involvement provision of the award.):

1. Government Insight

   In order to adequately monitor project progress and provide technical direction and/or redirection to the Recipient, DOE must be provided an adequate level of insight into various Recipient activities. Government Insight activities by DOE include attendance at Recipient meetings, reviews and tests, as well as access for DOE's consultants to perform independent evaluations of Recipient's plans and processes. Recipient shall notify the DOE Project Officer of meetings, reviews, and tests in sufficient time to permit DOE participation, and provide all appropriate documentation for DOE review.

2. Specific activities to be conducted by DOE:

   a. Risk Evaluation – DOE will review the Recipient's initial Risk Mitigation Plan (RMP) for quality and completeness. DOE will also monitor updates to the RMP and actions taken by the Recipient during the performance of its award to mitigate risks and improve the probability of successful execution of the integrated Biorefinery project. At DOE's discretion, additional independent risk analyses of the project by DOE consultants may be requested.

   b. Independent Engineering Assessments – DOE will engage a private, independent engineering (IE) firm to assist in assessing the progress of the project and provide timely and accurate reports to DOE. The Recipient will ensure that the IE has access to any and all relevant documentation sufficient to allow the IE to provide independent evaluations to DOE on the progress of the project. Such documentation includes but is not limited to the following:

      - Drawings and specifications
      - Construction and Execution plans