NEGOTIATION AGREEMENT

INSTITUTION: POLYTECHNIC INSTITUTE OF NEW YORK UNIVERSITY
            BROOKLYN, NY 11201

The Facilities and Administrative rate and Fringe Benefits Rates contained herein are for use on grants, contracts and/or other agreements issued or awarded to Polytechnic Institute of New York University (Polytechnic Institute) by all Federal Agencies of the United States of America, in accordance with the cost principles mandated by 2 CFR 220. These rates shall be used for forward pricing and billing purposes for Polytechnic Institute’s Fiscal Years 2012 and 2013. This rate agreement supersedes all previous rate agreements/determinations for Fiscal Years 2012 and 2013.

Section I: RATES - TYPE: PREDETERMINED (PRED)

<table>
<thead>
<tr>
<th>TYPE</th>
<th>FROM</th>
<th>TO</th>
<th>RATE</th>
<th>BASE</th>
<th>APPLICABLE TO</th>
<th>LOCATION</th>
</tr>
</thead>
<tbody>
<tr>
<td>Facilities &amp; Administrative Rate:</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>PRED</td>
<td>7/1/11</td>
<td>6/30/13</td>
<td>37.00%</td>
<td>(a)</td>
<td>All Programs</td>
<td>On Campus</td>
</tr>
<tr>
<td>PRED</td>
<td>7/1/11</td>
<td>6/30/13</td>
<td>16.50%</td>
<td>(a)</td>
<td>All Programs</td>
<td>Off Campus</td>
</tr>
<tr>
<td>Fringe Benefit Rates:</td>
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<td></td>
<td></td>
<td></td>
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<tr>
<td>PRED</td>
<td>7/1/11</td>
<td>6/30/13</td>
<td>29.00%</td>
<td>(b)</td>
<td>All Programs</td>
<td>All</td>
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<tr>
<td>PRED</td>
<td>7/1/11</td>
<td>6/30/13</td>
<td>5.74%</td>
<td>(c)</td>
<td>All Programs</td>
<td>All</td>
</tr>
</tbody>
</table>

DISTRIBUTION BASES

(a) Modified Total Direct Cost (MTDC), as defined in 2 CFR 220, consists of salaries and wages, fringe benefits, materials and supplies, services, travel and subgrants and subcontracts up to the first $25,000 of each subgrant or subcontract (regardless of the period covered by the subgrant or subcontract). Equipment, capital expenditures, charges for patient care and tuition remission, rental costs, scholarships, and fellowships as well as the portion of each subgrant and subcontract in excess of $25,000 shall be excluded from Modified Total Direct Costs.

(b) Full-time salaries and wages of all employees, including research, faculty, and administrative subject to social security and other fringes, such as health and pension.
(e) Other wages, including research, teaching fellows and temporary employees only subject
to social security withholdings.

SECTION II - GENERAL TERMS AND CONDITIONS

A. LIMITATIONS: Use of the rates set forth under Section I is subject to any statutory or
administrative limitations and is applicable to a given grant, contract or other agreement only to
the extent that funds are available and consistent with any and all limitations of cost clauses or
provisions, if any, contained therein. Acceptance of any or all of the rates agreed to herein is
predicated upon all the following conditions: (1) that no costs other than those incurred by the
grantee/contractor were included in its indirect cost pool as finally accepted and that all such
costs are legal obligations of the grantee/contractor and allowable under governing cost
principles; (2) that the same costs that have been treated as indirect costs are not claimed as direct
costs; (3) that similar types of costs, in like circumstances, have been accorded consistent
accounting treatment; (4) that the information provided by the contractor/grantee, which was
used as the basis for the acceptance of the rates agreed to herein and expressly relied upon by the
Government in negotiating the said rates, is not subsequently found to be materially incomplete
or inaccurate.

B. ACCOUNTING CHANGES: The rates contained in Section I of this agreement are based on
the accounting system in effect at the time this agreement was negotiated. Changes to the
method(s) of accounting for costs, which affects the amount of reimbursement resulting from the
use of these rates, require the written approval of the authorized representative of the cognizant
negotiating agency for the Government prior to implementation of any such changes. Such
changes include but are not limited to changes in the charging of a particular type of cost from
indirect to direct. Failure to obtain such approval may result in subsequent cost disallowances.

C. PREDETERMINED RATES: The predetermined rates contained in this agreement are not
subject to adjustment in accordance with the provisions of 2 CFR 220, subject to the limitations
contained in Part A of this section.

D. USE BY OTHER FEDERAL AGENCIES: The rates set forth in Section I hereof were
negotiated in accordance with and under the authority set forth in 2 CFR 220. Accordingly, such
rates shall be applied to the extent provided in such regulations to grants, contracts and other
transactions to which 2 CFR 220 is applicable, subject to any limitations in part A of this section.
Copies of this document may be provided by either party to other Federal agencies which have or
intend to issue or award grants and contracts using these rates or to otherwise provide such
agencies with documentary notice of this agreement and its terms and conditions.
Accepted:

FOR POLYTECHNIC INSTITUTE OF NEW YORK UNIVERSITY

Dennis Dintino
Vice President for Finance and Administration

2/10/12

Date

FOR THE GOVERNMENT:

Linda B. Shipp
Contracting Officer

5/10/12

Date

For information concerning this agreement contact:

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E-mail: Linda.Shipp@navy.mil