

EXHIBIT A

(Redacted)

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**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND**

UNITED STATES OF AMERICA
U.S. Department of Justice
Antitrust Division
450 Fifth Street, N.W., Suite 8700
Washington, DC 20530,

Plaintiff,

v.

BOOZ ALLEN HAMILTON HOLDING CORPORATION
8283 Greensboro Drive
McLean, Virginia 22102,

BOOZ ALLEN HAMILTON INC.
8283 Greensboro Drive
McLean, Virginia VA 22102,

EVERWATCH CORP.
11180 Sunrise Valley Drive, Suite 220
Reston, Virginia 20191,

and

EC DEFENSE HOLDINGS, LLC
4445 Willard Avenue, Suite 950
Chevy Chase, Maryland 20815,

Defendants.

1. I am, Diane Dunshee, the Director of Business Management & Acquisition and the Senior Acquisition Executive (SAE) of the National Security Agency (NSA) and in that position, I am responsible for all procurements at the NSA. I have been in that position for two (2) years and have been employed by NSA since 1988.
2. This declaration is being submitted to support the United States of America's motion for preliminary injunction in the above captioned matter. The statements made in this declaration are based on the knowledge acquired by me in the performance of my official duties.
3. Booz Allen Hamilton and EverWatch are likely to be the only competitors for an NSA procurement known as OPTIMALDECISION through which the selected company will provide the NSA with operational modeling and simulation services to support our Signals

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Intelligence (SIGINT) mission. SIGINT involves collecting foreign intelligence from communications and information systems and providing it to customers across the U.S. government, such as senior civilian and military officials. They then use the information to protect our troops, support our allies, fight terrorism, combat international crime and narcotics, support diplomatic negotiations, and advance many other important national objectives. The company selected for OPTIMALDECISION will apply its knowledge of SIGINT, computing, and communication networks to solve problems related to the efficient movement of SIGINT between collection points, processing platforms, and end users. NSA estimates the value of the OPTIMALDECISION contract at [REDACTED] dollars for up to 5 years.

4. For the last 21 years, Booz Allen Hamilton has been the primary provider of SIGINT modeling and simulation services for NSA. OPTIMALDECISION is the successor contract to three (3) modeling and simulation contracts known as MASON I, MASON II, and MASON III, all of which NSA competitively awarded to Booz Allen Hamilton beginning in 2001. In each MASON competition, Booz Allen Hamilton presented a proposal that was technically superior and demonstrated a deeper understanding of SIGINT modeling and simulation when compared against the Proposal Evaluation Criteria.
5. NSA is the primary United States Government customer for SIGINT modeling and simulation services and the MASON contracts have been the primary contract vehicles for these services. When other government customers need these services, they are able to obtain them through NSA's contract. NSA is not expecting to procure SIGINT modeling and simulation services via any other contracts vehicles at this time.
6. In October 2020, NSA utilized its Acquisition Resource Center to identify companies with North American Industry Classification System (NAICS) codes corresponding to work anticipated on the OPTIMALDECISION procurement and identified 178 companies. NSA sent a market survey comprised of 35 questions to all 178 companies. NSA received 34 responses, of which 14 indicated an interest in being the prime contractor on this procurement. In October 2021, NSA sought letters of intent to bid from each of the 14 potential bidders. NSA received only two such letters – one from Booz Allen Hamilton and one from EverWatch.
7. After Booz Allen Hamilton announced its proposed acquisition of EverWatch on March 16, 2022, NSA contacted each of the 14 potential bidders that had been previously identified. In April 2022, NSA again sought letters of intent to prime and received only one from Booz Allen Hamilton and one from EverWatch.
8. Based on the result of the market surveys, NSA expects that only Booz Allen Hamilton and EverWatch will submit proposals for OPTIMALDECISION.
9. NSA plans to release the RFP for OPTIMALDECISION in the immediate future. Proposals will be due 45 days after release. The period between issuance of the RFP and submission of proposals is the most critical window for competition of this project. During this period, the bidders will study the scope of work described in the RFP, determine the best technical

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approaches to meeting NSA's requirements, assemble the teams of highly skilled individuals who will perform the work over the next 5 years, and determine the price to be proposed. NSA expects to award the OPTIMALDECISION contract approximately 6-9 months after receipt of proposals.

10. The OPTIMALDECISION RFP must be issued as soon as possible. A significant delay likely would result in a loss of skilled contractor individuals to other projects. As any contract begins to reach the end, to ensure job security, contractor individuals working on service contracts typically begin to look for other projects. Delays in competing OPTIMALDECISION can add to the uncertainty and risk these workers face, increasing the likelihood they will move to other contracts and be unavailable to support the successor project. The contractor individuals needed to perform on OPTIMALDECISION will be required to possess skills in SIGINT modeling and simulation and hold a Top Secret security clearance.
11. There are no alternatives to the SIGINT modeling and simulation services that NSA plans to acquire through OPTIMALDECISION and that it has previously acquired through the MASON III contract. Companies and individuals who are providing these services require a knowledge of SIGINT, so generic network support services cannot replace these services.
12. Delaying the OPTIMALDECISION procurement will require an extension of the current SIGINT modeling and simulation contract, MASON III, because NSA cannot go without these essential services for even a short period of time. NSA does not have sufficient civilians and military personnel to perform this type of work and is reliant on contractor personnel to perform this work. As such, NSA will need to extend MASON III and renegotiate with the current contract holder, Booz Allen Hamilton.
13. If the merger proceeds as planned, only the merged company is likely to bid on OPTIMALDECISION, a project that is important to the national security of the United States. NSA gets proposals that are more competitive when there are multiple companies competing for its contracts.

Having reviewed this declaration, I declare under penalty of perjury that the foregoing is true and correct.

Dated: June 28, 2022

Fort Meade, MD



Diane Dunshee

Director Business Management & Acquisition

Senior Acquisition Executive

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