

EXISTING INVESTMENTS

None.

EXISTING INDEBTEDNESS

<u>Entity</u>	<u>Amount</u>	<u>Description</u>
Engility Corporation	\$600,000	Standby Letter of Credit issued on November 22, 2011 with an expiration date of January 1, 2014 by ANZ Bank to National Bank of Kuwait which then issued a guarantee to the Kuwait National Guard ⁴
Engility Corporation	\$500,000	Surety Bond for license to conduct business in Florida issued by Westchester Fire Insurance Company to the State of Florida
Engility Corporation	\$450,000	Surety Bond – Performance Issued by Hartford Fire Insurance Company to Office of Management & Budget for performance bond
Engility Corporation	\$100,000	Surety Bond – Customs Issued by Westchester Fire Insurance Company to US Customs for customs bond
Engility Corporation	\$315,000	Surety Bond – Performance & Payment Issued by Westchester Fire Insurance Company to United Fire Authority for performance & payment bond

⁴ Engility Corporation is working to replace this letter of credit with one issued by Bank of America subject to National Bank of Kuwait's approval.

IRG Systems South
Asia Ltd.

Approx. \$120,000 in the aggregate
(6,770,513 INR local currency)

9 bank guarantees/advance payment guarantees issued by Punjab
National Bank, India to customers who have provided the company
with advance payments

BURDENSOME AGREEMENTS

None.

Schedule 10.02

Administrative Agent's Office; Certain Addresses for Notices

LOAN PARTIES:

Engility Corporation
3750 Centerview Drive
Chantilly, VA 20151
Attention: Thomas O. Müller, Senior Vice President and General Counsel
Telephone: (703) 375-6439
Facsimile: (703) 708-5703
Electronic Mail: Tom.Müller@engilitycorp.com
Taxpayer Identification Number: 95-2588754

With a copy to:

Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, New York 10017-3954
Attention: Marissa Wesely
Telephone: (212) 455-7173
Facsimile: (212) 455-2502
Electronic Mail: mwesely@stblaw.com

ADMINISTRATIVE AGENT:

For borrowings, conversions, continuations and payments of loans, etc.:

Bank of America, N.A., as Administrative Agent
One Independence Center, 101 N. Tryon St.
Mail Code: NC1-001-04-39
Charlotte, NC 28255-0001
Attention: David Hamilton, Credit Services Representative
Telephone: (980) 388-1553
Facsimile: (704) 548-6968
Electronic Mail: james.d.hamilton@baml.com

Wire Instructions:

Pay to: Bank of America, N.A.
New York, NY
ABA 026009593
Account No.: 1366212250600
Account Name: Corporate Credit Services
Ref: Engility Corp.

For all other notices and deliveries to Administrative Agent (financial reporting requirements, Bank Group Communications, etc.):

Bank of America, N.A., as Administrative Agent
135 S. LaSalle St.
Mail Code: IL4-135-05-41
Chicago, IL 60603
Attention: Roberto O. Salazar, Agency Management Officer
Telephone: (312) 828-3185
Facsimile: (877) 207-2382
Electronic Mail: roberto.o.salazar@baml.com

L/C ISSUER:

For issuance, amendment, etc. of Standby Letters of Credit:

Bank of America, N.A., as L/C Issuer
1 Fleet Way
Mail Code: PA 6-580-02-30
Scranton, PA 18507
Attention: Alfonso Malave, Jr., Sr. Operations Manager
Telephone: (570) 496-9622
Facsimile: (800) 755-8743
Electronic Mail: alfonso.malave@baml.com

SWING LINE LENDER:

For borrowings and payments of Swing Line Loans:

Bank of America, N.A., as Swing Line Lender

One Independence Center, 101 N. Tryon St.

Mail Code: NC1-001-04-39

Charlotte, NC 28255-0001

Attention: David Hamilton, Credit Services Representative

Telephone: (980) 388-1553

Facsimile: (704) 548-6968

Electronic Mail: james.d.hamilton@baml.com

EXHIBIT A
FORM OF
BORROWING NOTICE

Date: _____,

To: Bank of America, N.A., as Administrative Agent

Ladies and Gentlemen:

Reference is made to that certain Credit Agreement, dated as of July 17, 2012 (as amended, restated, extended, supplemented or otherwise modified in writing from time to time, the “Credit Agreement”; the terms defined therein being used herein as therein defined), among Engility Corporation, a Delaware corporation (the “Borrower”), Engility Holdings, Inc., a Delaware corporation (“Holdings”), the Lenders from time to time party thereto and Bank of America, N.A., as Administrative Agent, Swing Line Lender and L/C Issuer.

The undersigned hereby requests (select one):

- ☐ A [Term Borrowing] [Revolving Credit Borrowing]
- ☐ A conversion or continuation of [Term Loans] [Revolving Credit Loans]
- 1. On _____ (a Business Day).
- 2. In the amount of \$ _____.
- 3. Comprised of _____
[Type of requested Loan]
- 4. For Eurodollar Rate Loans: With an Interest Period of _____ months.

In the case of a Term Borrowing or Revolving Credit Borrowing, funds are requested to be disbursed to the Borrower’s account with _____ (Account No. _____).

[The Borrower hereby represents and warrants that each of the conditions set forth in Section 4.02(a) and Section 4.02(b) of the Credit Agreement have been satisfied on and as of the date of the requested Borrowing.]⁵

[Remainder of page intentionally left blank]

⁵ To be provided for each Borrowing other than a request for conversion or continuation only.

IN WITNESS WHEREOF, the undersigned has executed this Borrowing Notice on the date first written above.

ENGILITY CORPORATION,
a Delaware corporation

By: _____

Name: _____

Title: _____

EXHIBIT B

**FORM OF
SWING LINE LOAN NOTICE**

Date: _____,

To: Bank of America, N.A., as Swing Line Lender
Bank of America, N.A., as Administrative Agent

Ladies and Gentlemen:

Reference is made to that certain Credit Agreement, dated as of July 17, 2012 (as amended, restated, extended, supplemented or otherwise modified in writing from time to time, the "Credit Agreement"; the terms defined therein being used herein as therein defined), among Engility Corporation, a Delaware corporation (the "Borrower"), Engility Holdings, Inc., a Delaware corporation ("Holdings"), the Lenders from time to time party thereto and Bank of America, N.A., as Administrative Agent, Swing Line Lender and L/C Issuer.

The undersigned hereby requests a Swing Line Loan:

1. On _____ (a Business Day).
2. In the amount of \$ _____.

Funds are requested to be disbursed to the Borrower's account with _____ (Account No. _____).

The Borrower hereby represents and warrants that (a) the Swing Line Loan requested herein complies with the requirements of clause (y) of the proviso to the first sentence of Section 2.04(a) of the Credit Agreement and (b) each of the conditions set forth in Section 4.02(a) and Section 4.02(b) of the Credit Agreement have been satisfied on and as of the date of the requested Swing Line Loan.

ENGILITY CORPORATION,
a Delaware corporation

By: _____
Name: _____
Title: _____