**SHOW CAUSE NOTICE**

Company  
ATTN:   
Address  
City, State, Zip

Subject: ***[Insert Contract Number and project description]***

Date: ***[Insert date]***

Dear ***[Insert name]***,

Since you have failed to ***[Insert “perform Contract number within the time required by its terms,” or “cure the conditions endangering performance under [Insert contract number]*** as described to you in the Government’s letter of ***[Insert date]***, the Government is considering terminating the contract under the provisions for default of this contract. Pending a final decision in this matter, it will be necessary to determine whether your failure to perform arose from causes beyond your control and without fault or negligence on your part. Accordingly, you are given the opportunity to present, in writing, any facts bearing on the question to ***[Insert the name and complete address of the contracting officer]***, within 10 days after receipt of this notice. Your failure to present any excuses within this time may be considered as an admission that none exist. Your attention is invited to the respective rights of the Contractor and the Government and the liabilities that may be invoked if a decision is made to terminate for default.

Any assistance given to you on this contract or any acceptance by the Government of delinquent goods or services will be solely for the purpose of mitigating damages, and is not to be construed as an intention on the part of the Government to condone any delinquency, or as a waiver of any right the Government may have under the contract.

Any concerns about the above subject should be directed to the undersigned.

Sincerely,

***[Insert CO’s Name]***

Contracting Officer

***[Insert Office Name/Code e.g., AAQ]***

***[Insert Office Address]***