

Suppliers

How to respond a contract negotiation event

March, 2020



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eContracts - Initial remarks

eContracts is our platform to negotiate contracts with you as Supplier. It is hosted by SAP ARIBA, a procurement cloud-base solution. eContracts will be used for negotiation purposes, but also to electronically sign the contract once the negotiation has finalised through an interface with DocuSign

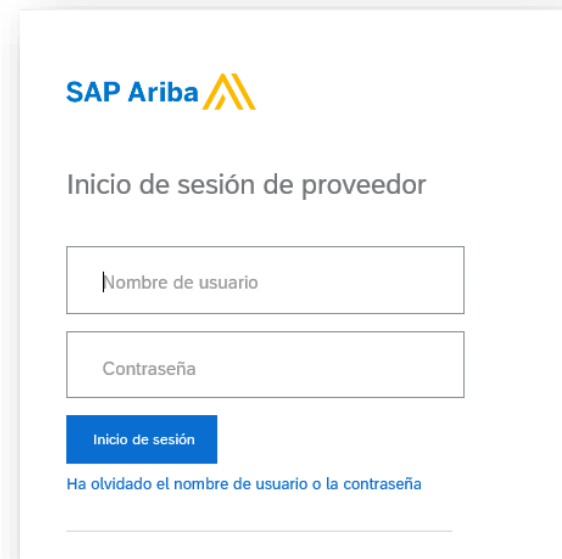
Initial remarks

- According to our standard contracting processes Almirall will propose terms and conditions that will govern the contracting activity with you as supplier.
- Generally, negotiation will take place in our eContract tool hosted by SAP Ariba. Only in exceptional cases, negotiation might take place outside of the tool.
- All suppliers will be requested to inform and confirm the contact person within the organisation to receive the draft of agreement, for negotiation purposes.
- When the project is awarded, you will receive a notification by e-mail from the corresponding Lead buyer or a message from Ariba to access to the platform.
- All contracts will be proposed to be signed through DocuSign, a global lead solution to sign and store contracts electronically

eContracts – Tips & tricks

Here you have some tips and tricks to handle the negotiation process through SAP ARIBA

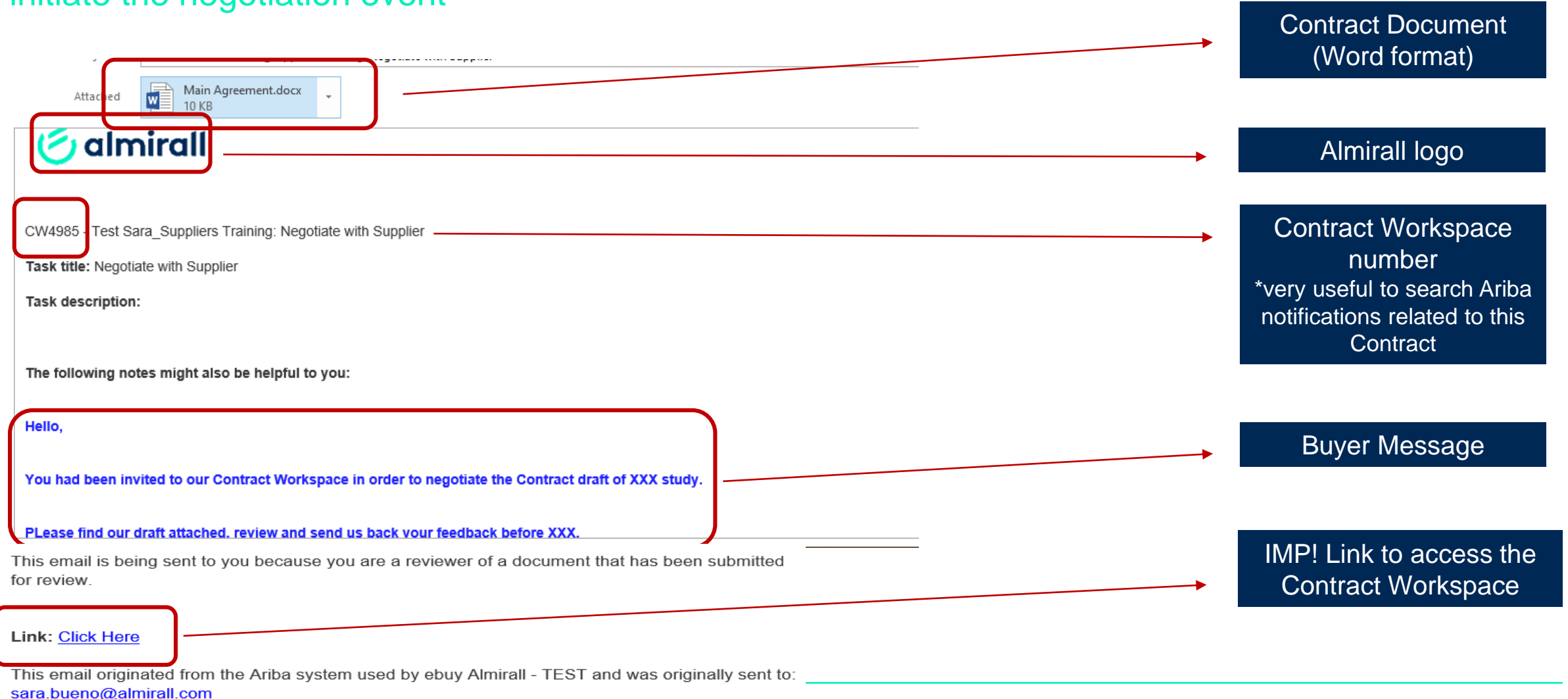
1. Use the Word document from the e-mail. Only a word(x) version can be uploaded in Ariba
2. Keep the Word tracking option in order to ease the review and the changes tracking
3. You can share the document within your organisation outside of the platform to consolidate comments and edits
4. Once you have the final version to be proposed to Almirall by your organisation, use the e-mail link to upload the reviewed draft in Ariba



IMP! You need an ARIBA Network account to access the platform

eContracts – Step by step process

Step 1. Supplier's business contact will receive an email from Ariba with the following information to initiate the negotiation event



eContracts – Available options

Step 2. Once you have accessed the platform, you will be requested to create a counterproposal or accept the one sent by Almirall as shown below

The screenshot displays the Ariba Contract Management interface. At the top, the header reads "Ariba Contract Management" with user information "Company Settings" and "Sara Bueno". Below the header, there is a navigation bar with a link to "Go back to ebuy Almirall - TEST Dashboard" and a "Desktop File Sync" button. The main content area is titled "Negotiation Task" and includes an "Exit" button. A message states: "This task has been submitted for negotiation and is now in progress. You can add comments on the **Task History** tab. Notification of new comments is controlled in the **Advanced Task Details** area. Additional task instructions are [More](#)". Below this, the breadcrumb "Test Sara_Suppliers Training / Negotiation for Main Agreement" is shown. The task title is "TSK380963155 Negotiation for Main Agreement" with a status of "Round 1: Awaiting Response(s)". The sender is identified as "Sara Bueno Ortin". The message body reads: "Dear Supplier, Please find the Contract attached for revision. BR, Sara Bueno". A document icon labeled "Main Agreement" is visible. On the right side, a panel lists options: "One or more documents have been submitted for your review. You have the following options:" followed by a list: "View the documents on the left." and "To propose document changes, edit and save all required documents locally. Add it as an attachment when you submit your Counter Proposal or Review." Below the list are two buttons: "Create Counter Proposal" and "Accept Proposal", both with information icons. A red box highlights these two buttons, and a red arrow points from a dark blue callout box to the "Create Counter Proposal" button. The callout box contains the text: "You can Create a counterproposal or Accept the one sent by Almirall".

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Step 3. Select "Counter Proposal" to propose an alternative wording to Almirall

One or more documents have been submitted for your review. You have the following options:

- View the documents on the left.
- To propose document changes, edit and save all required documents locally. Add it as an attachment when you submit your Counter Proposal or Review.

Create Counter Proposal

Accept Proposal

Counter Proposal

OK

Cancel

Enter a comment message and, if necessary, set the Access Control for this comment. You can also add document attachments to support your comment. To add a document from an external source, click **Add Attachment**. To add a [More](#)

Message:

Countered

You can include a message

Access Control:

Document
Main Agreement

Attach your draft with changes

Additional Attachments

No items

Delete Add attachment

Add an additional attachment if you deem it convenient

OK

Cancel

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Step 4. If you are in agreement with the version proposed by Almirall, you can accept the proposal

One or more documents have been submitted for your review. You have the following options:

- View the documents on the left.
- To propose document changes, edit and save all required documents locally. Add it as an attachment when you submit your Counter Proposal or Review.

You can include a message and then click Ok

[Create Counter Proposal](#) ⓘ

[Accept Proposal](#) ⓘ



Proposal Accepted

[OK](#) [Cancel](#)

Enter a comment **message** and, if necessary, set the **Access Control** for this comment. You can also add document attachments to support your comment. To add a document from an external source, click **Add Attachment**. To add a [More](#)

Message:

Proposal Accepted

Access Control: ⓘ

Additional Attachments

No items

[Delete](#) [Add attachment](#)

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Step 5. If you scroll down the page, you will find all the history (versions and messages) related to the negotiation event

The screenshot shows the 'Task History' tab selected in the top navigation bar. Below it, the 'Owner' section displays 'Sara Bueno Ortin'. The main content area shows a message: 'Dear Supplier, Please find the Contracta attached for revision. BR, Sara Bueno'. A 'View' dropdown menu is open, showing options: 'Threaded', 'Chronological', 'History', 'Past Versions', and 'Show / Hide Columns'. The 'Chronological' option is highlighted with a red box. A red arrow points from this box to the 'Task History' tab. Another red box highlights the 'Threaded' option in the dropdown, with a red arrow pointing to a 'Threaded' button in the top right corner of the message area.

It is easier to review the tracking by choosing "chronological order" option

Counter Proposal

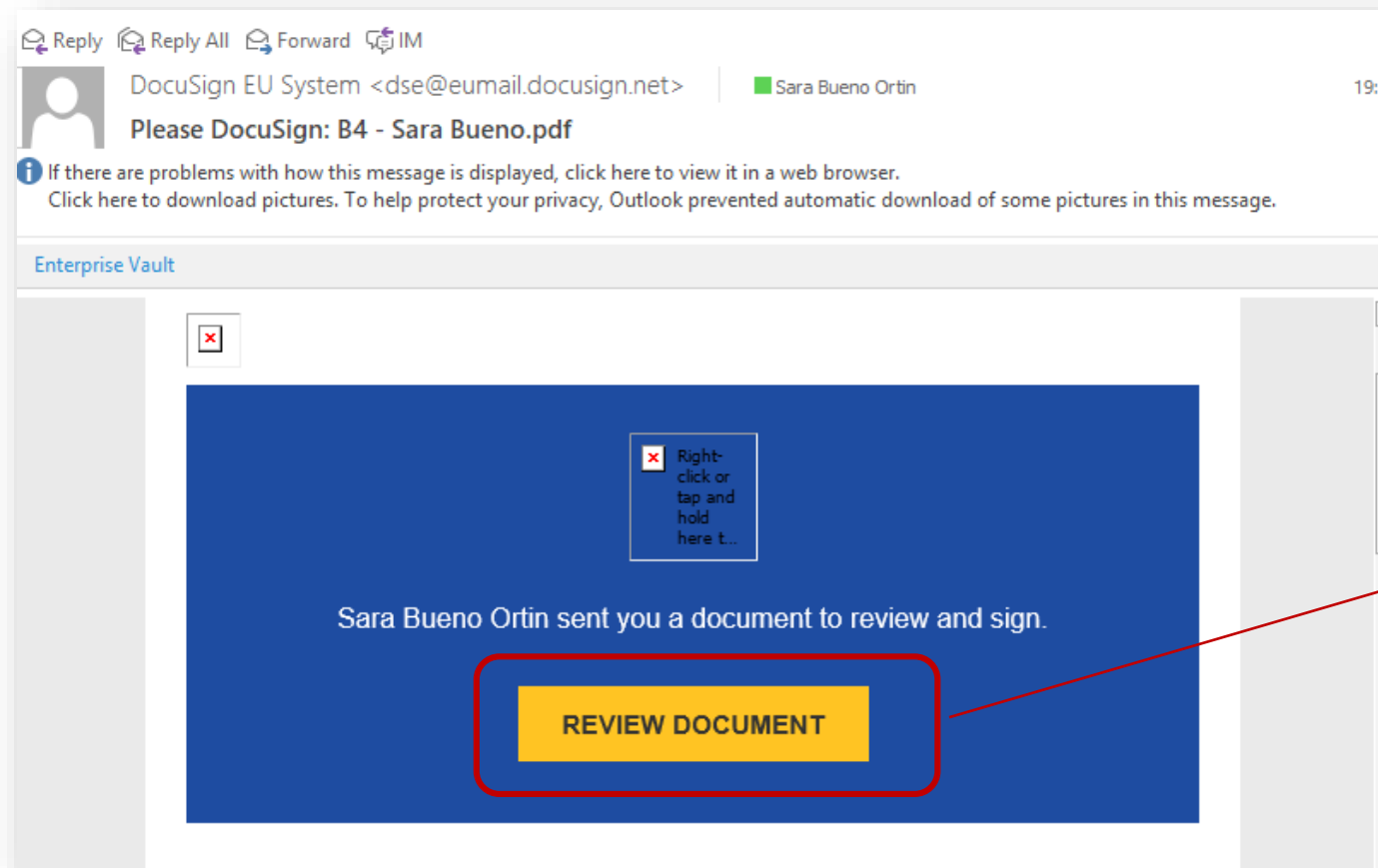
Enter a comment **message** and, if necessary, set the **Access Control** for this comment. You can also add document attachments to support your comment. To add a document from an external source, click **Add Attachment**. To add a [More](#)

The revised file name Daniela_Test_4.docx does not match the reference file name Main Agreement.docx. You can ignore this warning if you are sure it is the correct file, otherwise please click the **Delete Attachment** button to delete Daniela_Test_4.docx.

If this message appears regarding the Contract doc title just click again on Accept

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Step 6. When the contract has been agreed, you will be requested by Almirall to provide the email address of the signer from your organisation. The recipient will be receiving the contract for signature purposes through DocuSign

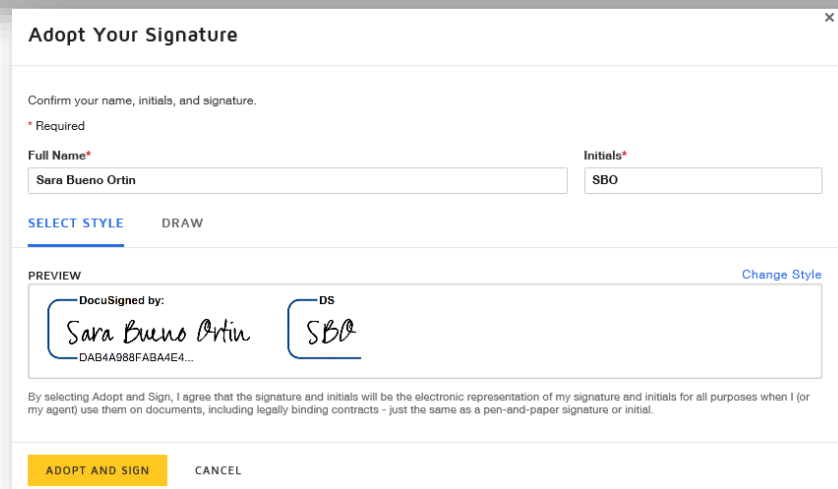
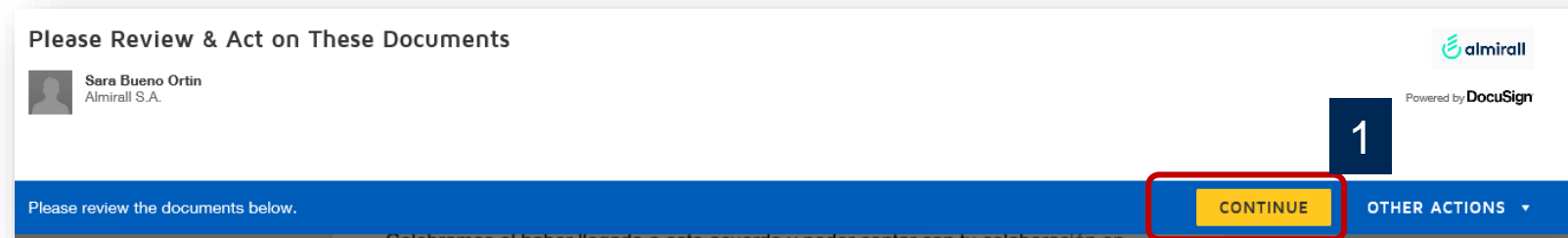


Signer must click on "Review Document" to start the signature process

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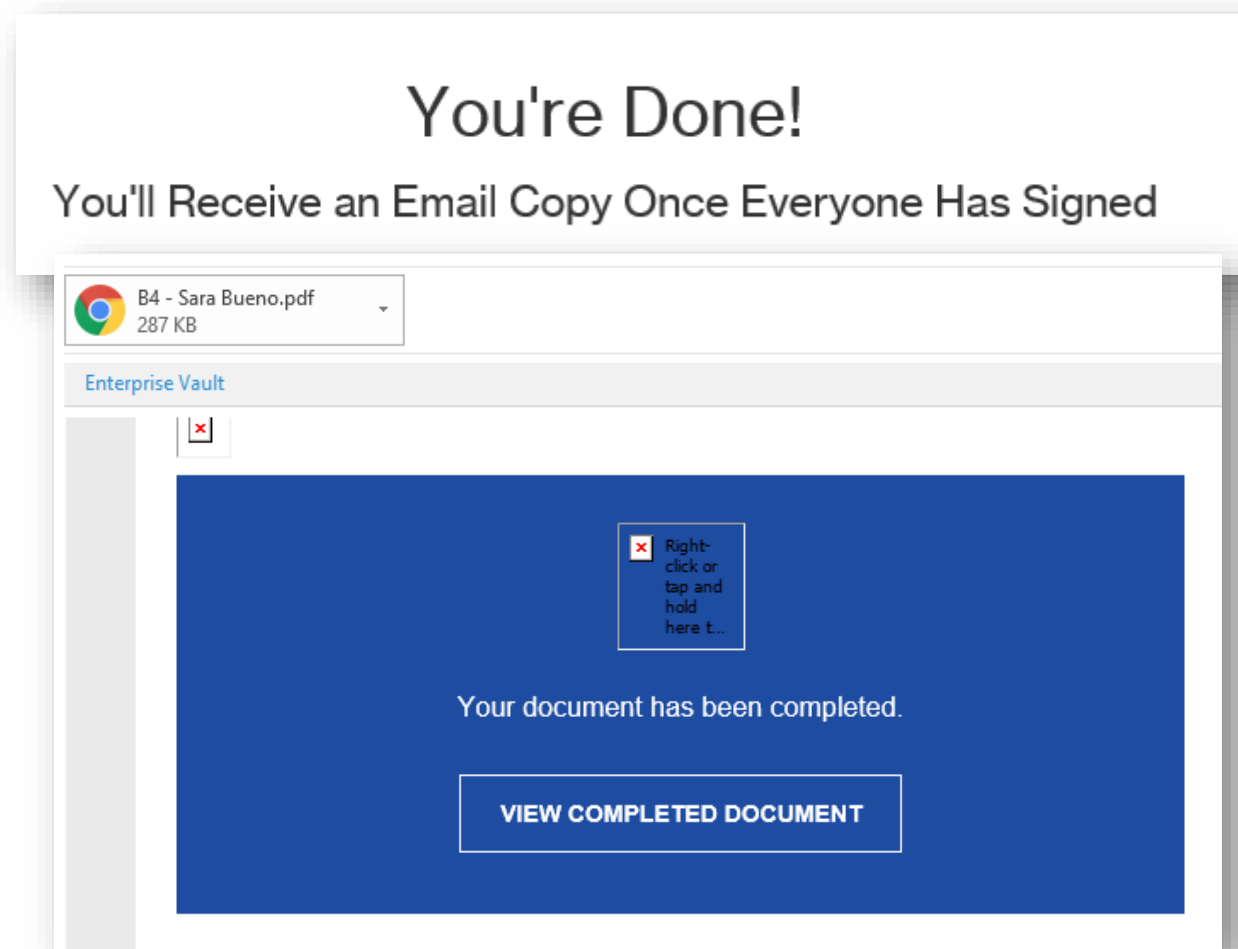
Step 7. The link in the email will take the signer to the DocuSign platform. The process is very simple and intuitive

1. Click on Continue
2. Search the yellow "Sign" labels
3. Click on them and adopt your signature by selecting a style or drawing it
4. The flag (number 2) will be replaced by your adopted signature (number 4)



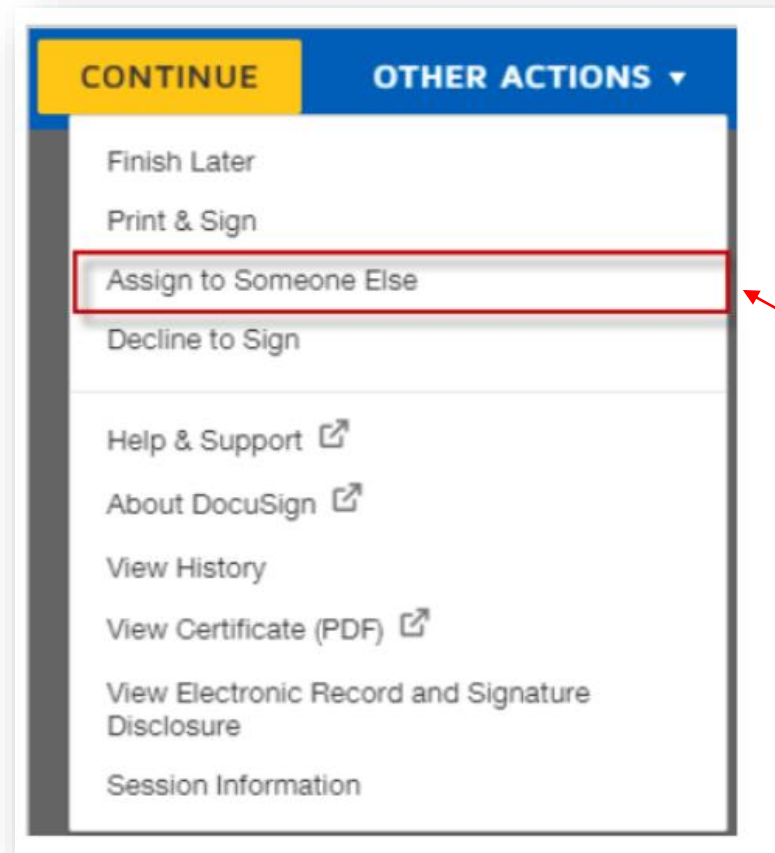
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Step 8. Click on “FINISH” to end the process. You will receive the document executed once all the signers of the document have completed the signature process



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Step 9. If you are not the signer, you can delegate the signature to someone else within your organisation by clicking on “Other Actions” and selecting the option “Assign to Someone Else”



Once you assign the task, the signature will be only available to the new signer and you will not be able to sign the document



Thank you