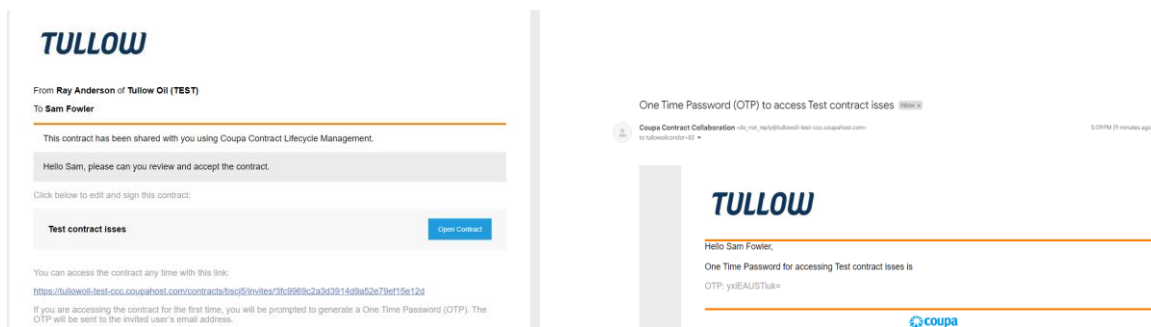


## Supplier Contract Lifecycle Management Overview.

**Summary:** - Tullow has been using Coupa sourcing since 2020, and in 2024 introduced three additional modules, covering SIM, Supplier Information Management, CLMa, Contract Lifecycle management, and for Tullow’s Strategic and selected Core suppliers the PACM, the Post Award Contract Management process.

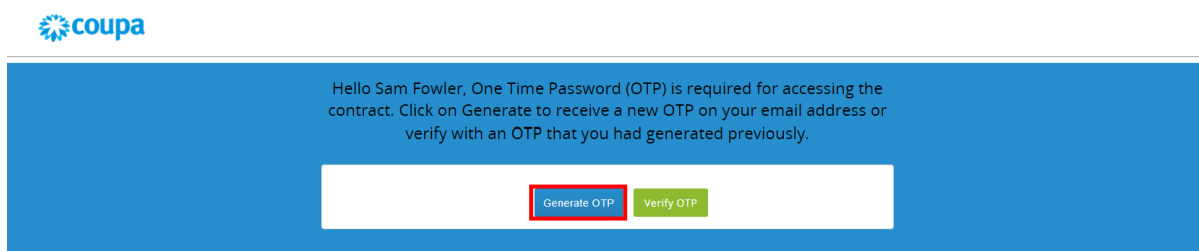
Each of the three modules involves interactions with the suppliers, and to support the supplier through the process, Tullow has produced a quick reference guide for each of the three new modules. This second guide details, the CLM (Contract Lifecycle Management) module from the supplier’s perspective. The use of CLM is designed to make the contracting process simpler with all contract discussions, negotiations, and documents held in a centralised location for future review.

**Receiving an Invite:** - In the interests of maintaining cyber security, it is important to remember that Tullow will only send suppliers contracts to review following a successful RFP submission, or following other correspondence, never unsolicited. The invitation to review a contract will be received in the E-mail account registered in the Tullow Supplier records.

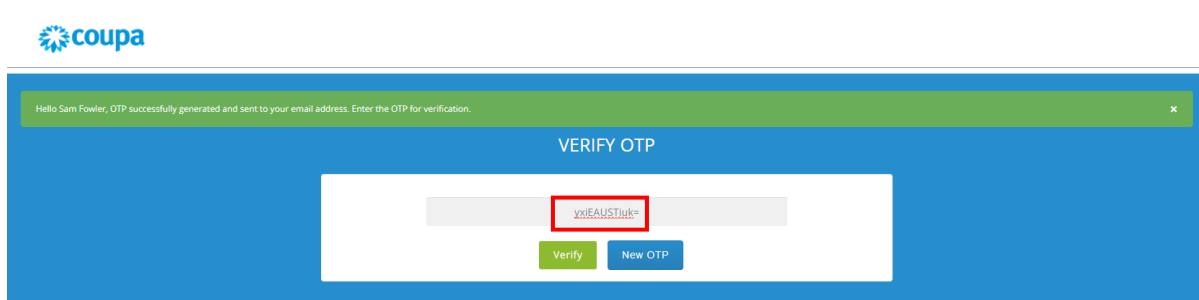


The e-mail provides a link which may be used throughout the contract review / negotiation process and future contract review purposes; Therefore, it is recommend that this a stored in a separate folder to allow future access if required. For security purposes, a One Time Password (OTP) is created each time a contract is accessed from the e-mail invite. This is sent by a follow-up e-mail initiated by clicking on the “Open Contract Link.” The “Generate OTP” screen will open.

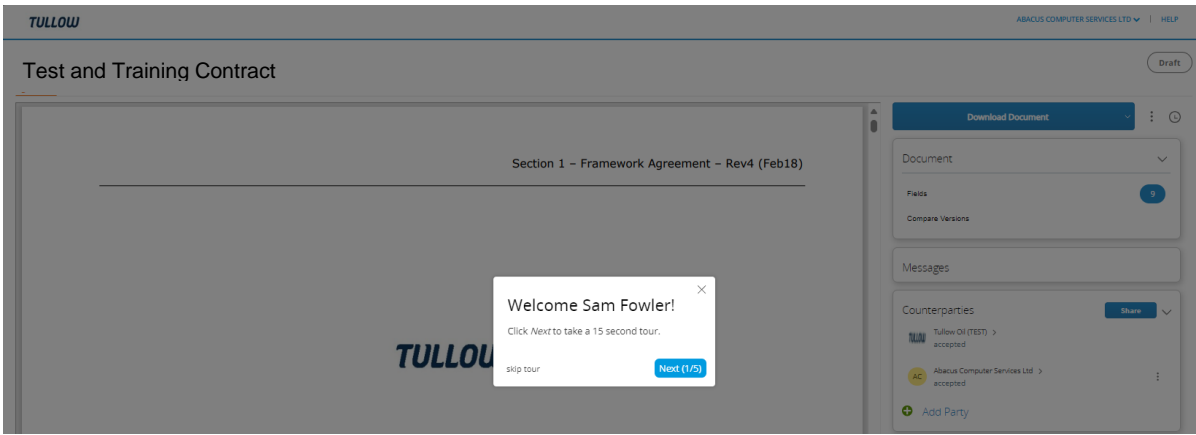
The process of sending the draft contract to the Supplier, checks out the document from the Tullow’s Contract Advisor Contract workspace, with implications that the internal approval process is blocked until the Supplier review process is completed.



Click on the “Generate OTP” and review the code provided in the follow-up email.



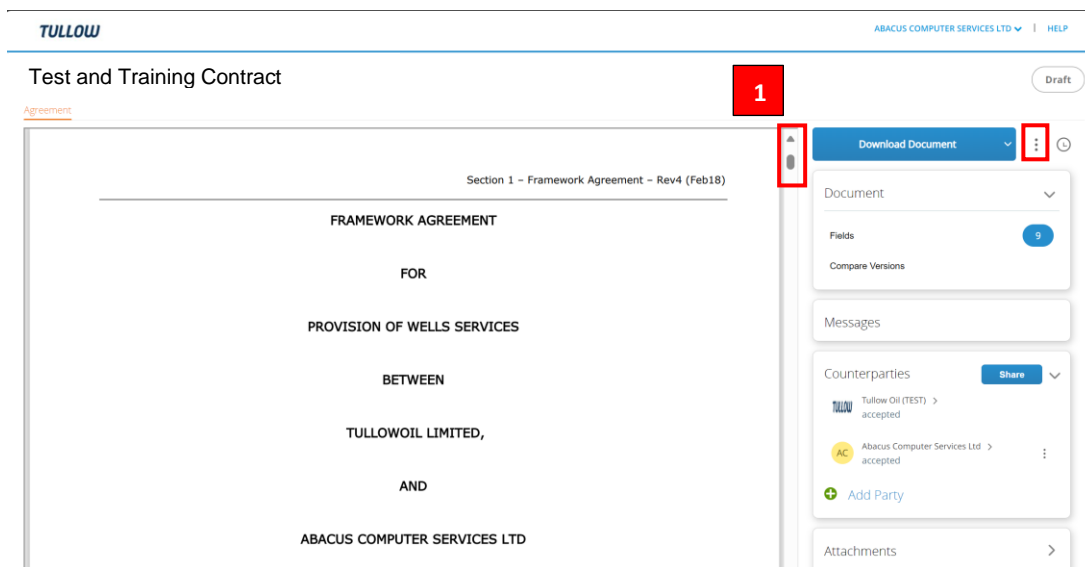
Paste the Code into the “Verify OTP” and click on Verify. This is time sensitive, but the process can be repeated prompted by a request to initiate a new OTP. Once verified, the review contract screen will open, with a 15 second click through guide.



The supplier follows a simple four step process.

- 1) Review the Contract
- 2) Download the contract, making required amendments. This may also include delegating the review and / or approval of the contract to other supplier stakeholders. During this step, the message board provides an ability to send messages to the Tullow Contract Advisor, or internal stakeholders.
- 3) Uploading the Final version, returning the accepted contract back to Tullow.
- 4) Accepting the Final Version, returning the accepted contract back to Tullow.

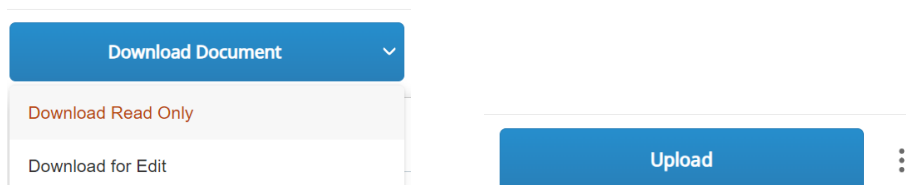
### 1) Reviewing the Contract



The proposed contract wording can be reviewed by scrolling through the virtual contract sections using the vertical scroll bar. (1) This can be dragged up and down to review the contract. Alternatively, the Contract can be downloaded in PDF for review, by clicking on the Ellipses (3 vertical dots)

### 2) Download the Contract

If contract changes are required, the draft contract can be downloaded for edit using Word, or again in a read only PDF format.



- 1) Click on "Download Document" and select the appropriate option.

If the Contract is downloaded for edit, it is checked out. It is required that the original or revised version be uploaded before acceptance by clicking Share, or moving the contract to another internal stakeholder, if any for review.. The downloaded contract is located in your downloads.

- 2) Additional supplier stakeholders may be added to review the contract at any time using the “Add Party” option. Click on the “Add Party” and complete contact details for the requested stakeholder. (See below) Click on “Send” to send the invite to the additional stakeholder. The level of access can be controlled using the “Assign Tasks” allowing the recipient to View, Edit Fields only, or Edit the entire document.

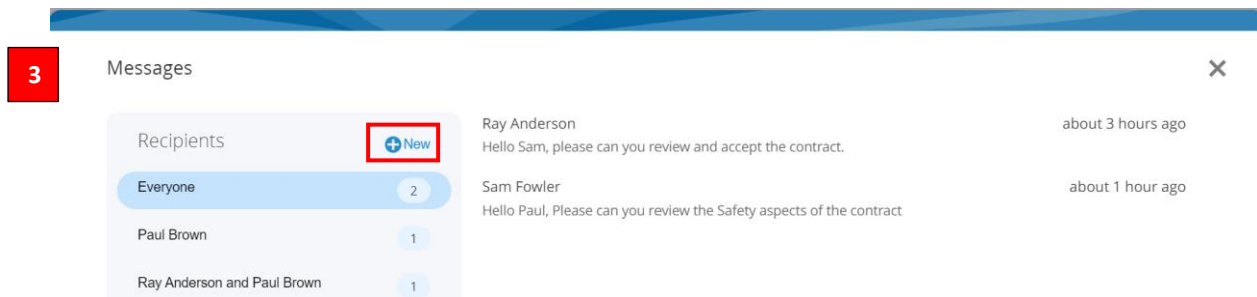
The additional stakeholder will receive a similar system generated e-mail inviting them to access the contract for review. They will also be required to access the contract using a “One Time Password.” The additional stakeholder(s) may review the contract and download a PDF version at any time, or edit the document if it is checked in, and they have the appropriate permissions. However, it is important to note the following: -

- a) Only one supplier contact can modify the contract using the “Download for EDIT” at any time. Once the document is re-uploaded additional stakeholders, if any, can “Download for Edit,” and edit the document. This must be uploaded on completion.

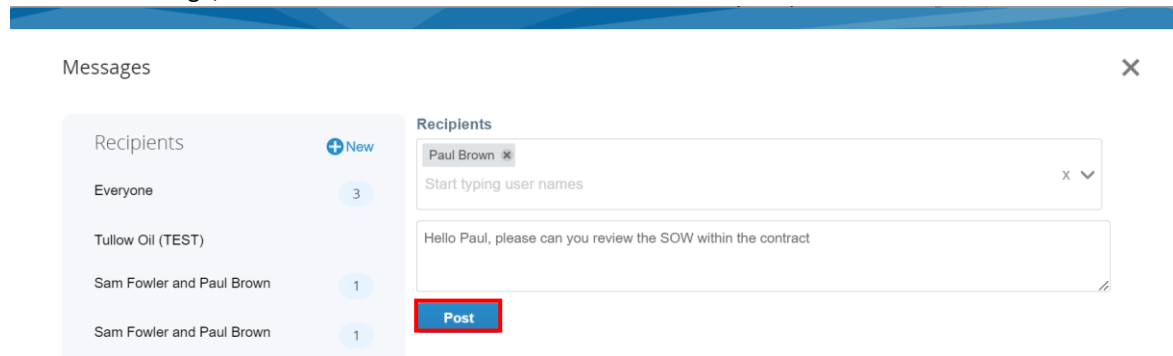
- b) Any additional stakeholders invited by the Supplier must click the blue “Share” button to conclude their review before the reviewed document is checked back in with the Tullow contract advisor.
- c)
- 3) The Message board can be used to send messages and clarifications between selected or all stakeholders involved in the contract review, negotiation, and acceptance process. The use of the message board ensures that all messages can be captured in the system but improves the collaboration whilst reducing the number of “negotiation rounds.”

If additional stakeholders are invited to review the contract using the “Add Party” option, then messages may also be sent internally to that additional party.

Note: - If additional stakeholders are invited during a contract review process, they may need to be invited to all subsequent rounds.



To send a message, click on the Blue +



Add the recipients for the message, and then type the message in the message box. Click on “Post” to send.

## Document

Fields

Compare Versions

- 4) Additional functionality. – Using Fields and Compare versions.

The software has been configured to identify up to twenty standard Tullow and supplier fields within the contract. A field is a recurring “variable” which changes within the standard contract text, examples include supplier name, and address, start date, and end date. The details may be updated in these Fields which should automatically update the corresponding details in the contract.

### Using Fields

In the example used in this guide, the fields’ function has identified nine fields. If when reviewing the contract any of the data covered in one of these fields is incorrect, the contract can be simply amended by updating the corresponding field. For example, “Supplier Address,” If the correct address is Unit 55 Meadowhall Industrial Estate, but the contract text states Unit 56, Click on “Fields”.

Modify the Fields label for the Supplier Primary Address, Street 1, changing the Unit 55 to 56. If necessary, add spaces to separate the address fields if they run together.

The FRAMEWORK AGREEMENT is made with effect from October 2, 2024 (the "FRAMEWORK AGREEMENT EFFECTIVE DATE") between the following parties:

- (1) **Tulowoil Limited,,** a company registered in Jersey under company number 91503 and whose main or registered office is at 44 Esplanade, St Helier, JE4 9WG, Jersey (the "COMPANY"); and
  - (2) **Abacus Computer Services Ltd,** a company registered in UK under company number 12345 and whose main or registered office is at **Unit 56 Meadowhall Industrial EstateSH5 1ACUnited Kingdom Sheffield** (the "CONTRACTOR"),
- (each a "PARTY" and together the "PARTIES").

WHEREAS:

- (A) The PARTIES have agreed to enter into the FRAMEWORK AGREEMENT to record the terms and conditions upon which COMPANY may require CONTRACTOR to perform WORK.
- (B) From time to time COMPANY or one or more of its AFFILIATES may issue to CONTRACTOR an individual

Supplier Primary Address Country/Region

Supplier Primary Address Postcode

Supplier Primary Address Street1

Click Save, to update the contract. The green banner will appear to confirm that the field(s) have been updated.

Contract Fields update successful.

#### Section 1 – Framework Agreement – Rev4 (Feb18)

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- (each a "PARTY" and together the "PARTIES").

### Using Compare Versions.

One of the most time consuming and laborious tasks within contracting is the repetitive process of contract review, which often requires the contract to be read several times. The "Compare Versions" allows the supplier to quickly compare different versions of the contract, with all changes being made evident. Each addition "Download for Edit," and "Upload" creates an updated version based on date and time.

**TULLOW**
RAY ANDERSON | BASKET | HELP

Home Requests Orders Community Inventory Sourcing Suppliers Contracts Reports Setup

Test contract issues

Previous Version
[DOCX] Version 4 – 30 Sep 2024 @ 7:03 pm – Sam Fowler

Newer Version
[DOCX] Version 6.1 – 01 Oct 2024 @ 4:39 pm – Ray Anderson

Section 1 – Framework Agreement – Rev4 (Feb18)

(g) References to any LEGISLATION, or enactment shall include references thereto as varied, supplemented or replaced from time to time or, as applicable, as extended, re-enacted or amended.

(h) References to a person or entity include an individual, a body corporate, unincorporated association of persons (including a partnership, joint venture or consortium), government, state, agency, organisation and any other entity whether or not having separate legal personality and any executor, administrator, successor in law or permitted assignees of that person.

(i) The CONTRACT is not an exclusive contract to CONTRACTOR and COMPANY reserves the right to obtain the same or similar work from another **source:suppliers using similar and under:separate contractual arrangement:arrangements**

(j) The CONTRACT will be reviewed after 6 months should the suppliers performance fall behind. **This is contingent on Tullow providing the required support during that period. Supplier will also review this support after each month and confirm where Tullow and supplier can proactively collaborate to deliver the contract**

3. **CONTRACTOR TO INFORM ITSELF**

Any two versions can be easily compared using the software. Select the "Previous Version" and the "Newer Version," allowing the software to quickly highlight all changes without the need to read the entire document every time.

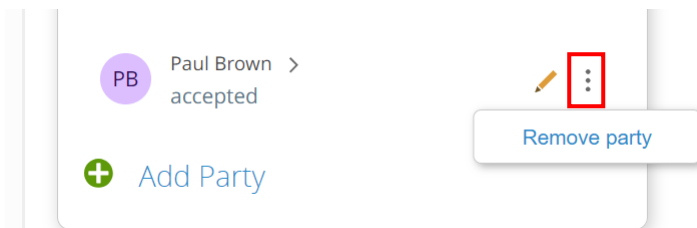
Redacted or deleted data is marked in Red with a strike through, and new text is shown in Green.

### 3) Uploading the Saved Version

Click on the Upload button to upload the revised version of the contract into the supplier contract portal. As a final check, use the compare versions to ensure that all the edits have been completed.

The Contract must be “shared” back to the Tullow Contract Advisor to complete the final part of the process, which includes a final review, acceptance of any tracked changes, review of any messages, and review of comments. If not returned the Contract Advisor is unable to move to this next step.

**Note:** When using additional stakeholders, on subsequent rounds of review, the contract will automatically route to that additional stakeholder, even if they don’t need to review the Contract again. They must again “Share” the document to complete the review process. Alternatively, use the “Remove Party” in the “Counterparties” section by clicking on the ellipses.



### 4) Accepting the Final version

As stated in “Uploading the saved version,” It is very probable that Tracked changes and Comments have been used during the negotiation. In order for the Tullow contract holder to complete the internal approval process it is necessary for the Final version of the contract to be prepared by accepting all redlines and addressing any comments.

The final “Clean version” is ready for internal approval; however, it is necessary for this clean version to be shared with the supplier before it is sent for Approval. Once the internal Approvals, and required reviews are completed, the contract is downloaded in PDF ready for the signature process.

During the CLM Process, it is recommended that any questions are initially raised with the Contract Advisor using either e-mail, or by using the message board within CLM.