



**SAP SRM SUPPLIER REGULATIONS**  
**(Regulations)**

**2019**

## 1. General description and purpose of Regulations

- Nordgold Management LLC
- Bissa Gold S.A.
- Societe des Mines de Taparko (SOMITA) SA
- Société Minière de Dinguiraye (SMD) S.A.

each being the member of Nord Gold SE group of companies (hereinafter Nordgold Group) use SAP SRM (as defined below) system via the link <https://procurement.severstal.com/iri/portal> for the purpose of establishing tender procedures related to selection of supplier of goods, work and services for Nordgold Group ongoing business needs.

Access to SAP SRM system allows System Participants (as defined below) to take part in tender procedures (for example: request for quotation, urgent procurement and single source procurement, etc.).

The purpose of tender procedures is to select a Supplier (as defined below) for provision of goods, work and services or market research in course of business activity of Nordgold Group.

To take part in tender procedures System Participants shall be registered in SAP SRM system in full conformity with this Regulations. The registration in SAP SRM system as well as access to Tenders in SAP SRM system is free and electronic signature is not required.

Once the potential System Participant has forwarded the request for registration in the System as per p. 3 of this Regulations, such Regulations shall be binding on such potential System Participant.

## 2. Definitions

**Administrator** – has the meaning described in p. 3.1 of this Regulations.

**Definitive Agreement** - the agreement, contract or specification, Annex, any other contractual document (in case the Nordgold Group company and Supplier have a valid framework agreement or contract) related to the supply or delivery of certain goods, work or services are the subject of the Tender.

**Nordgold Group** – Nord Gold SE and each of its respective subsidiaries consolidated within the most recent consolidated financial statements of Nord Gold SE at such time.

**Offer** – a commercial offer specified in RFX Response addressing to the fullest extent the data contained in RFX Request (as specified above in definition RFX Request).

**Potential Supplier** – a System Participant registered in the System and not qualified for submission of RFX Responses for Tenders;

**Qualification Questionnaire** – the document representing a list of questions for collecting data about the Potential Supplier and necessary to be completed by such Potential Supplier in order to pass the qualification procedure described in p. 3. below and subsequently qualify as Supplier.

**RFx Request** – the invitation to take part in Tender placed in the System and containing the following data:

- Material code as per Nordgold internal catalogue;
- Material description with Original equipment manufacturer (OEM) part number (if available);
- Quantity required;
- Required date of delivery;

**RFx Requester** – an employee or agent of Nordgold Group, who initiates and administers Tender in SAP SRM in order to select Supplier(s) as a Winner and to conclude with such Supplier a definitive agreement for supply of the goods or performance of work and services for Nordgold Group company.

**RFx Response** – submission of an Offer sent by the Supplier in response to RFx Request and may include comments related to RFx Request.

**SAP SRM or System** – electronic trading platform representing an automated supplier relationship management information system posted on the Internet and available via the link <https://procurement.severstal.com/irj/portal>.

**Self-Registration Questionnaire** - the document representing a list of questions for collecting data about the potential System Participant and necessary to be completed by such potential System Participant in order to be registered in the System.

**SLC (Supplier Lifecycle Management)** - a part of the System used for the purpose of verification of registration of potential System Participant in SAP SRM.

**Supplier (Business Partner)** – a System Participant registered in the System and qualified for submission of RFx Responses for Tenders.

**System Participant** – individual or organization registered in SAP SRM in accordance with this Regulations. The term System Participant includes the Potential Supplier and Supplier.

**Contact Person** – an authorized representative of the System Participant who is able to submit Offers for Tender as well as in any other way represent such System Participant in the System and all such actions and representations shall be legally binding for such System Participant. Having registered in the System the Contact Person acknowledges and confirms that he/she is authorized to act on behalf of the System Participant and by the actions of such Contact Person to bind this System Participant.

**Tender or RFx** – a comprehensive event for the Winner selection as described in p. 4. of this Regulations.

**Winner** – the Supplier selected by RFx Requester for entry into a definitive agreement for supply of the goods or performance of work and services for Nordgold Group company.

**Working Day** – the day (other than Saturday or Sunday), on which banks are opened for general business in the place of Nordgold Group Company, to which the goods, work or services shall be provided.

### **3. Methods and procedure for registration in SAP SRM system**

Registration in System is possible by the following means:

- self-registration and qualification (p. 3.1);
- contract data transfer (p. 3.2).

#### **3.1 Self-registration and qualification**

This means of registration is relevant for the organizations or individuals, who did not cooperate previously with Nordgold Group. Potential System Participant should send the request to [srm@nordgold.com](mailto:srm@nordgold.com) with the following data:

- Name of Company (short and full);
- Address of registration, including the country;
- Tax reference number;
- DUNS (Data Universal Numbering System) (if you have);
- Code of reason for registration of the company (if you have);
- E-mail and telephone number of the potential Supplier's Contact Person.

In response to request a link to Self-Registration Questionnaire is sent to potential System participant via e-mail indicated in the above request.

During registration process any potential System Participant must familiarize itself with Consent for Personal Data Processing in SAP SRM system. This Consent for Personal Data Processing is available in self-registration questionnaire.

When Self-Registration Questionnaire is filled in by the potential System Participant, it will be checked in SAP SRM including through SLC (Supplier Lifecycle Management) system.

In case at the moment of check of Self-Registration Questionnaire it appears that the potential System Participant has already been registered in the System, a notification of the refusal of registration is automatically sent to such potential System Participant.

In case at the moment of check of Self-Registration Questionnaire the potential System Participant is not registered in the System, the Self-Registration Questionnaire

is registered and the potential System Participant (provided the other data in the Self-Registration Questionnaire is correct and accepted by the Nordgold Group) gains access to the System. After checking and registration of the Self-Registration Questionnaire, a potential System Participant receives status of System Participant and will be registered in the System as Potential Supplier. The registration notification will be sent to the e-mail of the Contact Person of this System Participant indicated in Self-Registration Questionnaire, such notification will include a temporary login and password and Contact Person, which e-mail was indicated in Self-Registration Questionnaire, will receive the status of "Administrator of System participant's Personal Account" (or simply the "Administrator"). Within 31 days from the date of receipt of registration notification the System Participant must change temporary login and password, otherwise the account of such System Participant will be blocked.

Once the access to the System is received, "Administration" directory is available in SAP SRM for such Potential Supplier (the "Personal Account"). Through such Personal Account the Potential Supplier can receive information on all relevant Tenders, which are published by Nordgold Group. However, unless the Potential Supplier is qualified as Supplier in accordance with the below provisions of this Regulations, it is prohibited from submission of the Offers to any of the Tenders published by Nordgold Group.

Together with creation of Personal Account for Potential Supplier a Qualification Questionnaire is sent to the e-mail indicated by such Potential Supplier in Self-Registration Questionnaire. Such qualification procedure is used to collect information about the potential System Participant or qualified earlier Potential Suppliers (each 18 months period from the date of the initial qualification questioner submission to the System all Potential Suppliers receive the automatic notification to pass the qualification procedure to refresh data about it) with purpose of such access to tender and also to determine reliability of Potential Supplier. When qualification questionnaire is filled in, it shall be submitted to the System for further review of competent persons.

Potential Supplier receives status of Supplier after release of its account by competent person.

The status of Supplier will enables the System Participant to receive information on all relevant Tenders, which are published by Nordgold Group and submit the Offers to relevant Tenders published by Nordgold Group.

### **3.2 Suppliers data transfer from contract data**

This means of registration is relevant for the organizations or individuals who has or previously had a contractual relationship with Nordgold Group. In such case the Supplier record is created in SAP SRM as a result of automatic registration. For automatic registration the potential System Participant should send request to [srm@nordgold.com](mailto:srm@nordgold.com) with the following data:

- Name of Company (short and full);
- Address of registration including the Country;
- Tax reference number;

- DUNS (Data Universal Numbering System) (if you have);
- Code of reason for registration of the company (if you have);
- E-mail and telephone number of the Supplier's Contact Person.

Registration notification is sent to the indicated in the above request e-mail of the potential System Participant, such notification will include a temporary login and password. During 31 days participant must change temporary login and password.

The System Participant registered in accordance with this Regulations can create an unlimited number of authorized users, who are the Contact Persons. Each Contact Person is assigned its own login and password. To add new Contact Person the System Participant shall indicate the contact information (name, surname, e-mail, phone number) in Personal Account tab (this can be done either by the Administrator or when the above option is impossible, by means of request sent to [srm@nordgold.com](mailto:srm@nordgold.com) with indication of reason why the above option is unavailable to the System Participant).

Any changes related to the details of Contact Person shall be communicated to and agreed with Nordgold Group, then the System Participant shall assign to a new Contact Person login and password to enter to SAP SRM.

The System Participant is solely responsible for the content of information indicated by it in the System, including accuracy, completeness and actuality of such information. At any moment the System Participant can change the details related to corporate information about such System Participant in Personal Account in SAP SRM, the result of changes should be reflected into Personal Account of the System Participant.

If a System Participant ceased to exist in case of amalgamation, merger, demerger or any similar corporate reconstruction, the Contact Person of such System Participant shall inform Nordgold Group of this fact and new System Participant's personal Account shall be created.

If a System Participant is a parent company and wishes one of its subsidiaries to become a Supplier under this Regulations, then it shall create such subsidiary as new System Participant.

#### **4. The procedure of tenders (RFx)**

4.1 Tender or RFx (as it is called in the SAP SRM) is a process for selection of the Winner for the Nordgold Group initiated by the RFx Requester in relation to certain goods, work or services, and which includes the following information in SAP SRM: the description of goods, work or service, necessary quantity or scope, delivery terms, other necessary terms and information.

In the course of Tender, an RFx Requester by placing an RFx Request in SAP SRM invites Suppliers to take part in Tender by submitting their RFx Responses.

There are the following types of Tenders in SAP SRM:

- Single source procurement RFx – is a Tender for goods, work or services, which can be provided by single source (supplier) on the market (e.g., monopolist).
- Request for quotation - is a Tender for goods, work or services, which can be provided by several Suppliers. Such goods, work or services should have standard specification and volume, so more than one Supplier can provide Offer for these goods, work or services. The deadline for RFx Response in course of such type of Tender should not be less than 3 Working Days.
- Urgent procurement RFx – is a Tender for goods, work or services, which can be provided by several Suppliers however the such goods, work or services are necessary to be delivered or performed within the limited timeframes so the deadline for RFX Response cannot be more than 3 Working Days.

Tender can also be divided into restricted or public type:

- Restricted type – the RFx Request can be seen on SAP SRM only by those Suppliers, which were specifically invited to submit their Offers by RFx Requester.
- Public type – the RFx Request can be seen on SAP SRM by all System Participants and each Supplier can submit Offers to this type of RFx.

The Suppliers received invitation to take part in Tender are on equal conditions and will not be provided with any information about quantity of Tender participants and other commercial offers.

4.2 When the System Participant is registered with SAP SRM, the following information is available for it on tab “RFx and Auctions”:

- the number of public type of Tenders available in SAP SRM;
- Tender location (RFx);
- identity and data in respect of the Nordgold Group Company, on behalf of which the Tender is initiated;
- subject of Tender;
- start\end date of Tender;
- Tender currency;
- delivery location;
- list of items, required quantity;
- notes and attachments in regard to the Tender;
- additional information in regard to the Tender.

4.3 Once the public Tender is initiated, the information about the Tender is available in section "RFx and Auctions" appearing on SAP SRM dashboard of all System Participants.

SAP SRM automatically sends invitations to eligible System Participants invited to take part in the restricted Tender as of the day when the list of eligible System Participants is formed. Such invitations will not be sent automatically to all System Participants.

System Participants shall independently perform all actions connected with using the SAP SRM on a timely manner and in accordance to this Regulations.

4.4 To take part in Tender the Supplier must send RFx Response via filling in screen form and uploading necessary electronic documents in System. The RFx Response shall address all the requirements indicated in RFx Request. Any RFx Response of the Supplier sent via the System is considered as a binding Offer. Automatic confirmation is to be forwarded to the Supplier after the first RFx Response submission.

4.5 When the deadline for submission of RFx Response indicated in RFx Request has lapsed, no further RFx Responses from the Supplier are accepted to Tender. Until then the Supplier has the right to send any number of RFx Responses (each subsequent RFx Response will replace the previously submitted RFx Response) from any authorized Contact Persons in case it is set in advance by RFx Requester or requests for clarification related to Tender documents by means of comments to the RFx Response as well as by means of direct communication using the contact details of the RFx Requester indicated in Tender. For better clarity, should the RFx Requester engaged an option of multiple RFx Responses, each System Participant is entitled to submit for such RFx any number of RFx Responses from different Contact Persons.

When the deadline for submission of RFx Response indicated in RFx Request has lapsed, the RFx Requester has the right either to:

- select a Winner and close Tender. In this case the Suppliers sent RFx Response will receive a notification about the results of Tender. If the Supplier(s) is(are) selected as Winner(s) of Tender it(they) together with the notification of win it(they) will also be provided with indication of items (scope), related to which the Supplier(s) is(are) selected as Winner(s). Such notification to Winner shall be considered as acceptance of the binding Offer of such Winner. The suppliers, who lost the Tender, will get the notification about the losing.
- close Tender without selection of Winner. In such case all participating Suppliers will not receive automatic information about termination of Tender. For additional information Supplier should contact RFx Requester.
- declare a new stage of Tender. In such case the initial Tender will be closed and the Suppliers, who were selected by the RFx Requester during initial Tender are invited to take part in a new stage of Tender. RFx Requester is entitled to make changes to initial Tender and invite new Suppliers. All participating Suppliers will receive automatic information about conditions of new Tender.



For better clarity the Nordgold Group is entitled to terminate the Tender at any stage in full or in part.

4.6 Within 2 (two) Working Days after receipt by the Supplier of notification selecting it as a Winner of Tender, such Supplier must confirm to RFx Requester its readiness to perform commitment related to the Offer basing on which the Supplier was selected as a Winner in SAP SRM. In case RFx Requester does not get such confirmation from the Winner within the specified timeline it may upon its sole decision cancel the results of Tender and either declare the new Tender or select another Winner in regard to initial Tender.

In case of groundless refusal of confirmation or missing confirmation of the Offer, basing on which the Supplier was selected as a Winner in SAP SRM such Supplier cannot be allowed to take part in further Tenders of Nordgold Group on conditions chosen solely by Nordgold Group.

4.7 A Definitive Agreement with the Winner shall be executed physically in written form by the authorized representative of the Winner outside the System (in hard copy) and such Definitive Agreement shall reflect (and be based on) the same data as contained in the results of Tender.

## **5. Rights and responsibilities of System Participants and Nordgold Group**

5.1 No System Participant has access to the data of any other System Participant registered in SAP SRM.

5.2 By submission of request for registration to [srm@nordgold.com](mailto:srm@nordgold.com), a potential System Participant is considered to be familiar with current Regulations and hereby accepts all requirements and procedures indicated in such Regulations.

5.3 System Participant must insert its actual bank details on tab «Administration» in the System.

5.4 System Participant, through its Administrator, may create an unlimited number of Contact Persons in SAP SRM.

5.5 In order to create a Contact Person's record in SAP SRM, each System Participant must familiarize itself with Consent for Personal Data Processing and organize for acceptance (by means of clicking the relevant tab) by each Contact Person registered in the System.

5.6 Prior to creation of Contact Person's record in SAP SRM, a consent to processing of personal data shall be executed by each potential Contact Person.

5.7 The Contact Person record registration can be paused, cancelled or banned either in case such Contact Person breaches provisions of this Regulations or basing on the other grounds. In such case a Contact Person loses right to use SAP SRM.

5.8 Invitation to RFx via SAP SRM or registration of the Offer in SAP SRM shall not be considered as the acceptance of such Offer or any implicative actions aimed to accept the Offer.

5.9 System Participant is responsible for the accuracy of the information posted and forwarded by it while working in the System.

5.10 All actions performed by the Contact Person are recognized as actions of relevant System Participant.

5.11 In case of employee dismissal, who is the Contact Person, the relevant System Participant must notify Nordgold Group about this fact by sending the notification to [srm@nordgold.com](mailto:srm@nordgold.com).

**5.12. All System Participants must:**

- comply with the provisions of current Regulations while performing any actions in SAP SRM;
- indicate and upload to the System only reliable and relevant data and documents.

**5.13 Participants registered in SAP SRM are prohibited from:**

- disclosing any information received in course of usage of SAP SRM,
- change information about itself in the way that it becomes difficult to distinguish it from any other business entity or in a way that it represents any other business entity;
- posting on other websites or systems any information about the RFxs located in SAP SRM;
- transfer to the third parties (including the employees, who are not Contact Persons) the login and password for access to SAP SRM;
- posting the Offer, RFX Response or any attachments to RFX on websites other than SAP SRM website, using such the Offer, RFX Response or any attachments in any way other than for informational purpose;
- transferring of the Offer, RFX Response or any attachments to RFX to any third party other than the Contact Person;
- using any automation tools (scripts, robots, bots, etc.) to work in the System and/or download any data from the System;
- uploading of any documents or files with harmful or potentially harmful software, codes, application data, algorithms, any sort of viruses, or any similar objects to the System.

**5.14 Nordgold Group is entitled to (in addition to what is specified above in this Regulations):**

- use any data of System Participant uploaded to the System for internal analyze, monitoring and marketing research;
- check the reliability of information, which are uploaded by System Participant;

- without prior notice limit or restrict access to the System Participant's Personal Account in case of lengthy absence (more than 6 months) of usage by relevant System Participant of the SAP SRM. This is also applicable to the situation, when the System Participant failed to submit one RFX Response within one calendar year period;
- without prior notice limit or restrict access to the System Participant's Personal Account in case abnormal activity is detected (including but not limited to usage of automation tool during work in the System and/or download any data from the System and/or upload any harmful objects to the System);
- without prior notice limit or restrict access to the System Participant's Personal Account for non-compliance with the provisions of this Regulations until the violations are completely eliminated;
- unilaterally update, upgrade or make any changes to the System and this Regulations. Such changes come into force 3 days after the publication of a new version of the Regulations on: <http://nordgold.com/suppliers-information/>

## **6. Support**

- in case of questions related to technical part, System Participant or potential System Participant shall send request to [srm@nordgold.com](mailto:srm@nordgold.com);
- in case of questions related to commercial part, System Participant shall contact RFX Requester.