

A GUIDE TO TRANSFER OF A FRAMEWORK AGREEMENT WITH AMGROS TO ANOTHER SUPPLIER

In this guide, we describe what you as a supplier must do and which requirements you must comply with if you wish to transfer an existing framework agreement with Amgros to another supplier.

Request for change

Changes as to who "has" the framework agreement always require the consent of Amgros.

Therefore, if you want to transfer a framework agreement to another supplier, you must send Amgros a request to amend the framework agreement. The request must be sent to Amgros no later than 4 weeks before the transfer is to take effect.

The request must be sent by email to udbud@amgros.dk.

Amgros is under no obligation to consent to the request.

Amgros will process the request as soon as possible. In this connection, we are of course aware that the supplier often wants quick feedback.

Below we have described the requirements which both the supplier who transfers the framework agreement and the new supplier must comply with. Please note that the agreement cannot be transferred until all requirements have been met.

What information should the request contain?

A request for change must always include the following information:

- Year, tender group, and tender number of the framework agreement to which the request relates
- Item number of the item to which the request relates
- Active substance of the item
- Pharmaceutical form of the item
- Strength of the item
- Pack size of the item
- Transfer document signed by the supplier who was originally awarded the framework agreement with Amgros and the supplier to whom the framework agreement is to be transferred. The document must

state the date on which the requested transfer, if applicable, takes effect. It must also be stated that both suppliers have approved the requested transfer.

- Contact information for the new supplier (full name, address and CVR number/VAT Number/Company Registration Number and contact person for the transfer).
- Information about whether there will be a change, e.g. item number, distributor or similar because of the desired transfer of the framework agreement.
- Confirmation that the item is on www.medicinpriser.dk from the date the desired transfer takes effect.
- Justification for the desired transfer of the framework agreement.

ESPD documentation requirements and company authorization

- The new supplier to which the agreement is intended to be transferred must deliver ESPD documentation as soon as possible. The documentation must be uploaded via Amgros' Supplier and Tendering Portal under "Mine firmasider". Excluded from this is documentation of criminal offenses for the company's management members and persons with similar powers. This documentation should be sent encrypted to the email address espd@amgros.dk.
- For Danish suppliers, the company can upload a serviceattest (a service certificate) issued by Erhvervsstyrelsen (the Danish Commerce Agency). The service attest contains documentation that the company is not covered by the mandatory grounds for exclusion in section 135, subsection 1 and 3 of the Public Procurement Act (criminal information and debt to the public in relation to tax, duties, or social security contributions).
- For non-Danish suppliers, the company must upload equivalent documentation issued by the relevant national authority. The documentation must contain information on:
 - the supplier (company) within the past 5 years has been convicted by final judgment or has adopted a fine for infringement of the mandatory grounds for exclusion.
 - the company has unpaid overdue debts of DKK 100,000 or more to public authorities in relation to taxes, duties, or social security contributions under Danish law or under law of the country where the tenderer is established.
 - members of the board of directors, management and the supervisory board within the past 5 years have been convicted or fined by final judgement for infringement of grounds for exclusion, see article 135 (1, 2) of the Public Procurement Act.
Please note that ESPD documentation containing personal data (e.g. criminal records) must be sent to the e-mail address espd@amgros.dk. This information should be sent encrypted.
- If Amgros has already received the new supplier's ESPD documentation when the supplier in question has submitted an offer for a previous tender, Amgros will reuse this documentation.
- The new supplier, *if Danish*, must upload a valid company authorization to manufacture/import medicines as soon as possible (Section 39 of the Medicines Act) issued by the Danish Medicines Agency on "Mine firmasider".
- The new supplier, *if a non-Danish entity*, must upload a valid company authorization to manufacture/import medicines as soon as possible issued by the national authority in the country, in which the company is resident.

If the request concerns multiple items, the information must be provided for each of those items.

Other requirements that the new supplier must comply with

- Amgros' Responsible Person (RP) for GDP must approve that the new supplier and its distributor/wholesaler have the necessary authorizations to manage and sell the medicines to be transferred. The approval takes place at the item number level.
- The new supplier must confirm that they have a signed agreement with a distributor/wholesaler, so that an order flow can be set up for the medicines to be transferred.

Other useful information

If Amgros accepts the desired transfer and provided that all requirements described in this guide are met, this means that the new supplier "takes over" the framework agreement with Amgros. As of the date on which the transfer takes effect, Amgros is therefore entitled to purchase the goods in question from the new supplier on the terms set out in the framework agreement.

Where can I read more?

The rule on the transfer of the framework agreement is in section 30 of the framework agreement ("Overdragelse" ("Transfer")). This guide is a practical guide on how to apply the rule in section 30.2 of the framework agreement.

We therefore refer to section 30 of the framework agreement for more information. You are of course welcome to contact Amgros.
