Annexure 06

1. Transition Responsibilities of the Service Provider

The Transition plan must be exhaustive and inter-alia includes:

- Perform an Initial wall to wall inventory of all project related assets (Hardware and Software) as per RFP annexure 02.
- Takeover operational ownership of Assets.
- Assume operational ownership of the software licenses to the Service Provider. Renewal of Third-Party Contracts and All licences to be procured during the Transition period and during the tenure of the contract need to be detailed out in the document.
- Develop and implement required plans, as well as the operational Transition Management processes required to implement the Transition Plan.
- Update and Improve the functional, system, technical and process documentation of the existing applications and processes necessary for continued operation and maintenance of the services
- Provide the Program and Project Management associated with the above activities.

2. Transition Plan

i. The transition plan will identify the objectives, scope, and all of the transition tasks to be performed, the completion date for each transition task, the acceptance criteria to be applied by ESIC in evaluating transition deliverables, the allocation of responsibilities between the Parties, the specific requirements from the current service provider and ESIC and all other pertinent details.

ii. The Transition Plan will show the required information for the Transition project as a whole and separately and detailed for every service . Any revisions to the Transition Plan should be communicated in advance to ESIC and get the same approved by ESIC.

iii. Until completion of Transition, Service Provider will, acting reasonably, update and develop the Transition Plan, including addressing the items specified in the Transition Responsibilities Annexure and the impact of issues identified by either Party. Service Provider will also make changes to the Transition Plan as reasonably requested by ESIC from time to time.

iv. Change in the Transition Plan, which has obligations on ESIC will be done with ESIC's approval.

v. As part of the RFP Response, the Service Provider will submit a broad Transition Plan Description. Service Provider will submit, for ESIC acceptance, an updated and comprehensive Transition Plan to ESIC before the start of the transition.

3. <u>Transition Plan Details</u>

The transition plan shall contain:

i. Overall methodology and approach to complete the Transition including the various Transition phases / milestones and dates of the phases / milestones relative to the Project Commencement Date.

ii. For each of the milestones, the Service Provider should define a list of entry criteria, exit criteria (which may or may not be a deliverable) and quality gates. ESIC or a dedicated team of experts on its behalf will review the list as well as suggested formats for transition deliverables during the transition planning stage that will have to be incorporated by the SP.

iii. Transition Project Plan*

    a.   Service Provider will develop a detailed project plan as part of the Transition Plan, which will detail the specific tasks and activities to be performed as part of the Transition, including the name of each task or activity, the start and stop dates, the required resources, the dependencies between tasks, and the completion percentage ("Transition Project Plan").

    In the Transition Plan Service provider need to put roles of all stakeholders, SI, old/incumbent vendor and ESIC. This need to be further reviewed and approved by ESIC. This will ensure a complete and integrated approach to Transition planning and Project Management.

iv. A Gantt chart or similar representation reflecting a high-level overview of the Transition Project Plan should also be provided to ESIC.

v. Major Deliverables within each milestone, necessary for the effective transfer of each function, that the Service Provider will present to ESIC for acceptance, including

    a.   Major deliverables ("**Transition Deliverables**")

    b.   Formats for each of the deliverables

    c.   The acceptance criteria relating to each of the Transition Deliverables ("**Transition Deliverable Acceptance Criteria**")

vi. For each major milestone, a description of the manner in which the Service Provider will work with ESIC and Current service provider to facilitate seamless transfer of the Service (and clearly identify the risks it envisages and how its solution and approach mitigates the impact of these risks)

vii. A list of key assumptions, risks and constraints made by Service Provider in building the transition plan

viii. The methodology for knowledge transfer between current service provider personnel and Service Provider's personnel that will subsequently be responsible for the function, including:

    a. The detailed timing of knowledge transfer activities, including identifying the knowledge assets, defining the transfer approach, interview schedules, shadowing requirements, and so forth

    b. The methodology and timing for capturing knowledge assets, documenting these assets, and making them available to the Service Provider's Personnel and ESIC

    c. Details on the timing and method for the Service Provider to report to ESIC the progress of knowledge transfer

    d. The processes and methods the Service Provider will use to help ESIC validate that a successful knowledge transfer has occurred such as specific exit criteria

    e. A detailed description of the effort required from the current service provider and ESIC to support the knowledge transfer process by phase / week / month of the Transition

ix. The roles and responsibilities of the Parties (ESIC and Current service provider) during the Transition Period such that for all tasks for which Service Provider identifies as Current service providers and ESIC's responsibilities, Service Provider will describe the level of effort anticipated.

x. SP's description of how to handle insufficiently documented systems, including operational documentation

xi. The Security, IT Service Continuity Management (ITSCM), recovery and contingency plan considerations, activities, and Service Provider's commitments thereto during the Transition, including the SP's description of how access to critical infrastructure will be restricted to authorized Service Provider Personnel

xii. Provisions concerning the oversight of the Transition processes to follow or supplement and enhance those provided in Governance Schedule of the Draft Contract.

xiii. The definition of skill profiles to which Service Provider Personnel will comply and the proposed recruitment cycle, on-boarding, and training plan (if any)

4. <u>Transition Risk Management Plan</u>

i. The Service Provider shall identify potential risks, set out possible mitigation approaches, and identify specific tasks the Service Provider will undertake to help avoid identified risks connected with the Transition in order to provide for rapid recovery in case of any Incidents. In addition, Service Provider will clearly identify and promptly report to ESIC any risks identified and those mitigations that ESIC is responsible for implementing.

ii. Service Provider shall use a Risk Management Framework to help identify and categorize the potential impact and probability of its occurrence (low or remote / medium or possible / high or likely) to allow ESIC to provide objective and subjective assessments of the transition risk.

iii. Service Provider will maintain a Transition Risk Management Plan until all risk mitigation actions have been completed.

iv. Indicative details in the Risk Management Plan to be submitted to ESIC before the start of transition and kept up to date:

a. Risk Description

b. Existing Controls

c. Probability

d. Impact

e. Impact Description

f. Responsible Party

g. Risk Response

h. Action Plan

      i. Contingency Plan

5. <u>Transition Management</u>

Transition Team

i. Service Provider will appoint a senior project manager who will have overall responsibility for the management, performance, and delivery of Transition and who will be a dedicated escalation point of contact for ESIC in respect of Transition ("**SP Transition Manager**"). The Transition Manager will be qualified in an industry-standard project management methodology, qualified in the SP's quality management system(s) and have detailed knowledge of the Agreement.

ii. Service Provider should deploy a transition team sufficiently staffed and experienced to manage the Transition Services The transition team shall be staffed with experienced project managers to handle the individual services.

6. <u>Managing and Monitoring Transition</u>

Service Provider will be responsible for managing, monitoring and implementing Transition, including:

i. Proactively identify, monitor and manage any significant risks or issues in relation to Transition, including:

    a. Further develop and update the Transition Risk Management Plan for risks identified through Transition.

    b. Institute formal risk mitigation strategies.

    c. Take appropriate preventive measures.

    d. Develop contingency plans for rapid recovery from actual or potential Incidents.

ii. Manage (including project managing), coordinating and planning all aspects of Transition (whether performed by Service Provider, ESIC, or current service provider or any Third Party).

iii. Monitor progress of all Transition tasks and responsibilities ((whether performed by Service Provider, ESIC, or current service provider or any Third Party) against the Transition Plan and promptly escalate to ESIC any failures (or potential failures) to perform any tasks or responsibilities, including failures by ESIC or Third Parties.

iv. Resolve any Incidents or Problems that arise with respect to Transition.

v. Define an escalation process to be used if there is a failure in any part or component of Transition.

vi. Establish, as soon as practicable, the necessary communications and interfaces between Service Provider, ESIC, current service provider, the Authorized Users, and Third Parties performing services that will be replaced by the Services on the relevant Effective Date of Project Commencement.

Reports

i. Service Provider will provide ESIC with a detailed progress report weekly during Transition. This report will describe the following:

a. An executive level summary of the Transition progress to date, including an updated summary project plan and project highlights

b. An updated Gantt chart detailing the status of key Transition activities

c. A listing of all Transition Deliverables and Transition Milestones, including acceptance status, the estimated time to completion, days overdue, contract completion date, and actual completion date and comments, as well as a report identifying the status of all Transition Milestones (for example: red, amber, green)

d. A listing of all unresolved issues related to the execution of the Transition Plan, including those for which ESIC has primary responsibility, along with due dates, priority, responsible party, and an assessment of the potential and actual business impact and impact to the Transition Plan

e. Status of the any risks, including those identified in the Transition Risk Management Plan, as well as the steps being taken to mitigate such risks

ii. During Transition, Service Provider will keep the ESIC informed of the current status of the Transition Plan activities through reports, proactive discussions, and the proactive sharing of information.

Meetings and Governance

i. In addition to any governance meetings described in the Governance Schedule of Draft Contract, the Project Directors (and their designees) will meet at least twice every month until completion of the Transition in order to review the status of the Transition and take appropriate action.

ii. The Service Provider and ESIC Transition Managers will meet on twice a week basis (or more frequently as required by ESIC) during Transition to review the status of Transition and to ensure that the objectives of Transition are being met.

   i.   Service Provider will be liable for liquidated damages in the event Service Provider fails to achieve Transition Milestones as per the timelines defined in the RFP.