

EEA Client to Clyde & Co Onward Transfer Arrangement	
Application of this arrangement	This Client to Clyde & Co Onward Transfer Arrangement applies automatically to each Client to Clyde & Co Onward Transfer.
Client to Clyde & Co Onward Transfer	<p>A <i>Client to Clyde & Co Onward Transfer</i> is a transfer of personal data:</p> <ul style="list-style-type: none"> by, or on behalf of, one of our clients (<i>Onward Transfer Client</i>) that is a party, in the role of <i>data importer</i>, to the EU's standard contractual clauses for the transfer of personal data from the European Union to third countries (controller to controller transfers) set out in Commission Decision 2019/914/EU in respect of that personal data (<i>Originating EU Controller to Controller Model Clauses</i>); to a Clyde & Co Entity, <p>which, but for the application of this Client to Clyde & Co Onward Transfer Arrangement to the transfer, would constitute a breach by the Onward Transfer Client of the Originating EU Controller to Controller Model Clauses.</p>
Clyde & Co Entities	Clyde & Co LLP together with any entity (including any partnership, company, limited liability partnership or other body corporate or unincorporate) established or practising in any jurisdiction and authorised by Clyde & Co LLP to include in its name 'Clyde & Co' or 'Beaumont & Son' or to describe itself as 'in association with' Clyde & Co LLP.
Additional clauses that apply in respect of the Client to Clyde & Co Onward Transfer	<p>The standard contractual clauses for the transfer of personal data to third countries, Module One: Transfer controller to controller, set out in Commission Decision 2021/914/EU (2021 Controller to Controller Model Clauses) shall apply and a copy of which can be found at: https://eur-lex.europa.eu/legal-content/EN/TEXT/PDF/?uri=CELEX:32021D0914&from=EN</p> <p>This Client to Clyde & Co Onward Transfer Arrangement supplements any other arrangements the Onward Transfer Client and the Clyde & Co Entity have in place in relation to the processing of personal data – such as the data protection provisions set out in the Clyde & Co Entity's Terms of Business.</p> <p>To the extent that there is any conflict or inconsistency between the terms of the EU Controller to Controller Model Clauses and any other arrangement that the Onward Transfer Client and the Clyde & Co Entity have in place in relation to the processing of personal data, the terms of the EU Controller to Controller Model Clauses shall take precedence.</p>
Completing the details needed for the 2021 Controller to Controller Model Clauses:	<p>For the purposes of the 2021 Controller to Controller Model Clauses:</p> <ol style="list-style-type: none"> the Onward Transfer Client will be the <i>data exporter</i> and the Clyde & Co Entity will be the <i>data importer</i>; Clause 7 (Docking clause) of the 2021 Controller to Controller Model Clauses shall not apply; under Clause 8.8 (Onward Transfers), the <i>data exporter</i> agrees that the <i>data importer</i> may disclose personal data to the third parties described in Annex I B;

	<p>4. the optional wording set out in Clause 11(a) (Redress) of the 2021 Controller to Controller Model Clauses shall not apply;</p> <p>5. Clause 17 (Governing law), Module One: Transfer Controller to Controller, OPTION 1 of the 2021 Controller to Controller Model Clauses shall apply with the specified law for that Clause being Ireland;</p> <p>6. under Clause 18 (Choice of forum and jurisdiction), Module One: Transfer Controller to Controller, (b), the specified courts shall be the courts Ireland;</p> <p>7. the list of parties, description of transfer and identification of the competent supervisory authority for the purposes of Annex I contained within the Appendix to the 2021 Controller to Controller Model Clauses are as set out in Table 2; and</p> <p>8. the description of the technical and organisational security measures implemented by the <i>data importer</i> for the purposes of Annex II contained within the Appendix to the 2021 Controller to Controller Model Clauses are as set out in Table 3.</p>	
<p>Contact points for data protection enquiries</p>	<p>DATA IMPORTER</p> <p>Clyde & Co has a data protection officer whose job is to oversee the Clyde & Co Entities' data protection compliance. The data protection officer can be contacted by sending:</p> <ul style="list-style-type: none"> • an email to: dataprotectionofficer@clydeco.com • a letter to: The Data Protection Officer, Clyde & Co LLP, The St Botolph Building, 138 Houndsditch, London EC3A 7AR, United Kingdom. 	<p>DATA EXPORTER</p> <p>The Onward Transfer Client's data protection compliance function.</p> <p>Please contact the data importer for the contact details of the Onward Transfer Client's data protection compliance function.</p>

<p>Table 2: Annex I contained within the Appendix to the 2021 Controller to Controller Model Clauses</p>	
<p>Annex I A: List of parties</p>	
<p>Data exporter</p>	<p><i>Name:</i> As stated in our terms of engagement <i>Address:</i> As stated in our terms of engagement <i>Data protection contact name, position and contact details:</i> As stated in the table above <i>Activities relevant to the data transferred under the 2021 Controller to Controller Model Clauses:</i> As stated in Annex I B of this table <i>Role:</i> Controller</p>

Data importer	<p><i>Name:</i> As stated in our terms of engagement</p> <p><i>Address:</i> As stated in our terms of engagement</p> <p><i>Data protection contact name, position and contact details:</i> As stated in the table above</p> <p><i>Activities relevant to the data transferred under the 2021 Controller to Controller Model Clauses:</i> As stated in Annex I B of this table</p> <p><i>Role:</i> Controller</p>
Annex I B: Description of transfer	
Categories of data subjects whose personal data is transferred	<p>The personal data transferred under the Client to Clyde & Co Onward Transfer Arrangement will concern one or more of the following categories of data subjects:</p> <ul style="list-style-type: none"> • individuals that work for, own or represent the Onward Transfer Client; • individuals that work for, own or represent the Onward Transfer Client's service providers; • individuals that are either directly or indirectly involved or connected with, or relevant to, a matter on which Clyde & Co is advising the Onward Transfer Client (either directly or indirectly); and • individuals whose details are transferred to Clyde & Co in connection with our role as the legal representative of the Onward Transfer Client.
Categories of personal data transferred	<p>The Client to Clyde & Co Onward Transfer Arrangement will include the transfer of one or more of the following categories of personal data:</p> <ul style="list-style-type: none"> • individual details – name, address (including proof of address), other contact details (e.g. email and telephone numbers), gender, marital status, date and place of birth, nationality, employer, job title and employment history, and family details, including their relationship to the data subject; • identification details – identification numbers relating to the data subject issued by government bodies or agencies, such as national insurance numbers, social security numbers, passport numbers, tax identification numbers and driving licence numbers; • financial information – bank account or payment card details, income or other financial information about the data subject; • matter details – information about the data subject which is relevant to a matter on which Clyde & Co is advising the Onward Transfer Client; • credit, anti-fraud and sanctions data – credit history, credit score and • information received from various anti-fraud and sanctions databases • relating to the data subject; and • identifiers – information which can be traced back to the data subject, such as an IP address, a website tracking code or electronic images of the data subject.
Sensitive data transferred (if applicable) and applied restrictions or safeguards that fully take into consideration the nature of the data and the risks involved,	<p>Where relevant, the Client to Clyde & Co Onward Transfer may include the transfer of the following categories of sensitive data:</p> <p><u>Special categories of personal data:</u> information about health, racial or ethnic origin; political opinions, religious or philosophical beliefs; trade union membership; genetic and biometric data; and information about a person's sex</p>

<p>such as for instance strict purpose limitation, access restrictions (including access only for staff having followed specialised training), keeping a record of access to the data, restrictions for onward transfers or additional security measures</p>	<p>life or sexual orientation, in each case where relevant to the purposes of the transfer.</p> <p><u>Criminal convictions data</u>: information relating to criminal convictions and offences.</p> <p>Please contact the <i>data importer</i> for further details about restrictions and safeguards in place for the sensitive data transferred.</p>
<p>The frequency of the transfer (e.g. whether the data is transferred on a one-off or continuous basis)</p>	<p>The personal data is transferred to the <i>data importer</i> as required in order for legal services to be provided by the <i>data importer</i> to the <i>data exporter</i>.</p>
<p>Nature of the processing</p>	<p>Personal data will be processed in any way required in order to fulfil the purposes for which it was transferred, but only to the extent necessary for the purposes of the data transfer (as set out below).</p>
<p>Purpose(s) of the data transfer and further processing</p>	<p>The Client to Clyde & Co Onward Transfer is made for one or more of the following main purposes:</p> <ul style="list-style-type: none"> • to provide the Onward Transfer Client with legal advice and related services; • to carry out relevant credit checks; • to manage and develop Clyde & Co's business with the Onward Transfer Client, which may include using the personal data for marketing purposes where relevant; and • to comply with the Clyde & Co Entity's, and the wider Clyde & Co group's, legal and regulatory requirements. <p>Full details of the purposes for which the Clyde & Co Entity may use the personal data are set out in the Clyde & Co privacy notice, a copy of which can be found at www.clydeco.com/help/privacy.</p>
<p>The period for which the personal data will be retained, or, if that is not possible, the criteria used to determine that period</p>	<p>The personal data will be retained by the <i>data importer</i> in accordance with its global data retention policy which categorises all of the information held by it and specifies the appropriate retention period for each category of information. Those periods are based on the requirements of relevant data protection laws and the purpose for which the information is collected and used, taking into account legal and regulatory requirements to retain the information for a minimum period, limitation periods for taking legal action, good practice and our business purposes.</p>
<p>For transfers to (sub-) processors, also specify subject matter, nature and duration of the processing</p>	<p>The personal data may be disclosed by the Clyde & Co Entity to a number of third parties in connection with the purposes of the Client to Clyde & Co Onward Transfer – including to the Clyde & Co Entity's service providers and to other Clyde & Co Entities.</p> <p>Full details of the recipients to which the personal data may be disclosed are set out in the Clyde & Co privacy notice, a copy of which can be found at www.clydeco.com/help/privacy.</p>

Annex I C: Competent Supervisory Authority

Identify the competent supervisory authority/ies

The supervisory authority with responsibility for ensuring compliance by the *data exporter* with Regulation (EU) 2016/679 as regards the data transfer is the supervisory authority in the country where the data exporter is located.

Table 3: Annex II contained within the Appendix to the 2021 Controller to Controller Model Clauses

Annex II: Technical and organisational measures including technical and organisational measures to ensure the security of the data

Description of the technical and organisational measures implemented by the data importer(s) (including any relevant certifications) to ensure an appropriate level of security, taking into account the nature, scope, context and purpose of the processing, and the risks for the rights and freedoms of natural persons

- We have opportunistic TLS Encryption in transit in place.
- We have an ongoing review process to identify evolving threats and develop mitigations.
- Clyde & Co maintains disaster recovery and business continuity plans that are reviewed and tested periodically.
- We maintain a Cyber Essentials Plus certification. This involves us submitting to an annual external assessment.
- We schedule qualified external penetration testers on an annual basis and also carry out penetration testing on suppliers where this is appropriate.
- We use active directory to identify and authorise users to access our systems and infrastructure. As part of our authorisation processes, remote users also authenticate using multi-factor authentication.
- We implement various physical controls at Clyde & Co, which include but are not limited to token controlled access gates, manned entry/exit points, CCTV, coded locks on doors and alarms.
- We have a security information and event measurement system which collects and analyses event logs in order to identify exceptional events (e.g brute force attacks) and allow the appropriate action to be taken.
- Clyde & Co implement industry best practice, manufacturer guidelines and standards to implement robust secure configurations.
- We have information security policies and procedures based on industry best practice and international standards, in order to ensure the security of our systems.
- We assess the security posture of suppliers using a risk based assessment procedure.

Please contact the *data importer* for further details.