

## Appendix 1

### Spencer Stuart Entities – Updated as of 9 December 2020

Please note that the email address for each of the following entities is [privacy@spencerstuart.com](mailto:privacy@spencerstuart.com). Our Privacy inbox is handled and accessible by our global legal team by directing incoming emails to the appropriate regional legal team.

#### *Exporters*

<b>Spencer Stuart International B.V.</b> Company Number: 30118706	<b>Netherlands</b>
<b>Spencer Stuart (Scandinavia) A.B.</b> Company Number: AB 556271-2884	<b>Sweden</b>
<b>SS Management Consulting GmbH</b> Company Number: FN 58957 b	<b>Austria</b>
<b>Spencer Stuart Start Austria GmbH</b> Company Number: FN 506349g	<b>Austria</b>
<b>Spencer Stuart Star Hungary Kft. odštěpný závod</b> Company Number: 08055114	<b>Czech Republic</b>
<b>Spencer Stuart &amp; Associates B.V.</b> Company Number: CH-112.805.382	<b>Netherlands</b>
<b>Spencer Stuart Poland sp z.o.o.</b> Company Number: KRS 58478	<b>Poland</b>
<b>Spencer Stuart Star Poland sp. z.o.o.</b> Company Number: 0000743861	<b>Poland</b>
<b>Spencer Stuart &amp; Associates GmbH</b> <b>Company Number: HRB 7184</b>	<b>Germany</b>
<b>Spencer Stuart Star Germany GmbH</b> Company Number: HRB 254152	<b>Germany</b>
<b>Spencer Stuart Star Hungary Kft.</b> Company Number: 01-09-337809	<b>Hungary</b>
<b>Spencer Stuart Italia S.R.L.</b> Company Number: MI-1098093	<b>Italy</b>
<b>Spencer Stuart International P/S</b> Company Number: 32304761	<b>Denmark</b>

<b>Spencer Stuart International ApS</b> Company Number: 32304761	<b>Denmark</b>
<b>Spencer Stuart S.A.S.</b> Company Number: 672030574	<b>France</b>
<b>Spencer Stuart Consejeros de Dirección S.A.</b> Company Number: A-28/555910	<b>Spain</b>
<b>Spencer Stuart Star Spain S.L.U.</b> Company Number: 639392	<b>Spain</b>
<b>Spencer Stuart Management Consultants N.V.</b> Company Number: 0406-981-316	<b>Belgium</b>
<b>Spencer Stuart International AS</b> Company Number: 915692672	<b>Norway</b>
<b>Spencer Stuart International Ireland</b> Company Number: 565616	<b>Ireland</b>
<b>Spencer Stuart Star Ireland Ltd.</b> Company Number: 639392	<b>Ireland</b>
<b>Merc Partners Ltd. Ireland</b> Company Number: 326397	<b>Ireland</b>
<b><i>Importers</i></b>	
<b>Spencer Stuart Management Consultants N.V.</b> Company Number: 10650 (0)	<b>Curaçao</b>
<b>Spencer Stuart &amp; Associates B.V. (Zurich Branch)</b> Company Number: CHE-105.840.002	<b>Switzerland</b>
<b>Spencer Stuart &amp; Associates B.V. (Geneva Branch)</b> Company Number: CHE-112.805.382	<b>Switzerland</b>
<b>Spencer Stuart Management Consultancy Ltd.</b> Company Number: 804608	<b>Turkey</b>
<b>Spencer Stuart South Africa (Pty.) Ltd.</b> Company Number: 1993/01515/07	<b>South Africa</b>
<b>Spencer Stuart India (Private) Ltd.</b> Company Number: U74140MH2005PTC157008	<b>India</b>
<b>LDHR Services India Limited</b>	<b>India</b>

Company Number: AAO-8767

**Spencer Stuart & Associates (Singapore) PTE Limited**  
Company Number: 19-9603520-M

**Singapore**

**Singapore**

**Spencer Stuart Star Singapore PTE Ltd.**  
Company Number: 201906833C

**Spencer Stuart (Middle East) Ltd.**  
Company Number: CL0450

**U.A.E.**

**Spencer Stuart Star Consulting (DIFC) Limited**  
Company Number: CL 3219

**U.A.E.**

**Spencer Stuart & Associates Ltd.**  
Company Number: 20/04792780

**Hong Kong**

**Spencer Stuart Professional Consulting (Beijing) Co., Ltd.**  
Company Number: 9111010579755101XY

**P.R.C. Beijing**

**Beijing Branch of Spencer Stuart Star Enterprise Management (Shanghai) Co., Ltd.**  
Company Number: 9111010MA01KBTU7F

**P.R.C. Beijing**

**Spencer Stuart Human Resources Consultancy (Shanghai) Co., Ltd.**  
Company Number: 310103681008242  
913100006810082426

**P.R.C.  
Shanghai**

**Spencer Stuart Star Enterprise Management (Shanghai) Co., Ltd.**  
Company Number: 91310000MA1FPEAJ61

**P.R.C.  
Shanghai**

**Esaress Australia Pty, Ltd.**  
Company Number: ABN 12000824313

**Australia**

**Spencer Stuart Star Australia Pty, Ltd.**  
Company Number: 2 163 1522 408

**Australia**

**Spencer Stuart Star Australia Pty. Ltd.**  
Company Number: 7511596

**New Zealand**

**Spencer Stuart Star Malaysia SDN. BHD.**  
Company Number: 1315772-U

**Malaysia**

**Spencer Stuart Star (Thailand) Co., Ltd.**  
Company Number: 0105562086530

**Thailand**

**Kincentric (Thailand) Co., Ltd.**  
Company Number: 0105556000394

**Thailand**

<b>Spencer Stuart Japan Ltd.</b> Company Number: 69-172-7291	<b>Japan</b>
<b>Spencer Stuart Star Japan GK</b> Company Number: 0104-03-020407	<b>Japan</b>
<b>Spencer Stuart &amp; Associates (Canada) Ltd.</b> Company Number: 768237-9	<b>Canada</b>
<b>Spencer Stuart Star Canada Inc.</b> Company Number: 11223976-7	<b>Canada</b>
<b>Esaress International Group, Inc.</b> Company Number: 0098663	<b>U.S.</b>
<b>Spencer Stuart Star USA Inc.</b> Company Number: 4229669	<b>U.S. &amp; Puerto Rico</b>
<b>SSI (U.S.) Inc.</b> Company Number: 2138518	<b>U.S.</b>
<b>Spencer Stuart S.de R.L. de C.V.</b> Company Number: SST000524L57	<b>Mexico</b>
<b>Spencer Stuart Star Management Mexico S. de R.L. de C.V.</b> Company Number: SSS190315KP9	<b>Mexico</b>
<b>Spencer Stuart Star Management Mexico, S. De R. L. De C.V. Sucursal</b> Company Number: 03114395	<b>Colombia</b>
<b>Spencer Stuart International Ltda.</b> Company Number: 21480	<b>Chile</b>
<b>Spencer Stuart Star Chile SpA</b> Company Number: 59.282.240-7	<b>Chile</b>
<b>Spencer Stuart Consultores Gerenciais Ltda.</b> Company Number: 35219327768	<b>Brazil</b>
<b>Spencer Stuart Star Consultoria em Gestao Empresarial Brasil Ltda.</b> Company Number: 190006752941	<b>Brazil</b>
<b>Spencer Stuart Argentina S.A.</b> Company Number: 10841	<b>Argentina</b>
<b>Spencer Stuart Andina S.A.S.</b> Company Number: 67203057400038	<b>Colombia</b>
<b>LLC Spencer Stuart International</b> Company Number: 1137746734905	<b>Russia</b>

<b>Spencer Stuart &amp; Associates Ltd.</b> Company Number: 703962	<b>U.K.</b>
<b>Spencer Stuart Star UK Ltd.</b> Company Number: 11805666	<b>U.K.</b>
<b>Spencer Stuart Star Saudi Ltd.</b> Company Number: 1010625503	<b>Saudi Arabia</b>
<b>Spencer Stuart Peru SAC</b> Company Number: 1158955	<b>Peru</b>

## Appendix 2

### SPENCER STUART DATA PROTECTION STANDARDS

*The Spencer Stuart Group (“Spencer Stuart”) is the leading firm of choice in the provision of executive search, leadership advisory, human resources and employee engagement services among top companies seeking guidance and counsel on their senior leadership and organisational needs.*

*Given the importance of safeguarding your Personal Data and ensuring that its processing in the context of our service offerings is done in a fair, accurate and transparent way, we have committed ourselves to protecting your privacy. The following describes our firm’s policy regarding the collection, use, and transfer of your Personal Data as well as your rights.*

#### 1. Objective & Scope

The purpose of the Data Protection Standards (the “**Standards**”) is to provide consistent safeguards for the processing of the Personal Data of all individuals whose information is processed by Spencer Stuart in the context of the provision of its services including data subjects affected by data transfers, or sets of transfers, performed by Spencer Stuart in the provision of its services.

- *Processing or Process* refers to any manual, or automated action performed on Personal Data by Spencer Stuart. This includes, but is not limited to collecting, using, adapting, structuring, retrieving, recording, organising, storing, modifying, disseminating, transferring, disclosing, deleting, and sharing such data among the Spencer Stuart group in accordance with Spencer Stuart’s policies.
- *Individual* is any individual whose information is processed in the provision of Spencer Stuart’s services and internal business purposes. This includes but is not limited to candidates, assessed individuals, business contacts, sources, referees, and personnel.
- *Personal Data* shall have the same meaning as in Directive 95/46/EC of 24 October 1995 and the General Data Protection Regulation (2016/679).

- *Nature and Categories of Personal Data* pertain to the type of Personal Data that Spencer Stuart may collect in its provision of its professional services. The nature and category of such Personal Data may include the following identifiers; individuals' name, contact information (e-mail address, address, telephone numbers), career history, education history, identification data such as civil/marital status, gender and nationality, social activities, compensation details, human resource data such as working hours, professional experience, individual capabilities and preferences, information relating to references of the individual, photographs of the individual, qualifications, personality and character traits, interview notes, recordings and transcripts of interviews, details regarding individuals' employment, responsibilities at work, professional and development preferences, and offer letters addressed to individuals. Spencer Stuart may also process special categories of data such as personal data revealing racial or ethnic origin, political opinions, data concerning sexual orientation and gender, and data related to individuals' socioeconomic background if, and as required, for the purposes necessary for the provision of its professional services provided that the data subject has provided their explicit consent.
- *Data Transfers* pertains to the transfer of Personal Data to countries outside the EEA including Curacao, Switzerland, Turkey, South Africa, India, Singapore, U.A.E., Hong Kong, China, Australia, New Zealand, Malaysia, Thailand, Japan, Canada, U.S.A., Mexico, Puerto Rico, Chile, Brazil, Argentina, Colombia, Russia, U.K., Saudi Arabia, and Peru. The Personal Data transferred will be subject to the following basic processing activities for the execution of services, including but not limited to, collection, storage, analysis, organisation and structuring, alteration, erasure and destruction. The data subjects affected by such transfers include prospective candidates for our executive search assignments and leadership advisory services, clients, assessed individuals, personnel and suppliers.

Please note that these Standards do not apply to any Personal Data that has been anonymised and used in aggregate form such as compiling industry and employment statistics where such data does not involve personal identifying information and individuals are not able to be identified from it.

## **2. Spencer Stuart Global Standards & Local Laws**

Spencer Stuart currently operates multiple offices throughout the world, locations being available at [www.spencerstuart.com/locations](http://www.spencerstuart.com/locations). Regardless of the jurisdiction, each office and entity of Spencer Stuart is required to abide by these Standards through the creation of an Intra-Group Agreement binding all Spencer Stuart entities. Doing so protects the Personal Data processed by Spencer Stuart in countries that possess less rigorous protection mechanisms than those contained in these Standards. Spencer Stuart will ensure that any new entities formed after the creation of these Standards will abide by the protections described herein. Of course, where certain countries or supranational entities in which Personal Data is processed employ more stringent regulations than those contained in these Standards, Spencer Stuart will naturally comply with those more stringent regulations. , For jurisdictions outside the EEA, Spencer Stuart will carry out prior data transfer impact assessments ('TIAs') to ascertain whether the applicable laws, regulations, and practices of the 3<sup>rd</sup> country destination do not prevent it from fulfilling its obligations under the Standards. These assessments will consider, amongst other factors:

- the specific circumstances of the transfer and of any envisaged onward transfers to a country outside the EEA or within that same country, including but not limited to: categories and format of data, the type and purpose of processing, types of entities involved in the processing, sector in which the transfer occurs, location of the processing (including storage), and transmission channels of processing;

- the adequacy of our contractual, technical, and organizational measures for safeguarding data including measures applied during transmission and to the processing of the personal data in the country of destination;
- whether the level of protection required by EU law is respected by the laws and practices of the relevant country outside the EEA such as those compelling the disclosure of data to public authorities or authorising access by such authorities, including during the transit of data;
- whether any legislation therein could interfere with fundamental data subject rights (including the possibility of lawful access requests); and
- whether Spencer Stuart should enact supplementary measures to ensure a level of protection equivalent to European requirements.

Where this is the case, the entity in question seeking to enact these safeguards should inform Spencer Stuart International Ireland, who shall be involved in the assessment. The assessment, along with its conclusion and any relevant supplementary measures to be implemented, will be appropriately documented and made available to the supervisory authority (“SA”) upon request. Where no such appropriate safeguards can be ensured, or where the SA instructs, the transfer of data to this country outside the EEA or any other transfers for which it can be concluded would lead to the same consequences, will be suspended or cancelled. Any data transferred prior to suspension must be returned or destroyed. The Standards will only be used as a protection mechanism where these assessments have occurred. Spencer Stuart entities will communicate the results and decisions arising from these assessments within the group. Spencer Stuart will monitor developments in the laws and practices of third countries that could have an impact on the rights of data subjects after the initial assessment has occurred and accordingly make decisions on such transfers. If, as a data importer, a Spencer Stuart entity receives a lawful access request from a third-country authority, these rules require the relevant entity to use all legal, organisational, and technical measures at its disposal to limit the data which can be accessed in order to support the protection of data subjects’ rights. Spencer Stuart currently employs technical measures which ensure personal data is protected in the event of such access requests. Furthermore, additional contractual commitments to ensure continued protection bind all Spencer Stuart affiliated entities.

The Standards require any Spencer Stuart entity to notify its counterparts if it has reason to believe that it has become subject to laws or practices that would prevent it from fulfilling its obligations under the Standards. Upon verification of this, the appropriate persons responsible for data protection shall promptly identify appropriate technical and/or organisational measures to adopt in order for the entity to fulfil its obligations under the Standards.

### **3. Processing Personal Data**

Spencer Stuart’s Standards require the following with regard to processing Personal Data:

- Personal Data is processed fairly and lawfully.
- Personal Data is processed on the basis of legitimate interest, or other legal grounds (such as consent) where required by applicable local legislation, provided that the processing of such information is not overridden by an Individual’s own privacy interests, or their rights and freedoms as provided by law.

- Personal Data is processed for lawful purposes associated with Spencer Stuart's business ("Purposes").
- Personal Data is not processed in any manner incompatible with these Purposes.
- Personal Data is always adequate, relevant, and limited to what is necessary in relation to the purposes for which the Personal Data is processed.
- Special Categories of Data will only be processed with the data subject's consent.
- Personal Data is only used by Spencer Stuart and is not sold or shared for related or unrelated purposes to non-licensed third parties unless otherwise stated at the time of collection or as required by law.
- Personal Data is processed and maintained in a manner that assures reasonable accuracy.
- Personal Data that is inaccurate is corrected, updated, or deleted within a reasonable time of the discovery of the inaccuracy.
- Personal Data shall be kept in a form that permits the identification of data subjects for no longer than is necessary for the purposes for which Spencer Stuart processes the Personal Data.
- Personal Data is protected by all necessary and appropriate protective measures – both technological and legal.
- Personal Data will not be automatically processed in any manner which will have a significant effect on the data subject except where authorised by a law which also safeguards the data subject's legitimate interests; and
- Personal Data will not be transferred to third parties without adequate protections in place unless an exception permitting such transfers, as found in European data protection laws, applies.
- Spencer Stuart will implement appropriate technical and organisational measures as detailed in these Standards in order to comply with data protection principles.
- Spencer Stuart will maintain a written record of categories of processing activities carried out. Activities likely to result in a high risk to the rights and freedoms of data subjects will be subject to a data protection impact assessment. This confidential record of processing activities will be made available to SAs upon request.

Where a TIA indicates that processing would, in the absence of supplementary measures taken by us to mitigate the risk, result in a high risk to the rights of the data subject, the SA shall be consulted.

#### **4. Purposes for Personal Data Processing**

Spencer Stuart processes Personal Data only for the Purposes and in accordance with applicable law. Such Purposes include:

- **Executive, Board and Management Search Services**: Spencer Stuart processes Individual Personal Data in order to match individuals who may be qualified for a particular position with client organisations.



- **Leadership Advisory Services:** Spencer Stuart processes Individual Personal Data in order to evaluate individuals' ability to perform, fit and make an enduring impact in critical leadership roles, provide in-depth data and insights to inform selection decisions for senior leadership roles, coaching individuals and advise our clients in regard to team culture, performance and development.
- **Market Intelligence:** Spencer Stuart processes Individual Personal Data for research, benchmarking, and analytics in order to provide, improve and develop our services and intellectual capital and remain aligned with market standards for our industry. Additionally, Spencer Stuart processes Individual Personal Data to share intellectual capital and thought leadership it has published or for marketing our services and/or events.
- **Business Purposes:** Spencer Stuart processes Individual Personal Data for business purposes including, but not limited to, audit procedures, security processes, maintenance of systems and infrastructure, tests of our services, and other short-term uses.
- **Personnel Purposes:** Spencer Stuart processes Personal Data of personnel as necessary to comply with its legal obligations as an employer and to ensure the performance of its contractual obligations.

## 5. Security, Confidentiality and Enforcement

Spencer Stuart will take all necessary and appropriate protective measures to prevent unauthorised access, loss, or damage to Personal Data and ensure any processing of Personal Data is done in accordance with these Standards. Those measures include:

- **Employee Contracts and Policies:** Spencer Stuart's policy is to keep all Personal Data confidential. All employees of Spencer Stuart are required to sign and abide by the following:
  - ***The Code of Conduct:*** All employees of Spencer Stuart sign Spencer Stuart's Code of Conduct outlining the values and commandments of the company. The Code of Conduct requires strict adherence to the confidentiality and integrity of Personal Data.
  - ***Employment Contract:*** All employees of Spencer Stuart sign employment contracts that contain robust confidentiality clauses.
  - ***Confidentiality Agreement:*** In addition, all employees of Spencer Stuart are required to sign a separate and extensive confidentiality agreement.
- **Spencer Stuart Group Agreements:** All Spencer Stuart entities have contractually agreed to implement appropriate security measures, including respecting these Standards, to protect Personal Data as mandated by Spencer Stuart.
- **Training:** All employees of Spencer Stuart who have permanent or regular access to Personal Data, who are involved in the collection of Personal Data or in the development of tools used to process Personal Data are trained in these Standards and the best practices of handling such data.

- **Access Security:** Personal Data is securely stored and can only be accessed via Spencer Stuart's proprietary software. Personal Data is only accessible by Spencer Stuart employees from Spencer Stuart computers and only through Spencer Stuart's private network. Access is continually monitored and restricted to employees of Spencer Stuart and is secured by appropriate physical, electronic, and managerial security procedures to prevent unauthorised access, loss, or damage to the Personal Data.
- **Contractor Obligations:** Contractors performing services for Spencer Stuart must undergo a due diligence procedure and execute a written service contract. Beyond business terms, these service contracts include confidentiality and security obligations and data protection provisions and provide enforcement mechanisms through all available legal remedies. Vendors with access to personal data are required to undergo a security assessment.
- **Spencerstuart.com Safeguards:** To safeguard all Personal Data that is submitted via [spencerstuart.com](https://spencerstuart.com), appropriate physical, electronic, and managerial security procedures have been put in place to prevent unauthorised access, maintain the accuracy of data and ensure proper use of information via [spencerstuart.com](https://spencerstuart.com).

## 6. Required Processing

In the event that a Spencer Stuart entity is subject to a legal requirement arising in a country outside the EEA that is likely to have a substantial (adverse) effect on the guarantees provided by the Data Protection Standards and/or a Spencer Stuart entity has reasons to believe that the applicable legislation prevents the company from fulfilling its obligations under the Standards, the Spencer Stuart entity shall, without undue delay; (i) inform Spencer Stuart International Ireland Ltd. ("Spencer Stuart Ireland"), (ii) inform the relevant Privacy Officer as applicable, and (iii) report the existence of such a risk to the competent SA. In such a case, the Spencer Stuart entity shall clearly inform the competent SA about the request, including information about the data requested, the requesting body, and the legal basis for the disclosure. This includes any legally binding requests for disclosure of Personal Data by a law enforcement authority, state security body and any situations where Personal Data must be disclosed as a matter of law. However, there may be situations where the Spencer Stuart entity is otherwise prohibited from notifying, such as a prohibition under criminal law to preserve the confidentiality of a law enforcement investigation.

If Spencer Stuart is prevented from being able to make the necessary notifications, the Spencer Stuart entity shall use its best efforts to waive this prohibition to communicate as much information in as timely a manner as possible, and furthermore, demonstrate its compliance with this section of the Standards. In any case, the Spencer Stuart entity will use its best efforts to resist lawfully, limit, or delay disclosure and ensure that it only provides the necessary Personal Data relevant to the request. Spencer Stuart commits to refrain from undertaking disclosures that are massive, disproportionate, and indiscriminate in a manner that would go beyond what is necessary for a democratic society. If the Spencer Stuart entity is unsuccessful in the above measures, despite exercising its best efforts, it shall, on an annual basis, provide the competent SA with general information concerning the requests it (e.g., number of applications for disclosure, type of data requested, requester if possible, etc.).

## 7. Rights of Access, Rectification, Objection, Restriction, and/or Deletion

Any individual may, at any time, in accordance with local law, contact Spencer Stuart and exercise their rights in respect to their data, including but not limited to those detailed below:

**Right of Access to Personal Data:**

An individual has the right to request access to their personal data which has been processed by us. When Spencer Stuart receives such a request, we will take reasonable steps to:

- identify the individual making the request;
- determine whether we are processing or have processed their personal data; and
- ask for certain information to help locate that data.

We will provide the individual with the following information:

- whether data is held and if so, its relevant purpose, together with an indication of the source of the data if known;
- the categories of personal data;
- the recipients of the data, including recipients located in countries outside the EEA and details of the appropriate safeguards in place for the transfer of their data to other countries; and
- how long the data will be retained or the retention criteria.

Spencer Stuart will provide a copy of this information within one month of receiving an individual's request, or within any specific period that may be required by local law in any country.

Notwithstanding any local laws or requirements, we may refuse to provide an individual with information where disclosure would reveal information about another individual. In this case, we will provide as much of the information as possible without revealing information about the other individual. It may be reasonable to provide the information without the other individual's agreement, or it may be necessary to obtain their consent to release the information.

Where we refuse to comply with a request, we will explain our reasons for doing so to the individual and inform them of their right to complain to a SA and/or seek judicial remedy within one month of receiving our refusal to comply with the request.

**Right of Rectification:**

An individual may request that Spencer Stuart rectify their personal data if the data is inaccurate or incomplete.

If the data is incorrect or incomplete, we will delete, correct, or amend the data. If the data is not incorrect or incomplete, we will inform the individual and explain their right to complain to a SA and/or to seek judicial remedy. We will keep a record that the individual considers the data to be inaccurate or incomplete.

If we have disclosed the data, we will inform the recipient of the request where feasible to do so. An individual may request information about the recipients from us.

**Right to Data Erasure:**

Spencer Stuart will abide by a request from an individual to erase their personal data under the following conditions:

- the personal data is no longer necessary for the purpose for which it was collected or otherwise processed;
- an individual withdraws their consent and there are no other legal grounds for processing;
- an individual objects to the processing and we have no overriding legitimate interests in continuing to process their data;
- the personal data is being unlawfully processed; or
- the data must be erased to comply with a legal obligation.

There are circumstances in which we can refuse an erasure request, including:

- exercising the right of freedom of expression and information;
- complying with a legal obligation as a data controller or for the performance of a public interest task or exercise of official authority;
- for public health reasons or for purposes in the public interest;
- for archiving purposes in the public interest, scientific research, historical research, or statistical purposes; or
- for the establishment, exercise, or defence of legal claims.

Within the legally required timeframe we will inform any recipients of the erasure request unless this would require a disproportionate effort. Where we have made the data public, we will take reasonable steps to inform other recipients to erase links, copies, or replicas.

#### **Right to Restrict Processing:**

Spencer Stuart will agree to restrict the processing of an individual's data when one of the following applies:

- Until the accuracy of the data can be verified where an individual contests its accuracy.
- The processing is unlawful and the individual requests a restriction of use rather than erasure of their data.
- We no longer need to process the personal data, but the individual requires the data to establish, exercise or defend a legal claim.
- In circumstances where an individual has objected to the processing and it must be considered whether our interests override those of the individual, where the processing was done on the basis of public or legitimate interest.

If there is a restriction on processing, we have the right to retain the data and we may continue to use the data for legitimate purposes. We will inform any recipients of the personal data about the restriction unless it is disproportionate to do so. If we lift the restriction on processing, the individual will be informed.

#### **Right to Object to Processing:**

An individual has the right to object to the processing of their data under certain circumstances. Spencer Stuart will abide by any valid request from an individual who objects to the processing of their data by us. In some cases, there may be grounds for continued processing where we can demonstrate a legitimate interest in the processing which overrides the rights of a data subject.

These rights, as well as any information on how an individual's data will be processed will be notified to the individual within a reasonable timeframe. The information provided will include:

- the identity and details of the data controller, or where applicable, its representative;
- the contact details of the designated privacy contact, or where applicable, Data Protection Officer;
- the purpose for which Spencer Stuart intends to use such data, including the legal basis for processing;
- the recipients or categories of recipients, if any; and
- where applicable, any relevant information about international transfers of the data.

Where Spencer Stuart has already provided this information, it will not continually be provided as part of each subsequent interaction with the individual, save where failure to do so would infringe the data subject's rights. With regards to determining the retention period for data, subjects can view the relevant criteria at <https://www.spencerstuart.com/privacy-policy>.

### **How To Exercise These Rights**

Such requests as detailed above can be made to any Spencer Stuart employee or via email to [privacy@spencerstuart.com](mailto:privacy@spencerstuart.com). All such requests will promptly be honoured by the Legal Department, and unless otherwise noted in the request, will apply to all forms of processing by Spencer Stuart. These Standards expressly confer rights on data subjects to enforce the Standards as third-party beneficiaries. Furthermore, the Standards expressly grant, to the data subjects, the right to judicial remedies and the right to obtain redress and, where appropriate, compensation in case of any breach of one of the Standards' enforceable elements subsequently outlined. Under the Standards, data subjects have the right not to be subject to decisions based solely on automated processing, including profiling.

### **8. Enforcement Rights and Mechanisms**

The Spencer Stuart Group has appointed Spencer Stuart Ireland to accept responsibility for and take the necessary steps to remedy the actions of any member of the Spencer Stuart Group, including those members established outside the EEA. Spencer Stuart Ireland shall therefore be responsible for ensuring data subject's rights are enforced and in the event of any proven violations, pay compensation for any resulting damages.

If an Individual wants to exercise any of the rights described in Section 7 or believes their Personal Data is being processed in contravention of these Standards, they can contact Spencer Stuart via email at [privacy@spencerstuart.com](mailto:privacy@spencerstuart.com). As a department with an appropriate level of independence in the exercise of its functions, the Spencer Stuart Legal Department shall respond to the requesting individual without undue delay. Furthermore, Spencer Stuart shall resolve such a request within thirty (30) days from the date of verifying the data subject's identity. Spencer Stuart may extend the time limit by a further two months if the request is complex or if Spencer Stuart receives several requests from the same data subject. Spencer Stuart shall inform the data subject accordingly.

The Individual may also choose to bypass contacting Spencer Stuart and may lodge a complaint before the competent SA and enforce these Standards as a third-party beneficiary against Spencer Stuart Ireland, before the Irish courts, or the courts of the jurisdiction in which the Spencer Stuart entity in the EEA responsible for exporting such data is established, or before the courts of the EEA jurisdiction where the data subject either has their habitual residence or their place of work, or before the courts of the EEA jurisdiction of the place of the

alleged infringement in which case the Individual may be represented by an association or other body if they so wish and if permitted by law.

Where an Individual can demonstrate that they have suffered damage and can establish facts which show that it is likely that the damage has occurred because of a breach of these Standards, Spencer Stuart Ireland will have the burden of proof to demonstrate that a Spencer Stuart entity is not liable for the breach or to show that no such breach took place.

## **9. Internal Oversight Procedures**

Spencer Stuart ensures enforcement of these Standards through its Legal Department (including Data Protection Officers where required) who monitor the processing of Personal Data and conduct data protection compliance audits, which include all aspects of these Binding Corporate Rules, on a regular basis. The Legal Department (including Data Protection Officers where required) is further responsible for investigating any claims related to data processing and may coordinate with the IT Department to analyse the scope of the alleged violation. In addition, employees will self-police their actions and the actions of peers regarding the processing of Personal Data. Employees are required to immediately report any violation to their direct superior who will notify and work with the Legal Department (including Data Protection Officer where relevant) to investigate the claim.

To verify compliance with these Data Protection Standards, the Legal Department will administer regular internal audits, report any issues or instances of non-compliance to Spencer Stuart's Board of Directors, and implement methods for ensuring corrective measures. Any audit programme results shall be communicated to the relevant board responsible for Spencer Stuart Ireland and the appropriate Spencer Stuart entity. Any relevant SA may access the results of such an audit upon request. In addition, the Standards grant any appropriate SA to carry out a data protection audit of any entities bound by the Standards if required.

## **10. Communication of Standards**

These Standards will be published at [www.spencerstuart.com/privacy](http://www.spencerstuart.com/privacy) as well as privately for Spencer Stuart employees on its intranet. Employees are trained to adhere to these Standards and to follow the appropriate protocol. Additionally, a copy of these Standards will be distributed to any Individual who requests one. Upon request, an Individual may also obtain a copy of the Intra-Group Agreement which binds the Spencer Stuart group of companies to these Standards and a current list of such entities by reporting to their contact at Spencer Stuart, to any Spencer Stuart employee, or via email to [privacy@spencerstuart.com](mailto:privacy@spencerstuart.com).

## **11. Modification of Standards**

Spencer Stuart reserves the right to modify these Standards as needed in cooperation with the Data Protection Commission of Ireland. Where local law requires a higher standard for Personal Data it will take precedence over these Standards.

The Legal Department shall communicate any changes to the Standards without undue delay to all Spencer Stuart entities. The changes will be promulgated throughout the Firm via an email announcement or a posting of the revised Data Protection Standards to the intranet and training in accordance with any legal requirements. Individuals will be informed going forward and have access to the updated Data Protection Standards at [www.spencerstuart.com/privacy](http://www.spencerstuart.com/privacy). Likewise, the Legal Department shall report any changes without undue delay to the relevant SAs, via the competent SA, with a brief explanation of the reasons justifying the update. Spencer Stuart may update the Standards, or the list of Spencer Stuart entities bound by the Standards without reapplying for approval from the SA. The Legal Department commits to maintaining a fully

updated list of the entities bound by the Standards and keeping track of any updates to the rules and providing the necessary information to the data subjects or SA upon request. The Legal Department shall refrain from transferring any data to a new entity under the Standards until the new entity is effectively bound by, and entirely compliant to, the Standards. If Spencer Stuart undertakes any change to the Standards, it shall report once a year to the relevant SAs, via the competent SA, with a brief explanation of the reasons justifying the update. Consequently, where such a modification may affect the level of protection afforded by the Standards or significantly affect the Standards, Spencer Stuart shall promptly communicate this fact to the relevant SA via the competent SA.

## **12. Obligations to Data Protection Authorities**

Spencer Stuart will cooperate and respond diligently and appropriately to all requests from data protection authorities located in the EEA regarding these Standards, including consenting to requests by a competent Data Protection Authority located in the EEA to audit Spencer Stuart's compliance with these Standards. Spencer Stuart will abide by the advice of such relevant EEA Data Protection Authorities on any issues related to the interpretation and application of Spencer Stuart's Data Protection Standards. Upon request, such Data Protection Authority located in the EEA shall receive a copy of any compliance audits conducted by Spencer Stuart regarding these Standards and Spencer Stuart will further comply with requests by the relevant EEA Data Protection Authorities for additional review of company-wide compliance. A current list of the Spencer Stuart companies bound by these Standards shall be provided, as required, to the Data Protection Authorities.