

LATHAM & WATKINS GLOBAL PRIVACY STANDARDS

INTRODUCTION

This document sets out the standards that apply to the processing of European Personal Data (as defined below) within Latham & Watkins (the “Standards”). Latham & Watkins is a global law firm with offices in 16 countries around the world. The firm operates without internal boundaries and the international nature of the business means it is vital that personal data can be transferred within the firm.

Latham & Watkins, through its Executive Committee, has made a commitment to protect personal data that is processed within the firm. In particular, these Standards are designed to facilitate the transfer of European Personal Data within Latham & Watkins, in accordance with European Directive 95/46/EC.

Definitions

“**Applicable Law**” means the law in the jurisdiction in which a L&W Entity is situated and any other law to which a L&W Entity is subject;

“**Data Protection Authority**” or “**DPA**” means the supervisory authority responsible for monitoring and enforcing compliance with data protection laws in a particular country.

“**EEA**” means the European Economic Area.

“**EU Privacy Laws**” means national laws implementing European Directive 95/46/EC, Directive 2002/58 and related European privacy legislation.

“**European Personal Data**” means personal data of (i) staff, attorneys, partners, consultants, contractors and potential candidates for any of the above collected and processed in relation to recruitment and human resources administration; (ii) clients, prospective clients and alumni processed in relation to marketing and communications purposes; and (iii) suppliers, vendors, contractors and advisers processed in the context of the relationship between such entities and Latham & Watkins, by any L&W Entity as a data controller which is subject to applicable EU Privacy Laws.

“**Latham & Watkins**” and “**the firm**” means Latham & Watkins, a firm which operates worldwide as a limited liability partnership organized under the laws of the State of Delaware (USA) (the “Delaware LLP”) with affiliated limited liability partnerships conducting the practice in the United Kingdom, France, Italy and Singapore, as affiliated partnerships conducting the practice in Hong Kong and Japan and in association with the Law Office of Salman M. Al-Sudairi in Saudi Arabia. In addition to the above, the firm also includes any and all entities that are wholly owned by the Delaware LLP.

“**Local Law**” means the laws and/or regulations of, or any other legal obligation imposed by, any country to which a L&W Entity is subject other than applicable EU Privacy Laws.

“**L&W Entity**” means each of the limited liability partnerships, partnerships and limited companies forming part of the firm.

“**Model Clauses**” means the standard contractual clauses for the transfer of personal data to processors or controllers established in third countries which are published and approved by the European Commission from time to time.

“**personal data**” means information relating to an identified or identifiable natural person (‘data subject’); an identifiable person is one who can be identified, directly or indirectly, in particular by reference to an identification number or to one or more factors specific to their physical, physiological, mental, economic, cultural or social identity. The term “personal data” will also include any information relating to persons who are not natural persons where this is a requirement of applicable EU Privacy Laws.

“**personnel**” means Latham & Watkins partners, attorneys and staff.

“**sensitive data**” means European Personal Data concerning racial or ethnic origin, political opinions, religious or philosophical beliefs, trade-union membership, offences, criminal convictions, health or sex life and any other category covered by applicable EU Privacy Law.

The terms “**processing**”, “**data controller**” and “**processor**” shall have the meanings given to them in European Directive 95/46/EC.

RULES AND PRINCIPLES

1. Data Handling Principles

When acting as a data controller, each L&W Entity will comply with these principles:

- European Personal Data will be processed fairly and lawfully: data subjects will have available to them, to the extent the relevant data subjects are not already aware of or in receipt of, information as to the identity of the data controller(s), the purposes for which their personal data may be used (subject to any permitted restrictions on the provision of such information, for example in connection with crime prevention, legal proceedings or taxation, or where prohibited by Applicable Law) and their rights to access and correct their personal data.
- European Personal Data will be collected for specified legitimate business purposes and, unless otherwise permitted by applicable EU Privacy Laws, will not be further processed in any way that is incompatible with those purposes.
- Sensitive data will be processed only where strictly necessary for the firm’s legitimate business purposes and in accordance with any safeguards required by applicable EU Privacy Laws.
- Appropriate steps will be taken to ensure that European Personal Data collected and processed is adequate but not excessive, and that it is relevant, accurate and (where necessary) kept up to date.
- European Personal Data will not be retained for longer than is necessary for the purposes for which it is processed (subject to regulatory requirements and the requirements of applicable EU Privacy Laws).

2. Data Security

Having regard to the state of the art and the cost of implementation, each L&W Entity will take appropriate technical and organisational measures to protect European Personal Data against accidental or unlawful destruction or accidental loss, alteration, unauthorized disclosure or access, in particular where the processing involves the transmission of data over a network, and against all other unlawful forms of processing. The measures will ensure a level of security appropriate to the risks represented by the processing and the nature of the European Personal Data to be protected, so that sensitive and other highly confidential information will receive enhanced protection.

Each L&W Entity will take steps to ensure the reliability of those personnel who have access to or responsibility for European Personal Data.

3. Working with Data Processors

When a L&W Entity engages the services of another L&W Entity as a data processor to process European Personal Data on its behalf, such data processor shall:

- act only on instructions from the data controller L&W Entity when processing the European Personal Data;
- put in place and maintain adequate security measures to protect the European Personal Data being processed; and
- will comply with the relevant requirements of these Standards, and will put in place and comply with the terms of any additional agreements which may be required by applicable EU Privacy Laws.

When a L&W Entity engages the services of a data processor to process European Personal Data on its behalf and the data processor is a third party, the L&W Entity will select a data processor that provides appropriate assurances as to the level of security it will employ in respect of the European Personal Data to be processed. The L&W Entity will ensure that a contract is

entered into with third party data processors which addresses relevant requirements of applicable EU Privacy Laws and as a minimum requires that:

- the processor will act only on instructions from the L&W Entity when processing the European Personal Data; and
- the processor will put in place and maintain adequate security measures to protect the European Personal Data being processed.

Where the L&W Entity is established in the EEA and engages a third party data processor established outside the EEA to process European Personal Data on its behalf, the L&W Entity will either:

- ensure that a contract is in place with the data processor substantially in the form of, or incorporating the terms of, the Model Clauses for data processors (subject to any amendments that may be permitted by Applicable EU Privacy Laws); or
- ensure that other suitable protections are in place, in accordance with Applicable EU Privacy Laws, to safeguard the European Personal Data.

If a L&W Entity (acting as a data controller) transfers European Personal Data to a third party controller outside the firm, the L&W Entity will ensure that such transfers are carried out in accordance with the requirements of applicable EU Privacy Laws. Where required by applicable EU Privacy Laws, or where otherwise permitted by applicable EU Privacy Laws and considered appropriate, the L&W Entity will put in place safeguards to protect the European Personal Data and the rights of individuals. Such safeguards may take the form of a contract, either in the form of the Model Clauses for controller to controller transfers or in another form which will provide an adequate level of protection.

4. Staff Training

Latham & Watkins maintains a privacy and security awareness program focused on educating all staff, attorneys and paralegals about the firm's privacy and security policies as well as privacy and security best practices. A variety of communications channels will be used to disseminate privacy and security awareness information. Best practice and privacy and security awareness tip sheets and initiatives guides are available on dedicated privacy and security intranet sites for all personnel to access.

Each L&W Entity will also ensure that personnel who have access to or responsibility for handling personal data are provided with appropriate guidance and training.

5. Conflict with applicable Local Laws

Where Applicable Local Law requires a higher level of protection for European Personal Data than is set out in these Standards, the provisions of the Applicable Local Law will take precedence.

6. Mutual Assistance and Cooperation with Data Protection Authorities

Each L&W Entity will comply with instructions issued by the DPA in their country or jurisdiction insofar as they relate to these Standards or to the processing of European Personal Data generally, and will take into consideration any advice given by the DPA as to the interpretation of these Standards.

L&W Entities will assist one another in responding to any enquiry or investigation by a DPA relating to these Standards.

L&W Entities will also assist one another in responding to an enquiry or complaint from a data subject relating to these Standards or the processing of their European Personal Data.

RULES IN PRACTICE AND COMPLIANCE

7. Responsibility for Compliance

All Latham & Watkins personnel are required to comply with these Standards and must indicate their acceptance of these Standards, in conjunction with the firm's latest Acceptable Use of Communication Systems Policy, on an annual basis.

The firm has executed an agreement which commits all L&W Entities which process European Personal Data to comply with the Standards ("BCR Agreement"). Latham & Watkins (London) LLP ("L&W London") has been appointed by the firm as the L&W Entity with delegated EEA data protection responsibilities. The Global Privacy Officer at L&W London is the contact point for any enquiry or complaint relating to compliance with the Standards. L&W London shall take action to remedy any breach of the Standards, which it can enforce contractually through the BCR Agreement.

8. Audit Programme to Verify Compliance

Latham & Watkins undertakes to put in place measures to assess and verify compliance with these Standards and applicable data protection legislation.

9. Updates

The Privacy Committee will keep these Standards under review and will ensure that they are updated regularly. The Privacy Committee will ensure that any changes in the firm's structure are reflected in these Standards and that any new L&W Entities are required to accept and comply with the terms of these Standards.

The non-confidential provisions of these Standards (including the content of Appendix 1 (Data Privacy Complaints Procedure)) will be published on the external Latham & Watkins internet site and on the Latham & Watkins intranet site. The full text of the Standards will be made available on request (subject to a confidentiality agreement) to any data subject who wishes to exercise the rights of redress described in the Data Privacy Complaints Procedure at Appendix 1.

DATA SUBJECT RIGHTS

10. Rights of Access, Correction and Objection (including Marketing)

Each L&W Entity acknowledges that data subjects have the following rights in relation to the L&W Entity in its capacity as a data controller of European Personal Data:

- the right to receive a copy of European Personal Data held about them by the L&W Entity within the time scales and at the intervals specified in Applicable EU Privacy Law, subject to the payment of any fee which the L&W Entity is permitted to charge under applicable EU Privacy Laws, and subject to any right to refuse such request in whole or in part that may be available to the L&W Entity under applicable EU Privacy Laws;
- the right to have their European Personal Data updated, corrected or deleted, in particular because of the incomplete or inaccurate nature of the data, subject to the provisions of applicable EU Privacy Laws;
- where required by the provisions of applicable EU Privacy Laws, the right not to receive direct marketing material without having given prior consent and, in all cases, the right to object at any time to the processing of their personal data for direct marketing purposes;
- the right to object at any time on compelling legitimate grounds to the processing of their European Personal Data, save as otherwise provided by applicable EU Privacy Laws; and
- the right to object to decisions involving their European Personal Data being taken about them by purely electronic means where such decisions assess their personal characteristics and produce legal effects which concern or significantly affect them (except to the extent permitted by and subject to the safeguards contained in applicable EU Privacy Laws).

11. Breaches of these Standards

Latham & Watkins acknowledges that data subjects shall be entitled to enforce the following rights against the firm in respect of European Personal Data as third party beneficiaries:

- the right to be informed (subject to any exceptions or exemptions provided for in applicable EU Privacy laws) when sensitive data is transferred to a country outside the EEA which does not provide adequate protection for the data;
- a right to obtain a copy of these Standards upon request (subject to any confidentiality undertaking reasonably requested by the firm or the L&W Entity dealing with the request);
- a right to receive a response within a reasonable time and no later than 1 month after the request was made, to any queries concerning the processing of the data subject's European Personal Data outside the EEA; and
- a right to make a complaint and obtain appropriate redress (including, where appropriate, compensation for damage suffered) as a result of a breach of these Standards by any L&W Entity (excluding any breaches of the provisions relating to staff training, Latham & Watkins' policies and privacy function, audit programme and updates to these Standards).

12. Enforcement of a Data Subject's Rights

The process for exercising the rights described in section 11 is set out in more detail in the Latham & Watkins Data Privacy Complaints Procedure at Appendix 1 to these Standards.

A data subject wishing to enforce their rights may lodge a complaint with the Global Data Privacy Officer by emailing DataPrivacy@lw.com, or the DPA or the courts in the territory in which the relevant L&W Entity is located.

Any data subject seeking to enforce their rights under these Standards will be required to produce evidence giving rise to a prima facie case showing that a breach has occurred.

Effective Date of the Standards: September 2016

Appendix 1

Latham & Watkins Data Privacy Complaints Procedure

1. EMPLOYEES

- 1.1 As an employee of Latham & Watkins, if you have a complaint about the way in which your personal information has been handled or if you would like to request access to copies of your HR file or other personal information, please contact an HR representative from your local office. If you are not satisfied with the response of the HR representative, you may proceed with the complaints procedure for Other Inquiries, as described below.
- 1.2 If you do not feel comfortable in making your complaint to your local HR department, you may direct your query to the local Office Administrator or the firm's Global Data Privacy Officer.

2. FORMER EMPLOYEES

- 2.1 As a former employee of Latham & Watkins, if you would like to request access to copies of your personal information, such as your HR file, please contact an HR representative from your local office. Absent exceptional circumstances, we will acknowledge your request within 48 business hours and will provide a substantive response as soon as practicable, in accordance with any time limits set down by law. Where permitted by law, we may charge a fee for the provision of copies of your personal information.
- 2.2 If you are not satisfied with our response, you may proceed with the complaints procedure for Other Inquiries, as described below.

3. MARKETING REQUESTS

If you would like to request marketing materials from Latham & Watkins, you may subscribe at the following web address: <http://www.lw.com/LathamMail.aspx>. If you would like to update your contact information for Latham & Watkins marketing materials, or if you would like to be removed from any e-mail or other distribution lists for Latham & Watkins marketing materials, please contact the appropriate local contact identified at <http://www.lw.com/LathamMailPopup.aspx>, or send an email to unsubscribe@lw.com. Absent exceptional circumstances, we will remove your email address from the relevant distribution list(s) within 48 business hours. If you are not satisfied with our response, you may proceed with the complaints procedure for Other Inquiries, as described below.

4. OTHER INQUIRIES

- 4.1 If you have a complaint about the way in which your personal information has been handled or would like to access or correct your personal information, please contact Global Privacy Officer located in London. Complaints may be made verbally or in writing. The Global Data Privacy Officer is responsible for monitoring compliance with the firm's Global Data Privacy Standards and is the contact point for any enquiry or complaint relating to compliance with those Standards. The Global Data Privacy Officer will undertake an independent review of the investigation into your complaint and advise you of the conclusions. The Global Data Privacy Officer may be contacted at: Global Data Privacy Officer, Latham & Watkins (London) LLP, 99 Bishopsgate, London EC2M 3XF, UK. If your complaint or request is in writing, please mark your communication for the attention of the Global Privacy Officer.
- 4.2 You may also submit your request or complaint via e-mail to DataPrivacy@lw.com which is the e-mail address of the Global Privacy Officer. When you email with a complaint, please mark your email with "Privacy Complaint" in the subject line and in the email provide:
- (a) your full name;
 - (b) your address;
 - (c) the full details of your data privacy request or complaint;
 - (d) any previous correspondence with us regarding the specific data privacy issue; and
 - (e) if you have incurred a loss, evidence to show the value of the loss.
- 4.3 We may ask you to provide proof of your identity. Where permitted by law, we may charge a fee for the provision of copies of your personal information.
- 4.4 Upon receipt of a written request or complaint, Latham & Watkins will:
- (a) confirm receipt, where possible, within 2 working days;
 - (b) assess the request or investigate the complaint fully; and

- (c) advise you of the outcome within 2 weeks of receipt of your written request or complaint except that, if the investigation cannot be completed within 2 weeks, we will write to you to tell you when we expect to complete the investigation.

4.5 If you are still not satisfied with our actions and findings, or at any other time if you so choose, you may:

- (a) contact and/or lodge a complaint with the UK Information Commissioner's Office at the following address: Information Commissioner, Wycliffe House, Water Lane, Wilmslow, Cheshire, SK9 5AF, UK;
- (b) contact and/or lodge a complaint with the data protection authority in your jurisdiction in the European Economic Area, whose details can be found at http://ec.europa.eu/justice/policies/privacy/index_en.htm; or
- (c) bring a claim in the relevant courts as specified under Rights of Redress below.

5. RIGHTS OF REDRESS

5.1 The provisions of this section 5 apply to:

- (a) personal data which is processed by Latham & Watkins as a data controller and which is governed by laws implementing European Directive 95/46/EC and related European privacy legislation; and
- (b) the export of such personal data outside of the EEA by Latham & Watkins and the processing of such exported data by another Latham & Watkins entity (either in the capacity of a data controller or a data processor) located outside the EEA.

5.2 If any Latham & Watkins entity breaches the Standards with respect to your personal data in the circumstances described in 5.1 above, you are entitled in accordance with the provisions of this section 5 to bring a claim as a third party beneficiary in:

- (a) the courts of England and Wales;
- (b) the courts of the EEA jurisdiction of establishment of the relevant Latham & Watkins data controller that initially collected the personal data to which your claim relates; or
- (c) the courts of the EEA jurisdiction of establishment of the relevant Latham & Watkins data controller that exported the personal data to which your claim relates,

the selected jurisdiction will be referred to as the "*Relevant Jurisdiction*."

5.3 If you wish to make a claim against Latham & Watkins for compensation for damages resulting from an alleged breach of the Standards, or in any other case where you allege a breach of the Standards has been committed, you will be required to provide evidence which shows that it is likely that a breach has occurred, and/or that the damage has occurred because of the breach of the Standards by one or more of the Latham & Watkins entities. In such cases, the London office of Latham & Watkins will accept the burden of proof on behalf of Latham & Watkins offices located outside the EEA to demonstrate that responsibility for any breach of the Standards does not rest with the Latham & Watkins entity or entities which are the subject of the claim. Consequently, any claims against Latham & Watkins offices located outside the EEA should be brought against the Latham & Watkins London office. Any claim against a Latham & Watkins office located in the EEA should be brought against such Latham & Watkins office. In order to discharge itself from responsibility under any such claim, Latham & Watkins London must demonstrate either that no such breach occurred or that the Latham & Watkins office located outside the EEA is not responsible for a breach of the Standards which resulted in the damages or other remedy claimed by you.

5.4 The submission by a Latham & Watkins entity to the Relevant Jurisdiction does not, in respect of any claims that do not relate to compliance by Latham & Watkins with the Standards or for any other purpose whatsoever, constitute a submission by the relevant Latham & Watkins entity to the jurisdiction of such courts or a waiver by the relevant Latham & Watkins entity of its right to claim *forum non conveniens*.