



# **EUROCLEAR UK & INTERNATIONAL LIMITED – Privacy Notice**

October 2021

**EUROCLEAR UK & INTERNATIONAL LIMITED** (“EUI”, “we” or “our”) is the central securities depository (“CSD”) in the UK and operates the CREST system. We also operate the EMX message system.

This Privacy Notice is addressed to clients of EUI’s CREST system and/or EMX message system, which includes:

- CREST personal members;
- natural persons that are beneficial owners of securities which are held in the CREST system;
- directors, officers, employees, shareholders, agents (or similar) and/or authorised signatories of:
  - a CREST corporate participant (e.g. a CREST member or a CREST sponsor);
  - an issuer of securities which have been admitted for settlement in the CREST system;
  - a corporate beneficial owner of securities held in the CREST system; or
  - an EMX participant.

(“you” or “your”)

EUI is a “**controller**” of the personal data that is processed about you in the context of this Privacy Notice for the purposes of the UK General Data Protection Regulation (“**UK GDPR**”). EUI is part of the Euroclear group of companies.

## **1. WHAT IS THE PURPOSE OF THIS PRIVACY NOTICE?**

We have written this Privacy Notice to let you know:

- what personal data is collected;
- why we collect that personal data;
- how we use it;
- who we share it with and why; and
- to provide an explanation of your rights in relation to that personal data.

This Privacy Notice also includes the information that we are required by the UK GDPR to provide to you.

## **2. WHAT PERSONAL DATA DO WE COLLECT?**

Your personal data may be provided to us by:

- you directly;
- the corporate entity that is a participant in the CREST system and/or EMX message system and in respect of which you are a director, officer, employee, shareholder, agent and/or authorised signatory;
- a corporate entity that is a participant in the CREST system and is acting for you – for example, if you are a CREST personal member, your personal data may be provided to EUI by your CREST Sponsor; and if you are a beneficial owner of securities, your personal data may be provided to EUI by the CREST member that is acting as your custodian or broker.

EUI may also be provided with your personal data through public sources (such as Companies House or other similar registry) or through third parties (such as World-Check in respect of financial crime searches). EUI may also collate personal data through the technology you use to access our services and/or through cookies or similar tracking tools.

The categories of personal data provided to EUI will vary depending on your relationship with us and the services you use.

We have listed below the types of personal data that we may process in connection with the CREST system and/or the EMX message system and related services:

- a) basic personal information, including name and address, date of birth and contact details (telephone or mobile number and email address);
- b) professional information, including your professional position or role;
- c) CREST system and EMX messaging system account details, including your national identifier (i.e. passport number, driving licence number or ID number), your role with regards to the CREST system and/or the EMX message system, your signature, your bank account details, account credentials for authentication and access and any passwords;
- d) service specific information, like your taxation identifier, your nationality and/or country of residence;
- e) visual images of you from your ID (your passport or driver's licence);
- f) personal information collated during a physical attendance at one of our offices, including CCTV recordings of your image, WIFI connection (username, password, email address, device, location);
- g) your voice, which may be recorded by us if you call;
- h) sanctions related data – for example, information concerning politically exposed persons, conviction data.

We may also process certain special categories of personal data. For example, in respect of CREST personal members, we may receive limited details regarding your health – such as a court of protection notice.

We may also process personal data in connection with criminal convictions and offences as part of EUI's client onboarding and financial crime monitoring processes.

### **3. HOW AND WHY DO WE PROCESS YOUR PERSONAL DATA?**

This section outlines the various purposes for which we process your personal data and the lawful basis of such processing.

We may process your personal data for the following purposes:

#### **Establishing the client relationship:**

- establishing the client as a participant in the CREST system and/or EMX message system or admitting the issuer's securities to the CREST system – including, without limitation, the recording of contact details for the client, establishing bank account mandates for the payment of fees, identifying and recording authorised signatories and arranging execution of various CREST documentation and contracts;

- conducting sanctions/anti-money laundering (“**AML**”) screening and on-going monitoring via licensed third party service providers or other internal systems and “know your customer” (“**KYC**”) identity checks.

**Day-to-day operation and management of the CREST system and/or EMX message system:**

- contacting or being contacted by you in connection with a participation in the CREST system or the EMX message system and the day-to-day operation and management of the CREST system and/or the EMX message system and the performance of services in connection with such systems;
- arranging and holding of meetings, whether by phone, email or face to face;
- dealing with and responding to CREST system and/or EMX message system notices that are sent to EUI on behalf of a client;
- processing in connection with the CREST system’s settlement services, which could include the processing of personal data in connection with the notification of registration, the instruction to register transfer of title in the appropriate registers, processing of any stock deposits or stock withdrawals from the CREST system, to facilitate payment of stamp duty, to enable nationality declarations or processing corporate actions;
- identifying, responding to and managing incidents in connection with the CREST system and/or the EMX message system.

**EUI ensuring its compliance with its legal and regulatory obligations (in its capacity as a CSD and its other regulatory statuses):**

- managing our business affairs, including to keep our records up to date;
- performing general and/or regulatory accounting and reporting;
- reporting and/or liaising with regulatory authorities and public authorities;
- insurance, compliance and risk management;
- undertaking and carrying out our role as the “operator” of the CREST system, the CREST UK system (for settlement finality purposes) and the EMX message system as prescribed by the relevant contractual framework (including operational manuals);
- to exercise our rights under any contractual documentation and to exercise our legal rights;
- handling of complaints.

**Marketing:**

- marketing and sending business communications which we think may be of interest to the CREST client – which may include the offering of additional services by EUI or a Euroclear group company, sharing know-how which may be of interest and responses to client surveys. All direct marketing

activities include an option for an easy opt out and any direct marketing is undertaken by Euroclear SA/NV on EUI's behalf;

- if you visit our website, we further collect and process personal data pertaining to such visit in line with our cookie notice and web privacy statement.

**Physical and/or network and information security:**

- protecting the security of our communications and other systems and to prevent and detect security threats, frauds or other criminal or malicious activities;
- managing physical access to our buildings and the security of such access.

### **Lawful basis for processing**

The legal basis on which we process your personal data is primarily for the purpose of pursuing our legitimate interests as a CSD and operator of the CREST system and the EMX message system and for the provision of other, connected and/or ancillary services.

In addition to this, we may process your personal data in order to comply with our legal obligations which could include, for example, any KYC, AML or sanctions screening or other financial crime obligations that we are subject to. It could also include processing of your personal data to comply with our specific legal and regulatory obligations as a regulated entity.

We may also process your personal data in order to enable us to perform the contract we have in place with you – which is particularly relevant to the personal data EUI processes in respect of CREST personal members.

In some instances, we may rely on your express consent to use your personal data, but we will let you know (and give you the chance to withdraw consent) if we do.

We process certain special categories of personal data for specific and limited purposes (for example, to protect our client's economic well-being). We will only process special categories of data where we've obtained your express consent or are otherwise lawfully permitted to do so. In addition, where permitted by law, we may process information about criminal convictions or offences in connection with our sanctions, AML, KYC or other financial crime related checks.

If you do not wish for your personal data to be provided to EUI, we may not be able to admit you or the corporate client that you act for or represent to the CREST system and/or to the EMX message system or otherwise provide the service related to the CREST system and/or the EMX message system. In addition, EUI requires certain personal data in order to perform its regulatory requirements as operator of the CREST system (for example, to keep a record of who holds legal title to securities).

## **4. TO WHOM DO WE SHARE YOUR PERSONAL DATA WITH?**

This section provides an overview of the categories of recipients of your personal data.

<b>Recipient</b>	<b>Purpose</b>
To companies that provide a service to EUI (including but not limited	EUI may delegate and/or outsource some or all of its functions as operator of the CREST system and the EMX message system and its related services to third parties (which may include companies within the Euroclear group or third parties) and this may entail the sharing of

Recipient	Purpose
to companies within the Euroclear Group)	<p>your information, including personal data to those third parties (and to their advisors, agents or contractors). This may include the sharing of data to group companies who share technical systems and other functions with EUI. Any such transfer would be necessary for the purposes of the legitimate interests pursued by EUI and by the receiving group company. It may include the sharing of personal data to group companies for marketing purposes. It may also include the sharing of personal data in connection with certain shareholder disclosure requests, received by EUI from an issuer of securities or an issuer's agent.</p> <p>EUI also engages third party companies to provide services to it for the operation of the CREST system, EMX message system and related services. This could include companies who provide secure, data storage solutions to EUI or other IT management, infrastructure or support services. EUI also currently uses the services of third party companies to conduct sanctions and AML checks on clients.</p>
To central securities depositories that are linked to the CREST system (in connection with the CREST International Service)	<p>In connection with the CREST International Service, EUI has links with two overseas central securities depositories – the Depository Trust &amp; Clearing Corporation (DTCC) in New York and Euroclear Bank in Belgium. For practical reasons, EUI operates these links through a series of subsidiary companies – EUI remains a controller of the personal data processed via these subsidiary companies.</p> <p>If you hold CREST Depository Interests (CDI) in the CREST system, your personal data may be shared by EUI to its relevant subsidiary and then on to the relevant securities settlement system. From there, your personal data may be shared with competent tax authorities, participants in the relevant securities settlement system, the issuer of those securities and otherwise in connection with a corporate action that you choose to participate in.</p> <p>The issuer of securities (which settle in the CREST system by way of a CDI) may also request certain personal data related to the owner of its securities. This might include the disclosure of personal data related to the beneficial owner of the securities to the issuer (and/or its agent).</p>
To companies, authorities or bodies that are participants in the CREST system or otherwise connected to the CREST system or are participants	<p>There are a number of service providers that are connected to the CREST system as a participant in order to provide a vital service related to the settlement of securities. The services of these participants are integral to the operation of the CREST system.</p>

Recipient	Purpose
in the EMX message system	<p>The CREST system may send certain information directly to these participants – for example, the CREST system will notify the relevant registrar of a settled transaction in order for it to update the relevant company’s register of securities.</p> <p>The assessment and collection of stamp duty reserve tax due to HM Revenue &amp; Customs, stamp duty due to the Irish Revenue Commissioners and reporting on withholding tax to the Irish Revenue Commissioners and Internal Revenue Service, may also involve the disclosure of your personal data.</p> <p>This also covers disclosure of your personal data to an exchange, clearing house, central counterparties or trading facility.</p> <p>In addition, and in connection with the EMX message system, each participant in the EMX message system will be able to view the standing data (including the main point of contact for each participant) of each other participant in the EMX message system. This is a feature of the EMX message system and enables the system’s functionality.</p>
To legal or regulatory bodies, or as required by law	We may disclose your personal data to: (i) any regulatory or governmental or tax authority, body or agency, whether requested or required to do so; (ii) any person where or to the extent that we are permitted or required to do so by law or court order; (iii) to exercise, establish or defend EUI's legal rights; or (iv) to protect your vital interests or those of any other person.
To EUI’s professional advisors	We may disclose your personal data to our professional advisors, such as lawyers, auditors and consultants in connection with a legitimate business or legal interest.
To a Euroclear group company in connection with any group restructure	EUI may disclose your personal data in connection with any Euroclear group restructure or transfer of business and/or services to a Euroclear group company, including the transfer of data on an ongoing basis to a group company in connection with such transfer. Any such transfer would be necessary for the purposes of the legitimate interests pursued by EUI and by the receiving group company.
To any other third party	Provided that such transfer or disclosure is compliant with the UK GDPR.

EUI will take all necessary and reasonable precautions when disclosing your personal data, in accordance with the UK GDPR. Such precautions may include EUI establishing restrictions on the use of the information by the recipient.

Your personal data may be transferred to, and processed in, countries other than the UK. These countries may have data protection laws that are different to the laws of the UK (and, in some cases, may not be as protective). We have taken appropriate safeguards to ensure that your personal data will remain protected in accordance with the UK GDPR. We can provide details of such safeguards upon request (please use the contact information set out in section 8).

## 5. HOW DO WE KEEP YOUR DATA SECURE?

EUI uses appropriate technical and organisational measures to protect the personal data that we collect and process about you, such as:

- ensuring that we store your personal data in a secure operating environment (in line with generally accepted industry standards);
- using industry standard encryption to provide protection for personal data that is disclosed by us;
- rigorous verification of an individual’s identity prior to gaining access to any IT system or business premises (such as login ID, password, pin codes and badges).

The measures we use are designed to provide a level of security appropriate to the risk of processing your personal data.

## 6. HOW LONG DO WE KEEP YOUR PERSONAL DATA?

We will only keep your personal data for as long as we reasonably require and, in any event, only for as long as applicable law and regulations and our own internal rules and policies allow.

## 7. WHAT RIGHTS DO YOU HAVE IN RELATION TO YOUR PERSONAL DATA HELD IN EUI?

This section summarises the rights you have as a “data subject” under the UK GDPR.

The exercise of these rights are subject to conditions which are set out in the UK GDPR. If you would like further detail on the conditions applicable to each right, please contact EUI’s Data Protection Officer, using the contact information in section 8.

Right	Description
Right of access	You have the right to obtain confirmation from EUI that your personal data is being processed, and where this is the case, a copy of that personal data and to be provided with certain supplementary information. If you make this request by electronic means, we will provide you with the information in a commonly used electronic form, unless explicitly requested by you.

Right	Description
Right of rectification	If you think your personal data is not complete, inaccurate and/or is out of date, please let us know and we will rectify.
Right to erasure	You have the right to request that EUI erases your personal data, in certain circumstances.
Right to restriction of processing	You have the right to request that EUI limits the processing of your personal data, in certain circumstances.
Right to object to processing of your personal data	You have the right to object, on grounds relating to your particular situation, at any time to the processing of your personal data in certain circumstances. You also have the right to object to direct marketing.
Right to withdraw consent	You have the right to withdraw your consent to process your personal data at any time (for example, if you have given your consent to receive marketing materials from EUI)..
Right to data portability	You have the right to request from EUI that your personal data is provided to you in a structured, commonly used and machine readable format, and to have that information transmitted to another controller (under the conditions set out in the UK GDPR).  This right only applies to personal data that you provide directly to us and where we are processing your personal data by automated means based on your consent or for the performance of the contract.

If you would like to exercise any of the above rights in relation to your personal data please contact EUI's Data Protection Officer, using the contact information in section 8. We will require proof of ID (either a copy of your passport or driver's licence or an alternative form as agreed with the Data Protection Officer) in order to authenticate your identity before we act on your request.

## 8. QUESTIONS AND CONCERNS

We hope that you have found this Privacy Notice useful. If you have any questions related to EUI's role as Controller under the UK GDPR, the detail we have set out in this Privacy Notice or any questions or concerns with regards to EUI's privacy practices, you can contact EUI's Data Protection Officer either by email ([eui-compliance@euroclear.com](mailto:eui-compliance@euroclear.com)) or by post (EUI Compliance, Euroclear UK & International Limited, Watling House, 33 Cannon Street, London, EC4M 5SB). You can also use these details if you wish to make a complaint to EUI about our data privacy practices.

If you are unhappy with EUI's response to your complaint or question, you can lodge a complaint to the Information Commissioner's Office. For more information, please refer to the ICO's website page <https://ico.org.uk/make-a-complaint/>.

## **9. UPDATES TO THIS PRIVACY NOTICE**

This Privacy Notice is available on the EUI section of Euroclear's website: [www.euroclear.com](http://www.euroclear.com). Any amendments to this Privacy Notice will also be made available on Euroclear's website.

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### **EUROCLEAR UK & INTERNATIONAL LIMITED**

**Acting as "Controller" for the purposes of the UK GDPR**

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**© 2021 Euroclear UK & International Limited is incorporated in England and Wales under registered number 2878738, with registered address at 33 Cannon Street, London EC4M 5SB, United Kingdom – Tel: +44 20 7849 0000 – Euroclear UK & International Limited is the operator of the CREST settlement system and the EMX Message System.**

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