

Barwood.

DATA PROTECTION POLICY

"**Data Protection Legislation**" means any applicable laws and regulations in any relevant jurisdiction relating to the use or processing of personal data including: (i) EU Regulation 2016/679 ("**GDPR**"); (ii) GDPR as it forms part of the law of England and Wales, Scotland and Northern Ireland by virtue of section 3 of the European Union (Withdrawal) Act 2018 (the "**UK GDPR**"); (iii) any laws or regulations ratifying, implementing, adopting, supplementing or replacing the GDPR; (iv) in the UK, the Data Protection Act 2018 ("**DPA**"); (v) any laws and regulations implementing or made pursuant to EU Directive 2002/58/EC (as amended by 2009/136/EC); and (vi) in the UK, the Privacy and Electronic Communications (EC Directive) Regulations 2003 in each case, as updated, amended or replaced from time to time;

"**EEA**" means the European Economic Area;

"**data subject**", "**personal data**", "**processing**" and "**process**" shall have the meaning set out in the GDPR.

As part of this application you are required to provide certain personal data. This may include personal data about yourself and/or other individuals.

Our privacy policy (the "**Privacy Policy**") included in Appendix A explains how we use the personal data which you provide to us.

If you are providing personal data about yourself

If you are providing personal data relating to yourself, please read our Privacy Policy carefully to ensure you understand how we will use your personal data.

If you are providing personal data about others

If you are providing personal data relating to others, to the extent that those individuals are in the UK or the EEA, you shall ensure that:

- (a) any personal data you provide to us shall be provided in accordance with Data Protection Legislation; and
- (b) you have provided all relevant data subjects with the information set out in Articles 13 and 14 of the GDPR, as applicable, to enable us to process the personal data in accordance with this Registration Agreement (including notifying individuals if we make any changes to our Privacy Policy).

Our Privacy Policy sets out the information you may need to enable you to comply with it. If you require any further information you may contact us using the contact details in paragraph 2 of the Privacy Policy.

If you receive a request from a data subject to exercise any rights under Articles 15 to 22 of the GDPR or the UK GDPR (or if we receive such a request and we consider that you are best placed to handle and respond to it, in which case we shall promptly forward you a copy of such request) we shall, following a written request from you in writing, use reasonable endeavours to provide you with such relevant information as we may have, to help you to comply with such request without undue delay.

If we receive a request from a data subject to exercise any of its rights under Articles 15 to 22 of the GDPR or the UK GDPR, and we consider that we are best placed to respond to such request, you agree to provide us with such reasonable assistance and information as we may request without undue delay in order to help us to comply with such request.

Barwood.

PRIVACY POLICY

1. About this privacy policy

This Privacy Policy explains how we will use the personal data you provide to us. In this Privacy Policy references to "us" and "we" are references to Barwood Capital Limited.

2. How to contact us

If you have any questions about this Privacy Policy, or about how we use personal data, please contact us using the following contact details:

Barwood Capital Limited

Hitesh Patel, Compliance Officer

Address: Barwood Capital Limited, Grafton House, Pury Hill Business Park, Towcester, Northamptonshire, NN12 7LS

Tel: 01604 369110

Email: Hitesh.patel@barwoodcapital.co.uk

3. What personal data do we collect?

We collect certain personal data which is provided to us when the Registration Agreement is completed. This includes, for example, individuals' names, addresses, job titles, dates of birth, tax details and financial details. We may also collect other personal data to process the application, including for example, passport information and/or other verification documentation as a part of our anti-money laundering, FATCA and CRS reporting and know-your-customer compliance checks.

4. How do we use the personal data we collect?

We may use the personal data provided to us for the following purposes:

- (a) to assess the Applicant's eligibility to invest in Products;
- (b) to allow the Applicant to participate in Products;
- (c) to provide important information about the Products, such as annual and quarterly reports, drawdown notices, invitations to investor meetings, and requests for investor consents;
- (d) to make distributions or other payments;
- (e) to provide information, products and services which have been requested from us;
- (f) to improve our business;
- (g) to provide information about products and services which we think may be of interest;
- (h) to comply with any legal or regulatory obligations, requirements or requests; or
- (i) to protect, defend or enforce our legal rights, or those of others.

5. What is our legal basis for using personal data?

We will only use personal data if we have a lawful basis for doing so. In particular, we will only use personal data:

Barwood.

- (a) to perform our contractual responsibilities. For example to process applications to participate in the Products, to properly manage the Products, to provide annual and quarterly reports and to pay distributions (the purposes set out in paragraphs 4(a) to 4(e) fall under this legal basis);
- (b) to comply with legislation, including for tax compliance purposes such as FATCA and CRS reporting and for compliance with anti-money laundering and know-your-customer legislation (the purpose set out in paragraph 4(h) of this Part 7 falls under this legal basis);
- (c) if it is in our legitimate interests to use it (for example if we need to use it to develop or improve our business, to provide information about products and services which we think may be of interest, or if we wish to sell the whole or part of our business to a third party) (the purposes set out in paragraphs 4(f), 4(g) and 4(i) fall under this legal basis); or
- (d) if we have obtained the relevant individual's consent to use their personal data. If we are relying on the individual's consent to use their personal data, this will be made clear at the time the personal data is collected. If we rely on consent, the individual may withdraw their consent at any time.

6. We may transfer personal data outside the UK and the EEA

6.1 We may need to transfer personal data outside the UK and/or the EEA in order to manage the Products and process applications to participate in any Products. This may include, for example, transferring personal data to our suppliers, legal advisers, consultants and subcontractors such as third party process agents or depositaries operating outside the UK and/or the EEA, to other investors in the Products, or to tax and/or regulatory authorities or to a court of law outside the UK and/or the EEA. If we transfer personal data outside the UK and/or the EEA, we will only do so where one of the following applies:

- (a) there is an adequacy regulation under 17A of the DPA and/or an adequacy decision by the European Commission (as relevant) which means that the recipient country is deemed to provide adequate protection for such personal data;
- (b) where the transfer of personal data is to a member of our group, and we have in place binding corporate rules with such member which safeguard the personal data so that transfers are permitted in accordance with the Data Protection Legislation;
- (c) where we have in place with the recipient standard data protection clauses which apply pursuant to regulation under sections 17C or 119A of the DPA and/or standard contractual clauses which have been approved by the European Commission (as relevant). The said standard clauses include certain safeguards to protect the personal data;
- (d) in the case of transfers of personal data to the US, if the recipient has signed up to the US Privacy Shield Framework;
- (e) if such transfer is necessary for the performance of a contract we have with an individual investor to whom the personal data relates, or if it is necessary to enable us to carry out steps at such individual's request with a view to entering into such a contract;
- (f) if such transfer is necessary to enable us to enter into, or perform, a contract we may have with a third party, in order to provide services relating to the Products, provided such transfer is in the interests of the relevant individual; or if the individual to whom the personal data relates has entered into, or wishes to enter into, a contract with a third party and it is necessary for us to transfer the personal data in order to enable the individual to do so; or
- (g) if the transfer is necessary for the establishment, exercise or defence of legal claims.

6.2 If you want to find out more about how we transfer personal data outside the UK and the EEA, please contact us using the contact details set out above.

7. With whom do we share personal data?

We may share personal data with third parties in the following circumstances:

Barwood.

- (a) with third parties which provide services to us, including for example, technical, IT, hosting, logistical, processing, legal, depositary or administrative services, and specifically to any Product and the Counsel of any Product if we are required to do so for legal or regulatory reasons, including defending our legal rights or those of others;
- (b) with members of our group, which are involved in the management or administration of the Products, or which provide services to us (such as IT services); or
- (c) for corporate reasons. For example, we may need to share personal data with third parties if we restructure our business or if a third party wishes to acquire the whole or part of our business.

8. For how long do we keep personal data?

In general, we keep individuals' personal data for as long as they or their organisation (as applicable) participates as an investor in our Products. We may need to keep some personal data for longer than this for legal, compliance or business reasons.

9. What choices and rights do individuals have regarding your personal data?

9.1 Individuals whose personal data we process may contact us to request that we:

- (a) confirm whether or not personal data about them is being processed;
- (b) provide them with further details about how we process their personal data;
- (c) provide them with a copy of any data which we hold about them;
- (d) update/correct their personal data;
- (e) delete any personal data which we hold about them;
- (f) restrict the way that we process their personal data;
- (g) consider any valid request to transfer their personal data to a third-party provider of services (data portability); and/or
- (h) consider any valid objections they may have to the use of their personal data.

9.2 If an individual wishes to make a request to exercise any of the rights listed above, they should contact us using the contact details set out above.

9.3 We will consider all such requests and provide our response as soon as we can. Please note, however, that certain personal data may be exempt from such requests in certain circumstances, which may include if we need to keep processing the personal data for our legitimate interests or to comply with a legal obligation. Please note that we may request any such information as is necessary to confirm the identity of the individual making the request.

10. Queries and complaints

10.1 If you have any queries or complaints about how we use personal data, we would always prefer that you contact us first. However, you may also make a complaint to the relevant data protection authority. In the United Kingdom, the relevant data protection authority is the Information Commissioner's Office (ICO). A link to the ICO's website is below.

<https://ico.org.uk>

10.2 If you are unsure which data protection authority to contact, please contact us using the contact details above.

11. Changes to this privacy policy

Barwood.

We may change this privacy policy from time to time. Applicants will be notified of any significant changes we make to our privacy policy, using the contact details provided in this Registration Agreement.