

Effective 1 June 2021

UK Privacy Notice – Teneo Restructuring Limited

INTRODUCTION

Teneo Restructuring Limited is committed to protecting and respecting your privacy.

This privacy notice (“Notice”) explains what personal information Teneo Restructuring Limited gather about you, in the provision by us of restructuring services through statutory appointments over solvent and insolvent entities, and what we use it for and who we share it with.

ABOUT TENEO RESTRUCTURING LIMITED

Teneo Restructuring Limited is the restructuring arm of Teneo, a global advisory firm that provides comprehensive strategic advisory services across a wide range of key objectives and issues addressing complex business and reputational challenges. This Notice is issued on behalf of Teneo Restructuring Limited in the UK.

There are around 270 restructuring staff operating from 9 locations within the UK. The Restructuring staff work with businesses facing financial problems and with their financial stakeholders to identify the underlying issues and deliver the best outcome, whether that be through an operational restructuring or a formal insolvency appointment, such as administration or liquidation.

We may change this Notice from time to time so please check this page occasionally to ensure that you’re happy with any changes. When we make changes to this Notice, we will post the updated Notice on the Website and update the Notice’s effective date.

If you have any questions or comments about this Notice, the ways in which Teneo Restructuring Limited collects and uses your information described below, your choices and rights regarding such use, or wish to exercise your rights, please do not hesitate to contact us at:

Email: GDPR@teneo.com

Post: Associate General Counsel, Teneo, 5th Floor, 6 More London Place, London, SE1 2DA

Specific information relating to Corporate and Personal data processing is given on the following pages.

Introduction - Corporate

In this section, the term "Company" refers to the business which is subject to an insolvency or restructuring regime (each of these being an "**Insolvency**").

Certain directors at Teneo Restructuring Limited are licensed to act as insolvency practitioners by the Institute of Chartered Accountants in England (the "**Teneo Insolvency Practitioners**"). When a Company is subject to an Insolvency, one or more Teneo Insolvency Practitioners may be appointed as an insolvency officeholder to manage the Company's affairs, business and property.

Roles of Teneo Insolvency Practitioners, Teneo and the Company

In data protection law, "controller" and "processor" are defined terms:

- a controller is an individual or legal person who decides how and why personal data is processed. A controller is in control and is responsible for the collection, keeping and use of personal data; and
- a processor is an individual or legal person (other than an employee of a controller) which processes personal data on behalf of a controller.

The controller of personal data that has been collected or created before the appointment of Teneo Insolvency Practitioners is the Company. Once Teneo Insolvency Practitioners have been appointed, they act as agents for the Company in fulfilling the role of managing the Company's affairs, business and property. The Company therefore remains the controller of personal data collected and processed in this regard.

The Teneo Insolvency Practitioners may be the controller of certain personal data collected or processed after their appointment pursuant to their legal and regulatory obligations as insolvency officeholders.

Where Teneo is engaged to provide services relating to an Insolvency, Teneo may act as a data processor on behalf of the Teneo Insolvency Practitioners or the Company (as appropriate).

Collecting your personal data

The Teneo Insolvency Practitioners collect and process personal information about you and/or your business which they need in order to provide their professional services and to comply with their legal obligations. This may be information which:

- you or our client provided directly to the Company or the Teneo Insolvency Practitioners (which would include information contained in the Company's books and records);
- the Teneo Insolvency Practitioners obtained from third parties, for example:
 - a third party acting on our client's instructions;
 - in a formal Insolvency process, the Official Receiver (in England) or Accountant in Bankruptcy (in Scotland); and
 - the creditors, debtors and employees of the Company and/or other stakeholders; or
- is publicly available (such as information on Companies House).

The information the Teneo Insolvency Practitioners collect and process may vary, but could include:

- personal contact details such as name, title, addresses, telephone numbers and personal email addresses;
- date of birth;

- gender;
- marital status, details of co-habitees/co-occupants and dependents;
- National Insurance number;
- occupation and function within the Company;
- bank account details, payroll records and tax status information;
- location of employment or workplace;
- salary/wage details;
- pension arrangements and benefits;
- details of any vehicle provided to you by the Company;
- details of any other valuable property (assets) that you have acquired from the Company;
- amounts of any bonuses, dividends or other financial benefits received by you from the Company;
- photo ID to confirm your identity;
- details of any personal guarantees or indemnities you may have given in respect of the Company's liabilities;
- any explanation you provide of the reasons for the Company's insolvency (where appropriate); and
- details of any proposed role or function you may undertake in respect of a successor business (where appropriate).

If you do not provide the information requested, the Teneo Insolvency Practitioners may take steps to compel you to provide it in Court and/or to acquire the information they need to properly administer the Company's affairs from other parties.

Special category data

In limited circumstances (depending on the nature of your relationship with the Company), the data collected may include "special categories" of personal data. Special category data is considered to be particularly sensitive and is afforded additional protection in law. It includes data relating to your racial or ethnic origin, political opinions, religious or similar beliefs, trade union membership, physical or mental health conditions, sexual life, sexual orientation and biometric or genetic data.

The situations in which special category data may be collected or processed during an Insolvency are set out below.

Use of your personal data

The Teneo Insolvency Practitioners and Teneo may process your personal data for a number of purposes relating to an Insolvency. This may include (but is not limited to) the following:

- communicating with you in order to:
 - gather or provide information;
 - provide you with advice (such as in relation to potential restructuring solutions for the Company);
 - if you are a creditor of the Company, make a payment to you; and
 - perform other tasks which are necessary to provide services;
- fulfilling any contractual obligations to you;
- obtaining legal advice and enforcing legal rights and obligations;
- generally administering, supporting, improving and developing our services;

- taking all relevant steps to realise the business and/or assets of the Company and otherwise provide services; and
- complying with the Teneo Insolvency Practitioners and Teneo's legal and regulatory obligations and any requirements of a professional body of which we are a member, such as:
 - performing Anti-Money Laundering assessments; and
 - obligations relating to managing and administering the affairs of the Company.

In certain, limited circumstances, the Teneo Insolvency Practitioners or Teneo may also find it necessary to use your personal data:

- to protect your interests, if you have a vulnerability;
- to protect someone else's interests (for example our staff, if you have or are alleged to have been violent or abusive towards them); or
- in the public interest, or for official purposes as an Insolvency officeholder (for example if a corporate governance offence has been (or is alleged to have been) committed).

Neither the Teneo Insolvency Practitioners nor Teneo carry out automated decision making or profiling using your personal data.

Special category data

Special category data may be processed in an Insolvency for a number of reasons, including when it:

- impacts the financial position of the Company and is needed to ensure that appropriate advice can be given;
- is needed for legal claims or proceedings which relate to the affairs of the Company; and
- is in the public interest (such as if you lack the mental capacity to deal with the Company's affairs).

Your consent may not be needed to hold or process this information, depending on (i) the nature of the information; and (ii) which insolvency procedure is used, if it relates to the performance of the Teneo Insolvency Practitioners' functions.

If your consent is needed, you will be given details of the information sought and the reasons for it being requested so that you are able to consider fully whether to provide your consent. It is not a requirement that you agree to provide your consent when it is requested in order for you to receive restructuring or insolvency advice or services. You also have the right to withdraw your consent at any stage, following which your special category data will cease to be processed for the purpose you had previously consented to (unless there is a legal legitimate basis for continuing to do so).

Information relating to criminal convictions

Data regarding criminal convictions may be held where it is relevant to the performance of the Teneo Insolvency Practitioners' functions as officeholders, or the reasons for the Company's failure. It will only be held if it is appropriate to do so within the role of the Teneo Insolvency Practitioners' as officeholders, or Teneo as restructuring adviser. Examples of criminal convictions which may be relevant in those scenarios are theft, fraud (or dishonesty) and money laundering.

The information will only be used where there is a legal basis for doing so, which will normally be because it is required for the Teneo Insolvency Practitioners to carry out their role and functions. This data may also be used if:

- it is needed in relation to legal claims;

- it is needed to protect your, or someone else's, vital interests (and you are not capable of giving consent);
- it is relevant to the Teneo Insolvency Practitioners' statutory reporting obligations; or
- the information has already been made public by you, or is otherwise in the public domain.

The legal grounds for processing your personal data are:

- compliance with a legal, regulatory or professional obligation (such as preventing money laundering);
- compliance with our contractual obligations; and
- a legitimate interest in:
 - managing our relationship with you;
 - running our business; and
 - managing the Insolvency.

You may also have been notified of separate or additional legal grounds previously by the Company.

Sharing your personal data

Your personal data will not be shared without your consent, other than for the reasons set out in this Notice, or where there is a legal requirement to do so. When your data is shared with others, the Teneo Insolvency Practitioners or Teneo (as appropriate) will ensure that contractual and security arrangements are entered into to ensure that your data is protected in a way which meets our data protection, confidentiality and security standards.

Your personal data may be shared with:

- specialist engagement teams, including Teneo staff;
- professional advisers or bodies, including (but not limited to) lawyers, insurers, accountants, auditors and agents;
- third parties involved in the Insolvency, including (but not limited to) the Courts, the Official Receiver (or Accountant in Bankruptcy, as applicable), creditors of the Company and Companies House;
- third parties which are interesting in purchasing the Company and / or its assets;
- third parties who provide services to the Teneo Insolvency Practitioners or Teneo, such as IT services; and
- other third parties you instruct.

In limited circumstances, your personal data may also need to be disclosed:

- if we decide to (i) sell, transfer or merge all or part of our business or assets, or (ii) acquire or merge with other businesses, to third parties involved in that process;
- to law enforcement, the Courts, or other Government and regulatory agencies (i) if we consider it is required by applicable law, regulation or legal process, or (ii) to protect and defend our legal rights, or those of third parties (including defending claims based on our legitimate interests, and to protect the safety of third parties); and
- to third parties to protect your vital interests, for example if you became ill or were injured at our offices or at one of our events.

In cases where your personal information is transferred to countries outside the European Economic Area that have less stringent data protection laws, the Teneo Insolvency Practitioners or we will make sure your information remains adequately protected.

Retention of your personal data

Teneo Insolvency Practitioners and Teneo will only keep your personal information for as long as is necessary for the purpose for which it was collected. All personal data will be held in accordance with internal retention policies, which are in accordance with our regulatory obligations and good practice. Your data will be for the longest of :

- the period necessary for dealing with the Company's or Debtor's affairs;
- any retention period that is required by law; or
- the period in which litigation or investigations might arise in respect of Teneo Insolvency Practitioners' appointment as insolvency practitioners for the relevant Company or Debtor.

Your rights

You may be aware that under data protection legislation, there are certain rights available to you. Please ensure that, in addition to this section, you also read the further information in the main "Your rights in connection with personal information" section of this privacy notice.

The rights which you have in relation to your data will depend on which lawful basis or bases it is being held by the Teneo Insolvency Practitioners or us (which possible bases are set out above). The basis will, in turn, vary depending on where the information has come from (i.e. you or a third party, such as the Official Receiver) and the nature of your relationship with us or the Teneo Insolvency Practitioners.

Prospective Clients

If Teneo has provided you with advice, for example in relation to restructuring or cessation options, a number of rights will be available to you. This may include accessing the data, restricting it, transferring it and (to a lesser degree) erasing it.

Insolvency Act Appointments

If Teneo Insolvency Practitioners have been formally appointed to administer the affairs of a Company (in an administration, liquidation (either solvent or insolvent), receivership, administrative receivership or company voluntary arrangement), information about the case is required by law to be maintained for certain periods. In this scenario, it is unlikely to be possible to agree to erase, restrict or transfer your information. A more detailed explanation of this will be provided to you in the event that you make such a request.

In particular, the following rights may be affected in a formal Insolvency:

- **Erasure and rectification:** if your information is part of the legal records of the case and there is a requirement for it to be maintained, it will not be possible to erase or rectify that information, although a record will be kept of any information you consider is inaccurate. Providing updated contact information is helpful, but it will still not be possible to remove or amend historic information, such as your address at the time of the Insolvency or the amount stated as being owed to a creditor.
- **Portability:** this right only applies to information which you have provided (and not information provided by third parties, such as the Official Receiver, or creditors), and where the lawful basis for processing your data is your consent or the performance of a contract. It does not apply to formal Insolvency cases, where the lawful basis for processing your data is a legal obligation.

- **Restriction of processing:** if your information is part of the legal records of the case, it is unlikely to be possible to restrict the processing of your data; however, any request will be considered on its own merits and a full explanation will be provided to you in response to such a request.

Legal Claims

It may not be possible to provide you with access to all of the data we hold if legal claims are involved, as some of the information will be subject to privilege.

Exercising your rights

If you have a query or wish to exercise your rights, please make a written request to the party responsible for your personal data, i.e. the controller (the Company or the Teneo Insolvency Practitioners), using the contact details provided in communications about the Insolvency. The request should contain sufficient information to verify your identity and locate the data about which you are exercising your right.

Introduction - Personal

In this section, the term "Debtor" refers to an individual who is subject to an insolvency or restructuring regime (each of these being an "**Insolvency**").

Certain directors at Teneo are licensed to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales (the "**Teneo Insolvency Practitioners**"). When a Debtor is subject to an Insolvency, one or more Teneo Insolvency Practitioners may be appointed as an insolvency officeholder to manage the Debtor's affairs, business and property.

Roles of Teneo Insolvency Practitioners, Teneo and the Debtor

In data protection law, "controller" and "processor" are defined terms:

- a controller is an individual or legal person who decides how and why personal data is processed. A controller is in control and is responsible for the collection, keeping and use of personal data; and
- a processor is an individual or legal person (other than an employee of a controller) which processes personal data on behalf of a controller.

The controller of personal data that has been collected or created before the appointment of Teneo Insolvency Practitioners is the Debtor. Once Teneo Insolvency Practitioners have been appointed, they act as agents for the Debtor in fulfilling the role of managing the Debtor's affairs, business and property. The Debtor therefore remains the controller of personal data collected and processed in this regard.

The Teneo Insolvency Practitioners may be the controller of certain personal data collected or processed after their appointment pursuant to their legal and regulatory obligations as insolvency officeholders.

Where Teneo is engaged to provide services relating to an Insolvency, Teneo may act as a data processor on behalf of the Teneo Insolvency Practitioners or the Debtor (as appropriate).

Collecting your personal data

The Teneo Insolvency Practitioners collect and process personal information about you and/or your business which they need in order to provide their professional services and to comply with their legal obligations. This may be information which:

- you or our client provided directly to the Debtor or the Teneo Insolvency Practitioners;
- the Teneo Insolvency Practitioners obtained from third parties, for example:
 - a third party acting on your or our client's instructions;
 - a third party which has had (or is suspected to have had) business or financial dealings with you, where that information may assist us to properly administer the Debtor's estate;
 - in a formal Insolvency process, the Official Receiver (in England) or Accountant in Bankruptcy (in Scotland); and
 - the creditors, debtors and employees of the Debtor and/or other stakeholders; or
- is publicly available (such as information on Companies House).

The information the Teneo Insolvency Practitioners collect and process may vary, but could include:

- personal contact details such as name, title, addresses, telephone numbers and personal email addresses;
- date of birth;
- gender;
- marital status, details of co-habitees/co-occupants and dependents;
- National Insurance number;
- occupation;
- accounting information (if you are self-employed or a higher rate tax payer);
- location of employment or workplace;
- salary/wage details;
- benefits, loans and grants (including any housing benefit, social security, tax credit, student loans or grants);
- pension arrangements, savings accounts and plans and shareholdings;
- life assurance and insurance policies;
- details of any vehicle you own or use and the associated running costs;
- details of any other valuable property (assets) that you own or have an interest in;
- bank account numbers and amounts you owed to your creditors;
- your regular monthly expenditure (including to whom it is paid);
- photo ID to confirm your identity;
- property details, including ownership information and any leases and tenancy agreements;
- directorships information; and
- any explanation you provide of the reasons for your debt problems (where appropriate).

If you do not provide the information requested, the Teneo Insolvency Practitioners may take steps to compel you to provide it in Court and/or to acquire the information they need to properly administer the Debtor's affairs from other parties.

Special category data

In limited circumstances, the information collected may include "special categories" of personal data. Special category data is considered to be particularly sensitive and is afforded additional protection in law. It includes data relating to your racial or ethnic origin, political opinions, religious or similar beliefs, trade union membership, physical or mental health conditions, sexual life, sexual orientation and biometric or genetic data.

The situations in which special category data may be collected or processed during an Insolvency are set out below.

Use of your personal data

The Teneo Insolvency Practitioners and Teneo may process your personal data for a number of purposes relating to an Insolvency. This may include (but is not limited to) the following:

- communicating with you in order to:
 - gather or provide information;
 - provide you with advice (such as in relation to potential debt solutions);
 - if you are a creditor of the Debtor, make a payment to you; and
 - perform other tasks which are necessary to provide services;
- fulfilling any contractual obligations to you;
- obtaining legal advice and enforcing legal rights and obligations;

- generally administering, supporting, improving and developing our services;
- taking all relevant steps to realise the assets of the Debtor and otherwise provide services; and
- complying with the Teneo Insolvency Practitioners and Teneo's legal and regulatory obligations and any requirements of a professional body of which we are a member, such as:
 - performing Anti-Money Laundering assessments; and
 - obligations relating to managing and administering the affairs of the Debtor.

In certain, limited circumstances, the Teneo Insolvency Practitioners or Teneo may also find it necessary to use your personal data:

- to protect your interests, if you have a vulnerability;
- to protect someone else's interests (for example our staff, if you have or are alleged to have been violent or abusive towards them); or
- in the public interest, or for official purposes as an Insolvency officeholder (for example if a bankruptcy offence has been (or is alleged to have been) committed).

Neither the Teneo Insolvency Practitioners nor Teneo carry out automated decision making or profiling using your personal data.

Special category data

Special category data may be processed in an Insolvency for a number of reasons, including when it:

- impacts the Debtor's financial position and is needed to ensure that appropriate advice can be given;
- is needed for legal claims or proceedings which relate to the affairs of the Debtor; and
- is in the public interest (such as if you lack the mental capacity to deal with your financial affairs).

Your consent may not be needed to hold or process this information, depending on (i) the nature of the information; and (ii) which insolvency procedure is used, if it relates to the performance of the Teneo Insolvency Practitioners' functions.

If your consent is needed, you will be given details of the information sought and the reasons for it being requested so that you are able to consider fully whether to provide your consent. It is not a requirement that you agree to provide your consent when it is requested in order for you to receive restructuring or insolvency advice or services. You also have the right to withdraw your consent at any stage, following which your special category data will cease to be processed for the purpose you had previously consented to (unless there is a legal legitimate basis for continuing to do so).

Information relating to criminal convictions

Data regarding criminal convictions may be held where it is relevant to the performance of the Teneo Insolvency Practitioners' functions as officeholders, or the reasons for the Debtor's financial problems. It will only be held if it is appropriate to do so within the role of the Teneo Insolvency Practitioners' as officeholders, or Teneo as restructuring adviser. Examples of criminal convictions which may be relevant in those scenarios are theft, fraud (or dishonesty) and money laundering.

The information will only be used where there is a legal basis for doing so, which will normally be because it is required for the Teneo Insolvency Practitioners to carry out their role and functions. This data may also be used if:

- it is needed in relation to legal claims;
- it is needed to protect your, or someone else's, vital interests (and you are not capable of giving consent);
- it is relevant to the Teneo Insolvency Practitioners' statutory reporting obligations; or
- the information has already been made public by you, or is otherwise in the public domain.

The legal grounds for processing your personal data are:

- compliance with a legal, regulatory or professional obligation (such as preventing money laundering);
- compliance with our contractual obligations; and
- a legitimate interest in:
 - managing our relationship with you;
 - running our business; and
 - managing the Insolvency.

You may also have been notified of separate or additional legal grounds previously by the Debtor.

Sharing your personal data

Your personal data will not be shared without your consent, other than for the reasons set out in this Notice, or where there is a legal requirement to do so. When your data is shared with others, the Teneo Insolvency Practitioners or Teneo (as appropriate) will ensure that contractual and security arrangements are entered into to ensure that your data is protected in a way which meets our data protection, confidentiality and security standards.

Your personal data may be shared with:

- specialist engagement teams, including Teneo staff;
- professional advisers or bodies, including (but not limited to) lawyers, insurers, accountants, auditors and agents;
- third parties involved in the Insolvency, including (but not limited to) the Courts, the Official Receiver (or Accountant in Bankruptcy, as applicable), creditors of the Debtor and Companies House;
- third parties which are interesting in purchasing the Debtor's assets;
- third parties who provide services to the Teneo Insolvency Practitioners or Teneo, such as IT services; and
- other third parties you instruct.

In limited circumstances, your personal data may also need to be disclosed:

- if we decide to (i) sell, transfer or merge all or part of our business or assets, or (ii) acquire or merge with other businesses, to third parties involved in that process;
- to law enforcement, the Courts, or other Government and regulatory agencies (i) if we consider it is required by applicable law, regulation or legal process, or (ii) to protect and defend our legal rights, or those of third parties (including defending claims based on our legitimate interests, and to protect the safety of third parties); and
- to third parties to protect your vital interests, for example if you became ill or were injured at our offices or at one of our events.

In cases where your personal information is transferred to countries outside the European Economic Area that have less stringent data protection laws, the Teneo Insolvency Practitioners or we will make sure your information remains adequately protected.

Retention of your personal data

Teneo Insolvency Practitioners and Teneo will only keep your personal information for as long as is necessary for the purpose for which it was collected. All personal data will be held in accordance with internal retention policies, which are in accordance with our regulatory obligations and good practice. Your data will be for the longest of:

- the period necessary for dealing with the Debtor's affairs;
- any retention period that is required by law; or
- the period in which litigation or investigations might arise in respect of Teneo Insolvency Practitioners' appointment as insolvency practitioners for the relevant Debtor.

Your rights

You may be aware that under data protection legislation, there are certain rights available to you. Please ensure that, in addition to this section, you also read the further information in the main "Your rights in connection with personal information" section of this privacy notice.

The rights which you have in relation to your data will depend on which lawful basis or bases it is being held by the Teneo Insolvency Practitioners or us (which possible bases are set out above). The basis will, in turn, vary depending on where the information has come from (i.e. you or a third party, such as the Official Receiver) and the nature of your relationship with us or the Teneo Insolvency Practitioners.

Prospective Clients

If Teneo has provided you with advice, for example in relation to restructuring options, a number of rights will be available to you. This may include accessing the data, restricting it, transferring it and (to a lesser degree) erasing it.

Insolvency Act Appointments

If Teneo Insolvency Practitioners or Teneo have been formally appointed to administer the affairs of a Debtor (in a bankruptcy, trust deed, sequestration or individual voluntary arrangement), information about the case is required by law to be maintained for certain periods. In this scenario, it is unlikely to be possible to agree to erase, restrict or transfer your information. A more detailed explanation of this will be provided to you in the event that you make such a request.

In particular, the following rights may be affected in a formal Insolvency:

- Erasure and rectification: if your information is part of the legal records of the case and there is a requirement for it to be maintained, it will not be possible to erase or rectify that information, although a record will be kept of any information you consider is inaccurate. Providing updated contact information is helpful, but it will still not be possible to remove or amend historic information, such as your address at the time of the Insolvency or the amount stated as being owed to a creditor.
- Portability: this right only applies to information which you have provided (and not information provided by third parties, such as the Official Receiver, or creditors), and where the lawful basis for processing your data is your consent or the performance of a contract. It

does not apply to formal Insolvency cases, where the lawful basis for processing your data is a legal obligation.

- Restriction of processing: if your information is part of the legal records of the case, it is unlikely to be possible to restrict the processing of your data; however, any request will be considered on its own merits and a full explanation will be provided to you in response to such a request.

Legal Claims

It may not be possible to provide you with access to all of the data we hold if legal claims are involved, as some of the information will be subject to privilege.

Exercising your rights

If you have a query or wish to exercise your rights, please make a written request to the party responsible for your personal data, i.e. the controller (the Debtor or the Teneo Insolvency Practitioners), using the contact details provided in communications about the Insolvency. The request should contain sufficient information to verify your identity and locate the data about which you are exercising your right.