

## **ECLIPSE SAFE HARBOR POLICY FOR EUROPEAN UNION EMPLOYEES PERSONAL DATA**

### **Introduction**

Eclipse and its affiliates (“Eclipse”) have a need to compile and extract human resources data which includes data concerning its employees in the European Union (“EU”). This Safe Harbor Policy has been adopted consistent with the Safe Harbor Principles of the US Department of Commerce and the EU Directive on Data Protection.

This policy applies to all human resources data transmissions received from Eclipse operations in EU countries, including electronic, telephonic, and written transmission.

Human Resource Data is any human resource information relating to an identified or identifiable natural person who is an Eclipse employee and who can be identified, directly or indirectly, in particular by a reference to an identification number or to one or more factors specific to his or her physical, physiological, mental, economic, cultural or social identity.

### **Responsibilities**

In implementing this policy, Eclipse will annually self-certify to the Department of Commerce, that it agrees to adhere to the Safe Harbor Principles.

Eclipse acknowledges that its failure to provide an annual self-certification to the Department of Commerce will result in the removal of Eclipse from the list of participants.

Questions regarding the transmission of human resource data from the EU to the United States or any other non-EU location, or any further transmission of the personnel data once received in the United States, should be referred to Jim Corbett, Vice President – Human Resources, who is responsible for maintaining this document.

### **Guidelines**

The Safe Harbor Principles to which Eclipse will adhere are notice, choice, transfer to agent third parties, access, security, data integrity and enforcement.

**Notice:** Eclipse will collect and use human resource data for the purposes of global enterprise headcount reporting, statistical analysis, compensation planning and related transactions, career development, staffing, international personal security issues, internal investigations, ethics investigations, law enforcement inquiries, U.S. Government agency inquiries and mergers, acquisitions and divestitures. Eclipse recognizes that the data it receives will remain subject to any conditions or restrictions imposed by the law of the EU country in which it was collected. Employees can contact

Jim Corbett, Vice President – Human Resources with inquiries or complaints regarding the use of their human resource data.

**Choice:** (a) Opt-Out Rights. Employees will be offered the opportunity to choose (opt-out) if their data is to be (i) disclosed to a Non-Agent Third Party, as defined below, or (ii) used for a purpose other than the purpose for which it was originally collected or subsequently authorized by the employee. In certain limited circumstances, in accordance with Safe Harbor Principles, Eclipse may disclose data without notice or consent (e.g. when the life or health of the employee is at stake). A Non-Agent Third Party is a party (a) who is not performing a task on behalf of or under the instructions of Eclipse and (b) with whom Eclipse has not contracted to provide at least the same level of privacy protection called for under the Safe Harbor Principles or required the third party to subscribe to the Safe Harbor Principles or otherwise be subject to the EU Directive or other adequacy filing.

(b) Opt-In Requirement. Except as allowed under the Safe Harbor Principles or applicable law, in cases implicating race, ethnic origin, political opinion, religious or philosophical beliefs, trade union membership and income records, health, sexual orientation, or alleged commission of a criminal offense, Eclipse will seek affirmative permission (opt-in) from the employee before it discloses data to any third party or uses data for a purpose other than those for which it was originally collected or subsequently authorized.

**Transfer to Agent Third Parties:** Prior to disclosing human resource data to a third party that is acting as an agent of Eclipse and under its instructions, Eclipse will either enter into a written agreement requiring the third party to provide at least the same level of privacy protection called for under the Safe Harbor Principles or require the third party to subscribe to the Safe Harbor Principles or otherwise be subject to the EU Directive or other adequacy finding.

**Access:** Employees covered under this policy will have access to their personnel information which Eclipse holds and will be able to correct, amend or delete information if it is inaccurate, unless the burden or expense of providing access would be disproportionate to the risks of the individual privacy in the case in question or the rights of persons other than the individual would be violated. Requests to review information should be made to Jim Corbett, Vice President – Human Resources.

**Security:** In order to protect personal information from loss, misuse and unauthorized access, disclosure, alteration and destruction, Eclipse has implemented procedures and protections designed to ensure the confidentiality and integrity of human resource data. These measures include segregation of the server housing employee data, strictly controlled access requiring approval from the Vice President – Human Resources, and individual password security. Additionally, only the Vice President – Human Resources, Human Resources Manager, and Regional HR Coordinators will have access to human resource data. Regional HR Coordinators will only have access to view and maintain human resource data within their region (Asia-Pacific, Americas, and Europe).

**Data Integrity:** Human resource data will be collected only if relevant for the purposes for which it is to be used. Eclipse will take reasonable steps to ensure that the data is reliable and that it is accessed only for permissible uses.

**Enforcement and Dispute Resolution:** The Vice President – Human Resources will be the internal mechanism for ensuring compliance with the Safe Harbor Principles. To ensure compliance, Eclipse will:

(a) Cooperate with the European Union’s Data Protection Authorities (DPAs) in the investigations of and resolution of complaints brought under the Safe Harbor Principles; and

(b) Comply with any advice given by the DPAs, including remedial or compensatory measures for the benefit of individuals affected by any non-compliance with the Principles of Eclipse, and will provide the DPAs with notice that such action has been taken; and

(c) Employ an annual procedure for verifying that the company has adhered to its commitment to implement the Safe Harbor Principles, verified by the testimony and signature of at least one of Eclipse’s corporate officers.

**Eclipse Safe Harbor Policy Changes:** This policy may be amended at any time and from time to time by Eclipse consistent with the requirements of the Safe Harbor Principles. Any changes to the policy will be posted at Eclipse’s webpage: [eclipsenet.com](http://eclipsenet.com).