



Data Transfer Amendment

Note to Customer:

- This Amendment has been pre-signed on behalf of HCL.
- Please complete the information in the table below and sign on the last page of this Amendment.
- The signed Amendment should be uploaded and emailed to HCLSWPrivacy@hcl.com, with a copy retained for your records.

This Data Transfer Amendment (the “Amendment”), including all schedules and appendices hereto, modifies the Agreement (as defined below) between:

Customer, a company duly organized and having its registered offices at (as set out in the main agreement and hereinafter to be referred to as “Customer”)

Customer Full Legal Name: <i>[please complete]</i>	
Customer’s Registered Address: <i>[please complete]</i>	
HCL Account Number: <i>[please complete]</i>	

and

HCL Technologies Limited, a company duly organized and existing under the laws of India and having its registered offices at 806 Siddharth, 96 Nehru Place, New Delhi-110019, or any of its Affiliates as defined in the Agreement (“HCL”), as follows:

WHEREAS, Customer and HCL (collectively, the “Parties”) have entered into an agreement pursuant to which HCL is processing Personal Data on behalf of Customer (e.g. Master License Agreement, Master Services Agreement, Cloud Services Agreement, etc.) which may include an associated Data Processing Addendum (“DPA”), (the aforementioned documents collectively referred to as, the “Agreement”) either by way of signature or by electronic acceptance;

WHEREAS, the European Commission published new EU SCCs in June 2021 (Commission Decision 2021/914) to govern transfers of Personal Data subject to the General Data Protection Regulation (EU) 2016/679 (EU GDPR) to countries outside the European Economic Area (EEA); and

WHEREAS, the Swiss Federal Data Protection and Information Commissioner (FDPIC) formally recognized the new EU SCCs with certain amendments in August 2021;

WHEREAS, the Parliament of the United Kingdom (“UK”) published an agreement that came into force in March 2022 to govern transfers of UK Personal Data to countries outside of the EEA; and

WHEREAS, in order to ensure compliance with the various data transfer requirements in the EU, Switzerland and the UK, including the mandated use of newly published data transfer agreements, the parties are required to put these new data transfer data on behalfs in place,

NOW THEREFORE, the Parties wish to amend the terms of the Agreement to incorporate therein the Updated Standard Contractual Clauses and the UK International Data Transfer Addendum (as defined below), as applicable.

Definitions:

Capitalized terms not defined herein shall have the meaning given to them in the Agreement or applicable law.

“UK International Data Transfer Addendum” or “UK IDTA” means the addendum to the EU Commission Standard Contractual Clauses, version B1.0, issued by the UK Information Commissioner for Parties making Restricted Transfers.

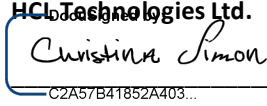


“Updated Standard Contractual Clauses” or “Updated SCCs” means the revised standard contractual clauses pursuant to the European Commission’s decision (EU) 2021/914 of 4 June 2021 (Commission Implementing Decision (EU) 2021/914 on Standard Contractual Clauses for the transfer of Personal Data to third countries pursuant to Regulation (EU) 2016/679 of the European Parliament and the Council): <https://eur-lex.europa.eu/legal-content/EN/TXT/HTML/?uri=CELEX:32021D0914&from=EN>

The Parties hereby agree to enter into this Amendment to incorporate the Updated SCCs and the UK IDTA (to the extent they apply) into the Agreement in place of the existing SCCs.

- 1. Data Transfer.** To ensure a valid mechanism to support the transfer of Personal Data to countries outside of the EEA, UK or Switzerland that do not provide an adequate level of data protection pursuant to the applicable laws, the parties are entering into this Amendment which incorporates the terms of the Updated SCCs and the UK IDTA. These documents can be found at <https://www.hcltechsw.com/resources/master-agreements>. These documents contain terms mandated by the European Union and UK Parliament. If the parties had previously executed a DPA with SCCs, Annex I in the Appendix to such SCCs shall continue to apply unless otherwise agreed by the parties.
- 2. Updated SCCs and UK IDTA.** The Updated SCCs and UK IDTA shall apply to HCL in its role as the “data importer,” and shall apply to Customer and, to the extent legally required and/or as set forth in the main Agreement, all of Customer’s Authorized Affiliates established within the European Union, the European Economic Area and/or its member states, Switzerland and/or the United Kingdom, in their role as “data exporters.” Customer and HCL agree that, as provided in the Updated Standard Contractual Clauses, Data Subjects shall be third party beneficiaries.
- 3. Switzerland.** For data transfers governed by Swiss data protection laws, the Updated SCCs also apply to the transfer of information relating to an identified or identifiable legal entity where such information is protected similarly as Personal Data under Swiss data protection laws until such laws are amended to and no longer apply to a legal entity.
- 4. Supplementary Measures.** In order to ensure an adequate level of protection of Personal Data, HCL maintains technical and organizational measures as set forth here <https://www.hcltechsw.com/resources/sw-toms>, and has in addition implemented procedural and contractual processes designed to challenge any unjust or unlawful governmental access requests to Customer Personal Data.
- 5. Miscellaneous.** The revisions to the Agreement are limited to those specified above. All other provisions of the Agreement shall remain in effect.
- 6. Effective Date.** This Data Transfer Amendment shall be effective as of the last date of the signature of the Parties listed below (the “Amendment Effective Date”) or as required by applicable law.

If Customer has not signed below by December 27, 2022, and continues to license programs from HCL and receive support and other services, HCL will consider Customer to have agreed to such Updated SCCs and UK IDTA as of December 27, 2022, and hence that such EU SCCs and the UK IDTA apply automatically to any Agreements executed between the Parties.

	HCL Technologies Ltd.	Customer
Signature:	 C2A57B41852A403...	_____
Name:	Christina Simon	_____
Title:	Authorized Signatory	_____
Date:	22-Sep-22 1:21 AM IST	_____