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# Data Protection Directive

25 September 2018

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## 1 Introduction, scope

Bucher Industries AG and each of its affiliates (each individually a “**Bucher Industries company**”, and collectively referred to as “**Bucher Industries**”) are committed to protecting Personal Data they collect and maintain in accordance with applicable laws and regulations. This includes the right of individuals to be informed and make decisions about the collection, use, disclosure, retention, changing, erasure and any other operations concerning its Personal Data.

This Data Protection Directive (“**Directive**”) implements the EU General Data Protection Regulation (GDPR) and applies to:

1. Bucher Industries companies established in the EU/EEA and Switzerland; and
2. Bucher Industries companies not established in the EU/EEA or Switzerland, if their Processing is related to
  - a. the offering of goods or services to Data Subjects in the EU/EEA, or
  - b. to the monitoring of Data Subjects as far as their behaviour takes place within the EU/EEA.

Division management decides on the implementation of this Directive in Bucher Industries companies that do not fall within the scope of the GDPR. The CEO of Bucher Industries may order implementation of this Directive for additional or all Bucher Industries companies.

This Directive sets out and implements the GDPR rules and defines the roles and responsibilities of the data protection coordinators, the divisional management of each Bucher Industries company.

Many countries have enacted laws generally regulating the Processing of Personal Data. If mandatory local laws set higher standards than the rules in this Directive, such mandatory local laws shall take precedence over the provisions in this Directive. Bucher Industries companies that have not implemented this Directive must comply with applicable local data protection laws and regulations.

Based on the Privacy Rules set out in Section 3, additional country, application or process-specific directives concerning the Processing of Personal Data may be implemented (“**Specific Directives**”). They shall apply in addition to, and further detail, this Directive.

## 2 What is Personal Data and Processing?

**Personal Data** means any information relating to an identified or identifiable individual (“Data Subject”), for example name, gender and financial information – whether business-related, private, public or confidential.

At Bucher Industries Personal Data in particular includes information on its employees (e.g. personal details and social insurance information, job position, education, working time and salary information etc.), as well as on employees of suppliers, customers and other business partners (e.g. name, contact details, credit card details, communication and information exchanged with customers such as complaints or medical reports etc.).

Data about companies and anonymized data (data that does not permit the re-identification of any individual, e.g., properly aggregated statistical data) are not personal data and are not subject to this Directive.

**Processing or Processed** means the collection, use, disclosure, retention, changing, erasure and any other operations concerning Personal Data, performed as part of an IT application, business process, outsourcing, third party cooperation or structured data file.

## 3 Privacy Rules

Addressees of this Directive shall comply with the following principles when Processing Personal Data (**“Privacy Rules”**).

### 3.1 Personal Data is only Processed on a legal basis

Personal Data is only Processed if:

- a. the Data Subject has given her or his free, specific, informed and unambiguous consent to the Processing of Personal Data for the purposes at issue (see also Section 3.3); or
- b. Processing is required for entering into or the performance of a contract; or
- c. Processing is required for compliance with mandatory law; or
- d. Processing is required to protect the vital interest of the Data Subject or of another natural person (e.g., data disclosure in case of an accident or any other medical emergency); or
- e. Processing is required for the performance of a task carried out in the public interest or in the exercise of official authority vested in the relevant Bucher Industries company; or
- f. Processing is required to pursue legitimate interests (business or legal need or benefit that appears reasonable and fair), unless the Data Subject has an overriding privacy interest; or
- g. Processing is not for a purpose for which the Personal Data was initially collected, but nevertheless compatible with it (Art. 6(4) of the GDPR).

### 3.2 Personal Data is Processed proportionately

Personal Data is Processed proportionately which means only to the extent required to pursue the purpose and only as long as necessary. Personal Data that is not needed anymore will be discarded securely.

### 3.3 Where reasonably possible, Data Subjects are provided with choice

Data Subjects are provided with choice whether or not Personal Data about them may be Processed if such Processing is not reasonably required for a legitimate business purpose of the relevant Bucher Industries company, compliance with applicable law or other reasons as set out in Section 3.1. Data Subjects can withdraw their consent at any time, effective for the future, and must be informed about this possibility and the key consequences. If Data Subjects are given a choice, it must be ensured that the default choice for the Processing will be least invasive to the Data Subject's privacy (Privacy by Default).

### 3.4 The accuracy of the Personal Data being Processed is ensured

Reasonable steps must be taken to ensure that Personal Data is accurate and up-to-date at any time. Reasonable steps must be taken to erase or rectify inaccurate Personal Data (including copies thereof) without delay.

### 3.5 Personal Data must be protected against unauthorized and unlawful Processing and damage

Adequate technical and organizational measures must be implemented to protect Personal Data against unauthorized and unlawful Processing and against unlawful or accidental destruction, loss, copying or damage. The effectiveness of, and compliance with such measures shall be verified periodically, where reasonable.

Personal Data shall be pseudonymized (i.e. identifying information is encrypted or otherwise replaced with a code so to prevent the identification of the Data Subject) to the extent reasonably possible and adequate.

Attempts to identify or re-identify individuals when Processing data as well as taking any steps permitting such identification or re-identification are prohibited, unless there is a legitimate business reason or legal need to do so.

Systems and processes for Processing Personal Data shall be designed to ensure that the Privacy Rules will be complied with (Privacy by Design).

### 3.6 Personal Data is Processed transparently, and fair notice is provided when such data is collected

Transparent Processing of Personal Data means that the Data Subject must be provided with fair notice at the time of collection, providing the relevant information on:

- a. the contact details of the Bucher Industries company responsible and a contact for any privacy-related questions;
- b. the categories of Personal Data collected;
- c. the source from which the Personal Data originates (if not directly obtained from the Data Subject);
- d. the purpose(s) as well as the legal basis for the Processing (see Section 3.1), including any legitimate interest relied upon (see Section 3.1 f.);
- e. the categories of third parties to whom such Personal Data may be disclosed; and
- f. whether it is intended to disclose Personal Data to recipients outside the country where such Personal Data is collected, and how an adequate level of data protection is ensured (e.g., by local data protection law, the Bucher Industries Intra Group Data Transfer Agreement or other data transfer contracts).

The Data Subjects must also be provided information on, unless evident from the circumstances or not applicable:

- a. the period for which the Personal Data will be stored, or the criteria used to determine that period;
- b. their individual data protection rights (see Section 3.7);
- c. their right to withdraw any consent at any time (see Section 3.7);
- d. their right to lodge a complaint with the competent data protection supervisory authority if such right under applicable local laws exists;
- e. whether the collection of Personal Data is due to a statutory or contractual requirement, or a requirement necessary to enter into a contract, or whether it is optional, and of the consequences of not providing their Personal Data; and
- f. the existence of any automated decision taking, the logic involved and the envisaged consequences such Processing may have (see also Section 3.9).

It is not necessary to provide the above information if (1) the Data Subject already has been informed, (2) the collection and disclosure of the Personal Data is expressly regulated by applicable laws, (3) the information would be impossible to obtain or involve a disproportionate effort, or (4) Specific Directives or applicable laws provide for another exemption.

Bucher Industries provides the notice described above through Specific Directives, information on data collection forms, privacy policies on its websites, clauses or amendments in contracts, or other notices or individual communications, as appropriate. If possible, such notice will be documented.

If Personal Data is collected through third parties, reasonable steps to ensure that such third parties have complied with these or comparable notice requirements must be taken.

### 3.7 Cooperation with Data Subjects exercising their individual rights is ensured

Within the scope of the GDPR, the individual rights of Data Subject are as set out in this Section 3.7. The individual rights of Data Subjects outside the scope of the GDPR are defined in the applicable local data protection laws.

Data Subjects have the right to request a copy of the Personal Data Bucher Industries is maintaining about them in its files with certain additional information (Right of Access). This includes the information on categories of Personal Data, purposes of Processing, disclosure of data to third parties, envisaged retention period, additional individual rights of the Data Subject, source of the data and the existence of any automated decision taking.

Furthermore, in cases where (1) Personal Data is Processed by automated means, (2) Personal Data has been provided to a Bucher Industries company directly by the Data Subject, and (3) such Personal Data is Processed on the basis of the Data Subject's consent or to fulfil a contract or steps preparatory to a contract, the Data Subject may have to be provided, upon request, with such Personal Data in a structured, commonly used and machine readable form (Data Portability Right), as set out under applicable law.

Data Subjects may also have a right to request rectification of their Personal Data that a Bucher Industries company is Processing as well as to raise legitimate objections to any Processing of their Personal Data.

If Personal Data disclosed to a third party becomes subject to a request for rectification, erasure or restriction to a third party, such third party must be informed of the request, and upon request the Data Subject must be provided with the identity of these third parties, unless this proves impossible or involves a disproportionate effort.

Prior to complying with a Data Subject's request for access, rectification, restriction, erasure and data portability, the respective Bucher Industries company shall verify whether it may refuse, limit or delay such request based on applicable law, in particular if such request is abusive, excessive or obviously unfounded.

Each Bucher Industries company shall make available to Data Subjects a point of contact and process for such requests. Absent any other instructions, the Local Data Protection Coordinator shall be responsible for handling such requests (including properly authenticating the identity of the Data Subject), and each Addressee shall forward all such requests to him or her. All requests must be treated and documented

without undue delay and at the latest within thirty (30) days. If it appears that the request also needs to be treated by other Bucher Industries companies, the receiving Bucher Industries company shall forward it accordingly.

### 3.8 Bucher Industries adheres to additional restrictions when Processing special categories of Personal Data

Stricter rules must be applied when Processing Personal Data on (i) racial or ethnic origin, (ii) political opinion, (iii) religious or philosophical beliefs, (iv) trade union membership, (v) data concerning health or sex life and sexual orientation, (vi) genetic data, and (vii) biometric data where processed to uniquely identify a person (**“Sensitive Personal Data”**), on criminal convictions and offences (**“Criminal Data”**), and on Data Subjects younger than 16 years (**“Children Data”**).

Processing of Sensitive Personal Data shall be permissible only if and to the extent (1) the Data Subject has given explicit consent to the Processing for one or more specific purposes or (2) Processing is expressly permitted and regulated by a Specific Directive or permitted by the division management in consultation with the Group Data Protection Coordinator.

This permission will only be given if the Processing:

- a. is required to comply with, or to exercise specific rights in the field of, applicable employment, social security or social protection law;
- b. is required to protect the vital interest of the Data Subject or of another natural person and the Data Subject is physically or legally incapable of giving consent;
- c. relates to Sensitive Personal Data which was made publicly available by the Data Subject;
- d. is required for the establishment, exercise or defence of legal claims or whenever courts are acting in their judicial capacity; or
- e. is required for the purpose of preventative or occupational medicine, for assessing the working capacity of the employee, medical diagnosis, the provision of health or social care or treatment of management of health or social care system and services on the basis of applicable law or a contract with a health professional or if it is required for reasons of public interest in the area of public health.

The Processing of Sensitive Personal Data is subject to additional safeguards to be determined in each individual case by the divisional management in consultation with the Group Data Protection Coordinator, respectively.

Children Data shall only be Processed with the consent or authorization of a holder of parental responsibility or where otherwise permitted or required by applicable law.

Criminal Data shall only be Processed where permitted or required by applicable law.

### 3.9 Automated decisions

Decisions on the Processing of Personal Data must not solely be based on automated processes (including profiling) if such decisions can have a legal or negative effect on the Data Subject, unless such decisions are (1) necessary for the entry into or performance of a contract; (2) authorized by applicable law; or (3) based on the Data Subject's explicit consent.

If a Bucher Industries company relies on automated decisions, it must put in place safeguards to protect the legitimate interests of the Data Subject, including giving the Data Subject the possibility to express his or her point of view and contest the decision vis-à-vis a human.

### 3.10 Personal Data will not be transferred within Bucher Industries or to third parties in other countries without having safeguards in place or another sufficient justification

Before transferring Personal Data to other Bucher Industries companies or third parties in countries that do not provide for an adequate level of data protection (such countries are defined by the European Commission), it must be ensured that:

- a. appropriate safeguards are put in place to adequately protect the Personal Data abroad (such as the Bucher Industries Intra Group Data Transfer Agreements for transferring Personal Data between different Bucher Industries companies, or the standard data protection clauses adopted by the European Commission). It must be ensured that Personal Data is Processed only for Bucher Industries' purposes and only as per Bucher Industries' instruction and that the recipient provides for and maintains adequate technical and organizational measures to protect the Personal Data against unauthorized Processing and accidental loss; or
- b. one of the exemptions provided for by law applies in the country of the exporter of the Personal Data.

## 4 Roles and responsibilities

Each Addressee is responsible for compliance with this Directive. Bucher Industries group management and each Bucher Industries division management shall be responsible for implementing this Directive and assuring compliance with it. In supporting this task, Bucher Industries has implemented a data protection organization consisting of:

- a. **Group Compliance Officer**, reporting to the CEO
- b. **Group Data Protection Coordinator**, reporting to the Group Compliance Officer
- c. **Divisional Data Protection Coordinator**, reporting to the division president
- d. **Local Data Protection Coordinator** for each Bucher Industries company, reporting to the respective Bucher Industries company (site) manager.

A current list of Divisional and Local Data Protection Coordinators may be found on the Bucher Industries intranet or can be requested under [dataprotection@bucherindustries.com](mailto:dataprotection@bucherindustries.com).

The Group Compliance Officer and the Group Data Protection Coordinator, upon prior approval by the CEO and information of the group management, may issue Specific Directive and guidelines on data protection and on the rules, responsibilities and obligations of the data protection organization.

Each **Bucher Industries division management** shall, with the assistance of the Divisional Data Protection Coordinator, within its division:

- a. ensure implementation of and compliance with the applicable data protection laws and regulations, this Directive, Specific Directives and related guideline(s); and
- b. supplement this Directive with Specific Directives for compliance with mandatory local laws and regulations.



The **Divisional Data Protection Coordinator** shall provide the Group Data Protection Coordinator all information and cooperation reasonably required concerning data protection and Processing of the division, and follow and implement instructions of the Group Data Protection Coordinator.

The **Local Data Protection Coordinator** of a Bucher Industries company shall support the Divisional Data Protection Coordinator in its tasks, cooperate with the local supervisory authorities, and be, together with the Divisional Data Protection Coordinator, the point of contact for matters concerning the Bucher Industries company, and follow and implement instructions of the Divisional Data Protection Coordinator. Where a Bucher Industries company is under a local law obligation to appoint a data protection officer, it may have the Local Data Protection Coordinator or another internal or external person take such role, as permitted by applicable law. In such case, the statutory provisions on this data protection officer role shall take precedence over this Directive and Specific Directives with regard to such person.

Each Bucher Industries company is responsible for its Processing (see Section 6 and 7) and shall:

- a. take any and all steps necessary to ensure that this Directive, any applicable Specific Directives and applicable data protection law is or can be complied with; and
- b. provide the Local Data Protection Coordinators all information and cooperation reasonably requested concerning data protection.

## 5 Exception handling

All **material exceptions and deviations** from this Directive (except for those which are necessary due to mandatory local law) have to be submitted for approval to the CEO of Bucher Industries and any such request and corresponding decision shall be prepared and documented by the Group Data Protection Coordinator. If an **exception or deviation** from this Directive concerns Personal Data controlled only by a particular Bucher Industries company, then such exception or deviation may be approved by the respective group management member, and any such decision shall be prepared and documented by the Divisional Data Protection Coordinator with a copy to the Group Data Protection Coordinator.

If any requirement set forth in the Bucher Industries Intra Group Data Transfer Agreement, this Directive or the Specific Directives cannot be fulfilled, safeguards and other adequate measures need to be implemented to ensure compliance with applicable laws to the extent possible.

## 6 Inventory, documentation and processor agreements

Bucher Industries is required to document its Processing and its compliance with applicable data protection laws ("Principle of Accountability"). This includes recording and maintaining a description and compliance assessment of each Processing of Bucher Industries companies ("**Inventory**").

Each Bucher Industries company shall maintain a proper and complete Inventory, including a privacy impact assessment, where necessary, of all Processing controlled, performed or relied upon by the respective Bucher Industries company. The compliance assessment of a Processing shall be performed taking into

account the overall risk of the Processing for the Data Subjects, and shall include determining appropriate remedies for any gaps identified. A privacy impact assessment of a Processing shall be performed whenever it is likely to result in a high risk for the Data Subjects at issue, as further defined by the Group Data Protection Coordinator on the basis of applicable data protection laws.

Bucher Industries companies shall in general proceed with a Processing only if (1) the foregoing tasks have been completed, (2) the compliance assessment has not resulted in any unacceptable gaps taking into account the remedies determined, and (3) the privacy impact assessment, if any, has resulted in the Processing being justified and not resulting in a high risk for the Data Subjects, taking into account the remedies determined. If a privacy impact assessment has resulted in a high risk for the Data Subjects, and the Bucher Industries company nevertheless wishes to proceed with it, the Local Data Protection Coordinator or the Divisional Data Protection Coordinator, respectively, shall consult with the relevant data protection authorities before proceeding, as appropriate. In such case, proceeding with the Processing requires the prior approval of the respective group management member. This approval is to be documented by the Divisional Data Protection Coordinator.

Each Bucher Industries company shall provide the Divisional Data Protection Coordinator with (updated) copies of the Inventories. The Divisional Data Protection Coordinator shall provide the Group Data Protection Coordinator with copies as requested.

The division management, with the assistance of the Divisional Data Protection Coordinator, shall maintain a record of all relevant information, including:

- a. all directives, guidelines, inventories and other documentation addressing data protection, privacy and data security within the division;
- b. any and all registrations, notifications, approvals and other interactions with supervisory authorities concerning the Processing of Personal Data by the division;
- c. all agreements and contracts with third parties regarding data protection, privacy and data security, including any internal and external outsourcing contracts and third-party co-operations involving the Processing of Personal Data;
- d. any Data Breaches detected or suspected (see Section 8); and
- e. any third-party claims and legal matters concerning the Processing of Personal Data by a Bucher Industries company (but excluding non-contentious Data Subject requests).

The Local and Divisional Data Protection Coordinators shall follow the recommendations and guidelines provided by the Group Data Protection Coordinator for doing so.

For Processing extending beyond a Bucher Industries division, the Group Data Protection Coordinator shall be responsible for compiling and maintaining the foregoing documentation.

Third parties processing Personal Data on behalf or in the interest of a Bucher Industries company must enter into a processor agreement with the relevant Bucher Industries company. As a minimum, such processor agreement shall set out the rights and obligations of each party which are necessary to comply with applicable laws and regulations. Each divisional management, with the assistance of the Divisional Data Protection Coordinator, shall ensure that within its division such processor agreements are in place with processors. The Group Data Protection Coordinator shall ensure that such processor agreements are in place between Bucher Industries companies and processors other than those dealing with a division.

## 7 New and changed Processing

Each Addressee shall report any new or changed Processing to the Local Data Protection Coordinator, or, if it extends beyond the Bucher Industries company at issue, the Divisional Data Protection Coordinator.

For each such new or changed Processing, the Bucher Industries company shall, before the Processing starts, ensure compliance with Section 6. The Bucher Industries company shall be responsible for the decision to proceed with a Processing, and shall document such decision. Such documentation shall be provided to the Divisional Data Protection Coordinator.

## 8 Reporting of Data Breaches

Each Addressee is obliged to watch out for, and immediately report, any potential or observed breach of data security or other provisions of the Directive, Specific Directives and applicable data protection laws that may lead or have led to an unauthorized access to or disclosure, loss, destruction, copy or modification of Personal Data (“Data Breach”). A more detailed description of a Data Breach can be found in Appendix 1. The report shall be made to the Local Data Protection Coordinator, which shall immediately and at the latest within 24 hours inform the Divisional Data Protection Coordinator, the Group Data Protection Coordinator and the management of the respective Bucher Industries company. The Data Breach Notification Form (Appendix 2) shall be used to report the Data Breach.

The Group Data Protection Coordinator will assess the reported observed or potential Data Breach and provide the Divisional Data Protection Coordinator and the management of the Bucher Industries company with a recommendation on the necessary notifications of supervisory authorities and of Data Subjects and on the mitigation of possible negative consequences for the Data Subjects and Bucher Industries. The Group Data Protection Coordinator may delegate all or part of its tasks and responsibilities under this Section 8 to the Divisional Data Protection Coordinators.

The management of the respective Bucher Industries company is responsible for proper notification of the Data Breach to supervisory authorities and to Data Subjects, for the mitigation of possible negative consequences for the Data Subjects and Bucher Industries and for proper documentation of each report.

## 9 Violations and sanctions

Violations of data protection laws may be sanctioned by the data protection authorities and Bucher Industries may be exposed to investigations, administrative sanctions including severe fines, and loss of reputation.

Any violation or other non-compliance by an Addressee with this Directive also constitutes a breach of the employment contract (or other legal relationship, as the case may be), and may give rise to disciplinary action (up to and including dismissal, where applicable) and may result in criminal prosecution, civil liability and administrative sanctions.

## 10 Implementation and monitoring

This Directive enters into force on 25 September 2018 and is issued in various languages. Employee conduct and business practices with regard to data protection will be monitored and audited within Bucher Industries.

## 11 Assistance with concerns and queries

Addressees may refer questions as to whether certain conduct is permissible or lawful to their line managers, the managing director of the Bucher Industries company or a data protection coordinator.

## 12 Appendix

Appendix 1: Description of Data Breach

Appendix 2: Data Breach Notification Form

### **Bucher Industries AG**



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