

<b>Standard Data Protection Clauses issued by the Commissioner under Section 49(2)(j) of the Data Protection Regulations 2021</b>
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### Addendum to the EU Commission Standard Contractual Clauses

This Addendum has been issued by the Commissioner of Data Protection (the Commissioner) for Parties making Restricted Transfers. The Commissioner considers that it provides Appropriate Safeguards for Restricted Transfers when it is entered into as a legally binding contract.

#### PART 1: TABLES

**Table 1: Parties**

<b>Start date</b>		
<b>The Parties</b>	<b>Exporter (who sends the Restricted Transfer)</b>	<b>Importer (who receives the Restricted Transfer)</b>
<b>Parties' details</b>	Full legal name: <input type="text"/> Trading name (if different): <input type="text"/> Main address (if a company registered address): <input type="text"/> Official registration number (if any) (or similar identifier): <input type="text"/>	Full legal name: <input type="text"/> Trading name (if different): <input type="text"/> Main address (if a company registered address): <input type="text"/> Official registration number (if any) (or similar identifier): <input type="text"/>
<b>Key Contact</b>	Full Name (optional): <input type="text"/> Job Title: <input type="text"/> Contact details including email: <input type="text"/>	Full Name (optional): <input type="text"/> Job Title: <input type="text"/> Contact details including email: <input type="text"/>
<b>Signature (if required for the purposes of Section 2 of this Addendum)</b>		

**Table 2: Selected SCCs, Modules and Selected Clauses**

<b>Adopted EU SCCs</b>		<input type="checkbox"/> The version of the Approved EU SCCs which this Addendum is appended to, detailed below, including the Appendix Information: Date: <input type="text"/> Reference (if any): <input type="text"/> Other identifier (if any): <input type="text"/> Or <input type="checkbox"/> the Approved EU SCCs, including the Appendix Information and with only the following modules, clauses or optional provisions of the Approved EU SCCs brought into effect for the purposes of this Addendum:				
Module	Module in operation	Clause 7 (Docking Clause)	Clause 11 (Option)	Clause 9a (Prior Authorisation or General Authorisation)	Clause 9a (Time period)	Is personal data received from the Importer combined with personal data collected by the Exporter?
1						
2						
3						
4						

**Table 3: Appendix Information**

“**Appendix Information**” means the information which must be provided for the selected modules as set out in the Appendix of the Approved EU SCCs (other than the Parties), and which for this Addendum is set out in:

Annex 1A	List of Parties: <input type="text"/>
Annex 1B	Description of Transfer: <input type="text"/>
Annex II	Technical and organisational measures including technical and organisational measures to ensure the security of the data: <input type="text"/>
Annex III	List of Sub processors (Modules 2 and 3 only): <input type="text"/>

**Table 4: Ending this Addendum when the ADGM Approved Addendum Changes**

<b>Ending this Addendum when the ADGM Approved Addendum changes</b>	Which Parties may end this Addendum as set out in Section 18: <input type="checkbox"/> Importer <input type="checkbox"/> Exporter <input type="checkbox"/> neither Party
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**PART 2: MANDATORY CLAUSES****Entering into this Addendum**

1. Each Party agrees to be bound by the terms and conditions set out in this Addendum, in exchange for the other Party also agreeing to be bound by this Addendum.
2. Although Annex 1A and Clause 7 of the Approved EU SCCs require signature by the Parties, for the purpose of making Restricted Transfers, the Parties may enter into this Addendum in any way that makes them legally binding on the Parties and allows data subjects to enforce their rights as set out in this Addendum. Entering into this Addendum will have the same effect as signing the Approved EU SCCs and any part of the Approved EU SCCs.

**Interpretation of this Addendum**

3. Where this Addendum uses terms that are defined in the Approved EU SCCs those terms shall have the same meaning as in the Approved EU SCCs. In addition, the following terms have the following meanings:

Addendum	This Addendum incorporating the Adopted EU SCCs.
Adopted EU SCCs	The version(s) of the Approved EU SCCs adopted by the Parties (including the Appendix Information) as set out in Table 2 and to which this Addendum is appended.
ADGM	Abu Dhabi Global Market.
ADGM Approved Addendum	The template Addendum issued by the Commissioner in accordance with Section 49(2)(j) of the DPR 2021 on 1 Nov 2023, as it may be revised from time to time under Section 17 of this Addendum.

Appendix Information	As set out in Table 3.
Appropriate Safeguards	The standard of protection over the personal data and of data subjects' rights, which is required by the DPR 2021 when you are making a Restricted Transfer relying on standard data protection clauses under Section 42(3) of the DPR 2021.
Approved EU SCCs	The template Standard Contractual Clauses set out in the Annex of Commission Implementing Decision (EU) 2021/914 of 4 June 2021.
Commissioner	The Commissioner of Data Protection appointed under the DPR 2021.
DPR 2021	ADGM Data Protection Regulations 2021.
Restricted Transfer	A transfer which is covered by Part V of the DPR 2021.

4. This Addendum must always be interpreted in a manner that is consistent with DPR 2021 and so that it fulfils the Parties' obligation to provide the Appropriate Safeguards.
5. If the provisions included in the Adopted EU SCCs amend the Approved EU SCCs in any way which is not permitted under the Approved EU SCCs or the ADGM Approved Addendum, such amendment(s) will not be incorporated in this Addendum and the equivalent provision of the Approved EU SCCs or the ADGM Approved Addendum (to the extent it amends the Adopted EU SCCs per Section 12) will take their place.
6. If there is any inconsistency or conflict between DPR 2021 and this Addendum, DPR 2021 applies.
7. If the meaning of this Addendum is unclear or there is more than one meaning, the meaning which most closely aligns with DPR 2021 applies.
8. Any references to legislation (or specific provisions of legislation) means that legislation (or specific provision) as it may change over time. This includes where that legislation (or specific provision) has been consolidated, re-enacted and/or replaced after this Addendum has been entered into.

### **Hierarchy**

9. Although Clause 5 of the Approved EU SCCs sets out that the Approved EU SCCs prevail over all related agreements between the parties, the parties agree that, for Restricted Transfers, the hierarchy in Section 10 will prevail.

10. Where there is any inconsistency or conflict between the ADGM Approved Addendum and the Adopted EU SCCs (as applicable), the ADGM Approved Addendum overrides the Adopted EU SCCs, except where (and in so far as) the inconsistent or conflicting terms of the Adopted EU SCCs provides greater protection for data subjects, in which case those terms will override the ADGM Approved Addendum.
11. Where this Addendum incorporates Adopted EU SCCs which have been entered into to protect transfers subject to the General Data Protection Regulation (EU) 2016/679 then the Parties acknowledge that nothing in this Addendum impacts those Adopted EU SCCs.

#### **Incorporation of and changes to the EU SCCs**

12. This Addendum incorporates the Adopted EU SCCs which are amended to the extent necessary so that:
  - a. together they operate for data transfers made by the data exporter to the data importer, to the extent that DPR 2021 apply to the data exporter's processing when making that data transfer, and they provide Appropriate Safeguards for those data transfers;
  - b. Sections 9 to 11 override Clause 5 (Hierarchy) of the Adopted EU SCCs; and
  - c. this Addendum (including the Adopted EU SCCs incorporated into it) is (1) governed by the laws of the ADGM and (2) any dispute arising from it is resolved by the ADGM Courts.
13. Unless the Parties have agreed alternative amendments which meet the requirements of Section 12, the provisions of Section 15 will apply.
14. No amendments to the Approved EU SCCs other than to meet the requirements of Section 12 may be made.
15. The following amendments to the Adopted EU SCCs (for the purpose of Section 12) are made:
  - a. References to the "Clauses" means this Addendum, incorporating the Adopted EU SCCs;
  - b. Footnote 2 is replaced with:

"This requires rendering the data anonymous in such a way that the individual is no longer identifiable by anyone and that this process is irreversible.";
  - c. In Clause 2(a), delete the words:

"and, with respect to data transfers from controllers to processors and/or processors to processors, standard contractual clauses pursuant to Article 28(7) of Regulation (EU) 2016/679";
  - d. Clause 6 (Description of the transfer(s)) is replaced with:

"The details of the transfers(s) and in particular the categories of personal data that are transferred and the purpose(s) for which they are transferred are those specified in Annex I.B where DPR 2021 apply to the data exporter's processing when making that transfer.";

- e. In Footnote 7, delete the words:

“or trade union membership,”

- f. Clause 8.7(i) of Module 1 is replaced with:

“it is to a country benefitting from adequacy regulations pursuant to Section 41 of the DPR 2021 that covers the onward transfer;”;

- g. Clause 8.8(i) of Modules 2 and 3 is replaced with:

“the onward transfer is to a country benefitting from adequacy regulations pursuant to Section 41 of the DPR 2021 that covers the onward transfer;”

- h. References to “Regulation (EU) 2016/679”, “Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data (General Data Protection Regulation)” and “that Regulation” are all replaced by “DPR 2021”. References to specific Article(s) of “Regulation (EU) 2016/679” are replaced with the equivalent Article or Section of the DPR 2021;

- i. References to Regulation (EU) 2018/1725 are removed;

- j. References to the “European Union”, “Union”, “EU”, “EU Member State”, “Member State” and “EU or Member State” are all replaced with the “Abu Dhabi Global Market”;

- k. The reference to “Clause 12(c)(i)” at Clause 10(b)(i) of Module one, is replaced with “the DPR 2021”;

- l. Clause 13(a) and Part C of Annex I are not used;

- m. The “competent supervisory authority” and “supervisory authority” are both replaced with the “Commissioner of Data Protection”;

- n. Clauses 14(b), 14(c) and 14(d) are deleted;

- o. In Clause 16(e), subsection (i) is replaced with:

“the Commissioner of Data Protection makes regulations pursuant to Section 41 of the DPR 2021 that cover the transfer of personal data to which these clauses apply;”;

- p. Clause 17 is replaced with:

“These Clauses are governed by the laws of Abu Dhabi Global Market.”;

- q. Clause 18 is replaced with:

“Any dispute arising from these Clauses shall be resolved by the courts of Abu Dhabi Global Market. The Parties agree to submit themselves to the jurisdiction of such courts.”; and

- r. The footnotes to the Approved EU SCCs do not form part of the Addendum, except for footnotes 2, 7, 8, 9 and 10 (as amended by this Addendum).

**Amendments to this Addendum**

- 16. If the Parties wish to change the format of the information included in Part 1: Tables of the ADGM Approved Addendum, they may do so by agreeing to the change in writing, provided that the change does not reduce the Appropriate Safeguards.
- 17. From time to time, the Commissioner may issue a revised ADGM Approved Addendum which:
  - a. makes reasonable and proportionate changes to the ADGM Approved Addendum, including correcting errors in the ADGM Approved Addendum; and/or
  - b. reflects changes to DPR 2021.

The revised ADGM Approved Addendum will specify the start date from which the changes to the Approved Addendum are effective and whether the Parties need to review this Addendum including the Appendix Information. This Addendum is automatically amended as set out in the revised ADGM Approved Addendum from the start date specified.

- 18. If the Commissioner issues a revised ADGM Approved Addendum under Section 17, if any Party selected in Table 4 “Ending the Addendum when the ADGM Approved Addendum changes”, will as a direct result of the changes in the ADGM Approved Addendum have a substantial, disproportionate and demonstrable increase in:
  - a its direct costs of performing its obligations under the Addendum; and/or
  - b its risk under the Addendum,

and in either case it has first taken reasonable steps to reduce those costs or risks so that it is not substantial and disproportionate, then that Party may end this Addendum at the end of a reasonable notice period, by providing written notice for that period to the other Party before the start date of the revised ADGM Approved Addendum.

- 19. The Parties do not need the consent of any third party to make changes to this Addendum, but any changes must be made in accordance with its terms.

**Alternative Part 2 Mandatory Clauses:**

<b>Mandatory Clauses</b>	Part 2: Mandatory Clauses of the ADGM Approved Addendum, being the template Addendum 1.0 issued by the Commissioner in accordance with Section 49(2)(j) of the DPR 2021 on 1 Nov 2023, as it may be revised under Section 17 of those Mandatory Clauses.
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