

## DAXKO GDPR PRIVACY POLICY

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Daxko, LLC, and all of our affiliated companies (collectively, “Daxko,” “us,” “we,” or “our”), are committed to respecting your privacy! This privacy statement (the “Privacy Policy”) serves to demonstrate our strong commitment to your privacy, and inform you of our information gathering practices when you visit any of our websites (individually or collectively, the “Website” or “Site”) or use any of our mobile and online applications (our “Services”). This Privacy Policy applies only to the following entities and/or applications controlled by Daxko:

- Motionsoft, Inc.
- Zen Planner
- Club Automation
- VFP

We generally keep this Privacy Policy posted on the Site and our Services, and you should review it frequently, as we reserve the right to change it at any time without prior notice to you. Any changes will be effective immediately upon posting of the revised Privacy Policy. Daxko will not use your Personal Data, however, in a manner materially different than what was stated at the time it was collected. **WHEN YOU ACCESS THE SITE OR USE OUR SERVICES, YOU AGREE TO THIS PRIVACY POLICY. IF YOU DO NOT AGREE TO THIS PRIVACY POLICY, OR TO ANY CHANGES WE MAY SUBSEQUENTLY MAKE, IMMEDIATELY STOP ACCESSING THE SITE AND USING OUR SERVICES.**

### **WHO WE ARE**

Daxko is the industry-leading provider of web-based membership management software. We deliver a suite of comprehensive technology solutions for health & wellness facilities, including gyms, fitness centers, spas, rehabilitation centers, and wellness centers.

### **SCOPE OF THIS PRIVACY POLICY**

This Privacy Policy is designed for individuals located in the European Economic Area (“EEA”) who (1) visit our Site; (2) are current or prospective members of one our customers who use our Services; or (3) are employees of one our customers who use our Services. When we use the term “Personal Data” in this Privacy Policy, we are referring to any information relating to an identified or identifiable natural person, consistent with the EU General Data Protection Regulation (“GDPR”).

### **DAXKO AS A DATA PROCESSOR & CONTROLLER**

When providing our Services to our customers, Daxko is a “Data Processor” and Daxko’s customers are the “Data Controllers” under the GDPR. Daxko customers, not Daxko, determine how and why Personal Data submitted to any of the Services is processed, either by or at the direction of such customers. Our use of Personal Data on behalf of our customers is strictly

governed by our contract with that customer, our general data processing terms and conditions with the customer, and the customer's own privacy policy.

If you are a current member of one of our customers, please refer to that customer's privacy policy regarding how they collect, use, and share your Personal Data.

As Data Controllers, Daxko's customers are responsible for disclosing the rights of individuals ("Data Subjects") with respect to their Personal Data and other information regarding the collection and use of that Personal Data, in accordance with the GDPR. All Data Subject requests must go through our respective customer, who is the relevant Data Controller. If we receive a data request from you that should go to our customer, we will not process your request and you must contact the customer using our Services.

If you are an employee of any of Daxko's customers, Daxko is considered the Data Controller in that context.

## **PERSONAL DATA DAXKO COLLECTS AND PROCESSES**

Certain Daxko applications process different Personal Data than other Daxko applications. Depending on the type of Services our customers use from us, we may not collect certain Personal Data listed below. In the aggregate, Daxko may collect, use, store, and transfer the following categories of Personal Data:

- **Identity Information:** includes first name, last name, username or similar identifier, marital status, title, date of birth, and gender;
- **Contact Information:** includes billing and mailing address, email address, and telephone number;
- **Financial Information:** includes bank account and payment card details;
- **Transaction Information:** includes details about payments to and from you and other details of products and services you have purchased from our customers utilizing our Services;
- **Technical Information:** includes internet protocol (IP) address, your login data, browser type and version, time zone setting and location, browser plug-in types and versions, operating system and platform and other technology on the devices you use to access this Site or our Services;
- **Profile Information:** includes your username and password, preferences, feedback and survey responses, membership type, and additional customized information you provide in custom text fields;
- **Usage Information:** includes information about how, and how long, you use our Website, and products and Services;
- **Marketing and Communications Information:** includes your preferences in receiving marketing from us and our third parties and your communication preferences.

### **Children Under 16**

Daxko does not collect Personal Data on children under 16 years of age without parental consent and will only collect such information at the instruction of our customers. If we become aware that a child under 16 has provided us with Personal Data, we will take steps to require that consent is given or authorized by the holder of parental responsibility over the child. If you become aware that a child under the age of 16 has provided us with Personal Data without parental consent, please contact us at [compliance@daxko.com](mailto:compliance@daxko.com) or, if you know that the child under 16 was using the Services through one of our customers, contact that customer by visiting its website for the contact details.

## **HOW DAXKO COLLECTS PERSONAL DATA**

We use different methods to collect Personal Data from and about you, including through:

- **Direct Interactions:** You may provide us your Identity, Contact, and Financial Information by contacting us directly by corresponding with us by email or telephone number, or otherwise.
- **Our Customers:** You may provide Personal Data by becoming a user of our Services through your membership with one of our customers. This can occur by signing up as a member with that customer and either (1) providing your Personal Data to the customer; or (2) inputting your Personal Data through one of our Services used by the customer.
- **Automated Technologies or Interactions:** As you interact with our Website and any of our Services, we may automatically collect, among other information, Technical, Contact, and Usage Information, such as your equipment, browsing actions and patterns. We collect this Personal Data by using cookies, server logs and other similar technologies.
- **Third parties or publicly available sources:** We may receive Personal Data about you from various third parties and public sources as set out below:
  - Technical Information from analytics providers;
  - Identity and Contact Information from third-party social networks, such as Facebook and Twitter;
  - Contact, Financial and Transaction Information from providers of technical, payment, and delivery services.

We further collect, use, and share **Aggregated Data**, such as statistical, demographic, and usage information for any purpose. For example, we may collect Usage Information regarding your activity on our Site and Services, including response time, number of pages visited, and number of times logged into our Services. Although Aggregated Data may be derived from Personal Data, such data is **not considered** Personal Data because it cannot directly or indirectly reveal anyone's identity. However, if we combine or connect Aggregated Data with your Personal Data so that it can directly or indirectly identify you, we will treat the combined data as Personal Data, which will be used in accordance with this Privacy Policy.

Daxko does not collect **Special Categories of Personal Data** without the instruction of our customers and when there is a clear reason for our customers to collect such data (*e.g.*, you share information to help us better serve you and your goals while using our Services). We do not collect Special Categories of Personal Data when we are operating as the Data Controller.

## **HOW DAXKO USES PERSONAL DATA**

When operating as the Data Processor for our customers, we will only collect and use Personal Data upon each customer's specific instructions. Daxko will not process any Personal Data beyond the explicit instruction of our customers.

When operating as the Data Controller, the legal basis that we rely on for processing Personal Data will depend upon the circumstances in which it is being collected and used, but will in most cases fall into one of the following categories:

- Where you have provided your consent to allow us to use your data in a certain way;
- Where the processing is necessary to carry out for the performance of a contract with you;
- Where the processing is necessary in order for us to comply with a legal obligation; or
- Where it is in our legitimate interests to perform our functions, for example, improving our Site and our Services, processing payment transactions, maintaining accurate and up-to-date customer records, sending information requested by a customer or user, and conducting training and instructional demonstrations.

From time to time, Daxko may request information from you via surveys. Participation in these surveys is completely voluntary, and you may choose whether or not to disclose your Personal Data. Information requested may include contact information and demographic information. If you participate in one our surveys, we may send follow-up communications to you to discuss the information that you provided, such as your review of our Services and your recommendations. The information that we collect through surveys and post-survey communications will be used for the purposes of monitoring and improving the use and satisfaction of our Site and Services.

### **Marketing Communications**

We will sometimes use your Personal Data to send you communications for marketing and advertising purposes as a result of our business relationship with our customers. These communications will occur when you give your email address to one of our customers in connection with the use of one of our Services purchased by the customer.

### **Data Profiling and Analysis**

We may also carry out analysis of the Personal Data we collect directly or indirectly from you (including from your interactions with our Site and Services), third party sources, and publicly available information to create a profile of your interests, characteristics, and preferences. This is for the purposes of sending you promotional messages, marketing, advertising, and other information that we believe may interest you.

As part of our Services, we may also conduct automated processing, including profiling, that results in an automated decision or suggestion, when you use or access our Services purchased by our customer(s). Any automated decision-making that may occur will not produce any legal or similarly significant affect as a result of your use of our Services.

Please let us know if you would prefer us not to process your data in any way described above by contacting us at [\[CONTACT INFORMATION\]](#).

## **HOW DAXKO SHARES AND TRANSFERS PERSONAL DATA**

### **Within the Daxko Network**

We may share information within the Daxko corporate family of companies that (of which all share common ownership or control) to help us maintain the Website, provide our Services, and conduct further data processing.

### **Service Providers and Business Partners (Sub-Processors)**

Daxko may share your information, including Personal Data, with certain outside vendors and service providers to ensure the adequate performance of this Website and our role as Data Processor for our customers. Our providers only have access to, and process, information necessary to perform certain services and are contractually bound to protect and use such information only for the purposes for which we disclosed such information. This may include, for example:

- Identity verification procedures;
- Public database searches;
- Conducting background checks, fraud prevention, and risk assessments;
- Product development, maintenance, and debugging;
- Integration capabilities with third-party software platforms;
- Customer service, marketing and advertising, and data analytics; and
- Payment processing services.

### **With Your Consent**

We may share your Personal Data other than as described in this Privacy Policy if we notify you and you consent to the sharing.

### **Legal Reasons or Requirements**

Notwithstanding the foregoing, we will consider, and may release, information, including Personal Data, to third parties: (1) in connection with, or during negotiations of, any merger, sale of company assets, consolidation or restructuring, financing, or acquisition of all or a portion of our business by or into another company; (2) to comply with valid legal requirements such as a law, regulation, search warrant, subpoena, or court order; or (3) in special cases, such as a physical threat to you or others.

### **International Transfers**

Given that the Internet is a global environment, using it to collect and process Personal Data necessarily involves the transmission of data on an international basis. This means for instance that data that we process may be outside the EEA, including, but not limited to, the United States.

In such cases where a transfer occurs to a third country that has not received an Adequacy Decision from the European Commission, we endeavor to maintain an adequate level of protection in accordance with the GDPR. This includes, where appropriate, requiring contractual commitments between companies transferring Personal Data, as these clauses bind the parties and require them to protect the privacy and security of the data.

### **HOW LONG DAXKO KEEPS YOUR PERSONAL DATA**

Daxko will retain Personal Data for the period necessary to fulfill purposes outlined in this Privacy Policy, unless a longer retention period is required or permitted by law.

### **THIRD-PARTY LINKS**

Our Site and Services may contain links to other sites not owned, associated, or managed by Daxko. Please be aware that, although we try our best to only link to reputable websites, we are not responsible for the privacy practices of such other sites. We encourage everyone that, when they leave from our Site or Services, they should read the privacy statements of each website that collects information, including Personal Data.

### **DATA SECURITY AND ACCESS**

We have put in place appropriate security measures to prevent your Personal Data from being accidentally lost, used or accessed in an unauthorized way, altered, or disclosed. In addition, we limit access to your Personal Data to those employees, agents, contractors, and other third parties who have a business need to know. Although we take reasonable steps to safeguard Personal Data, no practices are 100% secure, and we do not guarantee the security of your information. If you are using our Services through any of our customers, you should contact those customer(s) to learn more about their security and access controls as the Data Controller.

### **COOKIES AND OTHER TECHNOLOGIES**

Daxko uses various technologies to collect and store information to help us enhance your visit to our Site and Services. To learn more, please visit our cookie policy [TO BE HYPERLINKED].

### **YOUR RIGHTS**

Under certain circumstances, you have rights under the GDPR in relation to your Personal Data. See below to find out more about these rights:

- **Access Request:** This enables you to receive a copy of the Personal Data Daxko holds about you and to check that we are lawfully processing it.
- **Correction Request:** This enables you to have any incomplete or inaccurate data we hold about you corrected, though we may need to verify the accuracy of the new data you provide to us.
- **Erasure Request:** This enables you to ask us to delete or remove Personal Data where there is no good reason for us continuing to process it. You also have the right to ask us to

delete or remove your Personal Data where you have successfully exercised your right to object to processing (see below), where we may have processed your information unlawfully or where we are required to erase your Personal Data to comply with local law. Note, however, that we may not always be able to comply with your request of erasure for specific legal reasons which will be notified to you, if applicable, at the time of your request.

- **Object to Processing:** This enables you to object to any processing of your Personal Data where we are relying on a legitimate interest (or those of a third party) and there is something about your particular situation which makes you want to object to processing on this ground as you feel it impacts on your fundamental rights and freedoms. You also have the right to object where we are processing your Personal Data for direct marketing purposes. In some cases, we may demonstrate that we have compelling legitimate grounds to process your information which override your rights and freedoms.
- **Restriction Request:** This enables you to ask us to suspend the processing of your Personal Data in the following scenarios: (a) if you want us to establish the data's accuracy; (b) where our use of the data is unlawful but you do not want us to erase it; (c) where you need us to hold the data even if we no longer require it as you need it to establish, exercise or defend legal claims; or (d) you have objected to our use of your data but we need to verify whether we have overriding legitimate grounds to use it.
- **Transfer Request:** Also known as portability, this enables you to transfer your Personal Data to you or to a third party. We will provide to you, or a third party you have chosen, your Personal Data in a structured, commonly used, machine-readable format. Note that this right only applies to automated information which you initially provided consent for us to use or where we used the information to perform a contract with you.
- **Consent Withdrawal:** You may withdraw your consent for us to process your Personal Data at any time, when we are relying on consent to process your Personal Data. However, this will not affect the lawfulness of any processing carried out before you withdraw your consent. Keep in mind, if you withdraw your consent, we may not be able to provide certain products or services to you. We will advise you if this is the case at the time you withdraw your consent.

## Submitting Requests

As we mentioned above, Daxko is the Data Processor for our customers. If you are a member of one of our customers, your requests must go directly through the customer. From time to time, we receive requests from individuals and we cannot determine the customer that the individual belongs to, which prevents us from adequately responding to any of these requests. If we receive a request from you that should go to our customers, we will not process your request. .

As the Data Controller for our customer employees, please contact us using the below contact information if you want to exercise any of your rights concerning the Personal Data that we collect from you. We may need to request specific information from you to help us confirm your identity and ensure your right to access your Personal Data (or to exercise any of your other rights). This is a security measure to ensure that Personal Data is not disclosed to any person who has no right to receive it. We may also contact you to ask you for further information in relation to your request to speed up our response.

## **CHANGES TO THIS PRIVACY POLICY**

This Privacy Policy may be updated from time to time to reflect changing legal, regulatory or operational requirements. If we make changes, we will notify you by revising the date at the top of this Privacy Policy. Depending on the specific amendments, we may provide you with additional notice prior to the change becoming effective. Please review this Privacy Policy from time to time to stay updated on any changes.

## **CONTACT DETAILS**

If you have any questions, comments or suggestions, please let us know by contacting us through any of the methods below:

- Telephone:
- Email: [compliance@daxko.com](mailto:compliance@daxko.com)
- Mailing Address: 600 University Park Place, Suite 500, Birmingham, AL., 35209, USA

You also have the right to lodge a complaint at any time with your member state data protection authority for data protection issues. We would, however, appreciate the opportunity to handle your concerns before you do so, so please contact us in the first instance.