

Procaps Group, S.A.

Société anonyme

Registered office: 9, rue de Bitbourg, L-1273 Luxembourg
Grand Duchy of Luxembourg
R.C.S. Luxembourg: B 253360
(the “**Company**”)

PRIVACY NOTICE FOR BOARD MEMBERS, SHAREHOLDERS, WARRANTHOLDERS, STREETHOLDERS

In accordance with the provisions of the EU Regulation n°2016/679 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 (the “**GDPR**”) and any applicable national data protection laws (including but not limited to the Luxembourg law of 1st August 2018 organizing the National Commission for data protection and the general system on data protection, as may be amended or replaced) (collectively hereinafter the “**Data Protection Laws**”), the Company acting as controller (the “**Data Controller**”), collects, stores and processes by electronic or other means the data you supplied for the purposes described below.

This privacy notice (the “**Privacy Notice**”) aims to give the board members, shareholders, warrantholders, streetholders or, where the latter are not individuals, their individual directors, officers, employees, representatives and/or beneficial owners (the “**Data Subjects**”, “**you**”, or “**your**”) information about how your personal data may be processed by the Company.

“**Personal Data**” means any information relating to an identified or identifiable natural person who can be identified, directly or indirectly.

Where the shareholders, warrantholders, streetholders are not individuals, please provide a copy of this Privacy Notice to the individual directors, officers, employees, representatives and/or beneficial owners whose personal data the Company may process.

What information does the Company collect about you and what is it used for?

- **If you are a board member of the Company**

The Company shall collect your Personal Data at the time of your appointment as board member of the Company and thereafter, for the purpose of the performance and management of such mandate and for the compliance with the Data Controller’s legal and regulatory obligations.

The Personal Data processed include, as applicable, your name, age, e-mail, address, gender, phone number, fax number, account numbers, date and place of birth, nationality, citizenship, profession, identity number, passport number, identity card with photo, proof of address, tax identifiers, tax status, tax certificates, bank account data, IBAN and BIC codes, PEP status, sanctions status, income, related parties, power of attorney status and/or client communications.

As part of its compliance with legal obligations such as AML/KYC, the Data Controller may be required to process special categories of Personal Data as defined by the GDPR, including Personal Data relating to political opinions as well as criminal convictions and offences.

You may, at your discretion, refuse to communicate the Personal Data to the Data Controller. In this event, however, your appointment as board member of the Company may be impaired, if the relevant Personal Data is required for the performance of such mandate.

The Personal Data supplied are processed namely for the purposes of:

Purposes	Lawful basis for processing
Enabling the performance of your duties under the mandate and when acting as board member of the Company	Execute the contract between you and the Company, compliance with applicable legal obligations
Remunerating you for your mandate, if applicable	Execute the contract between you and the Company, compliance with applicable legal obligations
Entering into a directors and officers liability insurance	Execute the contract between you and the Company, Legitimate interests of the Data Controller
A due diligence carried out by any third party that acquires, or is interested in acquiring or securitizing, all or part of the Company's assets or shares, or that succeeds to it in carrying on all or a part of its businesses, or services provided to it, whether by merger, acquisition, reorganization or otherwise	Execute the contract between you and the Company, compliance with applicable legal obligations, Legitimate interests of the Data Controller
Publishing your biography or any information regarding your appointment as a board member of the Company in the Company's documentation, including prospectus	Execute the contract between you and the Company, Legitimate interests of the Data Controller
Complying with any applicable laws and regulatory requirements, including (without being limited thereto) the law of 10 August 1915 on commercial companies, as amended, as well as the law of 13 January 2019, as may be amended or replaced, creating a register of beneficial owners	Compliance with applicable legal obligations
Carrying out anti-money laundering checks and related actions considered appropriate to meet any legal obligations relating to the prevention of fraud, money laundering, terrorist financing, bribery, corruption, tax evasion and the provision of financial and other services to persons who may be subject to economic or trade sanctions, on an on-going basis.	Compliance with applicable legal obligations
Reporting tax related information to tax authorities under Luxembourg or foreign laws and regulations (including laws and regulations relating to FATCA or CRS)	Compliance with applicable legal obligations
Establishing, exercising or defending legal claims	Legitimate interests of the Data Controller
Providing proof, in the event of a dispute, of a transaction or any commercial communication as well as in connection with any proposed purchase, merger or acquisition of the Company or any part of the Company's business	Legitimate interests of the Data Controller
Complying with foreign laws and regulations and/or any order of a foreign court, government, supervisory, regulatory or tax authority	Legitimate interests of the Data Controller
Risk management	Legitimate interests of the Data Controller
Exercising the business of the Company in accordance with reasonable market standards	Legitimate interests of the Data Controller

You commit to comply with the Data Protection Laws and your confidentiality duty existing by law or under applicable agreement entered into with the Company when performing your mandate or function.

- **If you are a shareholder, a warrant holder or a streetholder of the Company**

The Company shall collect your Personal Data as soon as you hold any shares, warrants or other securities issued by the Company and in order to execute the transfer of your shares, warrants or other securities issued by the Company.

The Personal Data processed include, as applicable your name, age, e-mail, address, gender, phone number, fax number, date and place of birth, nationality, citizenship, profession, identity number, passport number, identity card with photo, proof of address, PEP status, sanctions status and/or power of attorney status.

As part of its compliance with legal obligations such as AML/KYC, the Data Controller may be required to process special categories of Personal Data as defined by the GDPR, including Personal Data relating to political opinions as well as criminal convictions and offences.

You may, at your discretion, refuse to communicate the Personal Data to the Data Controller. In this event, however, you may not be able to hold any shares, warrants or other securities issued by the Company and your participation as attendee to the Company’s meetings may be impaired, if the relevant Personal Data are required for your presence or representation to such meeting.

The Personal Data you supplied are processed namely for the purposes of:

Purposes	Lawful basis for processing
Holding and managing your holding of shares, warrants and/or other securities issued by the Company	To perform any pre-contractual measures as well as the contract entered into by the shareholder, the warrant holder and/or the holder of other securities issued by the Company
Complying with any applicable laws and regulatory requirements, including (without being limited thereto) the law of 10 August 1915 on commercial companies, as amended, as well as the law of 13 January 2019, as may be amended or replaced, creating a register of beneficial owners	Compliance with applicable legal obligations
A due diligence carried out by any third party that acquires, or is interested in acquiring or securitizing, all or part of the Company’s assets or shares, or that succeeds to it in carrying on all or a part of its businesses, or services provided to it, whether by merger, acquisition, reorganization or otherwise	Execute the contract between you and the Company, compliance with applicable legal obligations, Legitimate interests of the Data Controller
Carrying out anti-money laundering checks and related actions considered appropriate to meet any legal obligations relating to the prevention of fraud, money laundering, terrorist financing, bribery, corruption, tax evasion and the provision of financial and other services to persons who may be subject to economic or trade sanctions, on an on-going basis.	Compliance with applicable legal obligations
Reporting tax related information to tax authorities under Luxembourg or foreign laws and regulations (including laws and regulations relating to FATCA or CRS)	Compliance with applicable legal obligations
Establishing, exercising or defending legal claims	Legitimate interests of the Data Controller
Providing proof, in the event of a dispute, of a transaction or any commercial communication as well as in connection with any proposed purchase, merger or acquisition of the Company or any part of the Company’s business	Legitimate interests of the Data Controller
Complying with foreign laws and regulations and/or any order of a foreign court, government, supervisory, regulatory or tax authority	Legitimate interests of the Data Controller
Risk management	Legitimate interests of the Data Controller
Exercising the business of the Company in accordance with reasonable market standards	Legitimate interests of the Data Controller

The Company will only use your Personal Data for the purposes for which they were collected (as identified above in the 'Purposes' column above), unless it reasonably considers that such data need to be used for another reason which is compatible with the original purpose. If the Company needs to use your Personal Data for an unrelated purpose, the Company will notify you and explain the legal basis relied upon.

With whom will your information be shared?

The Personal Data may also be processed by the Data Controller's data recipients (the "**Recipients**") which, in the context of the above mentioned purposes, refer namely to advisors and lawyers, auditors, public authorities, bank institutions, group companies or affiliates of the Company, agents involved in e.g. the organisation of general meetings, transfer agent, tax reporting service providers, administration, accounting and valuation agent, depositary agent, other prospective investors, any third party that acquires, or is interested in acquiring or securitizing, all or part of the Company's assets or shares, or that succeeds to it in carrying on all or a part of its businesses, or services provided to it, whether by merger, acquisition, reorganization or otherwise, and their agents or third party service providers as may be appointed or instructed by any such prospective investor or third party, as well as any other third party supporting the activities of the Data Controller.

The Recipients may, under their own responsibility, disclose the Personal Data to their agents and/or delegates (the "**Sub-Recipients**"), which shall process the Personal Data for the sole purposes of assisting the Recipients in providing their services to the Data Controller and/or assisting the Recipients in fulfilling their own legal obligations.

The Recipients may be located either inside or outside the European Economic Area (the "**EEA**"). Where the Recipients are located outside the EEA in a country which does not ensure an adequate level of protection for Personal Data, the Data Controller has entered into legally binding transfer agreements with the relevant Recipients in the form of the European Commission approved model clauses or any other appropriate safeguards pursuant to the GDPR. In this respect, the Data Subjects have a right to request copies of the relevant document for enabling the Personal Data transfer(s) towards such countries by writing to the Data Controller at the following address dataprotection@procapsgroup.com

The Recipients and Sub-Recipients may, as the case may be, process the Personal Data as data processors (when processing the Personal Data on behalf and upon instructions of the Data Controller and/or the Recipients), or as distinct controllers (when processing the Personal Data for their own purposes, namely fulfilling their own legal obligations).

The Personal Data may also be transferred to third-parties such as governmental, judicial, prosecution or regulatory agencies and/or authorities, including tax authorities, in accordance with applicable laws and regulations. In particular, Personal Data may be disclosed to the Luxembourg tax authorities, which in turn may acting as data controller, disclose the same to foreign tax authorities.

How long will your Personal Data be retained?

The Company will retain the Personal Data for as long as necessary to fulfil the purposes for which they were collected, including for the purposes of satisfying any legal, regulatory, accounting or reporting requirements, subject to any limitation periods imposed by law.

In some circumstances the Personal Data may be anonymised so that it can no longer be associated with the Data Subjects, in which case it is no longer personal data and can be kept for an unlimited period of time.

Once the Company no longer requires the Personal Data for the purposes for which it was collected, it will securely destroy the Personal Data in accordance with applicable laws and regulations.

Your rights in relation to your Personal Data

In accordance with the conditions laid down by the Data Protection Law, you acknowledge your right to:

- access your Personal Data;
- correct your Personal Data where it is inaccurate or incomplete;
- object to the processing of your Personal Data;
- restrict the use of your Personal Data;
- ask for erasure of your Personal Data;
- ask for Personal Data portability.

In exercising your rights above, you may be required to withdraw from the Company if your Personal Data is strictly necessary for managing your holding of shares, warrants and other securities issued by the Company.

You may exercise your above rights by writing to the registered office of the Data Controller at the following address dataprotection@procapsgroup.com

You also acknowledge the existence of your right to lodge a complaint with the *Commission Nationale pour la Protection des Données* (the “**CNPD**”) at the following address: 15, Boulevard du Jazz, L-4370 Belvaux, Grand-Duchy of Luxembourg; or with any competent data protection supervisory authority of your EU Member State of residence.

Changes to this privacy notice

The Company reserves the right to update this Privacy Notice at any time, and will make an updated copy of such Privacy Notice available to you and notify you when any substantial updates are made. The Company may also notify you in other ways from time to time about the processing of your Personal Data.

Further information

This Privacy Notice was written with brevity and clarity in mind and is not an exhaustive account of all aspects of the Company’s collection and use of Personal Data. If you require any further information, please do not hesitate to contact dataprotection@procapsgroup.com