



Motorola Mobility Binding Corporate Rules (BCRs)

Introduction

These Binding Privacy Rules (“**Rules**”) explain how the Motorola Mobility group (“**Motorola Mobility**”) respects the privacy rights of its customers, employees, suppliers and other individuals whose personal information Motorola Mobility collects and uses.

All companies within the Motorola Mobility group of companies (“**Group Members**”) and their employees must comply with these Rules when collecting or using any personal information. Group Members transfer personal information to other Group Members on a global basis as part of Motorola Mobility’s regular business activities and the Rules will apply when such transfers take place. The Rules will also apply when one Group Member is processing personal information on behalf of other Group Member.

The Rules seek to ensure that personal information will be treated in a consistent, secure manner and with full respect for privacy rights and freedoms, no matter where it comes from or how Motorola Mobility uses it.

Motorola Mobility’s management is fully committed to ensuring that Group Members and Motorola Mobility employees and contractors comply with these Rules at all times. Motorola Mobility employees and contractors who do not comply with their responsibilities under these Rules may be subject to disciplinary action, up to and including termination of their employment or contract.

The Rules form part of Motorola Mobility’s comprehensive information security strategy and demonstrate Motorola Mobility’s strong commitment to protecting individuals’ privacy rights.

Scope of the Rules

These Rules apply whenever Motorola Mobility collects or uses personal information of employees, customers, suppliers and other individuals.

The Rules apply to all electronic personal information collected by Motorola Mobility and also to certain non-electronic personal information contained in readily accessible filing systems.

Compliance with local law

Motorola Mobility must comply with applicable local laws when collecting and/or using personal information. Where there is no applicable law, or the law does not meet the standard set out in the Rules, Motorola Mobility will process personal information in accordance with the Rules.

Transparency and fairness

Motorola Mobility will explain to individuals in a clear and comprehensive way how their personal information will be used at the time when it collects their personal information or, if not practicable to do so at the point of collection, as soon as possible after that, unless there is a legitimate basis for not doing so (for example, where it is necessary to safeguard national security or defence, for the prevention or detection of crime, taxation purposes, legal proceedings or where otherwise permitted by law).

Sensitive personal information

Unless Motorola Mobility has a legitimate basis for doing so, Motorola Mobility will only use sensitive personal information if it is absolutely necessary to use it and where the individual's express consent has been obtained.

Sensitive personal information for the purposes of the Rules includes information relating to an individual's racial or ethnic origin, political opinions, religious or other beliefs, trade union membership, health, sex life and criminal convictions. In some jurisdictions there may be national laws which require express consent for the use of other categories of information, such as financial information, social security numbers and biometric identifiers. If this is the case Motorola Mobility will only use such information in accordance with the applicable local law.

Data Transfers outside Europe

Due to the global nature of Motorola Mobility's business, Group Members may transfer personal information to Motorola Mobility's ultimate parent company, Motorola Mobility, Inc. located in the United States, and to other Group Members in other countries globally that may not provide a level of protection equivalent to the laws provided in Europe¹. However, Motorola Mobility must ensure that, even where this is the case, the personal

¹ Europe means the European Economic Area

information of employees, customers, suppliers and other individuals whose personal information is collected and used by Motorola Mobility will only ever be treated in accordance with these Rules.

Purpose limitation

Motorola Mobility shall collect and use personal information only for the specific and legitimate purposes notified to individuals or within their reasonable expectations. Motorola Mobility shall not process the personal information in a way incompatible with those purposes unless the individuals are made aware of such change or it is within their expectations and they can express their concerns. In some cases the individual's consent to the new uses or disclosures will be necessary.

Motorola Mobility may have a legitimate basis for processing the information for a different or new purpose, for example, where it is necessary to safeguard national security or defence, for the prevention or detection of crime, taxation purposes, legal proceedings or where otherwise permitted by law.

Data quality and proportionality

Motorola Mobility will ensure that personal information collected and used is:

- accurate and, where necessary, kept up-to-date;
- adequate, relevant and not excessive in relation to the purposes for which it is collected and used;
- not processed for longer than necessary for the purposes for which it is obtained and further processed; and
- retained in accordance with Motorola Mobility's Records Management Policy and relevant schedules as amended from time to time.

Transfers to third parties

Motorola Mobility will not transfer personal information to third parties outside Motorola Mobility without ensuring adequate protection for the information which might be achieved by the use of contractual clauses.

Publication of the Rules

Motorola Mobility will make a copy of the Rules available via a publicly-accessible website

at http://www.motorola.com/Consumers/US-EN/About_Motorola/Legal/Privacy_Policy.

Rights of access, rectification, erasure and blocking of personal information collected, used and transferred from Europe

Individuals whose personal information is collected and/or used in Europe and transferred between Group Members under the Rules have the right to obtain the information which relates to them and which is being processed by Motorola Mobility

Motorola Mobility will deal with such requests as follows;

- where a request is made by individuals to a Group Member located in Europe in respect of personal information which has been collected and/or used in Europe and/or transferred from Europe to another Group Member under the Rules the Group Member will deal with the request in accordance with applicable local law;
- where a request is made by an individual to a Group Member located outside Europe for personal information which has been collected and/or used in Europe and transferred to the Group Member under the Rules the Group Member will provide the information requested unless:
 - in the opinion of the Group Member it is necessary not to do so to safeguard the legitimate business interests of Motorola Mobility, national or public security, defence, the prevention, investigation, detection and prosecution of criminal offences, for the protection of the data subject or of the rights and freedoms of others; or
 - the personal information is held by Motorola Mobility in non-electronic form and is not or will not become part of a filing system.

Motorola Mobility employees may request the rectification of their personal information and/or object to the processing of their personal information by contacting their managers or HR representatives in writing or verbally. Their managers and HR representatives will, in consultation with regional and, where necessary, global privacy teams, make any necessary decision regarding such requests.

Motorola Mobility customers and suppliers may request the rectification of their personal information and/or object to the processing of their personal information by contacting Motorola Mobility at privacy@motorola.com. The Group Member with custody over the information requested will make any decisions in relation to such requests in consultation with regional privacy teams. Where necessary, Group Members will also seek the advice of Motorola Mobility's global privacy team and/or Consumer Advocacy Office.

The right to object to receiving marketing information

Individuals may opt out of personal data processing for purposes of direct marketing by Motorola Mobility on request and free of charge by visiting optout.motorola.com or contacting Motorola Mobility at privacy@motorola.com.

Automated individual decisions

Motorola Mobility will ensure that where any evaluation of or decision about individuals which significantly affects them is based solely on automated processing of personal information, those individuals will have the right to know the logic involved in the decision and appropriate measures will be taken to safeguard their legitimate interests.

Security and Confidentiality of Data

Motorola Mobility is committed to protecting the confidentiality, security and integrity of personal information.

To this end, Motorola Mobility will implement appropriate technical and organisational measures to protect personal information against accidental or unlawful destruction or accidental loss, alteration, unauthorised disclosure or access, in particular where processing involves transmission of personal information over a network, and against all other unlawful forms of processing. In particular, Motorola Mobility will deploy enhanced security measures whenever processing any sensitive personal information. Motorola Mobility will also ensure that their employees and contractors at all times adhere to Motorola Mobility's specific information security policies in place from time to time.

Motorola Mobility has strict rules which must be complied with when using a service provider and which should be referred to when a service provider is engaged. These rules provide that Motorola Mobility will ensure that providers of services to Motorola Mobility will also adopt appropriate security measures and will enter into contractual arrangements with Motorola Mobility which provide that:

- the service provider will only act on the instructions of Motorola Mobility; and
- the service provider has in place appropriate technical and organisational security measures to safeguard the personal information.

Where one Group Member processes personal information on behalf of another Group Member, that Group Member will adhere to the Motorola Mobility security policies in place from time to time in respect of that processing and act only on the instructions of the Group Member on whose behalf the processing is carried out.

Training Programme

Motorola Mobility will provide appropriate training on the Rules and related policies to all individuals who:

- have permanent or regular access to personal information including sensitive personal information;
- are involved in the collection of personal information; or
- are involved in the development of tools used to process personal information.

Audit Programme

Motorola Mobility will conduct regular audits of compliance with the Rules (“**Privacy Audits**”).

Privacy Audits shall have as their scope the auditing of compliance with all aspects of the Rules and will include methods of ensuring that corrective actions take place.

Privacy Audits shall be conducted by Motorola Mobility Information Protection Services (“**MIPS**”) and shall occur on a regular basis. MIPS may also conduct an unscheduled Privacy Audit more frequently in response to a specific request from a Group Member, a regional privacy team, the global privacy team, or Motorola Mobility’s management. Audit findings will be reported to the appropriate regional privacy team and, if necessary, the global privacy team. Any material audit findings will be reported to the Board of Motorola Mobility.

Motorola Mobility will provide upon request copies of the results of any Privacy Audit to a European data protection authority of competent jurisdiction subject to applicable law and respect for the confidentiality and trade secrets of the information provided.

Where any Group Member is located within the jurisdiction of a data protection authority based in Europe, Motorola Mobility agrees that that data protection authority may audit that Group Member for the purpose of reviewing compliance with the Rules, in accordance with the applicable law of the country in which the Group Member is located, or, in the case of a Group Member located outside Europe, in accordance with the applicable law of the European country from which the personal information is transferred under the Rules, on giving reasonable prior notice and during business hours, with full respect to the confidentiality of the information obtained and to the trade secrets of Motorola Mobility.

Compliance and supervision of compliance

As part of its commitment to ensuring compliance with the Rules and to respecting individuals' rights to privacy, Motorola Mobility has a global privacy team and a network of regional privacy teams. Members of the regional privacy teams advise in-country managers, who are principally responsible for compliance with national laws, as well as regional HR, IT, and Legal management. They also collaborate with the global privacy team. Members of the global privacy team report to the HR, IT, Legal, and Marketing leadership groups, who in turn report respectively to Motorola Mobility's senior leadership team.

At the individual country level, Motorola Mobility has appointed country managers who are responsible for compliance with national laws, including privacy, with support from the regional privacy teams. Country managers report to senior management, so privacy will be reported, along with other compliance roles, within the Motorola Mobility's governance tracking system.

Motorola Mobility's privacy teams must ensure that Motorola Mobility is in compliance with the Rules, as well as all applicable national and international legal and regulatory privacy requirements that relate to data privacy. In addition, the privacy teams are responsible for the following:

- working with business units, the Law Department and other core functions for the development and maintenance of policies and standards relating to data protection;
- working with the Law Department to stay current on all national and international legal and regulatory requirements that affect Motorola Mobility;
- providing data protection advice to the business units on a day-to-day and project basis; and
- assisting with Data Protection Authorities' requests for information or cooperation and managing local requests for information held about them by individuals and complaints.

Internal Complaint Mechanisms

Any individual whose personal information is subject to these Rules may raise any privacy-related compliance issues or concern that Motorola Mobility is not complying with the Rules or applicable data protection law by contacting: privacy@motorola.com where details of Motorola Mobility's complaint handling policy may be obtained.

Third party beneficiary rights for European Data Subjects and Liability

European data protection law states that the employees, contractors, clients and other individuals whose personal information is used and/or collected by a Group Member in Europe and transferred to a Group Member outside Europe must benefit from certain rights to:

- seek enforcement of compliance with the Rules;
- lodge a complaint with a European data protection authority of competent jurisdiction and/or take action against Motorola Mobility UK Ltd either in the courts of England and Wales, being the jurisdiction of Motorola Mobility UK Ltd, or the jurisdiction of the Group Member located in Europe from which the personal information was transferred;
- make complaints to a Group Member in Europe, seek appropriate redress from Motorola Mobility UK Ltd including the remedy of any breach of the Rules by any Group Member outside Europe and, where appropriate receive compensation from Motorola Mobility UK Ltd for any damage suffered as a result of a breach of the Rules by a Group Member in accordance with the determination of the court or other competent authority; or
- obtain a copy of the Rules and the intra-group agreement entered into by Motorola Mobility in connection with the Rules.

In the event of a claim being made in which an individual has suffered damage where that individual can demonstrate that it is likely that the damage has occurred because of a breach of the Rules, the burden of proof to show that a Group Member outside Europe is not responsible for the breach, or that no such breach took place, will rest with Motorola Mobility UK Ltd.

Mutual assistance and cooperation with Data Protection Authorities

Each Group Member shall cooperate and assist other Group Members as necessary to handle a request or complaint from an individual or an investigation or inquiry by a data protection authority with competent jurisdiction.

Motorola Mobility will actively review and consider the advice of the data protection authorities of competent jurisdiction on any issues regarding the interpretation of the Rules and will abide by a formal decision of the applicable data protection authority which is final and against which no further appeal is possible on any issue related to the interpretation and application of these Rules.

Relationship between national laws and the Rules

Where a Group Member has reason to believe that local legislation is likely to have a substantial adverse effect on its ability to fulfil its obligations under the Rules, the Group Member should promptly inform the global privacy team at privacy@motorola.com (except where prohibited by a law enforcement authority, such as a prohibition under criminal law to preserve the confidentiality of a law enforcement investigation). The global privacy team will determine a suitable course of action aimed at ensuring compliance with the BCR in consultation with the relevant data protection supervisory authority if necessary.

Effective date of the Rules and the procedure for updating the Rules

Motorola Mobility will communicate any material changes to the Rules to the Information Commissioner's Office and any other relevant European data protection authorities at least once a year. However, Motorola Mobility does not expect to have to communicate changes to the Rules which are administrative in nature or which have occurred as a result of a change of applicable data protection law in any European country, through any legislative, court or supervisory authority measure unless they result in a substantive change to the Rules. Motorola Mobility will also provide a brief explanation of the reasons for any notified changes to the Rules.

Motorola Mobility will communicate any changes to the Rules to the Group Members bound by the Rules and to the individuals who benefit from the Rules.

Motorola Mobility UK Ltd will maintain an up to date list of the Group Members and ensure that all new Group Members are bound by the Rules before a transfer of personal information to them takes place. Motorola Mobility will communicate any substantial changes to the list of Group Members on an annual basis. Otherwise, an up-to-date list of Group Members will be provided to the Information Commissioner's Office and any other relevant European data protection authorities where required.

The Rules became effective on January 19, 2013. The Rules apply to all personal information processed by Motorola Mobility or its service providers on or after that date.