

# Capital R Privacy Policy

Nothing is more important to us than the trust of our users.

This privacy policy (“Privacy Policy”) describes how, OpenDeal Inc. and its subsidiary OpenDeal Broker LLC d/b/a Capital R (“Capital R,” “we,” “us,” or “our”), collect, use and disclose any personal information you provide to us when using the site, services, and applications offered by Capital R (the “Services”) on and through <https://republic.co> (the “Site”). By accessing the Site or using the Services, you acknowledge and consent to our practices described below. Your access to the Site, use of the Services, this Privacy Policy and all defined terms used herein, are subject to and governed by our Capital R Terms of Service.

We emphatically value the trust of our users. We are committed to protecting your privacy and preserving your trust. Please carefully review this Privacy Policy to learn about choices available to you regarding our use of your information.

OpenDeal Inc. (the “Parent”) owns and maintains this site located at <https://republic.co> (the “Site”), parent is neither a registered broker-dealer, investment advisor nor funding portal. Unless indicated otherwise with respect to a particular issuer, all securities-related activity is conducted by regulated affiliates of Parent: OpenDeal Portal LLC dba Republic, a funding portal registered [here](#) with the US Securities and Exchange Commission (SEC) and [here](#) as a member of the Financial Industry Regulatory Authority (FINRA), or OpenDeal Broker LLC dba Capital R, a broker-dealer registered with the SEC and [FINRA/SIPC](#). You can review the background of our broker-dealer and our investment professionals on FINRA’s BrokerCheck [here](#).

OpenDeal Broker LLC and its affiliates, OpenDeal Portal LLC and Republic Maximal LLC, are part of the Republic family of companies wholly owned by the Parent. As a U.S. broker-dealer, Capital R is required to collect certain information. Capital R uses aggregated personal information to improve, monitor, and protect the security of this Site. We do not share, sell, rent or trade your personal information except as provided in this Privacy Policy, with your consent, or as required by law. If you are not comfortable providing personal information to us, then this Site will not be useful to you and you will not be able to do business with us.

Please note that information gathered in connection with any services provided via the Site may be governed by separate terms. In the event that you receive such services, you agree that those other terms shall supersede any conflicting terms contained in this Policy.

## Collection of Information (Cookie Policy)

In order to better serve your particular needs, Capital R (and third parties working on Capital R's behalf) may collect information from you while visiting our Site. Some of this information is collected automatically through various methods including, but not limited to cookies. Capital R may also obtain information directly from you and, depending upon the nature of transactions you may conduct, from third party sources.

We may also collect anonymous information, which does not personally identify you, when you visit our Site. The anonymous information includes the pages you view on our Site, the search terms you enter into our search utility, your IP address and the operating system, browser software and Internet service provider you use.

We may use the standard "cookie" feature of major browser applications and other data capture mechanisms that allow us to store data about your visit. Cookies help us learn which areas of our Site are useful and which areas need improvement. You may configure your browser to prevent cookies from being set on your computer. If you do so, you may still view most of the Site, although you may not be able to enjoy all of our services.

## **Personally Identifiable Information**

**Information We May Collect:** We collect certain information directly from you, required by regulatory authorities and certain information required for performing our services. We do this to help identify you, provide our services, and tell you about products or services you may want. The information we collect may include: (a) Identity information – such as your name, legal entity, Tax ID number, Social Security number, address and officers; (b) Information from third parties – we may also collect information from consumer reporting agencies such as verifying your identity through public records.

## **USA Patriot Act of 2001**

The information that is collected from you is within the guidelines and regulations of the USA Patriot Act of 2001, which requires Capital R to obtain, verify and record information that identifies its clients and their affiliates.

**How We Treat Your Information:** While providing acquisition & divestiture services, as well as other offerings and services offered by Capital R, we may share certain information described above with companies or investors in the ordinary course of providing our services. The sharing of this information will be subject to the confidentiality and sharing provisions as set forth in our engagement letter with you. We may provide information to regulatory authorities and law enforcement officials in accordance with applicable law or to others when we believe in good faith that the law requires it. In the event of a sale of all or part of our business, we may share customer information related to that business as part of the transaction. We do not sell or share your information with marketers who may want to offer you their own products and services.

Neither do we share information we receive about you from a consumer-reporting agency. You do not need to take any action for this benefit.

Securing Your Information: Keeping your information secure is one of our most important responsibilities. We maintain physical, electronic and procedural safeguards to protect your information. Employees and agents are authorized to access your information only when they need it to provide you with products and services or to maintain your accounts.

Notice to California Users:

Pursuant to California Civil Code Section 1789.3, any questions about pricing, complaints, or inquiries about Capital R must be sent via certified mail to: Capital R, Legal Department, 335 Madison Ave, 7th Floor, New York, NY 10017. Furthermore, the Complaint Assistance Unit of the Division of Consumer Services of the California Department of Consumer Affairs may be contacted in writing at 1625 North Market Blvd., Sacramento, CA 95834, or by telephone at (916) 445-1254 or (800) 952-5210.

## **Notice of Verification of Issuer Identity**

All securities transactions are processed through OpenDeal Broker LLC, a member of FINRA | SIPC. For certain securities offerings, as required by Federal law or regulation, we must: (a) Obtain a copy of the issuer's certificate of incorporation, partnership agreement, or other document evidencing the establishment of the entity; and (b) Verify that an issuer, prospective issuer or investor and the principal officers of such issuer or investor do not appear on a list provided to us by the government, such as the Treasury Department OFAC "Specifically Designated Nationals and Blocked Persons" List (SDN List) and is not from, or engaging in transactions with people or entities from, embargoed countries and regions listed on the OFAC website.

## **Site Users**

The Site is not intended for minors under eighteen (18) years of age. Capital R does not market any products or services to those under eighteen (18) years of age or knowingly collect any information from those under eighteen (18) years of age.

## **Third Party Access to Information**

In order to better serve your particular needs, Capital R and certain companies and individuals working on Capital R's behalf will have access to all or a portion of the various types of Site visitor information we may collect. When we share access to personal information with companies or individuals working on Capital R's behalf, we generally endeavor to protect such personal information by requiring those parties to enter into an agreement with Capital R to safeguard the confidentiality of personal information. We may also disclose information about the use of our Site in aggregate, statistical form.

As permitted by law, the information we collect, including personally identifiable information, may also be disclosed to third parties if Capital R, in its sole discretion, believes disclosure is necessary to comply with legal or regulatory processes or requests or to protect the rights, property, or personal safety of Capital R, its affiliates, and/or the respective customers, members, directors, officers, employees, agents, and representatives of Capital R and its affiliates; other Site users; and/or the public.

## **Solicitation**

An email received by a recipient is not a solicitation. Any offering securities is a private placement transaction without registration with the U.S. Securities and Exchange Commission of any other securities' regulatory authority. As a consequence, transfer of the stock may be restricted by applicable securities laws, depending on the investor's jurisdiction. There may be no current public market for trading in the stock and there are no assurances that a liquid secondary market will develop for trading the securities. Except for the drag-along rights, and as otherwise required by applicable securities laws, there are no current restrictions on transfer of the securities.

## **Exclusions**

This Privacy Policy does not apply to any Personal Data collected by Capital R other than Personal Data collected through the website. This Privacy Policy shall not apply to any unsolicited information you provide to Capital R through this website or through any other means. This includes, but is not limited to, information posted to any public areas of the Site, such as bulletin boards (collectively, "Public Areas"), any ideas for new products or modifications to existing products, and other unsolicited submissions (collectively, "Unsolicited Information"). All Unsolicited Information shall be deemed to be non-confidential and Capital R shall be free to reproduce, use, disclose, distribute and exploit such Unsolicited Information without limitation or attribution.

## **Security**

We use a secure server and security protocol to safeguard information we collect from you. To help ensure the security of your personal and financial information that you submit to us via our Site (other than via an email message), we use security software to encrypt the information before and during its transmission through the Internet. We allow information to be submitted for transmission only if your browser is compatible with our security software. If your browser is not compatible, you will receive a message indicating your transaction cannot be completed because of the security risk.

Email messages are not secure. Our security software does not encrypt email messages. Please keep in mind that transmitting information via the Internet is never completely secure and that, therefore, any information submitted may be intercepted, viewed, collected, used, altered, copied or disclosed by others. We are not responsible for the security or confidentiality of communications you send to us (or that we send to you) through the Internet using email messages.

We take seriously the issue of safeguarding your privacy online. However, please note that you should exercise discretion with respect to the submission of any personal or financial information.

## **Links to Other Websites**

This Site contains links to websites of third parties. Please note that when you click on one of these links, you will be accessing a website Capital R does not control and which may be governed by privacy policies and practices that differ from ours. Capital R is not, and will not be, responsible for the privacy policies or practices of third parties or the content or security of any third-party websites. These links are provided solely as a convenience to you and not an endorsement by Capital R of the contents of such third-party Sites or resources. Capital R is not, and shall not be held responsible for the legality, timeliness, accuracy, completeness or appropriate nature of any information, data or other content, advertising, offerings, products, or services located on or through any other third-party Sites or resources, or any loss suffered by you. If you decide to access a linked Site, you do so at your own risk.

## **Consent**

Any information you submit to us via our online forms or via e-mail is provided on a voluntary basis. When you access our Site, the collection, use, and distribution of your information will be handled according to the terms and policies outlined in this Privacy Policy, unless superseded by the appropriate Other Terms (as discussed above). By using this Site, you consent to collection and use of your information as described in this Policy, including personally identifiable information Capital R may collect. If you object to any of the policies outlined in this Policy, we ask that you do not submit information to Capital R or access our Site. We may update or modify this Policy at any time. Any such updates or modifications will be effective upon posting on this Site, and your continued use of the Site will constitute your consent to any updated or modified Privacy Policy.

## **International Visitors**

This Website is hosted in the United States. If you are an international visitor, please note that by providing your personal information, you are: (i) permitting the transfer of your personal information to the United States, which may not have the same data protection laws as the country in which you reside; and (ii) permitting the use of your personal information in accordance with this Privacy Policy. We may also request additional documentation due to your status as a non-U.S. citizen, for purposes of AML/KYC requirements and our own compliance processes.

## **YOUR DATA PROTECTION RIGHTS UNDER THE GENERAL DATA PROTECTION REGULATION (GDPR)**

If you are a resident of the European Economic Area (EEA), you have certain data protection rights. Capital R aims to take reasonable steps to allow you to correct, amend, delete or limit the use of your Personal Data.

If you wish to be informed about what Personal Data, we hold about you and if you want it to be removed from our systems, please contact us.

In certain circumstances, you have the following data protection rights:

- *The right to access, update or delete the information we have on you.* Whenever made possible, you can access, update or request deletion of your Personal Data directly within your account settings section. If you are unable to perform these actions yourself, please contact us to assist you.
- *The right of rectification.* You have the right to have your information rectified if that information is inaccurate or incomplete.
- *The right to object.* You have the right to object to our processing of your Personal Data.
- *The right of restriction.* You have the right to request that we restrict the processing of your personal information.
- *The right to data portability.* You have the right to be provided with a copy of the information we have on you in a structured, machine-readable and commonly used format.
- *The right to withdraw consent.* You also have the right to withdraw your consent at any time where Capital R relied on your consent to process your personal information.
- Please note that we may ask you to verify your identity before responding to such requests.
- You have the right to complain to a Data Protection Authority about our collection and use of your Personal Data.

For more information, please contact your local data protection authority in the European Economic Area (EEA). Please note, that due to Capital R's regulated status, certain E.U. rights may not be exercisable for us to be in compliance with U.S. law, by accessing this Site, you agree and acknowledge that U.S. law will have priority over any E.U. law, and by using this Site you waive your right to claim preference in the event of the conflict of law.

## **Business Continuity Plan**

In the event of a significant business disruption, either internal or external, Capital R and its affiliates, plan to respond in a timely fashion and resume business operations by safeguarding our employees and property, making a financial and operational assessment, protecting the firm's books and records, and allowing our customers to transact business. In short, Capital R's business continuity plan is designed to permit us to resume operations as quickly as possible, given the scope and severity of the significant business disruption.

The Business Continuity Plan Addresses: data backup and recovery; all mission critical systems; financial and operational assessments; alternative communications with customers, employees, and regulators; alternate physical location of employees; critical supplier, contractor, bank and counterparty impact; regulatory reporting; and assuring our customers prompt access to their funds and securities if we are unable to continue our business.

Significant Business Disruptions: Capital R's plan takes into account two kinds of Significant Business Disruptions, internal and external. Internal significant business disruptions affect only Capital R's ability to communicate and do business, such as a fire or loss of electrical power in the office or building. External significant business disruptions prevent the operation of the securities markets or a number of firms, such as a terrorist attack, a natural disaster, or another event that causes a wide-scale, regional disruption in essential services.

Internal Significant Business Disruptions: In the event of a disruption in Capital R's business operations due to an internal significant business disruption, Capital R will attempt to continue to conduct business as usual by utilizing alternative communication methods (if available), such as the Internet, cell phones, etc., or by moving its operations to an alternative location. If personnel

or operations must be moved to an alternate location, Capital R anticipates that it will resume regular operations as soon as possible.

**External Significant Business Disruptions:** In the event of a disruption in Capital R's business operations due to an external significant business disruption, Capital R will attempt to continue to conduct business as usual by moving its operations to an alternative location outside the affected area, if possible, or by providing customers with alternative communication arrangements, as indicated below, to conduct business. Capital R will attempt to resume business within twenty-four (24) hours and to keep everyone informed regarding relevant events to the best of its ability based on the circumstances.

In all cases, Capital R will resume normal business operations as soon as it is able to do so based on the type and the extent of the disrupting event.

**Communications:** In the event you are unable to reach Capital R at our main number, please proceed as follows:

Contact Capital R at the following alternate telephone number: (646) 951-3056  
Access Capital R's website at [www.republic.co/capitalr](http://www.republic.co/capitalr)

## **Social Media Features**

Our website may also include Social Media Features such as the Facebook Like button, Twitter, and other social media functionality. These features are interactive mini-programs and may collect your IP address, which page you are visiting on our site, and may set a cookie to enable the feature to function properly. Social media features and widgets are either hosted by a third party or hosted directly on our website. Your interactions with these features are governed by the privacy policy of the company providing it.

## **Opt-Out Policy**

We may at times send you email communications with marketing or promotional materials. If you prefer not to receive such marketing or promotional emails from us, or have your Personal Data used for any other direct marketing purposes, you have the right to opt-out and may unsubscribe completely by clicking the appropriate links at the bottom of the emails, managing your preferences on the website, or contacting us on the Site or over email. Please also note that at times we may need to send you email communications that are transactional in nature such as service or termination announcements or payment confirmations which are communications you will not be able to opt-out of.

If, after submitting a request to opt-out, you affirmatively subscribe to receive emails on individual offerings, issuers, or other focused subject matters, you will no longer be deemed to have opted out of those specific communications. You will, however, remain opted out for all other marketing and promotional emails.

You will be able to modify the information concerning your account by visiting the Site and editing any information you wish to change. You will be able to change your email address, password, contact information, or other login information by visiting your settings page subject to Site policy. If you need help modifying your information, please contact us at [compliance@thecapitalr.co](mailto:compliance@thecapitalr.co).

You may stop or restrict the placement of Capital R's cookies, Google's cookies and third party cookies on your computer or device by adjusting your web browser preferences or a "Do Not Track" setting in your web browser. You can also restrict marketing cookies by rejecting cookies on the Site. For details, please refer to our Cookie Notice. If you do so, you may still use our Site, but this may interfere with some of its functionality.

If you would like us to remove your Personal Data, please send a request to: [compliance@thecapitalr.co](mailto:compliance@thecapitalr.co)

We are not responsible for removing your Personal Data from the lists of any third party who has previously been provided with your information in accordance with this notice.

If you have any questions about how to modify your Personal Data, exercise your right to opt-out, or have questions about our use of cookies, please email us at: [compliance@thecapitalr.co](mailto:compliance@thecapitalr.co)

Capital R offers securities through OpenDeal Broker LLC, a member of FINRA | SIPC.

Chief Compliance Officer OpenDeal Broker LLC  
1345 Avenue of the Americas 15th Floor  
New York, NY 10105  
E-mail address: [compliance@thecapitalr.co](mailto:compliance@thecapitalr.co)

*These Terms of Use were last updated on February 25, 2020*