

## PRIVACY POLICY

Last modified: December 23, 2016

### **Purpose**

WithumSmith+Brown, P.C. (“Company”, “we”, “us”, or “our”) respects your privacy and is committed to protecting it. Toward that end, we have adopted this Privacy Policy to inform you what information about you we collect when you use our website [www.withum.com](http://www.withum.com) (the “Website”), whether as a guest or a registered user of our Client Portal of our Website. This Privacy Policy describes the types of information we may collect from you or that you may provide when you visit or use our Website and our practices for collecting, using, maintaining, protecting, and disclosing that information. This Privacy Policy is incorporated by reference into our Terms of Use.

This Privacy Policy applies to information we collect through our Website, which may include information in e-mails, forms, or other electronic messages between you and our Website when you voluntarily submit the information through our Website. The Privacy Policy also applies to information we may collect through our Website using certain automated technologies (described below). This Privacy Policy does not apply to information collected by us offline or through any other means, including on any other website operated by us or any third party

### **Acceptance of This Privacy Policy.**

PLEASE READ THIS PRIVACY POLICY CAREFULLY TO UNDERSTAND OUR POLICIES AND PRACTICES REGARDING YOUR INFORMATION AND HOW WE WILL TREAT IT. YOUR USE OF OUR WEBSITE MEANS THAT YOU ACCEPT THE TERMS OF THIS PRIVACY POLICY. YOUR CONTINUED USE OF OUR WEBSITE AFTER WE MAKE CHANGES TO THIS PRIVACY POLICY SHALL BE DEEMED TO BE YOUR ACCEPTANCE OF THOSE CHANGES SO YOU SHOULD PERIODICALLY CHECK THIS PRIVACY POLICY FOR UPDATED VERSIONS. IF YOU DO NOT AGREE WITH THIS PRIVACY POLICY OR OUR TERMS OF USE, WHICH ARE INCORPORATED HEREIN BY REFERENCE, YOUR CHOICE IS TO NOT USE OR ACCESS OUR WEBSITE. BY USING OUR WEBSITE, YOU ALSO REPRESENT THAT YOU ARE AT LEAST THE AGE OF MAJORITY IN YOUR STATE OR COUNTRY.

### **Changes to This Privacy Policy**

We may at times and in our sole discretion make changes to this Privacy Policy. The date this Privacy Policy was last revised is identified at the beginning. We will post any changes we make to this Privacy Policy on this page of our Website and update the effective date at the beginning. If we make material changes to how we treat your personal information, we may try to notify you by email to the primary email address specified in your account or through a notice on our Website home page. Notwithstanding that, you are responsible for ensuring we have an up-to-date active and deliverable email address for you. You are also responsible for periodically visiting our Website and this Privacy Policy to check for any changes or updated versions.

### **Information We Collect About You and How We Collect It**

We collect several types of information from and about users of our Website, including:

- information which identifies you personally, such as your first or last names, email address, postal address, telephone number, job title, and/or company name (“personal information”); and
- information that is about you but, by itself, does not identify you personally, such as the type of device you may be using (mobile, tablet, desktop) to visit or access our Website, your operating system, your web browser type, the pages on our Website you viewed, the frequency of your visits to our Website, your connection speed, and the date(s) and time(s) you may have visited our Website.

We collect both types of information described above either:

- Directly from you when you provide it through our Website such as by registering for our Client Portal through our Website, signing up for e-mail newsletters from our Website, completing forms on our Website, or sending us emails or messages through our Website; or
- Automatically as you navigate through our Website. Information collected automatically may include your usage details, Internet protocol address (“IP address”), and information collected through cookies, web beacons, and other tracking technologies.

### **Information That You Provide to Us**

Any electronic communication sent to us through our Website or via e-mail may not be secure and thus may be disclosed. However, as noted in the “Data Security” section below, transmissions over the Internet are not 100% secure at all times. Therefore, even though we provide a secure Client Portal and take efforts to keep our Client Portal secure, there is no guarantee that it will be secure at all times. Please also be aware that the sending of electronic mail to our professionals or through other contact/address provided in the site does not create a client relationship between you and the Company, and the contents of any such electronic mail are not privileged.

### **Information Collected Through Automatic Data Collection Technologies**

As you navigate through and interact with our Website, we or certain of our third-party service providers may use automatic data collection technologies to collect certain information about you such as about your equipment, browsing actions, and patterns, including but not limited to:

- Details of your visits to our Website, including traffic data and other communication data and the resources that you access and use on our Website; and
- Information about your computer and Internet connection, including your IP address, operating system, and browser type.

We or our service providers also may use these technologies to collect information about your online activities over time and across third-party websites or other online services (behavioral

tracking). If you would like to find out how you can opt-out of behavioral tracking on our Website, you can visit one of the below links:

- The Digital Advertising Alliance (“DAA”) opt-out program (currently available at <http://www.aboutads.info/choices/>) or the Network Advertising Initiative (“NAI”) opt-out program (currently available at <http://www.networkadvertising.org/choices/>).

The information we collect automatically is statistical data and is not intended to identify you personally. It helps us to improve our Website and to deliver a better and more personalized experience, including by enabling us to:

- Estimate our audience size and usage patterns;
- Store information about your preferences, allowing us to customize our Website according to your individual interests; and
- Recognize you when you return to our Website.

For example, we use Google Analytics to provide us with statistics or metrics about the usage of our Website, and Google Analytics may use cookies (described below) to compile and provide that information to us. You can learn more about how Google Analytics collects and processes data by visiting the following link: <https://www.google.com/policies/privacy/partners/> which will take you to the site “How Google uses data when you use our partners’ sites or apps.” Google offers the ability to opt out from tracking through Google Analytics cookies; for more information you may visit the following link: <https://tools.google.com/dlpage/gaoptout> .

The technologies we use for automatic data collection may include:

- **Cookies (or browser cookies).** A cookie is a small text file placed on the hard drive of your computer or device (mobile, tablet, or desktop computer). Cookies placed on your computer by our Website are called “first-party” cookies, and those placed by third parties are “third party” cookies. You may refuse to accept browser cookies by activating the appropriate setting on your browser such as a “Do Not Track” feature or delete or “flush” all cookies from your web browser. However, if you select such a setting or delete all cookies you may be unable to access certain parts of our Website. Unless you have adjusted your browser setting so that it will refuse cookies, our system will issue cookies when you direct your browser to our Website.

**By visiting or registering for our Website, you consent to our use of first-party and third-party cookies and other automated technologies we or third parties may use to collect information from our Website.**

- **Web Beacons.** Pages of our the Website may also contain small electronic files known as web beacons (also referred to as clear gifs, pixel tags, and single-pixel gifs) that permit us, for example, to count users who have visited those pages or and for other related Website statistics or metrics such as, for example, recording the popularity of certain Website content and verifying system and server integrity.

### **How We Use Your Information**

We use information that we collect about you or that you provide to us, including any personal information:

- To present our Website and its contents to you;
- To provide you with information, products, or services that you request from us;
- To market our products and services to visitors;
- To analyze data or metrics about our Website to send more targeted messages to visitors of our Website;
- To conduct research to improve our products and services and Website;
- To provide you with notices about your account;
- To carry out our obligations and enforce our rights arising from any contracts entered into between you and us;
- To notify you about changes to our Website or any products or services we offer or provide through it;
- To allow you to participate in interactive features on our Website;
- To respond to your inquiries and to deliver email messages like special offers, updates, newsletters, and service announcements; and
- To fulfill any other purpose for which you provide your information or for any other purpose with your consent.

### **Disclosure of Your Information**

We may disclose aggregated information about our Website users, and information that does not identify any individual, without restriction. We do not sell your information to third parties for marketing or advertising purposes. We may disclose personal information that we collect or you provide as described in this Privacy Policy:

- To our subsidiaries and affiliates;
- To contractors, service providers, and other third parties we use to support our business or who provide important services to us;
- To a buyer or other successor of our business in the event of a merger, divestiture, restructuring, reorganization, dissolution, or other sale or transfer of some or all of our assets, whether as a going concern or as part of a bankruptcy, liquidation, or similar proceeding, in which personal information held by us about our Website users is among the assets transferred and which may result in the buyer or successor altering the terms of this Privacy Policy or our Terms of Use;
- To fulfill the purpose for which you provide it; and
- For any other purpose disclosed by us when you provide the information.

We may also disclose your personal information:

- To comply with any court order, law, or legal process, including to respond to any government or regulatory request;
- To enforce or apply our Terms of Use, this Privacy Policy, and other agreements, including for billing and collection purposes;
- If we believe disclosure is necessary or appropriate to protect the rights, property, or safety of our company, our customers, or others. This includes exchanging information with other companies and organizations for the purposes of fraud protection and credit risk reduction.

### **Choices About How We Use and Disclose Your Information**

We strive to provide you with choices regarding the personal information you provide to us. We have created mechanisms to provide you with the following control over your information:

- **Tracking Technologies.** You can set your web browser to refuse all or some browser cookies, or to alert you when cookies are being sent. If you disable or refuse cookies, please note that some parts or features of our Website may then be inaccessible or not function properly.
- **Promotional Offers from the Company.** If you do not wish to have your email address or contact information used by us to promote our own or third parties' products or services, you can use the "unsubscribe" feature found in any marketing emails we send to you or send us an email stating your request to the email address listed in the Contact Information section below. If we have sent you a promotional email, you may send us a return email asking to be omitted from future email distributions. This opt-out does not apply to information provided to us as a result of a product purchase, warranty registration, product service experience or other transactions.

### **Accessing and Correcting Your Information**

You can review and change your personal information by logging into the Website and visiting your account profile page. You may also send us an email at the email address listed in the Contact Information section below to request access to, correct or delete any personal information that you have provided to us. We cannot delete your personal information except by also deleting your user account. We may not accommodate a request to change information if we believe the change would violate any law or legal requirement or cause the information to be incorrect.

Even after you have changed your information, deleted it, or requested its deletion, we may need to keep archival copies of such information for legal or compliance purposes.

### **Data Security**

We have implemented measures designed to secure your personal information from accidental loss and from unauthorized access, use, alteration, and disclosure. All information you provide to us is stored on our secure servers behind firewalls. Any payment transactions will be encrypted using SSL technology.

The safety and security of your information also depends on you. Where we have given you (or where you have chosen) a password for access to certain parts of our Website, you are responsible for keeping this password confidential. We ask you not to share your password with anyone. We also urge you to be careful about giving out information in public areas of the Website like message boards. The information you share in public areas may be viewed by any user of the Website.

Unfortunately, the transmission of information over the Internet is not completely secure at all times. Consequently, although we do our best to protect your personal information, we cannot guarantee the security of your personal information transmitted to our Website. Any transmission of personal information is therefore at your own risk. We are not responsible for circumvention of any privacy settings or security measures contained on our Website.

### **Third Party Websites and Services**

Our Website may contains links to other websites and services not maintained by us. For example, if you join our mailing list, that is a service provided to us by Constant Contact which requires you to visit their website to join our mailing list. The information you submit to Constant Contact will be subject to Constant Contact's Privacy Policy and Terms of Use. If you wish to learn more about how Constant Contact uses your information, you may visit the following link: <http://ui.constantcontact.com/roving/CCPrivacyPolicy.jsp>

Similarly, we may use other third party vendors such as for payment processing or secure file transfers who have separate websites you will be required to visit in order to use these services. Any information you submit through these third party vendors' websites will be subject to their privacy policies and terms of use. For example, we may use PaySimple.com for payment processing. To the extent that our use of PaySimple may require you to access or use PaySimple's website at paysimple.com, your use of their site will be governed by PaySimple's Terms of Service which can be found here: [https://paysimple.com/customer\\_terms.html](https://paysimple.com/customer_terms.html)

In addition, other websites and services may also reference or link to our Website. These other websites or services described above are not subject to our Privacy Policy and we are not responsible for their content or for the policies or practices they apply to the treatment of your information. We encourage you to be aware when you enter or leave our Website, or surf the Internet, and to read the privacy statements of each website and service that you visit. We do not endorse, screen, or approve, and are not responsible for the privacy practices or the content of, other websites or services.

### **Social Media Features**

Our Website also includes certain social media features and widgets that run on our Website, including from social media sites such as Instagram, Facebook, Twitter, YouTube.com, and Google Plus. These features may collect your IP address, which page you are visiting on our Website, 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 third party social media website providing such features.

### **Policy On Use of Website By Minors and Children Under 13**

Our Website is not intended for use by anyone under the age of thirteen (13) years old. No one under age 13 may provide any personal information through our Website. We do not knowingly collect personal information from children under 13. If you are under 13, do not use or provide

any information through our Website or on or through any of its features or register for the Website, make any purchases through the Website, use any of the interactive or public comment features of this Website or provide any information about yourself to us, including your name, address, telephone number, email address, or any screen name or user name you may use. If we learn we have collected or received personal information from a child under 13 without verification of parental consent, we will delete that information as soon as it is commercially practicable. If you believe we might have any information from or about a child under 13, please contact us at the contact information below.

### **Governing Law and Jurisdiction**

All matters relating to our Website and this Privacy Policy and any dispute or claim arising therefrom or related thereto (in each case, including non-contractual disputes or claims), shall be governed by and construed in accordance with the internal laws of the State of New York without giving effect to any choice or conflict of law provision or rule (whether of the State of New York or any other jurisdiction).

Any legal suit, action or proceeding arising out of, or related to, our Website or this Privacy Policy shall be instituted exclusively in the federal courts of the United States or the courts of the State of New York in each case located in the City of New York and County of New York. You waive any and all objections to the exercise of jurisdiction over you by such courts and to venue in such courts. Notwithstanding the foregoing, we retain the right to bring any suit, action or proceeding against you concerning this Privacy Policy in your state or country of residence or any other relevant state or country. YOU HEREBY WAIVE YOUR RIGHT TO A TRIAL BY JURY WITH RESPECT TO ANY CLAIM, ACTION OR PROCEEDING, DIRECTLY OR INDIRECTLY, ARISING OUT OF, OR RELATING TO, THIS PRIVACY POLICY TO THE FULLEST EXTENT PERMITTED BY LAW.

### **Contact Information**

To ask questions or comment about this Privacy Policy and our privacy practices or contact us for any other reason related to this Privacy Policy, please contact us at: [privacy@withum.com](mailto:privacy@withum.com).