

VALUE PAY SERVICES PRIVACY POLICY

Value Pay Services LLC
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Scope of This Privacy Policy

Value Pay Services LLC (“VPS”) administers the Subway® Card program and is the host of www.tellsubway.com (the “Website”). VPS is a wholly owned subsidiary of Independent Purchasing Cooperative, Inc. (“IPC”), an independent non-profit purchasing cooperative which is owned by and provides services to Subway® Franchisees around the world (the “Subway® Franchisees”).

This Privacy Policy discloses how VPS collects, protects, uses, and shares Personal Information gathered about you. The term “Personal Information” means any information concerning an identified or identifiable individual. VPS shares such information with IPC, IPC’s other wholly-owned subsidiaries, and other Subway®-related entities and service providers for the purpose of furthering the business of the Subway® line of restaurants (the “Subway® Restaurants”).

VPS’s privacy practices are consistent with U.S. law, Canada’s Personal Information Protection and Electronic Documents Act, and other applicable law, including the European Union’s General Data Protection Regulation (“GDPR”), which governs the collection, storage, use, and transfer of personal information for European Union residents. VPS also complies with the EU-U.S. Privacy Shield Framework and Swiss-U.S. Privacy Shield Framework as set forth by the U.S. Department of Commerce regarding the collection, use, and retention of personal information transferred from the European Union and Switzerland to the United States, as discussed below.

VPS acts as both a controller and processor of your Personal Information, within the meaning of the GDPR. The legal bases for VPS’s processing of your Personal Information is your general and express consent as detailed herein and VPS’s pursuit of legitimate business interests.

Contact information for VPS and its designated data protection officer (the “Privacy Officer”) are set forth below. If you have questions about this Privacy Policy or the protection of your information, please contact the Privacy Officer as set forth below.

General and Express Consent Regarding Information

A. General Consent. VPS respects the privacy of users of Subway® Cards and its Website, visitors to the Subway® Restaurants, whether or not as customers, and Subway® Franchisees. VPS collects information in a fair and non-intrusive manner and recognizes the need for appropriate protections and management of the information that you provide. VPS has adopted, implemented, and conducts its business pursuant to this Privacy Policy in order to assist you in understanding what types of Personal Information VPS may collect, how that information may be used, and with whom the information may be shared. This Privacy Policy applies to all information gathered by or on behalf of VPS, whether in writing, verbally, or electronically, or through the Website.

BY SUBMITTING PERSONAL INFORMATION TO VPS, AND/OR BY ACCESSING AND USING THE WEBSITE, YOU AGREE THAT VPS MAY COLLECT, STORE, USE, AND TRANSFER YOUR PERSONAL INFORMATION IN ACCORDANCE WITH THIS PRIVACY POLICY OR AS PERMITTED OR REQUIRED BY APPLICABLE LAW. IF YOU DO NOT CONSENT TO THE COLLECTION, STORAGE, USE, OR TRANSFER OF YOUR PERSONAL INFORMATION AS DESCRIBED IN THIS PRIVACY POLICY, YOU SHOULD NOT SUBMIT PERSONAL INFORMATION TO VPS OR ACCESS OR USE THE WEBSITE.

B. Consent to Share and Disclose Information. By submitting Personal Information to VPS, and or/by accessing and using the Website, you expressly consent to VPS sharing your Personal Information as follows:

VPS shares Personal Information with the following Subway®-related entities and third-party agents or service providers who perform functions on our behalf:

- (1) IPC and IPC's wholly-owned subsidiary PLXIS LLC ("PLXIS");
- (2) Subway® international purchasing cooperatives that are owned by Subway® Franchisees and which provide services to the Subway® Franchisees (the "Co-op Group");
- (3) the franchisor of the Subway® line of restaurants Doctor's Associates Inc. ("DAI"), and Franchise World Headquarters LLC ("FWH"), which provides core business-related services to DAI (the "Subway® Group"); and
- (4) Subway® Group advertising entities that are members of the Subway Franchisee Advertising Fund Trust (the "FAF Group").

All of these entities are "Third Parties".

In addition, VPS may also share Personal Information with companies that provide support services to it, such as credit card processors, mailing houses, web hosts, technical support providers, fulfilment centers, or other service providers, as well as companies involved in enforcing or investigating transactions or business operations, because these companies may need information about you in order to perform their functions. VPS limits the use of information shared with these companies to the purpose for which VPS hired them, but VPS does not control these companies. These companies are "Service Providers". In this policy, both Third Parties and Service Providers are "Recipients".

C. Consent to International Data Transfers. VPS and the Recipients are multi-national entities with operations throughout the world. In order for those entities to be able to provide you with suitable goods, services, and promotions, you expressly consent to your Personal Information being transferred and disclosed internationally, including within and outside the U.S., Canada, and the European Union. Some of these jurisdictions may have laws that provide less protection to your Personal Information than you receive under the laws in our own jurisdiction. The U.S., for instance, has not received a decision from the European Commission determining that it provides adequate protection to Personal Information. Canada, by contrast, has received such a decision. VPS will take reasonable steps to ensure that any transfer or disclosure of Personal Information to or within any jurisdiction is in compliance with applicable law and receives the level of protection required by the U.S-European Union Privacy Shield Framework referenced above and the GDPR. Such steps will include reliance upon the U.S.-European Union Privacy Shield certification process, other similar processes where applicable, and/or GDPR-compliant data transfer agreements incorporating approved standard contractual clauses for the protection of Personal Information. You can obtain additional details regarding those safeguards by contacting VPS's Privacy Officer, as set forth below.

D. Consent to Electronic Notice If There is a Security Breach. If VPS or a Recipient is required to or wishes to provide notice of unauthorized access of their data security systems or unauthorized or unlawful access to or processing of your Personal Information, you agree that VPS and/or the Recipient may do so by posting notice on the Website or sending notice to any email address which VPS or the Recipient has for you.

E. Right to Withdraw Consent. You have the right to withdraw your consent to VPS's collection, storage, use, and transfer of your Personal Information at any time. You also have the right to request that VPS provide you with access to, correct, delete, or restrict the processing of your

Personal Information. If you wish to exercise any of those rights, please contact the VPS Privacy Officer as set forth below.

Collection and Use of Personal Information

VPS collects and uses your Personal Information in a fair and non-intrusive manner, as set forth in this section.

A. Personal Information Collected in Connection With Online Purchases and Registration of Subway® Cards. Other Subway®-related entities and service providers collect Personal Information in connection with online purchases and registration of Subway® Cards. The Personal Information collected includes name, email address, birthdate, gender, mobile phone number, Subway® Card and PIN numbers, and credit card information, as well as billing and shipping addresses. Some of this information is shared with VPS in connection with VPS' role as administrator of the Subway® Card program.

B. Personal Information Collected on the Website. Personal Information collected on the Website includes email address and survey feedback related to your experiences in Subway® restaurants. VPS shares this information with the Co-op Group, the Subway® Group, and the FAF Group for marketing purposes if you elect to receive communications.

C. Other Details Relating to Website Use.

User Name and Password. VPS requires that you create a username and password in order to access the Member or non-public pages on the Website. VPS does not divulge usernames or passwords to anyone. Should you need to change or remove your username or password, contact the VPS Privacy Officer as set out below.

Email & Mobile Updates. You may have the opportunity to elect to receive email and mobile communications from VPS and the FAF Group. VPS and the FAF Group will only email you or send you mobile messages or alerts if you elect to receive such communications. If you elect to receive such communications, VPS and the FAF Group will send you occasional updates about new additions to the Website as well as special offers and promotions of which you can take advantage. If at any time you decide you would rather not receive these types of communications from VPS or the FAF Group, you can revoke your election by clicking the unsubscribe link at the bottom of any VPS or FAF Group email, or by updating the contact preferences for your account (if you have one), or you may opt-out of mobile messages or alerts by following the instructions provided in the messages you receive. You may also opt out by contacting and providing your details to the Privacy Officer as set out below.

Contests and Surveys. From time to time, VPS may run voluntary contests or surveys through the Website. Those contests or surveys may request Personal Information with your response, such as your name, address, home or mobile telephone number, and/or email address. VPS and the FAF Group will use the information provided solely in connection with the contest or survey conducted.

Cookies – Internet User. “Cookies” are pieces of information that a website sends to an individual's computer or other electronic device which allow the website to identify users and make their visits to the website more productive. VPS uses Cookies to help improve your future visits to the Website and to deliver advertisements to you that are based on your likes and preferences as described below.

The table below explains the cookies we use and why.

Cookie	Name	Purpose
Google Analytics	_utma _utmb	These cookies collect information in an anonymous form including the number of visitors to the site, how visitors reached

	_utmz _utmc	the site and the pages visitors have visited.
Load Balancing	BIGipServer and TS01	These cookies enable us to balance the workload by, for example, recording which server a user's browsing session has been allocated to ensure they only deal with a single server for the duration of their session.
Session ID	ASP.NET Session ID	These cookies help us recognize a visitor's language preference.

If you do not wish to receive a Cookie, or if you wish to set your browser to warn you each time a Cookie is being sent, or if you wish to disable all Cookies, you can adjust your internet browser settings to accomplish that. Please note that by disabling Cookies, you may not have access to some features available on the Website.

Internet Protocol (IP) Address. Every computer and other electronic device which has a connection to the internet has an Internet Protocol (IP) address associated with it. VPS may use your IP address to help diagnose problems with VPS's server, to administer the Website, and to maintain contact with you as you navigate through the Website. Your device's IP address also may be used to provide you with information based upon your navigation through the Website. VPS does not link IP addresses to any Personal Information, but does employ anti-fraud device fingerprinting technology which uses IP addresses to determine a device's geolocation.

D. Prospective and Actual Subway® Franchisees. VPS collects and uses Personal Information from prospective and actual Subway® Franchisees in order to provide services to them. VPS may collect this information from the Subway® Franchisees directly or VPS may receive it from the Co-op Group, the Subway® Group, the FAF Group, or other sources. VPS may use a prospective or actual Subway® Franchisee's Personal Information to respond to incoming service and support requests from such Franchisee, to communicate with such Franchisee regarding such Franchisee's account(s), to calculate, determine, and distribute such Franchisee's patronage dividend check, to collect Franchisee feedback, to conduct Franchisee satisfaction surveys, to offer promotions to such Franchisee, and to send other service informational mailings. VPS may also provide a Subway® Franchisee's Personal Information to a courier or freight forwarder in order to fulfil any order placed by such Franchisee.

E. Customers of Subway® Restaurants. VPS collects and uses Personal Information from Subway® Restaurant customers in order to provide services to such customers. Personal Information collected from Subway® Restaurant customers includes Subway® Card and PIN numbers, and credit card information (for purchases of goods and services), products and services offered and purchased, enquiries and feedback.

F. Sensitive Personal Information. VPS does not intend to collect Sensitive Personal Information and will not otherwise share your Sensitive Personal Information with anyone unless you give your explicit consent to share your Sensitive Personal Information. The term "Sensitive Personal Information," includes, but is not limited to, information revealing racial or ethnic origin, political opinions, religious or philosophical belief, trade union membership, sexual orientation, disabilities, health and veteran status.

Storage, Disclosure, and Retention of Personal Information

A. Storage, Security, and Integrity of Personal Information. VPS may store or process your Personal Information in the U.S. and/or other countries. VPS uses commercially reasonable efforts

to ensure that your Personal Information is safeguarded against loss, misuse, unauthorized access, disclosure, alteration, and destruction. VPS will endeavour to protect your Personal Information by using technical and organizational security measures appropriate to the sensitivity of the information in its control. These measures include safeguards to protect Personal Information against loss or theft, as well as unauthorized access, disclosure, copying, use, modification, and destruction.

VPS safeguards your Personal Information on the internet by using industry-standard practices. While guaranteed security does not exist either on or off the internet, VPS takes commercially reasonable steps to make the collection and security of such information consistent with this Privacy Policy and all applicable law.

The VPS-hosted Website utilize a variety of different security measures designed to protect Personal Information by users both inside and outside of VPS, including the use of encryption mechanisms, such as Secure Socket Layers or SSLs, password protection, and other security measures to help prevent unauthorized access to your Personal Information.

VPS also takes commercially reasonable steps to ensure that Personal Information is relevant for the purposes for which it is to be used and is accurate for its intended use.

B. Disclosure of Personal Information. VPS and the Recipients will not disclose your Personal Information to any third party except as described in this Privacy Policy, unless you request or otherwise consent to such disclosure, or unless VPS or a Recipient in good faith determines that such disclosure is required or authorized by law or necessary to: (a) comply with legal process served on VPS or the Recipients; (b) protect or defend the rights or property of VPS or the Recipients; or (c) act under expedient circumstances to protect the personal safety of VPS employees, Subway® Franchisees, Website users, and/or other members of the public.

C. Retention of Personal Information. VPS and the Recipients will retain your Personal Information only for as long as necessary to fulfil the purpose(s) for which it was collected and to comply with applicable laws and regulations. Your consent to VPS's and the Recipients' use of your Personal Information for such purposes(s) remains valid after termination of VPS's relationship with you.

VPS Website and Third-Party Websites

For your convenience, VPS may include on the Website links to other websites. VPS provides these links as a convenience only and does not endorse the content or services offered by, or the privacy policies in place at, those other websites. This Privacy Policy only applies to information gathered by or on behalf of VPS through the Website or otherwise and does not apply to information gathered through linked websites not operated by or on behalf of VPS, which have their own privacy policies. VPS has structured the Website to make it reasonably clear when you leave the Website and enter another website. VPS encourages you to review the privacy policy of each website you visit through a link from the Website, to ensure you are comfortable with such policy, as it may differ substantially from this Privacy Policy. VPS is not responsible for the conduct or policy of any third party which operates a linked website.

Online Predictive Advertising

VPS advertises products and services on the Website. Such advertisements may be in the form of banner advertisements, splash advertisements, or other formats. By submitting Personal Information to VPS, or by accessing or using the Website, you consent to VPS and the FAF Group using Personal Information collected from you, such as your past browsing history, to deliver advertisements to you that are more directed towards your own likes and preferences. Such information is collected through the use of Cookies as described above.

Advertising on our Website. VPS and the FAF Group use third-party advertising service providers to help determine the advertisements that are most likely to be of interest to you. In order to accomplish that, VPS and the FAF Group share with such advertising service providers Personal

Information collected through the Website via the use of Cookies. VPS and the FAF Group provide such information to advertising service providers for the sole purpose of enabling such service providers to provide advertising services to VPS and the FAF Group. VPS and the FAF Group limit the advertising service providers' use of such information to such purpose, but VPS and the FAF Group do not control such service providers.

Advertising on Other Websites. VPS and the FAF Group also contract with third-party advertising companies to advertise products and services on websites which are not operated by or on behalf of VPS. Some of these advertisements may contain Cookies placed by such advertising companies which permit the monitoring of your response to such advertisements. VPS and the FAF Group authorize the advertising companies to collect Personal Information via Cookies for the sole purpose of providing advertising services to VPS and the FAF Group. VPS and the FAF Group limit the advertising companies' use of such information to such purpose, but VPS and the FAF Group do not control such advertising companies.

Electing Out of Online Predictive Advertising. If you do not want to have your Personal Information used as described in this section, change your Cookie settings as described above. Please note that even if you disable Cookies, you may still receive online predictive advertising. Disabling Cookies means that the advertisements you do receive will not be based on your likes or preferences.

Children and Data Collection

VPS will not knowingly allow anyone under thirteen (13) years of age to provide VPS with any Personal Information. Children under thirteen (13) years of age are required to obtain the express permission of a parent or guardian before submitting any Personal Information about themselves to the Website. If a child under thirteen (13) years of age has provided VPS with Personal Information without the consent of a parent or guardian, the parent or guardian of that child should contact VPS's Privacy Officer as set forth below. VPS will use commercially reasonable efforts to promptly delete such child's Personal Information from its servers.

California Privacy Rights

Under California law, California residents can now ask companies with whom they have an established business relationship to provide certain information about such companies' sharing of personal information with third parties for direct marketing purposes during the past year.

VPS's policy is to share your Personal Information for direct marketing purposes only with your informed consent. With your consent, from time to time, VPS may share your Personal Information with the Recipients for the purpose of marketing and/or promoting goods, services, and programs to you. If you previously provided VPS with such consent but no longer want your Personal Information to be shared, please contact the VPS Privacy Officer at as set out below and request a change in your preference and/or opt-out of communications without charge.

Canada's Personal Information Protection and Electronic Documents Act ("PIPEDA")

Canada has enacted federal privacy legislation, the Personal Information Protection and Electronic Documents Act ("PIPEDA"), which incorporates ten (10) "Fair Information Principles" regarding your Personal Information. VPS adheres to these Fair Information Principles for Personal Information collected and/or transferred from Canada, which are as follows:

Principle 1 - Accountability. An organization is responsible for personal information under its control and shall designate an individual or individuals who are accountable for the organization's compliance with the fair information principles.

Principle 2 - Identifying Purposes. The purposes for which personal information is collected shall be identified by the organization at or before the time the information is collected.

Principle 3 - Consent. The knowledge and consent of the individual are required for the collection, use or disclosure of personal information, except where inappropriate.

Principle 4 - Limiting Collection. The collection of personal information shall be limited to that which is necessary for the purposes identified by the organization. Information shall be collected by fair and lawful means.

Principle 5 - Limiting Use, Disclosure and Retention. Personal information shall not be used or disclosed for purposes other than those for which it was collected, except with the consent of the individual or as required by law. Personal information shall be retained only as long as necessary for the fulfilment of those purposes.

Principle 6 - Accuracy. Personal information shall be as accurate, complete and up-to-date as is necessary for the purposes for which it is to be used.

Principle 7 - Security Safeguards. Personal information shall be protected by security safeguards appropriate to the sensitivity of the Personal Information.

Principle 8 - Openness Concerning Policies and Practices. An organization shall make readily available to individuals specific information about its policies and practices relating to the management of personal information.

Principle 9 - Individual Access to Personal Information. Upon request, an individual shall be informed of the existence, use, and disclosure of his or her personal information and shall be given access to that information. An individual shall be able to challenge the accuracy and completeness of the information and have it amended as appropriate.

Principle 10 - Challenging Compliance. An individual shall be able to address a challenge concerning compliance with the fair information principles to the designated individual or individuals accountable for the organization's compliance.

U.S.-European Union Privacy Shield

VPS complies with the EU-U.S. Privacy Shield Framework and Swiss-U.S. Privacy Shield Framework as set forth by the U.S. Department of Commerce regarding the collection, use, and retention of personal information transferred from the European Union and Switzerland to the United States. VPS has certified to the Department of Commerce that it adheres to the Privacy Shield principles. If there is any conflict between the terms in this privacy policy and the Privacy Shield principles, the Privacy Shield Principles shall govern. To learn more about the Privacy Shield program, and to view our certification, visit <https://www.privacyshield.gov>.

Questions / Complaints

If you have any questions about VPS's privacy practices, or you wish to access, correct, or delete your Personal Information, please contact the VPS Privacy Officer as set forth below.

Likewise, any complaints about VPS's privacy practices should also be directed to the VPS Privacy Officer. The VPS Privacy Officer will endeavour to investigate and attempt to resolve any complaints within 45 days.

European Union residents also have the right under the GDPR to lodge a complaint with your local supervisory authority for data protection.

VPS's privacy practices are subject to the investigatory and enforcement powers of the Federal Trade Commission.

Under certain conditions, and when all other dispute resolution procedures have been exhausted, you may be entitled to invoke binding arbitration as more fully described on the Privacy Shield Websites at <https://www.privacyshield.gov/article?id=How-to-Submit-a-Complaint>.

Contact Information

The VPS Privacy Officer can be reached by mail, telephone, facsimile, or email, as follows:

VPS Privacy Officer

Value Pay Services LLC
9200 South Dadeland Boulevard, Suite 800
Miami, FL 33156
Telephone: (888) 445-9239
Facsimile: (305) 670-4465
Email: privacyofficer@ipcoop.com

The VPS Privacy Officer will endeavour to investigate and attempt to resolve any complaints within 45 days.

Changes to This Privacy Policy

VPS will update this Privacy Policy occasionally. When VPS posts changes to this Privacy Policy, It will also update the "Revised" date below. If VPS makes material changes to this Privacy Policy, VPS will notify you by email or by means of a notice on the Website describing the material changes. VPS encourages you to review this Privacy Policy periodically to be informed of how VPS is protecting your information and to be aware of any changes to the Privacy Policy. Any changes to this Privacy Policy are effective immediately upon being posted to the Website. Your continued use of the Website after the posting of any revised Privacy Policy shall constitute your agreement to be bound by any such changes.

Revised November 9, 2018