

**Date:** [Insert Date]

**To:** [Insert Stakeholder Name/Department Name]

**From:** [Insert Legal/Compliance Officer Name]

**Subject:** Legal Opinion: Review of Data Processing Agreement (DPA) with [Insert Vendor Name]

---

## 1. Introduction

This letter provides a legal review and opinion regarding the Data Processing Agreement (DPA) proposed by [Insert Vendor Name] (the "Processor") in connection with the [Insert Service Name] agreement.

## 2. Scope of Review

The review was conducted to ensure compliance with [Insert Applicable Law, e.g., GDPR, CCPA/CPRA] and to protect the interests of [Insert Company Name] (the "Controller").

## 3. Executive Summary of Findings

- **Data Subject Rights:** [Satisfactory / Requires Revision]
- **Security Measures:** [Satisfactory / Requires Revision]
- **Sub-processing:** [Satisfactory / Requires Revision]
- **International Transfers:** [Satisfactory / Requires Revision]

## 4. Key Legal Observations

**Technical and Organizational Measures:** The DPA [adequately/inadequately] describes the security protocols the vendor will implement to protect personal data.

**Breach Notification:** The vendor has committed to notifying the Controller of a data breach within [Insert Number] hours/days.

**Audit Rights:** The DPA [allows/restricts] the Controller's right to perform audits or inspections of the vendor's facilities.

**Liability:** Note that Section [Insert Section] contains a limitation of liability that applies to data protection breaches.

## 5. Required Actions / Recommendations

[Insert specific changes needed, e.g., "Amend Section 4.2 to specify a 48-hour notification window."]

## **6. Final Opinion**

Subject to the incorporation of the recommended changes above, it is my opinion that the DPA provides a [sufficient/insufficient] level of protection for the processing of personal data.

Sincerely,

[Signature]

[Insert Name]

[Insert Title]

[Insert Company Name]