

Guidelines on Antitrust Compliance

I. Introduction

The work of naKnow thrives on the exchange of views among its members. However, it is essential to recognize that discussions involving strategic or confidential business information may violate antitrust laws. To ensure compliance, the following guidelines outline permissible and prohibited topics of discussion within association members & affiliates.

II. Reminder of relevant antitrust rules

The most relevant antitrust statute for the Association's activities is Article 101 of the Treaty on the Functioning of the European Union ("TFEU") which prohibits:

- agreements between undertakings
- decisions by associations of undertakings and
- concerted practices¹,

which have as their object or effect the prevention, restriction, or distortion of competition.

This includes in particular: agreements and concerted practices between competitors on prices, price elements or terms and conditions, on the allocation of customers or markets, on production quantities or capacities or on the use of certain technologies.

The exchange of commercially sensitive information between competitors typically constitutes a concerted practice within the meaning of Article 101 TFEU. Competitors thus must not disclose to each other information on their current or future market behavior, including information on their prices or planned price increases, their contractual terms and conditions, their costs and margins, their production or sales of specific products, their capacity utilization and their investment plans.

Certain agreements between suppliers and customers, such as agreements on resale prices, territorial limitations, customer restrictions and exclusive supply or purchase commitments, are also prohibited and/or allowed only under certain conditions.

The antitrust laws in most countries which may have jurisdiction over naKnow and its members differ only in detail from the EU competition rules.

naKnow must therefore ensure compliance with competition law in particular in the following areas:

- Conduct meetings

¹ This refers to anti-competitive conduct that is not based on an agreement but on communication between competitors which is aimed at influencing the participants' market behaviour (such as informing competitors about a planned price increase).

- Informal contacts between members
- Collection and sharing of confidential information of members
- Decisions or recommendations of naKnow
- Handling of membership applications

III. Permissible Topics of Exchange

Members may freely discuss the following subjects without antitrust concerns:

- Legal and Regulatory Matters:
 - Current laws, legislative proposals, and case law.
 - Requirements imposed by supervisory authorities and their implications for members.
- Association Activities:
 - Lobbying efforts and related planning.
 - Research projects.
 - Events related to naKnow's area of activity.
- Market and Industry Trends:
 - General economic, political, and technical developments.
 - Overall market business developments (not individual company performance).

IV. Prohibited Topics of Exchange

To prevent antitrust violations, members must not discuss:

- Pricing and Commercial Terms:
 - Prices, commissions, product conditions, or other market-sensitive data.
- Relationships with Third Parties:
 - Agreements (or refusals to cooperate) with suppliers, customers, or competitors.
- Company-Specific Strategies:
 - Individual business plans (e.g., product launches, investments, or policy changes), even if they are responses to legal or regulatory developments.

V. Enforcement and Intervention

If discussions inadvertently touch upon competitively sensitive topics, the CEO or any member of the Executive Office will intervene immediately.

They will:

- Halt the discussion.

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- Remind participants of antitrust obligations.

By adhering to these guidelines, naKnow ensures a compliant and productive environment for collaboration.

