



FEDERAZIONE NAZIONALE IMPRESE  
ELETTROTECNICHE ED ELETTRONICHE

# **ANTITRUST REGULATIONS CODE OF COMPLIANCE**

Milan, 10 December 2002

## **INTRODUCTION**

ANIE acknowledges the fundamental role that anti-trust regulations play in protecting and promoting market competition.

In particular, ANIE understands the importance of the exercise of effective control in order to ensure that the benefits generated by appropriate market competition are not undermined by conduct that breaches the anti-trust regulations.

As part of this process, we acknowledge that it is opportune to equip ourselves with appropriate tools in order to avert any damage that may arise from a breach, knowingly or otherwise, of anti-trust regulations in terms of image, sanctions and the significant economic costs engendered by long-running investigations and defence.

## **ANTITRUST REGULATIONS**

Anti-trust regulations are enshrined at Community level under Articles 81 and following of the EC Treaty, and at Italian level under Law no. 287/1990. In particular, Article 2 of that law establishes that:

1. This covers agreements and/or practices agreed between companies, as well as resolutions, including those adopted pursuant to provisions at either statutory, regulatory, consortium, business association or any similar entity level.
2. Agreements are prohibited between companies whose end-purpose or effect is to impede, restrict or significantly alter competition-related dynamics on the domestic market or on a significant part of it. This also covers such activities as:
  - a) Directly or indirectly fixing purchase or sales prices, or other contractual conditions;
  - b) Impeding or limiting production, outlets or market access, investments, technical development or technological progress;
  - c) Dividing up markets or sources of provisioning;
  - d) In sales relations with other contracting parties, applying conditions that are objectively different for the same services in such a manner as to determine an unjustified disadvantage in competition as a result of such practices;
  - e) Subordinating the conclusion of contracts to other contracting parties' acceptance of supplementary services which, as a result of their nature or pursuant to how they are configured commercially, have no relationship whatsoever with the subject of the contracts themselves.
3. Prohibited agreements are to be considered null and void.

## **THE CODE OF CONDUCT**

ANIE is promoting the adoption of this Code of Conduct as its contribution to safeguarding appropriately structured market competition.

This Code is conceived as a tool to help ensure full compliance with the rules established pursuant to anti-trust regulations, in particular Law no. 287/1990 and articles 81 and 82 of the EC Treaty.

## **DECLARATION OF COMMITMENT**

The ANIE Federation undertakes to comply with and ensure the compliance of this Code by:

- Associations that are members of ANIE
- Its own employees

- All associate companies and their representatives working at the Federation.

One fundamental rule of conduct for the ANIE Federation, its member Associations and associated companies, as well as for each and every one of its individual employees, is to work together and cooperate – including at individual level – to ensure that ANIE Federation activities are conducted to the highest level of anti-trust regulation compliance.

All activities undertaken by ANIE member companies or ANIE employees that constitute a breach of anti-trust regulations are prejudicial to the interests of the Federazione ANIE and its member companies, and unequivocally go against the above-mentioned basic Federazione ANIE rule of conduct.

### **CONDUCT**

It requires a complex process of analysis to assess individual acts of conduct in order to establish whether, in itself or in relation to other conduct, it may constitute a breach of anti-trust regulations. This process is to a large extent conditioned by the specific context and particular market circumstances.

This Code does not claim to provide exhaustive coverage of all issues that may arise as a result of the application of anti-trust regulations. Nevertheless, to ensure compliance of the undertaking that the ANIE Federation has assumed through this Code, it is necessary to avoid any conduct that may generate even the appearance of breaching anti-trust rules.

All Federazione ANIE members, whether they be individual businessmen or senior officeholders at the Federation, must be pro-active and involved participants in pursuing anti-trust rule compliance. As part of this, they take on certain specific commitments in compliance with the provisions of this Code in order to avoid knowingly or unknowingly pursuing conduct that may be or may be deemed to be in breach of anti-trust regulations.

They therefore undertake to adopt all necessary measures to ensure that each member company autonomously and independently determines their own market conduct without coordination with competitors, in particular avoiding all discussions, agreements or recommendations to do with:

- (Sales and purchase) prices, price trends, variations, increases and methods of calculating prices, discounts and reductions, individual price elements, and exchanging price lists;

- Market sharing or division or limitation of activities to specific territories, clients or products;

- Levels of production, stock levels, production processes and methods, parts of products and raw materials, technological developments and enhancements;

Statistical measurements for the purpose of breaking them down and analysing individual data;  
Terms and conditions of purchase or sale, marketing strategies;  
tender bidding strategies;  
Blacklists or boycotts of clients, competitors or suppliers, decisions to exclude companies from associations or not allow them access without an objective reason.

#### **MEETINGS**

In order to ensure compliance with the above rules of conduct, representatives of companies associated with the Federation undertake never to remain at a meeting at which others initiate a discussion that contravenes the principles of this Code, even if not actively taking part in the debate, and solely to attend official meetings, avoiding meetings for which no agenda has previously been set and at which minutes are not drawn up after the event.

#### **COMMUNICATION**

Special attention must be paid to the language used in every communication – whether it be a written document, phone conversation or meeting – in order to avoid any legitimate activities appearing to be suspect owing to the use of inappropriate or vague terms.

#### **EVALUATION**

Given that it is impossible to categorize every type of conduct that may constitute a breach of anti-trust rules, it is compulsory for any specific issue that cannot be resolved while still complying with the undertakings assumed under this Code to be brought to the attention of the Central Legal Office for due evaluation.

#### **LIABILITY**

It is the individual responsibility of individual associated companies and their representatives to adhere to the rules of conduct enshrined in this Code, and to avoid any conduct that may constitute a breach of anti-trust rules.