

Anti-trust charter

"Arxia places the highest importance on compliance with competition law. That's why this compliance programme provides practical guidelines for members to proactively manage competition risks. In doing so, we create a safe environment for open dialogue and collaboration. Compliance is not a mere formality but an essential part of the trust, reputation and long-term success of Arxia and its members. Securing the future together!"

Bruin Bourgois, Arxia Chairman & Filip Smeets, Arxia CEO

This charter offers concrete guidelines to guarantee free competition and compliance with competition legislation during board meetings, (sub-)commission meetings and workgroup meetings within ARXIA. All members will be aware of these principles and act in strict compliance with them. All members are also deemed to be knowledgeable of competition law or to have been advised on this legislation by their own legal counsels.

Guidelines

Single discussion forum

ARXIA is the only forum in which the members have contact with each other about subjects that are part of ARXIA's purpose and object. Members will not discuss matters related to ARXIA's purpose and object outside the ARXIA forum.

Agenda

Meetings are exclusively organised after convening in writing containing the agenda. The agenda items are communicated in advance to guarantee transparency.

Minutes

Minutes are drawn up of each meeting and sent to all participants, who will check the minutes for accuracy and report any inaccuracies immediately to the chairperson. These minutes are kept for at least five years in an orderly and accessible manner.

Discussion of agenda items

Discussions are strictly limited to items on the agenda. It is forbidden to agree to keep subjects out of the minutes. The chairperson is responsible for upholding this rule.

Banned subjects

Competition law forbids the exchange of commercially sensitive information or the making of agreements that restrict competition directly or indirectly. Subjects that cannot be discussed are, among others (without being restrictive):

- » Price agreements: selling prices, price components, pricing strategies, discounts or planned changes.
- » Corporate information: production volumes, turnover, costs, profit margins, future investments or market behaviour.
- » Market distribution: geographic areas, customer groups or exclusive agreements.
- » Restrictions of production or sales: agreements about production cuts or exclusivity.
- » Tenders: manipulation of tenders or tender prices.
- » Boycotting: excluding suppliers or customers without objective justification.
- » No-poach agreements: agreements not to recruit or poach staff from other members.

Should certain subjects potentially contain commercially sensitive information, then participants will deploy extreme caution and restrict discussions about such subjects to what is not commercially sensitive (e.g. historic, aggregated or publicly known information). In doubt, prior legal advice will be obtained.

Upholding the charter

Inappropriate discussions

Should a banned subject be broached during a meeting, this must be stopped immediately. Participants will:

- » Object explicitly and have their objection minuted.
- » Leave the meeting if the discussion is continued.

Participants' responsibilities

The passive listening to or tolerating the exchange of banned information can be considered as complicity and a violation of competition law. Receiving commercially sensitive information, even without sharing own information, can constitute a breach.

Compliance and responsibility

The members of ARXIA undertake to comply with the charter and to follow the principles of competition law strictly. Breaches will not be tolerated and can result in sanctions within the federation or legal consequences under competition law.

Securing the future together.

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