



# Antitrust Policy

*August 2016*

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# 1. Antitrust statement

It is the GSMA's policy that all of its business dealings are carried out in full compliance with applicable antitrust legislation. The GSMA is fully committed to ensuring that the antitrust compliance rules set forth through this policy are adhered to and to implement procedures to educate and monitor compliance with it.

The [GSMA Legal Team](#) advises both staff and members on a wide range of competition and antitrust related issues, including information exchange and benchmarking, programme governance, project scoping and interface with competition authorities.

## 2. Scope

Anyone working on behalf of the GSMA including all employees, contractors, consultants and elected representatives/officials of the GSMA are under an obligation to conduct all business dealings in accordance with any applicable antitrust legislation and are bound by this Antitrust Policy.

## 3. Principles

Due to the nature of its activities, the GSMA brings together competitors and may be found to facilitate restrictive agreements between its members. Therefore, it is important that the below principles are adhered to, to avoid any infringement of antitrust laws:

**3.1 Cooperation vs. Competition:** Operators are only permitted to cooperate:

- on projects or programmes that set out a pro-competitive objective and are for consumer benefit (e.g. technology innovation, environmental, social or development goals);
- when this objective can only be achieved if operators join forces (e.g. because of interconnection / interoperability requirements); AND
- the action is not aimed at eliminating competitors (a "joint boycott" or an action targeted at harming a specific company, or a specific group of competitors).

**3.2 Inclusiveness:** The GSMA has an open and transparent approach to membership and participation in working groups, committees and other member groups<sup>1</sup>. Where GSMA is involved in standardisation-type activities (such as drafting of technical specifications):

- participation must be open to all affected parties, including, where appropriate, Associate Members and non-Members;
- active participation may only be restricted where necessary (e.g. to enable effective progress) and on the basis of an objective criteria;
- the announcement, progress and output of all such activities must be communicated to all potential participants and affected parties; AND

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<sup>1</sup> For further information on membership criteria and selection criteria for GSMA Committees and Advisory Groups, please see [AA.16 \(Articles of Association\)](#) and [AA.41 \(GSMA Regulations\)](#). For further information on Working Groups please see AD.05 (Operating Model Working Groups and Project Teams Interaction)

- parties who do not participate must have an opportunity to review and comment on output.

**3.3 Anti-competitive decisions:** The GSMA must not take any decisions – directly or indirectly, explicitly or implicitly – which could lead to a restriction of competition. This includes any recommendations which may result in anticompetitive behaviour of GSMA members, such as pricing recommendations.

**3.4 Information Exchange:** Certain information cannot be exchanged between competitors. This includes “commercially sensitive” information that may influence competitors’ strategic behaviour such as forward looking pricing, pricing policy, product launch dates and planned mergers/acquisitions.

Ground rules when handling any Member information are:

- **Written information should be sent from individual members to GSMA staff, not directly to other members.** GSMA staff act as the gatekeeper and decide a) whether the information is sensitive or not; b) whether it can be distributed to other Members with / without changes and c) whether legal review is required before distribution. This applies to **all** types of information including emails, presentations and uploads.
- **Meetings / calls must have GSMA staff presence.** All Board and Board Committee meetings/calls and selected C-level meetings have mandatory legal presence. All other meetings and calls should be attended by at least one GSMA person, responsible for antitrust compliance at that meeting. Note that:
  - First meetings at the launch of new projects or meetings including new participants require an antitrust briefing.
  - Meetings involving commercially sensitive topics may require the presence of an anti-trust lawyer from the [Legal](#) team.
  - It is advisable to include the standard GSMA Antitrust [“Do’s and Don’ts” slide](#) in the presentation materials.
  - If Members engage in illegal information exchange at meetings, the GSMA person in charge must intervene and if necessary close the meeting.
- **Any commercially sensitive information or information which could be seen to harm competitors, consumers or suppliers** should not be distributed via any communication channels.
- **Sensitive information must be sufficiently anonymised/aggregated while benchmarking.** That is, data must be collected from Members individually and aggregated before it is shared with other Members. Aggregations require at least five sources of input, e.g. benchmarking by country would be allowed only when at least 5 operators participate.

### 3.5 Document Review

All official documents and minutes of C-level meetings require legal review. Other documents, presentations and minutes may require legal review if they contain commercially sensitive information, or anything that may be considered to be a pricing recommendation or a joint boycott.

Additionally, all GSMA communications and publications, such as the weekly CEO Newsletter, are subject to legal review to ensure that they do not contain any ‘commercially sensitive’ information or recommendations.

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## 4. Your obligations

- Act with integrity and to ensure that you understand and comply with this policy.
- If you receive a request for information or notification of an inspection concerning GSMA activities from a Competition Authority, immediately refer the issue to the [Legal](#) team.
- Complete all training sessions you are nominated for.
- In case of doubt, seek legal advice from [Legal](#).
- If you suspect or observe anything in contravention of this policy, please [“Speak Up”](#).

If the GSMA becomes aware of any conduct by any employees or representatives of Members or Associate Members which may breach the Antitrust Policy, the relevant Member(s) and/or Associate Member(s) will be advised. The GSMA will work with the Member(s) and/or Associate Member(s) in question to investigate and rectify the situation. If this is not possible, or, in the unlikely event that a Member/Associate Member does not co-operate with the GSMA in such circumstances, the Association may consider suspension or termination of membership.

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## Document Control

<b>Version</b>	2.0
<b>Owner</b>	Irina von Wiese, Antitrust Director
<b>Department</b>	Legal
<b>Reviewer</b>	Emanuela Lecchi
<b>Approver</b>	Louise Easterbrook, CFO
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### Change History

Version	Date	Owner	Approver	Approval Date	Description of Changes
2.0	25.08.2016	Irina von Wiese	Louise Easterbrook	25.08.2016	Existing guidance updated and clarified

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