



# Antitrust Policy

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# 1. Antitrust statement

The GSMA's policy is 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.

The same obligation applies to all GSMA members when participating to GSMA meetings, working groups' activities, etc.

## 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 or results in eliminating competition or competitors (a "joint boycott" or an action targeted at harming a specific company, or a specific group of competitors, or an horizontal agreement limiting competition beyond what needed to achieve the specific pro-competitive objective).

**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):

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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),

- participation must be open to all affected parties, including, where appropriate, Associate Members and non-Members;
- non-Members are granted the opportunity to participate meaningfully in developing Industry Specifications;
- GSMA process to define and adopt Industry Specifications includes due safeguards that avoid any restriction of competition on the merits in the selection of the relevant technologies and technical features.<sup>2</sup>
- 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
- 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. This also includes the adoption of standards and/or specifications aimed at favouring or discriminate the interests of one component of the standard setting constituency and which result in some form of consumers’ harm.

**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. Heads of Region and/or any other staff involved in the organisation of C-level meetings should flag them to the Legal team as soon as the meeting is confirmed. 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.
  - The Legal team must be informed in due course (and in any case before the first meeting is held or the first document is drafted) of the creation of new projects involving the participation of GSMA Members.
  - Meetings involving commercially sensitive topics may require the presence of an antitrust lawyer from the [Legal](#) team. The Legal team must therefore be timely informed of such meetings so to evaluate the actual risk and organize the adequate attendance.
  - It is advisable to include the standard GSMA Antitrust “[Do’s and Don’ts](#)” slide in the presentation materials.

<sup>2</sup> For further information on the Industry Specifications process within GSMA, please see AA.35 (Provisions for Policy and Procedures in relation to Industry Specifications),

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- 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 trigger an antitrust compliance risk.

As stated above, the Legal team must be informed of the creation of new projects involving the participation of GSMA Members.

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.

## 4. Training

All GSMA staff must pass an antitrust training within three months of joining the GSMA and a refresher training every two years. Board members and GSMA staff in high-level positions receive a bespoke antitrust training. Bespoke antitrust training is also given to selected GSMA staff who are in positions implying a higher antitrust risk.

## 5. 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.
- Follow up carefully the training sessions you have attended by:
  - Periodically revising the relevant trainings material
  - Carrying out a preliminary antitrust screening of any activity or project you are involved into
- In case of doubt, always 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 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.

If the GSMA becomes aware of any conduct by any employees which may breach the Antitrust Policy, the relevant employee will be heard and requested to immediately stop the relevant conduct and will be given specific instruction by the Legal team.

In case the employee will not stop the conduct in question and, in any case, if the conduct in question clearly contradicts the instructions received (in the antitrust trainings or in a previous ad hoc legal advice, the employee in question will be subject to disciplinary scrutiny. Disciplinary scrutiny can activate the application of disciplinary sanctions proportioned to the gravity, duration and consequences of the relevant conduct, including termination of employment.



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