



## Antitrust Policy

### Purpose

This Antitrust Policy ("Policy") is to promote compliance with antitrust and competition laws applicable to NSF. NSF International and its affiliates ("NSF") are committed to complying with all US and foreign antitrust and competition laws. Antitrust and competition laws are intended to promote competition between businesses and ensure fairness and a free marketplace.

### Scope

NSF expects all employees, officers, directors, independent contractors, committee members, agents and representatives who act on behalf of NSF ("you", "your" or "Covered Person(s)") involved in or related to NSF group activities or business to be mindful of and take measures to comply with US and foreign antitrust and competition laws.

### Policy

#### 1. The US Antitrust and the Foreign Competition Laws

Antitrust laws prohibit business practices that limit competition. Under antitrust laws, agreements and arrangements that prevent or restrict competition, or intend to do so, may be considered illegal, whether such agreements are written or oral, formal or informal. Most countries in which NSF operates have their own antitrust laws which are typically referred to as competition laws. Enforcement is often vigorous in both the civil and criminal arenas, including against organizations themselves and the individuals involved.

It is important to note that, under antitrust or competition laws, agreements do not necessarily require formal legitimacy to be considered to be in violation of these laws. An agreement between competitors in a violation of the competition laws includes not only a formal contract but also any informal understanding (a handshake, an understanding, verbal or otherwise, a chat in the bar, a chat while playing golf etc. where competitively sensitive information is shared to align market actions). An agreement can be inferred from conduct and other circumstances such as:

- Telephone calls
- Emails
- Meetings
- Being seen at the same trade shows
- Conduct in bidding situations
- Timing of pricing decisions
- Participation in trade association meetings

Examples of anticompetitive agreements may include:

- Price-Fixing: Agreeing with a competitor to fix prices or competitive terms
- Allocation Agreements: Agreeing with a competitor to divide markets, customers, products or territories among themselves
- Bid Rigging: Agreeing with a competitor on the value (including approximate value), terms and conditions in a bid or method by which bids will be submitted or determined
- Boycotts: Agreeing with a competitor to refuse to do business with a third party, whether it is another competitor, a customer or supplier, for an anti-competitive purpose
- Exclusivity: Agreeing to exclude others from a market whether with a supplier, third party or competitor



## 2. Trade Association or Committee Meetings

Trade association or committee meetings can be legitimate forums for discussing legislation, safety, public policy, and other relevant matters that surround trade and markets. However, these association meetings, industry events, and committee meetings can provide opportunities for competitors to discuss topics that can lead to a violation of competition laws. The foregoing must not be used or perceived as an opportunity to engage in anticompetitive behavior.

## 3. Guidelines Regarding Group Activities and Meetings

Avoid any discussion (whether in jest or otherwise), any conduct, or any exchange of information in or related to group activities or meetings that might violate or appear to violate US and foreign antitrust and competition laws. The following guidelines will help you do that:

- **Circulate an agenda in advance**, follow the agenda, and take meeting minutes.
- **Advise participants about compliance, e.g., read or make a similar-type statement:**  
"Because this meeting may involve representatives of competing businesses or otherwise implicate antitrust laws, it is important that I get everyone's agreement before we begin that the meeting will be conducted in full compliance with the antitrust laws. We must avoid any comment or action that encourages joint action by participating organizations or persons to restrict their competition or to violate the antitrust law. If any of you have any questions, I refer you to the NSF Antitrust Policy."
- **Do not discuss or exchange information (directly or indirectly) regarding:**
  - **Prices** for goods or services (whether your own or any company's)
  - **Discounts, credits terms, profit margins, production quotas, terms of sale, price policies** or anything of the like that may affect prices
  - **A Company's (or your own) data on costs, capacity, inventory, sales, profit margin** or the like that may affect price
  - **Marketing or production plans** of a company's product, service, or associated features
  - **Limits or controls on production or agreements** to do so, including any restrictions on imports or exports
  - **How or whether to deal** with any other company, supplier, customer or competitor that might exclude one from a market
  - **Any allocation/division of markets or customers, territorial restrictions**, or restrictions on types of products
  - **Bids for, or solicitations of**, particular businesses or customers

NOTE: The foregoing list is not exhaustive; consult legal counsel if you have questions.

- **Leave** any meeting and **note your objections** if the above discussions or exchanges occur



- **Consult** with the NSF Legal Department if you:
  - Have doubt about the propriety of any action before proceeding
  - Receive any document or data concerning prices, production, or agreements that may hinder competition or disadvantage customers or competitors
  - Have questions whether any activity might raise an antitrust problem

#### 4. **Violations and Reporting**

An NSF employee who violates this Policy may be subject to appropriate disciplinary action, up to and including termination of employment.

Failure to raise concerns about corrupt behavior or suspected corrupt behavior may subject you to disciplinary action, up to and including termination.

Speaking up is the key to compliance. If you suspect activity that may be a violation of Policy, speak up. Likewise, you must always speak up if you are asked to do something that goes against this Policy.

Concerns can be raised through EthicsPoint at [www.nsf.ethicspoint.com](http://www.nsf.ethicspoint.com) or as otherwise outlined in [the Compliance Reporting Policy](#).

#### 5. **No Retaliation**

NSF will not tolerate retaliation because of a good faith concern of suspected misconduct.

### **Questions? Ask BEFORE you act!**

If you have questions about this Policy, or about a payment or contribution you have been asked to make, or have been offered, or are considering requesting, please ask the NSF Legal Department – **BEFORE** you act.