These guidelines are not comprehensive and are designed to serve as a reminder only. It is the responsibility of each member or guest to take its own advice on attendance at Green Freight Asia (GFA) meetings and what can and cannot legitimately be discussed.

Many of the companies engaged in Green Freight Asia (GFA) compete with each other. The competition is both horizontal and vertical. This means that every activity of Green Freight Asia (GFA) must be measured against competition laws which prohibit agreements, decisions and concerted practices that prevent, restrict or distort competition, including monopolies and abuses of dominant market positions.

Infringements of competition laws are treated very seriously by the authorities and could result, inter alia, in heavy fines, both for individual members and for the association.

The GFA secretariat, headed by the Chief Executive Officer, exercises extreme care to avoid not only infringement, but anything that might raise even a suspicion of possible infringement.

An action, seemingly innocent when taken by itself, may be viewed by competition enforcers as part of a pattern of activity, which constitutes a competition infringement.

Therefore, participants at GFA meetings, committees, working groups or other similar bodies must always remember the purpose of the program is to assist in the sustainable improvement of the transport industry in Asia. However, because GFA’s activity almost always involves the cooperation of competitors, great care must be taken to ensure compliance with the competition laws.

This means:
1. Participation must be voluntary, and failure to participate shall not be used to penalize any company
2. Participants in GFA shall remain free at all times to join other initiatives
3. GFA shall be open to all companies within the industry
4. There shall be no discussion, or sharing, of confidential and/or commercially sensitive information, including price information (relating not only to actual prices charged or paid but also the elements of pricing including, for example, costs, discounts, rebates, promotional activities and terms of trade), allocation of geographic markets, marketing/business plans or strategies, customers or products (whether current or planned), boycotts, refusals to deal, market share.
5. Members recognize that their individual historic data on, inter alia, prices, volumes and trading terms may be requested by the GFA secretariat for the purposes of agreed work topics. In the event of such a request, members are at liberty to reasonably determine whether to provide the requested data and the terms prescribing the same (which may include but not be limited to the execution of confidentiality / non-disclosure agreements by the relevant parties); and at no time shall such data be available to other members or attributable to any individual member. Tests or data collection shall be governed by protocols developed in consultation with and monitored by legal counsel.
6. Meetings shall be governed by an agenda prepared in advance, and recorded by minutes prepared promptly after the meeting. Minutes should be circulated shortly after each meeting and verified by the participants at the meeting.

7. The recommendations coming out of a GFA meeting or working group are simply recommendations: Individual companies remain free to make independent, competitive decisions.

8. Any standards endorsed must be voluntary standards and any business practice recommendation developed must also be voluntary.

9. If any participant believes the group is drifting toward impermissible discussion, the topic shall be put on hold until the opinion of counsel can be obtained.

**Summary Guidance is given as follows for members’ benefit:**
All members/participants should note that NOTHING the GFA secretariat does shall have as its object or effect the PREVENTION, RESTRICTION or DISTORTION of COMPETITION.

Members, GFA partners, any officers or agents working for or on behalf of GFA or its partners, or any guests should consider during the course and conduct of a meeting or other event whether the proceedings or discussion in any way DOES or COULD (intentionally or otherwise) lead to any behavior that unreasonably restrains competition or takes unfair advantage of competitors, customers, or suppliers.

If you feel any conversation, presentation or conduct during a meeting or other event (including any socializing among participants before, during and after the meeting or event) does or could breach competition rules as described above or should a topic not specified on the agenda be brought up for discussion, you should:

- **Make your views known** at the meeting and to people concerned
- **Refuse to participate any further** unless such conversation or conduct ceases
- **Ask for your objection to be recorded** in the minutes or record of the event
- **Leave the meeting or discussion** if the alleged breach conversation or conduct in question should continue
- **Make a note of the conversation or conduct in question** for your own records
- **Consult legal counsel** of the conversation or conduct in question in light of competition rules

An attendance list will be provided at the beginning of every meeting and/or a copy to be signed by each person attending; noting time people joined the meeting and left the meeting.

The GFA secretariat will ensure that anyone leaving before the end of a meeting will be recorded (including time and at what stage in the meeting); anyone leaving a meeting or event due to concern over an alleged breach of competition rules will also be recorded in any minutes or record of the meeting or GFA event.
YOU CAN discuss in general terms trends in prices, terms and conditions, trade and market conditions\(^1\).

AVOID mentioning or sharing information which relates or reveals directly to actual prices, terms and conditions, commercial information and data that may be advantageous to a competitor, or (unless expressly approved by the respective Legal and/or Compliance departments) discussing the cross-licensing of any technology.

DO NOT discuss business proposals with anyone without first consulting legal counsel. Arrange a separate meeting with the person you want to discuss a business proposal to.

DO NOT make any agreement or suggest to others that they should boycott any individual service or service provider.

DO NOT discuss market strategies, target customers, product development, prices and margins, costs of production and supply

AVOID getting into debates with or making disparaging comments about our competitors, as they can easily lead to a claim for unfair trade practices.

REMEMBER to adhere to points 1-9 as outlined in page 1 above.

A check list of questions to consider:

[IF THE ANSWER TO ANY OF THE FOLLOWING IS NO YOU SHOULD END THE DISCUSSION]

? Have the uncertainties inherent in the process of competition been removed?

? Are any individual companies identifiable from the exchange of aggregated, historic information or data being shared or published?

? Would the adoption of recommendations by a majority of shippers or members force others to follow suit, thereby reducing their independent choice?

? Do or could proceedings or discussions, communications or other output in any way (intentionally or otherwise) lead to any behavior that unreasonably restrains competition or takes unfair advantage of competitors, customers, or suppliers?

\(^1\) In relation to freight transport, logistics and supply chain services