



ANTITRUST GUIDELINES FOR COMMUNICATIONS WITH COMPETITORS

This is to remind you of some general guidelines to be followed when interacting with other trip-goers who, like you, compete in this business. Below is a general, non-exclusive summary of activities that must not occur during communications with competitors, whether planned or unplanned, formal or informal:

- (1) Do not discuss past, current or future prices or pricing programs;
- (2) Do not discuss what is a fair profit level;
- (3) Do not discuss an increase or decrease in price;
- (4) Do not discuss standardizing or stabilizing prices;
- (5) Do not discuss pricing procedures;
- (6) Do not discuss cash discounts;
- (7) Do not discuss credit terms or any other terms or conditions of sale;
- (8) Do not discuss controlling sales;
- (9) Do not discuss allocating markets, customers, suppliers or territories;
- (10) Do not discuss the price or other terms you will bid, or whether or not you will bid, on a particular project;
- (11) Do not discuss rebates or other components of cost;
- (12) Do not discuss marketing plans, market evaluations, or strategic plans;
- (13) Do not discuss information about your customers (e.g., costs, prices profitability, marketing plans, bidding intentions, etc.);
- (14) Do not discuss non-public capacity issues (e.g., the percentage of capacity at which you are operating);
- (15) Do not make agreements with respect to capacity (e.g., utilization rates, expansions, reductions, etc.);
- (16) Do not complain to a competitor that his prices constitute unfair trade practices;
- (17) Do not discuss refusing to deal with a company because of its pricing or distribution practices;
- (18) Do not discuss any other confidential business information that could be used to reduce competition; and
- (19) General rule: If you cannot think of a LEGITIMATE business reason (e.g., reason that is consistent with competition on the merits) for discussing any particular piece of information with a competitor, DO NOT discuss it. REMEMBER: AVOID EVEN THE APPEARANCE OF IMPROPRIETY.

If, despite all these rules, a competitor of yours does raise a prohibited subject, DO:

- (1) Inform the competitor that you will not discuss the subject and end the conversation immediately. If the other speaker persists, walk away;
- (2) Be alert to what others say at trade association meetings and other gatherings of competitors; leave the meeting or gathering if anyone persists in discussing a prohibited subject. Make your departure obvious – do not just slip out the back door;
- (3) Be careful in your choice of words; never, even in jest, use words that indicate that you approve of or have participated in prohibited conduct; avoid conjecture, exaggeration or colorful language that might be misinterpreted; and
- (4) Be wary of, and don't engage in, reminiscences about past prohibited conduct; another party to the conversation may be attempting to gather damaging evidence, or you may someday become a witness involuntarily.