



Suppliers Partnership for the Environment Antitrust Policy

It is the policy of Suppliers Partnership for the Environment (“SP”) to follow both the letter and the spirit of all applicable Antitrust Laws. Each person who is a SP member, or who is employed by a corporate member of SP (collectively “Members”), and who participates in SP activities has a responsibility to comply with the Antitrust Laws. The Antitrust Policy is designed to help SP and its Members comply with the Antitrust Laws and avoid activities that give even the appearance of non-compliance.

1. SP meetings and discussions are meant to be a forum for a free and open discussion of diverse opinions. SP does not and should not play any role in the competitive decisions of its Members, nor act in any way that potentially restricts competition. Each Member who participates in these meetings and discussions shall independently determine what actions and policies are in its own best interest.
2. All Members, and those who participate in SP meetings and discussions, have an equal responsibility for complying with the Antitrust Laws and avoiding actions that may give the appearance of impropriety, and should consult with their antitrust counsel as needed.
3. Broadly stated, the Antitrust Laws prohibit business practices that have a harmful impact on competition. Corporations and individuals may not engage in actions that result in an unreasonable restraint of trade. There is no “good acts” or “morality” defense to violations of the Antitrust Laws. Therefore, if a practice has a harmful impact on competition, it is not a valid defense that, for example, the practice is intended to have positive social or environmental impacts.
4. Members should not enter into any formal or informal agreements on the subjects below. Members should also refrain from discussing their companies’ *non-public, competitively sensitive information*, including, but not limited to, the subjects listed below.
 - Plans, including plans regarding products (e.g., introduction, features, etc.), marketing, geographic markets, expansion/contraction, customers, and sustainability and safety initiatives.
 - Prices, including current or future pricing, timing of price changes, maximum pricing, minimum pricing, magnitude of price changes, and pricing strategies, such as discounts, allowances, formulas, refunds, rebates, credit terms, or other related terms potentially impacting what is paid, or the value of a good or service.
 - Costs.
 - Profit margins.
 - Sales forecasts and plans.
 - Current or planned output and capacity utilization levels.
 - Product and geographic markets where either company will sell or not sell.
 - Customers to which either company will sell or not sell.
 - Bids, including amounts, terms, and decisions whether to bid or not bid.
 - Customers and key contract or sale terms, including delivery terms.
 - Salaries, wages, and benefits.
 - Limitations on hiring, recruiting, or *poaching* employees of other companies.
 - Doing business or not doing business with any competitor, customer, vendor, supplier or other company.

5. All meeting agendas should be strictly followed.
6. Members **may** share industry and academic research and best practices regarding safety, sustainability, and other environmental issues which are not confidential or competitively sensitive. However, Members **should not** (i) reach formal or informal agreements on environmental, sustainability or safety standards, levels, processes, measurements or practices, or (ii) share their companies' non-public, competitively sensitive information on these topics.
7. SP shall not require or pressure its Members or other industry participants to adopt, follow, or adhere to any particular environmental, sustainability or safety standards, levels, processes, measurements or practices.
8. Each Member must independently determine what standards, levels, processes, measurements or practices, are in its own best interest.
9. Proposed surveys and benchmarking exercises involving competitively sensitive information should be reviewed by SP's counsel.
10. Guidance documents issued by SP, including any working groups, should include the following disclosure: "This document sets forth various findings based on information available to working group members at the time of issuance. These findings are not intended to set forth any industry rule, requirement or standard. Each Member should independently determine its own processes and practices, including, without limitation, levels, measurements, vendors, materials, equipment, energy sources, energy use, emissions, and recyclability."
11. If any Member is unsure whether proposed conduct presents a risk of violating the antitrust laws, that Member should seek the advice of their antitrust counsel in advance.