



Maritime Anti-Corruption Network (MACN)

Anti-Trust Compliance Policy

The Maritime Anti-Corruption Network (MACN) is an international business initiative in the maritime industry created to share and develop best practices, including policies and approaches, in the field of anti-corruption to enable fair trade to the benefit of society at large. The initiative relies on secretarial support from, amongst others, Business for Social Responsibility (BSR).

The Members of MACN believe that the objectives of MACN can best be advanced through collaborative efforts. MACN and its Members acknowledge and understand that their activities must at all times be undertaken in compliance with all applicable laws and regulations, including but not limited to laws and regulations relating to antitrust and competition. These laws are intended to preserve and promote free, fair and open competition. Failure to abide by these laws can potentially have extremely serious consequences for MACN and its Members.

The policy of MACN and its Members is therefore to conduct all of its activities in strict compliance with all applicable antitrust and competition laws, in order to facilitate legitimate pro-competitive and other activities that help advance the objectives of the initiative, but which excludes any prohibited activities.

It is therefore against the policy of MACN to sponsor, encourage or tolerate any discussion, communication of any kind, information sharing or agreement that would violate applicable antitrust or competition laws. Any discussion, communication of any kind or agreement relating to commercially sensitive information, including but not limited to the following, must therefore be strictly avoided at all times:

- Prices, including but not limited to actual prices, pricing policies, bids, discounts, promotions, terms of sale or credit, royalties, or license fees;
- Time charters, voyage charters, contracts of affreightment, relets, bareboat arrangements or spot freight contracts, excluding anti-corruption contract provisions which may be discussed;
- Customer lists;
- Production volumes;
- Costs, profits or turnover of individual companies, products or services;
- Offers or sales volumes to customers or territorial markets;
- Sharing or division of any product market or geographical market;
- Strategy or Marketing plans;
- Production quotas, output, capacity, including fleet capacity, utilisation rates, or inventory;
- Purchased volumes and demand;
- Boycotts and refusals to deal with particular companies or groups;
- Agreements concerning individual company decisions on whether to produce certain products, adopt certain product designs, or carry out specific product release dates or cycles;
- Risks;
- Investments and disposals, including vessel new-building plans or arrangements, acquisition or the disposal of second hand vessels; or
- Technologies and R&D programmes and their results.

Each Member will ensure that its representative(s) who attend meetings of, or are otherwise involved with MACN have received adequate training in compliance with anti-trust law with particular reference to dealings with competitors and trade associations, including exchange of information, and have reviewed this MACN Anti-Trust Compliance Policy.



No discussion, communication or agreement of this type should occur during, in or around MACN meetings or calls, whether written, oral, formal, informal, by act or omission, in social settings, or “off the record.” Each MACN Member is required to stop any discussions that violate this policy and report any violations to its own appropriate counsel.

While an important objective for MACN will be development of shared principles for anti-corruption as well as aligned approaches to anti-corruption, it is stressed that such principles, policies or associated approaches will only be passed in strict compliance with the applicable antitrust or competition laws and upon legal review by appropriate counsel. In any event, such principles, policies and approaches are not intended to limit any company’s freedom or discretion to make its own business decisions, to prevent the manufacture or sale of any product not conforming to such a specified standard, or to have the effect of restraining competition, including amongst suppliers and sub-contractors to the Members of MACN. Further, no activity will include any discussion or action that might be construed or interpreted as an agreement or understanding to refrain from purchasing (or limit the prices paid for) any raw materials, semi finished products, equipment, services or other supplies from any supplier.

Further, while an important objective for MACN will be the sharing of best practices, such sharing should be generic and must - omit information that could identify specific parties or details, e.g. names and dates, and must comply with the present anti-trust compliance policy. MACN commits to develop a separate, detailed policy on information sharing as an integral part of this anti-trust compliance policy.

For each meeting, agenda and minutes will be prepared, reviewed by an internal legal counsel of a MACN Member company, and subsequently shared with all participants, and approved by participants at the subsequent meeting in MACN.



The following statement will be included on the agenda of all MACN meetings:

Attendees are kindly reminded that MACN is committed to complying with all relevant antitrust and competition laws and regulations and, to that end, has adopted an Anti-trust Compliance Policy , compliance with which is a condition of continued MACN membership. Failure to abide by these laws can potentially have extremely serious consequences for MACN and its Members. You are therefore asked to have due regard to this Policy today and in respect of all other MACN activities.

MACN meetings are held under the Chatham House Rule leaving participants free to use the information received, but neither the identity nor the affiliation of the speaker(s), nor that of any other participant, may be revealed. The Chatham House Rule of open discussion does not provide any legal protection for information provided.

A copy of this antitrust compliance policy statement will be provided to all Members. This statement is a general guide only and all questions concerning antitrust and competition law compliance should be referred to appropriate counsel.

Paris, June 2012