

## **Antitrust Compliance Statement of Policy for the Automotive Aftermarket Industry Association (AAIA)**

AAIA's policy is to comply fully and strictly with federal and state antitrust laws.

AAIA's policy is motivated by a firm respect and belief in the antitrust laws and the free market philosophy underlying these laws, and in recognition of the potentially severe criminal and civil penalties for antitrust violations. Our aim is to conduct ourselves in such a way as to avoid any potential antitrust exposure in the first instance. Full compliance with the antitrust laws rests with each Member and AAIA staff.

To comply with the antitrust laws, Members who compete should not discuss certain subjects when they are together – whether at formal or informal association meetings or during informal or social contacts with other AAIA or industry members. Topics to avoid discussing with competitors include: proprietary prices, price trends, timing of price changes, costs of common inputs, margins, terms of sale, discounts and rebates, advertised prices, promotional programs, inventory levels, production levels, capacities, new projects and the like. Further, AAIA, its committees and its Members are prohibited from:

- Fixing or setting prices for selling products or services;
- Allocating geographic markets or customers between or among competitors;
- Bid rigging, bid rotation or otherwise distorting the bid process;
- Boycotting customers, suppliers or vendors;
- Agreeing upon levels of production or output;
- Conspiring to exclude competitors or customers from the market; and
- Discussing specific R&D, sales or marketing plans, or any company's confidential product, development or production strategies.

Participants in AAIA meetings have an obligation to terminate any discussion, seek legal counsel's advice, or, if necessary, terminate any meeting if the discussion might be construed to raise any antitrust risks.

## Summary of Antitrust Do's and Don'ts

The following are some of the most critical “Do’s and Don’ts” for antitrust compliance as related to participation in AAIA activities:

### DON'TS

- **DON'T** discuss company-specific prices, fees, rates or features that can affect (raise, lower or stabilize) prices – *e.g.*, discounts, costs, salaries, terms and conditions of sale, warranties, rebates or profit margins.
- **DON'T** discuss with competitors what is a fair, appropriate, or “rational” price or profit margin for suppliers, distributors or retailers.
- **DON'T** share company-specific data concerning prices, production, sales, bids, costs, salaries, customer credit or other business practices with other AAIA Members.
- **DON'T** discuss price advertising or cooperative advertising practices with competitors.
- **DON'T** agree with AAIA Members as to uniform terms of sale, warranties or contracts.
- **DON'T** agree with AAIA Members as to restrictions on production or other output.
- **DON'T** agree with AAIA Members to divide customers, markets or territories, or agree with AAIA Members not to deal with certain suppliers, customers or others.
- **DON'T** discuss details about your customers with other AAIA members.
- **DON'T** try to prevent a supplier from selling to your competitor(s).
- **DON'T** agree with suppliers or customers to resell at a minimum resale price.
- **DON'T** agree to any membership restrictions, standard-setting, certification, accreditation or self-regulation programs without consultation and approval by AAIA’s legal counsel.

### DO'S

- **DO** insist that all AAIA meetings have agendas that are circulated in advance, and that minutes of all meetings properly reflect the actions taken at the meeting.
- **DO** request that counsel be present at any AAIA discussion involving potentially competitively sensitive information.
- **DO** leave any meeting where improper subjects are being or will be discussed.
- **DO** seek legal advice from your own counsel or from AAIA’s legal counsel if you have questions about the antitrust laws or your responsibilities under these laws.