

## **ANTITRUST POLICY OF INTERNATIONAL IP INTERCONNECTION FORUM**

The International IP Interconnection Forum (the “Corporation”) intends to conduct its affairs in compliance with the antitrust and competition laws and regulations of the United States and, as applicable, of the states within the United States and of other countries (generally, “Antitrust Laws”). The Antitrust Laws are intended to preserve and promote free, fair, and open competition. This competition benefits consumers and companies that are innovative and efficient. A violation of the Antitrust Laws can have serious consequences for the Corporation and for its Members. Accordingly, the Corporation hereby issues the following antitrust policy (the “Policy”) for itself and its Members, as guidance in connection with participation in the Corporation’s activities.

Capitalized term not defined herein will have the meaning set forth in Article 1 of the Bylaws of International IP Interconnection Forum (“Bylaws”).

1. The activities of the Corporation are not intended to restrain competition. The purpose of the Corporation as it is stated in the Bylaws is intended to foster competition and to benefit consumers.
2. The Corporation and its Work Groups, Support Groups and activities shall not be used for the purpose of bringing about or attempting to bring about any understanding or agreement, written or oral, formal or informal, express or implied, between and among competitors with regard to their prices, terms or conditions of sale, distribution, volume of production, territories, customers, credit terms, or strategic, business, marketing or product development plans.
3. In connection with participation in the Corporation, there shall be no agreement among Members that are actual or potential competitors regarding their prices, discounts, or terms or conditions of sale or licensing of products or services, pricing methods, profits, profit margins or cost data, production plans, market shares, sales territories or markets, allocation of territories or customers, or any limitation on the timing, cost or volume of their research, production, strategic, business, marketing or product development plans, or sales.
4. Each Member is obligated and expected to exercise its independent business judgment in pricing its services or products, dealing with its customers and suppliers, and choosing the markets in which it will compete.
5. The Corporation and its Members, in connection with their participation in the Corporation, shall not enter into any agreement or understanding among themselves to refrain, or to encourage others to refrain, from purchasing any raw materials, product, equipment, services, or other supplies from any supplier or vendor or from dealing with any supplier or vendor.
6. The Corporation and its Members, in connection with their participation in the Corporation, shall not attempt to prevent any person from gaining access to any market or customer for goods and services, or attempt to prevent any person from obtaining a supply of goods or services or otherwise purchasing goods or services freely in the market. (This paragraph is not intended to preclude a Member from disclosing and asserting its intellectual property rights.)
7. Members should not exchange any other confidential or commercially sensitive information that would reduce uncertainties in commercial negotiations.

8. The qualifications for participation in the Corporation are as established by the Board of Directors of the Corporation. No applicant for participation, which meets the qualifications therefor, shall be denied participation for any anti-competitive purpose. No Member shall be excluded from a Work Group or Support Group for any anticompetitive reason. For clarity, the Corporation may deny participation in accordance with any objective criteria established by the Board of Directors and applied in an even-handed and neutral manner. Membership in the Corporation is voluntary and there is no penalty for non-participation.

9. To the extent that the Corporation recommends, develops, promulgates, approves, or adopts proposed Recommendations or other Deliverables, adherence to such proposed Recommendations or other Deliverables and any external standards referenced therein shall be voluntary on the part of Members, and shall in no way be compelled or coerced by the Corporation, Work Group, Support Group or Member, it being solely a voluntary and unilateral decision on the part of the particular Member or Members as to whether to adhere to or comply with any such proposed Recommendation or other Deliverable or any external standards referenced therein.

10. Any Recommendation or other Deliverables that may be recommended, developed, promulgated, approved, or adopted by the Corporation in order to effectuate its purposes shall be based upon relevant considerations, and shall not be based upon any effort, intention, or purpose to unreasonably reduce or eliminate competition in the sale, supply, and furnishing of products and services.

11. The Corporation and its Work Groups and Support Groups shall not impose sanctions for the violation of, nor shall they enforce compliance with, Recommendations or other Deliverables (or external standards referenced therein) developed, promulgated, approved, or adopted by the Corporation, except that the Corporation may condition use of its trademarks or certification marks on compliance with Recommendations or other Deliverables developed to regulate the use of and to protect such marks. For clarity, such conditions may be predicated on qualifying products and services pursuant to testing or certification procedures that the Corporation may establish, implement, or reference. The Corporation reserves the right to take appropriate action against any person or entity that engages in false or misleading advertising regarding use of or compliance with Recommendations or other Deliverables of the Corporation.

13. The Members recognize that under the First Amendment of the Constitution and the *Noerr-Pennington* doctrine, they have a right to petition the government. This right to petition protects activities directed at any branch of government (executive, legislative or judicial), at any level, for any governmental action the Members genuinely seek, and specifically includes litigation brought to achieve a desired result or coordinated efforts regarding legislation. The Members further recognize that in the exercise of their right to petition they may, through employees and attorneys, confer and collaborate with respect to the litigation or legislation.

14. Each Member hereby assumes responsibility to provide appropriate legal counsel to its representatives acting on such Member's behalf regarding the importance of limiting the scope of their discussions to the topics that relate to the purposes of the Corporation, whether or not such discussions take place during formal meetings, informal gatherings, or otherwise. All of the Corporation's meetings will be scheduled; the Members are not permitted to hold "rump" meetings.

15. Each Member acknowledges that it is imperative that it and its representatives act in a manner that does not violate the Antitrust Laws.

16. This Policy is intended to promote compliance with the Antitrust Laws, not to create duties or obligations beyond what the Antitrust Laws actually require. In the event of inconsistency between any

provision of this Policy and the Antitrust Laws, the Antitrust Laws shall control. The antitrust laws are broad and complex, but the Corporation's activities when conducted properly should not involve antitrust risks. If there is any doubt on any antitrust issue, Members should seek advice of legal counsel.

17. This Policy shall be promulgated to all Members. All Members shall abide by this Policy.