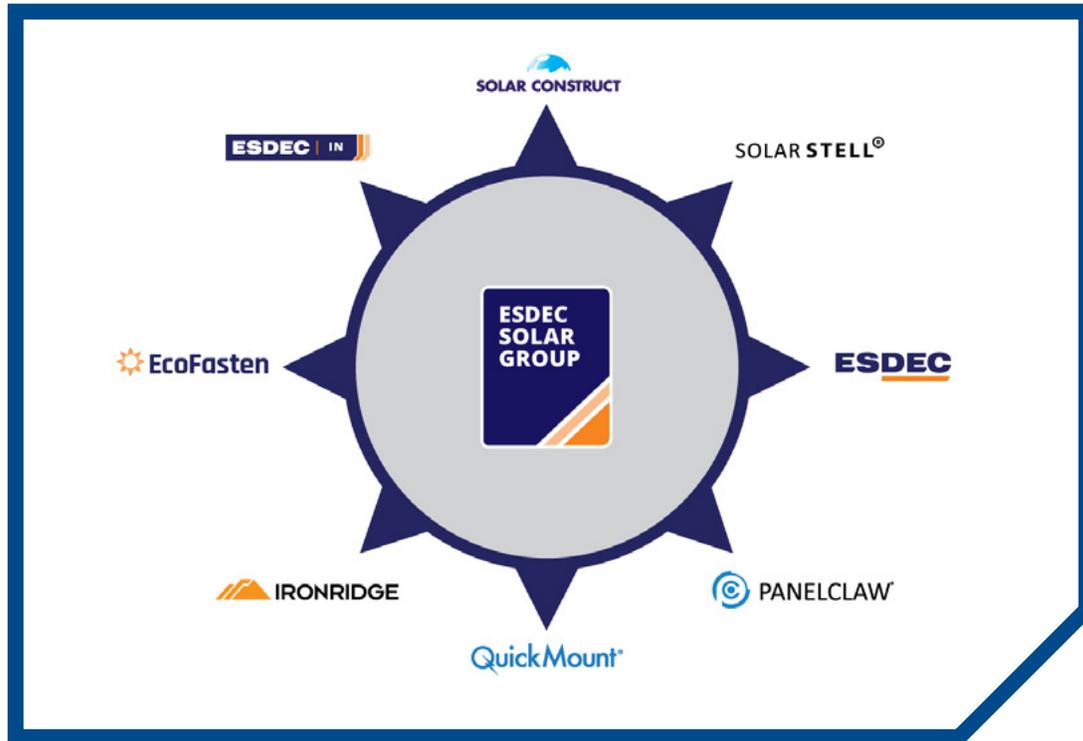


# Competition Policy

ENGLISH





## INTRODUCTION

Esdec Solar Group companies and their employees will conduct their operations in accordance with the principles of fair competition and all applicable competition laws. This Competition Policy includes information and regulations on how we maintain our business according to these principles and laws.

The free enterprise system around the world is based on fair and legal competition. As a global leader, Esdec Solar Group does not tolerate unfair practices to compete and win business. All our decisions are made objectively, based on price, delivery, quality, and other factors, and we expect that our partners and suppliers will do the same. Our commitment to competing fairly and openly is premised on the fact that we obtain and grow our

business profitably through innovation, creativity, and hard work. Therefore, we independently determine our own pricing and financial deals and we do not make agreements with competitors to divide markets or partners.

As set out in our Code of Conduct, we expect high standards of professional conduct and rely on the judgment of all employees to perform operations in accordance with the principles of fair competition and all applicable competition and antitrust laws.

This Competition Policy will not address every situation you may encounter or provide answers to all questions regarding competition and antitrust laws. If you have any questions or doubts about this policy or the scope of

applicable laws in your day-to-day business, you should contact your manager or the legal department without delay.

In this Competition Policy, “**Esdec Solar Group**” refers to **Esdec Solar Group B.V.** and/or each of its subsidiaries around the globe that are majority controlled or owned, directly or indirectly, by **Esdec Solar Group B.V.**

## CONFIDENTIAL COMPANY INFORMATION

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An employee may become aware of confidential information about **Esdec Solar Group**’s business, including but not limited to, information regarding **Esdec Solar Group**’s finances, pricing, products, and new product development, software and computer programs, marketing strategies, suppliers, partners, and potential partners. An employee also may become aware of similar confidential information belonging to **Esdec Solar Group**’s partners. It is extremely important that all such information remains confidential, and not be disclosed to our competitors. Any employee who improperly copies, removes (whether physically or electronically), uses, or discloses confidential information to anyone outside of **Esdec Solar Group** may be subject to disciplinary action up to and including termination.

## COMPETITION LAWS

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The main objective of competition laws is to underline the principles of free enterprise and fair competition within all levels of businesses. Although competition laws throughout the world may differ, there are certain essential elements that are very similar. Violations of applicable competition laws may have significant reputational and economic consequences and can lead to substantial criminal and civil fines for **Esdec Solar Group** and employees, as well as to other sanctions such as imprisonment. Compliance with these laws is therefore essential in all the countries where **Esdec Solar Group** conducts business.

## MARKET ALLOCATION

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Market allocation agreements are almost always deemed to be illegal. **Esdec Solar Group** is expected to make its own decisions on how and where its businesses operate. Information relating to our clients or business partners and matters relating to our business operations are confidential and should not be discussed with our competitors.

## **INFORMATION EXCHANGE**

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Information exchange is permitted if it relates to industry trends or publicly available information. Information exchange between competitors can be illegal if the information is of a company-specific strategic nature and if it may influence a company's independent determination of its individual commercial policy. This may include information that only involves the past. Examples of prohibited information exchange are (i) information on planned investments, (ii) non-public sales, and (iii) discount figures.

## **MONOPOLIZATION**

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Like other companies, **Esdec Solar Group** may not abuse any dominant position it may have. Although such dominance in itself does not constitute a violation of antitrust laws, unfair monopolization does. Examples include (i) discriminatory or predatory pricing, (ii) refusal to supply without legitimate reasons, (iii) making sales conditional upon the purchase of other products or services, and (iv) 'loyalty' discounts or rebates that lead to tying partners to **Esdec Solar Group**. Rebates must instead be based on justifiable criteria and the volume purchased by the partner.

## **PARTICIPATION IN TRADE ASSOCIATIONS & OTHER MEETINGS WITH COMPETITORS**

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### **NO EMPLOYEE SHALL ATTEND OR REMAIN PRESENT AT ANY:**

- Surreptitious meeting of competitors
- Meeting where there is a discussion between competitors in relation to any subject which an Esdec Solar Group employee is precluded from discussing, by the paragraphs above
- Informal meeting of competitor members of a trade association held for the purpose of discussing business matters without observing the formal procedural requirements established by such trade association for its business meetings

Employees should also be aware that participation in standard development and product certification activities, which impact competitors or suppliers, may raise antitrust concerns. Before participating in committees or organizations that develop standards or certify products, you should consult your local senior executive.