



Swiss-American Chamber of Commerce

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Code of Conduct with respect to Competition Matters for the Swiss-American Chamber of Commerce

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The Swiss-American Chamber of Commerce (the Chamber) is an independent membership organization open to all companies involved in international business. The members represent a wide swath of business – Swiss and foreign, large and small, from all regions and from all industries.

The Chamber has adopted this Code of Conduct with Respect to Competition Matters (“Code”) to clarify expectations with respect to Chamber collaborations, meetings, and documents. This Code is not exclusive and may be supplemented by Chamber directives, member policies and guidelines which apply to members’ conduct in trade associations and organizations such as the Chamber, and members’ directives issued by their respective employers and companies. The Code does not address specific actions but is instead intended as a general guideline. In case of doubt, members should raise any concerns with their own corporate antitrust advisor.

Goals of the Chamber

The Swiss-American Chamber of Commerce plays a vital and active role in assisting Swiss companies in the United States and US companies in Switzerland to expand their business. The Chamber, among other things, promotes and facilitates better business relations between the US and Switzerland; provides essential information about doing business in these markets; brings business leaders together to facilitate contacts and provide platforms for networking in both countries; represents the mutual interests of members and takes action to further their interests; facilitates the mobility of member firms and their employees in both countries; promotes both countries as advantageous places to do business; and fosters good corporate citizenship to benefit the communities in which members do business. As the largest association of multinational companies in Switzerland (Swiss and foreign, large and small), the Chamber will address all issues of concern to this very important sector of the Swiss economy. The Chamber will always foster competitive environments and offers pro-competitive advantages to its members such as:

- Information: Monthly News (Business News and eNews) inform members on economic facts and developments of particular interest to businesses engaged in Swiss-American relations.
- Networking: The Chamber supports a large network of firms and businesspeople, thereby offering an extensive range of contact possibilities. Regional Chapters in major metropolitan areas in the USA further enhance communication between the Swiss-American business communities in Switzerland and in the USA. Regular and ongoing contacts with Swiss and US Government agencies and both Embassies.
- Lobbying: The Chamber has two areas of focus: First, identify and address all barriers to free movement of goods, services, people and investments between Switzerland and the USA. Second, as an equally important goal, reduce all barriers and annoyances for multinational companies in Switzerland (large and small, Swiss and foreign), thus strengthening the position of Switzerland in the international context.

Organization

The Swiss AmCham is a private organization with nearly 1,500 members representing 1,400 internationally active companies. 20% of the members are located in the USA (with organizations in Boston, New York, Atlanta, Charlotte, Miami, San Francisco and Los Angeles). 70% of the members are Swiss companies, 30% foreign companies, mostly US companies. The Swiss AmCham covers all areas of the private sector and does not accept any subsidies from any government entity. The numerous Chapters and Committees contribute substantially to the Chamber's activities and programs. Swiss AmCham's governing body is the Board of Directors, elected at the Annual General Meeting.

The Chamber is a member of the United States Chamber of Commerce, Washington, D.C., American Chambers in Europe (ACE), and SWISSCHAM, the Association of Swiss Foreign Trade Chambers.

General pro-competitive and antitrust behavior

The Chamber does not and will never serve as a platform for any discussions on topics which might generate antitrust concerns. Regular topics under discussion among the members include economic policy issues hindering the free flow of goods, services, investments, and people, as well as any issue impeding optimal conditions for international companies based in Switzerland.

While the risk of prohibited behavior has been assessed as small in such context, the Chamber is nonetheless adamant in discouraging any kind of conduct or behavior that might be illegal under US antitrust laws or any other similar laws in Switzerland, in the EU and in any other country. The members of the Chamber will not undertake or facilitate any actions, such as, but

not limited to, price fixing, customer allocation, group boycott, and territory or market allocation. This list is only for the purpose of illustration and is by no means exhaustive.

The Chamber is not to be used as a conduit or enabler of exchanges of any competitively sensitive information, such as, but not limited to, any information on price, customers, production data, competitive strategies or plans, or any other non-public, competitively sensitive information.

All members of the Chamber understand that any document produced by the Chamber in whatever form will be made public, either automatically or by request by any party requesting it. There are no and there will be no documents by the Chamber that are in any way protected by any kind of laws, such as attorneys' privilege or data protection laws.

All members of the Chamber understand that – should they be present at a meeting or other event where a competitor engages in acts appearing to violate this Code – they will immediately call their concerns to the attention of the other party and then withdraw from the meeting if the person does not desist from continuing that discussion or dissemination of information.

Members and agents should assume that they are each responsible for compliance with the Code, and day-to-day observance of the code rests with members and agents of the Chamber. If any member of the Chamber has any doubts or suspicion that any actions by members or agents might violate the Code, they should immediately inform the Chamber's CEO who will in turn inform the Board of Directors. If deemed necessary by the Board of Directors, these occurrences will be reviewed by the counsel to the Chamber.

Specific provision to prevent antitrust violations

1. At the beginning of each project involving the Chamber's members, the Chamber will make sure that all participants are aware of the Chamber Code of Conduct and of its implementation, as well as the fact that all the initiatives led by the Chamber and all the meetings organized by the Chamber need to be compliant with the present Code.
2. The Chamber will make sure that for each meeting of the Chamber's members a written agenda will be drafted and circulated prior to the meeting so that each participant can make sure the agenda is in line with the Code and with the individual members' antitrust compliance policies (where present).
3. The Chairman of the meeting will draw attention to such competition law caution at the beginning of each meeting, and the minutes will be reflected accordingly.
4. Minutes of the meeting will be taken and will be circulated to the meeting members.