



COMPETITION GUIDELINES

May 2025

These guidelines are the EDANA trade association antitrust guidelines dealing specifically with any activity organized under the auspices of EDANA.

These guidelines do not replace in anyway the specific antitrust guidelines of member companies.

Member companies are strongly advised to adopt and implement such guidelines.

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Introduction

EDANA is the leading global association and voice of the nonwovens and related industries.

Since 1971, the association has provided for its 270+ Members, a comprehensive range of services with the information and data necessary to enhance the industry's goals and performance. The association has a global reach with a focus on Europe, the Middle East and Africa

EDANA pursues legitimate objectives, including representing the collective interests of its Members before governmental authorities, regulatory bodies, and the public, conducting research, and serving as an expert in its sector. It provides its Members, governments, and the public with information on developments and statistics concerning the nonwovens and related industries.

Within this framework, EDANA and its Member companies are committed to full compliance with EU Competition law and any other applicable antitrust laws¹ (hereinafter referred to as "Competition law"). This is especially significant, given that EDANA comprises several member companies that might be in competition with one another, and antitrust laws apply to trade associations in the same manner as they apply to any individual company or group of competitors.

What is Competition law and how it applies to EDANA

Competition laws prohibit any form of cartel, covert conspiracy, agreement, gentlemen's agreement, arrangement, mutual understanding, concerted practice, or any other type of coordination among competitors regarding, among others, prices, terms of sales, division of market, allocation of customers or any other activity that seeks to restrict, or results in an appreciable restriction of, competition within any market.

Intentional or negligent violation of Competition law can lead to substantial fines².

Furthermore, illegal agreements will be unenforceable, and both direct and, in certain cases, indirect customers may pursue claims for damages resulting from the infringing conduct.

Relevant applicable EU law is reported in Annex III.

Compliance with Competition law is EDANA policy. Accordingly, under no circumstances will EDANA directly or indirectly be involved in conduct that leads to or implies agreement among its members that would restrain trade and/or otherwise violate Competition law.

¹ These Guidelines intend to focus on the main requirements resulting from EU Competition laws. However, other applicable antitrust laws, as the case may be, contain the same prohibitions.

² In the EU, the European Commission can impose fines of a maximum of 10% of the annual worldwide turnover according to the severity and duration of the violation. In the USA, violation of the US antitrust law may be also subject to very substantial fines in the amount of millions of USD and prison terms for those involved.

EDANA will not adopt any decisions, 'recommendations,' or indirect inferences regarding competitively sensitive matters, particularly those related to the future competitive actions of its Members. Members are expected to make their own independent, informed decisions, whether based on information provided by EDANA or from any other sources.

Each EDANA Member is solely responsible for ensuring compliance with Competition law, based on their own legal counsel. EDANA and its staff bear no responsibility for overseeing Members' adherence to Competition law in their individual activities. Given that Competition laws vary across Europe and globally, EDANA Members should always seek the guidance of local antitrust counsel for any specific antitrust matters.

Therefore, EDANA shall not be held responsible for any infringements of Competition law by its Members and is committed to refraining from supporting, assisting, or participating in any such conduct by its Members. This policy is not subject to exception, qualification or compromise: each EDANA Member, associate Member, and EDANA staff shall explicitly and unconditionally agree to adhere to these Competition Guidelines (hereinafter referred to as "the Guidelines").

EDANA Competition Guidelines objectives

These Guidelines have been drafted in order to help EDANA and its Members to comply with Competition law. Accordingly, it is the responsibility of each Member and EDANA staff to familiarize themselves with these Guidelines and to adhere to them.

Above all, the Guidelines are intended to alert EDANA participants and employees to potential competitive problems, set forth policies to be followed with respect to EDANA activities that may involve antitrust considerations, and ensure that the actions of EDANA, its staff, and its Members do not give rise to antitrust concerns in any applicable jurisdiction.

It is important to recognize that involvement in certain types of association activities may result in antitrust liability. These activities include:

- Discussions during meetings
- Information Exchange / Data Collection
- Working groups and projects
- Standard-Setting and Self-Regulation
- Membership issues

The following agreements are considered the most serious violations of competition law:

- Price Fixing, including agreements on discount or rebate levels, or resale price maintenance
- Bid-Rigging
- Group Boycotts
- Allocation of Customers or Markets

The Guidelines are not exhaustive. Failure to state that certain conduct is prohibited must not be construed to mean that it is permitted. In this respect, it should be noted that it is impossible to provide an exhaustive list of objectionable discussion topics as the competitive significance of many issues is dependent upon the context in which they are raised. However, it is EDANA's strict policy to follow a prudent rule in relation to antitrust issues. Therefore, no commercial topics outside the scope of EDANA's mission should ever be acted upon, or even considered, at EDANA meetings and gatherings.

It is crucial to understand that unlawful conduct can occur even in the absence of a formal written agreement or explicit "handshake." Unspoken understandings, such as responding to pressure, exerting pressure, or conforming to expected practices, may be sufficient to constitute a violation. Antitrust laws can be infringed through informal verbal or non-verbal agreements, even through the mere exchange of information. No formal conduct or explicit agreement is necessary.

In order to ensure that EDANA and its Member companies fully comply with Competition law, EDANA adopts the Guidelines and expects its Members to act in accordance with its provisions.

These rules apply to all activities organized by EDANA, including Working Group meetings, General Assembly and Board meetings, conferences, webinars, and any other type of social gathering as well as representations before and interaction with public authorities and other stakeholders. It is advised to the General Manager and his/her staff to keep a copy of this Compliance Guidelines and to bring it to all meetings.

The purpose of these Guidelines is not to discourage individuals from joining EDANA or engaging in its activities. Rather, they are intended to ensure that all EDANA activities are conducted within a structured and lawful environment, fostering a sense of security for members when attending properly organized meetings. It is acknowledged that the presentation of position papers and the representation of its Members before governmental agencies, antitrust authorities, and the public are fundamental functions of trade associations and are in compliance with Competition laws.

If any current or prospective Member has inquiries about the Guidelines or proposes improvements, they are encouraged to reach out to EDANA for clarification or discussion.

Stewardship Programs and Codes of Practice

EDANA may adopt industry codes and engage in standard-setting activities that aim to benefit the marketplace and consumers.

These initiatives shall not unduly limit competition, i.e. they shall:

- improve production and distribution or promotes technical and economic progress
- allow consumers a fair share of the resulting benefits
- not impose unnecessary restrictions
- not eliminate competition in a substantial part of the market

Any such codes or standards should be justified with clear, objective reasoning, and established through an open, transparent process that ensures broad participation. Their development is therefore transparent, and their outcome is disclosed to the public and amendable based on the input of authorities and stakeholders, as well as on scientific progress.

EDANA standards must be voluntary, non-discriminatory and necessary for achieving EDANA's goals. They are open to everyone, even non-EDANA Members.

Every company is free to implement measures which go beyond the standards set out by EDANA.

Furthermore, all standard-setting efforts, codes of ethics, and self-regulatory activities must undergo a legal review prior to implementation.

Last, they never substitute or limit the liability of companies under applicable law.

Membership

Participation in EDANA is entirely voluntary, and no individual or company should face any pressure to join or be penalised for choosing not to participate.

EDANA membership is open to all companies within the industry on a non-discriminatory basis, as outlined in the EDANA statutes.

EDANA Members retain full autonomy in how they choose to operate their businesses. All actions taken by Members are voluntary, and each Member is free to make independent business decisions in a competitive manner.

EDANA Staff

The General Manager and his/her staff will undergo regular, targeted training on compliance with competition law.

By joining EDANA, employees adhere to competition law in general, as well as to these specific guidelines.

Annex II supports EDANA employees in implementing the EDANA Competition Guidelines.

Antitrust Rules

Do's

1. A Competition law warning should be provided verbally and/or in writing by the General Manager (or a member of his/her staff) at each relevant EDANA meeting

All individuals attending EDANA meetings are obligated to be thoroughly acquainted with the Guidelines.

Annex I outlines the general principles, which must be communicated to Members at the start of each EDANA meeting they attend for the first time or reminded to them for all subsequent participations.

Thus, the agendas shared with Members in advance of the meetings shall include this annex, and a verbal reminder of these Guidelines shall be given at the start of every meeting.

The following text is suggested as a model:

"Competition law prohibits concerted practices between competitors which may have as their object or their effect, the prevention, restriction or distortion of competition.

We are requested to strictly follow the meeting's agenda and abstain from exchanging, discussing or disclosing competitively sensitive information. Of course, this prescription remains valid outside of the scope of this meeting.

For your information, intentional or negligent violations of Competition law provisions can lead to substantial fines for any company that commits, or is part of, such a violation."

To ensure the fulfilment of Competition law requirements, EDANA Members shall acknowledge and fully respect the Guidelines.

2. The General Manager (or a member of his/her staff) shall supervise each EDANA meeting

It is of the utmost importance that during the EDANA meetings the General Manager and his/her staff act as a safeguard that prevents or puts a stop to any behaviour which may lead to Competition law violations: EDANA working groups meetings shall not be held without the attendance of an EDANA representative.

While the General Manager and his/her staff will provide guidance on antitrust matters, it is ultimately the Members' responsibility to ensure that actions, discussions and exchange of information comply with Competition law.

Representatives of EDANA Member companies are therefore expected to avoid discussions and activities that may involve improper matters or procedures.

3. EDANA and its Members shall strictly follow the agenda and take accurate minutes at every meeting

For each meeting, an agenda must be developed and provided in advance to each attendee, together with an invitation to attend the meeting. The antitrust reminder shall be the first point of each agenda (see Section 1.).

Participants at the meetings should adhere strictly to the agenda and confirm all relating discussions to the formal meeting. Accurate minutes reflecting the discussions must be taken at each meeting.

Minutes of each meeting shall be reviewed by the relevant EDANA staff prior to circulation.

Minutes shall be distributed to all Members within a reasonable time after the meeting. Minutes shall be approved by Members either in written form (via email upon request of the General Manager or his/her staff; silence after a reasonable deadline is taken as acceptance) or at the next meeting.

Minutes will be retained permanently by the Association for its records.

4. EDANA and its Members shall not hesitate to ask counsel for assistance each time they consider that Competition Law issues may arise.

It is of the utmost importance that EDANA and its Members do not hesitate to turn to outside counsel whenever they deem necessary.

The assistance of outside counsel would, for instance, help the General Manager to regulate EDANA meeting policy so that it complies with Competition law requirements.

Members should cooperate with the outside counsel of the Association in all matters, particularly when this counsel has ruled adversely about a particular activity.

5. EDANA shall strictly maintain its statistical activities within the scope of the information to be collected and distributed, as defined by the EDANA Board of Governors

Don'ts

6. EDANA shall not make individual company information available

Dissemination of market data by a trade Association such as EDANA is considered to be lawful as long as it does not enable identification of the behaviour and/or strategy of a single competitor.

It would be unlawful for EDANA to provide information in a manner which enables Members to identify figures relating to individual operators or their behaviour.

EDANA shall therefore abstain from issuing statistics which can allow participants to identify the individual market behaviour of their competitors. In order to comply with this requirement, EDANA statistics shall always be grouped and aggregate figures, including at least three reporting companies.

7. Sensitive commercial topics shall not be the object of specific statistics

There is particular information that may never be disclosed, even through grouped and aggregate figures.

This is particularly the case of data relating to prices which must not be exchanged until at least a period of 12 months has elapsed between the end of the period for which the average price of a product is calculated and the date when such information is exchanged. The time period required can vary depending on the specific characteristics of the product.

This is also the case of data other than information already published in the public domain relating to costs, discounts, terms of sales, profit margins or anything else that might affect prices or the competitive behaviour of individual Members.

In statistical reports, EDANA may only provide Members with general projected or indicative trends that can be derived from such grouped or aggregated figures relating to past events. General remarks on the economy as a whole or on the situation of member industries are admissible as long as they are based on objective public data.

8. EDANA and its Members shall abstain from making any recommendations on future market strategy

EDANA may nevertheless provide Members with statistics, estimates, reports and/or forecasts that are made public by national or international agencies, companies or trade associations. Such provisions shall however not be the object of further discussions among Members that could lead to exchanges on business behaviour of strategy.

9. Members shall not discuss sensitive market information or other market data collected by EDANA.

As a general rule, discussions between competitors are a very sensitive matter under Competition law. Comments about, or discussions of, market data or confidential information among competitors is highly anti-competitive.

EDANA and its Members shall therefore prevent EDANA meetings from becoming a forum where competitors involved in the same market discuss and comment upon individual company market data.

Members shall not disclose commercially sensitive information pertaining to their own or their competitors' business activities. This includes, but is not limited to, prices, market shares, raw material and production costs, sales figures, deliveries, and other confidential data.

Members are prohibited from discussing or entering into agreements regarding prices, price adjustments, pricing trends, or pricing policies.

Members shall not engage in discussions or enter into agreements concerning the limitation or allocation of sales territories, customers, or the sourcing of materials and components.

Members shall not engage in discussions or enter into agreements aimed at limiting or controlling production levels, inventories, materials, investments, or any other similar items.

General remarks on the industry as a whole or on the past market conditions are admissible as long as they do not allow Members to have knowledge of the strategies of their competitors in the near future.

10. Members shall not be allowed access to any original data provided by individual contributor

Market data such as those collected by EDANA in order to prepare its statistics are highly confidential. As stated in Article V of EDANA's by-laws, the General Manager and his/her staff are bound to maintain this confidentiality.

11. Members shall not attend meetings where commercially sensitive information is exchanged

Members shall not, at any time, discuss commercially sensitive information. Any potentially improper discussions shall be addressed immediately.

In such cases, the EDANA representative and Members shall intervene by pointing out the inappropriateness of the discussion and bringing it to an end.

If some Members persist in discussing sensitive matters, the EDANA representative and the other Members shall openly distance themselves and leave the meeting. These occurrences will be duly recorded in the meeting minutes.

Should these prescriptions not be followed, competition authorities would consider that the purpose of the meeting was anti-competitive, and consequently that each present Member and EDANA violated Competition law.

Even in social gatherings or events, it is imperative that both EDANA and its Members adhere to Competition law, just as they would during formal meetings.

These Guidelines shall be strictly followed at all social events or gatherings organized by EDANA. For events not organized by EDANA, the responsibility to comply with Competition law rests with the companies and individuals involved. However, EDANA strongly encourages all parties to observe these Guidelines.

Communications between members using the EDANA forums like social media or the Members Portal (EDANA CONNECT) are also subjected to these guidelines.

12. Members shall not agree amongst themselves not to sell to or have dealings with a particular client

The collected refusal of selling is prohibited when each company does not justify a proper legitimate interest based on technical commercial or financial reasons.

Discussions or exchanges of information with any competitors regarding a decision as to whether or not to sell to a client is prohibited, should such decision be implemented or not.

Members shall not agree to share or divide territories or sources of supply in order to restrict natural market competition.

ANNEX I – General principles of EDANA Competition Guidelines to be shared ahead to EDANA meetings

EDANA meetings are conducted according to the EDANA Competition Guidelines, which attendees agree to fully comply with.

These general principles are shared as a reminder in the meeting agenda, and the EDANA staff will give a verbal warning at the start of the meeting.

Any unlawful behaviour, either characterised or suspected, will be reported in the minutes of the meetings.

Do's

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ANNEX II – Meetings checklist

BEFORE THE MEETING

- ☐ I used the EDANA template to prepare the agenda of the meeting.
- ☐ I included in the agenda the General principles of EDANA Competition Guidelines to be shared ahead to EDANA meetings (Annex I).
- ☐ I circulated the agenda in advance.

WHEN THE MEETING STARTS

- ☐ If individuals are present in person, I made them signed the acknowledgement of EDANA Competition Guidelines.
- ☐ If individuals participate online, I checked that the profiles match the persons who I invited to join the meeting.

DURING THE MEETING

- ☐ Right after welcoming the audience, I reminded all the participants about the EDANA Competition Guidelines and gave them the verbal warning.
- ☐ Right after the antitrust warning, I asked the participants to adopt the agenda of the meeting.
- ☐ I stuck to the agenda for the meeting discussions.

AFTER THE MEETING

- ☐ I limited social contacts outside of meetings, and continued to abide by the EDANA Competition Guidelines at social events, if any.
- ☐ If individuals participated online, I retrieved the list of participants from the software I used to organise the meeting.
- ☐ I drafted detailed minutes, using the EDANA template, and I reported the accurate participation list.
- ☐ I shared the draft minutes with the participants for review (also internally if needed).
- ☐ I gave the participants a final deadline for adopting the final version of the minutes, or I included their adoption in the agenda of the next meeting.
- ☐ I saved the final minutes and the final agenda in the internal files of EDANA and on the Members Portal.

All templates can be found in the EDANA antitrust documents templates file.