



# GROUP GENERAL MANAGEMENT POLICY 6

## Antitrust

Référence	Version	Date
YUZIT	2	February 2023

Validation	Signature
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### Executive summary:

- Antitrust laws are the basis for fair competition with our competitors and balanced contractual relations with our business partners.
- Meetings with competitors are forbidden, except in specific circumstances.
- Agreements with competitors on allocation of markets, price fixing, production restrictions, etc., are strictly prohibited.
- Certain clauses in sales or procurement contracts are likely to have anticompetitive effects, and shall be beforehand reviewed by Compliance.

Soitec attaches the utmost importance to complying with **antitrust laws and regulations**, which are the basis for **fair competition** with our competitors and **balanced contractual relations** with our business partners (suppliers, customers, distributors, licensees, etc.).

Violation of antitrust rules can expose Soitec and its employees personally to significant risks and sanctions, either financial (up to 10% of Group turnover for the company, and civil liability for the individuals involved in any infringing conduct), reputational, operational (with respect to our customers and suppliers) and criminal (prison sentences may be imposed on individuals).

Soitec and its management have a zero-tolerance policy for any wrongdoings, and sanctions will be applied, which could include dismissal and legal action against any infringing individual.

This procedure sets **Soitec's minimum standards** on antitrust, local law applies if stricter.

### **Applicable rules:**

1. Meetings with competitors are normally not allowed, except in special limited cases (e.g. licenses, joint R&D, and subject to strict compliance with below rules, participation to trade associations).
2. When dealing with our **competitors**, Soitec employees are prohibited to participate to anticompetitive practices such as:
  - price fixing arrangements (on prices, increases, discounts, margins, etc.);
  - allocation of markets (by product, territory, category of customer, etc.);
  - production restrictions or sales quota agreements;
  - bid-rigging arrangements, when responding to public or private calls for tender;
  - coordinated boycott of a supplier or customer;
  - exchange of commercially sensitive information (on prices, costs, capacities, R&D, strategy, etc.).
3. When dealing with our **suppliers, customers, distributors, licensees and competitors** (if not prohibited as stated in applicable rule 1), any agreement or clause that would possibly restrict competition must be reviewed beforehand by the Compliance department. Those clauses may be, among others:
  - exclusivity clause;
  - supply share clause;
  - restrictions on prices or territory;
  - most-favored nation clause;
  - discriminatory conditions;
  - non-compete clause;
  - long term commitment (>5 years);
  - license of Soitec's technology.

4. When participating to **professional associations' meetings with competitors**, Soitec employees must:
  - ensure that all meetings are strictly governed by a predetermined agenda;
  - ensure that meetings are accurately recorded in minutes shared with each participant;
  - refrain from participating in informal exchanges or meetings outside of official events;
  - not share any commercially sensitive information with other participants;
  - leave the meeting and inform the Compliance department if illegal practices are discussed.
5. When notification to authorities is necessary (among others for merger controls or state aid purposes), Soitec employees must obtain approval from the Compliance department before notifying the authorities.
6. For any acquisition or purchase of assets or creation of a company, Compliance department shall be involved.

**Responsibility:**

It is the responsibility of each Soitec employee to ensure compliance with these rules.

**Roll-out of the procedure:**

- This procedure is applicable across the Group.
- Violation of this procedure, inadvertent or intentional, should be immediately reported to the Ethics Correspondent ([ethics\\_alert@soitec.com](mailto:ethics_alert@soitec.com)) or direct management.
- Any breach of this procedure may result in disciplinary action, including dismissal of the employee(s) involved.
- Questions related to this procedure may be directed to the Compliance department: [compliance@soitec.com](mailto:compliance@soitec.com).