

Guide for our Association Activities

Instructions for compliance with competition law
within ZVEI e.V.



Legal Notice:

Guide for our Association Activities

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Electro and Digital Industry Association

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Please note:

This document is a courtesy translation. In the event of any discrepancy or ambiguity, the authoritative text is the original German version, which shall at all times prevail over this non-binding English translation.

Introduction

Companies in the electrical and digital industry in Germany, the European Economic Area, and Switzerland are pacesetters in technological progress. We –ZVEI e.V. – (hereafter “ZVEI“ or the “Association”) are an association of this industrial sector. We provide the platform for active and varied association work. In doing so, we create value for our member companies and promote overall economic development. We use our expertise to help answer current political questions and address future challenges.

In pursuing this, we are strongly committed to the rule of law and a competitive economic system. This includes the consistent use of existing options for action as well as compliance with antitrust requirements in our association work.

On November 7, 2025, the ZVEI Managing Board of Directors approved the present amendment to the clear, binding, and practical rules for association work, which are compiled in this guide.

This guide is addressed to all members and the ZVEI full-time personnel.

The annex contains additional instructions for ZVEI full-time personnel as well as for honorary meeting chairs, which they must comply with.

With this set of rules, we want to provide security and guidance to everyone involved in the Association's work, including the Association's members.

Compliance with these rules is mandatory for all those involved in the Association's work and ultimately also serves to protect the Association and its members.

1 Invitation to Association meetings

- ZVEI's full-time employees shall send out invitations to committee meetings in good time on behalf of the chair and attach an agenda that is as detailed and informative as possible to the invitation.
- The full-time staff ensure that the agenda and meeting documents are clearly and unambiguously worded and do not contain any topics that cannot be addressed by the Association for antitrust reasons..
- In cases of doubt, the respective division managers and ZVEI's executive management are available for clarification or correction.

2 Association meetings and events

- The ZVEI's association work thrives on the contributions of its members. In order to ensure compliance with competition law rules for the protection of all members, documents (e.g. presentations) that have not been drafted by the respective ZVEI office shall only be used in association work (e.g. in meetings or other events) after prior approval by members of the ZVEI office.
- At least one full-time employee shall attend every ZVEI committee meeting, as well as other events organised by the ZVEI. This also applies to events held on the evening before, provided these are organised at the invitation of the ZVEI.
- The ZVEI employees are responsible for compliance with formal and proper meeting procedures, including minute-taking.
- In consultation with the ZVEI Compliance Office, meetings and other events with particularly sensitive content in terms of competition law can be supervised by a compliance officer or external solicitors in order to support full-time employees and honorary persons in complying with competition law requirements.
- At the beginning of the meeting, the ZVEI full-time staff members instruct the participants on how to ensure compliance with competition law.
- The ZVEI employees, together with the honorary meeting chair, shall ensure that there are no deviations from the agenda. Should participants nevertheless wish to deviate from the agenda, the full-time staff shall review the new content for its admissibility under competition law. If the review is positive, the full-time staff shall obtain a formal resolution on this change and record it in the minutes. If not, the full-time staff will reject the change to the agenda.
- Meeting participants must also be given the opportunity to object to new agenda items if they believe that these are questionable under competition law. The objection must be recorded in the minutes.

3 Meeting minutes

- The ZVEI employees shall prepare accurate and concise minutes for each association meeting, clearly and comprehensively recording the resolutions passed and the key outcomes.
- The minutes must be worded in such a way that they do not contain any ambiguous statements or statements that are open to interpretation.
- Meeting participants are free to take their own notes. The ZVEI employees will send out the minutes of association meetings, including participant lists, shortly after the meetings.
- The meeting participants shall be given the opportunity to check the minutes for accuracy and completeness and to immediately notify the ZVEI of any incomplete or incorrect entries, particularly on topics relevant to competition law, and to request a correction.

4 Conduct during Association meetings

- ZVEI employees, together with the honorary meeting chair, shall ensure that no inadmissible resolutions, agreements, discussions or spontaneous comments on topics relevant to competition law are made during the association meeting (cf. No. 7 of these Guidelines).
- The honorary meeting chair or ZVEI full-time staff member shall immediately point out to meeting participants who do not conduct themselves in accordance with competition law.
- The discussion or, if necessary, the entire meeting must be interrupted or adjourned if legal clarification is required. The proceedings, including the intervention by the ZVEI employee, must be recorded accurately in the minutes.
- meeting participants may request that a discussion or meeting be suspended or adjourned if they have concerns about its legality. Such requests and suspensions must be recorded in the minutes.

5 Market Information Systems

- The ZVEI ensures that the market information systems and statistical surveys it conducts comply with legal requirements, i.e. in particular that the exchange of strategic information between competitors, which is prohibited under competition law, is excluded.
- Company-specific data may only be transmitted using the legally approved procedures provided for this purpose. Disclosure or discussion of company-specific data in association meetings is not permitted. Presentation of the results of a survey by ZVEI full-time employees is permitted, however, provided that the information is aggregated in accordance with the requirements set out in the e-Statistics guidelines, i.e. it does not allow conclusions to be drawn about the current market behaviour of individual participants. Comments, evaluations or discussions of the results presented by meeting participants are not permitted.

6 Permissible topics for association work

- Within the Association, companies may only exchange information that is not considered commercially sensitive information because it is not likely to influence a company's business strategy. This includes:
 - general economic data,
 - current legislative proposals and their consequences for all member companies,,
 - discussions about ZVEI lobbying activities
 - benchmarking activities, provided that the exchange of sensitive information is excluded (only the exchange of historical or anonymised and aggregated information that cannot be traced back to individual companies is permitted)
 - reparation of an industry overview, industry advertising
 - publicly available information (e.g. data from the internet, published annual reports or official sources).

7 Prohibited topics in association work

- Members may not exchange or disclose commercially sensitive information within the Association.
 - This includes company-specific trade secrets that could reduce uncertainty about market developments.
- Sensitive information must not be disclosed to one or more parties or exchanged with other members. If just one member discloses sensitive information about the future business policy of its company or a third party, this may already violate competition law because it reduces uncertainty about future market developments for all parties involved in the competitive context. Presentations and contributions to discussions must therefore always be chosen and designed in such a way that the exchange of sensitive information is ruled out.
- Prohibited, sensitive information is any information that is not genuinely public (i.e. easily accessible to everyone at no cost) and has the potential to reduce secret competition between companies. It includes not only (purchase and sale) prices and/or price components, but also a wide range of other, non-exhaustively defined information.

This includes:

- (Purchase and sale) prices, price components, discounts, pricing strategies and calculations, as well as planned price changes,
- Purchase and sales prices as well as price components (e.g. discounts, surcharges, payment terms),
- License fees and license strategies,
- Company-specific product development and innovation investment plans and decisions,
- Production or sales volumes,
- Cost structures or direct costs,
- Customers, customer structure or customer-related strategies,
- Business plans and strategic corporate decisions,
- Risk assessments or risk management strategies,
- Salaries, bonuses and other remuneration models, payments to third parties (e.g. sales partners, consultants).

- Furthermore, members may not coordinate or harmonise their market behaviour.
 - In addition to traditional agreements on prices, customers or territories, this prohibition also covers explicit or tacit agreements on boycotts and delivery or purchase bans against certain companies.
- The ZVEI Compliance Office must be consulted before jointly developing technical standards or new association marks.
- Topics for association work at working group level are decided by higher-level bodies such as the relevant steering committee or board of the respective ZVEI-division – where applicable, based on proposals from the working groups – in order to ensure overarching coordination and enable competition law reviews in advance.

8 Position papers und press releases

- In line with its ongoing compliance with competition law, the ZVEI ensures that its position papers and press releases do not contain any wording that could give the impression of creating or promoting a common position for concerted industry action (e.g. joint price increases, coordinated purchasing behaviour, etc.).
- In particular, the ZVEI does not comment on the individual strategies or decisions of its members. This applies in particular to issues of pricing, cost passing on or other market-related behaviour. Such decisions are solely at the discretion of the respective market players.
- Permitted content includes:
 - Objective representation of the market situation and market development
 - Presentation of alternative response options
 - The ZVEI's head office is responsible for the content of external statements, position papers, technical articles and political statements issued by the ZVEI. Press enquiries must be coordinated with the ZVEI's Communications Department.

Annex

Additional provisions for the ZVEI full-time personnel as well as for honorary meeting chairs:

Conduct during Association meetings

- The reference to competition law requirements at the beginning of each meeting shall not be limited to a formulaic summary of prohibited topics, but should, where possible or necessary, be adapted to the specific content of the meeting. The competition law restrictions relevant to the topic of the respective meeting must be specified and a corresponding note must be recorded in the minutes. The ZVEI full-time employees will be provided with assistance in this regard in the form of notes on recurring topics.
- During ZVEI meetings, the direct or indirect exchange of sensitive information between competitors must not be permitted (cf. No. 7 of these guidelines). In such cases, follow-up measures must be initiated immediately:
 - Immediate stop to the discussion,
 - If necessary, prevent further distribution (e.g. in meeting documents),
 - Immediate notification to the ZVEI Compliance Office for further review,
 - Critical issues must be identified in advance of the meeting and prevented or accompanied by anti-trust measures.
 - The discussion or, if necessary, the entire meeting shall be discontinued or postponed if legal clarification is required.
 - The process, including the ZVEI employees' intervention, must be recorded accurately in the minutes.

Market Information Systems

- Market information systems and other statistical surveys may only be carried out if they have been approved in advance by the ZVEI Compliance Office.
- They must be organised through the ZVEI or another neutral body that ensures that only anonymised, aggregated data that cannot be traced back to individual companies is published.
- The division in charge is responsible for ensuring that all market information procedures initiated or supervised by it comply with antitrust regulations and have been approved in writing by the ZVEI Compliance Office.
- The e-statistics application form and the e-statistics guide shall be used for this purpose. Compliance with the requirements set out therein must be monitored on an ongoing basis (in particular the number of reporting entities, degree of aggregation, market structure).

Declarations of voluntary commitment

The development and coordination of declarations of voluntary commitment by member companies is only permitted after prior approval by the ZVEI Compliance Office.

In particular, this requires that:

- the measure serves to achieve a legitimate and recognisable objective (e.g. environmental, sustainability or consumer protection objectives)
- consumers receive a fair share of the expected efficiency gains (e.g. through higher quality, lower risks, lower costs),
- the measure is necessary to achieve the objective, and its effect is limited to what is indispensable to achieve the objective,
- participation in the measure is voluntary and open to third parties without discrimination,
- the economic freedom of action of the companies involved is not unduly restricted and the measure does not result in any unauthorised exchange of commercially sensitive information,
- access to the market is not impeded for existing or potential competitors,
- there is no appreciable restriction of competition by the object or effect of a concerted practice.

Fairs

- The ZVEI and its divisions may promote a specific trade fair as the leading trade fair for individual sectors.
- The ZVEI may support a trade fair company in maintaining or establishing its preferred trade fair as a leading trade fair, provided that it does not commit itself to promoting this leading trade fair exclusively.
- The ZVEI may provide general information about the concept of the preferred trade fair and highlight its particular advantages.
- ZVEI may not use its support to openly or covertly call for a boycott of comparable competing trade fairs or to support such a boycott. ZVEI therefore does not engage in targeted or unobjective criticism of competing trade fairs in its publications.
- ZVEI ensures that no agreements or recommendations are made at association meetings for member companies not to exhibit or to cease exhibiting at a particular trade fair, or to exhibit only at a particular trade fair in future.
- The ZVEI may conduct a survey on member companies' satisfaction with a specific trade fair concept during association meetings.

Admission and rejection of new members

- ZVEI generally decides on the admission of new members at its own discretion.
- If there is a right to admission under competition law in individual cases, the ZVEI has to respect it.
- The statutory requirements for membership are binding. ZVEI has set these out in detail in its statutes.
- The ZVEI may refuse membership to companies that do not meet the admission criteria. However, the refusal of admission may not be discriminatory, for example if other comparable companies have already been admitted despite not meeting the admission criteria.
- In limited exceptional cases, ZVEI may refuse admission even if the formal criteria are met, provided there is an objectively justified reason. Such reasons may include, in particular:
 - the justified risk of lasting damage to the reputation of the ZVEI,
 - the considerable risk of internal discord or serious disruptions within the Association, or
 - the concrete prospect of a significant number of existing members leaving the Association.
- ZVEI may not refuse to admit a company wishing to join solely on the grounds that its admission is unwelcome to existing members.

Any Questions?

The ZVEI Compliance Office is available to ZVEI full-time employees and its honorary members for questions regarding this Guideline.

It should also be consulted in all cases of doubt regarding the permissibility of a procedure or topic that arises before or during an association meeting and should be informed of any identified or suspected violations.

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