

# Fair Competition Policy

## 1. Introduction

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### 1.1 Scope

This GlobalLogic Fair Competition Policy (“Policy”) applies to GlobalLogic Inc., a Hitachi Group Company, including its subsidiaries and affiliated entities, in all geos around the globe (“GlobalLogic”) and to GlobalLogic’s staff. GlobalLogic’s staff shall take steps to ensure that anyone doing business with or on behalf of GlobalLogic, including contractors, consultants, advisors, agents, lobbyists, suppliers and business associates, as well as their respective officers, employees and subcontractors (collectively “GlobalLogic Business Partners”) comply with the terms of this Policy.

This Policy does not cover competition law requirements to (pre-)merger & acquisition activities of GlobalLogic.

### 1.2 Objective

To ensure that GlobalLogic remains in compliance with competition laws in effect in all parts of the world in which it does business, as well as to demonstrate GlobalLogic’s firm commitment to acting with integrity at all times and to conducting business globally in an ethical and legal manner.

### 1.3 Background

Many countries or regions have enacted legislation to prohibit anti-competitive behaviour in business dealings. GlobalLogic has always prided itself on conducting its business ethically, but it is more important than ever that we are seen to create a level playing field for our competitors, clients and vendors.

In this Policy, we only use the term “competition laws”, but for the avoidance of doubt United States antitrust laws are included in that term, as are other countries’ anti-monopoly laws, since they too prohibit anti-competitive behaviour and unfair business conduct, as well as certain practices deemed to hurt businesses.

This Policy reflects and expands on the provisions of the Hitachi Group Code of Ethics and Business Conduct.

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## 2. Global Rules of Fair Competition

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### General principles:

GlobalLogic, its staff and GlobalLogic Business Partners will compete fairly in compliance with this Policy and with all applicable domestic and foreign competition laws and will not engage in any deceptive business practices, take part in any activity that unlawfully restrains trade, or attempt to monopolize trade in any market for a particular software product, service or solution. This applies to both horizontal relationships between GlobalLogic and its competitors and vertical relationships between and among GlobalLogic companies and the different levels of their respective sales and procurement chains. For the purposes of this Policy, companies that compete with GlobalLogic to hire or retain staff will be considered competitors of GlobalLogic.

### 2.1 Competitors

To avoid the risk of investigations and subsequent liability under competition laws, **DO NOT** discuss or make any oral or written agreement or promises, formal or informal, with a competitor of any GlobalLogic company, regarding what is known as “cartel activity”. This means **any arrangement** (please note that such an arrangement can be construed as arising or perceived to be arising from any communication, contact, information exchange, participation in a meeting, a conference, industry or networking events, membership of certain trade bodies/associations, agreement, or any other act of coordination with a competitor in relation to sales) under which two or more competitors agree not to compete with each other. All agreements and exchanges of information between GlobalLogic and its competitors that reduce strategic uncertainty in the market (around business costs, turnover, capacity, marketing plans, etc.) can be seen as anti-competitive, including in the areas of:

- a) Current or future prices, including but not limited to price-fixing, bids, or other contract terms and conditions;
- b) Discounts, rebates, allowances, or credit or other essential commercial terms;
- c) Sales strategies and sales incentives;
- d) Market division, whether by territories, products, customers or sources of supply;
- e) Decisions not to compete or to engage in bid-rigging;
- f) Boycotts of any person or entity;
- g) Restrictions on research and development expenditures and capital investments, production levels or capacity;
- h) Employment practices, including salaries, benefits and other compensation;
- i) Refusals to solicit or hire another company's employees.

Leave any meeting at which competitors are present and any of the above topics are discussed, making it clear to the other participants that you will not engage in cartel activity or violate competition laws. If minutes of the meeting are being taken, make sure that the recorder notes your departure. Immediately contact your organization's Legal department (“Legal”) to report the incident. Other reporting channels are detailed in point 10 of this policy.

## 2.2 Clients

Without prior written approval of Legal **DO NOT** discuss or make any oral or written arrangement or agreement, formal or informal, with any client that would:

- a) Make any false or misleading representations or promises, including with respect to the current or future availability of third-party products or services;
- b) Make oral changes to GlobalLogic contracts;
- c) Enforce contract terms inconsistently or suggest that GlobalLogic will not enforce contract terms, without legitimate business justification;
- d) Restrict the client from buying, selling, or promoting any goods or services from any person or company other than GlobalLogic (client exclusivity clause);
- e) Create joint marketing or advertisement arrangements, the effect of which would be to create competition law issues, such as false or misleading advertising concerning products or services or disparagement of competitors.

## 2.3 Vendors

GlobalLogic may partner with a number of vendors who deal with the entire Hitachi Group. Therefore, in relations with vendors **DO NOT**, without prior written Legal approval:

- a) Prohibit a Hitachi Group vendor/supplier from selling its products to a Hitachi Group competitor;
- b) Enter a “buyer cartel”, which is an agreement between buyers of a product to use their combined purchasing power to pressure vendors into lowering their prices.

## 2.4 Trade Associations and Industry Groups

Trade associations and industry groups often involve competitors, so they raise potential concerns about anti-competitive behaviour. GlobalLogic membership in such organizations requires the approval of Legal. GlobalLogic’s staff must comply with this Policy in all trade association and industry group activities, including all informal communications and social gatherings such as: conferences, industry or networking events (either paid or for free). Any proposed collection or receipt of information from members, standard setting, joint research, benchmarking or similar activity requires prior written approval of Legal.

## 2.5 Fair vs. Unfair Competition

Engaging in fair competition to win business is appropriate and ethical. There can, however, be a fine line between fair competition and unfair competition and certain practices are prohibited as being automatically illegal, or misleading or deceptive. With this in mind, **DO NOT**:

- a) Price below cost;
- b) Induce a breach of contract between a competitor and its customers or vendors;
- c) Extract confidential information about competitors from clients;
- d) Make false, misleading or disparaging comments about another company’s products, business or business practices;
- e) Make false or misleading statements about GlobalLogic software products or services;
- f) Misrepresent any GlobalLogic company’s software products or services;
- g) Misrepresent patent, copyright, trademark or other intellectual property rights;
- h) Do something indirectly that you are not permitted to do directly.

### 3. Regional Differences in Competition Laws

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Key competition law differences exist in the various areas of the world in which GlobalLogic does business, notably as between the United States, Europe and Asia. Since these differences apply in addition to, not instead of, the Global Rules of Fair Competition set out in this Policy, you must consult Legal before entering into business arrangements, whether in a domestic or foreign market. This is particularly important since many competition laws have extra-territorial effect, meaning that a breach resulting in a penalty may occur anywhere in the world.

### 4. Measures to Prevent Anti-Competitive Behaviour

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Each GlobalLogic company will:

- a) Assign qualified staff to manage fair competition promotion within its organization.
- b) Periodically train its relevant staff (meaning its departments: Business Development, Client Engagement, Sales, Sales Enablement) on the content of this Policy.
- c) Ensure that People Team practices, including recruitment, promotion, training, performance evaluation, remuneration, recognition and business ethics in general, reflect these Rules.
- d) Verify the legality and appropriateness of contract terms by undertaking the laid down procedure for [legal review and approval of contracts](#).
- e) Undertake due diligence on all entities with which it does business, including when making investments.
- f) Adopt best practices to prevent anti-competitive behaviour in its business dealings and carry out self-audits to ensure compliance with this Policy, where needed.

### 5. Communications

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Hard copy and electronic records may be used as evidence in the event of litigation or a government investigation related to anti-competitive behaviour. Even disclosing any strategic information unilaterally via mail, phone or meetings could be seen as infringing the competition law. Accordingly, you should take care in crafting all communications, including emails, texts, voicemails, letters, handwritten notes and social media posts. This is particularly true of any communications that involve competition and competitors.

Because of the speed and informality of electronic interactions in particular, unintended miscommunication can easily occur, sometimes causing significant legal problems for both individuals and companies. It is therefore very important to think carefully about the consequences of what you say and write.

The following communication rules will help to reduce or eliminate risk:

- a) Be accurate and stick to the facts, avoiding speculation, opinion and exaggeration.

- b) Avoid boastful, aggressive or derogatory language that could be interpreted as anti-competitive conduct.
- c) Identify the source of information regarding competitive information, to avoid any inference that such information was obtained illegally.

## 6. Exceptions to this Policy

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Should any GlobalLogic company wish to adopt stricter or more lenient principles or examples than those outlined in this Policy, an application must be made in writing to the Chief Legal Officer, whose decision on such exceptions will be final.

## 7. GlobalLogic's Expectations

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Competition laws vary in terms of their focus, their stringency and their degree of flexibility. For this reason and to comply with GlobalLogic's commitment to conducting business in an ethical and legal manner worldwide, this Policy reflects the highest level of integrity expected of GlobalLogic, its staff and GlobalLogic Business Partners, irrespective of any lesser requirements that exist in any region or country in which GlobalLogic does business.

## 8. Accounting and Business Records

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Many competition laws emphasize the need to keep accurate records. Trying to hide or disguise unfair competition through false records is not only against the law, but it will be treated as an exacerbating factor when penalties are being assessed. All records to demonstrate the compliance with this Policy must be retained in accordance with the relevant rules on retention of compliance related documents of the GlobalLogic.

## 9. Personal Liability

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Companies are fined large amounts for breaches of competition laws and penalties for individuals may include both personal fines and significant jail time. Separately, GlobalLogic's staff who violate this Policy will be subject to disciplinary action (e.g. up to and including termination of employment). Prompt and proper disciplinary action must be taken after undertaking proper investigation of all violations of this Policy, whether actual or suspected, carried out in accordance with the relevant rules on conducting compliance related internal investigations and compliance related disciplinary actions of the GlobalLogic.

## 10. Suspicions and Reporting Violations

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GlobalLogic values your help in reporting any actual or suspected breach of this Policy to your manager or local Legal team. In case of doubts please contact: [legal@globallogic.com](mailto:legal@globallogic.com).

You may also file a report using our Hotline. You can find the link here: [globallogic.com/hotline](https://globallogic.com/hotline)

When using the Hotline, you may report anonymously, unless prohibited by local law. GlobalLogic will never retaliate against you or tolerate harassment, discrimination or retaliation by others, if you report in good faith.

## 11. Updates of this document

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This document is reviewed and updated where necessary – especially in case of changes of applicable laws and best practice.

### Change History

Revision	Change Description	Valid Date	Approver
1.0	Initial release	October 12, 2022	Jae Kim, Chief Legal Officer
2.0	Update reporting channels	February 13, 2024	Kamila Koszewicz-Grzeszczak VP Global Compliance & EMEA Legal

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