

InfiniBand Trade Association

Antitrust Guidelines

Adopted: December 20, 1999

The InfiniBand^{SM1} Trade Association (“Association”) intends to operate in compliance with the antitrust laws of the United States and, as applicable, the antitrust laws of the states within the United States and the antitrust/competition laws of other countries (generally, “Antitrust Laws”). The Antitrust Laws are intended to preserve and promote free, fair and open competition. This competition benefits consumers and companies which are innovative and efficient. A violation of the Antitrust Laws can have serious consequences for the Association and for member companies. Accordingly, the Association hereby issues the following guidelines for itself and its members, as guidance in connection with participation in InfiniBand activities.

1. The activities of the Association are not intended to restrain competition or to harm consumers. The purpose of the Association is to promote competition and to benefit consumers.
2. Neither the Association nor any of its committees or activities shall be used for the purpose of bringing about or attempting to bring about any understanding or agreement, written or oral, formal or informal, express or implied, between and among competitors with regard to their prices, terms or conditions of sale, distribution, volume of production, territories, customers, or credit terms.
3. In connection with membership or participation in the Association, there shall be no discussion, communication, agreement or disclosure among members which are actual or potential competitors, regarding their prices, discounts or terms or conditions of sale or licensing of products or services, pricing methods, profits, profit margins or cost data, production plans, market shares, sales territories or markets, allocation of territories or customers, or any limitation on the timing, cost or volume of their research, production or sales.
4. Each member of the Association is obligated and required to exercise its independent business judgment in pricing its services or products, dealing with its customers and suppliers, and choosing the markets in which it will compete.
5. No activity or communication of the Association or any of its members, in connection with their participation in the Association, shall include any discussion or statement which could reasonably be construed as an agreement or understanding among members to refrain, or to encourage other members to refrain, from purchasing any raw materials, product, equipment, services or other supplies from any supplier or from dealing with any supplier.

¹ TMInfiniBand^{SM/TM} is a trademark and a service mark of the InfiniBand Trade Association.

6. No activity or communication of the Association, or that of members in connection with their participation in the Association, shall include any discussion which could reasonably be construed as an attempt to prevent any person or business entity from gaining access to any market or customer for goods and services, or to prevent any business entity from obtaining a supply of goods or services or otherwise purchasing goods or services freely in the market. (This paragraph is not intended to preclude a member from disclosing and asserting its intellectual property rights.)
7. The qualifications for membership in the Association are set forth in the bylaws of the Association. No applicant for membership, which meets the qualifications set forth therein, shall be denied membership for any anti-competitive purpose. No member shall be excluded from a working group of the Association for an anti-competitive reason.
8. To the extent that the Association develops, promulgates, approves, or adopts proposed standards or specifications, adherence to such proposed standards or specifications shall be voluntary on the part of its members, and shall in no way be compelled or coerced by the Association or any committee or member thereof, it being solely a voluntary and unilateral decision on the part of the particular member or members as to whether to adhere to or comply with any such proposed standard or specification.
9. Any specifications which may be developed, promulgated, approved, or adopted by the Association in order to effectuate its purposes shall be based upon relevant considerations, and shall not be based upon any effort, intention, or purpose to unreasonably reduce or eliminate competition in the sale, supply and furnishing of products and services.
10. Neither the Association nor any committee thereof shall impose sanctions for the violation of, nor shall they enforce compliance with, standards or specifications developed, promulgated, approved, or adopted by the Association, except that the Association may condition use of its trademark on compliance with standards developed to regulate the use of and to protect such mark. The Association reserves the right to take appropriate action against any person or entity which engages in false or misleading advertising regarding use of or compliance with InfiniBand™ specifications.
11. No person is authorized to make an official or a public statement on behalf of the Association regarding whether a particular product complies or does not comply with an InfiniBand specification, unless such authority is specifically conferred in writing by the Steering Committee.
12. In conducting any meeting of the Steering Committee, the membership, or any committee, the Chair or Secretary of each such meeting shall prepare and follow a formal agenda. Minutes of all such meetings shall be maintained, accurately reflecting the subjects discussed and action taken at such meetings.
13. During the course of the activities of the Association, no member will disclose any information to any other member that is not reasonably related to the purposes of the Association.

14. The Association and each member, in connection with the activities of the Association, shall use its best reasonable efforts to comply in all respects with the Antitrust Laws.
15. These Guidelines are conservative and intended to promote compliance with the Antitrust Laws, not to create duties or obligations beyond what the Antitrust Laws actually require. In the event of inconsistency between these Guidelines and the Antitrust Laws, the Antitrust Laws shall control.
16. These Guidelines shall be promulgated to all members of and participants in the Association. All members and participants shall abide by these Guidelines.

Duly adopted by the Steering Committee of the InfiniBand Trade Association on December 20, 1999.