

**Compliance Program in accordance  
with §116 Austrian Gas Act**

**GAS CONNECT AUSTRIA GmbH**

2018

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## **1. Intention**

Gas Connect Austria GmbH (GCA), a subsidiary of the enterprises OMV AG (51%) and AS Gasinfrastruktur GmbH (49%) has established this compliance program; it constitutes a manual regarding the behaviour of all employees in the liberalised natural gas market.

This compliance program has been created to meet the obligations of §116 Austrian Gas Act (GWG).

This program describes which measures have been set in order to exclude discriminating behaviour against market participants.

The compliance program is a component of the corporate philosophy of GCA.

## **2. Gender neutral terms**

The individual-related terms stated in this compliance program apply to women and men equally.

## **3. Definitions**

### **3.1. Discrimination**

Discrimination for the purpose of § 9 of the Austrian Gas Act (Gaswirtschaftsgesetz GWG) and this program means the unequal treatment of same circumstances without justified reasons, e.g. the transfer of information solely to another company of the vertically integrated gas undertaking.

### **3.2. Executive personnel**

Executive personnel responsible for operation, maintenance and development of the gas network system in the sense of § 114 (6) of the Austrian Gas Act; those are in particular members of the management and/or the second leadership level (operational management).

### **3.3. Austrian Gas Act (GWG)**

Austrian Gas Act, 2011, BGBl. I Mr. 197/2011 in the valid version.

### **3.4. Employees**

Employees are persons in a working relationship with GCA. All employees who could be concerned with discriminatory issues, irrespective of their organisational integration within the enterprise, are included in the context of this compliance program.

### **3.5. Economically sensitive information**

Economically sensitive information for the purpose of GWG and this compliance program is particularly net data and net customer data, which could lead to an economic advantage of the recipient, unless made public or made available to all net customers; or otherwise made accessible to all interested market participants.

#### **3.5.1 Net data**

Net data are economically relevant data of the transmission system operator, in particular: all kind of information that is suitable to provide competitive advantages to affiliated companies or third parties, as for example information on pipeline capacities and the extent of their utilisation. The implementation of the third energy liberalisation package and its implementation via the GWG 2011 in Austria; the E-Control Act; the market rules for gas and accompanying legal acts like the gas monitoring ordinance; general terms and conditions for balancing group responsible persons-, and coordinators; distribution system operators; the market area manager, the distribution area manager, the operator of the virtual trading point and the introduction of the general conditions for network access (Allgemeine Bedingungen für den Netzzugang im Fernleitungsnetz), as well as various Network Codes resulting in EU- Regulations; limit the potential for discrimination in the transmission system to a high extent.

#### **3.5.2 Net customer data**

Net customer data are data concerning net users or potential net users, of whom the respective network operator or a commissioned representative attained knowledge in

fulfilling her/his duties, having the potential to provide market advantages in up- and downstream markets. In particular the following customer-relevant information has to be considered as sensitive: Net entrance requests and customer-relevant information of a net access contract:

- master data,
- information about capacity volumes of shippers on the respective pipeline,
- the duration of contracts,
- information on unused committed capacity.

#### **4. Confidentiality**

Transmission System Operators have to preserve the confidentiality of any economically sensitive information and of any business or trade secrets of which they obtain knowledge in the course of carrying out their business. They are obliged to prevent information about their own activities which might produce economic advantages from being disclosed in a discriminatory manner, in particular if this would be to the benefit of a vertically integrated natural gas undertaking.

#### **5. Protection of personal data**

Gas Connect Austria GmbH collects processes and uses personal data either with a respective agreement and only for the agreed purposes or another legal foundation or a legal interest based on the General Data Protection Regulation (GDPR), in compliance with effective data protection- and civil law provisions. Solely data are collected, which are necessary for the execution and handling of services and other contractual obligations, or which are made available voluntarily. The data privacy statement of Gas Connect Austria GmbH contains beside general information and information regarding the use of data or data security also advice with respect to data deletion or data transmission. The data privacy statement is available under the following link: <https://www.gasconnect.at/meta-navigation-footer/impressum-rechtshinweise/>

In addition, Gas Connect Austria GmbH has established an E-Mail account to enable affected persons to exercise their data protection rights (datenschutz@gasconnect.at)

## **6. Prohibition of Discrimination**

Gas Connect Austria GmbH is a certified independent transmission network operator network operator. Its main obligations are stated in §§ 62 ff and §§ 112 ff Austrian Gas Act.

It is legally forbidden for Gas Connect Austria GmbH and its employees to

- treat persons or certain categories of persons who use or intend to use its network and/or business services in a discriminatory way, in particular in favour of its affiliated companies;
- Utilise economically sensitive information, received in the context of rendering network services, in a discriminatory manner, especially in favour of affiliated companies performing the functions of production or supply.

## **7. Independence through unbundling**

The overall management structure and the corporate statutes of the independent transmission system operator shall ensure effective independence of the independent transmission system operator (§112 para 3 Austrian Gas Act)

### **7.1. Unbundling resources**

Gas Connect Austria GmbH is the owner of the transmission system and the assets and has at its disposal all human, technical, physical and financial resources necessary for fulfilling its obligations and carrying out the activity of transmission.

Staff, carrying out the activities of transmission is employed directly at Gas Connect Austria GmbH, in particular Gas Connect Austria GmbH has its own legal, accountancy and IT services.

Gas Connect Austria GmbH has effective decision-making rights, independent from the vertically integrated gas undertaking, with respect to the assets and resources necessary to operate maintain or expand the transmission system.

The rendering of services, including leasing of personnel, by the vertically integrated undertaking to Gas Connect Austria GmbH is prohibited.

However Gas Connect Austria GmbH may render services, including leasing of personnel, to the vertically integrated undertaking if the provision of those services does not discriminate between users, is available to all users on the same terms and conditions and does not restrict, distort or prevent competition in production or supply.

## **7.2. Organisational Unbundling**

The independence of Gas Connect Austria GmbH from the activities of the shareholding companies OMV AG and AS Gasinfrastruktur GmbH with respect to

- Supply (Procurement)
- Sales and
- Production of natural gas

regarding organisation and decision making powers is warranted by the following measures:

### **7.2.1. Management Unbundling**

The Executive Personnel of Gas Connect Austria GmbH does not have a function in operational activities within any branch of its shareholding companies, in particular they have no professional position or responsibility, interest or business relationship, directly or indirectly, with any other part of the vertically integrated gas undertaking or with its controlling shareholders, especially regarding the functions Supply; Sales and Production of natural gas.

### **7.2.2. Personal independence of the Executive Personnel**

The independence of Gas Connect Austria GmbH's management is ensured in particular by the following measures:

- the Executive Personnel is in a direct employment relationship with Gas Connect Austria GmbH;

- The Executive Personnel of Gas Connect Austria GmbH is not subject to instructions, especially regarding network operation and network expansions, due to respective provisions in the Articles of Association and employment contracts.
- Executive Personnel have subscribed to comply with the provisions of § 114 Austrian Gas Act.

### **7.2.3. Economical independence**

Gas Connect Austria GmbH executes its powers of decision regarding assets which are required for the operation, maintenance or the expansion of the network, independently.

The shareholders are authorized, to approve the annual financial plan of Gas Connect Austria GmbH and to set general limits for its debt and to monitor the performance in accordance with the financial plan. The shareholders are not allowed to issue instructions for the daily business or to the individual decisions on the construction or the expansion of pipelines, which are part of the approved financial plan.

#### **7.2.3.1. Control over assets**

Gas Connect Austria GmbH is owner of the physical assets which are necessary for the operation of the network.

#### **7.2.3.2. Core business**

The following tasks are directly handled by Gas Connect Austria GmbH:

Transportation of natural gas, as well as transportation-relevant services, marketing of transportation capacities; operation-, extension-, and maintenance of the network including all relevant network assets such as compressor stations and metering systems.

#### **7.2.3.3. Purchase on market-conditions**

All Service Level Agreements and service-contracts concluded between Gas Connect Austria GmbH and the vertically integrated gas undertaking as well as

contracts with Trans Austria Gasleitung GmbH are performed under market conditions, prices are be comparable with third party prices.

#### **7.2.4. Communication of the compliance program**

##### **7.2.4.1. Training Courses**

Gas Connect Austria GmbH performs regular trainings and information's to all employees, which are rendering discrimination-relevant services, annually at least one training session on the individual behaviour on the liberalised market is offered.

##### **7.2.4.2. Signing the compliance program**

The compliance program is brought to the attention of the employees.

All employees, who carry out discrimination-relevant activities, as well the executives of Gas Connect Austria GmbH have to sign this compliance program and take notice, that infringement can result in disciplinary consequences.

#### **7.2.5. Compliance officers**

Mrs Denise Rohringer and Mr. Alexander Schoeller were appointed as compliance officers of Gas Connect Austria GmbH with effect from 30.08.2012.

##### **7.2.5.1. Activities of the compliance officers**

The compliance officers are responsible for:

- the drafting and adaptation of the compliance program,
- the monitoring of the adherence to the compliance program and of reporting to the management of Gas Connect Austria and the national regulatory Authority E-Control

The compliance officers are supported by the heads of the relevant business units.

##### **7.2.5.2. Rights of the compliance officer**

The compliance officer is authorized, to take for the purpose of the security of the adherence to the compliance program insight into all files, documents, electronic data processing systems and discrimination-relevant processes.

All employees are obliged to actively support the compliance officer during the performance of its tasks and particularly to provide the required information completely and truthfully.

### **7.2.5.3. Protection of economically sensitive information (Information Unbundling)**

Gas Connect Austria GmbH guarantees the protection of economically sensitive information.

External service providers are obliged to comply with the principles of confidentiality, as far as they have access to net and customer information while providing their services.

The necessary access to assets of Gas Connect Austria GmbH of unauthorised persons has to be escorted by a qualified employee of Gas Connect Austria GmbH.

### **7.2.6. External appearance**

Gas Connect Austria GmbH does not, in its entire public activities, communication and branding, create confusion in respect of the separate identity of the vertically integrated gas undertaking or any part thereof. Gas Connect Austria GmbH therefore uses only such signs, logos, images, names, characters, numbers, shapes, representations and presentations as are suitable to distinguish the activities and services of the transmission system operator from those of the vertically integrated gas undertaking. The independence of Gas Connect Austria GmbH is expressed by a fully self-contained external appearance (logo; business papers, homepage, ect.)

#### **7.2.6.1. Internet**

On its homepage [www.gasconnect.at](http://www.gasconnect.at) Gas Connect Austria GmbH provides information particularly about

- the extent and quality of its services for market participants
- the product natural gas
- transit and domestic transportation
- contact persons for customer relevant issues
- its shareholder and ownership structure

### **7.2.6.2. Company name**

The company name differs from that of the shareholders and all other parts of the vertically integrated gas undertaking, which expresses the independence of the company.

### **7.2.6.3. Publication**

The compliance program has been published online on the homepage of Gas Connect Austria GmbH under [www.gasconnect.at](http://www.gasconnect.at)

## **8. Obligation regarding information disclosure and contribution**

The employees are obligated to support the compliance officers in fulfilment of their duties. Therefore, the employees have to provide the necessary information completely and truthfully and grant insight into the documents kept by them, electronic data processing systems and discrimination-relevant processes.

## **9. Control of Compliance**

In order to ensure the effectiveness of this program, compliance is checked regularly. This monitoring takes place in order to guarantee that the compliance program works properly and that those areas are identified in which the danger of non-equal treatment is high.

The management of Gas Connect Austria GmbH and the compliance officer are responsible for compliance with the program.

The directors of the concerned business units have to report on the implementation of the compliance program to the compliance officer regularly, at least once a year.

Offences against the compliance program are to be immediately announced to the compliance officer either per E-mail [gasconnect.compliance@jsr.at](mailto:gasconnect.compliance@jsr.at) or by phone +43 (1) 713 44 33, this E-mail account and telephone number can furthermore be used to

address questions regarding the Compliance Programme or potential discrimination activities.

## **10. Sanctions:**

As an offence against this compliance program are considered in particular:

- The acceptance of irregular behaviour of the employees by superiors;
- The refusal of co-operation regarding the clarification of possible offences against the compliance program as well as existing grievances.

Offences against the compliance program are punished by appropriate measures. As appropriate measures are considered in particular:

- Verbal warning by the direct superior;
- Duly signed written warning;
- Disciplinary relocation

Any stricter measures, stemming from the employment contract or labour law in general, remain unaffected.

## **11. Reporting**

The compliance officer is expected to submit a report on the past business year to E-Control of the subsequent year. The report covers in particular:

- organisational changes,
- current measures for the avoidance of discriminating behaviour
- emerged problem cases and their handling.

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*Gas Connect Austria GmbH*  
***Representative Managing Director***