

It matters...
to the industry, to BT,
to our customers, and
to our shareholders

**Openreach
Version**

Code of Practice

It matters... to us all

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Introduction

BT has an exceptional position in the UK telecommunications market. It is a strong player at both the wholesale and retail levels. Some of our wholesale products are used both by ourselves and by other Communications Providers to build their own retail services.

Ofcom has carried out a major strategic review of the industry and decided that our strength in certain wholesale markets and our position in related retail ones could act against the interests of fair competition in the UK.

To resolve this we have given Ofcom a series of what are known as Undertakings to help create a better regulatory framework for BT and the UK telecoms industry generally. These have not been imposed on us. They are legally-binding commitments we have made to Ofcom – and ultimately, therefore, to our customers – which we must honour in detail and spirit.

To help us achieve this, we have made changes. We have changed our organisation, our rules on sharing Commercial Information and Customer Confidential Information and on the ability to influence Commercial Policy.

We must all act fairly when using Commercial Information and Customer Confidential Information or in influencing Commercial Policy. To live up to the spirit of the Undertakings we will be transparent in the way we work, ensuring that there is no discriminatory behaviour through rules on access to Commercial Information and Customer Confidential Information and on the ability to influence Commercial Policy.

It is important that you read and understand this Code of Practice. It sets out the rules we must follow to comply with the Undertakings. BT is applying this Code to all BT people, and to relevant contractors and agents.

The Code of Practice

All BT people must understand the Code and what it means for the way we work – as individuals and as a company.

The Code provides general guidance. Where BT people have questions relating to specific circumstances, they should contact their legal, regulatory or compliance teams for advice and guidance.

This Code explains the Undertakings which affect all of us, and with which we have to comply. There are three main areas where we have changed to ensure that other Communications Providers are better able to compete with relevant parts of BT on fair and equal terms. These are:

- our organisation
- sharing Commercial Information and Customer Confidential Information
- influencing Commercial Policy.

All terms which have special meanings defined in the Undertakings are capitalised in this Code, as are the names of specific products which are usually capitalised.

Full details of the Undertakings can be found on the BT Intranet Code of Practice.

The Undertakings supplement BT's existing legal and regulatory obligations. Where the Undertakings apply to particular parts of BT or to specific activities, extra guidance is supplied for your line of business, unit or function.

Please note the following dos and don'ts:

DO:

- remember that meeting compliance requirements is your responsibility
- work to meet our commitments
- raise standards for serving all Communications Providers
- be aware of how regulation impacts on your work area
- actively support the new structures and rules.

DON'T:

- guess – ask. If you get it wrong, BT will be regarded as violating legally-binding rules.

1. Changes to our organisation

Creating Openreach

To meet the Undertakings, we have created a new Openreach line of business to manage our access and backhaul networks and their associated portfolio of Openreach products and services.

The access network links the customer to the local exchange, which in turn is linked to the trunk exchange by the backhaul network.

Openreach manages a portfolio of access and backhaul products from which Communications Providers in the UK – including BT – build their services.

The objective is to ensure that competition is not distorted or made unfair by any discrimination in the way Openreach supplies products to its various customers.

These products and services must be made available in exactly the same way to all Communications Providers who wish to use them – including BT itself – under the same timescales, terms and conditions – including price – and using the same processes, with the same information available to all. This clear and visible way of operating is known as equivalence. Equivalence means that BT provides the specified product in the same way to all customers, including other parts of BT.

Think about the following...



QUESTION: Fred, an Openreach field engineer, has turned up on the doorstep of a customer’s home in Glasgow to fit broadband for A. N. Other Communications. Who does Fred say he is working for when the customer opens the front door? Is he working for Openreach, for BT, or for A. N. Other Communications?

ANSWER: Fred should say that he works for Openreach, which is part of BT, and that in this case he is there as an agent for A. N. Other Communications. His passcard shows “Openreach, a BT Group business” as well as the BT logo, and Fred should show this to the customer for the purposes of gaining entry to the house.

Changes to BT Wholesale

BT Wholesale must separate, or ring-fence, the management of certain products, namely:

- products we must provide on regulated terms because Ofcom’s investigations have concluded that we hold a market-leading or dominant position. They are known as significant market power (SMP) products.
- products considered by Ofcom to be significant for other Communications Providers.

To do so we have formed three product management units within BT Wholesale:

- BTW Core Network Services, which product-manages BT Wholesale’s main SMP products
- BTW Value-added Network Services, which product-manages specific products of commercial significance to other Communications Providers **and**
- BTW Unregulated & New Services, which will product-manage the main products of BT Wholesale which are not subject to equivalence and which have not been determined by Ofcom to be either SMP products or products “significant to other Communications Providers” (these products are referred to in this Code as BTW “unregulated products”).

Openreach

Project management, sales and in-life service of products that use the access network or backhaul network, including:

- Wholesale Line Rental (analogue and digital products)
- unbundled local loops
- private circuit access and backhaul components
- Wholesale Extension Service (WES)
- Backhaul Extension Service (BES).

BT Wholesale

BTW Core Network Services <i>(“BTWS” in the Undertakings)</i>	BTW Value-added Network Services <i>(“BTS” in the Undertakings)</i>	BTW Unregulated & New Services
Product management, product development, product specification and product related procurement processes of the main BT Wholesale SMP products. This includes: <ul style="list-style-type: none"> • DataStream • Carrier Pre-selection • Partial Private Circuits • network charge control services. 	Product management, product development, product specification and product related procurement processes of products considered by Ofcom to be “significant to other Communications Providers”, initially: <ul style="list-style-type: none"> • Wholesale Calls • IPStream • leased lines for Communications Providers. 	Product management, product development, product specification and product related procurement processes of the main BTW “unregulated products”. This includes: <ul style="list-style-type: none"> • new products based around 21CN capabilities.

There is no organisational change for BT Retail, BT Global Services, BT Northern Ireland or in Group HQ directly resulting from these Undertakings.

People on the List

A number of identified people in specific functions – such as certain Group functions – are allowed access to Commercial Information and Customer Confidential Information belonging to other parts of BT, and/or to influence the Commercial Policy of other parts of BT. These people are identified on a central List, and are referred to in the Code as “people on the List”.

The List is accessible on the BT Intranet Code of Practice website to enable BT people to verify whether someone is on it.

BT people will be advised, based on their role or identity, if they are on the List – no-one should assume that they are on the List. People in these specified functions are also made aware of their rights and responsibilities through special training.

Working with BT Northern Ireland

BT Northern Ireland (BTNI) does not include separate Wholesale, Retail and Global Services lines of business, and Openreach will not be created there. BTNI, however, acts as delivery agent for BT Wholesale and Openreach in Northern Ireland and because of this, the rules on access to Commercial Information and Customer Confidential Information and influencing Commercial Policy apply differently in BTNI.

This means that when dealing with BTNI, people working for BT Wholesale or Openreach can:

- share their Commercial Information or Customer Confidential Information with people working for BT Northern Ireland, but **only if** those BTNI people are acting as delivery agent for their line of business (BT Wholesale or Openreach, as the case may be) **and**
- listen to issues raised by BTNI people which would have an influence on their Commercial Policy, but **only if** those BTNI people are acting as delivery agent for their line of business (BT Wholesale or Openreach, as the case may be).

These exceptions to the general rules also apply where certain senior BTNI managers are acting collectively as the BTNI Leadership Team.

When a BT Wholesale or Openreach person deals with BTNI people as delivery agent for their line of business, then those BTNI people should act as if they are working for that line of business and should follow the general rules on sharing Commercial Information and Customer Confidential Information and influencing Commercial Policy applicable to BT Wholesale or to Openreach, as described in the following sections.

2. Sharing information

As a general rule, information may be shared within BT, unless such sharing is specifically prohibited or restricted by the Undertakings or is in breach of the Communications Act or the Competition Act.

The Undertakings are not intended to prevent normal commercial relations between suppliers and customers (including between parts of BT) but, rather, are intended to ensure fair and transparent treatment.

Information can normally be shared in the following situations:

- it can be shared within a line of business for operational purposes
- it can be shared with Openreach or with BT Wholesale as any customer might do with its supplier
- if it is available in the public domain, or has already been shared by BT with customers or the industry
- if it is obtained by BT from generally available market intelligence
- if it relates to the way BT functions, such as company policy, news, job adverts.

There are two types of information subject to special rules:

- Customer Confidential Information
- Commercial Information.

Customer Confidential Information

Customer Confidential Information is any information designated by a Communications Provider as being commercially confidential – whether spoken, written or electronic – when given to BT. If information is provided orally, perhaps in a casual conversation, it is considered as Customer Confidential if it is by its very nature confidential, for example the customer's future plans.

Unless the customer has consented, the general rule is that Customer Confidential Information cannot be shared between:

- Openreach and other specific parts of BT (BT Wholesale, BT Retail, BT Global Services)
- BT Wholesale and other specific parts of BT (Openreach, BT Retail, BT Global Services)
- BTW Core Network Services and BTW Value-added Network Services.

In addition to customer consent, there are two other situations in which Customer Confidential Information can be shared with other parts of BT:

- if a customer order is being transferred from one part of BT to another part of BT **or**
- between Openreach and BT Wholesale, if that Customer Confidential Information is operationally necessary to enable an order to be processed.



Think about the following...

QUESTION: Chris in BT Global Services manages a product that uses a BT Wholesale input which is not subject to equivalence, and which Ofcom has not determined to have SMP or to be “significant to other Communications Providers”, and where BT is unlikely to be deemed dominant. Can she get information from BT Wholesale as a result of the new rules?

ANSWER: Yes. The people in BT Wholesale who manage the wholesale input elements into Chris’s product can freely provide information about those inputs to Chris).

Commercial Information

As defined in the Undertakings, this is information relating to wholesale products which are either subject to equivalence, or which have been determined by Ofcom to be SMP products or to be “significant to other Communications Providers” – this means essentially all of Openreach’s products and most (but not all) of the products of BT Wholesale. These products are referred to in this Code as “ring fenced products”.

Commercial Information is information of a commercially confidential nature relating to “ring fenced products” and concerning one or more of the following points only:

- product development and launch dates
- pricing
- marketing strategy and intelligence
- network coverage and capabilities
- costs
- projected sales volumes.

Whether you can share Commercial Information depends on which part of BT you are working in. Openreach cannot share its Commercial Information with other parts of BT, and BT Wholesale cannot share its Commercial Information with BT Retail or BT Global Services, unless it is information of the type that is available to other Communications Providers in the ordinary course of business.

Dealing with Openreach

Openreach must treat all its customers equally.

Openreach people:

- must protect its Commercial Information
- must only share its Commercial Information with other parts of BT if it would normally be provided to other Communications Providers in the ordinary course of business.
- are allowed to share Openreach Commercial Information and Customer Confidential Information about Openreach customers with people on the List.

Other BT people:

- must not try to access Openreach's Commercial Information, unless this is the type of information that Openreach usually provides to other Communications Providers in the ordinary course of business (access should be through the normal processes which are available to other Communications Providers, not by inappropriately accessing Openreach systems or by calling friends in Openreach to circumvent normal processes)
- must avoid being put in a position where they may see Commercial Information or Customer Confidential Information they are not entitled to see
- are allowed to provide services to, and deal with, Openreach, but (unless the people are on the List) they must not try to see or use Openreach's Commercial Information except through the normal processes that are available to its other customers.



Think about the following...

QUESTION: Rajiv works in BT Retail, buying the Wholesale Line Rental (WLR) product from Openreach as an input into the retail exchange line product. Rajiv wonders whether Openreach is planning to modify the price of WLR, as this could influence the price at which he will sell his product. Is Rajiv allowed to contact Openreach to find out if it is planning any price changes in the next few weeks?

ANSWER: Rajiv must not call a friend in Openreach to bypass the proper channel, or ask someone else to do that for him. He must contact Openreach only through the designated BT Retail team responsible for managing relationships with it, so that the request is made through the same channels available to any other Communications Provider. Openreach is not allowed to disclose its Commercial Information, except where it is available to all Communications Providers. Future pricing plans are Commercial Information.

Openreach's reply must treat all customers equally. If the information requested is already available to others in the ordinary course of business, or is being made available to others at the same time as the reply to Rajiv, then disclosure is not a breach of the Undertakings. If it is not, then disclosure should not be made.

Dealing with BT Wholesale

There are other obligations relating to BT Wholesale and those who deal with it:

- the general rule is that people in BT Wholesale must not disclose their Commercial Information to BT Retail or BT Global Services, unless this type of information is normally provided to other Communications Providers in the ordinary course of business. This restriction only applies to “ring fenced products” (and does not apply to BTW “unregulated products”).
- these obligations do not prevent other parts of BT from providing services to, and dealing with, BT Wholesale, but (unless they are people on the List) they must not try to see or use BT Wholesale’s Commercial Information which they are not entitled to see except through the normal processes available to other Communications Providers.

This means, for example, that for “ring fenced products”, BT Wholesale must not give BT Retail or BT Global Services advance notification of changes in price or changes to services or products if this information is not given to all other Communications Providers at the same time.

As a BT Wholesale person, you can do the following:

- you can share BT Wholesale Commercial Information and Customer Confidential Information about BT Wholesale customers with people on the List
- if BT Global Services or BT Retail, as customers, want to share information with BT Wholesale (or Openreach), this will normally be acceptable – as it would for any Communications Provider to share information with its supplier
- information can be shared by a BT Wholesale manager who receives a request from BT Retail through the normal processes available to other Communications Providers – but only if the information is made equally available to all other BT Wholesale customers
- BT Wholesale people can attend customer meetings with BT Retail or BT Global Services, but they must be careful not to disclose, even accidentally, BT Wholesale Commercial Information or Customer Confidential Information
- BT Wholesale’s future plans which would be considered as Commercial Information can be shared with BT Global Services or BT Retail only if they are in the public domain or are available through normal processes to other Communications Providers.

The dos and don'ts related to sharing information are:

DO:

- check the rules to see whether you are allowed to share Commercial Information and Customer Confidential Information outside your immediate team
- think before you write and always check to whom you are sending information
- remember that idle chatter could cost the company money and cost you your job.

DON'T:

- ignore or undermine the information-sharing rules and processes
- be careless about how you treat commercially confidential information
- discriminate between customers where SMP and other sensitive products are concerned
- ask for favours or advance information from Openreach or BT Wholesale
- try to gain a competitive lead over your line of business's competitors by inappropriately taking advantage of BT's structure
- access systems that contain Commercial Information or Customer Confidential Information you are not entitled to see.

Think about the following...



QUESTION: Sarah in BT Wholesale's Wholesale Calls team has been working on plans for future product enhancements. She would like feedback from BT Retail about her ideas. What is she allowed to do to get it?

ANSWER: Sarah should not think only of BT Retail but should instead be interested in obtaining feedback from her customers including other Communications Providers. In most cases, information relating to future plans or strategies is likely to be considered as Commercial Information as it relates to a "ring fenced product" (which is the case for Wholesale Calls). This means that the way for Sarah to get feedback from BT Retail and other Communications Providers would be to share that information through normal channels such as industry consultations or in a specific industry forum. Sarah should, however, check with BT Wholesale's legal, regulatory or compliance team whether it is appropriate to share this confidential information with industry at this point in time.

SMP
products are regulated by Ofcom because of BT's market-leading position

3. Influencing Commercial Policy

The Undertakings set out rules on who cannot influence the Commercial Policy of other parts of BT.

In the Undertakings, Commercial Policy means plans concerning Openreach's and BT Wholesale's SMP products, and those products which are determined by Ofcom to be "significant to other Communications Providers" (these are product-managed by BT Wholesale's BTW Value-added Network Services unit) relating only to one or more of the following points:

- product development
- pricing
- marketing strategy and intelligence
- launch dates
- cost
- payment terms
- forecasting
- network coverage and capabilities.

Openreach

Openreach is part of the BT Group, operating with a high level of independence and concentrating on non-discriminatory and equivalent delivery of its services.

The general rule is that the rest of BT must not exploit Openreach's position within the Group to influence its Commercial Policy.

The plans and strategies Openreach forms for its products and services can be influenced and shaped by the rest of BT:

- as a customer of Openreach, with no expectation of special rights or privileges simply because Openreach is part of BT **and**
- in a disciplined and open way, using the same processes available to other Communications Providers – such as the Statement of Requirements process or industry forums.

People in Openreach must ensure that:

- all their customers have an equivalent opportunity to influence and shape Openreach's Commercial Policy
- decisions are reached fairly and objectively in cases where different customer requirements have to be balanced, or there is competition for scarce resources. This should be done without taking into account who the customer is, and so there should be no discrimination, either in favour of or against BT Wholesale, BT Retail or BT Global Services simply because they are part of BT.
- they do not try to influence the Commercial Policy of BT Wholesale, BT Retail or BT Global Services, unless they use the same mechanisms and processes available to other Communications Providers or this is otherwise allowed by the Undertakings.



Think about the following...

QUESTION: Suzanne is in the BT Global Services product community. Can she discuss with her supplier, BT Wholesale, what changes she may need to make to her product (which uses a BT Wholesale “ring fenced product” as an input) as a result of possible future network developments?

ANSWER: There is nothing to stop Suzanne, as a customer of BT Wholesale, from approaching BT Wholesale (or, indeed, Openreach) to discuss her customer needs. However BT Wholesale (and Openreach) will need to ensure that they treat BT Global Services as they would any other Communications Provider regarding how much BT Wholesale Commercial Information is provided to BT Global Services and when that information is provided.



Think about the following...

QUESTION: John's team in BT Wholesale buys in Wholesale Line Rental (WLR) from Openreach. John is developing a supplementary service that can be sold with WLR to BT Wholesale customers. But he hears at an industry workshop that Openreach's WLR team is developing a similar service which customers might prefer to buy directly from Openreach rather than from BT Wholesale.

Can John ask his boss to escalate this and have Openreach told it is not in the interest of BT Group for Openreach to develop its own service?

ANSWER: No. BT Wholesale – and therefore John – must not try to influence the Commercial Policy of Openreach, other than by means available to other Communications Providers. So, BT Wholesale cannot put pressure on Openreach to prevent it from developing this additional service as other Communications Providers would not be able to do this.

BT Wholesale

People in Openreach and people in the sales functions of BT Retail and BT Global Services must not try to influence BT Wholesale's Commercial Policy – unless this is done in a disciplined and open way using the same processes available to others in the industry.

Within BT Wholesale, people in BTW Value-added Network Services must not try to influence the Commercial Policy of BTW Core Network Services – unless this is done in a disciplined and open way using the same processes available to others in the industry.

If you have any doubt whether you are allowed to influence the Commercial Policy of another part of BT, you should ask for guidance from your line of business's legal, regulatory or compliance team.

The dos and don'ts related to influencing Commercial Policy are:

DO:

- treat your external and internal customers in the same way.

DON'T:

- try to influence the Commercial Policy and behaviour of another part of BT unless you are expressly authorised to do so.

4. How Communications Providers do business with BT

The Undertakings set out rules on how Communications Providers should do business with BT, how one line of business can sell products managed by another line of business, and the rules that apply in such cases.

The general rule is that Openreach is expected to be the primary channel to market for its products and services.

A Communications Provider can order from Openreach BT products which it does not product-manage if:

- the Communications Provider wishes the supply of Openreach products and other BT products to be co-ordinated by Openreach (for example, some Communications Providers will want the supply of Wholesale Line Rental and Carrier Pre-Selection co-ordinated) **or**
- the Communications Provider trades mainly with Openreach and wants to deal with only one part of BT.

Choosing to buy SMP products, or products subject to equivalence, through Openreach must not disadvantage the Communications Provider over buying them directly from the relevant part of BT.

Similarly, Communications Providers can order Openreach products from BT Wholesale, BT Retail, BT Global Services or BTNI if

- as above, co-ordination with other BT products is required and the Communications Provider wishes the relevant other part of BT to co-ordinate this supply **or**
- the Communications Provider chooses to have its BT relationship with that (non-Openreach) part of BT.

Again, where SMP products or products subject to equivalence are concerned, the part of BT which the Communications Provider chooses to buy from should not lead to a difference of experience by the Communications Provider.

Finally, Communications Providers can choose to buy BT Retail or BT Global Services products through BT Wholesale or BTNI. Again, customers who exercise this choice must not be disadvantaged by doing so.

This summary of responsibilities covers a very complex area. You should seek advice if you are uncertain over the appropriate interpretation or action.

5. The Equality of Access Board

The Equality of Access Board (EAB) is a BT Board committee established as part of the Undertakings. It is supported by the Equality of Access Office (EAO).

The EAB acts as our conscience to ensure that we comply with the Undertakings – in spirit as well as with the letter of the Undertakings. It monitors and reports on our compliance with our commitments across the whole of the UK, including Northern Ireland.

We have made a commitment that the EAO will have reasonable access to any information it needs to carry out its function. If you are requested to supply information to the EAO, you must co-ordinate with your line of business's legal, regulatory or compliance team before doing so, and should not hesitate to ask for guidance.

6. Reporting suspected breaches

We are individually responsible for reporting suspected breaches of the Undertakings or the Code of Practice.

This can be done in confidence:

- to your line manager as a first option, or senior manager
- to your line of business's legal, regulatory or compliance teams
- to a group regulatory compliance manager
- via confidential hotline: +44 (0)20 7356 2626 which allows you confidentially to report compliance concerns or issues outside your control
- or by e-mail: twww.help@bt.com

7. Penalties for violating the Code

Ofcom can take legal proceedings to enforce the Undertakings. It can also refer BT to the Competition Commission under the Enterprise Act. A competitor suffering loss as a result of a breach could sue BT for damages.

If this Code of Practice is violated, BT is committed to taking prompt and responsive action to correct the situation and to take appropriate disciplinary action.

Training on the appropriate behaviour to be adopted and other relevant support is provided for BT people. Employees who violate this Code may be subject to disciplinary action – up to and including dismissal. If you condone misconduct, do not report misconduct or do not take reasonable measures to detect violations of this Code of Practice, you may be disciplined.

8. Sources of information

The Code sets out the behaviours BT expects its people to adopt. The Code is not in all respects a strict interpretation of the Undertakings and for further advice and support, you can contact your group/line of business legal, regulatory or compliance representatives. Or, you can e-mail via the BT Intranet Group Regulatory Affairs website.

The provisions in sections 2 and 3 on sharing Commercial Information and Customer Confidential Information and influencing Commercial Policy formally take effect on 22 January 2006 but it is important that everyone gets used to applying them well before then, and continues to abide by BT's existing legal and regulatory obligations.

Communications and training on the Code and our Undertakings is provided on an ongoing basis to help BT people understand their personal responsibilities.

It is mandatory for all BT people to undertake regulatory compliance training every two years. Details of these courses – and your completion status – can be found on the BT Intranet Regulatory Compliance training website.

Further training information and help with making decisions about sharing information can be found on the BT Intranet Group Regulatory Compliance website.



Specific guidance for people in Openreach

openreach

a BT Group business



Introduction

In addition to the general requirements of the Undertakings which are set out in the previous pages of the Code, there are specific rules for people in Openreach.

The purpose of the new organisational structure – creation of Openreach, of BTW Core Network Services and of BTW Value-added Network Services – is to:

- create a stronger framework to ensure Openreach treats other parts of BT in the same way as its external customers – the Communications Providers **and**
- change the external view that we sometimes treat BT’s lines of business better than we do other Communications Providers.

Openreach must treat other parts of BT equivalently – no better, no worse – to its external customers, the Communications Providers. BT Wholesale, BT Retail and BT Global Services are very important customers for Openreach, but they are treated the same as other customers.

Working in Openreach

The creation of Openreach represents a considerable organisational change, but this must be accompanied by changes in our behaviour. To make the new business successful, and help BT meet its commitments, everyone in Openreach must comply with the spirit, and not merely the detail, of the Undertakings.

Specific training for Openreach people is available on the Code of Practice and on complying with regulatory rules. Every Openreach person is expected to complete the appropriate training.

Equivalence

One of the special requirements in the Undertakings is what is called Equivalence of Inputs (or “equivalence”) – it basically means treating all customers in an equivalent way by:

- providing the same products and services, and relevant Commercial Information, to all Communications Providers – including BT’s other lines of business – on the same timescales, terms and conditions, including price, and by means of the same systems and processes **and**
- BT’s other lines of business using systems and processes in the same way as other Communications Providers, and with the same degree of reliability and performance.

In practice this means, for example, that ordering systems need to be changed so BT Wholesale, BT Retail and BT Global Services use the same ordering gateway, and have the same ordering experience, as external customers of Openreach.

Essentially all Openreach products and services must be sold subject to equivalence. So we must treat BT Wholesale, BT Retail and BT Global Services the same as other Communications Providers when it comes to supplying our products and services.

The Undertakings contain some exceptions, allowing a few minor differences between the way BT’s lines of business and Communications Providers are treated.

To reflect the fact that BT is one company, it is possible to have differences in the way BT’s lines of business and Communications Providers are treated when it comes to, for example:

- credit vetting procedures
- payment procedures
- matters of national and crime-related security, physical security, and security required to protect the operational integrity of the network
- provisions relating to the termination of a contract.

Systems and processes for products subject to equivalence are being migrated or adapted on a timescale set out in the Undertakings. For more details on this timeline, see the BT Intranet Code of Practice website.

But as soon as Openreach is launched, and even before the equivalence timeline kicks in, our behaviour as Openreach people should always strive to be within the spirit of the Undertakings.

If you are aware of situations where there is discrimination in favour of (or against) other parts of BT, or where existing processes or systems could lead to this, you should report it to the Openreach legal, regulatory or compliance teams.

Working with other parts of BT

Sharing Commercial Information and Customer Confidential Information and influencing Commercial Policy

The general rules for Openreach people when dealing with other parts of BT are that you must not:

- let other parts of BT influence Openreach's Commercial Policy
- share Openreach's Customer Confidential Information or Commercial Information with other parts of BT
- attempt to influence the Commercial Policy of BT Wholesale, BT Retail or BT Global Services.

Openreach people can, however, influence the Commercial Policy of BT Wholesale, BT Retail or BT Global Services, if:

- you are doing this through processes available to other Communications Providers **or**
- this is required for the delivery of the Undertakings, for example if you are developing Openreach services that utilise network assets managed by BT Wholesale, BT Retail, or BT Global Services; or for the planning and implementation of BT's 21CN.

You can share Openreach's Commercial Information with other parts of BT if you are confident that it is available to other Communications Providers in the ordinary course of business. But if in any doubt, ask for guidance before sharing.

You can share Customer Confidential Information about Openreach customers with another part of BT if:

- the customer has consented. Before sharing the information, make sure the customer knows and agrees exactly which information can be shared, with which other part of BT and for what purpose **or**
- an order is being transferred between Openreach and another part of BT under the account management rules, in which case the minimum amount of Customer Confidential Information necessary for that transfer can be disclosed.

You can also share Openreach Customer Confidential Information with BT Wholesale if this is operationally necessary to enable Openreach to deliver its products, as would be the case, for example, for local loop unbundling orders. But only information which is strictly necessary should be disclosed. Similarly, BT Wholesale can share Customer Confidential Information with Openreach if this is operationally necessary to enable BT Wholesale to deliver its products.

Don't discriminate or influence

DO:

- treat all Communications Providers – including other parts of BT – equivalently when you provide Commercial Information
- tell anyone in other parts of BT who asks you for Openreach's Commercial Information that you do not discriminate in their favour and must treat them the same as you would treat other Communications Providers
- tell anyone in another part of BT who tries to influence Openreach's Commercial Policy that they must use the mechanisms and processes available to other Communications Providers
- tell anyone in another part of BT who asks you for Openreach's Customer Confidential Information that you cannot provide this unless the customer consents, or one of the other exceptions described above applies
- refuse if someone in another part of BT offers to give you Customer Confidential Information relating to a customer of another part of BT, unless you have received confirmation that the customer has consented, or one of the other exceptions describes above applies.

DON'T:

- discriminate in favour of other parts of BT by providing more Commercial Information or giving them Commercial Information earlier or faster than you would to other Communications Providers
- attempt to access systems which you are not entitled to access.

Support from other parts of BT

You can draw upon support services or centres of excellence from elsewhere in BT, such as billing or BT Property, but only if (i) this does not involve sharing any Openreach Commercial Information or Customer Confidential Information with other parts of BT; or (ii) the person with whom you share the information is on the List available on the BT Intranet Code of Practice website.

Statement of Requirements process

If a Communications Provider – including another BT line of business – would like Openreach to supply a new or enhanced network access product, there is a specific procedure that must be followed.

People in BT Wholesale, BT Retail and BT Global Services cannot simply ring up Openreach and ask you to develop a product specifically for them, or to enhance a product specifically to meet their needs. If they ask you to do that, you should point them to the proper channel which, in this case, is the Statement of Requirements process.

If the request concerns a non-SMP product, Openreach treats those requests as any other commercial organisation would do, and can accept or reject it on the basis of (i) the request's fit with Openreach's assets, skills and resources; (ii) its commercial attractiveness; and (iii) its opportunity costs to Openreach.

When you receive a request for a new or enhanced product or service you must treat all Communications Providers in similar circumstances, including other parts of BT, in substantially the same way, and cannot:

- discriminate in favour of, or against, other BT lines of business by accepting or rejecting requests for new or enhanced products simply because they come from another part of BT
- reject requests for new or enhanced products just because they come from another Communications Provider which might compete with other parts of BT
- unfairly discriminate against other Communications Providers (or in favour of other parts of BT) when you are deciding how to prioritise Openreach's capital expenditure
- offer to other parts of BT services or products which Openreach does not offer to other Communications Providers – the general rule is that any Openreach product offered is subject to equivalence.

Decisions should be taken on an objective and fair basis without taking into account who the customer is.

Working with BT Northern Ireland

BT Northern Ireland (BTNI) does not include separate Wholesale, Retail and Global Services lines of business, and this has not changed with the Undertakings. There will be no Openreach created in Northern Ireland, so from an organisational point of view, BTNI will be virtually unchanged. BTNI has previously acted as delivery agent for BT Wholesale, and it now also does so for Openreach.

But behavioural change is required across the United Kingdom, including Northern Ireland. In dealing with BTNI, you can:

- provide Openreach Commercial Information or Customer Confidential Information to people working for BTNI, but **only if** they are acting as delivery agents for Openreach
- listen to issues raised by BTNI people which would have an influence on Openreach's Commercial Policy, but **only if** they are acting as delivery agents for Openreach.

People working for BTNI in their role as delivery agents for Openreach are subject to the same rules as Openreach people in relation to the people with whom they can share Openreach Commercial Information and Customer Confidential Information and when they can influence the Commercial Policy of other parts of BT.

These exceptions to the general rules apply where BTNI people are acting as delivery agents for Openreach (and BT Wholesale) and also where certain senior BTNI managers are acting collectively as the BTNI Leadership Team.

If BTNI people contact you in their role as delivery agent for BT Wholesale, BT Retail or BT Global Services, the general rules described in the previous sections apply, and you should interact with them as if they were in those lines of business.

So, before you deal with a person working for BTNI, you need to check whether or not the person you are dealing with is acting as delivery agent for Openreach or part of the BTNI Leadership Team, as this will determine what you can or cannot do. If in any doubt contact the Openreach legal, regulatory or compliance teams for guidance.

Engineering field force

Additional guidance is available separately for Openreach's engineers, covering the way they should interact with end-users, and the special responsibilities of multi-skilled engineers working in remote geographic areas.

Contact information for Openreach

If you have any questions on this Code of Practice or on the Undertakings, you should first check the BT Intranet Code of Practice website.

If the website does not answer your question, you should contact the Openreach legal, regulatory or compliance teams.



The Way We Work

This code forms part of BT's statement of business practice – The Way We Work. It sets out our business principles including the commitment that: “We will act within the law, our licensing/authorisations obligations and any other regulations.”

It matters...



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