

**CONFIDENTIAL/BUSINESS SECRETS**

**PHILIP MORRIS INTERNATIONAL INC.'s  
ELEVENTH ANNUAL CERTIFICATION OF COMPLIANCE**

**pursuant to**

**THE ANTI-CONTRABAND AND ANTI-COUNTERFEIT  
AGREEMENT AND GENERAL RELEASE**

**among**

**PHILIP MORRIS INTERNATIONAL INC.,  
PHILIP MORRIS PRODUCTS INC.,  
PHILIP MORRIS DUTY FREE INC., and  
PHILIP MORRIS WORLD TRADE SARL**

**THE EUROPEAN COMMUNITY  
REPRESENTED BY THE EUROPEAN COMMISSION**

**and**

**THE REPUBLIC OF AUSTRIA,  
THE KINGDOM OF BELGIUM,  
THE REPUBLIC OF BULGARIA,  
THE REPUBLIC OF CROATIA,  
THE REPUBLIC OF CYPRUS,  
THE CZECH REPUBLIC,  
THE KINGDOM OF DENMARK,  
THE REPUBLIC OF ESTONIA,  
THE REPUBLIC OF FINLAND,  
THE FRENCH REPUBLIC,  
THE FEDERAL REPUBLIC OF GERMANY,  
THE REPUBLIC OF GREECE,  
THE REPUBLIC OF HUNGARY,  
IRELAND,  
THE ITALIAN REPUBLIC,  
THE REPUBLIC OF LATVIA,  
THE REPUBLIC OF LITHUANIA,  
THE GRAND-DUCHY OF LUXEMBOURG,  
MALTA,  
THE KINGDOM OF THE NETHERLANDS,  
THE REPUBLIC OF POLAND,  
THE PORTUGUESE REPUBLIC,  
ROMANIA,  
THE SLOVAK REPUBLIC,  
THE REPUBLIC OF SLOVENIA,  
THE KINGDOM OF SPAIN,  
THE KINGDOM OF SWEDEN, and  
THE UNITED KINGDOM**

July 3, 2015

**CERTIFICATION OF COMPLIANCE**

Pursuant to Section 2.02(a) of the Anti-Contraband and Anti-Counterfeit Agreement and General Release dated as of July 9, 2004 (the "Agreement"), Philip Morris International hereby provides the European Community and the Member States of the European Union that are signatories to the Agreement (the "Relevant Administrations")<sup>1</sup> with this report (the "Certification of Compliance") describing Philip Morris International's fulfillment of the requirements of (i) the EC Compliance Protocols, which are set forth in Appendix B of the Agreement, and (ii) the Tracking and Tracing Protocols, which are set forth in Article 5 and Appendix D of the Agreement (the "Certified Protocols").

Philip Morris International continues to be extremely pleased with the operation of the Agreement. We believe that the high level of cooperation that has characterized the conduct of the Parties pursuant to the Agreement has been greatly beneficial to the interests of all Parties by creating an effective framework for curbing the illegal sale and distribution of contraband and counterfeit Cigarettes in the European Union, which causes significant harm to all Parties.

In order to prepare this Certification of Compliance, Philip Morris International's Vice President Illicit Trade Strategies & Prevention reviewed Philip Morris International's obligations under the Certified Protocols and conducted an assessment of its compliance therewith, which included obtaining supporting certifications from those within Philip Morris International who are responsible for implementation of the actions required under the Certified Protocols, and has relied on those certifications in making this Certification of Compliance.

Based on such review, Philip Morris International hereby confirms that it is in substantial compliance with its obligations under the Certified Protocols. Section I below, which describes Philip Morris International's compliance with specific obligations of the Agreement, should be read subject to that general qualification.

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<sup>1</sup> The definitions of the capitalized terms used in this Certification of Compliance can be found in Section 1.01 of the Agreement.

## **I. COMPLIANCE WITH SPECIFIC OBLIGATIONS**

### **A. Appendix B Obligations – EC Compliance Protocols**

#### **Protocol 2 – Know Your Customer Obligations and Due Diligence**

In accordance with the terms of Protocol 2 of Appendix B of the Agreement, Philip Morris International:

- conducts business only with Approved Contractors;
- sells Cigarettes in amounts commensurate with the Retail Demand in the Intended Market of Retail Sale and refuses to sell Cigarettes in volumes exceeding that amount;
- has conducted Due Diligence on all of its Contractors;
- conducts business only with Contractors that have demonstrated that they are able and committed to meeting the objectives of the EC Compliance Protocols; and
- maintains a list of all Approved Contractors, which is updated every six months, and maintains files containing its records of Approved Contractors.

#### **Protocol 2 – Follow-Up Due Diligence**

Pursuant to Protocol 2.03(g), (h) and (i), Philip Morris International has conducted annual Follow-up Due Diligence for each Approved Contractor.

#### **Protocol 3 – Approved Contractor Relations and Sales Terms**

Philip Morris International has made commercially reasonable efforts to enter into contractual arrangements with all Approved Contractors regarding delivery terms, packaging, legal compliance, and cooperation with Governments as set forth in Protocol 3.01(a)-(d), and in almost all cases, such terms and conditions have been agreed. Where they have not, Philip Morris International will continue its commercially reasonable efforts to have such terms and conditions implemented.

Philip Morris International strongly encourages its First Purchasers to cooperate with the Relevant Administrations for the purposes of investigating Cigarette smuggling and/or money laundering of proceeds arising out of the illegal trade in Cigarettes, in accordance with Protocol 3.02, although to date it has not received any formal request under the Agreement that it encourage such cooperation from the Relevant Administrations.

#### **Protocol 4 – Termination of First Purchasers**

Philip Morris International has not had occasion to terminate business relations with Approved Contractors in accordance with Protocol 4.01 or Protocol 4.02.

#### **Protocol 5 – Accountability for Payments for Cigarettes**

For transactions with Approved Contractors relating to the sale, storage, or distribution of Philip Morris Cigarettes, Philip Morris International limits acceptable forms of payment to those listed in Protocol 5.01(a)(i)-(v),

and all exceptions to these acceptable forms of payments have been approved by or are currently under review by the Chief Financial Officer of Philip Morris International or his delegates in accordance with Protocol 5.01(b).

Protocol 6 – Disclosure of Information

Philip Morris International has not had occasion to respond to formal requests by OLAF for information covered by Protocols 6.01, 6.02, and 6.03.

Protocol 7 – International Compliance Officer

Effective May 1, 2012, Philip Morris International created a new function called Illicit Trade Strategies & Prevention to address the complex challenges the illicit trade of tobacco products presents.

██████████ was appointed as the ██████████ of this function on February 1, 2015. His responsibilities also include oversight of Philip Morris International's obligations and responsibilities under the Agreement with periodic reporting to Philip Morris International's senior management team.

Effective March 20, 2015, Philip Morris International established an Anti-Diversion Governance Committee to ensure that our controls remain highly effective and further enhance our effectiveness in preventing smuggling of PMI products.

Protocol 8 – Shipments to Warehouses and Early Warning Notification

Philip Morris International has not had occasion to respond to requests by OLAF for information covered by Protocol 8.01 of Appendix B of the Agreement. Philip Morris International complies with the early warning system notification requirements of Protocol 8.02.

Protocol 9 – Delegation of Authority

Philip Morris International delegates substantial discretionary authority relating to the sale, distribution, storage, and shipment of Philip Morris Cigarettes only to Philip Morris International employees it believes are able and committed to act in full compliance with the EC Compliance Protocols, in accordance with Protocol 9.01.

Protocol 10 – Performance Reviews

The process for performance reviews, compensation, and promotions of Philip Morris International employees whose activities relate to the sale, distribution, storage, and shipment of Philip Morris Cigarettes takes into account such employees' performance in connection with the EC Compliance Protocols, in accordance with Protocol 10.01.

Protocol 11 – Training Programs

Philip Morris International has designed training programs for its employees whose activities involve the sale, distribution, storage, and shipment of Philip Morris Cigarettes, and such employees have either

conducted or participated in these training programs. Philip Morris International has notified OLAF of the curriculum for training programs, including annual refresher programs and, of the implementation of its web-based training course on Fiscal Compliance and the EC Agreement which it implemented in 2007.

For the present certification period, training will consist of a web-based training course. Philip Morris International anticipates that all of its employees pursuant to Protocol 11 will have completed the training program within two months of the date of this Certification or soon thereafter. Should OLAF wish to view the program material, Philip Morris International will provide a copy of the material upon request.

*Protocol 12 – Monitoring and Auditing Systems*

Philip Morris International has developed Anti-Contraband and Anti-Counterfeit Monitoring and Auditing Systems and designated Fiscal Compliance Coordinators to be responsible for implementing these systems in their business units, in accordance with Protocol 12.01.

*Protocol 13 – Reporting of Suspicious Activity*

Philip Morris International requires that employees report suspected violations of the EC Compliance Protocols and has created a Reporting System that permits anonymous reporting of suspected violations of the EC Compliance Protocols, in accordance with Protocol 13.

With respect to Protocol 13.04, Philip Morris International has not received any request from OLAF to interview employees or agents of Philip Morris International for purposes of giving sworn statements relating to matters covered by the Agreement.

*Protocol 14 – Distribution of Protocols*

Philip Morris International has made the EC Compliance Protocols available to all Philip Morris International employees on Philip Morris International's internal website, and has revised and consolidated its policies on the sale, distribution, storage, and shipment of Philip Morris Cigarettes and has also made such policies available on its internal website.

B. Appendix D Obligations – Tracking and Tracing Protocols

Protocol 2 – Pack and Carton Marking and Coding

In accordance with the terms of Protocol 2 of Appendix D of the Agreement and the Exhibits thereto, Philip Morris International:

- marks Packs and/or Cartons of Philip Morris Cigarettes with markings that permit a determination of the Intended Market of Retail Sale for Packs or Cartons that have those markets identified in Exhibit A-1 as the Intended Market of Retail Sale;
- has notified OLAF of those changes that have been made to Exhibits A-1, A-2 and A-4 to reflect labeling changes with respect to: markets where Philip Morris International had started selling, or is about to launch, its products; markets where Philip Morris International had recently ceased selling its products; markets for which unique market-specific labeling had previously not been in place but is now being applied; and certain other labeling clarifications and modifications;
- will provide OLAF with updated copies of the manual designed to allow for the determination of the Intended Market of Retail Sale for Philip Morris Packs;
- except as indicated below and in Exhibit A-3 and Protocol 2.05, marks all Packs or Cartons with markings that allow for the identification of the product's manufacture date, manufacturing facility, machine of manufacture, and production shift of manufacture;
- has manufactured 547,100 Master Cases of cigarette product and 179 tons of Roll-Your-Own product for the Australia domestic market with markings not fully complying with the requirement under Protocol 2.03 due to changes in local legislation in December 2012, to implement plain packaging, PMI received, in Q3 2014, Australian government approval to implement a pack coding scheme using a limited number of characters, which permits substantial, but not full, compliance with the requirements of Protocol 2.03.;
- has implemented or will implement the Pack and/or Carton Marking requirements of Protocol 2.03 for new manufacturing facilities it has acquired since July 9, 2004 within 12 months of the acquisition; and
- marks Packs and/or Cartons of Duty Free Philip Morris Cigarettes with markings, codes or other information which permit a determination of the country or region in which Philip Morris International intends such Cigarettes to be sold duty-free, in accordance with Exhibit A-5(I)(A)-(D). For the reasons set forth in its April 25, 2007 letter to [REDACTED] of OLAF, Philip Morris International is using the EU duty-free labeling for Cigarettes sold duty-free on some military bases outside the EU.
- as discussed in the 2014 Certification, uses common Pack and Carton markings for duty-free products in the following countries: United Arab Emirates, Kuwait, Bahrain, Qatar, Oman, Saudi Arabia and Yemen. Although duty-free sales in these markets exceeded one

billion units in the certification period, the United Arab Emirates, Saudi Arabia, Kuwait, Bahrain, Qatar and Oman are members of the GCC Customs Union; Yemen's addition to the GCC has been under consideration for some time. For these reasons, Philip Morris International applied uniform packaging to Packs and Cartons sold in these markets pursuant to Exhibit A-5 of Appendix D. However, the regulators in Kuwait, Bahrain, Qatar, and Oman are considering a potential change to the labeling regulations of duty-free Cigarettes in these countries. Should changes be implemented, Philip Morris International will consider adjustments to Pack and Carton markings based on these and/or other changes;

- has shipped to markets other than their original Intended Market of Retail Sale limited quantities of certain variants in order to test market demand for these brands, avoid an out of stock situation or to deplete stocks, including since the 2014 Certification:
  - to the [REDACTED] market 16,900,000 Cigarettes of *Parliament* and *Marlboro* brands originally intended for the [REDACTED];
  - to the [REDACTED] market 6,200,000 Cigarettes of *Marlboro* brand originally intended for the [REDACTED];
  - to the [REDACTED] market 6,060,000 Cigarettes of *Marlboro*, *Parliament* and *L&M* brands originally intended for the [REDACTED];
  - to the [REDACTED] market 11,670,000 Cigarettes of *Parliament* brand originally intended for the [REDACTED] of [REDACTED];
  - to the [REDACTED] market 3,600,000 Cigarettes of *L&M* and *Marlboro* brands originally intended for the [REDACTED];
  - to the [REDACTED] market 7,520,000 Cigarettes of *Marlboro* brand originally intended for the [REDACTED];
  - to the [REDACTED] market 13,540,000 Cigarettes of *L&M* brand originally intended for the [REDACTED];
  - to the [REDACTED] market 7,740,000 Cigarettes of *Marlboro* brand originally intended for the [REDACTED];
  - to the [REDACTED] market 2,120,000 Cigarettes of *Marlboro* brand originally intended for the [REDACTED];
  - to the [REDACTED] market 2,380,000 Cigarettes of *Marlboro* and *L&M* brands originally intended for the [REDACTED];
  - to the [REDACTED] market 6,480,000 Cigarettes of *Marlboro* and *L&M* brands originally intended for [REDACTED]; and

- o to the [REDACTED] 11,550,000 Cigarettes of *Chesterfield* and *Muratti* brands originally intended for [REDACTED]

These shipments were approved by the Vice President for duty-free sales and determined by him to pose little risk of diversion.

Protocol 3 – Master Case Labeling and Scanning

In accordance with the terms of Protocol 3 of Appendix D of the Agreement and the Exhibits thereto, Philip Morris International:

- marks Master Cases containing Cigarettes produced for the markets and/or by the manufacturers listed in Exhibits B-I, B-II, B-III, and B-IV with a barcode label and a human readable translation;
- scans Master Cases containing Cigarettes produced by Philip Morris International for the Tier I, Tier II (including Cigarettes produced by Third Party Manufacturers), and Tier III Markets listed in Exhibit C-II, C-III, and C-IV;
- as discussed in Philip Morris International's 2014 Certification, continues to produce Kretek Cigarettes in Indonesia subject to a temporary exception to the Master Case labeling and scanning requirements of the Tracking and Tracing Protocols of the Agreement;
- requested from OLAF on November 8, 2011, an exception from the Master Case scanning requirements of Appendix D for *Petteroes* brand Roll-Your-Own tobacco product produced for the domestic markets of Germany and Denmark and shipped directly to customers from the Scandinavian Tobacco Group factory;
- requested from OLAF on February 8, 2012, an exception from the Master Case scanning requirements of Appendix D for the former Fortune Tobacco Corporation trademarks, following the formation of a joint venture with PMI in the Philippines;
- has shipped, in the Brazil domestic market, 2,982 Master Cases without scanning (0.5% of total annual shipments) principally due to scanning system failures in two locations and misuse of the contingency. These scanning system failures have been fully resolved and warehouse operators received appropriate training;
- has experienced start-up issues with a new third party logistics provider in the Denmark domestic market, resulting in 1,980 Master Cases not being scanned or transmitted to the central database during the first 3 months of operation. These start up issues have been fully resolved;
- has shipped to the Finland domestic market 4,046 Master Cases without scanning. The affiliate and the third party logistics service provider are pursuing corrective measures to resolve operational and system issues;
- has shipped, in the Hungary domestic market, 1,256 Master Cases which were returned due to the closure of certain retailers based on



new regulations and which returned stock could not be rescanned properly when resold;

- has shipped to the Mexico domestic market 8,234 Master Cases (0.2% of the total annual shipments) without scanning mainly due to changes to the distribution model. Philip Morris International has committed to pursue additional training and monitoring on a continuous basis;
- has shipped to the Philippines domestic market 11,955 Master Cases without scanning (approximately 1.3% of the relevant annual sales volume). Philip Morris International has developed and is ensuring the implementation of an action plan to reduce the operational issues and system malfunctions responsible for scanning failures by improving training, enhancing monitoring, and providing an incentive scheme for scanning;
- has encountered, in the Russia domestic market, a failure of the scanning system in one location, which resulted in subsequent data loss for 12,635 Master Cases (0.2% of the relevant annual sales volume). New software and a contingency plan have been implemented to provide improved results. This failure to scan to the single First Purchaser does not impede Philip Morris International's second layer scanning capabilities;
- has notified OLAF of changes that have been made to Exhibits C-I to reflect markets in which Phillip Morris International had changed its distribution system from selling to a single First Purchaser to selling to multiple First Purchasers or vice versa; certain changes resulting from Philip Morris International's entry into new markets and its exit from some existing markets; modifications to its pack and carton labeling in existing markets; and exemptions sought by Philip Morris International for certain Cigarettes in certain markets;
- maintains a First Purchaser Database that is searchable by customer order or Master Case barcode number for all Tier I, Tier II (including Third Party Manufacturers), and Tier III Markets listed in Exhibits C-II, C-III, and C-IV of the Tracking and Tracing Protocols which contains the product information specified in Protocol 3.03(a)(i)-(vi);
- maintains the electronic records created in the First Purchaser Database, as well as additional records necessary to identify the sales price and the Intended Market of Retail Sale; and
- has enabled the functionality that provides the Relevant Administrations with automated Query-Only Access to the data in the First Purchaser Database.

Protocol 4 – Second Layer Tracking

In accordance with the terms of Protocol 4 of Appendix D of the Agreement, Philip Morris International:

- has developed and continues to improve Second Layer Tracking Kits, makes such kits reasonably available to any First or Subsequent Purchasers in the circumstances identified in Protocol 4.02 of

Appendix D of the Agreement, and provides training to recipients of Second Layer Tracking Kits; and

- requires that Second Layer Tracking information be maintained in the same manner as the First Purchaser Database and has enabled the functionality that provides the Relevant Administrations with access to the Second Layer Tracking information in the same manner as the First Purchaser Database.

Ongoing Research into Tracking and Tracing Technologies

In accordance with Protocols 3.01(c), 5.02, and 7.01 of Appendix D of the Agreement, Philip Morris International maintains an ongoing program of researching new technologies for Master Case labeling and scanning, as well as for Carton and/or Pack coding and scanning technologies. Philip Morris International is continuously improving and investing in the further implementation of CODENTIFY technology in its manufacturing facilities for authentication and product tracking purposes. The CODENTIFY technology permits Philip Morris International to track Cartons by associating Cartons with their original Master Case, and has proven highly effective in tracing seized Cartons back to their associated Master Cases and the First Purchaser data. Similarly, the technology also allows for the possibility to implement the tracking of the Packs associated with their original Master Case.

Currently, the status of the technology implementation is as follows:

- Pack coding technology for authentication has been implemented in 112 markets (from 66 reported in the 2014 Certification), covering more than 35% of total PMI Cigarette volume and including Duty Free.
- Carton tracking technology has been implemented in 17 manufacturing centers for specific brand variants in 100 markets (from 56 reported in the 2014 Certification) covering close to 50% of total PMI Cigarette volume and including Duty Free.
- Pack tracking technology has been implemented in 5 manufacturing centers for specific brand variants supplying 23 markets.

Philip Morris International will continue to implement CODENTIFY Pack, Carton coding and tracking systems in PMI factories in anticipation of the upcoming tracking and tracing requirements under the Tobacco Product Directive and FCTC protocol. The possibility of direct access to a smartphone application, as well as a web portal, have been successfully developed to provide the Member States and OLAF direct access to Product Authentication and Tracking and Tracing data.

**II. CONCLUSION**

Representatives of Philip Morris International have discussed several issues with the representatives of OLAF that relate to the operation of the Agreement and the movement of Cigarettes in various markets. We believe that these discussions have been very constructive and have greatly contributed to the overall success of the Agreement to date. We look forward to continuing to address in a cooperative manner the matters that have already been raised and to working with the other Parties to the Agreement to tackle new issues as they arise.

Philip Morris International is pleased to confirm that, as described above, it is in substantial compliance with the obligations of the Certified Protocols and looks forward to continuing the excellent cooperation that has characterized the conduct of the Parties and the functioning of the Agreement in furtherance of the Parties' joint efforts to substantially curb the illegal trade in Cigarettes in the European Union and elsewhere.

PHILIP MORRIS INTERNATIONAL INC.

By: 

  
Philip Morris International Inc.

