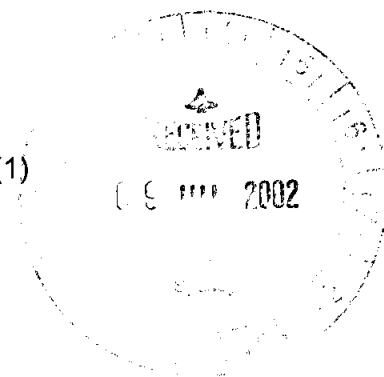


## FORM G

## COMMONWEALTH OF AUSTRALIA

TRADE PRACTICES ACT 1974 - SUB-SECTION 93(1)

## EXCLUSIVE DEALING: NOTIFICATION



To the Australian Competition and Consumer Commission:

Notice is hereby given, in accordance with sub-section 93(1) of the *Trade Practices Act 1974*, of particulars of conduct or of proposed conduct of a kind referred to in sub-section 47(2), (3), (4), (5), (6) or (7), or paragraph 47(8)(a), (b) or (c) or (9)(a), (b), (c) or (d), of that Act in which the person giving notice engages or proposes to engage.

(PLEASE READ DIRECTIONS AND NOTICE AT END OF FORM)

1. (a) Name of person giving notice  
*Caltex Australia Petroleum Pty Ltd ACN 000 032 128 ('Caltex')*  
(See Direction 2 below)
- (b) Short description of business carried on by that person  
*Caltex operates a petroleum refining and marketing business. This notice concerns all service stations operating under the Caltex and Ampol brands throughout Australia, including Caltex owned and franchised sites, and sites operated under various other arrangements between the operator of the site and Caltex ('Caltex Outlets').*
- (c) Address in Australia for service of documents on that person  
*Helen Conway, Company Secretary, Caltex Australia Petroleum Pty Ltd, MLC Centre, 19-29 Martin Place, Sydney NSW 2000.*
2. (a) Description of the goods or services in relation to the supply or acquisition of which this notice relates  
*This notice relates to Caltex 'StarCash cards', which are prepaid plastic payment cards that allow the holder of the card to purchase goods or services from participating Caltex Outlets up to the monetary value of the card.*
- (b) Description of the conduct or proposed conduct  
*Caltex sells StarCash cards to Caltex Outlets and third parties, either at face value or with a small discount plus a handling fee. Caltex Outlets on-sell StarCash cards, and third parties either on-sell or give away those cards, to end user consumers to enable those consumers to purchase fuel or non-fuel items at participating Caltex service stations in the Caltex network. Further details are set out in Confidential Attachment 1.*  
(See Direction 4 below)

3 (a) Class or classes of persons to which the conduct relates  
*The persons to which the conduct relates are Caltex, its subsidiary Calstores Pty Ltd ACN 000 175 342, Caltex's franchisees, Caltex distributors and third parties to whom Caltex supplies StarCash cards.*

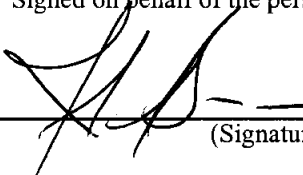
(b) Number of those persons:  
(i) At present time 2,200 (approx)  
(ii) Estimated within the next year 2,300 (approx)

(c) Where number of persons stated in item 3(b)(i) is less than 50, their names and addresses  
*Not applicable.*

4 Name and address of person authorised by the person giving this notice to provide additional information in relation to this notice  
*Helen Conway, Company Secretary, Caltex Australia Petroleum Pty Ltd, MLC Centre, 19-29 Martin Place, Sydney NSW 2000*

Date 26 JUNE, 2002

Signed on behalf of the person giving this notice

  
\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
John Banner  
(Full Name)

GENERAL MANAGER, MARKETING  
Caltex Australia Petroleum Pty Ltd

## DIRECTIONS

1. If there is insufficient space on this form for the required information, the information is to be shown on separate sheets, numbered consecutively and signed by or on behalf of the person giving the notice.
2. If the notice is given by or on behalf of a corporation, the name of the corporation is to be inserted in item 1(a), not the name of the person signing the notice and the notice is to be signed by a person authorised by the corporation to do so.
3. In item 1(b), describe that part of the business of the person giving the notice in the course of which the conduct is engaged in.
4. If particulars of a condition or of a reason of the type referred to in sub-section 47(2), (3), (4), (5), (6), (7), (8) or (9) of the *Trade Practices Act 1974* have been reduced in whole or in part to writing, a copy of the writing is to be provided with the notice.
5. In item 3(a), describe the nature of the business carried on by the persons referred to in that item.
6. In item 3(b)(ii), state an estimate of the highest number of persons with whom the person giving the notice is likely to deal in the course of engaging in the conduct at any time during the next year.

## NOTICE

If this Notification is in respect of conduct of a kind referred to in sub-section 47(6) or (7) or paragraph 47(8)(c) or (9)(d), of the *Trade Practices Act 1974* ("the Act"), it comes into force at the end of the period prescribed for the purposes of sub-section 93(7A) of the Act ("the prescribed period") unless the Commission gives a notice under sub-section 93A(2) of the Act within the prescribed period, or this notification is withdrawn.

The prescribed period is 21 days (if this notification is given on or before 30 June 1996) or 14 days (if this notification is given after 30 June 1996), starting on the day when this notification is given.

If the Commission gives a notice under sub-section 93A(2) of the Act within the prescribed period, the notification will not come into force unless the Commission, after completing the procedures in section 93A of the Act, decides not to give a notice under sub-section 93(3A) of the Act. The notification comes into force when that decision is made.

If this notification is in respect of conduct of a kind referred to in sub-section 47(2),(3), (4) or (5), or paragraph 47(8)(a) or (b) or (9)(a), (b) or (c), of the Act, it comes into force when it is given.

## CONFIDENTIAL ATTACHMENT 1

### A. PROPOSED CONDUCT

Caltex intends from time to time to sell 'StarCash cards' to third parties and to Caltex and Ampol branded service stations, including Caltex owned sites, franchised sites and various other service station sites with whom Caltex has a commercial relationship ('**Caltex Outlets**').

Each Caltex StarCash card is a prepaid plastic payment card which is pre-loaded with a specified monetary value. Each StarCash card may be used by the holder of the card to purchase fuel and non-fuel items from participating Caltex and Ampol service stations ('**Redemption Outlets**'). Some purchases using a StarCash card may be restricted to fuel only. StarCash cards are often purchased and used as a 'gift voucher' in the sense that the card can be purchased and given to another person who can then use the card to purchase fuel and non-fuel items from Redemption Outlets. Starcash cards are not redeemable for cash.

Redemption Outlets may be owned and operated by Caltex, through its subsidiary Calstores Pty Ltd ACN 000 175 342, or by third parties that enter into a franchisee or distribution arrangement with Caltex.

Third parties who elect to purchase StarCash cards from Caltex typically provide the cards to their staff as a performance incentive or supply the cards to their customers as a reward or incentive for the customer's loyalty or for making a particular purchase.

For example, a motor vehicle dealer may elect to purchase StarCash cards from Caltex with a view to providing its customers with a StarCash card for a given monetary value (e.g. \$1000) if the customer purchases a certain vehicle from the dealer during a specified promotion period. This effectively means the customer obtains a discount on the purchase price of the motor vehicle. Typically the customer receives the StarCash card when the vehicle is delivered.

A further example is where a credit card provider elects to use StarCash cards as a reward to holders of a given credit card who spend a specified amount, or obtain a certain level of 'reward credits', through using that credit card.

### B. CALTEX SUBMISSION

Caltex StarCash card is a product that offers consumers an alternate way of purchasing fuel and non-fuel items from Redemption Outlets. It also provides a convenient way for third parties to offer such products to consumers by way of rewards or special offers. In this way, consumers benefit from additional products able to be offered by third party reward and incentive programs. In addition, Caltex StarCash card is conceptually no different to any other reward offered by a third party where that reward is a product from a given corporation.

The election by third parties to offer StarCash cards as rewards or incentives to consumers is likely to encourage competitors to develop similar products in order to compete with Caltex in the market for reward and incentive products. This, in turn, will benefit consumers as a larger range of products will be on offer as incentives and rewards for purchases.

May 2002