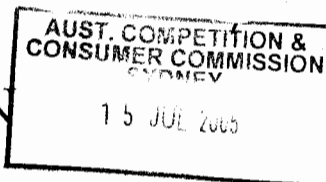


BLAKE DAWSON WALDRON

L A W Y E R S



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Sydney NSW 1225
Australia

Partner

Peter Armitage
Telephone (02) 9258 6119

Contact

Amanda Taggart
Telephone (02) 9258 5696

Our reference

PJA.AJT.02-1383-8501

15 July 2005

Mr Scott Gregson
General Manager
Adjudication Branch
ACCC
Level 7
123 Pitt Street
SYDNEY NSW 2000

Dear Mr Gregson

Form G Notifications of Exclusive Dealing Conduct

We act for Visa International Service Association.

We enclose a form G Notification of Third Line Forcing Conduct on behalf of the following entities:

- (a) Visa International Service Association; and **N91884**
- (b) Ticketek Pty Ltd. **N31409**

We also enclose a cheque in the amount of \$300.00, comprising filing fees for Visa International (at the concessional rate of \$200, as this notification is related to others lodged earlier today), as well as \$100.00 for Ticketek, which is a Pty Ltd company.

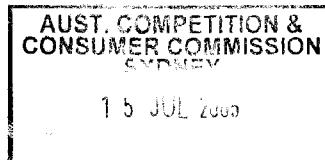
If you have any queries, please do not hesitate to contact Peter Armitage on (02) 9258 6119 or Amanda Taggart on (02) 9258 5696.

Yours faithfully

Blake Dawson Waldron

SYDNEY
MELBOURNE
BRISBANE
PERTH
CANBERRA
LONDON
PORT MORESBY
JAKARTA
SHANGHAI

112728501



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-sections 47(6) and (7) of that Act in which the person giving notice proposes to engage.

1. (a) **Name of persons giving notice:**

(i) Ticketek Pty Ltd (**Ticketek**); and N31409

(ii) Visa International Service Association (**VISA**) N91884

(b) **Short description of businesses carried on by those persons:**

(i) **Ticketek Pty Ltd**

Ticketek is in the business of providing ticketing arrangements at venues across Australia.

(ii) **VISA**

VISA is an association of financial institutions which operates a world-wide payment system in which member financial institutions offer a wide range of card-based and non-card-based payment products and services to consumers and other entities, and payment acceptance capabilities to merchants, all of which utilise VISA payment processing systems.

(c) **Address in Australia for service of documents on those persons:**

c/o – Peter Armitage
Partner
Blake Dawson Waldron
Level 35
225 George Street
SYDNEY NSW 2000

2. (a) **Description of the goods or services in relation to the supply or acquisition of which this notice relates:**

Ticketek will provide a number of offers to individuals that are holders (**Cardholders**) of a payment card (either a debit card or a credit card) bearing the VISA acceptance mark (**VISA Card**). Cardholders wishing to take advantage of the offers must use their VISA Card. The offers currently contemplated are described below:

- i) Receive a special voucher book with discounts on merchandise and food and beverages when you purchase an adult or family "one day pass" to Dreamworld in Queensland with your VISA Card via a VISA-hosted website or the VISA section of the Ticketek website;
- ii) Save up to \$25 on tickets to Thursday performances of Dirty Dancing in Sydney when paying with your VISA Card via a VISA-hosted website or the VISA section of the Ticketek website;
- iii) Save up to \$15 on "A reserve" tickets for Leo Sayer concert when paying with your VISA Card via a VISA-hosted website or the VISA section of the Ticketek website;
- iv) Buy a Sydney Symphony package offer to "American Visions" or "Russian Revolutionaries" for \$84 for B-Reserve package and \$95 for A-Reserve package, including adult ticket (for the corresponding seating / reserve section), beverage and a program when paying with your VISA Card via a VISA-hosted website or the VISA section of the Ticketek website;
- v) Buy a Sydney Symphony package offer to 'Debussy and Ravel' or 'Ode to Joy' for package prices from \$74 to \$95 (varying by performance date and seating / reserve section) including adult ticket, beverage and a program when paying with your VISA Card via a VISA-hosted website or the VISA section of the Ticketek website;
- vi) Buy a Sydney Symphony package offer to "The Shock of the New" for \$87 for B-Reserve package and \$100 for A-Reserve package, including adult ticket (for the corresponding seating / reserve section), beverage and a program when paying with your VISA Card via a VISA-hosted website or the VISA section of the Ticketek website;
- vii) Buy tickets to the opening night of "Art Sydney 2005" and receive \$10 off when paying with your VISA Card via a VISA-hosted website or the VISA section of the Ticketek website;
- viii) Buy A-Reserve tickets to Lion King performances from 4 August 2005 to 20 November 2005 in Melbourne for \$109.75 when paying with your VISA Card via a VISA-hosted website or the VISA section of the Ticketek website (these tickets are also available to the general public via other means);
- ix) Buy adult A-Reserve tickets for concession prices (\$10 saving) for Wednesday and Thursday performances of "Merchants of Bollywood" at Her Majesty's Theatre in Melbourne for tickets purchased before 7 August 2005 for performances from 18 to 30 October 2005 when paying with your VISA Card via a VISA-hosted website or the VISA section of the Ticketek website; and
- x) Buy a "Tenology" Package for Sydney, Newcastle and Melbourne performances of the Ten Tenors, including two A-Reserve tickets, a

program and CD (Tenology), for \$178 for matinee performances and \$208 for evening performances.

For convenience, the offers specified in sub-paragraphs (i) to (x) (inclusive) above are hereafter referred to as the **Ticketek Offers**.

(b) **Description of the conduct or proposed conduct:**

Background

Ticketek and VISA have established a marketing relationship in Australia to jointly promote the Ticketek Offers, to provide benefits to consumers holding VISA Cards.

Proposed conduct

Under this arrangement, VISA will enter into an arrangement with Ticketek whereby VISA Cardholders have the opportunity to take advantage of the Ticketek Offers by purchasing the relevant products or services using their VISA Card.

Access to the Ticketek Offers will usually be via a VISA-hosted website or the VISA section of the Ticketek website on condition that the Cardholder pays for the Ticketek Offers using his or her VISA Card. The purchase price of the products or services will be debited by the member financial institution that issued the relevant card to the Cardholder's account with that financial institution.

There are about 7.6 million VISA credit cards on issue in Australia. Approximately 70% of individuals in Australia that hold a credit card hold a VISA-branded credit card. 3.9 million individuals hold VISA-branded debit cards.

The proposed Ticketek Offers may constitute third line forcing pursuant to sections 47(6) and/or 47(7) of the *Trade Practices Act (Cth)*. This is because it may be argued that the Ticketek Offers will only be available to consumers if the consumers acquire the payment services of VISA.

(c) **Effects of the proposed conduct**

The effect of any third line forcing will be insignificant for the following reasons:

- (i) Approximately 70% of credit card holders in Australia have a VISA credit card and 3.9 million individuals in Australia have a Visa debit card. The proposed conduct will provide these VISA Cardholders with a benefit if they choose to take advantage of the Ticketek Offers; and
- (ii) Each Ticketek Offer is expected to run for no more than 3 months;
- (iii) VISA Cardholders are not required to take advantage of the Ticketek Offers in order to obtain tickets to the relevant events; and
- (iv) Access for persons not holding VISA Cards to tickets to events offered by Ticketek will not be limited by the Ticketek Offers.

(d) **Benefits of the proposed conduct:**

The proposed Ticketek Offers will provide VISA Cardholders, who are not an insubstantial percentage of the public and a high proportion of Cardholders generally, with discounts on various Ticketek products and services, "package deals" and other "value adds" only available when purchased with their VISA Card.

For the reasons above, there is no significant detriment to the public as a result of the proposed conduct. Any minimal detriment is substantially outweighed by the public benefits outlined above.

3. (a) **Class or classes of persons to which the conduct relates:**

VISA Cardholders.

(b) **Number of those persons:**

(i) **At present time:**

Approx 70% of the eligible population of credit card holders holds a VISA-branded card. When added to numbers of VISA debit card holders, there are approx 11.5 million VISA cards on issue in Australia.

(ii) **Estimated within the next year**

The number of VISA Cardholders is estimated to grow by 6.9% in the next year.

(c) **Where the number of persons stated in items 3(b) is less than 50, their names and addresses**

Not applicable.

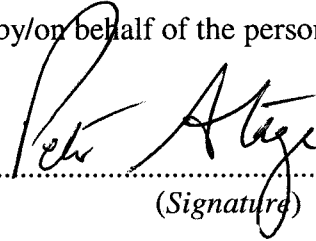
4. **Name and address of persons authorised by the person giving this notice to provide additional information in relation to this notice**

Peter Armitage
Partner
Blake Dawson Waldron
Level 35
225 George Street
SYDNEY NSW 2000

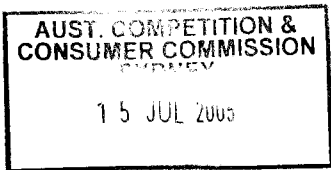
Telephone: (02) 9258 6119
Facsimile: (02) 9258 6999
Email: peter.armitage@bdw.com

Dated:

Signed by/on behalf of the person giving this notice



.....
(Signature)



N31409.

Peter James Armitage
(Full Name)

Partner, Blake Dawson Waldron
(Description)