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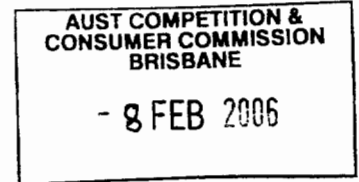
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8 February 2006

ACCC
Level 3 AAMI Building
500 Queen Street
Brisbane QLD 4000



DIBBS ABBOTT STILLMAN | LAWYERS



Our Ref: PV:KLV:2602035

Dear Sir

Notification under section 47 Trade Practices Act 1974 (Cth)

We act for Xpresso Mobile Coffee Bar Pty Ltd ("Xpresso").

Enclosed is a notification of exclusive dealing on behalf of our client, together with our cheque for the lodgment fee of \$100.00 (1 x third line forcing notification for a 'Pty Ltd' company- \$100.00).

About Xpresso

Xpresso operates a franchise system which involves a network of mobile vans that market and sell, at locations within a defined territory, premium quality coffee and associated beverages, merchandise and products under the name "Xpresso Mobile Coffee Bar".

The Xpresso Mobile Coffee Bar franchise agreements are subject to the Franchising Code of Conduct.

Xpresso proposes to allow existing franchisees and prospective franchisees the opportunity to purchase an Xpresso Mobile Coffee Cart franchise, utilising the Xpresso Mobile Coffee Bar franchise system, under which franchisees are granted the right to sell approved products such as coffee, tea and other hot and cold beverages, food and other associated products from a portable trailer cart at specific events. This new franchise will be called the Xpresso Mobile Coffee Cart franchise.

Contact
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Paul Venus

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T 61 2 6201 7222
F 61 2 6257 4011

Perth
T 61 8 9321 6533
F 61 8 9321 9123

Conduct dealt with by notification

The proposed franchise agreements for the Xpresso Mobile Coffee Cart franchise require that prospective franchisees acquire the portable trailer cart to be used in the franchise business from a company which is a related body corporate called Xpresso Mobile Coffee Cart Pty Ltd ACN 005 796 891.

The portable trailer cart is one of the key elements of the Xpresso Mobile Coffee Cart franchise image and franchise system.

Our client's notification applies to all prospective franchisees granted the Xpresso Mobile Coffee Cart franchise by Xpresso.

Xpresso Mobile Coffee Pty Ltd as trustee of the Xpresso Mobile Coffee Unit Trust will grant Xpresso Mobile Coffee Carts Pty Ltd the right to use and exploit the intellectual property comprised in the Xpresso Mobile Coffee Bar business system for the manufacture and supply of the portable trailer carts. These rights will be exclusive to Xpresso Mobile Coffee Carts Pty Ltd and only available for Xpresso Mobile Coffee Cart franchisees and the Xpresso Mobile Coffee Bar network.

In our client's view, the use of a standardised portable trailer cart would have the following effects:

1. It would ensure that only highest quality portable trailer carts, which are consistent with the Xpresso standards and image, are used by franchisees.
2. It would maintain the marketing position of the Xpresso Mobile Coffee network.
3. It would ensure that all portable trailer carts used by franchisees are of a particular safety standard and that any repairs or alterations to the portable trailer cart are carried out in a standardised manner.
4. It would result in greatly simplified administration as all portable trailer carts would comply with Xpresso standards and image. This would reduce related costs, in turn creating a more competitive franchise system.
5. It would occasion no public detriment.
6. It would have no anti-competitive effect.

Public Benefit

The proposed conduct will benefit the public in that it will reduce costs, creating a more competitive franchise system. The standardised use of a portable trailer cart by franchisees will ensure safety standards and more easily met and maintained.

Please let us know if you require further information.

Yours faithfully
DIBBS ABBOTT STILLMAN

A handwritten signature in black ink, appearing to read "Paul Venus", with a stylized flourish at the end.

Paul Venus
Partner

Encl

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D06/7393

FORM G

Regulation 9

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 subsection 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 ON BACK OF FORM)

1. (a) Name of person giving notice

Xpresso Mobile Coffee Bar Pty Ltd ACN 100 871 109 (“Xpresso”)

(See Direction 2 on the back of this Form)

- (b) Short description of business carried on by that person

Xpresso operates a franchise system which involves a network of mobile vans that market and sell, at locations within a defined territory, premium quality coffee and associated beverages, merchandise and products under the name “*Xpresso Mobile Coffee Bar*”.

- (c) Address in Australia for service of documents on that person

Suite 5, 31 Black Street, Milton Q 4064

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

The supply of franchise services called the Xpresso Mobile Coffee Cart franchise, under which franchisees are granted the right to sell approved products such as coffee, tea and other hot and cold beverages, food and other associated products from a portable trailer cart at specific events.

2.

(b) Description of the conduct or proposed conduct

Supplying or offering to supply franchises and franchise support services, on the condition that the recipient of the supply purchase the portable trailer cart from Xpresso Mobile Carts Pty Ltd for use in the conduct of its franchise.

(See Direction 4 on the back of this Form)

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

Persons who propose to enter into an Xpresso Mobile Coffee Cart franchise agreement with Xpresso.

(b) Number of those persons-

(i) At present time:

Nil

(ii) Estimated within the next year:

Less than 50.

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

The names and addresses are unable to be provided as Xpresso has not sought, nor received, applications for the franchises at this stage.


3.

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

Mr Paul Venus, Level 14, 120 Edward Street, Brisbane 4000.

Dated 8 February 2006

Signed by/on behalf of the person giving this notice



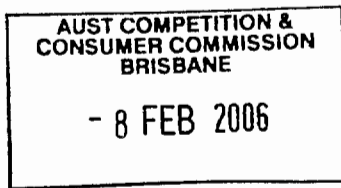
(Signature)

Paul Venus

(Full Name)

Solicitor for the applicant

(Description)



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 subsection 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 subsection 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 subsection 93 (7A) of the Act ("the prescribed period") unless the Commission gives a notice under subsection 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 subsection 93A (2) of the Act within the prescribed period, this 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 subsection 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 subsection 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.