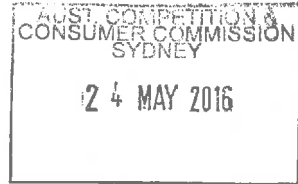


FILE No:
DOC:
MARS/PRISM:

Australian Competition & Consumer
Commission
Level 20
175 Pitt St
Sydney NSW 2000

24 May 2016



Dear Sir / Madam

Form G - Notification of Exclusive Dealing by Greencross Limited

Please find enclosed a cheque and Form G - Notification of Exclusive Dealing for the amount of \$100.00.

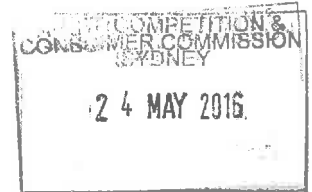
Yours sincerely

Kirsten Webb, Partner
+61 2 9353 4608
kwebb@claytonutz.com

Mihkel Wilding, Senior Associate
+61 2 9353 5814
mwilding@claytonutz.com

Enc
Our ref 608/14594/80176486

FILE No:
DOC:
MARS/PRISM:



Form G

Commonwealth of Australia
Trade Practices Act 1974 — subsection 93 (1)
NOTIFICATION OF EXCLUSIVE DEALING

To the Australian Competition and Consumer Commission:

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

PLEASE FOLLOW DIRECTIONS ON BACK OF THIS FORM

1. Applicant

- (a) *Name of person giving notice:*
(Refer to direction 2)

N99111

This notification is made on behalf of Greencross Limited

- (b) *Short description of business carried on by that person:*
(Refer to direction 3)

Greencross Limited is an integrated consumer facing pet care company with veterinary clinics, pet specialty retail stores and vet related entities in Australia and New Zealand.

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

Greencross Limited
Unit 6, 372 Eastern Valley Way
Chatswood NSW 2067

2. Notified arrangement

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

It is proposed that PetSure (Australia) Pty Ltd and the Hollard Insurance Company Pty Ltd will arrange, administer and issue pet insurance products bearing a brand owned or operated by Greencross (**Branded Insurance Products**).

The proposed arrangement relates to:

- (i) services provided by PetSure and/or Hollard in issuing the **Branded Insurance Products**; and
- (ii) goods and/or services provided by Greencross to consumers who purchase a **Branded Insurance Product**.

- (b) *Description of the conduct or proposed conduct:*
(Refer to direction 4)

Consumers who purchase a **Branded Insurance Product** will receive or will be entitled to receive benefits from Greencross (such as loyalty program membership, accrual of points redeemable for certain goods/services, vouchers and/or

entitlements to discounts and/or special gift offers or bonus offers with purchases at Greencross) (**Benefits**).

The notified conduct is as follows:

- (i) Greencross will offer to supply, and supply, Benefits to persons who acquire a Branded Insurance Product.
- (ii) Greencross may not supply Benefits to persons who have not acquired a Branded Insurance Product.

3. Persons, or classes of persons, affected or likely to be affected by the notified conduct

- (a) *Class or classes of persons to which the conduct relates:
(Refer to direction 5)*

The conduct relates to:

- (i) holders of a Branded Insurance Product;
- (ii) persons wishing to acquire a Branded Insurance Product;
- (iii) persons seeking Benefits who have not acquired a Branded Insurance Product.

- (b) *Number of those persons:*

- (i) *At present time:*

Nil

- (ii) *Estimated within the next year:
(Refer to direction 6)*

Unknown

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

N/A

4. Public benefit claims

- (a) *Arguments in support of notification:
(Refer to direction 7)*

The proposed conduct will provide the following benefits to the public:

- (i) the introduction of new insurance products in the form of the Branded Insurance Products will provide insurance customers with a broader range of insurance options offering alternative features and a range of value added benefits;
- (ii) the promotion of competition among authorised insurance providers, for example by prompting competitors of the Branded Insurance Products to provide value added benefits to the benefit of their customers;

- (iii) the promotion of competition in the pricing for products and services provided by competitors of Greencross by encouraging them to make value-added offers to their customers; and
- (iv) the availability of Benefits (such as discounted goods and services) on an optional basis to holders of the relevant Branded Insurance Products.

The significant public benefits outlined above outweigh any potential public detriment which may arise from the conduct.

(b) *Facts and evidence relied upon in support of these claims:*

Benefits from Greencross are valuable products to many retail customers and the ability to choose to acquire them without additional charge may benefit the individual customer.

The Benefits and any terms and conditions applying to the Benefits will be clearly disclosed to customers. Any change in the Benefits offered or any additional Benefit will be notified to customers at the time any particular Benefits are made available to those customers.

5. Market definition

*Provide a description of the market(s) in which the goods or services described at 2 (a) are supplied or acquired and other affected markets including: significant suppliers and acquirers; substitutes available for the relevant goods or services; any restriction on the supply or acquisition of the relevant goods or services (for example geographic or legal restrictions):
(Refer to direction 8)*

The relevant markets are:

- (i) national or more localised retail market(s) for goods or services, including veterinary services and pet specialty goods (**Retail Market(s)**); and
- (ii) the national market(s) for the provision of insurance services by authorised insurers and other related insurance products (**Insurance Market(s)**).

6. Public detriments

- (a) *Detriments to the public resulting or likely to result from the notification, in particular the likely effect of the notified conduct on the prices of the goods or services described at 2 (a) above and the prices of goods or services in other affected markets:
(Refer to direction 9)*

The proposed conduct will have no public detriment.

- (b) *Facts and evidence relevant to these detriments:*

The proposed conduct will not substantially lessen competition in the relevant markets for the following reasons:

Retail Market(s)

- (i) the retail market(s) for veterinary services and pet specialty products is highly competitive and contains a large number of competitors;

- (ii) customers not holding or applying for a Branded Insurance Product will continue to have access to loyalty program and other benefits offered by Greencross;
- (iii) customers not holding or applying for a Branded Insurance Product will continue to have access to goods and services offered for sale by Greencross at regular competitive prices and to special offers made available by Greencross from time to time.

Insurance Market(s)

- (i) competition in the Insurance Market(s) is vigorous and competitive;
- (ii) consumers have a number of choices of insurance providers;
- (iii) consumers will continue to be able to acquire Greencross veterinary services without acquiring or holding a Branded Insurance Product or any other insurance product.

7. Further information

- (a) Name, postal address and contact telephone details of the person authorised to provide additional information in relation to this notification:

Vincent Pollaers
 General Counsel & Company Secretary
 Greencross Limited
 Unit 6, 397 Eastern Valley Way
 CHATSWOOD NSW 2067

Dated..... 23 May 2016

Signed by/on behalf of the applicant

V. J. Pollaers

(Signature)

Vincent James Pollaers

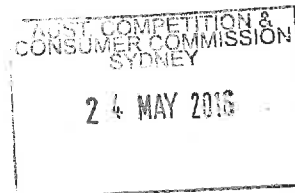
(Full Name)

Greencross Limited

(Organisation)

Company Secretary

(Position in Organisation)



DIRECTIONS

1. In lodging this form, applicants must include all information, including supporting evidence that they wish the Commission to take into account in assessing their notification.

Where there is insufficient space on this form to furnish the required information, the information is to be shown on separate sheets, numbered consecutively and signed by or on behalf of the applicant.

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. Describe that part of the business of the person giving the notice in the course of the which the conduct is engaged in.
4. If particulars of a condition or of a reason of the type referred to in section 47 of the *Competition and Consumer Act 2010* have been reduced in whole or in part to writing, a copy of the writing is to be provided with the notice.
5. Describe the business or consumers likely to be affected by the conduct.
6. State an estimate of the highest number of persons with whom the entity giving the notice is likely to deal in the course of engaging in the conduct at any time during the next year.
7. Provide details of those public benefits claimed to result or to be likely to result from the proposed conduct including quantification of those benefits where possible.
8. Provide details of the market(s) likely to be affected by the notified conduct, in particular having regard to goods or services that may be substitutes for the good or service that is the subject matter of the notification.
9. Provide details of the detriments to the public which may result from the proposed conduct including quantification of those detriments where possible.