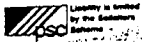


BOYD HOUSE AND PARTNERS
SOLICITORS & ATTORNEYS

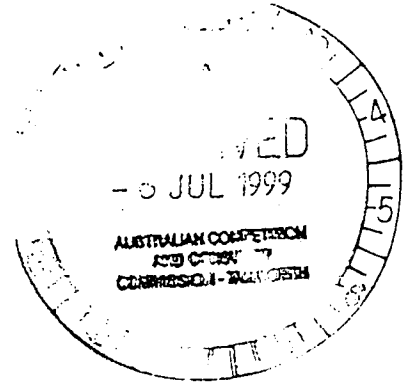


Our Ref: pwm:ksl:lh
Your Ref: ZR97/6

PH: (02) 9262 6777
INT PH: 61 2 9262 6777
FAX: (02) 9262 5757
DX: 388 SYDNEY

2 July 1999

Mr A C Julum
Manager
Tamworth Office
Australian Competition Consumer Commission
PO Box 201
TAMWORTH NSW 2340



Dear Mr Julum,

WESTERN BROADCASTERS PTY LIMITED

We refer to your correspondence of 30 June 1999.

Please find enclosed the Section 87B Undertakings dated 22 June 1999.

Yours faithfully
BOYD HOUSE & PARTNERS

Boyd House & Partners
per: Paul Marx
Partner & Notary Public

Level 7,
9 BARRACK STREET
(Between George & York streets)
SYDNEY N.S.W. 2000
AUSTRALIA

TRADE PRACTICES ACT 1974

UNDERTAKING TO THE AUSTRALIAN COMPETITION AND
CONSUMER COMMISSION

PURSUANT TO SECTION 87B

BY

WESTERN BROADCASTERS PTY LIMITED (ACN 000 037 329)

PERSON GIVING UNDERTAKING

This undertaking is given to the Australian Competition and Consumer Commission ("the Commission") by Western Broadcasters Pty Limited (ACN 000 037 329) ("Western") under section 87B of the *Trade Practices Act 1974* ("the Act").

BACKGROUND

In correspondence between representatives of the Commission and representatives of Western in November and December 1998, the Commission expressed concerns that Western's refusal from 29 February 1996 to date to provide commercial broadcast radio advertising services on the commercial radio broadcasting service known by the call sign 2DU ("2DU") to Ian James Munro trading as Tradesmen You Can Trust and Tradesmen You Can Trust Pty Limited [A.C.N. 073 782 617] (together referred to as "TYCT") may contravene section 46 of the Act in that:

- (a) Western had in 1996 and continues to have, through 2DU, a substantial degree of power in the market for the sale and purchase of commercial broadcast radio advertising services in the Dubbo Area ("the Dubbo commercial radio market");
- (b) Western's refusal to provide commercial broadcast radio advertising services on 2DU to TYCT amounted to Western taking advantage of its power in the Dubbo commercial radio market:
 - (i) from on or about 29 February 1996, for the purpose of deterring or preventing TYCT from engaging in competitive conduct in the market for the promotion of the services of professional tradesmen in the Dubbo Area

("the Dubbo tradesmen promotion market"), contrary to s.46(1)(c) of the Act; and/or

- (ii) from on or about 1 August 1997, for the purpose of substantially damaging TYCT, a competitor of Western (through its business, the Professional Trade Profile) in the Dubbo tradesmen promotion market, contrary to s.46(1)(a) of the Act.

Western has agreed to give the undertaking contained herein to the Commission under section 87B of the Act to address the Commission's concerns about Western's conduct in respect of TYCT.

The Commission has agreed to accept Western's undertaking under section 87B of the Act.

COMMENCEMENT OF UNDERTAKING

- 1. This undertaking comes into effect when:
 - (a) the undertaking is signed by Western; and
 - (b) the undertaking so signed is accepted by the Commission.

UNDERTAKING

- 2. Western will, as soon as is reasonably practicable after being requested to do so by TYCT, make available during the period of three years from the date of this undertaking (at its usual rates, charges and conditions) to TYCT, Western's commercial radio broadcasting services on 2DU, for the purpose of broadcasting advertisements ("the subject advertisements") for or on behalf of TYCT provided that:
 - (a) the subject advertisements are not contrary to law;
 - (b) the broadcast of the subject advertisements would not give rise to a breach of the Federation of Australian Radio Broadcasters Code, as endorsed by the ABA from time to time;
 - (c) the subject advertisements are broadcast at times which generally conform with Western's usual and regular programming schedule in respect of 2DU;

- (d) the content or nature of the subject advertisements relates to the promotion or advertising of TYCT's usual and regular business, being the promotion of the services of professional tradesmen to residents and business persons in and around the Dubbo Area;
- (e) TYCT complies with Western's usual requirements regarding the provision of advertising copy in a timely manner so as to permit the subject advertisements to be scheduled for broadcast at the times intended;
- (f) the technical quality of any pre-recorded material for the purposes of the subject advertisements is of a reasonably acceptable standard for broadcast on radio station 2DU;
- (g) TYCT pays the cost levied by Western for broadcasting the subject advertisements on 2DU, in accordance with Western's usual payment requirements, provided that the cost so levied is in accordance with the cost usually or reasonably levied by Western for the broadcast of the same or similar advertisements as the subject advertisements;
- (h) Western continues to be the holder of the commercial radio broadcasting service licence for 2DU;
- (i) Nothing in this undertaking requires Western to broadcast advertisements for or on behalf of TYCT at a time or times when Western would not normally broadcast advertisements on 2DU; and
- (j) TYCT is not in breach of any agreement with Western in respect of the broadcast of advertisements on 2DU including, without limitation, and provisions of such an agreement relating to payment of Western's charges for the broadcast of advertisements.

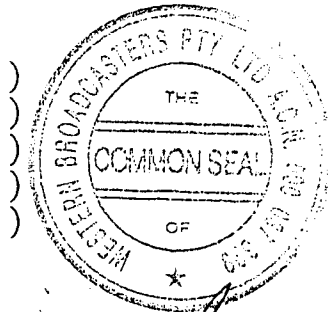
ACKNOWLEDGMENTS

3. Western acknowledges that the Commission will make this undertaking available for public inspection.
4. Western further acknowledges that the Commission will from time to time publicly refer to this undertaking, and that this undertaking will be held on a public register.

- 5. Western acknowledges that this undertaking in no way derogates from the rights and remedies available to any other person arising from the alleged conduct.

Dated: 22 June 1999.

The Common Seal of Western Broadcasters Pty Limited was duly affixed in accordance with its Memorandum and Articles of Association in the presence of:



Bill Clarke

Signature of authorised person

CHAIRMAN

Office held

BILL GEORGE CARALIS

Name of authorised person
(block letters)

Pamela Caralis

Signature of authorised person

COMPANY SECRETARY

Office held

PAMELA ANN CARALIS

Name of authorised person
(block letters)

Accepted by the Australian Competition and Consumer Commission pursuant to section 87B of the Trade Practices Act, 1974

.....
Allan Fels Chairperson

Dated: 17 July 1999.