



VISA



Commercial Card Non-Duality

P-0045

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Highly Confidential – Outside Counsel Eyes Only

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Commercial Card Non-Duality

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Non-Duality

Non Duality... The New Reality

- Be Emotionally Prepared for Abuse
- Few Members Will Choose Against Visa Out of Spite
- Commitments Will be Slower Coming... Harder to Get
- New Member Benefits Will Emerge
 - Closer Visa Partnership
 - True Payment System Competition
- Commitment and Implementation Will be Expensive to Visa... Requiring A Targeted Approach



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Objections

- What Is In This For Me?
- Limits My Ability to Respond to Client Brand Preference
- You Will Get Complacent Once You Have My Commitment
- Conversion Will Cost Me A Fortune
- Visa Arrogance... Once Again Not Sensitive to Member Needs

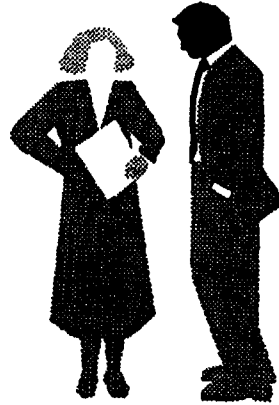
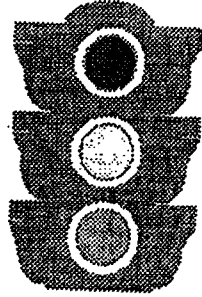


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Issues

- Inertia
- Politics
- Pricing





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Implementation Plan

- 3 Year Trial Commitment Period
- 3 Additional Years to Convert
- "Test Drive" Support for Target Members
 - Create A Low Risk Test Opportunity
- Commitment Incentive
 - Reduce/Eliminate Incremental Member Cost Associated With Brand Decision
- Create Loyalty Benefits



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Proposed Support Plan Components

- Processor Set-Up
- Cardholder/Client Notification
- Marketing Material Revision
- Distribution Set-Up and Training



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Visa Only: Consolidate Our Position

- First Banc Systems
- Core States
- U.S. National
- First Union
- Bank One
- Chase
- Wachovia
- Barnett

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Dual: Leaning Visa

- First Chicago
- NationsBank
- Key Banks

Dual: Leaning MasterCard

- Chemical
- Bank of America
- NBD
- Norwest
- Boatmans
- First Interstate



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MasterCard Only Issuers

- Citicorp
- Wells Fargo
- Marine Midland
- Bank of New York



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Other Targets: Status

- PNC
- Huntington
- First Fidelity
- Fifth Third