

6/28/96 Executive Committee

(S120)

○

CONFIDENTIAL

1) Approval of Minutes

Approved - no discussion

2) Election of Director -

Approved - no discussion

3) Meeting Dates

Kidatt EPI Board - June 19

October 16

November - may be a clash

Conflict exists

HEL is will try to work this out for exec. committee

Kidatt is no conflicts on board - just here

~~XXXXXXXXXX~~

RAN - To work out w/ EPI to cover off conflict of dates

NOT APPROVED

4) European Alliance

backgrounds - changes in environment since Cairo

- Heads of agreement laid out intentions - focussed on moving towards global brands

- on behalf mgmt -

- integration of rules, operations, systems

- licensing

- on behalf pos / brand mgmt

GOVERNMENT
DEPOSITION
EXHIBIT
751

Highly Confidential
Subject to Protective Order

EXHIBIT
GOV EXHIBIT
19

P-0296

MC 85638

CDT: Will work on a common set of goals to achieve
Simplified brand proposition

- combined acceptance logo to be applied throughout Europe - 2 year redealing effort. Old decals taken down w/in 3 1/2 years.
- Expect country by country plans - by member to be drawn up w/ EPI
- EPI will license MC-only brands in Europe
- maestro/leaves to be resolved w/in a six month period
- adopt standards for licensing consistent w/ globally applied standards - turnaround; reporting standards
- acquiring exclusives to be eliminated w/in a 3 1/2 year period.
- EPI will need to have rules that vary from global rules to reflect market conditions - That's ok.
- Brand Support - migration process support. MC will provide up to \$50m in funding. EPI marketing and promotion of brand required. Will use combined logo in promotion activity
- Acceptance - trying to improve quality + quantity of acceptance... availability @ POI, response time @ POI

Acceptance - will formalize measures w/ EPI to measure performance. will put in service level agreements...

Product Development - quarterly forum to facilitate information sharing... Europay can choose to adopt products or not. Goal is not to proliferate the number of brands for acceptance

Financial Mgmt. - will finance brands in Europe.. will consolidate billing into Europe - single bill for customers. Marketing programs/expenditures to be agreed 1st part of year.

Integrated Technology - measures, quarterly monitoring. Can terminate w/out damages for lack of support

communications - will set up process to measure communications ...

Coordination of Regulatory matters

board seats (MC has (2) in EPI). Europay nominates to the MasterCard board

Modification of Agreement

Termination :

+ Damage to brand (performance gaps, number dissemination, negligence to fulfill terms by either party)

+ Resolution process

- board sub-committee -
if not successful
- referral to board for arbitration
- U.K. law will govern

- Next steps

- MC
- board approval 6/29
- CA Board approval 7/11
- signing September
- Effect implementation 7/2/96
- Follow-ups by year-end :
 - + Macrotro / Cirrus
 - + systems development
 - + Financials

→ Walsh: World Cup - on TV in U.S. - will I see MC brand or Eurocard / MasterCard brand - COT - both but separate

Cawley: Who's in charge - all new staff *if necessary*
sounds like what I've been hearing for last 5 years?
Who's the enforcer?

ITEL: MC self-enforces on its own side. - Quantified performance standards... like a franchising agmt ... very specific, quantified performance requirements are attached

Cawley: like determine if measures/goals are met?

HEL: We're agreeing together the measures on an upfront basis

Cawley: MC only controls if EPI decides... concerned about endless debates about whether or not targets have been achieved

HEL: Joint establishment + review of papers

Rickolt: This concludes 2 years of dialogue. Need to have trust. ~~we~~ we have to have trust. Tice was a tremendous ambassador for MC in Sicily.

When people Chemistry is not right - ~~no~~ no contract will help you. Go on ahead - jointly - hand in hand - to do the right thing.

Merged logos will help recognition but will preserve invested recognition.

Joined forces will lead us forward in right direction to capitalize ~~on~~ on a number of strong ~~positions~~ market positions.

Have worked through issues ~~to~~ with members to achieve this point. ~~we~~

Have now a basis -- a 10 year contract to repudiate a joint appearance in the market place.

Need consistency now. ^{in for} In fact consistency now want to become the winning team... joint effort based on trust and confidence

Cawley: Don't question sincerity
 10 years are a long time - no one here today will be
 If MC or SPI are not happy... award table
 Is there any clause that lets Franchisor table
 to tell franchisee what to do.

HEL: Have performance measures that will be reviewed
 annually. Hard core, measurable facts
 geared toward improving acceptance +
 brand prominence w/in region

Cawley: How does this differ from today's governance
 structure

HEL: Very comparable... with exception of MC
 staff involvement. Eliminates exclusives

Cawley: You said there are substantial differences -
 what are they?

points of difference

HEL:

- licensing criteria
- service level measures
- measures for acceptance + brand
- marketing plans
- speed mktg expenditures
- changes in licensing
- elimination of exclusives

Guthrie: override - does this exist?

HEL: Not so simple - have to ~~offer~~ prove damage to the brand then we'd need to go through arbitration process

Guthrie: Feeling that we're going in on things we agreed in governance project. For example, going option: not to adopt a product

CDT: Thom Acceptance of a global product would be mandatory. But EPI doesn't have to issue the product

HEL: EPI has committed that they will support global products. 633 record case - will not exist in the future. EPI will have to support global products from a systems/brand/acceptance perspective - they just wouldn't have to issue it.

Wash: ~~would we be considered~~ precluded from

Rosen: ~~there~~ ^{Hear} genuine desire to support a global brand - but timelines say a different story. seem real long - seems that we'll lose to the competition

HEL: Member visits indicate that people don't intend to wait (3) years to implement the deal. Outlying areas would be done later - central areas would be done sooner

Kyros: Maestro, Cirrus - no resolution
If it took us 2 years to get to 3 1/2 years - what's going to happen here? Concerned that ~~our~~ chance of success will be remote.

HEL: Would see Maestro to ATM + single global, 105 Mark. Will move this along quickly. Agreement solidifies commitment. veto rights - are an obstacle

Grethen: What happens if there is no agreement on Maestro in six months? Binding ourselves to 10 year agreement w/out anything on the debit side. People are investing heavily. Totally opposed to veto rights on European side w/ respect to Maestro.

Is there an opt out clause in MC agreement - in event we can't reach closure on Maestro in six months.

Concerned we'll be locked in a MC side and we'll be nowhere on debit... bumbo
Members are investing heavily in Maestro

(9)

HEL: if Exec. Committee wants - would try to put in an opt out clause

Richard: Veto rights agreed in principle out into eternity. Picholt - we want Maestro to become THE DEBT MARK... would see a short list of veto rights

people who have enormous investment in debt want to make sure we ~~we~~ achieve something on debt side as we did on credit side.

must be in line w/ expectations

Cannot enforce veto rights if you want to bring about economic reality. ~~Agreement needs w/ Maestro~~

Greiner: Contravenes governance.

HEL: - only problem on Maestro is the hardwired veto
- Have not agreed reduction of ~~scope~~ scope of veto
- we need to encourage more members to join Maestro & sit at the MI board... is the reverse to what is needed
later

- Reviewed proxy w/ members - more support - more representation
- biggest stumbling block is the veto
- would he willing to accept a mandate from this group to conclude Maestros in 6 months

Vieglin - Why isn't agreement taken as a whole?

ITEL - Risked achieving nothing as Germans not on board w/ Maestros

Cawley - Does ECU Board understand that the franchise is now sovereign (i.e., independent)

Richard - Independent company w/ surmounts.....
Banks are giving up a lot of their birth rate and entering into w/ an international company
Giving up "E". Germany's biggest contribution are the savings banks! Savings banks renewing ~~strong~~ portfolios. Effective implementation time frame will be 1 to 2 years.

Tice - Credit card - got to have acceptance - as you build acceptance - profits go up
would leave some of the staff to work out

over next six months. Let staff do their thing. (16)

Cawley: This is all talk.

Some in hurry while we're still fiddling
(over past years - have used \$1mm Visa
Cards. Hated doing that). ~~Seems counterproductive~~

Walsh: seems counterproductive that we can't get things done in
will be bothered not to see MC signage ^{Europe}
Solo at next world cup ^{like}
ⁱⁿ
^{Other}
^{region}

When will we be just MasterCard?

Her: Some hurry. But not fiddling. Assume
you will see better acceptance.

(signage, timeliness, etc. ~~is~~) Don't

think you'd face some licensing problems
or acceptance problems post-agreement.

Both situations called to under agreement
Under measures / problem resolution / performance
agreements.

Need to go into this w/ mindset that we have
to make progress in debt arena. Very
important to Europe given their investment
in debt - two way street - Encouraged
that we can resolve this in ~~scope~~
6 months. Must come to agreement or veto

Cawley - by sovereignty mean independence

Richard: Believe EPI has given up independence
 Like swimming up stream - if this
 doesn't work ... will give up. Must
 concentrate on future. We need to
 make sure we bring everything to the
 table we can to make this successful

Cawley: Believes acceptance move will improve

Tan Sri Dato Loq: Believes there is genuine sincerity
 on part of EPI to make this work. Want
 to have some assurance that once
 agreement made on Maestro/Cirrus -
 that EPI support it fully. Especially acceptance

Richard: Wants some acceptance everywhere for
 POS debit ... in every region
 This will be delivered..

Saunders: Always ~~is~~ easier to build a new house
 than renovate an old one. Won't
 get anywhere further than we are
 now ...

Approved:

- All approved with 6 month amendment

Rickardville: good discussion.

Need to focus on organizing and orchestrating the communication. Pragmatically -

Day today
need to implement
owners

as you detail the agreement -- think about how you want to communicate this. Handle it carefully. -- the communication and processing the agreement.

HEL: assuming there's a posture discussion at the board + at the GSI board... ~~could~~ need to ~~not~~ neutralize bad press that came out recently ... need to orchestrate joint announcement.

Richolt: Two CEO's need to make sure this is working

#5 Treasury activity policy

Walsh: Credit Committee discussed parameters with respect to investment / risk policies from every area for capital we're generating

Derivatives are ~~they~~ included

Walsh: In summary - reviewed a positive step forward in policy that will help us manage our capital position w/out undue risk. Improved timeliness... informed risk management. Policy developed at a sufficient level of detail. will have periodic reviews. Audit Committee recommends policy for approval..

Considerable amount of questioning at the Committee. Policy is as secure as policies you'd find in most institutions. Recommend for approval

Moved & seconded

Richolt: Surprised not to see a secondary signature required - very conservative. It's proved useful in the past...

Walsh: Can we implement a second signature?

Meloney: No problem

Greenawalt: Did audit committee look @ who we're giving this power to?

Walsh: Bill Jacobs assured Committee there was the requisite experience on staff. Suggested adding to staff to handle - But determined this wasn't necessary. Don't want employees to become investment bankers

HEL: ^{Signatories} Signatories by authority level - could be notified to the board

Walsh: Norton to be collecting signatures

Greenawalt: Periodically ~~the~~ Audit Committee has presentations by senior managers to develop a comfort level w/ the staff

Walsh: Process started a year ago. Intend to do this w/ all the respective areas... this began under Jack Antonini's tenure

HEL: members of Committee

Walsh: Hoch, Wall, Rissen, Tice, Timko, Saunders approved w/ ~~some~~ amendment

6 revolving Credit Facility

- \$50mm → \$300mm (intra-day) → more prompt payment of acquirers — can pay by lpm. overdraft protection. No cost to MasterCard

- \$25mm → \$100mm — to protect in event of failure. cost/year of \$60,000

Richard — what is experience --

Moloney — only major failure was BCCI... usually problems run in \$2-3mm range

Richardville — please be very prudent... will want to be very careful of some acquirers

Greenawald — prompt payment — is this because we have outgrown capacity
part 1
Competitor pays more promptly

Moloney — No cost, more competitive payment policy, better service to all acquirers.

Greenawalt: 2nd to cover over night feature connect

Meloney: Yes!

Greenawalt - no other use?

Meloney - none

Approved. Minutes to reflect last point

Election of Census Directors

Approved.

6.

Competitive Discussion

U.S. - majority felt it necessary to restrict - protect insurance

LA - situation would vary... global board should delegate to region. Split - global board shouldn't dictate / competition; members should be "managed"... Visa + other pre-existing. Members cannot compete in gpc unless programs meet conditions determined by input... no damage to brand or to acceptance or membership in general should be mandated globally

Issues to take on board

① font size too small

- see what was produced
- compare to standards

② PC training

- list of presenters at each

ME/A - ① would like to handle as a regional board
reiteration of support for MC as a global program
reserved right to pass rules at a future date

- ② want to return to board w/ terms, conditions, requirements
recommendations on how to handle
- Did not want to pass a non-competitive stand
 - will not solicit against existing card base
 - will not subsidize merchant discount fees

- Canada - ① would like authority
- ② ~~the~~ policy of ^{no} participation in competing programs
(including Visa + Amex)
 - ③ pre-existing conditions to be taken into
consideration
 - ④ want to come back w/ terms + conditions

EPI - If institution decided to go... no rule would
impede. best direction is to do more -
deliver quality at lowest cost. No official
policy at this time. Make EPI more attractive

ATP ① July 9 meeting - little interest in a formal
exclusion of Amex option.

no prohibitions, or
no vote

REDACTED

Open brand / open choice side of equation
business-based w/ legal consideration

2

REDACTED

REDACTED

Greenawald: This is not a 90/10...

Members said nothing in (2) regions

close vote in (1) region

15/6 in U.S.

members are not unified on this on our boards

Boylan: Products other than cards - can't just cherry pick what is dealing w/ Amex or not
Need to make it very very clear

REDACTED

TSR history: Don't want to have a double standard due to uneven handling. "Injury"

REDACTED

Cawley: Get a strong enough U.S. member - don't know how you handle this. member will be member.

Hever: Imposing largest IS in U.S. 12/15 favored prohibition.

- Welch: U.S. board - believed there should be autonomy
- believed they had a responsibility to other regions to hold the line
- 75% in favor of freedom by policy - not by rule

HEL: Regional governance works... flexibility for regional rules/policies.

A firm prohibition against a competitor ... can't be legislated. Free market wins at the end of the day

Hel: ① would expect 5-10 large users to take up
This night

② Don't believe there would be any meaningful
transference of Visa Cards - would be
really expensive

③ Financial health in U.S. depends on
mail share. 18 month lag effect

④ w/out prohibitions - large Visa composite banks
would take ~~prohibitions~~ ^{it} out on us... retribution

⑤ w/ prohibitions - may be easiest out near term:

REDACTED

⑥ should look at Hayes decision potential.

U.S. decision
is for the
recapture
of mail
share over the
short to medium
term

Zegler: Had indemnity in AT&T situation -
would members in region being protected?

REDACTED

HEL: w/ so many boards voting against no inhibition...
would see this as a U.S. Region Board decision

Mendez

EMV
ESH: ~~Board~~
~~financially~~ - ~~liable~~
compliance of governance, branding

Mendez - all going well...
Pilot is positive

Governance

- all MC members globally will have reports to Maos + Spandex
- shared value reports in all unvoled territories

Issues

- interlocking circles
- governance by MC board
- CEO appointment by MCI
- 51-1. ownership at a minimum
- Rules that govern the point of sale
- Mendez shared value ~~process~~
- Access to Maos / Spandex w/ proprietary ~~process~~
- IPR - intellectual property rights
- Try to resolve issues
- Buy vs. build
- special mtg of exec committee to decide

Greenawalt: - no numbers
 - need compelling case to determine
 if this is a good decision versus
 other investment opportunities

HEL: afraid of independent initiatives
 that could take us out of
 this permanently.

Must try to articulate to this board

Does this option help position us on a viable
 foundation - or do we have to build our own

substantial progress made to date on 8 items -
 expect good progress

Ziefen: Usa - what happened there? How is it that
 we're back in the fray? What about IPR?

HEL: Usa looked at this for 9 months
 Natwest walked - (name, Microsoft as part of
 due diligence.)
 IPR - would transfer to MC.

Walden: When would meeting be called - Caldwell

HEL: ~~Could do in October~~ could do in October -
 could do by phone. Natwest had
 wanted us to go for decision now -
 couldn't do it... not far enough
 along.

HEL: Why do they want to go so fast?

Don't know - maybe that is tied to contracts/ expiry dates... have paid them a \$1mm good faith payment

ledw: need more info:

- 1) Swindon Pilot - consumer/merchant behavior economics
- 2) Clipse - electronic purse - similar product - are there (2) products to be competitive or complementary

HEL: will get all facts on Swindon -
Don't have to have Mondex to use platform which could serve for proprietary pre-pay products

Richard: would want to have document at least (2) weeks in advance

HEL: sorry about lateness of this info

Greenawalt: Please share specifics of technical review... ~~the~~ MAOS as

Advanced item - hope or a reality.
Everyone believes they is in future - is this
a leapfrog technology.

What is MC's role in this thing? compatibility?
Don't move for movement's sake. want to
be sure this is the right way to go.

HEL: Financial side of transaction has changed
dramatically. Will look at cost tradeoffs
between doing it now vs. building our own
~~for~~ and going to market in 3+ years.

6/29/96 Executive Committee

Pressures to Focus

vs.

Pressures to Expand

HA: Provocative

Not answers

Trying to frame

1st discussion

welcome all ideas/all the guts

Open to any answer

Process will take a year

MCS:

① Market concentration - 25-30 countries account for bulk
lead in 8

② 40 of top 50
institutions - U.S.

8 of top 10 = U.S.

16 of top 20 = U.S.

} revenue volume dimensions

③ Expects w/ excellence - need

service diversification

Deliver core credit card franchise really well

Focus vs. Expand...

④ Scenario Views

1. U.S. Credit - U.S. consumer

- single product

- selected key destination markets / acceptance

- Retrenchment

- monopolist

- financially / very attractive

Scenario II - Global Credit only / financially sustainable

91% of product revenues from Standard + Gold

5% cross

4% is everything else

Scenario III - Global Card Payments

Scenario IV - agreement + leadership role

Global Payments + information

Significant expansion of scope

as we have connectivity + resources

Walsh: In Scenario III - who would be generating the \$1.8mm in 2001?

Johnson: More diversified customer base - but still some concentration in traditional members wouldn't see 1,000 members as key contributors would be a different type of member structure

Walsh: will potential ~~the~~ competitors w/ more ~~members~~ access to membership be expanding member base

Froehbart: opening ~~to~~ ~~network~~ MasterCard to Discover: +4 to 5 share points and more revenue + more volume

As a financial win-win ...
we should talk about adding a
competitor

Walsh: Can we get there w/out allowing discovery/other entry?

Falkhart: Can get there with technical excellence, etc...
w/out opening up to competitors

Griffith: Would not necessarily open up to competitors
Should evolve from III to IV.....

Richolt: + Two books.

① Be profitable

② Satisfy member needs

- + Not yet fully #III?
- + Do we want to become #IV?
- + We are brand oriented organization today. #IV
- + Changes the character of organization. moves
away from basics.
- + Daimler Benz - weakness came when they moved
into other sectors besides cars
- + Perhaps - concentrate on things that are
more directly relevant to our payments
systems



Greiner: Agree you need to concentrate on what you're good at
 but - we are in data processing, communications, etc.
 but we need volume. Need to look at different
 things. If you don't want to think about #14 -
 we have no alternative. IV reflects trends.
 Have to see how we can finance ourselves.
 Leverage our capabilities in information.....
 Core business ma; not get us there alone

Richard: Have to concentrate on what we want.
 need to concentrate on needs of members - cater for
 needs of members.

Greiner: Take Gene's assertion re: Discover. In Argentina
 need cards for non-credit worthy customers

Rogers: Need to drive from customer
 perspective. Customer will determine
 how they access you... must provide the
 technical options. Customer control/drive

Saunders. Who's ^{do} fail - who's ^{do} ~~dig~~ ... Should me dictate?
 or should ~~constit~~ constituency dictate. Constituency
 is very diverse worldwide. Everyone's objectives
 are different. brand is single connection. by reputation -
 restricted from being in deposit access.

There's a balance ^{deposits - access} issue -

Question is - how much of what do you do?
 how do you organize what needs
 of specific members are?

Greenawalt: Co concentration significantly different today from 5 years ago for revenue

Leibhart: 5 years ago - concentration was still in U.S. but revenue sources were more dispersed

Greenawalt: Need to go where top 50 wants to go?
~~If something~~ Have to look in prism -

US - \$200MM in revenue

Leibhart: would be easier to compete against Discover if you took out one of his differentiating lines (Novus)

Tan Sri Dato Lay: 70%
50 owners in U.S. provide 70% of revenue
Can't depend on U.S. users to pay for everything
Need to fund technology?
Where will we get money?
Have to go out & look for it
Want to grow portfolio - target up end users w/ cash cards - that evolve to credit cards
If we don't have a paradigm shift... going to be hard to compete

Millions of customers in small banks.
Very fearful of Amex. We're lacking central

processing so we don't have ability to support small players. Huge market out there. need to reach small guys.

need to develop products for less credit rating customers.
Start small - then grow

Mago Clinic - looking to A/P to make money.

MIT - going to China - want to start program there

world has changed. Have to have an open mind.

A/P - growth there for ~~the~~ next 30 years.

We are a global company

Dr. Fabrice Douville: + You are clearly talking about credit
+ in Europe - clearly talking about easy access to accounts

+ Access is very important

+ Rule of mass market is that you have to be lowest cost producer ... therefore need volume. Orinover merger would make sense

+ Hard to stay ahead ... new developments quickly replicated

+ Different opinions w/ major difference to selling credit + selling secure access to accounts

+ would like this incorporated in paper

Orlthad: Merchants in Germany - nice Approx/ medium to high priced merchandise - refuse to sell to people about cash.

Action to be done in regions where credit is not strong.

P. Savardville: Credit is sold to customers but not primarily through credit card structure

w/ respect to merchants - merchants want to combine part technology w/ data collection capabilities ... BUT

merchants know little about customers ... want to generate loyalty ... need data to support loyalty programs.

- Payment will be complementary to other functions and not the other way around...

Greenwalt: ① mixed.....why homogenize? Thump

② where again its ~~support~~ all getting into global payments ... what are the revenue and cost dynamics? Where is the revenue all going to come from?

Cost / structure is really important.

Can't willy nilly become all things to all people. Need to be careful of + line

up w/ our competitors

make sure you're not drilling for oil & coming up dry - Choose carefully. There will be a lot of fallout

HEC: ~~30~~ Staff has no hidden agenda
Elements of #III + #IV we must pursue
Does anyone believe we need to keep #I + #II alive

Tice: No. ~~expense~~ Big asset you have is connectivity
Joe + Rich feel they're paying premiums.
But do need to pay some premiums to make sure I + II succeed

Saunders: Not saying that. Have to expand. Have to invest in expansion. Need to do this.
Want to take a limited amount of financial + intellectual capital, need to at least develop things to fund ^{new} strengths. But don't take your eye off the store. Need to mend the stores
and focus on opportunities

Walsh: III + IV are way to go. Investment levels are not spelled out in black + white - not clear

HEC: Right. need to refine

Ledw: are an overall banking association - need to remember that

Scudder: Agree & bet. -- but only to the ~~extent~~ extent that banking community is willing to invest enough in this business to make a go of it

top 100 banks today are non-banks - 6 of top 10 are non banks.

also - how did we allow Misrovy become what they ~~became~~ became. How did we allow this to happen

Walsh: Agree. would need to look at full competitive scope... We are focusing on selves internally ... only 1 in top 10 in Visa is a non-bank...

Could jeopardize bank loyalty if we opened up membership. Keep this in mind

Greiner: What would Visa do? #14. If we don't accept #14 - going to lose banks & members who are interested

HEL: Could take each scenario & line up against

- | | |
|--------------|--|
| Discovery #1 | each scenario.... |
| Amer #2 | Visa differences at P&L level |
| MC #3 | - local assessment capability |
| Visa #4 | - Regional processing capacity/factory |
| | - European Region w/WH |
| REPAT. COST | repatriation of earnings |
| | - Have a strong balance sheet |

McGuinn: consistent views generally

- what about II, VI, VII, VIII??

- would like to see other scenarios... even if there's overlap.

- What are the strategies of Visa, Amex, Discover
- maybe consistent to focus on credit card in ATP and electronic commerce - elsewhere

payment system → information company → or something different

Richardville: What do our customers think of us?

How do they perceive us?

Why do people "love" us vs. Visa

Managing perception - beer provides a good example

Heineken = premium beer outside Holland & avg beer in Holland

How we organize ourselves also makes a difference.

missed that in here

missed

~~Customer & Data Analysis~~

Richardville: Background matters a lot

McGuinn: who will future competitors be? why

Greenawalt: ~~forecasting~~

6 of TOP 10 = non-bank banks + weren't there 6 years ago

1 of TOP 10 = Visa

Break w/ paradigms of fact - that may be where the opportunity is

HEL: Banks have changed too over time

Flush ~~Flush~~ w/ Capital

McQuinn: Returning it to shareholders as there's no where to invest it properly...

HEL: Maybe we could find attractive investment opportunities for banks

Li Bourdaille: Lots of rules + regs... perfection... but now more open to competition

Richard: Key of business are dependant on a certain "monopoly" - the payments business. Why Visa's ~~leads~~ leads - maybe they cater better to banks than we do..... make sure main distributors are convinced that we're providing the right answers + we're doing it better than our competitors

Liesler: Appendix - 5 Why the difference?

Lockhart: imbalance betwn share + revenue - driven by local assessments - great discussion
Staff has a lot of
Staff has a lot of ?

- ① Define I, II, others
- ② Look at greater detail at what we really know about competitors
Where are they vs. I, II, III ...
What are their objectives
- ③ Needs differences
 - MSF - entrepreneurial
 - monoline credit card business
 - multi service banks
Service banks
 What are common needs? Back to ^{financial} connectivity.
- ④ Really good @ III or IV -
dimension financials - +
What else we have to be
really good at
- ⑤ ^{paint} other scenarios - need
debate of scenarios

Watch: - If you paint other scenarios -
would you also look
at business loss + change

- Should we consider possibility of some sort (Kandori's point)

(37)

- should we consider doing something in
activity business? relates to connectivity
again - what's the cost