



Introducing the Giftex Prepay Network

independent intelligence

Improve performance with the world's professional network in prepaid

2009

how does it work?

The Giftex Prepaid Network is the prepaid industry's only Professional Network.

Membership improves the business and personal performance of Members through:

- Research and intelligence
- Events and networking
- Consultancy and advice

Members use the Network as a:

- Means of enhancing a competitive edge
- Source of contacts with the right people
- Catalyst for innovation and best practice
- Stimulus for making better decisions

what are my membership options?

Premier Membership enables participation in activities and events on a global basis and provides a high level of personalised support from the Network team.

Standard Membership provides a range of benefits suitable to companies in a specific region and who require a lower level of ongoing support and advice.

what do I get for my investment?

Members have access to an extensive range of benefits which help improve business performance. Membership entitles members to three components:

Research & Intelligence

Members receive exclusive access to the world's largest and most relevant on-line library of intelligence on the prepaid and gift card market. It contains original research from the Giftex Prepay research team as well as research purchased and collected from other prepaid publications from around the world. Contents can be easily imported to your reports and presentations and when combined with our Members-only weekly e-publication, Global Prepay Intelligence, will keep up to date with the latest trends, newest products and most exciting developments in prepaid.

Events & Networking

Members participate in meetings and events to discuss and debate all aspects of the emerging prepaid market. Regular interactive sessions, held in a variety of Regional locations in Europe, America and Asia, encourage knowledge sharing and stimulate innovation in a relaxed and entertaining environment. Members can request personal introductions not only to other Members but also to prospective buyers of their services or providers of solutions to their prepaid problems.

Consultancy & Advice

Members receive practical support in structuring and implementing ideas and programmes from some of the industry's leading prepaid specialists.

who will I be joining?

The Giftex Prepay Network currently has over 40 members worldwide, including major names in retail, card processing and card manufacturing.

These members are at the forefront of gift and prepay in eleven countries and four continents.

why should I join?

Membership is not for everyone.

But if you want to accelerate your business performance, especially with an international focus, then an investment in Network membership will produce excellent returns.

90% of Network Members that remain in the industry renew each year. To join them and start to experience the benefits of Network Membership for you and your organisation, contact Casey at

Casey.mcgrath@giftexprepay.com.

She will send you your Welcome Pack and introduce you to our Members right away.

Membership Benefits



Membership entitles you to benefits according to the membership level you select - Premier or Standard.

Features	Benefits	Premier Membership	Standard Membership
1. Research and Intelligence			
Insight Letter	<ul style="list-style-type: none"> An insightful, topical and thought provoking resource featuring Member announcements, industry news and prepaid events listing Requested by over 2,000 registered recipients around the world; distributed every three weeks 	<ul style="list-style-type: none"> Promote Member services, news, announcements Gain fresh perspective 	<ul style="list-style-type: none"> Included Included
Weekly Research Bulletin ('IQ')	<ul style="list-style-type: none"> A professionally produced, research-based publication exclusively available to Members, delivered weekly Focused on prepaid featuring subject matter experts and comments from Members Contains latest information on market developments including country reviews, company profiles, best practice case studies and the latest products and applications in prepaid An invaluable and authoritative reference source for anyone involved in the prepaid industry 	<ul style="list-style-type: none"> Learn latest intelligence Share intelligence with colleagues and clients easily and inexpensively Track competitors' activities Discover new ideas, case studies Establish your reputation as a source of intelligence in prepaid 	<ul style="list-style-type: none"> Electronic copy to up to ten nominated Member employees Free printed and bound indexed Yearbook containing 50 issues Electronic copy to two nominated Member employees Printed and bound indexed Yearbook containing 50 issues available at \$1,000
Intelligence Database	<ul style="list-style-type: none"> World's largest and most relevant on-line library of intelligence on the prepaid and gift card market Continuously updated by Giftex Prepays' premier market research team as well as other published information Exclusively available to Network Members 	<ul style="list-style-type: none"> Make better decisions Reduce risk Enhance quality of reports and presentations Be known as a resource 	<ul style="list-style-type: none"> Included included
Documentation Support	<ul style="list-style-type: none"> Documents produced by Giftex Prepay's support team containing extracts from the Members Library in a format suitable for inclusion in presentations, proposals and business cases 	<ul style="list-style-type: none"> Enhance quality of sales, marketing and other documentation Manage time wisely 	<ul style="list-style-type: none"> Included Available for additional fee, \$100/£50/€75 per hour
Personalized Membership Plan	<ul style="list-style-type: none"> Consultation conducted to identify Members' primary objectives, concerns and issues Written plan reinforcing specific and actionable activities designed to help Members achieve their goals Annual Member review to benchmark progress 	<ul style="list-style-type: none"> Gain clear description of source of value from Membership 	<ul style="list-style-type: none"> Included Included
Customized Research	<ul style="list-style-type: none"> On-line, in -market, telephone or focus group research for members to help identify opportunities, resolve business problems or support marketing activities Executed by dedicated team of qualified research staff including three professors of marketing and world's leading prepaid research specialist 	<ul style="list-style-type: none"> Make better decisions Promote services more effectively Identify and enhance your unique positioning 	<ul style="list-style-type: none"> Available for additional charge (25% discount) Available for additional charge (10% discount)
2. Events and Networking			
Welcome Pack	<ul style="list-style-type: none"> Contact list of all Members Members' company listing on web site, IQ and White Papers E-mail welcome introduction to Network Members Copy of The Fundamentals of Prepaid, a unique book designed to bring Members up to speed on consumer behaviour, current trends and industry developments 	<ul style="list-style-type: none"> Add value to colleagues Learn the basics 	<ul style="list-style-type: none"> Included Included
Events	<ul style="list-style-type: none"> Specialized Member-only meetings designed to enable learning and stimulate innovation using distinctive facilitation techniques and tools Highly interactive sessions to encourage knowledge sharing and relationship building between Members Renowned industry speakers featured from the world of prepaid and gift cards Presented in North America, Europe and Asia Pac Regions 	<ul style="list-style-type: none"> Save on attendance at commercial events Learn about best practice and new innovations in exclusive, safe environment Stimulate new ideas and thinking Build relationships and reputations 	<ul style="list-style-type: none"> First two delegates free at events in any region, Europe, North America and Asia Pacific Additional attendees \$200/£100/€125 per event First delegate free at events in local region, either Europe, North America OR Asia Pacific Additional attendees \$400/£200/€250 per event
Social Networking	<ul style="list-style-type: none"> Entertaining, intimate post-meeting events to expand and enhance contacts Exclusively for Members and selected guests 	<ul style="list-style-type: none"> Build relationships in enjoyable context Increase sales 	<ul style="list-style-type: none"> Included Included

Features		Benefits	Premier Membership	Standard Membership
2. Events and Networking continued				
Introduction Campaign	<ul style="list-style-type: none"> Connections with thousands of potential partners, customers and vendors worldwide Selected by Member from the database of Global CEO's personal contacts Initial introductions via email with CEO's personal endorsement 	<ul style="list-style-type: none"> Increase sales Gain exposure Fill the sales pipeline 	Unlimited personal introductions	Up to two personal introductions per month
Promotional Presentations	<ul style="list-style-type: none"> Presentation opportunities at Member meetings to introduce Member products and services Ability to feature products and services in various Giftex Prepay communications Additional presentation opportunities available via exclusive networking within our Network 	<ul style="list-style-type: none"> Increase sales 	Included in Membership, subject to content approval Preference given to Premier Members	Included in Membership, subject to content approval for up to two opportunities per year.
Shared Knowledge	<ul style="list-style-type: none"> Insight and experiences derived from exchanges between Members to enable learning from the experiences, mistakes and successes of others "Up to the minute" information about what is new, exciting or innovative in prepaid 	<ul style="list-style-type: none"> Gain access to prospects Remain competitive Become competitive 	Included	Included
PR Support	<ul style="list-style-type: none"> Press releases delivered on your behalf to hundreds of up to date contacts in prepaid media around the world Feedback on content of press releases by in-house specialist PR resource 	<ul style="list-style-type: none"> Reduce cost of creating media contact database Enhance relevance of press releases 	Included	Available at \$500/£250/€375 per release
Inclusion in Prepaid Directory	<ul style="list-style-type: none"> Inclusion in the definitive guide to "Who's Who" in Prepaid Listed on Intelligence Database 	<ul style="list-style-type: none"> Obtain sales leads Obtain partner leads Obtain supplier leads Gain market knowledge 	Included, advertorial	Included
Awards	<ul style="list-style-type: none"> Participation in the prestigious annual Prepaid Awards ceremony, the ONLY awards ceremony solely focused on recognizing excellence in Prepaid Exposure on your products and services via nominations or sponsorships Add value to current clients at an exclusive Black Tie gala dinner 	<ul style="list-style-type: none"> Add value to clients Learn about best practice 	10% reduction in price of tables, 25% reduction in sponsorship price	10% reduction in price of tables, 15% reduction in sponsorship price
Sponsorships	<ul style="list-style-type: none"> Promote your company on various Member event collateral and communications indicating your support for the Network Be recognized as "best in class" by association and promotion of Member events 	<ul style="list-style-type: none"> Enhance reputation Enhance awareness 	Available for additional fee	Available for additional fee

3. Consultancy and Advice

Market Analysis	<ul style="list-style-type: none"> Information, guidance and interpretation of market trends 	<ul style="list-style-type: none"> Reduce costs of other external advisors Enhance decision making 	Included in Membership	Available for additional charge of \$100/£50/€75 per hour
Best Practice Diagnostic	<ul style="list-style-type: none"> Findings from Gift Card Program Diagnostic Survey showing how your program compares with other retailers and your capability gaps and priorities Workshop to develop performance improvement plan 	<ul style="list-style-type: none"> Enhance prepaid program Increase sales 	Included in Membership	Available at \$5,000/£2,500/€3,750
Specialist Advice and Support	<ul style="list-style-type: none"> Guidance through the early stages of developing a Prepaid strategy, including risk analysis and creation of the business case Consultancy to diagnose root causes of problems resulting in enhanced business performance Performance reviews to take your strategy to the "next level" 	<ul style="list-style-type: none"> Gain independent view Minimise internal commitment Reduce risk Differentiate solutions 	Available for additional charge (25% discount on market rate)	Available for additional charge (10% discount)
Consultancy and Delivery	<ul style="list-style-type: none"> Program implementation by experienced prepaid professionals Workshops for your team led by Professor Dan Horne, worlds leading specialist of prepaid research 	<ul style="list-style-type: none"> Avoid long term commitment Obtain flexible and swift solutions Gain clear budget Reduce speed to market 	Available for additional charge (25% discount)	Available for additional charge (10% discount)
Market Due Diligence	<ul style="list-style-type: none"> Reports on companies being considered as potential acquisition/merger targets 	<ul style="list-style-type: none"> Enhance ROI Reduce risk 	Available for additional charge (25% discount)	Available for additional charge (10% discount)

Your investment:

Premier Membership costs \$2,000 /£1,000/€1,500 per month
Standard Membership costs \$1,000 /£500/€750 per month

(Membership fees are payable 12 months in advance)

Our value guarantee:

If you do not think you have received value for money, we will refund your membership fee. Guaranteed.

Network Members

You're known by the company you keep

Global Members

Accor Services:
World's leading supplier of voucher solutions and a major provider of Human Resource Services with presence in 32 countries.

CPI Card Group:
Card manufacturer of over 50% of UK's gift cards.

Customer Advantage Program GmbH:
CRM service providers who develop and market the bonus program, along with other

Datacard:
Produces most of the world's gift card manufacturing equipment.

Debenhams:
Leading department store retailer.

First Data:
World's largest processor, 30,000 employees, over 350 gift cards.

InComm:
Gift card aggregator and distributor of over \$5bn of prepaid cards.

Innovative Graphics Group:
Generates, enhances and executes creative ideas that help direct marketing campaigns.

Logic Group:
Delivers secure card transaction processing, loyalty and insight programmes and IT services consultancy.

Retail Decisions:
Processes 11% of world's transactions for fraud prevention.

River Island:
Successful retailer with over 250 stores operating in the UK and Ireland.

Sainsbury's:
Leading grocery retailer.

Subway:
QSR with 28,000 stores, most innovative loyalty/gift programme.

Salans:
European legal and regulatory specialist in prepay.

Global Members (cont.)

Serverside:
Leader in digital card design and provider of innovative Online marketing solutions.

Travel Tags:
Printer of over 700m gift cards annually.

TXN Plus:
Extensive experience in electronic payment applications and loyalty and rewards programmes.

Regional Members

North America

Archway:
Largest gift card fulfillment and distribution specialist.

Hbc:
Canadian department store retailer, largest in Canada.

The Home Depot:
DIY and home improvement retailer, \$90bn in sales, in US Top Five.

Marriott International:
Global hospitality leader with 3,000 hotel properties worldwide.

SVM:
Largest issuer of gasoline gift cards, B2B specialist.

Australia/Asia

Accor Hotels:
Global leader in corporate services, operating in nearly 100 countries, with 17,000 employees.

PTC formally Leigh Mardon:
Main gift-card security printer used by major retail and financial services organisations in New Zealand.

ValuAccess:
Provides full service gift card and loyalty solutions to Asian retailers, hospitality and entertainment service providers.

Regional Members (cont.) Europe

3V:
Online payment vouchers accepted worldwide wherever VISA is accepted, instead of using a credit card.

Besso:
Independent insurance broking organisation.

B&Q:
Largest DIY retailer in Europe.

CaxtonFX:
Foreign Exchange prepaid specialist.

Card Commerce:
Independent, highly focused provider of prepaid debit services.

Cicero Consulting:
Norwegian financial services consultancy and prepay specialist.

Comet:
One of the largest UK electrical and home entertainment retailers.

Grass Roots:
Europe's largest performance improvement company.

GTP:
Innovative processor of retail and network branded cards.

PaysafeCard:
Allows you to play and pay for goods online with cash safely and securely.

RDF Group:
Specialising in IT services/outsourcing and IT recruitment to the card and payments industry.

Si Servizi:
A leading 'for service' provider within Italy's major financial services group.

Starbucks:
Global coffee retailer, 15,000 stores, target 40,000 stores.

WHSmith:
Leading retailer of books, stationery, magazines and entertainment titles.

Giftex Prepay Membership Agreement



Please complete this form using block capitals and return to Giftex Prepay either:

By post 10 Greycoat Place, London, SW1P 1SB
By fax +44 20 7900 3413
By email ruben.delaguila@giftexprepay.com

Membership

Premier (\$2,000 /£1,000/€1,500 p.a, payable in advance)

Standard (\$1,000 /£500/€750 p.a, payable in advance)

Membership Start Date

01 / /

Company Name

Main Contact

Address Line 1

Address Line 2

Postcode

Telephone

Fax

Email

Payment Method

Credit Card

Electronic Transfer

Cheque

Please accept my application to join the Giftex Prepay Network.

Signed: _____

Date: _____

General Terms & Conditions

The following is a statement of the terms of business under which the Membership referred to in the accompanying Membership letter, brief or proposal will be conducted. For ease of expression, the Membership letter, brief or proposal document (including its attachments) is referred to as "the Membership Agreement", the recipient of the Membership Agreement is referred to as "the Client" and the services and deliverables detailed in the Membership Letter to be provided to the Client are referred to as "the Membership".

1 Membership Overview

1.1 Giftex Prepay Ltd and the Client acknowledge that the success of the Membership is the joint responsibility of both parties.

1.2 Giftex Prepay Ltd and the Client recognise they must both use reasonable endeavours to fulfil the expected commitments outlined in the Membership letter.

2 Payment & Taxes

2.1 All membership fees will be charged in advance or as otherwise specified in the Membership Agreement and are payable within 14 days of the date of Giftex Prepay Ltd's invoice. Any sum which remains outstanding after 14 days of this date is liable to bear interest on a daily basis from the original due date until paid in full. This interest will be calculated at a daily compound rate of 3% above the base rate then prevailing at Barclays Bank plc.

2.2 The Client shall pay for all taxes incurred in connection with the Membership including value-added, sales, use, excise, services, consumption, withholding and other taxes and duties assessed on the provision of services and deliverables by Giftex Prepay Ltd to the Client in relation to the Membership and on any goods or services used or consumed by either party in connection with the Membership.

2.3 In the event that any payments received by Giftex Prepay Ltd in connection with the Membership are subjected to or reduced by any taxes required to be withheld by the Client, the payments shall be grossed up so as to result in Giftex Prepay Ltd's receipt of an amount equal to that which would have been received by Giftex Prepay Ltd but for the said taxes.

2.4 The Client agrees to indemnify and hold Giftex Prepay Ltd harmless from any deficiency (including penalties and interest) relating to taxes which are the responsibility of the Client under the Membership and reimburse Giftex Prepay Ltd for all accounting and legal fees and expenses incurred in connection with an assessment of such a deficiency.

3 Renewals

3.1 The membership period is for the period confirmed within the Membership Agreement and the Client will be entitled to all Giftex Prepay benefits during this period as stipulated in the agreement.

3.2 Giftex Prepay Ltd will send a renewal notification with annual increases clearly indicated approximately six weeks before the Client renewal date. Giftex Prepay Ltd requires payment to be made in advance of the renewal date to ensure continuity. An invoice to allow such payment will be issued 30 days prior to the renewal date unless a cancellation of the Client's membership has been received by this date.

4 Confidentiality

4.1 The Membership Letter, including its attachments, is the confidential property of Giftex Prepay Ltd. The Client agrees that no part of them shall be disclosed to any third party without the prior written consent of Giftex Prepay Ltd or used for purposes other than the Membership.

4.2 The Client and Giftex Prepay Ltd each agree to keep confidential and not to disclose to any third party any information (excluding information which is or becomes public knowledge other than as a result of the default of the recipient) relating to the business or trade secrets of the other ("Confidential Information"), or to make use of any such Confidential Information for any purpose other than in connection with the Membership or as required by law.

5 Remedies and Liabilities

5.1 The Client agrees to give Giftex Prepay Ltd a reasonable opportunity to remedy any failure or shortcoming in the provision by Giftex Prepay Ltd of the services or deliverables comprised in the Membership to the Client. Giftex Prepay Ltd undertakes, at its expense, to use all reasonable efforts to implement such remedy as soon as reasonably practicable after any such failure or shortcoming is identified and reported to it by the Client in writing.

5.2 In respect of any liability which is not within the scope of paragraph 5.3, Giftex Prepay Ltd's total liability under or in connection with the Membership (whether in contract, tort (including negligence) or otherwise) shall not exceed in aggregate the total fees received by Giftex Prepay Ltd in respect of the Membership.

5.3 Giftex Prepay Ltd will not be liable (whether in contract, tort (including negligence) or otherwise) for any loss of production, loss of or corruption to software or data, loss of profits or of contracts, loss of business or of revenues, loss of operation time, loss of goodwill or reputation, whether caused directly or indirectly, or for any indirect, incidental, punitive or consequential loss, damage, cost or expense whatsoever.

5.4 Giftex Prepay Ltd will not be liable for any loss, damage, cost or expense whatsoever and howsoever caused arising from any fraudulent or unauthorised act or statement, misrepresentation or default on the part of the Client, its directors, employees, agents and other contractors.

5.5 The express obligations and warranties made by Giftex Prepay Ltd in the Membership Letter and these Business Terms are in place of and to the exclusion (to the fullest extent permitted by law) of any other warranty, condition, term or undertaking of any kind, express or implied, statutory or

otherwise, including (without limitation) as to the condition, performance, fitness for purpose or satisfactory quality of the Membership or any part thereof.

5.6 Any action by either party against the other relating to or arising out of the Membership must be brought within 3 months after the aggrieved party became aware of (or should reasonably have become aware of) the cause of action, failing which the alleged wrongdoer will be discharged of any liability with respect to such claim.

The allocations of liability in these Business Terms represent the agreed and negotiated understanding of the parties and Giftex Prepay Ltd's charges for services reflect such allocations.

This paragraph 5 survives the termination of the Membership for any reason.

6 Intellectual Property Rights

6.1 The copyright and all other proprietary rights existing now or in the future in all computer programs, documentation and other materials as well as in any idea, method, invention, discovery, design, concept or other work ("the Works") arising from Giftex Prepay Ltd's performance of the Membership (whether conceived or developed individually or jointly with the Client and others) shall belong to and be the absolute property of Giftex Prepay Ltd. At the request and expense of Giftex Prepay Ltd, the Client will do all such things and sign all documents reasonably necessary to enable Giftex Prepay Ltd to obtain all such rights in the Works.

6.2 Subject to the payment of all fees and expenses due to Giftex Prepay Ltd for the period, Giftex Prepay Ltd will grant to the Client, including its parent and subsidiaries, a non-transferable, non-exclusive licence for a period of 25 years to use and reproduce for its own internal use and for the promotion of this services any deliverable provided under the Membership.

6.3 The Client acknowledges that in the course of its performance of the Membership Giftex Prepay Ltd may use products, materials or methodologies proprietary to Giftex Prepay Ltd or a third party or Giftex Prepay Ltd may produce proprietary materials or methodologies that are not part of the deliverables. The Client agrees that it will not have nor obtain rights in such proprietary products, materials and methodologies except pursuant to a separate written agreement on terms to be agreed and the Client agrees to maintain the confidentiality of such items.

7 Responsibilities

The Client agrees to provide Giftex Prepay Ltd promptly with accurate and complete information concerning its activities, decisions and approvals relevant to the Membership. If any of Giftex Prepay Ltd's personnel work on the Client's premises, the Client will provide such personnel with suitable office accommodation and services, and full and free access to any required computing facilities. The Client is responsible for the provision of suitable environmental conditions, including electrical supplies, at its premises. The Client will ensure that all computing and ancillary facilities provided to Giftex Prepay Ltd's personnel for use in connection with the Membership and the working environment at the Client's premises will comply with all applicable health and safety regulations.

8 Force Majeure

Neither Giftex Prepay Ltd nor the Client will be liable for any delay in performing or failure to perform their obligations if such failure or delay is as a result of causes outside the reasonable control of the responsible party.

9 Recruitment of staff

The Client will for the duration of the Membership and for a period of 6 months after its termination (for whatever reason), not directly or indirectly solicit for employment, nor offer employment to, nor enter into any contract for services with any Giftex Prepay Ltd employee or subcontractor who, at the time of such action or during a period of 6 months immediately preceding such action, carried out work in connection with the Membership

10 Third Party Rights

Nothing in these business terms or the attached Membership Letter is intended to confer any benefit on any third party (whether referred to herein by name, class, and description or otherwise) or any right to enforce a term of these business terms or the attached Membership Letter in.

11 Entire Agreement

The Membership Letter and these Business Terms constitute the entire agreement between the Client and Giftex Prepay Ltd relating to the Membership and supersede all previous communications, representations and arrangements, written or oral, except in respect of any fraudulent misrepresentation made by either party. The Client acknowledges that no reliance is placed on any representation made but not embodied in the Membership Letter and these Business Terms. The printed terms of any purchase order and other communications issued by the Client in connection with the Membership will not apply unless accepted in writing by Giftex Prepay Ltd. No variation will be effective unless in writing and signed by authorised representatives of both parties. In the event of any conflict between the terms of the Membership Letter and these Business Terms, the terms of the Membership Letter shall prevail.

12 Applicable Law

The Membership Letter and these Business Terms will be governed by and construed in accordance with the laws of England and will be subject to the non-exclusive jurisdiction of the Courts of England.