



**IN THE COMPETITION
APPEAL TRIBUNAL**

**Case: 1054/1/1/05
1055/1/1/05
1056/1/1/05**

**Before:
Sir Christopher Bellamy (President)
Dr Arthur Prior CB
Mr David Summers**

MASTERCARD UK MEMBERS FORUM LIMITED

-and-

**MASTERCARD INTERNATIONAL INCORPORATED AND
MASTERCARD EUROPE SPRL**

-and-

ROYAL BANK OF SCOTLAND GROUP

Appellants

-supported by-

VISA (EUROPE) LIMITED AND VISA (UK) LIMITED

Interveners

-and-

OFFICE OF FAIR TRADING

Respondent

-supported by-

THE BRITISH RETAIL CONSORTIUM

Intervener

CONSENT ORDER

UPON hearing the counsel for the parties at a case management conference on 9 December 2005

AND UPON each of the persons named in Part B of the Schedule to this Order ("the External Advisers"), prior to the making of this Order, having given a written undertaking to the Tribunal, in the terms of Part C of the Schedule to this Order

IT IS ORDERED THAT:

1. MasterCard UK Members Forum Limited will make available the Protected Information (as defined in Part A(i) of the Schedule to this Order) to the External Advisers listed in Part B of the Schedule to this Order.
2. MasterCard International Incorporated and MasterCard Europe SPRL will make available the Protected Information (as defined in Part A(ii) of the Schedule to this Order) to the External Advisers listed in Part B of the Schedule to this Order.
3. The Royal Bank of Scotland Group will make available the Protected Information (as defined in Part A (iii) of the Schedule to this Order) to the External Advisers listed in Part B of the Schedule to this Order.
4. Costs be reserved.
5. There be liberty to apply.

Sir Christopher Bellamy
President of the Competition Appeal Tribunal

Made: 09 December 2005
Drawn: 14 December 2005

Schedule

Part A

Part A(i)

"Protected Information" means:

The Notice of Appeal of MasterCard UK Members Forum Limited of 2 November 2005 (together with schedules) and the accompanying core bundle of documents.

Part A(ii)

"Protected Information" means:

The Notice of Appeal of MasterCard International Incorporated and MasterCard Europe SPRL of 4 November 2005 (together with annexes and appendices) and the accompanying core bundle of documents.

Part A(iii)

"Protected Information" means:

The Notice of Appeal of The Royal Bank of Scotland Group of 7 November 2005 (together with annexes) and the accompanying core bundle of documents.

Part B

For the purposes of this Order:

"External Advisers" is limited to the following persons save as otherwise expressly agreed by all of the Appellants or expressly authorised by the Tribunal upon the further application by one or more of the Appellants:

For MasterCard UK Members Forum Limited

Nicholas Green	Queen's Counsel	Brick Court Chambers
Simon Polito	Partner	Lovells
Susan Bright	Partner	Lovells
Kyla George	Solicitor	Lovells
Alexandra Brown	Solicitor	Lovells
Erin Anderson	Trainee solicitor	Lovells
Helen Jenkins	Economist	Oxera
Gunnar Niels	Economist	Oxera
Reinder van Dijk	Economist	Oxera
Silvia Laraia	Economist	Oxera

For MasterCard International Incorporated and MasterCard Europe SPRL

Tom Sharpe	Queen's Counsel	1 Essex Court
Matthew Cook	Barrister	1 Essex Court
Greg Olsen	Partner	Jones Day
Bernard Amory	Partner	Jones Day
Vincent Brophy	Of Counsel – Avocat (Brussels)	Jones Day

Flora Bimont	Avocat (French)	Jones Day
Christian Koboldt	Economist	DotEcon
Daniel Maldoom	Economist	DotEcon
Mathew Stalker	Economist	DotEcon
Professor von Weizsäcker	Economist	

For The Royal Bank of Scotland Group

Christopher Carr	Queen's Counsel	1 Essex Court
Mark Hoskins	Barrister	Brick Court Chambers
Dr Nigel Parr	Partner	Ashurst
Duncan Liddell	Partner	Ashurst
Ben Tidswell	Partner	Ashurst
Belinda Bagge	Solicitor (New Zealand)	Ashurst
Luke Ainger	Solicitor	Ashurst
Helen Jenkins	Economist	Oxera
Gunnar Niels	Economist	Oxera
Reinder van Dijk	Economist	Oxera
Silvia Laraia	Economist	Oxera

Part C

In respect of any Protected Information disclosed to them pursuant to this Order, each External Adviser mentioned in this Order undertakes that they will comply with the following requirements, that:

- (i) The Protected Information will not be disclosed to any person other than the External Advisers, the Office of Fair Trading or its Counsel and the Tribunal without the consent of the Appellant or Appellants in question or authorisation of the Tribunal;
- (ii) The Protected Information will only be used for the purposes of these proceedings (and for no other proceedings or use);
- (iii) The documents containing the Protected Information are to remain in the custody of the External Advisers at all times; and
- (iv) The production of further copies of the documents containing the Protected Information shall be limited to those required for the use of the External Advisers for the purposes of these proceedings.

Save that none of the requirements listed at paragraphs (i) to (iv) above shall prevent the External Advisers from disclosing to the party advised by them information which such party has already seen.