



IN THE COMPETITION
APPEAL TRIBUNAL

Case Nos: 1312-1325/5/7/19 (T)

BETWEEN

DUNE SHOES IRELAND LIMITED
AND OTHERS

Claimants

-and-

(1) VISA EUROPE LIMITED
(2) VISA EUROPE SERVICES LLC
(3) VISA UK LIMITED

Defendants

CONSENT ORDER

UPON the Defendants having agreed to disclose certain documents containing commercially-sensitive information (namely the Confidential Documents identified at paragraph 2(1)(a) to 2(1)(h) below) to the Claimants

AND UPON the joint application of the Claimants and the Defendants, pursuant to Rules 53(2)(h) and Rules 101(1) and (3) of the Competition Appeal Tribunal Rules 2015, that the Confidential Documents which are to be disclosed to the Claimants by the Defendants be subject to the terms of this Order

AND UPON the Defendants having separately disclosed non-confidential versions of the Confidential Documents to the Claimants

AND UPON the parties having agreed to the terms of this Order

IT IS ORDERED THAT:

1. In connection with these proceedings, the Claimants and the Defendants (together, the “**Parties**”) agree that the Confidential Documents (as defined below) shall only be made available to the persons permitted and upon the terms set out in this Order.
2. For the purposes of this Order:
 - (1) The “**Confidential Documents**” are the following documents:
 - (a) *Visa Core Rules and Visa Product and Service Rules*, 16 April 2016 (non-public version);
 - (b) *Visa Core Rules and Visa Product and Service Rules*, 15 October 2016 (non-public version);
 - (c) *Visa Core Rules and Visa Product and Service Rules*, 22 April 2017 (non-public version);
 - (d) *Visa Core Rules and Visa Product and Service Rules*, 14 October 2017 (non-public version);
 - (e) *Visa Core Rules and Visa Product and Service Rules*, 14 April 2018 (non-public version);
 - (f) *Visa Core Rules and Visa Product and Service Rules*, 13 October 2018 (non-public version);
 - (g) *Visa Core Rules and Visa Product and Service Rules*, 13 April 2019 (non-public version);
 - (h) *Visa Core Rules and Visa Product and Service Rules*, 19 October 2019 (non-public version);
 - (i) any other documents that are to be disclosed by the Defendants to the Claimants which the Defendants request are to be treated as Confidential Documents in accordance with the terms of this Order; and

- (j) documents containing, reproducing or reflecting, in unredacted form, the content of the documents listed in sub-paragraphs (a) to (i) above.
- (2) “**Permitted Persons**” are those external advisors to the Claimants listed in Schedule A (as amended from time to time pursuant to the terms of this Order and/or by the Tribunal) that have signed undertakings in the form set out in Schedule B to the Defendants.
- (3) The “**Tribunal**” means the Competition Appeal Tribunal.

Disclosure and inspection of Confidential Documents

- 3. The Claimants shall permit the Confidential Documents to be inspected only by the Permitted Persons and only on the basis that:
 - (1) the recipient Permitted Person has provided to the Defendants a signed copy of the undertaking at Schedule B;
 - (2) the Confidential Documents will be treated by each such Permitted Person as secret and confidential and will be used by each such person solely for the purpose of the proper conduct of the proceedings; and
 - (3) no such Permitted Person will, save as expressly provided for below, discuss, disclose, copy, reproduce or distribute any Confidential Document or any information contained therein.
- 4. Nothing in paragraph 3 shall prohibit any such Permitted Person from:
 - (1) making notes or copies of, or preparing reports, submissions or other documents concerning, containing or reflecting any Confidential Document or its content (which notes, copies, reports, submissions or other documents would themselves be Confidential Documents); and/or

- (2) disclosing any Confidential Document or its content to any other Permitted Person,

provided always that such actions are effected solely for the purpose of the proper conduct of the proceedings and that, save in accordance with paragraph 5, no information in the Confidential Documents shall be otherwise directly or indirectly disclosed in the conduct of the proceedings beyond the relevant Permitted Persons.

5. To the extent that the Claimants wish to refer to any Confidential Documents before the Tribunal or rely on such documents at any hearing in these proceedings, the Claimants will notify the Defendants of the said documents it intends to submit and/or upon which it will seek to rely in good time prior to the said hearing in order to enable the Defendants to request the Tribunal to put in place arrangements for the maintenance of any confidentiality in those documents.
6. Nothing in this Order shall prevent or prohibit the Claimants from taking any action which has been authorised in writing by the Defendants or which the Claimants are required to take by applicable law or by a court of competent jurisdiction.

Addition of Permitted Persons

7. Should the Claimants wish to designate an additional external advisor as a Permitted Person, they must:
 - (1) request permission from the Defendants in writing for the additional person to be designated as a Permitted Person;
 - (2) provide details of that person's role and an explanation of why his or her designation as a Permitted Person is necessary; and

- (3) provide the Defendants with a copy of the Schedule B undertaking signed by the proposed Permitted Person once agreed by the Defendants.
8. The Defendants shall confirm within two (2) days whether they consent to the additional person being designated as a Permitted Person. Such consent shall not be unreasonably withheld.
9. If the Defendants do not consent to the person being designated a Permitted Person in accordance with paragraph 8, then they must provide written reasons to the Claimants for why permission is refused.
10. If the Defendants do not raise an objection in accordance with paragraph 9 above, then following the expiry of two (2) days, the additional person shall be designated as a Permitted Person.
11. If there are any disputes which cannot be resolved by the Parties, the Claimants may apply to the Tribunal to include the person as a Permitted Person.

General provisions

12. The production of further copies of the Confidential Documents shall be limited to those required by the Permitted Persons to whom they are disclosed.
13. The Parties may agree and/or any Party may apply to the Tribunal to vary the terms of this Order or vary the lists of Permitted Persons in Schedule A.
14. Nothing in this Order or the terms of the Schedule B undertaking shall prevent or prohibit any Permitted Persons (as may be extended from time to time) from acting in other interchange fee related proceedings.

SCHEDULE A: PERMITTED PERSONS

No	Permitted Person	Role(s)
COUNSEL		
1.	David Railton QC	Counsel
2.	Kassie Smith QC	Counsel
3.	David Wingfield	Counsel
4.	Fiona Banks	Counsel
EXTERNAL SOLICITORS (HUMPHRIES KERSTETTER LLP)		
5.	Mark Humphries	Senior Partner
6.	Katie Gray	Managing Associate
7.	Dilan Ozdemir	Associate
8.	Andrea Smith	Associate
9.	Ben Cook	Paralegal
EXTERNAL ECONOMISTS		
10.	Mark Falcon	Economist - Zephyre
11.	Alan Frankel	Economist – Coherent Economics
12.	Charles Hunter	Economist – Coherent Economics
13.	Megan Hart	Economist – Coherent Economics
14.	Alex Barnett	Economist – Coherent Economics

SCHEDULE B:
CONFIDENTIALITY UNDERTAKING

The terms used but not defined in this document shall have the meaning given in the Order for the proceedings attached to, or accompanying, this document.

I, [NAME], of [ORGANISATION], being a Permitted Person [and regulated so far as my professional conduct is concerned by [REGULATORY BODY]], undertake to the Defendants and to the Tribunal that:

1. I have read a copy of the Order and understand the implications of the Order and the giving of this undertaking;
2. I will treat all Confidential Documents and/or any information contained in such Confidential Documents made available to me for the purpose of the proceedings as secret and confidential and will use any such Confidential Documents and/or information only for the purpose of the proper conduct of the proceedings;
3. except as expressly contemplated by the Order, I will not use, disclose, discuss, copy, reproduce or distribute any such Confidential Documents and/or their content or authorise, enable or assist any person to do so;
4. I will take all such steps as may be necessary or expedient on my part to comply with any request made under or pursuant to the terms of the Order;
and
5. I will otherwise comply with the terms of the Order and/or, as the case may be, take all steps within my power to ensure that the terms of the Order are complied with (including by not disclosing, other than to other Permitted Persons, any Confidential Documents and/or any information contained in such Confidential Documents, or assisting or enabling any person to do so).

PROVIDED ALWAYS that nothing in this document shall prevent or prohibit me from taking any action which has been authorised in writing by the Defendants or which I am required to take by applicable law or by a court of competent jurisdiction.

Signed

Dated