



COOPER GRACE WARD
LAWYERS

Our Ref: DJG 10096366

13 May 2011

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Dear Simon and Michael

Corporations Act Advice

The attached is a typed up copy of Bob Bentley's notes of the conversation he had with Harold Mitchell who is the Chairman of TVN. It is a separate issue but one I will discuss when I return from China.

Yours faithfully
COOPER GRACE WARD

David Grace

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Transcript notes taken of a meeting with Harold Mitchell called at his behest. Meeting held at 8.30am on Friday 29 October 2010 at Dish Restaurant, Royce Hotel, St Kilda Road, Melbourne.

1. Talked to Deputy Premier about this and the Government does not want a problem.
~~The are not happy with the Sky deal and litigation. Not good for RQL or me.~~
2. RQL and LEK are squarely in deep trouble about their conduct in their negotiations. TVN will go out with the legal challenge.
3. The ACCC/ ASIC (I think this is what it is) across the deal and see major illegal conduct on RQL and in particular RGB for forcing clubs to go with Sky.
4. Discussions with BRC Chair who has given up info that will see prosecution for illegal behavior by RQL and LEK.
5. The ACCC and others will cause the conflict of interest debate and it will be difficult for me to continue at Tatts with the investigation.
6. BRC are saying RGB is the decision maker in this deal and they were forced into making this decision.
7. The Gold Coast can run their meetings on TVN at any time they require.
8. Packer will buy out Sky anyway so it will be resolved. Packer and our media firm are too strong. RQL will not stand the adverse media.

*This follows a call earlier in the week from Lingard asking if I have fallen out with the Government.