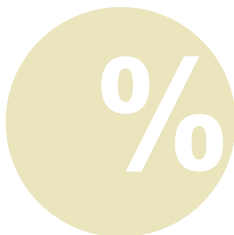
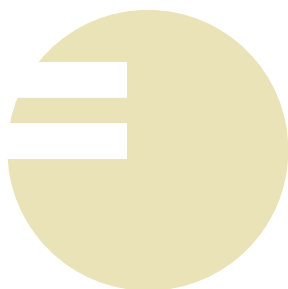


FMI RETAIL

ELECTRONIC PAYMENT
SYSTEMS CONFERENCE

KEYS TO
CONTROLLING
RISING FEES



**HOTEL
MONACO
DOWNTOWN**
WASHINGTON DC
OCTOBER 13-15, 2003



KEYNOTE BIOS



Lloyd Constantine, Managing Partner, Constantine & Partners

Lloyd Constantine is the managing Partner of Constantine & Partners, a commercial litigation firm, with an internationally recognized antitrust practice.

Lloyd is lead counsel for the plaintiffs in the landmark Visa Check/MasterMoney Antitrust Litigation, aka Wal-Mart, The Limited, Sears, Safeway and Circuit City v. Visa and MasterCard, which resulted in a \$3.05 billion settlement and a historic injunction on behalf of U.S. merchants.

Lloyd has had extensive litigation experience at all levels of federal and state courts, including oral argument before the United States Supreme Court. He has served as lead or liaison counsel in many complex and multistate antitrust cases and investigations including Panasonic Antitrust Litigation (50 States); Minolta Antitrust Litigation (37 States); States v. Visa & MasterCard (15 States); States v. Mitsubishi (50 States) and K Prime aka Primestar I (44 States).



Jerry A. Grundhofer, Chairman, President and Chief Executive Officer, U.S. Bancorp

Grundhofer, age 58, is chairman, president and chief executive officer of U. S. Bancorp, a multi-state financial services holding company with more than 2,200 full service banking offices and 4,582 ATMs in 24 states. U. S. Bancorp has more than \$182 billion in total assets and banking offices in Arizona, Arkansas, California, Colorado, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky Minnesota, Missouri, Montana, Nebraska, Nevada, North Dakota, Ohio, Oregon, South Dakota, Tennessee, Utah, Washington, Wisconsin and Wyoming. U.S. Bancorp is headquartered in Minneapolis, Minnesota.

AN INVITATION

This conference is designed to address many of the electronic payment challenges of today through a selection of educational sessions developed by retailers for the benefit of retailers...irrespective of retail line of trade. Many of the challenges are the same no matter what it is you sell.

Current information on the recent lawsuit settlement will be provided by the plaintiff's lead attorney. You will also hear a leading banker's perspective on how financial institutions address consumer issues, thus providing insight and understanding you may not find any place else.

Perhaps you will find some of the presenters familiar to you and your company. The conference planning committee strives to deliver timely and relevant information from industry leaders we have determined offer sound advice you can take back to your offices and execute immediately.

We encourage you to participate in this important conference, given the impact recent and upcoming payments related developments may have on your store and the entire retail industry. Ask questions of speakers. Take advantage of the opportunity to talk with your peers. Also take time to examine the offerings of the sponsoring companies. You never know when someone may have a product or service that adds significant dollars to your bottom line.

We look forward to meeting and speaking with you in Washington, DC at the beautiful Hotel Monaco!

Sincerely,
FMI 2003 EPS Conference Planning Committee Members

Kathy Hanna
Conference Chair
The Kroger Co.

Bryan Croteau
Hannaford Bros. Co.

Joe Garbarino
Wegmans Food Markets, Inc.

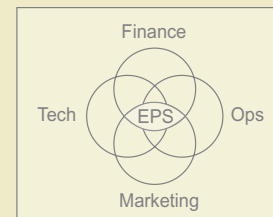
Jacki Snyder
SUPERVALU INC.

CONFERENCE DESCRIPTION

How do four separate business functions - **technology**, **operations**, **finance**, and **marketing** overlap and work together to manage electronic payments? Who, within your company, holds responsibility for managing electronic payments? Does your company track the costs of electronic payments as a line item reportable expense?

This years EPS Conference planning committee has designed programming to address ways retailers may begin to coordinate the management of electronic payments within four functional areas:

- **Technology** - Sessions exploring emerging biometrics, RFID, and securing electronic messages
- **Marketing** - Sessions exploring the marketing and loyalty possibilities of retailer issued payment cards and stored value programs
- **Finance** - Sessions presenting methods for determining the costs of electronic payments and other financial service offerings for consumers
- **Operations** - Sessions for those retailers currently operating or considering operating their own payment switch along with improving the WIC transaction process



Attending this conference will provide useful information for managing your company's electronic payments programs. The first step is understanding electronic payments - The FMI EPS Committee is providing the leadership...Now it's up to you and your electronic payments team to organize and implement solutions within your business!

CONFERENCE SCHEDULE

MONDAY, October 13

2:00 pm
6:00 – 8:00 pm

Registration

Opening Dinner and Keynote Speaker

Jerry A. Grundhofer

Chairman, President and Chief Executive Officer, U.S. Bancorp

Sponsored by First Data Corporation/Western Union

TUESDAY, October 14

7:00 – 8:00 am
8:00 – 8:15 am
8:15 – 9:15 am

Continental Breakfast

Opening Remarks and Introductions

Session Keynote Speaker

Lloyd Constantine

Managing Partner, Constantine & Partners

9:15 – 10:15 am

Emerging Payments Methods –

A Look at Biometrics and RFID technologies

10:15 – 10:45 am

Break

Sponsored by Fifth Third Bank

10:45 – 11:30 am
11:30 am – 12:15 pm

The Pros and Cons of Managing your Own Payment Switch

Total Cost of Payments Model

12:15 – 1:30 pm

Luncheon

Sponsored by Solutran

1:30 – 2:30 pm

European Litigation and Interchange Structure

2:30 – 3:30 pm

All in the Cards – Retailer Driven Payments

3:30 – 4:00 pm

Break

4:00 – 5:00 pm

Securing Electronic Payment Messages:

New POS Terminal Encryption Requirements

5:30 – 7:30 pm

Cocktail Reception

Sponsored by Epson America, Inc.

WEDNESDAY, October 15

7:00 – 8:00 am
8:00 – 8:15 am
8:15 – 9:15 am
9:15 – 9:45 am
9:45 – 10:30 am
10:30 – 11:00 am
11:00 – 11:45 am
11:45 am – 12:00pm

Continental Breakfast

Opening Remarks

Financial Services in YOUR Store

Stored Value Cards – Ready For Supermarkets?

WIC/EBT - A New Frontier in "Electronification"

Break

State of the Debit Industry

Closing Remarks



RETAIL ELECTRONIC PAYMENT SYSTEMS CONFERENCE

CONFERENCE INFORMATION

Conference Registration

Mail or fax – 202-220-0878 – registration form to Food Marketing Institute, P.O. Box 85080, Lockbox #4317, Richmond, VA 23285-4317. If you have registration questions, call Elizabeth Newton at 202-220-0711. Conference content questions can be directed to Ted Mason at 202-220-0735.

Registration Fee

Fee includes all meeting materials, continental breakfasts, coffee breaks, lunches, opening night dinner, and receptions. Fee does NOT include your hotel accommodations or airfare. NOTE: Every participant – to qualify for FMI-member rates – must be an FMI-member company.

Please remember an FMI member is either a retailer or wholesaler paying annual dues to FMI. An associate member is a supplier company paying annual associate member dues to FMI. All others are non-members. Walk-in registrants must present payment of the registration fee in the form of cash, company check, or credit card.

Member Cost: \$650.00 per person; \$600.00 per person if three or more (paid) attend from the same member company
Associate Member Cost: \$935.00 per person
Non-Member Cost: \$1100.00 per person

Cancellations

Full refund if notification is received prior to one week before meeting; 60 percent refund if less than one week's notification. NO REFUND IF NOTIFICATION IS RECEIVED AFTER OCTOBER 10 (COB). IF REGISTRATION IS NOT CANCELLED BEFORE START OF MEETING, REGISTRANT WILL BE RESPONSIBLE FOR PAYING FULL REGISTRATION FEE.

Hotel Reservations

FMI does not arrange hotel accommodations; they should be made directly with the hotel. A block of sleeping rooms (\$199 per night, single/double occupancy) will be held at the Hotel Monaco, Washington, DC (700 F Street, N.W., Washington, DC 20004) for our attendees until September 23, 2003. Reservation requests received after this cutoff will be confirmed on an availability basis. All sleeping room accommodations are subject to applicable taxes.

Make your reservations directly with the hotel at 877-202-5411 and be sure to identify yourself as an attendee at the FMI Retail Electronic Payment Systems Conference to receive the special conference rate. Reservations are subject to cancellation unless guaranteed by a major credit card or one night's deposit.

Special Airfares

Delta and United Airlines, FMI's official carriers for the FMI Retail Electronic Payment Systems Conference, are offering discounted airfares to attendees. Call Delta or United today to take advantage of these special offers.

| | |
|------------------------------|----------------------------------|
| <i>United Airlines</i> | <i>Delta Airlines</i> |
| 8:00 am - 10:00 pm | 8:00 am - 11:00 pm |
| Daily/Eastern Time | Daily/Eastern Time |
| 1-800-521-4041 | 1-800-241-6760 |
| Please refer to File # 509RK | Please refer to File# DMN190080A |

Car Rental

Avis Rent A Car has been selected as the official car rental provider for the FMI Retail Electronic Payment Systems Conference. Special discounts have been extended to all attendees and include UNLIMITED FREE MILEAGE. Call Avis at 1-800-331-1600 or log on to Avis Rent A Car to make your reservations. Be sure to mention our AWD # B235499. International attendees may also fax their reservation requests to 918-644-4600.

FMI Electronic Payment Systems Committee

Mr. John Briggs
Committee Chairman
Hy-Vee, Inc.

Ms. Kathy Hanna
Conference Chairperson
The Kroger Co.

Ms. Helen Billing
Meijer, Inc.

Mr. Mike Brown
Unified Western Grocers, Inc.

Mr. Bryan Croteau
Hannaford Bros. Co.

Mr. Joe Garbarino
Wegmans Food Markets

Mr. Neal Gregoire
Hannaford Bros. Co.

Mr. Scott Henderson
The Kroger Co.

Ms. Jennifer Kenneally
Price Chopper Supermarkets

Mr. Mike Moran
Alex Lee, Inc.

Ms. Rhonda Oswald
Safeway, Inc.

Mr. Jay Schwarz
Alex Lee, Inc.

Mr. Dave Sgambati
Price Chopper Supermarkets

Ms. Jacki Snyder
SUPERVALU INC.

Mr. Jeff Sherman
Harris Teeter

Mr. Tom Swanson
Target Financial Services

Mr. Natan Tabak
Wakefern Food Corporation

Ms. Sandy Woods
Publix Super Markets, Inc.

If you have additional questions or need additional information, contact:

Ted Mason, Food Marketing Institute, 655 15th Street, N.W., Suite 700, Washington, DC 20005
P: 202-220-0735 F: 202-220-0877 E: jmason@fmi.org

RETAIL ELECTRONIC PAYMENT SYSTEMS CONFERENCE REGISTRATION FORM



Registration questions? Elizabeth Newton at enewton@fmi.org
Program questions? Ted Mason at 202/220-0735 or jmason@fmi.org

Please type or print clearly ALL the information below and feel free to duplicate this form for additional registrants.

To register online, go to www.fmi.org/events, select Retail Electronic Payment Conference, click on "register online" and follow the instructions.

Company Information:

Company Name _____ FMI MEMBER # _____
Mailing Address _____
City _____ State/Province _____ Zip/Postal Code _____ Country _____
Phone _____ Fax _____

Registrant Information:

Last Name _____
First Name _____
Badge _____
Title _____
Direct Ph. # _____
E-mail _____

REQUIRED FOR CONFIRMATION

Registrant Information:

Last Name _____
First Name _____
Badge _____
Title _____
Direct Ph. # _____
E-mail _____

REQUIRED FOR CONFIRMATION

Registration Fee:

Every participant (to qualify for the FMI member rate) must be an employee of an FMI member company. Please remember an FMI member is a retailer or wholesaler paying annual dues to FMI. An FMI Associate member is a supplier company paying annual associate member dues to FMI. All others are non-members. All checks must be in US funds payable to Food Marketing Institute. Walk-In Registrants are welcome. Payment is due at the time registration form is received, we do not bill.

Member ☐ \$650 per person
☐ \$600 per person if three or more paid registrants
Associate Member ☐ \$935 per person
Non-Member ☐ \$1100 per person
attend from the same FMI member company



FMI is committed to participation in its programs by persons with disabilities. Please check ☐ if you need accommodation and specify your needs.

Payment Information:

Mail this form with payment to Food Marketing Institute, P.O. Box 85080, Lockbox #4317, Richmond, VA 23285-4317 or fax to 202/220-0878

☐ Enclosed is my check in the amount of \$ _____.00.
☐ Please charge \$ _____.00 to my ☐ Visa ☐ MC ☐ AMEX

Account # _____ Expiration Date _____
Card Holder Name _____ Signature _____

Cancellation:

To cancel please call 202/220-0711 or email enewton@fmi.org. Full refund is granted when notification is received by October 6 (COB) and a 60% refund is granted if notification is received by October 10 (COB). NO REFUND IF NOTIFICATION IS RECEIVED AFTER OCTOBER 10. Refunds will be made in the same manner conference payment was made.

Hotel Information:

Please make all room reservations directly with Hotel Monaco, DC at 877/202-5411.



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