

ANNEXURE 1

SUPREME COURT OF VICTORIA



**NOTICE TO GROUP MEMBERS:
COMMENCEMENT OF PROCEEDING AND OPT OUT**

**BUSINESS SERVICE BROKERS PTY LTD (t/as TELECHOICE)
CLASS ACTION
(GROUP PROCEEDING)**

**Alsel Group Pty Ltd (ACN 126 074 673) v Business Service Brokers Pty
Ltd (ACN 069 049 994) (t/as TeleChoice) & ors S ECI 2018 01963**

THIS NOTICE IS SENT BY ORDER OF THE SUPREME COURT OF
VICTORIA.

IT IS IMPORTANT THAT YOU READ THIS NOTICE CAREFULLY
BECAUSE IT MAY AFFECT YOUR LEGAL RIGHTS.



**NOTICE TO GROUP MEMBERS:
COMMENCEMENT OF PROCEEDING AND OPT OUT**

**Alsel Group Pty Ltd (ACN 126 074 673) v Business Service Brokers Pty
Ltd (ACN 069 049 994) (t/as TeleChoice) & ors
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WHY HAVE YOU RECEIVED THIS NOTICE?

1. The Supreme Court of Victoria has ordered that you receive this Notice because:
 - (a) you were a private company that as at 1 January 2006 had entered into franchise agreements with Business Service Brokers Pty Ltd (t/as TeleChoice) (including renewals of franchise agreements), or you had entered into franchise agreements with Business Service Brokers Pty Ltd between 15 August 2008 and 22 October 2012 (including renewals of franchise agreements) (each an *Independent Franchisee*, and together, the *Independent Franchisee Group Members*); and/or
 - (b) you gave personal guarantees guaranteeing specified obligations of an Independent Franchisee(s), pursuant to franchise agreement(s) entered into with Business Service Brokers Pty Ltd (the *Guarantor Group Members*)

(together, with the *Independent Franchisee Group Members*, the *Group Members*).
2. If you believe you may be a Group Member because you meet the above description, you should read this Notice carefully as it will affect your rights. If there is anything in this Notice that you do not understand, you should seek legal advice.

INFORMATION ABOUT THIS CLASS ACTION

3. This class action brought against Business Service Brokers (t/as *TeleChoice*) concerns its conduct in relation to franchise agreements entered into between 1 January 2006 and 22 October 2012.
4. The First Plaintiff entered into such a franchise agreement with TeleChoice in 2007 (*the 2007 Franchise Agreement*), and the Second Plaintiff entered into such an agreement with TeleChoice in 2009 (*the 2009 Franchise Agreement*). By reference to those agreements, the Plaintiffs claim that:



- (a) pursuant to express and implied terms of the franchise agreements, the Plaintiffs and the Independent Franchisee Group Members are entitled to a portion of the sums received by TeleChoice for commissions in *S ECI 2017 00289 Business Service Brokers Pty Ltd (ACN 069 049 994) as Trustee for the Sharelink Services Unit Trust vs Optus Mobile Pty Ltd (ACN 054 365 696)* (the ***TeleChoice v Optus litigation***), noting that in that litigation, TeleChoice claimed that Optus caused them damage in the form of lost commissions due to breaches of an implied term of a dealer agreement, and that Optus unlawfully clawed back and made deductions to commissions which were otherwise owed to them;
- (b) that Telechoice engaged in unconscionable conduct by retaining the commissions received in the TeleChoice v Optus litigation;
- (c) that TeleChoice owes the Independent Franchisee Group Members fiduciary duties, including to hold the commissions received in the TeleChoice v Optus litigation on trust for them;
- (d) that TeleChoice's replacement on 1 April 2013 of Optus as its supplier of telecommunications products and services with a Telstra reseller called 'New World' constituted a breach of the franchise agreements because New World products and services were not comparable to the products and services supplied by TeleChoice as an Optus Premium Dealer;
- (e) that the Guarantor Group Members are not bound by their personal guarantees, as TeleChoice's breaches of the 2007 Franchise Deed and 2009 Franchise Deed precluded the existence or continued existence of the circumstances in which those Group Members agreed to be bound.

5. The Plaintiffs seek declarations that (a) Business Service Brokers (t/as TeleChoice) are bound to pay to the Plaintiffs and the Independent Franchisee Group Members a portion of the sums received by TeleChoice for commissions in the TeleChoice v Optus litigation; (b) compensation pursuant to section 237



of the *Australian Consumer Law* ("ACL"); (c) alternatively, damages pursuant to section 236 of the ACL; and other relief, including that the Guarantor Group Members are not bound by their personal guarantees.

6. Information about how the class action is being funded is on page 13 of this Notice.

<https://www.supremecourt.vic.gov.au/business-service-brokers-class-action>

YOUR OPTIONS

7. The purpose of this Notice is to advise you that this proceeding has been commenced and to notify you of your three options, which are explained below.

OPTION A – OPT OUT AND CEASE TO BE A GROUP MEMBER

8. If you do not want your rights determined by this class action **you must opt out** by **4:00pm (AEDT) on 27 February 2026**.
9. Group members who opt out will:
 - cease to be Group Members in the class action;
 - not be bound by the outcome of the class action and will not receive any money from the class action if it succeeds or settles;
 - be able to commence their own court proceedings against the defendants if they wish, provided they commence those proceedings within the time limits applicable to their claims.
10. There is a copy of the Opt-Out Form for you to complete at the end of this Notice.
11. **If you wish to opt out, you must complete an Opt-Out Form and return it to the Commercial Court Registry of the Supreme Court of Victoria by emailing it to telechoiceclassaction@supcourt.vic.gov.au, or alternatively by mailing the Form to:**

**Commercial Court Registry, Supreme Court of Victoria, 210 William Street,
Melbourne VIC 3000.**



Important: The Opt- Out Form must reach the Registry by no later than 4:00pm (AEDT) on 27 February 2026 otherwise it will not be effective.

12. If you are unsure how opting out will affect your rights, you should seek legal advice before opting out.

OPTION B – DO NOTHING

13. Group Members who do not opt out by **4:00pm (AEDT) on 27 February 2026** will remain in the class action and their rights will be determined by the outcome of the class action – whether it is settled or decided by the Court.
14. **You do not have to do anything at all, at this time, to remain in the class action.** In the future, the court may notify you that you are required to take a step to register your interest in the proceeding, for example, if there is a settlement or proposed settlement of the proceeding or a final decision by the Court.

INFORMATION ABOUT HOW THE CLASS ACTION IS BEING FUNDED

15. The terms and conditions of the retainer between Marshalls Dent Wilmoth and each of the Group Members are contained in a Conditional Costs Agreement and Disclosure Statement issued to the Group Members on 29 April 2020.

IF YOU WOULD LIKE MORE INFORMATION

16. Copies of the relevant documents, including the most recent version of the pleadings, may be obtained by:
 - visiting the Supreme Court of Victoria website:
<https://www.supremecourt.vic.gov.au/business-service-brokers-class-action>
 - contacting Marshalls Dent Wilmoth (Attn: Alex Di Blasi) on (03) 9670 5000.
17. If there is anything you are unsure about, you can find more information or contact Marshalls Dent Wilmoth (Attn: Alex Di Blasi) on (03) 9670 5000 or by email: adiblasi@mdlaw.com.au, or by seeking your own legal advice.
18. **Please do not contact the Supreme Court of Victoria for legal advice.**



ANNEXURE 2 / OPTION A – OPT OUT FORM

S ECI 2018 01963

**BUSINESS SERVICE BROKERS PTY LTD (t/as TELECHOICE) CLASS ACTION
(GROUP PROCEEDING)**

**Alsel Group Pty Ltd (ACN 126 074 673) v Business Service Brokers Pty Ltd (ACN
069 049 994) (t/as TeleChoice) & ors**

**DO NOT FILL OUT AND RETURN THIS FORM UNLESS YOU WANT TO
OPT OUT OF THE BUSINESS SERVICE BROKERS PTY LTD (T/AS
TELECHOICE) CLASS ACTION. IF YOU OPT OUT YOU WILL NO LONGER BE
A GROUP MEMBER**

To: Commercial Court Registry
Supreme Court of Victoria
210 William St
Melbourne VIC 3000
telechoiceclassaction@supcourt.vic.gov.au

I, [*print name*]....., am
(select **one** option only)

☐ a group member; or

☐ a director of [*company*].....which is a group member;

in the above group proceeding, and give notice under section 33J(2) of the *Supreme Court Act 1986* (Vic) that I am **opting out** of this proceeding (if a group member) or on behalf of the group member whom I represent (if I am a representative of that group member).

Date:	
Signature of group member (or authorised representative):	
Email address of group member:	
Postal address of group member:	

*If you would like to **opt out** of the Business Service Brokers Pty Ltd (t/as TeleChoice) class action, please return this form to the Commercial Court Registry of the Supreme Court of Victoria by email or by post, at the addresses on this form, **by 4.00pm (AEDT) on 27 February 2026.***

