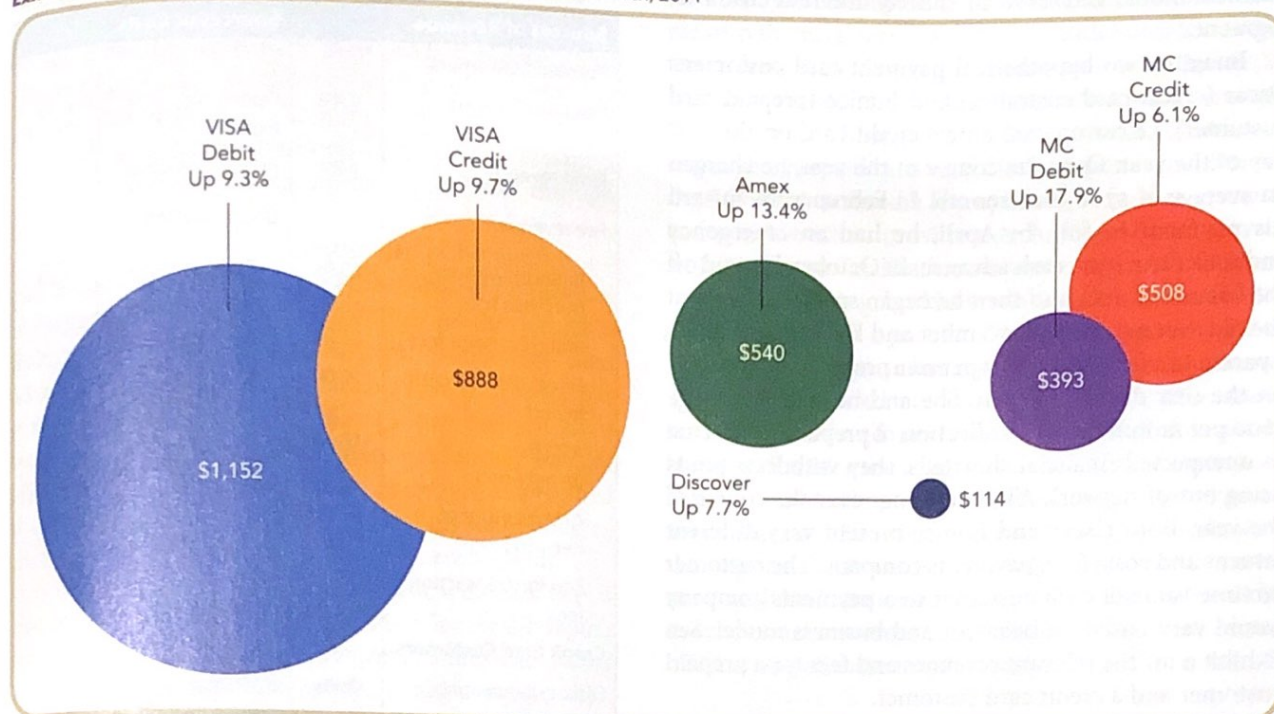


Exhibit 8 Purchase Volume at U.S. Merchants, Market Size, and Growth, 2011

Data source: Case writer adaptation of data from the Nilson Report, 2012.

establish deposits of \$30 million to establish break-even profitability.²⁴ Recognizing that the traditional brick-and-mortar model was becoming difficult to maintain profitably, these banks were also investing in mobile and Internet banking. Traditional depositories might see AXP's entry into depository alternatives as a portentous move into their space.

Another front of competition came from the growing number of traditional merchandise retailers that had begun to enter financial services. Recognizing the advantages of their extensive footprints and interaction with a broad base of consumers, these efforts were structured around the core assumption that retailers' current customers had unserved financial services needs that, if met, could build their spend in stores. "You've got to remember, Wal-Mart is intended to be a one-stop shop," said Charles M. Holley Jr., that company's CFO. "The more kinds of services we can offer our core customer like that, the better for them."²⁵ Merchandise retailers sensed a second opportunity: general distrust of traditional banks. "A lot of [our] members think their bank fees are too high, or the trust level has gone down over the years, or they're having issues with debit and credit cards," said Jay Smith, Costco's director of business and financial services.²⁶

One challenge that merchandise retailers entering financial services faced was that consumer advocates

expressed skepticism or outright resistance to these entries. On one hand, they appreciated the general goal of getting a broader range of financial services products into the underbanked. Yet they were also concerned about differences in the level of regulatory scrutiny retailers received relative to traditional depository institutions. "These products can come with high fees and few real protections," said Norma P. Garcia, a senior lawyer for Consumers Union. Wal-Mart sought a banking charter for almost a decade and, after facing considerable opposition from advocacy groups, eventually abandoned the effort in 2007.²⁷

Home Depot, Costco, Office Depot, and Sears, among others, had experimented with financial services. But these efforts had shown mixed results. In December 2013, TCF Bank, based in Wayzata, Minnesota, announced it would close 37 branches in Jewel-Osco supermarkets. "Within all of TCF's branches, customer behavior is changing," a TCF executive said. "Clearly, there are fewer visits in all of our branches than there used to be."²⁸

AXP had previously entered new markets through cobranded efforts in their credit card business. In recent years, these partnerships had led to the introduction of the Costco TrueEarnings Card and the Delta Air Lines SkyMiles credit card. Both of these were rewards credit cards, however. Bank 2.0 would be an entirely different