



GOVERNMENT OF CANADA
Industry Canada
235 Queen Street
2nd Floor, West Tower
Ottawa, Ontario
K1A 0H5
Tel: (613) 952-2088
Fax: (613) 941-3085

GOUVERNEMENT DU CANADA
Industrie Canada
235, rue Queen
2^e étage, Tour ouest
Ottawa (Ontario)
K1A 0H5

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PROTÉGÉ

Our file Notre référence
A-2014-00021

Completed

July 29, 2014

Mr. Michael B. McNally
School of Library and Information Studies
3 - 03 Rutherford South
Edmonton, AB T6G 2J4

Dear Mr. McNally:

This is in reply to your request submitted under the *Access to Information Act* (the Act) for:

“All documents related to spectrum transfers, divisions, subordinate licensing between any holders in any spectrum bands from the period of Feb. 1, 2014 to Feb. 28, 2014. This request is limited to documents in English only.”

Enclosed is a copy of the records on DVD relevant to your request. Also included is a “Requester Report” which identifies the results of our review. Upon examination, it was determined that some of the information is withheld pursuant to sections 19, 20 and 21 of the Act (enclosed).

For your information, you are entitled to file a complaint with the Information Commissioner of Canada within sixty days from the receipt of this notice. The notice of complaint should be sent to: The Office of the Information Commissioner of Canada, 30 Victoria Street, Gatineau, Québec, K1A 1H3.

Should you have any questions, please contact Jo-Ann Macdonald at 613-941-4916 or by email at jo-ann.macdonald@ic.gc.ca.

Sincerely,

Kimberly Eadie
Director
Information & Privacy Rights Administration

Enclosures: 1 DVD (100 pages)
Sections 19, 20 and 21 of the *Access to Information Act*
Requester Report

Canada

19. (1) Subject to subsection (2), the head of a government institution shall refuse to disclose any record requested under this Act that contains personal information as defined in section 3 of the *Privacy Act*.

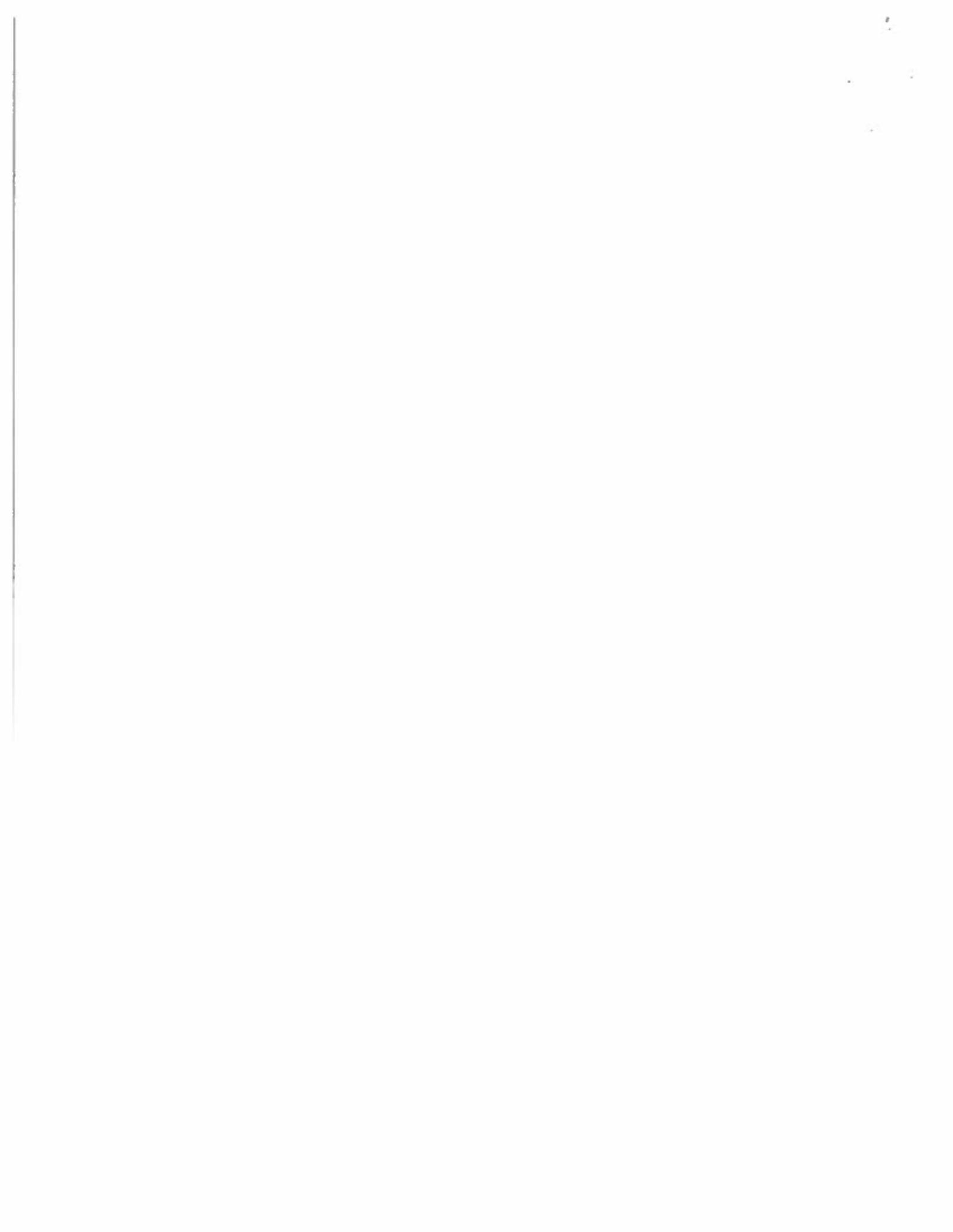
Where disclosure authorized

(2) The head of a government institution may disclose any record requested under this Act that contains personal information if

- (a) the individual to whom it relates consents to the disclosure;
- (b) the information is publicly available; or
- (c) the disclosure is in accordance with section 8 of the *Privacy Act*.

20. (1) Subject to this section, the head of a government institution shall refuse to disclose any record requested under this Act that contains

- (a) trade secrets of a third party;
- (b) financial, commercial, scientific or technical information that is confidential information supplied to a government institution by a third party and is treated consistently in a confidential manner by the third party;
- (b.1) information that is supplied in confidence to a government institution by a third party for the preparation, maintenance, testing or implementation by the government institution of emergency management plans within the meaning of section 2 of the Emergency Management Act and that concerns the vulnerability of the third party's buildings or other structures, its networks or systems, including its computer or communications networks or systems, or the methods used to protect any of those buildings, structures, networks or systems;
- (c) information the disclosure of which could reasonably be expected to result in material financial loss or gain to, or could reasonably be expected to prejudice the competitive position of, a third party; or
- (d) information the disclosure of which could reasonably be expected to interfere with contractual or other negotiations of a third party.



20.1 The head of the Public Sector Pension Investment Board shall refuse to disclose a record requested under this Act that contains advice or information relating to investment that the Board has obtained in confidence from a third party if the Board has consistently treated the advice or information as confidential.

20.2 The head of the Canada Pension Plan Investment Board shall refuse to disclose a record requested under this Act that contains advice or information relating to investment that the Board has obtained in confidence from a third party if the Board has consistently treated the advice or information as confidential.

20.4 The head of the National Arts Centre Corporation shall refuse to disclose a record requested under this Act if the disclosure would reveal the terms of a contract for the services of a performing artist or the identity of a donor who has made a donation in confidence and if the Corporation has consistently treated the information as confidential.

21. (1) The head of a government institution may refuse to disclose any record requested under this Act that contains

- (a) advice or recommendations developed by or for a government institution or a minister of the Crown,
- (b) an account of consultations or deliberations in which directors, officers or employees of a government institution, a minister of the Crown or the staff of a minister participate,
- (c) positions or plans developed for the purpose of negotiations carried on or to be carried on by or on behalf of the Government of Canada and considerations relating thereto, or
- (d) plans relating to the management of personnel or the administration of a government institution that have not yet been put into operation,

if the record came into existence less than twenty years prior to the request.



Axcess-1

By epixus inc.

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[Home/Accuell](#)[Requests](#)[Reports](#)[Administration](#)**Requestor Report (Less Detail)**

Request Id	A-2014-00021
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PDF File Name		A-2014-00021_0001.pdf				Page Count	100
Page Numbers in PDF	Clauses Used	Status	Pages in Original	Pages Withheld	Pages Released	Doc Page # W/H	PDF Page # W/H
(1 - 6)	20(1)(b), 20(1)(c)	Partial Release	6	0	6		
(7 - 12)	19(1), 20(1)(b), 20(1)(c)	Partial Release	6	0	6		
(13 - 27)	20(1)(b), 20(1)(c), 21(1)(a), 21(1)(b)	Partial Release	15	0	15		
(28 - 30)	19(1), 20(1)(b), 20(1)(c)	Partial Release	3	0	3		
(31 - 38)	19(1), 20(1)(b), 20(1)(c)	Partial Release	8	0	8		
(39 - 45)	19(1), 20(1)(b), 20(1)(c)	Partial Release	7	0	7		
(46 - 56)	Duplicate	Partial Release	11	4	7	8, 9, 10, 11	53, 54, 55, 56
(57 - 57)	20(1)(b), 20(1)(c), 21(1)(a), 21(1)(b)	Partial Release	1	0	1		
(58 - 65)	19(1)	Partial Release	8	0	8		
(66 - 69)		Released in Entirety	4	0	4		
(70 - 83)		Released in Entirety	14	0	14		
(84 - 91)	20(1)(b), 20(1)(c), 21(1)(a), 21(1)(b), Duplicate	Partial Release	8	5	3	4, 5, 6, 7, 8	87, 88, 89, 90, 91
(92 - 109)	20(1)(b), 20(1)(c), 21(1)(a), 21(1)(b)	Partial Release	18	0	18		
(110 - 192)	Not Rel	Not Relevant	83	83	0	All	(110 - 192)
(193 - 292)	Duplicate	Duplicate	100	100	0	All	(193 - 292)
Total		All PDF Files				Page Count	100

Cancel

100

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GOVERNMENT OF CANADA
Industry Canada
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Industrie Canada
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Tel: (613) 952-2088
Fax: (613) 941-3085

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Our file Notre référence
A-2014-00021

April 15, 2014

Mr. Michael B. McNally
School of Library and Information Studies
3 - 20 Rutherford South
Edmonton, AB T6G 2J4

Dear Mr. McNally:

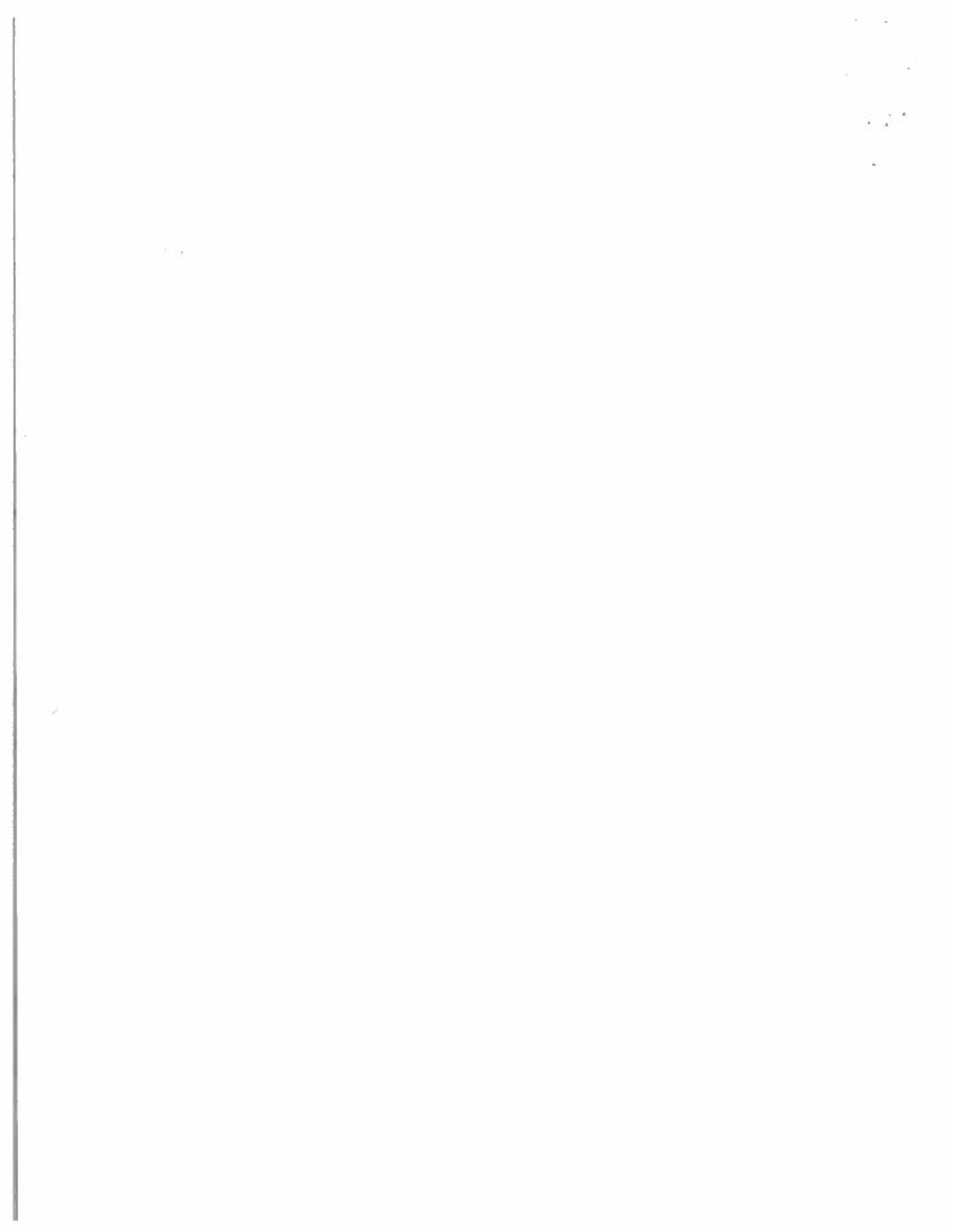
This is to acknowledge receipt of your request submitted under the *Access to Information Act* for: *“All documents related to spectrum transfers, divisions, subordinate licensing between any holders in any spectrum bands from the period of Feb. 1, 2014 to Feb. 28, 2014. This request is limited to documents in English only.”*

Your request and application fee were received in our office on April 15, 2014. Please be assured that every effort will be made to complete it as soon as possible.

Should you have any questions, please contact the undersigned at 613-948-6232 or by email at Lise.Lacroix3@ic.gc.ca. We also ask that you quote the above file number in any communication with our office.

Sincerely,

Lise Lacroix
ATIP Advisor
Information & Privacy Rights Administration





GOVERNMENT OF CANADA
Industry Canada
235 Queen Street
2nd Floor, West Tower
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Industrie Canada
235, rue Queen
2^e étage, Tour ouest
Ottawa (Ontario)
K1A 0H5

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Our file Notre référence
A-2014-00021

May 12, 2014

Mr. Michael B. McNally
School of Library and Information Studies
3 - 20 Rutherford South
Edmonton, AB T6G 2J4

Dear Mr. McNally:

This is further to your request under the *Access to Information Act* (the Act) for:

“All documents related to spectrum transfers, divisions, subordinate licensing between any holders in any spectrum bands from the period of Feb. 1, 2014 to Feb. 28, 2014. This request is limited to documents in English only.”

Pursuant to paragraph 9(1)(b) of the Act, an extension of up to 75 days beyond the thirty day statutory time limit is required in order to complete the processing of your request as explained below.

- (b) *...consultations are necessary to comply with the request that cannot reasonably be completed within the original time limit.*

Pursuant to paragraph 9(1)(c) of the Act, an extension beyond the thirty day statutory time limit is required to complete the processing of your request as explained below.

- (c) *...in order to enter into third party notification procedures as set out in sections 27 and 28 of the Act.*

For your information, you are entitled to file a complaint with the Information Commissioner of Canada within sixty days of the receipt of this notice. The notice of complaint should be sent to: The Office of the Information Commissioner of Canada, 30 Victoria Street, Gatineau, Québec, K1A 1H3.

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11
12

- 2 -

In the meantime, please be assured that every effort will be made to complete your request in the shortest delay possible. We thank you for your patience in this matter. Should you have any questions, please contact Jo-Ann Macdonald at 613-941-4916 or by email at jo-ann.macdonald@ic.gc.ca.

Sincerely,

for: [Handwritten Signature]

Kimberly Eadie
Director
Information & Privacy Rights Administration

cc: Information Commissioner of Canada

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Info Source

Access to Information Request Form

Protected when completed

For official use only

Access to Information Act

Step 1

Determine which federal government institution is most likely to have the information you are seeking. Decide whether you wish to submit an informal request for the information or a formal request under the Access to Information Act. If you wish to make an informal request, contact the appropriate institution. The address can likely be found in Info Source publications which are available across Canada, generally in major public and academic libraries, constituency offices of federal Members of Parliament and most federal government public enquiry and service offices.

Step 2

To apply for information under the Access to Information Act, complete this form or a written request mentioning the Act. Describe the information being sought and provide any relevant details necessary to help the institution find it. If you require assistance, refer to Info Source (Sources of Federal Government Information) for a description of program records held by the institution or contact its Access to Information Coordinator.

Step 3

Forward the access request to the Coordinator of the institution holding the information. The address is listed in the "Introduction" to Info Source. Enclose a \$5.00 money-order or cheque payable to the Receiver General of Canada. Depending upon the type or amount of information being sought, you may be asked to authorize further charges.

Step 4

When you receive an answer to your request, review the information to determine whether you wish to make a further request under the Act. You also have the right to complain to the Access to Information Commissioner should you believe that you have been denied any of your rights under the Act.

Federal Government Institution

Industry Canada

Provide details regarding the information being sought

All documents related to spectrum transfers, divisions, subordinate licensing between any holders in any spectrum bands from the period of Feb. 1, 2014 to Feb 28, 2014. This request is limited to documents in English only.

Method of access preferred

Receive copies of originals

Examine originals in government offices

Name of applicant

Michael B. McNally

Street, address, apartment

3-20 Rutherford South, School of Lib. and Info. Studies, Univ. of Alberta

City or town

Edmonton

Province

Alberta

Postal Code

T6G 2J4

Telephone number

780-429-3934

This request for access to information under the Access to Information Act is being made by

a Canadian citizen, permanent resident or another individual present in Canada, or

a corporation present in Canada

Signature

Michael B. McNally

Date

Apr 9 / 2014

The personal information provided on this form is protected under the provisions of the Access to Information Act and the Privacy Act.

Hill, Peter: DGSO-DGOGS

From: Jacob Friedman <Jacob.Friedman@corp.xplornet.com>
Sent: February-03-14 10:56 AM
To: Hill, Peter: DGSO-DGOGS
Cc: Lynne.Fancy@ic.gc.ca; CJ Prudham; Bill Macdonald
Subject: Xplornet Broadband Inc. - License Transfer Request
Attachments: Cascade Licence Sublicence Transfer - Feb 3 2014.pdf

Dear Mr. Hill,

Please find attached a letter from Christine J. Prudham with respect to a Request to Approve Transfer of 3.5GHz Licences.

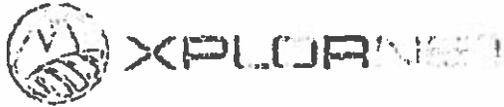
Thank you very much.

Jacob Friedman
Legal Counsel
Xplornet Communications Inc.
Telephone: 905-944-7992
E-mail: Jacob.Friedman@corp.xplornet.com



Xplornet Communications Inc. • Xplornet Broadband Inc.
625 Cochrane Drive, Suite 1000, Markham, Ontario L3R 9R9
Main Telephone: 905-513-9757 (905-513-XPLR)

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CHRISTINE J. PRUDHAM
SECRETARY
Direct Line: 905-944-7951
E-MAIL: cprudham@corp.xplornet.com

February 3, 2014

BY E-MAIL

Mr. Peter Hill
Acting Director General
Spectrum Management Operations
Industry Canada
300 Slater Street
Ottawa, ON K1A 0C8

Dear Mr. Hill,

**Request to Approve the Transfer of 3.5 GHz Licences
from Cascade Divide Enterprises, Inc. to Xplornet Broadband Inc.**

On behalf of Cascade Divide Enterprises, Inc. and Xplornet Broadband Inc., we would like to request that:

- (a) the 3.5 GHz spectrum licences set out in Schedule A be transferred from Cascade Divide Enterprises, Inc. to Xplornet Broadband Inc.,
- (b) the Minister consents to Xplornet subordinating to Cascade the spectrum that is subject to the licences set out in Schedule B for [20(1)(b),20(1)(c)] and
- (c) the Minister consents to Xplornet subordinating to ABC Allen Business Communications Ltd. the spectrum that is subject to the licences set out in Schedule C for [20(1)(b),20(1)(c)]

Cascade Divide Enterprises, Inc. has indicated its support for the requested transfer in Schedule A and its support for the subordination from Xplornet Broadband Inc. in Schedule B. ABC Allen Business Communications Ltd. has indicated its support for the requested subordination from Xplornet Broadband Inc. in Schedule C.

20(1)(b),20(1)(c)



20(1)(b).20(1)(c)

In the schedules, each of Cascade Divide Enterprises, Inc. and ABC Allen Business Communications Ltd. has acknowledged this request for transfer or subordination, as the case may be, and provided the requested confirmations regarding eligibility to hold spectrum licences. For your records, Xplornet Broadband Inc. is in compliance with the eligibility criteria set out in the *Radiocommunication Regulations* and will notify the Minister of Industry of any change which would have a material effect on its eligibility. Further, Xplornet Broadband Inc. understands:

- (a) the use to which the radio frequencies, that are the subject of the spectrum licences on Schedule A, may be employed, and
- (b) all the conditions of licence that continue to apply to the spectrum licences in Schedule A and that it will comply with these conditions.

If there is any additional information required by Industry Canada in respect of this transfer or if you have any questions, please do not hesitate to call. Thank you for considering these requests at this late stage in the term of the licences.

Yours truly,

XPLORNET BROADBAND INC.

A handwritten signature in black ink, appearing to read "Christine J. Prudham".

Christine J. Prudham, Secretary

cc: John Warta, *Cascade Divide Enterprises, Inc.*
Bill Macdonald, *Xplornet Broadband Inc.*
Chris Allen, *ABC Allen Business Communications Ltd.*



Schedule A
Spectrum Licences to be Transferred

Licence Number	Service Area	Service Area	Frequency Block	MHz	Population	MHz-POP
<i>Phase 2</i>						
5150444	4-149	East Kootenay	E	50		
5150446	4-151	Kelowna	F	50		
5150448	4-160	Kamloops	D	50		
5150449	4-165	Quesnel/Red Bluff	E	50		
5150450	4-166	Skeena	E	50		
5150451	4-167	Prince George	E	50		
5150452	4-168	Smithers	E	50		
5150453	4-169	Dawson Creek	E	50		
<i>Total Phase 2</i>						

20(1)(b), 20(1)(c)

Cascade Divide Enterprises, Inc. hereby confirms that it proposes to transfer the above spectrum licences to Xplornet Broadband Inc. and requests the transfer of the above spectrum licences to Xplornet Broadband Inc.

Dated: February 3, 2014

CASCADE DIVIDE ENTERPRISES, INC.

By: 
Name: John Warta
Title: Chairman



Schedule B
Spectrum Licences to be Subordinated to Cascade

Licence Number	Service Area	Service Area	Frequency Block	MHz	Population	MHz-POP
5150446	4-151	Kelowna	F	50	20(1)(b),20(1)(c)	
5150448	4-160	Kamloops	D	50		
5150450	4-166	Skeena	E	50		
5150451	4-167	Prince George	E	50		

Cascade Divide Enterprises, Inc. hereby confirms it is in compliance with the eligibility criteria set out in the *Radio Communication Regulations* and will notify the Minister of Industry of any change which would have a material effect on its eligibility. Further, Cascade Divide Enterprises, Inc. understands:

- (c) the use to which the radio frequencies, that are the subject of the spectrum licences on Schedule B, may be employed, and
- (d) all the conditions of licence that continue to apply to the spectrum licences in Schedule B and that it will comply with these conditions.

Cascade Divide Enterprises, Inc. hereby confirms that it wishes to receive a subordinated licence for each of the above spectrum licences set out in this Schedule B.

Dated: February 3, 2014

CASCADE DIVIDE ENTERPRISES, INC.

By: 
Name: John Wania
Title: Chairman

Xplornet Broadband Inc. hereby confirms that it proposes to subordinate to Cascade Divide Enterprises, Inc. each of the above spectrum licences set out in this Schedule B for a period of 20(1)(b),20(1)(c) subject to renewal of the licences, which renewal is subject to the Minister's approval.

XPLORNET BROADBAND INC.

By: 
Name: Bill Mandorini
Title: VP Business Development



Schedule C
Spectrum Licences to be Subordinated to Cascade

Licence Number	Service Area	Service Area	Frequency Block	MHz	Population	MHz-POP
5150449	4-165	Quesnel/Red Bluff	E	50	20(1)(b),20(1)(c)	
5150452	4-168	Smithers	E	50		

ABC Allen Business Communications Ltd. hereby confirms it is in compliance with the eligibility criteria set out in the *Radiocommunication Regulations* and will notify the Minister of Industry of any change which would have a material effect on its eligibility. Further, ABC Allen Business Communications Ltd. understands:

- (e) the use to which the radio frequencies, that are the subject of the spectrum licences on Schedule C, may be employed, and
- (f) all the conditions of licence that continue to apply to the spectrum licences in Schedule C and that it will comply with these conditions.

ABC Allen Business Communications Ltd. hereby confirms that it wishes to receive a subordinated licence for each of the above spectrum licences set out in this Schedule B.

Dated: February 3, 2014 ABC ALLEN BUSINESS COMMUNICATIONS LTD.

By:
Name: CHRIS ALLEN
Title: PRESIDENT

Xplornet Broadband Inc. hereby confirms that it proposes to subordinate to ABC Allen Business Communications Ltd. each of the above spectrum licences set out in this Schedule C, for a period of 20(1)(b),20(1)(c) subject to renewal of the licences, which renewal is subject to the Minister's approval.

XPLORNET BROADBAND INC.

By:
Name: Bill McLeod
Title: VP Business Development

Emard, Julie: DGSO-DGOGS

From: Emard, Julie: DGSO-DGOGS
Sent: February-07-14 2:37 PM
To: 'Denise Heckbert'
Cc: Emard, Julie: DGSO-DGOGS
Subject: RE: Bruce Telecom application - Spectrum licence transfer to Eastlink

Ms Heckbert,

If you can put this information into a formal letter that should be sufficient.

Thanks
Julie

From: Denise Heckbert [mailto:Denise.Heckbert@corp.eastlink.ca]
Sent: Friday, February 7, 2014 1:36 PM
To: Emard, Julie: DGSO-DGOGS
Subject: RE: Bruce Telecom application - Spectrum licence transfer to Eastlink

Hi Julie,

Thank you, your response was helpfull

I've got one more (I hope) question about this submission. This is a situation where we have only 5+5 MHz AWS spectrum in the region, Bruce has just this one licence, and Bell, Telus and Rogers have everything else. 20(1)(b),20(1)(c)

20(1)(b),20(1)(c)

As there is not a ton of information to provide, we weren't sure that submitting anything other than the application form would be helpful. However, I can certainly submit a cover letter outlining the above details with our application if it would assist the department's review (and hopefully, approval) of Bruce's transfer application.

Thanks for your help, I appreciate it!
Denise

Denise Heckbert
Manager, Wireless Regulatory
Regulatory
Eastlink
Denise.Heckbert@corp.eastlink.ca T: 902.406.4066

From: Julie.Emard@ic.gc.ca [mailto:Julie.Emard@ic.gc.ca]
Sent: Wednesday, February 05, 2014 4:24 PM
To: Denise Heckbert
Cc: Julie.Emard@ic.gc.ca
Subject: RE: Bruce Telecom application - Spectrum licence transfer to Eastlink

Ms. Heckbert,

Please note that all transfers must be approved by the minister's office so it would be good if you can provide as much information as possible with respect to the assessment criterias indicated. The department does have access to some information, however, any information that you have access to with respect to the existing network and future plans will help us undertake our analysis.

As for the revenue declaration, yes it is as defined by the Telecommunications Act.

Do not hesitate to contact me if you have further questions.

Regards,
Julie

From: Denise Heckbert [mailto:Denise.Heckbert@corp.eastlink.ca]
Sent: Wednesday, February 5, 2014 12:02 PM
To: Emard, Julie; DGSO-DGOGS
Subject: RE: Bruce Telecom application - Spectrum licence transfer to Eastlink

Hi Julie,

Thank you for your note. I did read that CPC but it appeared to list a series of factors Industry Canada would consider rather than a list of information we had to submit. Most of the information seemed like data that Industry Canada would already have available to it via our spectrum licences. I also looked into the Commercial Mobile Spectrum requirements but, again, it seemed to be a list of factors Industry Canada would consider and not information we were required to submit. For example, existing holdings in the area is something Industry Canada would be in a better position to know than Eastlink or Bruce, so I wasn't sure I was actually expected to submit any details. I completed the application form in the CPC and submitted that as our application.

I can certainly submit whatever information is required but I do not find the CPC clear enough to help me understand those requirements. Could you please either send me an email listing what we're required to submit or maybe you and I could have a call to discuss what is a requirement for submission within the CPC?

I can also provide the certificate of incorporation and the revenue declaration. For the declaration, are these telecom revenues as defined by the *Telecommunications Act*?

Thanks for your help!

Denise

Denise Heckbert
Manager, Wireless Regulatory
Regulatory
Eastlink
Denise.Heckbert@corp.eastlink.ca T: 902.406.4066

From: Julie.Emard@ic.gc.ca [mailto:Julie.Emard@ic.gc.ca]
Sent: Wednesday, February 05, 2014 12:39 PM
To: Denise Heckbert
Cc: Julie.Emard@ic.gc.ca
Subject: RE: Bruce Telecom application - Spectrum licence transfer to Eastlink

Ms. Heckbert,

Please note that in order to process your request for transfer we require additional information which can be found in the CPC-2-1-23 *Licensing Procedure for Spectrum Licences for Terrestrial Services* at: <http://www.ic.gc.ca/eic/site/smt-gst.nsf/eng/sf01875.html> under section Section 5.6 of the Transfer or Division of Spectrum Licences and Subordinate Licensing Arrangements and 5.6.2 of the Transfers and Divisions of Spectrum Licence — Conditions and Guidelines.

Furthermore, your licensed spectrum is in the cellular 800 MHz band which is considered Commercial Mobile Spectrum. All Commercial Mobile Spectrum transactions fall under the new Spectrum Licence Transfer Policy which is referred to in Section 5.6.4 of the Commercial Mobile Spectrum of CPC-2-1-23. Please ensure that you have read this section and provide as much information in your application as possible with respect to the eight factors that Industry Canada will consider while processing the application.

We will also need a copy of Bragg Communications Inc. certificate of incorporation in Canada and a signed declaration by their financial officer as to their annual telecom-related revenues.

If you require more information, please do not hesitate to contact me.

Julie

From: Denise Heckbert [mailto:Denise.Heckbert@corp.eastlink.ca]
Sent: Tuesday, February 4, 2014 12:31 PM
To: Emard, Julie: DGSO-DGOGS
Cc: [redacted] 19(1) Owen Barnhill
Subject: Bruce Telecom application - Spectrum licence transfer to Eastlink

Hello,

As we discussed briefly, Eastlink is acquiring the operating assets of Bruce Telecom and, as part of that deal, Bruce Telecom would like to transfer its spectrum licence to Eastlink. I have attached the application form signed by Eastlink and Bruce Telecom.

Please forward as necessary within Industry Canada. I have copied Bart Cameron, President and CEO of Bruce Telecom, but I note that Eastlink is assisting with most of the paperwork of this acquisition, so please ask the Department to contact me for any additional information that may be needed.

Thank you for your help!

Denise



Denise Heckbert
Manager, Wireless Regulatory
Regulatory
Eastlink
Denise.Heckbert@corp.eastlink.ca T: 902.406.4066



Application for Spectrum Licence Transfer or Division

Part I: Information to be Completed by Existing Licensee

1.1 Licensee Name: Bell Canada

1.2 Address: 100 Box 800, 5, 55 Highway 92, New
Lancaster, ON, N0G 2J0
Tel: 519-365-1256
Fax:
E-mail: licences@bellsouth.ca

1.3 Licence Account Number: 07-0919-0-06

1.4 Summary of licence(s) to be transferred or divided:

Licence Number	Expiry Date	Spectrum	Geographic Area
5113417	March 31, 2031	850 MHz	Port Elgin

1.5 Map enclosed: Yes No (Required for porting only)

1.6 Proposed Date of Transfer or Division: Prior to March 31, 2014 (upon Industry Canada approval)

1.7 Information not required related to Section 5.6 A1 of CPC-2.1-23 (Commercial Mobile Spectrum Only)

1.8 Authority

I certify that I am an authorized representative of the above named licensee and that the information stated in Part I of this Notification is true and correct.

Signed this 31 day of January, in the year 2014

19(1)

Signature of Applicant or Authorized Representative to Sign for the Licensee

Bill McInerney

Name of Applicant (if individual, Applicant must be the legal owner). Please print name only.

President & CEO, Bell Canada
Title of Person

Part 2: Information to Be Completed by Proposed Licensee

2.1 Name: Bragg Communications Inc.

2.2 Address: 9080 Young Street, 8th Floor
Halifax, NS B3K 5M1
Tel: 902-446-9979
Fax: 902-446-9979
Email: regulatory.matters@bragg.com

2.3 Authority

I certify that I am an authorized representative of the above-named proposed licensee and that the information stated in Part 2 of this Notification is true and correct.

I certify that I have read and that I understand the contents of the eligibility criteria, as set out in the *Radio Communication Regulations*, and that I comply with these requirements. I will comply with the criteria on an ongoing basis, and will notify the Minister or Industry of any change that would have a material effect on my eligibility. Such notification will be made in advance of any proposed transactions within my knowledge.

I certify that I understand the use to which the radio frequencies that are the subject to the spectrum licenses may be employed.

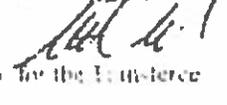
I certify that I have read and that I understand all the conditions of license that continue to apply to the spectrum licenses and I certify that I will comply with these conditions.

I also understand that Industry Canada may require additional information for the review of the proposed transfer.

SIGNED this 4 day of FEBRUARY

in the year 2011


Signature of Applicant or Individual Authorized to Sign for the Licensee


Signature for the Licensee

LEE BRAGG
Name of Applicant or Individual Authorized to Sign for the Licensee (Please print clearly)

MATHEW MITCHELL
Name of Licensee (Please print clearly)

CEO
Title of Person

PRESIDENT WINGLESS
Title of Person

Hill, Peter: DGSO-DGOGS

From: Fancy, Lynne: DGSO-DGOGS
Sent: February-20-14 12:59 PM
To: Hill, Peter: DGSO-DGOGS
Cc: Mulvihill, Matthew: DGSO-DGOGS; Rudeen, Duane: DGSO-DGOGS; D'Aoust, Christine: DGSO-DGOGS; Kanjeekal, Suneil: DGSO-DGOGS
Subject: MTS/Rogers Subordinate Licences

Peter,

For your comments, please.

Attached is our analysis of the MTS/Roger subordinate licences. This is the first time we're including an analysis of a network sharing agreement according to the criteria that we presented to Kelly & Iain.

We're also just about ready with a briefing note, letter and decision and will send those up to you as well.



Thanks so much to Matt, Duane and Christine

Lynne

CONFIDENTIAL

***Assessment of Subordinate Licence
Applications Submitted by
Rogers Communications Partnership and MTS Inc.***

***Last edit: April 30, 2014
EDRMS 354257***

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A Introduction

1. In a letter dated September 12, 2013, Rogers Communications Partnership (Rogers) and MTS Inc. (MTS) jointly applied for subordinate licences in the cellular, Personal Communications Services (PCS) and Advanced Wireless Services (AWS) bands in Manitoba. On December 16, 2013, following the expiry of the five-year moratorium on set-aside licences¹, they submitted an additional application requesting a subordinate licence for MTS' AWS licences.
2. In this case, the subordinate licences would allow Rogers and MTS to jointly use their combined spectrum throughout most of Manitoba. The terms and conditions of the arrangement are outlined in the Network Operating Agreement (Operating Agreement) between Rogers, MTS, and their joint venture company, 7211431 Canada Inc. (Netco).
3. The parties applied under the provisions of section 5.6 of CPC 2-1-23— *Licensing Procedure for Spectrum Licences for Terrestrial Services*. The CPC has been recently revised to incorporate the *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum* (Transfers Framework).

B Mandate

4. The Minister of Industry is responsible for spectrum management in Canada and developing policies for spectrum utilization and ensuring the effective management of this resource.
5. Licensing of spectrum is governed by sections 5 and 6 of the *Radiocommunication Act*, (the "Act"). Subsection 5(1) provides in part that, subject to any regulations adopted under section 6, "the Minister may, taking into account all matters that the Minister considers relevant for [...] ensuring the orderly development and efficient operation of radiocommunication in Canada", issue "spectrum licences in respect of the utilization of specified radio frequencies within a defined geographic area". In doing so, the Minister may fix and amend the terms and conditions of such licences (including the terms and conditions of the services that may be provided by the holder of the licence).
6. Spectrum licence transfers, which include subordinate licences, are, in essence, requests to issue a new spectrum licence to another party, and as such, engage the Minister's powers and responsibilities under the Act, including ensuring "...the orderly development and efficient operation of radiocommunication in Canada"².

C Transfer Framework

7. The Transfers Framework supports the Government's policy objective of maximizing the economic and social benefits that Canadians derive from the use of radio frequency spectrum. This includes enhancing the efficiency and competitiveness of Canadian

¹ As an AWS new entrant, MTS was eligible to bid on 40 MHz of spectrum set aside for new entrants during the 2008 AWS auction. Set aside licences could not be transferred (except to another new entrant) until 5 years after the date of issuance (deadline December 14, 2013 for MTS).

² See Section 5 of the *Radiocommunication Act*

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telecommunications, and increasing the availability of reliable and affordable high quality telecommunications services to Canadians in both urban and rural areas³.

8. Subordinate licences are required when one party uses spectrum that is licensed to another party (by virtue of spectrum sharing or other agreement). The Transfers Framework provides guidance regarding the assessment of a Licence Transfer, including the granting of a subordinate licence.
9. Section 5.6.4.2 Criteria and Considerations of CPC-2-1-23 states:

In making its determination as to the impact of a Licence Transfer or Prospective Transfer on the policy objective noted above, Industry Canada will analyze, among other factors, the change in spectrum concentration levels (i.e. the amount of spectrum controlled by the Applicants in comparison to that held by all licensees) that would result from the Licence Transfer or Prospective Transfer. In each case, Industry Canada will examine the ability of the Applicants and other existing and future competitors to provide services, given the post-transfer concentration of commercial mobile spectrum (CMS)⁴ in the affected Licence area(s).

As part of the determination described above, Industry Canada will normally take into account the following factors:

- a) the current licence holdings of the Applicants and their Affiliates in the licensed area;
- b) the overall distribution of licence holdings in the licensed spectrum band and commercial mobile spectrum bands in the licensed area;
- c) the current and/or prospective services to be provided and the technologies available using the licensed spectrum band;
- d) the availability of alternative spectrum with similar properties to the licensed spectrum band;
- e) the relative utility and substitutability of the licensed spectrum and other commercial mobile spectrum bands in the licensed area;
- f) the degree to which the Applicants and their Affiliates have deployed networks and the capacity of those networks;
- g) the characteristics of the region, including urban/rural status, population levels and density, or other factors that impact spectrum capacity or congestion; and
- h) any other factors relevant to the policy objectives outlined in this Framework that may arise from the Licence Transfer.

In cases of requests for subordinate Licences, pursuant to Agreements, Industry Canada will also consider the nature of the Agreement and the planned use of the spectrum by each of the Applicants.

10.

20(1)(b), 21(1)(a), 21(1)(b)

³ See Section 7 of *Telecommunications Act*, Canadian Telecommunications Policy Objectives

⁴ Commercial mobile spectrum includes cellular, PCS, AWS, WCS, and BRS

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20(1)(b).21(1)(a).21(1)(b)

11. As part of the initial review of the joint network agreement, the contractual obligations between the parties - in this case, the Operating Agreement, Industry Canada assessed the following criteria:

- 1) The structure of the Operating Agreement;
- 2) The sharing of the costs between the parties;
- 3) The benefits derived by each party;
- 4) The overall governance model; and
- 5) Other considerations.

12. Further the factors related to a transfer were assessed, including the nature of the agreement and the planned use of spectrum.

- D - Nature of the Agreement (to assess the criteria in paragraph 11)
- E - Spectrum Concentration (to assess the criteria in paragraph 9)

Initial review of the joint network agreement

Structure of the Operating Agreement

13. Historically, Rogers and MTS have entered into a number of agreements. In 2009, they entered into, among others, a Contribution Agreement, a Tower Support and Services Agreement, a Backhaul Services Agreement and a Network Operating Agreement.

14. The agreement under review is an expansion of the 2009 Network Operating Agreement between Rogers, MTS and Netco. It came into effect April 15, 2013.

15. Netco is a joint venture created by Rogers and MTS

20(1)(c).21(1)(a).21(1)(b)

20(1)(b).21(1)(a).21(1)(b)

16.

20(1)(b).21(1)(a).21(1)(b)

20(1)(b)

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Assessment

17. [Redacted]
20(1)(b),21(1)(a),21(1)(b)

18. [Redacted]
20(1)(b),21(1)(a),21(1)(b)

Sharing of the costs between parties

19. The Operating Agreement specifies the following types of contributions:

- 1) [Redacted]
- 2) [Redacted]
20(1)(b),21(1)(b)

20. [Redacted]
20(1)(b),21(1)(a),21(1)(b)

21. [Redacted]
20(1)(b),21(1)(a),21(1)(b)

22. [Redacted]

[Redacted]
20(1)(c),21(1)(b)

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23.

20(1)(b),21(1)(a),21(1)(b)

24.

20(1)(b),21(1)(a),21(1)(b)

25.

20(1)(c),21(1)(a),21(1)(b)

26.

20(1)(b),21(1)(a),21(1)(b)

27. Given the above, the Operating Agreement raises no concerns with respect to control in terms of capital and ongoing operating expenses.

Assessment

28.

20(1)(b),21(1)(a),21(1)(b)

Benefits derived by each party

29. The parties benefit from the Operating Agreement in the following ways:

- 1)
- 2)
- 3)

20(1)(b),21(1)(b)

30. The primary benefit of the Operating Agreement to both Rogers and MTS is the ability for their respective subscribers to access the joint network. Under the terms of the Operating

⁷ Based on Industry Canada site upload data

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Agreement, 20(1)(b).21(1)(b)

20(1)(b).21(1)(b)

20(1)(b).21(1)(b) Rogers and MTS have 33% and 53%⁹ shares of the Manitoba market, respectively.

21(1)(a).21(1)(b)

21(1)(a).21(1)(b)

31.

20(1)(b).21(1)(a).21(1)(b)

32.

20(1)(b).21(1)(b)

Assessment

33.

20(1)(b).21(1)(b)

Overall governance model

34. The Operating Agreement outlines safeguards in the following areas:

- 1)
- 2)
- 3)
- 4)

20(1)(b).21(1)(b)

35.

20(1)(b).21(1)(b)

⁸ CRTC Communications Monitoring Report, September 2012; see Table 5.5.5 Wireless subscriber market share, by province, 2012.

⁹ Percentage is approximate as MTS is included in "Other" category which includes MTS Allstream, SaskTel, and smaller WSPs.

¹⁰ "in the territory" defined as the province of Manitoba

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36.
37.
38. 20(1)(b).21(1)(b)
39.
40.

Assessment

41. 20(1)(b).21(1)(b)

42. 21(1)(a).21(1)(b)

D Spectrum Concentration and Other Considerations

Licence Holdings and Distribution; Services and Technologies; Availability of Alternative Spectrum

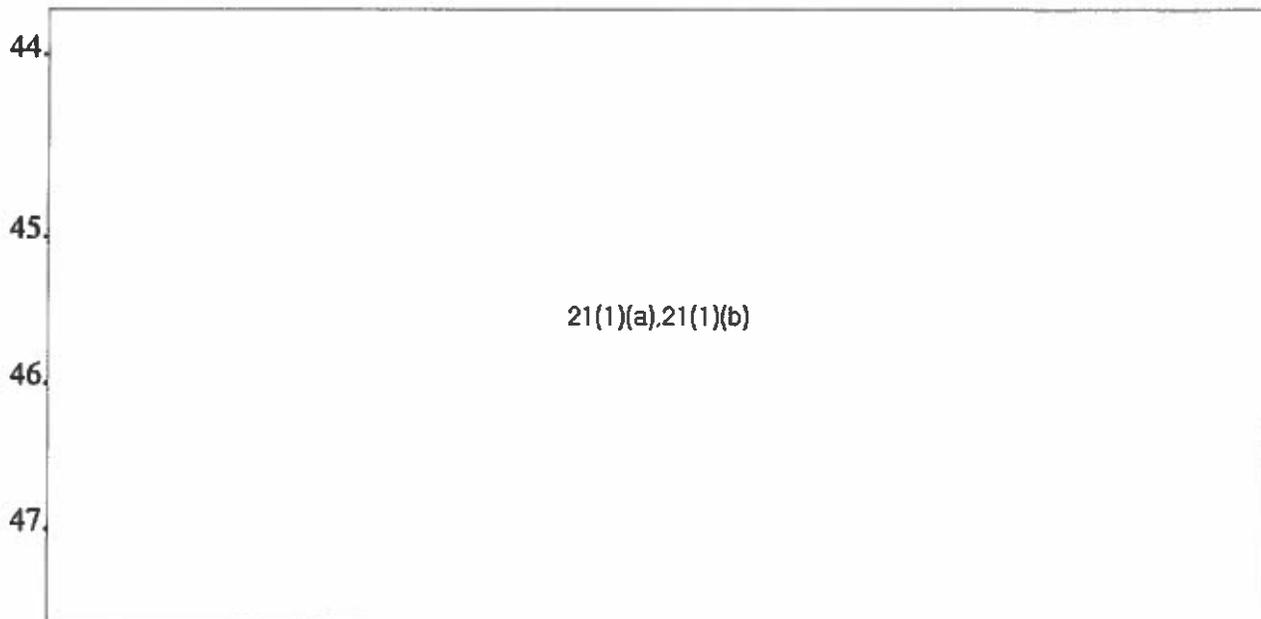
Criteria

43. The following criteria from paragraph 40 of the Transfers Framework are considered in this section:

- a) current licence holdings of the Applicants and their Affiliates in the licensed area;
- b) overall distribution of licence holdings in the licensed spectrum band and commercial mobile spectrum bands in the licensed area;
- c) the current and/or prospective services to be provided and the technologies available using the licensed spectrum band;
- d) availability of alternative spectrum with similar properties to the licensed spectrum band; and,

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- f) the degree to which the Applicants and their Affiliates have deployed networks and the capacity of those networks.



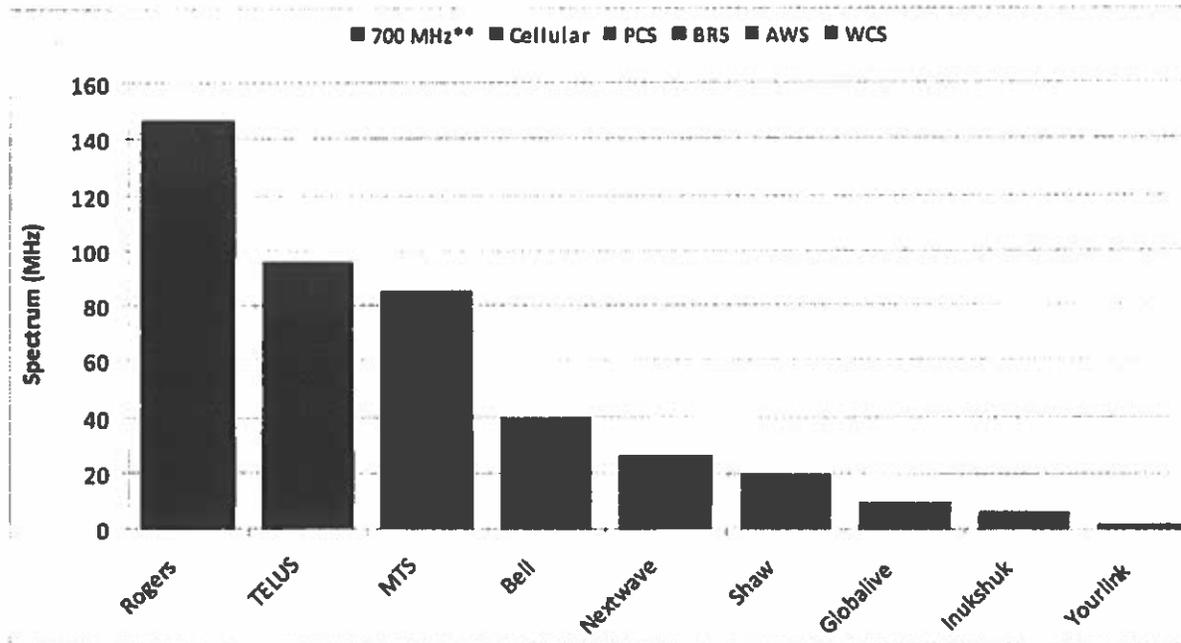
Context and Analysis

48. The spectrum under review is solely within the province of Manitoba. As noted in Figure 1, Rogers and MTS currently individually hold the majority of mobile spectrum in Manitoba. Both hold cellular, PCS and AWS licences, while Rogers also has Broadband Radio Service (BRS) spectrum. Because of the large amount of spectrum both hold in Manitoba, it has translated into large market shares. According to the 2013 CRTC Communications Monitoring Report, Rogers and MTS had 86% of the wireless subscriber market share in Manitoba in 2012¹¹. The mix of spectrum they hold also provides both Rogers and MTS the flexibility to offer a broad range of devices to consumers and manage the evolution of technology within their current holdings.

¹¹ CRTC Communications Monitoring Report, September 2012; see Table 5.5.5 Wireless subscriber market share, by province, 2012

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Figure 1: Total Commercial Mobile Spectrum* Holdings in Manitoba



* Note that all available spectrum has been allocated in these bands in Manitoba
 ** 700 MHz auction completed February 13, 2014 and winners are still considered "provisional"

49.

20(1)(b).21(1)(a).21(1)(b)

50. They will also continue to hold non-shared spectrum in Manitoba. MTS holds an additional 10 MHz of cellular and 10 MHz of PCS spectrum in Manitoba whereas Rogers holds an additional 5 MHz of cellular, 40 MHz of PCS, and 30 MHz of BRS. In addition, as noted in Figure 1, both MTS and Rogers are provisional winners of 10 MHz and 12 MHz of 700 MHz spectrum, respectively.

51.

20(1)(b).21(1)(a).21(1)(b)

52. Rogers and MTS' joint network will enable them to take advantage of larger contiguous blocks of spectrum in the AWS and PCS bands as they each hold blocks which are directly

¹² Refer to Table 1 above (paragraph 25)

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adjacent to one held by the other party. Because of the Operating Agreement, they can take advantage of the characteristic of LTE technology that permits them to deliver higher data speeds with the additional contiguous blocks of AWS spectrum. For example, a 10+10 MHz block can support more than twice the users than a 5+5 MHz block (while providing the same quality of service) due to various network gains. In the case of Rogers and MTS, by merging their two individual adjacent (contiguous) 10 MHz blocks of AWS spectrums they can form two contiguous 10 + 10 MHz blocks, and both can improve their previous throughput due to the increased capacity.

53. [Redacted] 20(1)(c).21(1)(a).21(1)(b)

54. [Redacted] 20(1)(c).21(1)(a).21(1)(b)

[Redacted] 20(1)(c).21(1)(a).21(1)(b) Bell and TELUS also have spectrum in Manitoba. Through their joint network, they have covered approximately 80-85% of the population Manitoba with their PCS spectrum and offer LTE to 70-75% of the population through the deployment of their AWS spectrum¹³. Shaw, the only other incumbent in Manitoba, has changed its original business plans and has been actively trying to sell its spectrum¹⁴.

55. [Redacted] 21(1)(a).21(1)(b)

Assessment

56. Approving the subordinate licences has no impact on the overall spectrum holdings or distribution, but it enables Rogers and MTS to deliver better coverage and more advanced services to their subscribers.

57. [Redacted] 21(1)(a).21(1)(b)

[Redacted] 21(1)(a).21(1)(b) The secondary markets and upcoming 2500 MHz auction provide competitors an opportunity to access additional spectrum.

Other Considerations

Criteria

- e) the relative utility (e.g. above and below 1 GHz) and substitutability of the licensed spectrum and other commercial mobile spectrum bands in the licensed area;

¹³ Estimates based on company coverage maps

¹⁴ See Globe and Mail article of January 14, 2013: *Shaw hangs up on its cellular plans*

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- g) the characteristics of the region, including urban/rural status, population levels and density, or other factors that impact spectrum capacity or congestion; and
- h) any other factors relevant to the policy objectives outlined in this Framework that may arise from the Licence Transfer.

58.

59.

21(1)(a).21(1)(b)

Assessment

60. There are no other considerations, including regional differences, which would impact the competitors' ability to provide service, should the application for subordinate licences be approved.

Considerations relating to Subordinate Licensing

61. As required by the Framework the nature of the agreement and the planned use of the spectrum was reviewed against the policy objective outlined in the Framework, which is quoted at paragraph 7 of this document. As noted above, the nature of the agreement supports the use of the spectrum as part of a joint network sharing agreement which would assist in increasing the availability and reliability of services in rural and urban areas of Manitoba. Similarly, the planned use of spectrum can contribute to the policy objective of maximizing the economic and social benefits derived from the use of this spectrum through better coverage and more advanced services.

E Conclusion

62.

63.

21(1)(a).21(1)(b)

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21(1)(a),21(1)(b) The upcoming 2500 MHz auction provides competitors an opportunity to access additional spectrum. They can also obtain spectrum through the secondary market.

64. Rogers and MTS already have extensive networks in Manitoba. Approving the subordinate licences has no impact on the overall spectrum holdings or distribution, however it enables Rogers and MTS to deliver better coverage and more advanced services to their subscribers.
65. The nature of the agreement and planned use of the spectrum was assessed against the overall policy objective. The agreement supports a joint network that can enhance spectrum efficiency and maximizes the benefits that Canadians derive from the use of this spectrum. The planned use of the spectrum is part of a joint network

21(1)(a),21(1)(b)

21(1)(a),21(1)(b)

Emard, Julie: DGSO-DGOGS

From: 19(1)
Sent: February-24-14 9:58 AM
To: Gemme, Mathieu: DGSO-DGOGS
Cc: Kanjeekal, Suneil: DGSO-DGOGS; Bastien Néron
Subject: Sogetel/Bell Spectrum Subordination
Attachments: Sogetel Nantes and St. Liboire Spectrum Subordination - Executed - Feb 24, 2014.pdf
Importance: High

Mathieu

Further to our discussion last week, attached you will find an application to extend the current term of the spectrum subordinations that Bell currently has in effect with Sogetel Mobilite (which expires on March 31, 2014). In your review of the attached subordination application, you will find that the request conforms to the intent and objectives of Industry Canada's document DGSO-003-12 known as the, *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum*.

If you have any questions please let me know.

Brian

Notification of Spectrum Subordinate License

Part 1 Information to Be Completed by Existing Licensee (Primary Licensee)

1.1 Licensee Name: Sogotel Mobilite Inc.

1.2 Address: 111 Rue Du 12-Novembre
Street, P.O. Box, etc.

Nicolet Quebec JT3 1S3
City, Town Province Postal Code

418-774-0606 418-774-5577 bastien.neron@sogetel.com
Telephone Number Fax Number Email Address

1.3 Licence Account Number: 07-091902961

1.4 Summary of Proposed Subordinate Licence(s):

Primary Licence #	Subordinate License Expiry Date	License Transfer Frequency Range (MHz)	Licence Transfer Geographic Area
5146355	20(1)(b).20(1)(c)	835.0MHz – 840.0MHz to 880.0MHz – 890.0MHz and	TEL - 008
5146351		846.5MHz -849.0MHz to 891.5MHz – 894.0MHz	TEL - 013

1.5 Map enclosed Yes ___ No X (Required for partitioning.)

1.6 Proposed Date of Subordination: March 31, 2014

1.7 Authority

I certify that I am an authorized representative of the above-named licensee and that the information stated in Part 1 of this Notification is true and correct.

SIGNED this 21st day of February, in the year 2014.



Signature of Applicant or Individual Authorized to Sign for the Licensee

Bastien Neron
Name of Applicant of Individual Authorized to Sign for the Licensee

Director – Wireless Operations
Title of Person

Part 2 Information to Be Completed by Proposed Subordinate Licensee

2.1 Name: Bell Mobility

2.2 Address: 5099 Creekbank Road
Street, P.O. Box, etc.

<u>Mississauga</u> City, Town	<u>Ontario</u> Province	<u>L4W 5N2</u> Postal Code
<u>905-282-3260</u> Telephone Number	<u>905-282-3271</u> Fax Number	<div style="border: 1px solid black; padding: 2px; display: inline-block;">19(1)</div> E-mail Address

2.3 Authority

I certify that I am an authorized representative of the above-named proposed licensee and that the information stated in Part 2 of this Notification is true and correct.

I certify that I have read and I understand the contents of the eligibility criteria as set out in the *Radiocommunication Regulations* and that I comply with these requirements. I will comply with the criteria on an ongoing basis and will notify the Minister of Industry of any changes which would have a material effect on my eligibility. Such notification will be made in advance of any proposed transactions within my knowledge.

I certify that I understand the use to which the radio frequencies that are the subject to the spectrum license may be employed.

I certify that I have read and understand all the conditions of license that continue to apply to the spectrum license and I certify that I will comply with these conditions.

SIGNED this 21st day of February, in the year 2014.

19(1)

Signature of Applicant or Individual Authorized to Sign for the Subordinate Licensee

Bruce Rodin
Name of Applicant or Individual Authorized to Sign for the Subordinate Licensee (Please print clearly)

VP - Wireless Technology, Bell Mobility
Title of Person

Emard, Julie: DGSO-DGOGS

From: Emard, Julie: DGSO-DGOGS
Sent: March-18-14 2:59 PM
To: Kanjeekal, Suneil: DGSO-DGOGS
Subject: FW: Spectrum licence transfer application
Attachments: Eastlink CONFIDENTIAL letter regarding Bruce spectrum Feb 20 2014.pdf; Bruce spectrum transfer application - Feb 4 2014.pdf; BCI - NS Cert of Continuance.pdf; 2012 CNA Reporting Worksheet Affidavit.pdf

From: Emard, Julie: DGSO-DGOGS
Sent: Tuesday, February 25, 2014 9:19 AM
To: Thiessen, Joanne: DGSO-DGOGS
Subject: FW: Spectrum licence transfer application

From: Denise Heckbert [<mailto:Denise.Heckbert@corp.eastlink.ca>]
Sent: Thursday, February 20, 2014 1:02 PM
To: Emard, Julie: DGSO-DGOGS
Cc: bart.cameron@brucetelecom.com
Subject: Spectrum licence transfer application

Hi Julie,

Thanks again for your help in better understanding the application process for spectrum transfers.

As discussed previously, Eastlink is purchasing Bruce Telecom's operating assets, and we are herein applying to transfer its 850 MHz spectrum licence to Eastlink. Following our discussions, I have attached the following:

1. The formal application that I submitted in early-February,
2. A confidential letter outlining how the licence is currently used, and how Eastlink intends to use the spectrum,
3. Eastlink's certificate of incorporation, and
4. An affidavit that Bruce prepared and submitted to the CAN regulatory body, including its telecommunications revenue, as defined in the Act, and the signature of an officer of the company.

I believe this satisfies our requirements under the CPC but please let me know if we're missing anything. I have copied Mr. Cameron for his records but, as I mentioned before, I'll be Industry Canada's point of contact for any follow-up documentation. So, please feel free to contact me with any questions.

Thanks again for your help, I appreciate it!

Denise



Denise Heckbert
Manager, Wireless Regulatory

Regulatory

Eastlink

Denise.Heckbert@corp.eastlink.ca T: 902.406.4066





February 20, 2014

CONFIDENTIAL

Julie Énard
Spectrum Management Operations
Industry Canada
300 Slater Street
Ottawa, Ontario K1A 0C8
Julie.Emard@ic.gc.ca

Dear Ms. Énard:

Re: Bruce Telecom – 850 MHz spectrum – request to transfer licence to Eastlink

Bragg Communications Inc., carrying on business as Eastlink, is writing to request the Department's approval for the transfer of ownership of Bruce Telecom's spectrum licence #5113417 to Eastlink as part of a transaction that would see Eastlink purchase all of the operating assets of Bruce Telecom.

Spectrum licence #5113417 is Bruce's sole spectrum. Eastlink has one 5 + 5 MHz AWS spectrum licence in this licence area and minimal spectrum in the adjacent regions. All other mobile wireless spectrum in the region is licensed by the incumbent wireless service providers.

We submit that transfer of the spectrum to Eastlink represents an opportunity to see facilities-based wireless competition on the Bruce Peninsula, in keeping with the spectrum policy objectives of promoting sustainable competition and developing advanced wireless services in rural areas.

20(1)(b),20(1)(c)

20(1)(b),20(1)(c)

Eastlink submits that if this transfer is not approved, the spectrum would likely be purchased by the incumbent wireless service providers that already hold the majority of spectrum in the area. The policy objectives would be better served by approving the transfer to a facilities-based provider with a history of providing service in rural areas across Canada, including Northern Ontario, as this would result in a fourth competitor in our serving area that is invested in competing over the long-term.

As a result, we request that the Department approve the proposed spectrum licence transfer to Eastlink as part of our larger acquisition deal with Bruce Telecom.

Sincerely,



Denise Heckbert
Manager, Wireless Regulatory, Eastlink

Tel: (902) 406-4066
Email: regulatory.matters@corp.eastlink.ca
6080 Young Street Halifax NS B3K 2A4

C.c.: Bart Cameron, Bruce Telecom

CNAC-RW1

Canadian Numbering Administration Reporting Worksheet – Due April 1, 2013
(Late fees will apply if deadline missed)

This Reporting Worksheet will be used to allocate Canadian numbering administration costs during the period July 1, 2013 to June 30, 2014.

Please read and follow the instructions in the attached letter when completing this Reporting Worksheet. For assistance in completing this Reporting Worksheet, please call Gail Yeung at (613) 236-9191.

ORIGINAL FILING REVISION TO ORIGINAL FILING CONSOLIDATED TSP REPORT

Block 1: Carrier Identification

Legal Name of Carrier BRUCE TELECOM OF THE MUNICIPALITY OF KINGSTON

Name Carrier is doing business as BRUCE TELECOM

Principal communications business (Check the one box that best describes the carrier's operations)

<input checked="" type="checkbox"/> ILEC	<input type="checkbox"/> Wireless Service Provider
<input type="checkbox"/> CLEC	<input type="checkbox"/> Interexchange Carrier (IXC)
<input type="checkbox"/> Independent Telephone Company	<input type="checkbox"/> Canadian International Carrier

If you are submitting a Consolidated TSP Report, please also complete the chart that is attached as Exhibit 1 to this worksheet including the above information for each affiliated carrier to be included in the worksheet. Only carriers that are affiliated with each other (as the term affiliate is defined in the *Canada Business Corporations Act*) are permitted to be included in a Consolidated TSP Report.

Block 2: Revenue Information

2012 Telecommunications Service Revenue \$9,039,413

(From January 1 to December 31, 2012)

Report revenues in whole dollars. Do not report negative amounts.

If filing a Consolidated TSP Report the revenue to be reported is to be the aggregate of all affiliated carriers being reported on.

Block 3: Carrier Responsible for Payment of Fees (If submitting Consolidated TSP Report)

Carrier _____

Contact Name _____

Contact Telephone Number _____

Contact E-mail _____

Block 4: Payment Option Selection

Our selected payment option is:

A single payment due on June 1, 2013

Four quarterly payments with first payment due June 1, 2013, and subsequent payments due September 1, 2013, December 1, 2013 and March 1, 2014

Twelve equal monthly payments, with the first payment due on June 1, 2013, and subsequent payments due on the first day of each month ending on May 1, 2014.

PLEASE DO NOT INCLUDE A PAYMENT WITH THIS REPORT. YOU WILL BE INVOICED AT A LATER DATE.

CNAC-RWI

Block 5: Officer's Certification

I certify that I am an officer of the carrier named above, that I have examined the foregoing report, and that to the best of my knowledge, information and belief: (i) all statements of fact contained in this Reporting Worksheet are true; (ii) that said Reporting Worksheet is an accurate statement of the Telecommunications Service Revenues of the above named carrier (or carriers if submitting a Consolidated TSP Report); and (iii) if submitting a Consolidated TSP Report, all carriers included in the Reporting Worksheet are affiliates of each other (as the term affiliate is defined in the *Canada Business Corporations Act*; for the period January 1, 2012 through December 31, 2012.

Printed Name of Officer	▶ STEVE SOTCHAK	
Position with Carrier	▶ CHIEF FINANCIAL OFFICER	
Signature	19(1)	[Signature]
Date	▶ 10/1/13	
Billing Contact Person	▶ TUNE SLESSER	
Telephone Number of Billing Contact Person	▶ 519-368-1240	
E-mail address	▶ accounts payable@brucetelecom.com	
Completing Billing Address:	▶ Box 80, 3145 Hwy 21 N.	
(Billing Information and the Reporting Worksheet for the 2013 reporting period will be sent to the above address)	▶ TIVERTON, ON N0G 2T0	

Please fax or email PDF copy of Reporting Worksheet to:

Fax #: (613) 236-8258; Attention: Gail Yeung
 E-mail: gyeung@welchllp.com

And mail original to:

Canadian Numbering Administration Consortium Inc.
 C/o Welch LLP
 1200 - 151 Slater Street
 Ottawa, Ontario K1P 5H3
 Attention: Gail Yeung



Nova Scotia

CERTIFICATE OF CONTINUANCE

Companies Act

Registry Number

3022964

I HEREBY CERTIFY that

BRAGG COMMUNICATIONS INCORPORATED

a subsisting company incorporated under the laws of New Brunswick, has satisfied the Registrar that the provisions of Section 133 of the Nova Scotia Companies Act, R.S.N.S., 1989, and any amendments thereto, have been complied with.

I FURTHER CERTIFY that the aforementioned company is hereby continued in the Province of Nova Scotia effective March 12, 2002.

A handwritten signature in black ink, appearing to be "W. J. [unclear]".

Registrar of Joint Stock Companies

March 12, 2002

Date of Continuance

AFFIDAVIT

**IN THE MATTER OF THE REPORTING WORKSHEET
TO BE DELIVERD TO THE CANADIAN NUMBERING ADMINISTRATION CONSORTIUM FOR THE
PURPOSES OF CALCULATING ANNUAL FEE**

I, Steve Soychak, of the Township of Clearview, Province of Ontario,

and

I, Bart M Cameron, of the Town of Wingham, Province of Ontario,

EACH MAKE OATH AND SAY AS FOLLOWS:

1. Steve Soychak is the Chief Financial Officer of Bruce Telecom of the Municipality of Kincardine (the "Company") and as such I have personal knowledge of the matters hereinafter deposed to except where stated to be based on information and belief and where so stated I verily believe the same to be true.
2. Bart M Cameron is the President and Chief Executive Officer of the Company and as such I have personal knowledge of the matters hereinafter deposed to except where stated to be based on information and belief and where so stated I verily believe the same to be true.
3. Attached as Exhibit "1" to this our affidavit is the copy of the reporting worksheet of the Company for the year ended December 31, 2012 to be delivered to Welch LLP as billing and collecting agent of Canadian Numbering Administration Consortium Inc. ("Reporting Worksheet").
4. To the best of our knowledge, information and belief, the statement of the facts contained in the Reporting Worksheet is true and the revenue information as set forth in Block 2 of the Reporting Worksheet is an accurate statement of the telecommunications services revenue of the Company for the year ended December 31, 2012, as defined in the letter from the B&C Agent to the service users dated January 31, 2013.

SWORN BEFORE ME

at the Municipality of Kincardine
in the Province of Ontario

this 1 day of ~~April~~, 2013 *J*
May

Jennifer Lawrie
(a Commissioner, etc.)

19(1)
Steve Soychak
Chief Financial Officer

Jennifer Lawrie, a Commissioner, etc.,
County of Bruce, while Deputy Clerk
of The Corporation of the
Municipality of Kincardine.

SWORN BEFORE ME

at the Municipality of Kincardine
in the Province of Ontario

this 1 day of ~~April~~, 2013 *J*
May

Jennifer Lawrie
(a Commissioner, etc.)

19(1)
Bart M Cameron
President and Chief Executive Officer

Jennifer Lawrie, a Commissioner, etc.,
County of Bruce, while Deputy Clerk
of The Corporation of the
Municipality of Kincardine.

Thiessen, Joanne: DGSO-DGOGS

From: Gemme, Mathieu: DGSO-DGOGS
Sent: February-26-14 12:59 PM
To: 19(1)
Cc: Thiessen, Joanne: DGSO-DGOGS
Subject: RE: Latitude spectrum transfer revised

Thanks!

It should be sufficient.

Mathieu

From: 19(1)
Sent: Wednesday, February 26, 2014 10:38 AM
To: Gemme, Mathieu: DGSO-DGOGS
Cc: Thiessen, Joanne: DGSO-DGOGS
Subject: RE: Latitude spectrum transfer revised

Hi Mathieu, this email will confirm that BCE Inc. is the 100% owner of Bell Mobility Inc. The exact ownership chain is as follows. BCE Inc. owns 100% of Bell Canada, Bell Canada owns 100% of Bell Mobility Holdings Inc., and Bell Mobility Holdings Inc. owns 100% of Bell Mobility Inc..

I hope this is sufficient. If you need any other information please let me know.

Barry

Barry Chapman
VP Regulatory Affairs
Bell Canada

From: Mathieu.Gemme@ic.gc.ca [<mailto:Mathieu.Gemme@ic.gc.ca>]
Sent: Wednesday, February 26, 2014 9:30 AM
To: Chapman, Barry (P004574)
Cc: Joanne.Thiessen@ic.gc.ca
Subject: RE: Latitude spectrum transfer revised

Hi Barry,

We are almost with our analysis with Latitude and Bell Mobilicity and we a confirmation that BCE Inc. is the wholly owner of Bell Mobility Inc.

Thanks!

Mathieu Gemme

Technical Policy Analyst | *Analyste de politiques techniques*
Spectrum, Information Technologies and Telecommunications Sector | *Secteur du Spectre, des technologies de l'information et des télécommunications*

Industry Canada | Industrie Canada
300 Slater Street, Ottawa ON K1A 0C8 | 300, rue Slater, Ottawa ON K1A 0C8
Telephone | Téléphone 613-949-7479
Facsimile | Télécopieur 613-991-3514
Teletypewriter | Téléimprimeur 1-866-694-8389
Government of Canada | Gouvernement du Canada

From: [redacted] 19(1)
Sent: Thursday, January 09, 2014 02:04 PM
To: Hill, Peter: DGSO-DGOGS
Cc: [redacted] 19(1)
Subject: Latitude spectrum transfer revised

Please find attached our revised request and application forms to transfer spectrum from Latitude Wireless Inc., a wholly owned subsidiary to Bell Mobility. If you have any questions please contact me.

Regards

Barry Chapman

VP Regulatory Affairs
BCE Inc.
F19- 160 Elgin
Ottawa, On K2P 2C4

Barry Chapman
VP, Regulatory Affairs
BCE Inc.
F19 - 160 Elgin Street
Ottawa, ON K2P 2C4



Telephone: 613 785-6341

19(1)

2014 01 09

Mr. Peter Hill
A/Director General
Spectrum Management Operations
Industry Canada
300 Slater Street
Ottawa, Ontario
K1A 0C8

Dear Mr. Hill,

On behalf of Bell Mobility Inc. ("Bell Mobility"), Bell Canada Enterprises ("BCE") and Latitude Wireless Inc. ("Latitude"), I hereby submit a revised application and seek the approval from Industry Canada for the transfer of certain cellular spectrum from Latitude to Bell Mobility, as identified in Schedule A attached hereto (the "Spectrum")

Latitude Wireless Inc. is a corporation governed by the laws of Canada, whose majority shareholder was previously Northwestel Inc. ("NWTel") and 38373 Yukon Inc., a Yukon based corporation and a fully owned subsidiary of Dakwakada Development Corporation ("DDC"), holding a minority ownership interest in Latitude. Effective October 11, 2013, NWTel purchased 38373 Yukon Inc.'s outstanding minority ownership interest in Latitude. As a function of this transaction and as part of BCE's reorganization of its wireless assets, Latitude (now an indirect wholly-owned subsidiary of BCE Inc.) seeks to transfer its Spectrum to Bell Mobility consistent with its intentions to transition its wireless subscribers into Bell Mobility and wind down its wireless operations. Attached are charts showing the BCE/Latitude ownership before and after the reorganization.

Following the transfer of the Spectrum to Bell Mobility, as contemplated herein, Bell Mobility will be in a better position to provide next generation UMTS based services in the Yukon to its customers and roaming partners. It is the general intent of Bell Mobility that the transfer of the Spectrum will serve to improve the efficient delivery of mobile wireless services in the Yukon and provide customers, in such area, with more selection.

The application attached herewith is based on the sample form provided on the Industry Canada website. Both part 1 and part 2 of the sample forms for license transfers are included.



- 2 -

The spectrum transfer between Bell Mobility and Latitude is subject to Industry Canada's approval and we kindly request that you approve the aforementioned transfer application by February 14, 2014.

If you have any questions based on the foregoing, please do not hesitate to call me. I look forward to your reply.

Sincerely,

[Original signed by B. Chapman]

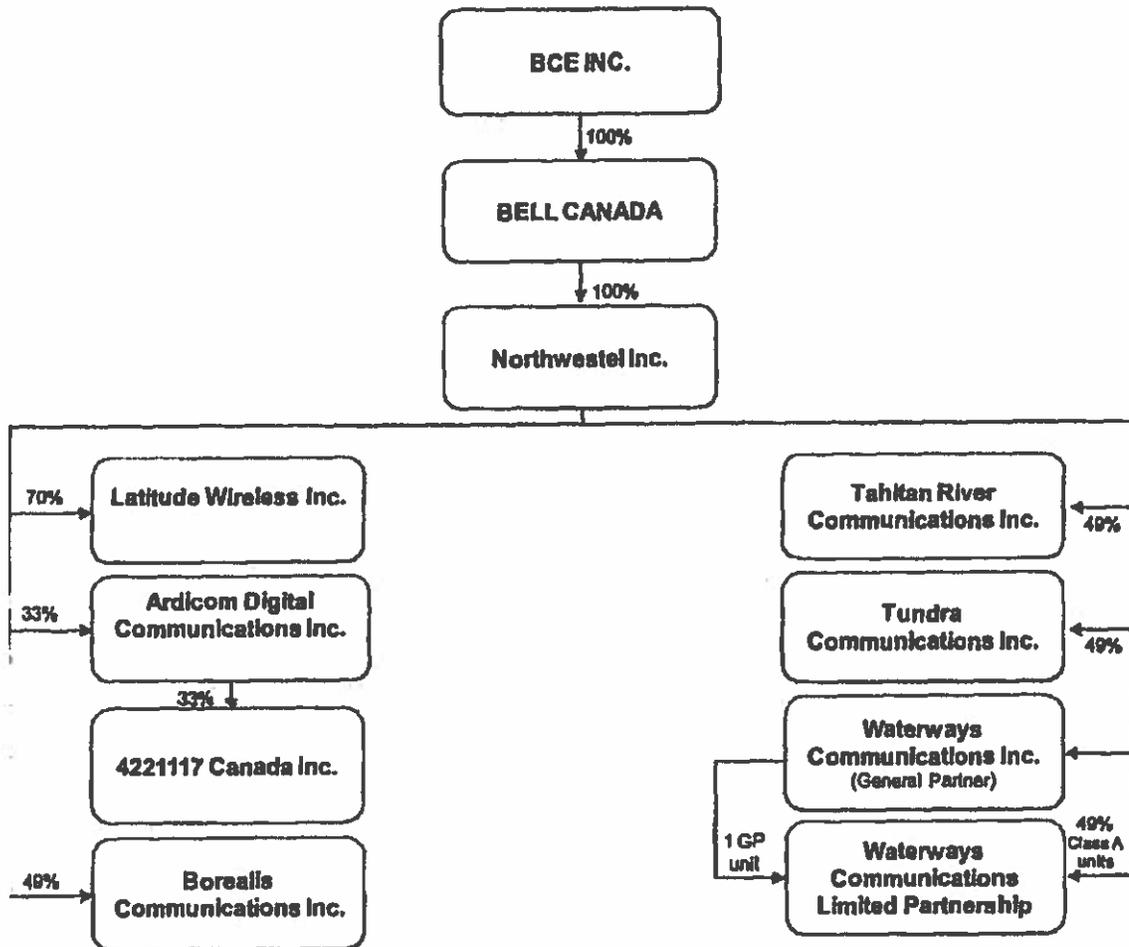
**Barry Chapman
Vice-President, Regulatory Affairs**

Attachments

Schedule A

Telco	Account Number	Licence Number	Expiry Date	Spectrum	Transfer to	Telephone Service Areas
Latitude Wireless Inc.	07-091800033	5146360	20(1)(b),20(1)(c)	835.0 MHz – 845.0 MHz to 880.0 MHz – 890.0 MHz and 846.5 MHz – 849.0 MHz to 891.5 MHz – 894.0 MHz	Bell Mobility Inc.	Tel-072

Before



Mulvihill, Matthew: DGSO-DGOGS

From: Hill, Peter: DGSO-DGOGS
Sent: Thursday, February 27, 2014 8:32
To: 'don.falle@inukshuk.ca'
Cc: 'Laurence Dunbar'; Fancy, Lynne: DGSO-DGOGS
Subject: RE: Application for the Transfer of 2.3 GHz Spectrum

Attachments: Nextwave-Inukshuk-letter.pdf

Please see attached letter in regards to your application seeking approval for the transfer of 2.3 GHz spectrum licences.



Nextwave-Inukshuk
-letter.pdf (...)

Peter Hill
Director General, Spectrum Management Operations | Directeur général, Opérations de la gestion du spectre
Spectrum Management Operations Branch | Direction générale des opérations de la gestion du spectre
Spectrum, Information Technologies and Telecommunications Sector | Secteur du Spectre, des technologies de
l'information et des télécommunications
Industry Canada | Industrie Canada
300 Slater Street, Ottawa ON K1A 0C8 | 300, rue Slater, Ottawa ON K1A 0C8
Telephone | Téléphone 613-990-7176
Facsimile | Télécopieur 613-957-4076
Teletypewriter | Téléimprimeur 1-866-694-8389
Government of Canada | Gouvernement du Canada

From: Laurence Dunbar [mailto:L.Dunbar@fasken.com]
Sent: Tuesday, October 29, 2013 2:56 PM
To: Fancy, Lynne: DGSO-DGOGS
Cc: Hill, Peter: DGSO-DGOGS; Hall, Heather: SLPB-DGPLS; don.falle@inukshuk.ca
Subject: Application for the Transfer of 2.3 GHz Spectrum

Dear Ms. Fancy,

Please find attached an application seeking Ministerial approval for the transfer to Inukshuk Wireless Partnership of the 2.3 GHz spectrum licences currently held by 4253311 Canada Inc.

Please note that Schedule D of the application has been filed in confidence.

A hard copy of the application is being delivered to you by hand this afternoon.

Please do not hesitate to contact the undersigned if you have any questions concerning this application.

Best regards,

Laurence Dunbar | Partner

T. +1 613 696 6875 | F. +1 613 230 6423

ldunbar@fasken.com | www.fasken.com

Fasken Martineau DuMoulin LLP
55 Metcalfe Street, Suite 1300, Ottawa, Ontario K1P
6L5



Industry Canada Industrie Canada

Mr. Donald Falle
General Manager
Inukshuk Wireless Partnership
Suite 1220, 1100 René Levesque Blvd. W.
Montreal, QC H3B 4N4

Mr. Francis J. Harding
Director
4253311 Canada Inc. (NextWave)
c/o Davis LLP, 2800 Park Place, 666 Burrard Street
Vancouver, BC V6C 2Z7

Mr. Falle and Mr. Harding:

Thank you for your letter of October 29, 2013, in which you applied for approval of the transfer to Inukshuk Wireless Partnership all of the 2.3 GHz (WCS) spectrum licences currently held by 4253311 Canada Inc., which carries on business as Nextwave.

We have reviewed the proposed transfer under the *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum*. The department's decision is attached.

Should you have any questions or require any assistance with the above, please contact Suneil Kanjeekal, Manager Emerging Networks, at (613) 990-4805.

Sincerely,

A handwritten signature in black ink, appearing to read "Peter Hill".

Peter Hill
Director General,
Spectrum Management Operations Branch

c.c.: Ms. Kelly Gillis, Senior Assistant Deputy Minister,
Spectrum, Information Technologies and Telecommunications

Canada

February 25, 2014

TRANSFER DECISION

Re: Transfer of Spectrum Licences Held by 4253311 Canada Inc. ("NextWave") to Inukshuk Wireless Partnership ("Inukshuk")

Application:

1. On October 29, 2013, Inukshuk, a partnership made up of Bell Canada (Bell) and Rogers Communications Inc. (Rogers), and NextWave submitted a joint application to Industry Canada, for the approval of a transfer of NextWave's eighty-three (83) spectrum licences across Canada in the Wireless Communications Services (WCS) band, as set out in Annex A.
2. The proposed transfer triggered an assessment under the *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum* (Transfers Framework).
3. The capitalized terms not defined in this transfer decision have the meaning set out in the Transfers Framework.

Decision:

4. The Transfer of the spectrum licences from NextWave to Inukshuk, as set out in Annex A, is denied.

Rationale:

5. The transfer was assessed against the policy objectives and the criteria set out in the Transfers Framework.
6. Industry Canada notes that the importance of the WCS band as commercial mobile spectrum will increase as the ecosystem for advanced LTE services is expected to emerge in the next few years. If the transfer was approved, it would represent a significant shift in spectrum concentration in the WCS band. Bell and Rogers, through Inukshuk, would increase their combined WCS spectrum holdings from 29 percent to 77 percent.
7. Given there is only one paired block of WCS spectrum, only one licensee can hold a licence in a given tier. As such, if approved, 95 percent of the WCS spectrum would effectively be held by Bell, Rogers, and TELUS Communications Inc.
8. The Department has determined that the Transfer of these spectrum licences would impact the ability of existing and future competitors to access additional spectrum and to provide services in the affected licence areas.

ANNEX A**Spectrum Licences Requested to be Transferred from NextWave to Inukshuk.**

Tier	Service Area Name	Wireless Communication Services (WCS) Block	Licence Number
4-001	St. John's	W	4989477
4-002	Placentia	W	4981418
4-003	Gander/Grand Falls/Windsor	W	4981419
4-004	Corner Brook/Stephenville	W	4981420
4-005	Labrador	W	4981421
4-006	Charlottetown	W	4989478
4-007	Summerside	W	4989479
4-011	Truro	W	4989480
4-012	Amherst	W	4989481
4-013	Antigonish/New Glasgow	W	4989482
4-014	Sydney	W	4989483
4-017	Fredericton	W	4989484
4-019	Miramichi/Bathurst	W	4989485
4-020	Grand Falls	W	4989486
4-022	Campbellton	W	4989487
4-023	Matane	W	4989488
4-024	Mont-Joli	W	4981422
4-026	Rivière-du-Loup	W	4981423
4-027	La Malbaie	W	4981424
4-028	Chicoutimi-Jonquière	W	4981425
4-029	Montmagny	W	4981426
4-030	Québec	W	4981427
4-031	Sainte-Marie	W	4981428
4-032	Saint-Georges	W	4981429
4-033	Lac Mégantic	W	4981430
4-034	Thetford Mines	W	4981431
4-035	Plessisville	W	4981432
4-036	La Tuque	W	4981433

4-037	Trois-Rivières	W	4989489
4-038	Louiseville	W	4981434
4-040	Victoriaville	W	4981435
4-041	Coaticook	W	4981436
4-042	Sherbrooke	W	4989490
4-043	Windsor	W	4981437
4-046	Farnham	W	4981438
4-050	Joliette	W	4981439
4-051	Montréal	W	4989491
4-052	Sainte-Agathe-des-Monts	W	4981440
4-053	Hawkesbury	W	4981441
4-055	Ottawa	W	4989492
4-056	Pembroke	W	4981442
4-057	Amprior/Renfrew	W	4981443
4-058	Rouyn-Noranda	W	4981444
4-059	Notre-Dame-du-Nord	W	4981445
4-060	La Sarre	W	4981446
4-063	Roberval/Saint-Félicien	W	4981447
4-067	Cornwall	W	4981448
4-069	Gananoque	W	4989493
4-070	Kingston	W	4989494
4-071	Napanee	W	4981449
4-078	Allston	W	4981450
4-079	Guelph/Kitchener	W	4989495
4-083	Fort Erie	W	4981451
4-084	Niagara-St. Catharines	W	4989496
4-086	London/Woodstock/St. Thomas	W	4989497
4-090	Windsor/Leamington	W	4981452
4-095	Midland	W	4989498
4-100	Sudbury	W	4981453
4-101	Kirkland Lake	W	4981454
4-102	Timmins	W	4981455
4-103	Kapuskasing	W	4981456
4-104	Kenora/Sioux Lookout	W	4981457
4-105	Iron Bridge	W	4981458

4-106	Sault Ste. Marie	W	4981459
4-108	Thunder Bay	W	4981460
4-110	Steinbach	W	4981461
4-111	Winnipeg	W	4981462
4-113	Morden/Winkler	W	4981463
4-114	Brandon	W	4981464
4-115	Portage La Prairie	W	4981465
4-117	Creighton/Flin Flon	W	4981467
4-118	Thompson	W	4981468
4-128	Prince Albert	W	4989500
4-130	Northern Saskatchewan	W	4981472
4-138	Wetaskiwin/Ponoka	W	4981473
4-141	Edmonton	W	4989501
4-145	Barrhead	W	4981474
4-150	West Kootenay	W	4981475
4-157	Powell River	W	4981476
4-159	Merritt	W	4981477
4-160	Kamloops	W	4981478
4-161	Ashcroft	W	4981479
4-164	Williams Lake	W	4981480

Hill, Peter: DGSO-DGOGS

From: Hall, Heather: SLPB-DGPLS
Sent: February-27-14 5:32 PM
To: Gillis, Kelly: SITT-STIT
Cc: Hill, Peter: DGSO-DGOGS; Geerts, Line: SITT-STIT; Gilfillan, Fiona: SLPB-DGPLS
Subject: 2500 MHz - transfer application for existing licences

Kelly,

Below is a note from Peter that you may want to use up the line.

20(1)(b).20(1)(c).21(1)(a).21(1)(b)

Let me know if you want more details.

Heather

-----Original Message-----

From: Hill, Peter: DGSO-DGOGS
Sent: Thursday, February 27, 2014 3:36 PM
To: Hall, Heather: SLPB-DGPLS
Subject: 2500 TDD note

20(1)(b).20(1)(c).21(1)(a).21(1)(b)

ROVET LAW

Benjamin Rovet
Email: brovet@rovetlaw.com

February 28, 2014

VIA FAX (613) 991-3514

Mr. Duane Rudeen
Technical Policy Analyst
Spectrum Management Operations Branch, Industry Canada
300 Slater Street, Ottawa ON K1A 0C8

Dear Mr. Rudeen

RE: Spectrum Licence Transfer

I am regulatory counsel for Telehop Agencies Inc. ("Telehop"). Pursuant to DSGO-003-13, *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum*, Telehop, on behalf of itself and ALO Mobile Inc. and 7140282 Canada Inc. (the "Licensees") (collectively the "Applicants"), is writing to request a Prospective Transfer of the spectrum licences currently licensed to the Licensees.

Telehop is currently in negotiations with Suraj Holdings Inc. and 1530487 Ontario Inc. to purchase the G3 business and the shares of the Licensees (the "Transaction"). As part of the Transaction, Telehop would acquire control the Licensees, which are wholly owned subsidiaries of Suraj Holdings Inc. and 1530487 Ontario Inc.

The following constitutes the information requested by Industry Canada pursuant to paragraphs 39 and 40 of DSGO-003-13. Attached as Schedule "A" is a declaration by Telehop's CFO as to its annual telecommunications revenues for fiscal year ending December 31, 2013. The Applicants are also submitting an Application for Spectrum Licence Transfer attached hereto as Schedules "B1" and "B2" to be considered in the event that the Prospective Transfer is approved.

Licences to Be Transferred

The Applicants are seeking a Prospective Transfer for the following spectrum licenses:

Licensee	Spectrum Range	Service Area	Service Area ID	Block
ALO Mobile Inc.	2 GHz	Huntsville, ON	3-24	Block D
7140282 Canada Inc.	2 GHz	Dawson Creek, B.C.	3-48	Block D

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Current Licence Holdings

The above licences are the only spectrum licences held by the Licensees (including its affiliates). Telehop does not currently hold any spectrum licences.

Overall Distribution of Licence Holdings in the Licensed Spectrum Band and Commercial Mobile Spectrum Bands in the Licensed Area

In both Service Areas the other licence blocks were licensed to the three incumbent national wireless carriers (Rogers, Telus and Bell Mobility).

In Service Area 3-24, Rogers was awarded licence Block A; Telus was awarded licence Block E and Bell Mobility was awarded licence Block F. In Service Area 3-58, Rogers was awarded licence Block A; Bell Mobility was awarded licence Block E and Telus was awarded licence Block F

Current and/or Prospective Services

For Service Area 3-24, the Licensee has acquired tower space and entered into a co-location agreement with the Town of Huntsville. The Licensee has deployed antenna, receiver and other equipment to allow for a voice and data service in Huntsville and surrounding areas. Telehop anticipates that it will be able to deploy service in the third quarter of 2014. For Service Area 3-58, the Licensee is investigating to implement similar arrangements.

Telehop anticipates offering a standard AWS service offering (i.e. voice and data) for consumers and businesses. Telecom also anticipates offering a machine-to-machine wireless data service within the Licence Area. Finally, Telehop will be acquiring the Licensee's SIM-card service and it is investigating ways it can utilize its deployed spectrum to support the SIM-card service.

Availability of Alternative Spectrum

Telehop notes that Industry Canada has recently initiated a spectrum auction for spectrum licences for Mobile Broadband Services (MBS) in the 700 MHz Band. This spectrum is comparable, if not superior, to the spectrum licensed to the Licensees. In any event, Telehop notes that approval of the proposed licence transfer will not result in any spectrum concentration issues as the three incumbents, Telus, Rogers and Bell Mobility (collectively the "Incumbents") all have licensed spectrum in the other blocks and Telehop expects they will successfully bid for spectrum in the 700 MHz Band.

www.rovetlaw.com

3331A Yonge Street, Toronto, ON M4N 2L9
Fax: 866-828-2988

ROVET LAW

Relative Utility and Substitutability of the Licensed Spectrum

(see Telehop's response under Current and/or Prospective Services).

Degree to which Applicants Have Deployed Networks

(see Telehop's response under Current and/or Prospective Services).

Characteristics of the Region

Both licence areas are largely rural.

Service area 3-24, as of December 2006, had a total population of 72,322 and a total area of 10,119 km^{2a}. The largest town is Hunstville, which had a population of 19,056 as of 2011.

Service area 3-58 as of December 2006, had a total population of 60,717 and a total area of 204,951 km^{2b}. The largest town is Dawson Creek, which had a population of 11,583 as of 2011.

Other Factors Relevant to the Policy Objectives

(none).

If you have any questions or require further information, I can be reached at 416-889-0314.

Yours truly,



Benjamin D. Rovet
Barrister & Solicitor,

c.c. Rajiv Jagota (Telehop)
c.c. Bob Stikeman (Stikeman Kooly Spiegel Pasternack LLP)

attach

^a See Service Areas for Competitive Licensing, December 2006, Issue 3

^b *ibid.*

SCHEDULE "A"

DECLARATION

**I, ROB COSMAN, OF THE CITY OF TORONTO OF THE PROVINCE OF ONTARIO,
MAKE THE FOLLOWING DECLARATION:**

1. I have personal knowledge of the matters hereinafter described.
2. As of the date of this Declaration, I am Chief Financial Officer of Telehop Communications Inc. ("Telehop").
3. As of year-end, December 31, 2013, Telehop's revenues derived from Canadian telecommunications services was \$8.3 million (Cdn.).
4. The information stated above is accurate and true.

Signature:



Name:

Rob Cosman

Date:

Feb 28/14

SCHEDULE "B1"
Application for Spectrum Licence Transfer or Division

Part 1: Information to Be Completed by Existing Licensee

1.1 Licensee Name: 7140282 Canada Inc.

1.2 Address: 1039 McNicoll Avenue
Toronto, ON M3B 1C6

Telephone Number: 416-560-9489
Email: _____ 19(1)

1.3 Licence Account Number: 07-090900591

1.4 Summary of licence(s) to be transferred or divided:

License Number	Expiry Date	Spectrum	Geographic Area
5082060	December 15, 2018	2 GHz	Dawson Creek, B.C.

1.5 Map enclosed Yes No (Required for partitioning): No

1.6 Proposed Date of Transfer or Division: February 28, 2014

1.7 Information attached related to Section 5.6.4.1 of CPC-2-1-23. (Commercial Mobile Spectrum Only): (see cover letter)

1.8 Authority

I certify that I am an authorized representative of the above-named licensee and that the information stated in Part 1 of this Notification is true and correct.

SIGNED this 28th day of February in the year 2014

Signature of Applicant or Individual Authorized to Sign for the Licensee

BATMAN ANORA
Name of Applicant or Individual Authorized to Sign for the Licensee (Please print clearly)

DIRECTOR
Title of Person

Part 2: Information to Be Completed by Proposed Licensee

2.1 Licensee Name: Telehop Agencies Inc.

2.2 Address: 200 Consumers Rd.
Toronto, ON, M2J 4R4

Telephone Number: 416.209.0056
Email: reg@telehop.ca

2.3 Authority

I certify that I am an authorized representative of the above-named proposed licensee and that the information stated in Part 2 of this Notification is true and correct.

I certify that I have read and that I understand the contents of the eligibility criteria, as set out in the *Radiocommunication Regulations*, and that I comply with these requirements. I will comply with the criteria on an ongoing basis and will notify the Minister of Industry of any change that would have a material effect on my eligibility. Such notification will be made in advance of any proposed transactions within my knowledge.

I certify that I understand the use to which the radio frequencies, that are the subject to the spectrum licence(s), may be employed.

I certify that I have read and that I understand all the conditions of licence that continue to apply to the spectrum licence(s), and I certify that I will comply with these conditions.

I also understand that Industry Canada may require additional information for the review of the proposed transfer.

SIGNED this 28th day of Feb, in the year 2014

[Signature]
Signature of Applicant or Individual Authorized to Sign for the Transferee

RATEV JAVOZA
Name of Applicant or Individual Authorized to Sign for the Transferee (Please print clearly)

President & CEO
Title of Person

SCHEDULE "B2"
Application for Spectrum Licence Transfer or Division

Part 1: Information to Be Completed by Existing Licensee

1.1 Licensee Name: ALO Mobile Inc.

1.2 Address: 1039 McNicoll Avenue
Toronto, ON M3B 1C6

Telephone Number: 416-560-9408
Email: _____ 19(1)

1.3 Licence Account Number: 07-090900532

1.4 Summary of licence(s) to be transferred or divided:

License Number	Expiry Date	Spectrum	Geographic Area
5082847	December 14, 2018	2 GHz	Huntsville, ON

1.5 Map enclosed Yes No (Required for partitioning): No

1.6 Proposed Date of Transfer or Division: February 28, 2014

1.7 Information attached related to Section 5.8.4.1 of CPC-2-1-23. (Commercial Mobile Spectrum Only): (see cover letter)

1.8 Authority

I certify that I am an authorized representative of the above-named licensee and that the information stated in Part 1 of this Notification is true and correct.

SIGNED this 28th day of FEBRUARY in the year 2014

Signature of Applicant or Individual Authorized to Sign for the Licensee

ANTHONY HARRIS DIRECTOR
Name of Applicant or Individual Authorized to Sign for the Licensee (Please print clearly)

Title of Person

Part 2: Information to Be Completed by Proposed Licensee

2.1 Licensee Name: Telehop Agencies Inc.

2.2 Address: 200 Consumers Rd
Toronto, ON, M2J 4R4

Telephone Number: 416.309.9956
Email: info@telehop.com

2.3 Authority

I certify that I am an authorized representative of the above-named proposed licensee and that the information stated in Part 2 of this Notification is true and correct.

I certify that I have read and that I understand the contents of the eligibility criteria, as set out in the *Radiocommunication Regulations*, and that I comply with these requirements. I will comply with the criteria on an ongoing basis and will notify the Minister of Industry of any change that would have a material effect on my eligibility. Such notification will be made in advance of any proposed transactions within my knowledge.

I certify that I understand the use to which the radio frequencies, that are the subject to the spectrum licence(s), may be employed.

I certify that I have read and that I understand all the conditions of licence that continue to apply to the spectrum licence(s), and I certify that I will comply with these conditions.

I also understand that Industry Canada may require additional information for the review of the proposed transfer.

SIGNED this 28th day of Feb., in the year 2014.


Signature of Applicant or Individual Authorized to Sign for the Transferee

RASHU JAMANA
Name of Applicant or Individual Authorized to Sign for the Transferee (Please print clearly)

President & CEO
Title of Person

Emard, Julie: DGSO-DGOGS

From: Kanjeekal, Suneil: DGSO-DGOGS
Sent: February-28-14 6:39 PM
To: DOSN
Subject: Fw: Xplornet Broadband Inc. - License Transfer Request
Attachments: Xplornet-Cascade-letter.pdf

From: Fancy, Lynne: DGSO-DGOGS
Sent: Friday, February 28, 2014 05:00 PM
To: Kanjeekal, Suneil: DGSO-DGOGS; Mulvihill, Matthew: DGSO-DGOGS
Subject: Fw: Xplornet Broadband Inc. - License Transfer Request

Lynne

From: Hill, Peter: DGSO-DGOGS
Sent: Friday, February 28, 2014 04:44 PM
To: 'cj.prudham@corp.xplornet.com' <cj.prudham@corp.xplornet.com>; 'regulatory@cascadedivide.com' <regulatory@cascadedivide.com>
Cc: 'Jacob Friedman' <Jacob.Friedman@corp.xplornet.com>; Fancy, Lynne: DGSO-DGOGS
Subject: RE: Xplornet Broadband Inc. - License Transfer Request

Please see attached letter in reference to your application to transfer 3500 MHz spectrum licenses.

<<Xplornet-Cascade-letter.pdf>>

Peter Hill
Director General, Spectrum Management Operations | Directeur général, Opérations de la gestion du spectre
Spectrum Management Operations Branch | Direction générale des opérations de la gestion du spectre
Spectrum, Information Technologies and Telecommunications Sector | Secteur du Spectre, des technologies de
l'information et des télécommunications

Industry Canada | Industrie Canada
300 Slater Street, Ottawa ON K1A 0C8 | 300, rue Slater, Ottawa ON K1A 0C8
Telephone | Téléphone 613-990-7176
Facsimile | Télécopieur 613-957-4076
Teletypewriter | Téléimprimeur 1-866-694-8389
Government of Canada | Gouvernement du Canada

From: Jacob Friedman [<mailto:Jacob.Friedman@corp.xplornet.com>]
Sent: Monday, February 3, 2014 11:14 AM
To: Fancy, Lynne: DGSO-DGOGS
Subject: Xplornet Broadband Inc. - License Transfer Request

Hello Lynne,

Further to our conversation, please see below and attached.
Thank you very much again for your help.
Jacob

From: Jacob Friedman
Sent: Monday, February 03, 2014 10:56 AM
To: 'peter.hill@ic.gc.ca'
Cc: 'Lynne.Fancy@ic.gc.ca.'; CJ Prudham; Bill Macdonald
Subject: Xplornet Broadband Inc. - License Transfer Request

Dear Mr. Hill,
Please find attached a letter from Christine J. Prudham with respect to a Request to Approve Transfer of 3.5GHz Licences.

Thank you very much.
Jacob Friedman
Legal Counsel
Xplornet Communications Inc.
Telephone: 905-944-7992
E-mail: Jacob.Friedman@corp.xplornet.com



Industry Canada Industrie Canada

FEB 28 2014

Ms. Christine J. Prudham
Mr. Bill Macdonald
Xplornet Broadband Inc.
625 Cochrane Drive, Suite 1000
Markham, ON L3R 9R9

Mr. John Warta
Cascade Divide Enterprises, Inc.
158 Victoria Street
Kamloops, BC V2C 1Z7

Dear Ms. Prudham, Mr. Macdonald and Mr. Warta:

I refer to the joint application dated February 3, 2014, to transfer a total of eight 3500 MHz spectrum licences between Cascade Divide Enterprises Inc. (Cascade) and Xplornet Broadband Inc. (Xplornet) as well as subordinate five of these same licences back to Cascade to continue to offer its broadband services in those areas.

I am pleased to advise that approval is hereby granted for the transfer of the eight 3500 MHz licences as well as for the five subordinate licences to Cascade, as listed in Annex A. The transferred and subordinated licences will continue to hold their original expiry date, at which time they will be subject to a renewal process. New subordinate licences could be applied for at that time.

Note that the *Decisions Concerning the Renewal of 2300 MHz and 3500 MHz Licences* has been published and can be found at:
<http://www.ic.gc.ca/eic/site/smt-gst.nsf/eng/sf10705.html>.

I strongly suggest that you carefully read the conditions that are appended to the licences when you receive them, and be advised that Cascade and Xplornet have an ongoing obligation to comply with all conditions of licence.

Should you have any questions or require any assistance with the above, please contact Suneil Kanjeval, Manager Emerging Networks, at (613) 990-4805.

Yours sincerely,

Peter Hill
Director General
Spectrum Management Operations Branch

ANNEX A

Transfer from Cascade to Xplomet

Licence Number	Service Area	Service Area Name	Date of Expiry
5150444	4-149	East Kootenay	4-Mar-14
5150446	4-151	Kelowna	4-Mar-14
5150448	4-160	Kamloops	4-Mar-14
5150449	4-165	Quesnel / Red Bluff	4-Mar-14
5150450	4-166	Skeena	4-Mar-14
5150451	4-167	Prince George	4-Mar-14
5150452	4-168	Smithers	4-Mar-14
5150453	4-169	Dawson Creek	4-Mar-14

Subordinate from Xplomet to Cascade

Service Area	Service Area Name	Date of Expiry
4-151	Kelowna	4-Mar-14
4-160	Kamloops	4-Mar-14
4-166	Skeena	4-Mar-14
4-167	Prince George	4-Mar-14

Security classification: Confidential
CCM Number: 259890
Contact: Peter Hill, DG, SITT-DGSO, 990-7176
Action Required: For Information

ADVICE TO THE OFFICE OF THE MINISTER

Transfer of Public Mobile's Spectrum Licences to TELUS

SUMMARY

- On October 23, 2013, we approved the deemed transfer of all of Public Mobile Inc. (Public Mobile) spectrum licences to TELUS Communications Company (TELUS).
- On December 20, 2013, TELUS submitted a second transaction requesting that Industry Canada approve the actual transfer of these spectrum licences from Public Mobile to TELUS as of January 1, 2014, as part of an internal reorganization.
- Under the *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum* (Transfers Framework) these are two separate transactions that are assessed independently – one for the deemed transfer and the second for the actual transfer.
- We propose to send a letter to TELUS advising them that the department approves the transfer application, and publish a decision to this effect on the department's website.

BACKGROUND

On October 2, 2013, Public Mobile and TELUS submitted an "Application for Deemed Transfers of Spectrum Licences", requesting an expeditious approval of the deemed transfer of spectrum licences that would result from the sale of Public Mobile to TELUS. This request was assessed under the Transfers Framework.

We concluded that the proposed transfer would not significantly impair the future ability of non-incumbents and other competitors to access additional spectrum, nor would it impact their ability to provide services. On the contrary, approving this transfer would benefit

Canadians as it would maximize the opportunity for the spectrum to be more fully exploited in the short term to deal with burgeoning demand for data services.

A letter was sent to Public Mobile and TELUS advising them the department approved the deemed transfer on October 23, 2013.

CONSIDERATIONS

TELUS has submitted a second application to complete the actual transfer of the four spectrum licences held by Public Mobile in Eastern Québec, Southern Québec, Eastern Ontario and Outaouais and Southern Ontario to TELUS effective as of January 1, 2014.

This request involves the transfer of licences between two affiliated companies as part of an internal reorganization. It will not result in any change in spectrum concentration from the October 2013 transaction that was previously assessed against the Transfers Framework.

The Transfers Framework contemplates that requests that are considered as having negligible or no impact, such as transfers made solely to effect an internal reorganization, will generally be approved.

We plan to send a letter to TELUS (see Annex A) advising them that the transfer request has been approved. We will then publish the decision (see Annex B) on the department's website, in accordance with the Transfers Framework.

We would be happy to meet with you to discuss further.

Kelly Gillis
Senior Assistant Deputy Minister
SITT

Lawrence Hanson
Assistant Deputy Minister
SITT

Attachments

Contact: Peter Hill, DG, DGSO, (613) 990-7176.

Mulvihill, Matthew: DGSO-DGOGS

From: Hill, Peter: DGSO-DGOGS
Sent: Thursday, February 27, 2014 8:28
To: 'Ted Woodhead'
Cc: 'Eric.Edora@TELUS.COM'; Fancy, Lynne: DGSO-DGOGS
Subject: RE: Request for approval - transfer of PMI licences to TELUS Communications Inc.

Attachments: Telus-letter.pdf

Please see attached letter in regards to your request to transfer four PCS licences from PMI to Telus Communications Inc.



Telus-letter.pdf (31 KB)

Peter Hill
Director General, Spectrum Management Operations | Directeur général, Opérations de la gestion du spectre
Spectrum Management Operations Branch | Direction générale des opérations de la gestion du spectre
Spectrum, Information Technologies and Telecommunications Sector | Secteur du Spectre, des technologies de
l'information et des télécommunications
Industry Canada | Industrie Canada
300 Slater Street, Ottawa ON K1A 0C8 | 300, rue Slater, Ottawa ON K1A 0C8
Telephone | Téléphone 613-990-7176
Facsimile | Télécopieur 613-957-4076
Teletypewriter | Téléimprimeur 1-866-694-8389
Government of Canada | Gouvernement du Canada

From: Eric Edora [<mailto:Eric.Edora@TELUS.COM>]
Sent: Friday, December 20, 2013 11:52 AM
To: Hill, Peter: DGSO-DGOGS
Cc: Ted Woodhead
Subject: Request for approval - transfer of PMI licences to TELUS Communications Inc.

Dear Mr. Hill,

Attached is TELUS' request for Industry Canada approval of the transfer of spectrum licences currently held by Public Mobile Inc. into the name of TELUS Communications Inc. We also attach a signed and completed copy of Annex A to CPC-2-1-23 to support this request.

Please let me know if you have any difficulties with the attachments.

Regards,

Eric

Eric Edora

TELUS

Regulatory Affairs

Tel: (613) 597-8313

Cell: (613) 552-0414



Industry
Canada

Industrie
Canada

Mr. Ted Woodhead
TELUS Communications Company
215 Slater Street, Floor 8
Ottawa, ON K1P 0A6

Dear Mr. Woodhead:

I refer to your request dated December 20, 2013 to transfer the four PCS (G-Block) spectrum licences listed in Annex A (the "Licences") from Public Mobile Inc. to TELUS Communications Company as part of an internal reorganisation.

I am pleased to advise that approval is hereby granted for the transfer of the Licences. The new licences will be mailed to you shortly.

I strongly suggest that you carefully read the conditions that are appended to the Licences, and be advised that TELUS Communications Company has an ongoing obligation to comply with all such conditions.

Should you have any questions or require any assistance with the above, please contact Suneil Kanjeekal, Manager Emerging Networks, at (613) 990-4805.

Yours sincerely,

A handwritten signature in black ink, appearing to read "Peter Hill".

Peter Hill
Director General
Spectrum Management Operations Branch

Annex A

Tier	Service Area Name	Personal Communications Service (PCS) Block	Licence Number
2-004	Eastern Quebec	G	5080659
2-005	Southern Quebec	G	5080660
2-006	Eastern Ontario & Outaouais	G	5080661
2-008	Southern Ontario	G	5080662

April 22, 2014

DEEMED TRANSFER DECISION

Re: Deemed Transfer of Spectrum Licences Held by Public Mobile Inc. ("Public Mobile") to TELUS Communications Inc. ("TELUS")

Application:

1. On October 2, 2013, Public Mobile and TELUS submitted a joint application to Industry Canada, for the approval of a Deemed Transfer of Public Mobile's four (4) spectrum licences in Ontario and Quebec, as set out in Annex A.
2. The proposed transaction triggers an assessment under the *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum* (Transfers Framework).

Decision:

3. The Deemed Transfer of the spectrum licences from Public Mobile to TELUS, as set out in Annex A, is **approved**.

Rationale:

4. The Deemed Transfer was assessed against the policy objectives and the criteria set out in the Transfers Framework.
5. Industry Canada notes that the transaction will result in a modest increase in spectrum concentration by the incumbents. However, considering current technological incompatibilities related to the available equipment ecosystems for the Personal Communications Service (PCS) G Block, the Department has determined that the Deemed Transfer of these spectrum licences would not significantly impact the ability of existing and future competitors to provide service.

ANNEX A

**Spectrum Licences to be Transferred from Public Mobile Inc. to
TELUS Communications Inc.**

Tier	Service Area Name	Personal Communi- cations Service (PCS) Block	Licence Number
2-004	Eastern Quebec	G	5080659
2-005	Southern Quebec	G	5080660
2-006	Eastern Ontario & Outaouais	G	5080661
2-008	Southern Ontario	G	5080662



TELUS
Floor 8, 215 Slater St.
Ottawa, Ontario
Canada K1P 0A6

www.telus.com

Ted Woodhead
Senior Vice-President - Federal Government & Regulatory Affairs

(613) 597-8368 Telephone
(866) 855-3982 Facsimile
ted.woodhead@telus.com

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December 20, 2013

Mr. Peter Hill
Director General
Spectrum Management Operations Branch
Industry Canada

Dear Mr. Hill:

Subject: Internal Reorganization of TELUS affecting spectrum licences held by Public Mobile Inc.

1. In a letter¹ dated October 23, 2013, Industry Canada approved the Deemed Transfer of four spectrum licences (the "Spectrum Licences") of PCS Block G spectrum held by Public Mobile Inc. ("Public Mobile") to TELUS Communications Inc ("TELUS"). The specific Spectrum Licence numbers that were the subject to this Deemed Transfer are:

- Licence No. 5080659 in the service area of Eastern Québec
- Licence No. 5080660 in the service area of Southern Québec
- Licence No. 5080661 in the service area of Eastern Ontario and Outaouais
- Licence No. 5080662 in the service area of Southern Ontario.

¹ Letter from Mr. Peter Hill, Director General at Industry Canada, to Mr. Bob Boron, Senior Vice-President, Legal and Regulatory Affairs and General Counsel at Public Mobile, and Ted Woodhead, Senior Vice-President - Federal Government & Regulatory Affairs at TELUS, regarding the Deemed Transfer of spectrum licences.

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2. Prior to approval of this Deemed Transfer, TELUS filed the requirements noted in *Licensing Procedure for Spectrum Licences for Terrestrial Services, Client Procedures Circular 2-1-23*,² that showed why approval of the deemed licence transfer was warranted. In its letter approving the Deemed Transfer, Industry Canada noted that the “Deemed Transfer was assessed against the policy objectives and the criteria set out in the Transfer Framework.”³ Furthermore, Industry Canada determined that the “Deemed Transfer of these spectrum licences would not significantly impact the ability of existing and future competitors to provide service.”
3. On November 26, 2013, TELUS announced that it had closed the acquisition of Public Mobile, following the issuance of a No Action Letter⁴ from the Competition Bureau. As a result of the closing of the transaction, Public Mobile and the Spectrum Licences are controlled by TELUS.
4. TELUS is in the process of an internal reorganization in which all of the assets, including the Spectrum Licences, currently held by Public Mobile will be legally transferred to TELUS. As such, TELUS requests that Industry Canada transfer the Spectrum Licences into the name of “TELUS Communications Inc.” and the licences re-issued accordingly. Therefore, subsequent to this transfer, the Spectrum Licences would show TELUS as the licensee. TELUS also requests a licence re-issue date of January 1, 2014, to coincide with the date of the internal reorganization.
5. Because approval of the Deemed Transfer has already been provided, there is no need for TELUS to file any further evidence to support the requested transfer. In addition, the changes being implemented form part of an internal re-organization which Industry Canada has already noted should obtain approval.

² CPC-2-1-23, Issue 3, August 2013.

³ The Transfer Framework was set out by Industry Canada in *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum*, DGSO-003-13, June 2013.

⁴ See press release at: <http://www.competitionbureau.gc.ca/eic/site/cb-bc.nsf/eng/03634.html>

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6. Indeed, section 42 of DGSO-003-13⁵ states that

While Industry Canada will examine all Licence Transfers, those generally considered as having negligible or no impact — such as Licence Transfers made solely to effect an internal reorganization — will normally be approved. [emphasis added]

7. Based on the above, TELUS asks for that Industry Canada approve the transfer of spectrum licences 5080659, 5080660, 5080661 and 5080662 from Public Mobile Inc. to TELUS Communications Inc. with a licence issuance date of January 1, 2014.
8. Should you have any questions about this request, please contact me.

Yours truly,

{Original signed by Ted Woodhead}

Ted Woodhead
Senior Vice-President - Federal Government & Regulatory Affairs

EE/cs

*** * * End of Document * * ***

⁵ DGSO-003-13, dated June 2013.

1.5 Map enclosed Yes No (Required for partitioning)

1.6 Proposed Date of Transfer or Division: January 1, 2014

1.7 Information attached related to Section 5.6.4.1 of CPC-2-1-23. (Commercial Mobile Spectrum Only)

1.8 Authority

I certify that I am an authorized representative of the above-named licensee and that the information stated in Part 1 of this Notification is true and correct.

SIGNED this 20th day of December, in the year 2013

[Signature]
Signature of Applicant or Individual Authorized to Sign for the Licensee

John Gossling
Name of Applicant or Individual Authorized to Sign for the Licensee (Please print clearly)

Executive Vice-President & Chief Financial Officer
Title of Person

Part 2: Information to Be Completed by Proposed Licensee

2.1 Name: TELUS Communications Inc.

2.2 Address: 215 Slater Street
Street, P.O. Box, etc.

Ottawa Ontario K1P 0A6
City, Town Province Postal Code

613-597-8368 866-855-3982 ted.woodhead@telus.com
Telephone Number Fax Number E-mail Address

2.3 Authority

I certify that I am an authorized representative of the above-named proposed licensee and that the information stated in Part 2 of this Notification is true and correct.

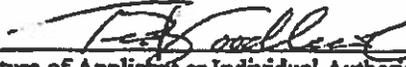
I certify that I have read and that I understand the contents of the eligibility criteria, as set out in the *Radiocommunication Regulations*, and that I comply with these requirements. I will comply with the criteria on an ongoing basis and will notify the Minister of Industry of any change that would have a material effect on my eligibility. Such notification will be made in advance of any proposed transactions within my knowledge.

I certify that I understand the use to which the radio frequencies, that are the subject to the spectrum licence(s), may be employed.

I certify that I have read and that I understand all the conditions of licence that continue to apply to the spectrum licence(s), and I certify that I will comply with these conditions.

I also understand that Industry Canada may require additional information for the review of the proposed transfer.

SIGNED this 20th day of December, in the year 2017



Signature of Applicant or Individual Authorized to Sign for the Transferee

Ted Woodhead

Name of Applicant or Individual Authorized to Sign for the Transferee (Please print clearly)

Senior Vice-President – Federal Government & Regulatory Affairs

Title of Person

Security classification: Confidential
CCM Number: 260227
Contact: Peter Hill, DG, SITT-DGSO, 990-7176
Action Required: For information

ADVICE TO THE OFFICE OF THE MINISTER

Application for a transfer of eight 3500 MHz spectrum licences from Cascade Enterprises to Xplornet Broadband Inc. in British Columbia

SUMMARY

- On February 3, 2014, we received an application to transfer eight 3500 MHz spectrum licences from Cascade Enterprises Inc. (Cascade) to Xplornet Broadband Inc. (Xplornet) in British Columbia.
- The application also requests that some of the licences be subordinated to Cascade and ABC Allen Business Communications (ABC) to allow these companies to continue to provide services to their customers.
- Considering there is no breach of conditions of licence, we plan to approve the spectrum licence transfer to Xplornet and the requests for subordinate licences.

•

20(1)(b).20(1)(c).21(1)(a).21(1)(b)

BACKGROUND

As part of regular spectrum management operations, the department receives applications to transfer spectrum licences for fixed and mobile services. If the transfer involves commercial mobile spectrum, the new *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum* (Transfer Framework) will apply. Non-commercial mobile spectrum licence transfers are reviewed to ensure there is no breach of the conditions of licence.

On February 3, 2014, we received an application to transfer eight 3500 MHz spectrum licences (non-commercial mobile) from Cascade to Xplornet in British Columbia. Additionally the application requested that a subordinate licence be issued: four to Cascade and two to ABC to allow these companies to continue to provide service to their customers. Annex A outlines the details of these licences.

The department recently published the *Decisions Concerning the Renewal of 2300 MHz and 3500 MHz Licences*. As licences in the 3500 MHz band expire, current licence holders that have met all conditions, including deployment requirements, will be eligible for a new licence for a one-year term. These auctioned licences expire March 4, 2014.

CONSIDERATIONS

Xplornet has applied to transfer eight spectrum licences which expire on March 4, 2014. Considering there is no breach of conditions of licence, we plan to approve the spectrum licence transfer to Xplornet. We also plan to approve the subordinate licences to Cascade and ABC to ensure continued services to customers.

As the expiry date of the licences is less than a month away, we have also looked at the current deployment. 20(1)(b),20(1)(c),21(1)(a),21(1)(b)

20(1)(b),20(1)(c),21(1)(a),21(1)(b)

20(1)(b),20(1)(c),21(1)(a),21(1)(b) Xplornet's deployment would result in broadband services expanding in these mostly rural areas.

We are prepared to discuss this with you further.

Kelly Gillis
Senior Assistant Deputy Minister
SITT

Lawrence Hanson
Assistant Deputy Minister
SITT

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ANNEX A**

Transfer from Cascade to Xplornet

Licence Number	Service Area	Service Area Name	Date of Expiry
5150444	4-149	East Kootenay	4-Mar-14
5150446	4-151	Kelowna	4-Mar-14
5150448	4-160	Kamloops	4-Mar-14
5150449	4-165	Quesnel / Red Bluff	4-Mar-14
5150450	4-166	Skeena	4-Mar-14
5150451	4-167	Prince George	4-Mar-14
5150452	4-168	Smithers	4-Mar-14
5150453	4-169	Dawson Creek	4-Mar-14

Subordinate from Xplornet to Cascade

Service Area	Service Area Name	Date of Expiry
4-151	Kelowna	4-Mar-14
4-160	Kamloops	4-Mar-14
4-166	Skeena	4-Mar-14
4-167	Prince George	4-Mar-14

Subordinate from Xplornet to ABC

Service Area	Service Area Name	Date of Expiry
4-165	Quesnel / Red Bluff	4-Mar-14
4-168	Smithers	4-Mar-14

Security classification: Confidential
CCM Number: 260325
Contact: Peter Hill, DG, SITT-DGSO, 613-990-7176
Action Required: For information

ADVICE TO THE OFFICE OF THE MINISTER

Application to transfer a 2300 MHz licence from Monophone Inc. to Silo Wireless Inc.

SUMMARY

- On November 28, 2013, Industry Canada received an application to transfer a 2300 MHz licence from Monophone Inc. (Monophone) to Silo Wireless Inc. (Silo Wireless) in Strathroy, a rural area in southwestern Ontario.
- As the proposed transaction involves a transfer of only one licence between small non-incumbents, there are no spectrum concentration concerns.
- Therefore, we intend to approve the transfer.
- Further, this transfer would provide an opportunity for additional broadband services in rural Canada.

BACKGROUND

On November 28, 2013, Industry Canada (IC) received an application to transfer one 2300 MHz spectrum licence in Strathroy, Ontario, from Monophone to Silo Wireless.

CONSIDERATIONS

The application must be assessed under the *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum* (Transfers Framework).

We have conducted a detailed analysis (see Annex A) of the potential impacts of this proposed transfer. We have concluded that there are no spectrum concentration concerns as both parties are small wireless

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- 2 -

internet service providers. As the proposed transaction involves a transfer from one small non-incumbent to another, it has no impact on the overall distribution of spectrum licences within the area and, therefore, no impact on the competitors' ability to provide service.

Therefore, we recommend that the transfer be approved. The licence would expire in [20(1)(b),20(1)(c),21(1)(b)]

Silo Wireless currently offers broadband internet services in neighbouring rural areas [20(1)(b),20(1)(c),21(1)(b)]
[20(1)(b),20(1)(c),21(1)(b)]

Therefore, this transfer will provide the opportunity to offer additional broadband services, [20(1)(b),20(1)(c),21(1)(b)] in rural Canada.

We propose to send a letter to Monophone and Silo Wireless advising them that the department has approved the transfer. We will then publish the decision on the department's website, in accordance with the Transfers Framework.

Should you wish, I would be pleased to meet with you to discuss this further.

Kelly Gillis
Senior Assistant Deputy Minister
SITT

Lawrence Hanson
Assistant Deputy Minister
SITT

Attachment

CONFIDENTIAL

Monophone Inc – Silo Wireless Inc

Licence Transfer Analysis

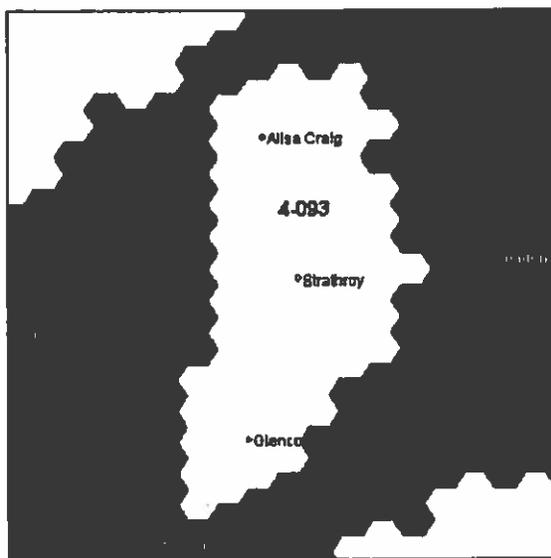
Prepared by: DOS

May 6, 2014

EDRMS# 359325

A. Introduction

1. This document provides an assessment regarding the transfer of one spectrum licence from Monophone Inc. (Monophone) to Silo Wireless Inc. (Silo Wireless). In a document dated 28 November 2013, Monophone and Silo Wireless submitted a joint transfer request.
2. The area under consideration is a small geographic area west of London in southern Ontario:



3. The largest population centre in the area is Strathroy-Caradoc Township with a 2011 population of 21,000.
4. The licence is for spectrum in the Wireless Communication Services (WCS) band which is considered Commercial Mobile Spectrum and, and therefore, the transfer triggers an assessment under the *Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum* (Transfers Framework). Annex A describes this licence. All capitalized terms not defined in this document have the meaning set out in the Transfers Framework.

B. Background on the WCS band

5. Prior to June 2001, spectrum at 2.3 GHz in Canada was used for point-to-point networks. These systems were grandfathered following a licensing moratorium placed on 2285-2360 MHz in 2000. Subsequently, the band was repurposed for WCS, a wireless access technology. The WCS band is in the frequency bands 2305-2320 MHz and 2345-2360 MHz.
6. Given the expected demand for WCS spectrum, these licences were awarded through 3 auctions between 2004 and 2009. A total of 172 licences were awarded to 13 licensees for an aggregate amount of \$18,451,686.

7. The WCS band is designated for both fixed and mobile use and at the time of the auctions, it was expected that the predominant use would be for fixed wireless broadband to homes. There was no equipment ecosystem, for either fixed or mobile equipment, at that time and it was expected that equipment would likely become available over the term of the licences.

8.

21(1)(a).21(1)(b)

9. In November 2013, Industry Canada issued, *Decisions Concerning the Renewal of 2300 MHz and 3500 MHz Licences*, which indicated that where all conditions of licence have been met, including deployment, licensees will be eligible to be issued a new 10-year term spectrum licence.

C. Transfers Framework

10. The Minister of Industry is responsible for spectrum management in Canada, and is responsible for developing policies for spectrum utilization and ensuring effective management of this resource.
11. Licensing of spectrum is governed by sections 5 and 6 of the *Radiocommunication Act*, (the "Act"). Subsection 5(1) provides in part that, subject to any regulations adopted under section 6, "the Minister may, taking into account all matters that the Minister considers relevant for [...] ensuring the orderly development and efficient operation of radiocommunication in Canada", issue "spectrum licences in respect of the utilization of specified radio frequencies within a defined geographic area". In doing so, he may fix and amend the terms and conditions of such licences (including the terms and conditions of the services that may be provided by the holder of the licence).
9. As part of the spectrum management program, Industry Canada is responsible for the allocation and assignment of spectrum resources to various services and applications, as well as the licensing of specific frequencies. Voice and/or data-enabled devices such as smartphones and tablets require access to particular spectrum bands in order to function as designed.
10. Spectrum licence transfers are, in essence, requests to issue a new spectrum licence to another party, and as such, engage the Minister's powers and responsibilities under the Act, including ensuring "...the orderly development and efficient operation of radiocommunication in Canada".²
11. Following a public consultation, Industry Canada has developed the Transfers Framework to support the Government's policy objective to maximize the economic and social benefits that

¹ Based on data collected in 2013, licensees do have plans to deploy approximately 40% of the licences before the licences expire.

² See Section 5 of the Radiocommunication Act

Canadians derive from the use of radio frequency spectrum, including enhancing the efficiency and competitiveness of Canadian telecommunications, and the availability of reliable and affordable telecommunications services of high quality to Canadians in both urban and rural areas in all regions of Canada, as stated in section 7 of the *Telecommunications Act*.

12. In addition to the policy objectives stated above, the Transfers Framework provides specific guidance regarding the assessment of a Licence Transfer (as defined therein). Paragraphs 39 and 40 of the Transfers Framework state:

39. In making its determination as to the impact of a Licence Transfer on the policy objectives of this Framework, Industry Canada will analyze, among other factors, the change in spectrum concentration levels (i.e. the amount of spectrum controlled by the Applicants in comparison to that held by all licensees) that would result from the Licence Transfer. In each case, Industry Canada will examine the ability of the Applicants and other existing and future competitors to provide services, given the post-transfer concentration of commercial mobile spectrum in the affected Licence area(s).

40. As part of the determination described above, Industry Canada will normally take into account the following factors:

- a) the current licence holdings of the Applicants and their Affiliates in the licensed area;
- b) the overall distribution of licence holdings in the licensed spectrum band and commercial mobile spectrum bands in the licensed area;
- c) the current and/or prospective services to be provided and the technologies available using the licensed spectrum band;
- d) the availability of alternative spectrum that has similar properties to the licensed spectrum band;
- e) the relative utility (e.g. above and below 1 GHz) and substitutability of the licensed spectrum and other commercial mobile spectrum bands in the licensed area;
- f) the degree to which the Applicants and their Affiliates have deployed networks and the capacity of those networks;
- g) the characteristics of the region, including urban/rural status, population levels and density, or other factors that impact spectrum capacity or congestion; and
- h) any other factors relevant to the policy objectives outlined in this Framework that may arise from the Licence Transfer.

13. The consultation on the Transfers Framework included a condition of licence which was added to all spectrum licences to give effect to this policy (see Annex B), such that the licence held by Monophone is now subject to the Transfers Framework.

14. The analysis below assesses each of these criteria against the policy objective of supporting the efficiency and competitiveness of the telecommunications industry as follows:

- Section D: Licence Holdings and Distribution assessment criteria (a), (b) and (e)
- Section E: Services and Technology assessment criteria (c) and (f)
- Section F: Availability of Alternative Spectrum assessment criterion (d)
- Section G: Characteristics of the Region assessment criterion (g)
- Section H: Other assessment criterion (h)

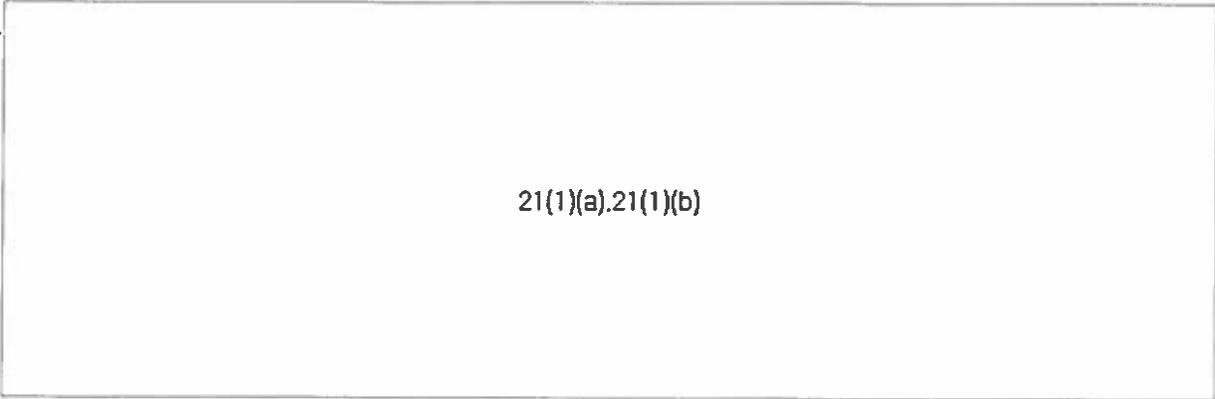
D. Licence Holdings and Distribution

Criteria

15. The following criteria are considered in this section:

- (a) the current licence holdings of the Applicants and their Affiliates in the licensed area;
- (b) the overall distribution of licence holdings in the licensed spectrum band and commercial mobile spectrum bands in the licensed area;
- (c) the relative utility (e.g. above and below 1 GHz) and substitutability of the licensed spectrum and other commercial mobile spectrum bands in the licensed area.

16.



Context and Analysis

17. Commercial Mobile Spectrum holdings are highly concentrated in favour of the national incumbents⁴ in the Strathroy area. They virtually hold all Cellular, Personal Communications Service (PCS), Broadband Radio Service (BRS) spectrum and 55% of Advanced Wireless Service (AWS) spectrum in this area. These holdings account for 291 MHz or 80% of 365 MHz of spectrum.

18. Non-incumbents hold the remaining 45% of the AWS spectrum in this area (40 MHz).

³ For the purpose of this analysis, the bands include the currently available Cellular, Personal Communications Services (PCS), Advanced Wireless Services (AWS), Wireless Communication Services (WCS) and Broadband Radio Service (BRS), as well as the 700 MHz and 2500 MHz spectrum that will become available in the upcoming auctions.

⁴ The incumbent providers are: Rogers Communications Inc., Bell Mobility Inc., TELUS Communications Company and Inukshuk Wireless Partnership

19. Monophone holds the single block of WCS spectrum available in the area (30 MHz), representing 8% of the commercial mobile spectrum in the area while Silo Wireless does not hold any spectrum in the area.
20. Silo Wireless holds WCS spectrum in neighbouring areas, specifically Tier 4-085 (Haldimand/Dunnville) and Tier 4-087 (Brantford) through subordinate licences from Canadian Spectrum Holdings, the primary licensee. As a small wireless internet service provider, Silo Wireless wants to expand their business to continue providing broadband services to rural Canadians in Southern Ontario.

21.

22.

21(1)(a).21(1)(b)

Assessment

23.

24.

21(1)(a).21(1)(b)

E. Services and Technologies

Criteria

25. The following criteria are considered in this section:

- (c) the current and/or prospective services to be provided and the technologies available using the licensed spectrum band;
- (f) the degree to which the Applicants and their Affiliates have deployed networks and the capacity of those networks.

⁵ The service area covered by a base station is proportionate to the square of the frequency. For example, the minimum provision of service over a low population density region will require twice the number of base stations at 1 GHz than at 700 MHz, and the cost of deploying a mobile network in such a region will rise in proportion (ITU - http://www.itu.int/ITU-D/treg/broadband/ITU-BB-Reports_SpectrumValue.pdf).

26.

21(1)(a).21(1)(b)

Context and Analysis

27. A limited equipment ecosystem has been the largest constraint to deployment in the WCS band. Although WiMax equipment has been available to deploy fixed services, there have been restrictions that have limited the deployment of mobile services. However, there have been recent changes to the technical rules in the U.S. and AT&T intends to deploy mobile services by 2015 in the WCS band. At that time, a large equipment ecosystem should emerge and will positively impact the Canadian market.

28. Monophone has not deployed any services in the area and has not demonstrated any plans to do so.

29.

20(1)(b).20(1)(c).21(1)(a).21(1)(b)

20(1)(c).21(1)(a).21(1)(b) In addition, Silo Wireless has existing deployments in this band through subordinate licence arrangements with Canadian Spectrum Holdings.

Assessment

30. Approving the transfer of this WCS spectrum will enable deployment by Silo Wireless. Given the availability of an LTE equipment ecosystem, Silo Wireless may be able to provide advanced services in the licence area in the near future.

F. Availability of Alternative Spectrum

31. The following criterion is considered in this section:

(d) the availability of alternative spectrum that has similar properties to the licensed spectrum band.

32.

21(1)(a).21(1)(b)

Context and Analysis

33.

21(1)(a).21(1)(b)

Industry Canada has set an objective of allocating a total of 750 MHz of spectrum to commercial mobile services by the end of 2017⁶.

- 34. All cellular, PCS, AWS and BRS spectrum in this area is already licensed. Further, there is only one block of WCS spectrum in each Tier area.
- 35. The outcome of the proposed transaction would see no change in the availability of spectrum that can be licensed in the near term to others.
- 36. The 700 MHz and future 2500 MHz auctions will enable incumbents and non-incumbents to access or obtain additional spectrum licences.

Assessment

- 37. The 700 MHz and future 2500 MHz auctions will enable incumbents and non-incumbents to access or obtain additional spectrum licences to meet growing demand.

G. Characteristics of the Region

Criteria

- 38. The following criterion is considered in this section:
(g) the characteristics of the region, including urban/rural status, population levels and density, or other factors that impact spectrum capacity or congestion

39.

21(1)(a),21(1)(b)

Assessment

40.

21(1)(a),21(1)(b)

H. Other Factors

Criteria

- 41. The following criterion is considered in this section:
(h) any other factors relevant to the policy objectives outlined in this Framework that may arise from the Licence Transfer.

42.

21(1)(a),21(1)(b)

⁶ Commercial Mobile Spectrum Outlook, March 2013.

21(1)(a),21(1)(b)

Assessment

43. 21(1)(b)

I. Conclusion

- 44. As the proposed transaction involves a transfer of only one licence from one small non-incumbent to another, it has no impact on the overall distribution of spectrum licences within the area and, therefore, no impact on the competitors' ability to provide service. Silo Wireless will continue to remain a small player in the marketplace with limited spectrum holdings.
- 45. Approving the transfer of this WCS spectrum will enable deployment by Silo Wireless. Given the availability of a LTE equipment ecosystem, Silo Wireless may be able to provide advanced services in the licence area in the near future.
- 46. In light of the above, we conclude that the proposed transfer will not impact the ability of existing and future competitors to provide services given the post-transfer concentration of commercial mobile spectrum in the affected licence area.
- 47. **It is therefore recommended that the proposed Transfer be approved.**

J. Annexes

Annex A – Spectrum Licences of Proposed Transfer

Annex B – Condition of Licence: Licence Transferability and Divisibility

Annex C – Spectrum Holdings in Licence Areas under Consideration

Annex A – Spectrum Licences of Proposed Transfer

For spectrum auctions, Industry Canada divides Canada into geographic service areas called "tiers" based on the geographic areas of Statistics Canada 1996 census subdivisions as follows:

- Tier 1 is a single national service area;
- Tier 2 consists of 8 provincial and 6 large regional service areas;
- Tier 3 consists of 59 regional service areas; and
- Tier 4 comprises 172 localized service areas.

The licence under consideration is one Tier 4 licence:

Tier	Service Area Name	WCS Block	Licence Number
4-093	Strathroy, Ontario	W	5088760

Annex B – Condition of Licence: Licence Transferability and Divisibility

This licence is transferable in whole or in part (divisibility), in both bandwidth and geographic dimensions, subject to Industry Canada's approval. A Subordinate Licence may also be issued in regard to this licence, subject to Industry Canada's approval.

The licensee must make the Transfer Request in writing to Industry Canada. The Transfer Request will be treated as set out in Client Procedures Circular CPC-2-1-23, *Licensing Procedure for Spectrum Licences for Terrestrial Services*, as amended from time to time (CPC-2-1-23.)

The licensee must apply in writing to Industry Canada for approval prior to implementing any Transfer, which will be treated as set out in CPC 2-1-23. The implementation of a Transfer without the prior approval of Industry Canada will be considered a breach of this condition of licence.

Should the licensee enter into any Agreement that provides for a Prospective Transfer with another holder of a Licence for commercial mobile spectrum (including any Affiliate, agent or representative of the other licence holder), it must apply in writing to Industry Canada for review of the Prospective Transfer within 15 days of entering into the Agreement, which will be treated as set out in CPC 2-1-23. Should Industry Canada issue a decision indicating that the Prospective Transfer is not approved; it will be a breach of this condition of licence for a licensee to remain in an Agreement that provides for the Prospective Transfer for a period of more than 90 days from the date of the decision.

In all cases, the licensee must follow the procedures as outlined in CPC-2-1-23.

All capitalized terms have the meaning ascribed to them in CPC-2-1-23.

Annex C – Spectrum Holdings in Licence Area Under Consideration

Service Areas	Overall Commercial Mobile Spectrum Holdings in %								
	ROGERS	BELL	TELUS	MONOPHONE	GLOBALIVE	BRAGG/ EASTLINK	MOBILITY	INUKSHUK	OTHERS
Strathroy	34	28	16	8	6	3	3	1	1

Service Areas	Overall Commercial Mobile Spectrum Holdings in MHz								
	ROGERS	BELL	TELUS	MONOPHONE	GLOBALIVE	BRAGG/ EASTLINK	MOBILITY	INUKSHUK	OTHERS
Strathroy	125	101	60	30	20	10	10	5	4

Annex A - Sample Application for Spectrum Licence Transfer or Division

Part I: Information to Be Completed by Existing Licensee

1.1 Licensee Name: Monophon Inc.

1.2 Address: 390 BA Y ST, Suite 1000
Street, P.O. Box, etc.

TORONTO ON M5H 2Y2
City, Town Province Postal Code

Telephone Number Fax Number E-mail Address

1.3 Licence Account Number: 07-090900707

1.4 Summary of licence(s) to be transferred or divided:

Licence Number	Expiry Date	Spectrum	Geographic Area
5088760	AUG 19, 2019	2.3 WLS	4-093 SPRINGBROOK

1.5 Map enclosed Yes No (Required for partitioning)

1.6 Proposed Date of Transfer or Division: IMMEDIATE NOV 28/2013

1.7 Information attached related to Section 5.6.4.1 of CPC-2-1-23. (Commercial Mobile Spectrum Only)

1.8 Authority

I certify that I am an authorized representative of the above-named licensee and that the information stated in Part I of this Notification is true and correct.

SIGNED this 28 day of NOVEMBER, in the year 2013

[Signature]
Signature of Applicant or Individual Authorized to Sign for the Licensee

Ahmad Abdalla
Name of Applicant or Individual Authorized to Sign for the Licensee (Please print clearly)

President
Title of Person

Part 2: Information to Be Completed by Proposed Licensee

Licensing Procedure for Spectrum Licences for Terrestrial Services

CPC-2-1-23

2.1 Name: Silo Wireless Inc.

2.2 Address: P.O. Box 162

Street, P.O. Box, etc.

Burlford

ON

N6R 1A0

City, Town

Province

Postal Code

519 449 5656 x600

519 449 5536

andreas@silowireless.com

Telephone Number

Fax Number

E-mail Address

2.3 Authority

I certify that I am an authorized representative of the above-named proposed licensee and that the information stated in Part 2 of this Notification is true and correct.

I certify that I have read and that I understand the contents of the eligibility criteria, as set out in the *Radiocommunication Regulations*, and that I comply with these requirements. I will comply with the criteria on an ongoing basis and will notify the Minister of Industry of any change that would have a material effect on my eligibility. Such notification will be made in advance of any proposed transactions within my knowledge.

I certify that I understand the use to which the radio frequencies, that are the subject to the spectrum licence(s), may be employed.

I certify that I have read and that I understand all the conditions of licence that continue to apply to the spectrum licence(s), and I certify that I will comply with these conditions.

I also understand that Industry Canada may require additional information for the review of the proposed transfer.

SIGNED this 28 day of November, in the year 2013



Signature of Applicant or Individual Authorized to Sign for the Transferee

ANDREAS WLOTOWSKI

Name of Applicant or Individual Authorized to Sign for the Transferee (Please print clearly)

CEO

Title of Person

To: Peter Hill Director General, Spectrum Management Operations Branch (DGSO)	Date: Feb 3, 2013
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From: Lynne Fancy Senior Director Spectrum Development and Operations	File: 359325 Letter: 360108
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Subject: Transfer of 2300 MHz spectrum licence from Monophone Inc (Monophone) to Silo Wireless Inc (Silo)

On November 28, 2013, the Department received an application to transfer a 2300 MHz spectrum licence from Monophone to Silo in Strathroy, Ontario.

This transfer involves 2.3 GHz commercial mobile spectrum however there are no spectrum concentration concerns as it does not change the competitive landscape going from one non-incumbent to another.

The licence was originally obtained in the 2009 residual auction and is not subject to renewal until 2019.

Considering there is no breach of conditions of licence and that our analysis indicates no concerns with respect to spectrum concentration, we propose to transfer the licence between the parties.

Attached for your approval and signature is a letter to Monophone Inc. and Silo Wireless Inc. approving the transfer.

Attachments



Industry Canada Industrie Canada

MAR 06 2014

Mr. Ahmad Abdalla
Monophone Inc.
390 Bay Street, Suite 1000
Toronto, ON M5H 2Y2

Mr. Andreas Wiatowski
Silo Wireless Inc.
P.O. Box 162
Burford, ON N6R 1A0

Dear Mr. Abdalla and Mr. Wiatowski:

I refer to the joint request dated November 28, 2013 to transfer a 2300 MHz spectrum licence (# 5088760) from Monophone Inc. to Silo Wireless Inc.

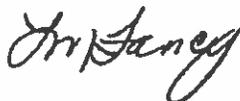
I am pleased to advise that approval is hereby granted for the transfer of the licence. The transferred licence will continue to hold its original expiry date at which time it will be subject to a renewal process.

Note that the *Decisions Concerning the Renewal of 2300 MHz and 3500 MHz Licences*, which applies to the spectrum licences issued as a result of the 2009 residual auction, has been published and can be found at <http://www.ic.gc.ca/eic/site/smt-gst.nsf/eng/sf10705.html>

I strongly suggest that you carefully read the conditions that are appended to the licence when you receive it and be advised that Silo Wireless Inc. has an ongoing obligation to comply with all conditions of licence.

Should you have any questions or require any assistance with the above, please contact Suneil Kanjeekal, Manager Emerging Networks, at (613) 990-4805.

Yours sincerely,


for Peter Hill
Director General
Spectrum Management Operations Branch