



---

**BELL ALIANT REGIONAL COMMUNICATIONS**

**COMPLAINT PROCEDURES FOR ACCOUNTING, INTERNAL ACCOUNTING CONTROLS,  
AUDITING AND OTHER ETHICAL MATTERS**

---

July 31, 2008

**BELL ALIANT REGIONAL COMMUNICATIONS  
COMPLAINT PROCEDURES FOR ACCOUNTING, INTERNAL ACCOUNTING CONTROLS, AUDITING  
AND OTHER ETHICAL MATTERS**

**TABLE OF CONTENTS**

A. OBJECTIVE AND SCOPE .....	3
B. POLICY OVERSIGHT .....	3
C. COMMUNICATION AND ENFORCEMENT .....	3
D. SUBMITTING A CONCERN, COMPLAINT OR INFORMATION .....	3
<i>Definition of a Reportable Activity</i> .....	3
<i>Reporting a Reportable Activity</i> .....	3
<i>Confidentiality/Anonymity</i> .....	4
<i>Retaliation</i> .....	4
E. PROCEDURES FOR HANDLING A REPORTABLE ACTIVITY .....	4
F. RETENTION OF SUBMISSIONS RELATED TO A REPORTABLE ACTIVITY .....	5
G. CONTACT PERSONS .....	5

**BELL ALIANT REGIONAL COMMUNICATIONS  
COMPLAINT PROCEDURES FOR ACCOUNTING, INTERNAL ACCOUNTING CONTROLS, AUDITING  
AND OTHER ETHICAL MATTERS**

**A. OBJECTIVE AND SCOPE**

This policy (the "**Policy**") applies to Bell Aliant Regional Communications Holdings Inc. ("**Bell Aliant**") and the other entities comprising the Bell Aliant Regional Communications Income Fund Group, collectively referred to as the "**BA Entities**", and individually referred to as a "**Business Unit**" in this Policy.

The Bell Aliant Audit Committee has established this Policy to allow for:

- 1) the confidential and anonymous submission, in accordance with this Policy, of complaints, concerns or other information regarding accounting, internal accounting controls, or auditing matters and other ethical matters involving a Business Unit; and
- 2) the processing and retention of complaints, concerns or information submitted pursuant to this Policy.

**B. POLICY OVERSIGHT**

The Bell Aliant Audit Committee has the responsibility to oversee the application of this Policy.

Under the direction of the Bell Aliant Audit Committee, the Vice President - Internal Audit has responsibility for administering this Policy and ensuring compliance by all Business Units.

**C. COMMUNICATION AND ENFORCEMENT**

A copy of this Policy shall be available on the Bell Aliant Regional Communications Income Fund website and the BA Entities' intranet websites, where applicable.

A copy of this Policy shall also be provided to the trustees, directors, officers and employees of the BA Entities who are, or may be, involved in assisting in the administration of this Policy.

Such trustees, directors, officers and employees are required to understand this Policy and its operation to ensure compliance with its terms.

**D. SUBMITTING A CONCERN, COMPLAINT OR INFORMATION**

The BA Entities are committed to providing a work environment based on trust and respect and enabling all employees to work without fear of intimidation, discrimination, harassment or violence.

*Definition of a Reportable Activity*

A "Reportable Activity" for the purpose of this Policy is defined as:

1. **any complaint or concern with respect to a Business Unit's accounting or auditing practices or its internal accounting controls;**
2. **any activity by an employee of any of the Business Units or by any department of the Business Units that may constitute fraud, violation of federal or provincial laws or misappropriation of any Business Unit's property; or**
3. **a material concern or complaint with respect to ethical matters covered in Bell Aliant's Code of Business Conduct .**

*Reporting a Reportable Activity*

Any submission related to a Reportable Activity can be reported:

- i. **anonymously**, on the Ethics Helpline at [www.clearviewconnects.com](http://www.clearviewconnects.com) or by calling **1 866 794-6384**.
- ii. **or, on a confidential basis**, by email at [ethics@aliant.ca](mailto:ethics@aliant.ca).

**BELL ALIANT REGIONAL COMMUNICATIONS  
COMPLAINT PROCEDURES FOR ACCOUNTING, INTERNAL ACCOUNTING CONTROLS, AUDITING  
AND OTHER ETHICAL MATTERS**

***Confidentiality/Anonymity***

The BA Entities are fully committed to maintaining adequate procedures for the confidential, anonymous reporting of a Reportable Activity.

All submissions made under this Policy shall be treated on a confidential basis.

For submissions made anonymously, the identity of the complainant shall not be disclosed if so requested by the complainant, unless specifically permitted to be disclosed by the person, or unless required by law.

Submissions shall only be disclosed to those persons who have a need to know in order to properly carry out an investigation, in accordance with the procedures on handling a Reportable Activity under section E of this Policy.

***Retaliation***

There shall be no threats of retaliation, discharge, or other types of discrimination including but not limited to, lower compensation or inferior terms and conditions of employment for reporting in good faith a Reportable Activity.

**Any employee, who retaliates against another employee who reports a Reportable Activity, may face disciplinary actions, including termination of his or her employment, without notice.**

**E. PROCEDURES FOR HANDLING A REPORTABLE ACTIVITY**

Any trustee, director, officer or employee of any Business Unit who receives a submission from any person regarding a Reportable Activity shall immediately report such submission to the Vice

President - Internal Audit, regardless of the materiality of the allegation.

Upon receipt of a submission from any person regarding a Reportable Activity, the Vice President - Internal Audit will immediately report such submission to the Bell Aliant Chief Legal Officer, regardless of the materiality of the allegation.

**The Bell Aliant Chief Legal Officer, upon receipt of any submission regarding a Reportable Activity, shall:**

- i. Review and assess the seriousness of the Reportable Activity with Bell Aliant Internal Audit and/or Bell Aliant Corporate Security and investigate or cause an investigation to be undertaken, as deemed appropriate;**
- ii. If significant, report it to the Bell Aliant Audit Committee Chair, either directly or as part of the quarterly reporting provided to the Audit Committee by the Vice President - Internal Audit, as deemed appropriate;**
- iii. If the complaint or concern is in relation to accounting or auditing practices or internal accounting controls, report it to BCE's Chief Legal Officer. Other complaints, if deemed "material" by the Bell Aliant Chief Legal Officer, will be reported to BCE Inc.'s Chief Legal Officer ("material" complaints would include those with a potential operational, legal or financial reporting impact);**
- iv. If the Reportable Activity concerns a Business Unit other than Bell Aliant, the Bell Aliant Chief Legal Officer shall advise appropriate officers of such Business Unit, of the existence of such submission;**

**BELL ALIANT REGIONAL COMMUNICATIONS  
COMPLAINT PROCEDURES FOR ACCOUNTING, INTERNAL ACCOUNTING CONTROLS, AUDITING  
AND OTHER ETHICAL MATTERS**

**v. Report back to the employee or third party who reported the Reportable Activity on the status of the investigation whenever possible, through the Vice President - Internal Audit.**

On a quarterly basis or upon request, the Vice President - Internal Audit shall report to the Bell Aliant Audit Committee on submissions received for the previous quarter under this Policy which are deemed Reportable along with the results of the investigation of the submissions and any action taken.

**F. RETENTION OF SUBMISSIONS  
REGARDING A REPORTABLE  
ACTIVITY**

Submissions regarding a Reportable Activity and records of its subsequent investigation shall be retained for seven years from the date of conclusion of the investigation.

**G. CONTACT PERSONS**

Any questions with respect to the general application of this Policy should be made to:

**Vice President - Internal Audit**

**416 353-2599**