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CT- 2022-002

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Annie Ruhlmann for / pour
REGISTRAR / REGISTRAIRE

CT-2022-002

OTTAWA, ONT.

Doc. # 146

THE COMPETITION TRIBUNAL

IN THE MATTER OF the *Competition Act*, R.S.C. 1985, c. C-34;

AND IN THE MATTER OF the proposed acquisition by Rogers Communications Inc. of Shaw Communications Inc.;

AND IN THE MATTER OF an application by the Commissioner of Competition for one or more orders pursuant to section 92 of the *Competition Act*;

BETWEEN:

THE COMMISSIONER OF COMPETITION

Applicant

– and –

ROGERS COMMUNICATIONS INC.

SHAW COMMUNICATIONS INC.

Respondents

AFFIDAVIT OF DANIEL STERN

Affirmed August 3, 2022

I, Daniel Stern, of the City of Toronto, in the Province of Ontario MAKE OATH AND SAY:

1. I am the Director, Regulatory Law and Policy of Telus Corporation (“**TELUS**”), a position that I have held since December 2017. I was responsible for coordinating TELUS’ response to the order of the Federal Court issued under section 11 of the *Competition Act*, R.S.C. 1985, c. C-34 on August 1, 2021 (the “**Section 11 Order**”), which involved producing hundreds of thousands of records (the “**TELUS Records**”) and a significant

volume of data (the “**TELUS Data**”). I was also involved in the preparation of the affidavit of James Senko dated March 4, 2022 (the “**Senko Affidavit**”), affirmed in support of the Commissioner of Competition’s (the “**Commissioner’s**”) Application under section 104 of the *Competition Act* (the “**s. 104 Application**”), regarding Rogers’ proposed acquisition of Shaw, as announced on March 15, 2021 (the “**Proposed Transaction**”) and in the determination of which portions of Mr. Senko’s affidavit should be redacted and designated as Confidential Level A and/or Confidential Level B in accordance with the Competition Tribunal’s (the “**Tribunal’s**”) March 2018 Practice Direction, “Filing of Confidential and Public Documents” (the “**Practice Direction**”). Appendix 1 of the Senko Affidavit references 21 TELUS Records, which are also referred to in the Affidavit of Laura Sonley, affirmed May 5, 2022 (the “**Sonley Affidavit**”). Appendix 2 of the Senko affidavit references certain TELUS Data produced in response to the Section 11 Order. I am familiar with these Records and Data and have reviewed these specific Records again for the purpose of preparing this affidavit. I have also reviewed two additional TELUS Records that are referred to in the Sonley Affidavit that were not referenced in the Senko Affidavit. Accordingly, I have knowledge of the matters described in this affidavit, except where it is indicated that my knowledge is based upon information and belief, in which case I believe that information to be true.

2. I swear this affidavit in support of TELUS’ response to the order being sought by Rogers Communications Inc. (“**Rogers**”) and Shaw Communications Inc. (“**Shaw**”, and together with Rogers, the “**Respondents**”), pursuant to a motion dated July 21, 2022, seeking certain relief with respect to the confidentiality order issued by the Tribunal on May 19, 2022 (the “**Confidentiality Order**”). Specifically, the Respondents’ motion seeks, among other things, an order that all of the materials filed by the Commissioner in support

of the s. 104 Application designated as Confidential Level A, and all of the Commissioner's productions in the section 92 Application designated as Confidential Level A, be redesignated as Confidential Level B. The consequence of such an order would be that the Respondents' "Designated Representatives" – up to two in house counsel, and up to six additional executives, for each Respondent – would have a right to access the TELUS Records and Data.

3. I have also reviewed a letter from Matthew Law, counsel for Rogers, dated July 26, 2022, a copy of which is attached to this affidavit as Exhibit "A". Based on this letter, I understand that as it relates to TELUS Records and Data, the Respondents have agreed to narrow the scope of their requested relief on the motion to only "challenging the Commissioner's designation as Level 'A' confidential the affidavits, expert reports, and documents the Commissioner relied on in support of his s. 104 application (including the documents and data relied on by the Commissioner's experts), except for the affidavits of Mr. Dhamani and Mr. Verma and the documents attached thereto." Accordingly, I have focused my evidence on this narrower subset of information.

A. The Section 11 Order

4. I understand that on June 18, 2021, the Commissioner initiated a section 10 inquiry into the Proposed Transaction. On July 22, 2021, the Commissioner sought the Section 11 Order in furtherance of this inquiry. A copy of the affidavit of Laura Sonley affirmed on July 21, 2021, which describes these matters and was filed in support of the request for the section 11 Order, is attached (without exhibits) as Exhibit "B" (the "**Sonley s. 11 Affidavit**"). A copy of the Section 11 Order itself is attached as Exhibit "C".

5. Pursuant to the Section 11 Order, TELUS was compelled to produce to the Competition Bureau (the “**Bureau**”) an enormous volume of records and data, covering the period of January 1, 2017 to August 1, 2021. TELUS completed the production of the TELUS Records and TELUS Data by November 29, 2021.

6. The stated, explicit rationale for the Section 11 Order, as set out at paragraph 18 of the Sonley s. 11 Affidavit, was for the Bureau to obtain documents pertaining to, among other things, competition between TELUS, Rogers and Shaw, as well as the effectiveness of TELUS as a competitor for the provision of mobile wireless services.

7. I understand from reviewing paragraph 11 of the Sonley s. 11 Affidavit that the Commissioner sought the Section 11 Order to supplement the records and information already gathered by the Bureau from a variety of sources, including records and information obtained from Rogers and Shaw, past Bureau reviews, market participants and public sources.

8. Accordingly, consistent with the explicit purpose of the Section 11 Order, the nature of the records and data that TELUS was compelled to produce in response to the Section 11 Order overwhelmingly contained TELUS’ confidential and highly competitively sensitive commercial information.

9. For example, with respect to the production of records, the Section 11 Order required TELUS to respond to the following specifications (capitalized terms below are defined in the Section 11 Order):

- (a) **Specification 1** required TELUS to “provide all Records prepared or received by a Senior Officer relating to the Company’s assessment of the

Proposed Transaction with respect to competition, competitors, market shares, markets, pricing strategies, investment including related to 5G, implications for pre-existing or potential future network sharing agreements, the potential for sales growth or expansion into new products or geographies, and alternative transactions involving either of the merging parties.”

- (b) **Specification 2** required TELUS to “provide all reports, studies, surveys, analyses, strategic, business, and marketing plans prepared or received by a Senior Officer during the Relevant Period with respect to Wireless Services in the Relevant Area for the purpose of Company’s short term and long term network planning and network cost modelling including but not limited to factors like traffic, costs, quality, the introduction of new products and services, and including such reports prepared by equipment vendors.”
- (c) **Specification 5** required TELUS to “provide all Records prepared or received by a Senior Officer during the Relevant Period, with respect to Wireless Services in the Relevant Area relating to:
- (i) the market share of Company or any of its potential or actual competitors;
 - (ii) the strengths, weaknesses, or competitive position of any Person, including but not limited to network capability (e.g. coverage, quality, RAN, spectrum, Backhaul, and 5G deployment), bundling, distribution, pricing, and device offerings;
 - (iii) Company’s considered or actual competitive response to any Person; and
 - (iv) price monitoring, pricing policies, pricing lists, pricing forecasts, pricing zones, pricing strategies, pricing analyses, price competition,

price matching, and discounts of any Person, including with respect to devices.”

- (d) **Specification 6** required TELUS to “provide all reports, studies, surveys, analyses, strategic, business, and marketing plans prepared or received by a Senior Officer during the Relevant Period with respect to Wireless Services in the Relevant Area relating to:
- (i) customer segments, customer profiles and brand positioning including but not limited to customer preferences such as technology (3G, 4G, and 5G), network quality, bundling, usage levels, payment type (pre-paid vs. post-paid), and devices; and, customer characteristics such as demographics and geographic location;
 - (ii) potential or actual investments in Company’s network, including to enter new geographic areas and improve network quality;
 - (iii) customer retention and customer switching;
 - (iv) potential or actual introduction of new products or services by any Person, including costs or impediments to the introduction of new services by any Person;
 - (v) responses or anticipated responses of customers to changes in price, quality (including the introduction of 5G), service and innovations by any Person, including any estimated market or firm elasticities; and
 - (vi) Company’s considered or actual competitive or market response to outcomes of the CRTC proceeding that resulted in TRP 2021-130.”

10. With respect to the production of data, the Section 11 Order required TELUS to respond to the following specifications (capitalized terms below are defined in the Section 11 Order):

- (a) **Specification 12** required TELUS to provide “Company data, including all relevant Data Dictionaries, that record sales data related to Wireless Services in British Columbia, Alberta, and Ontario during the Relevant

Period in the most disaggregated form available (e.g. transaction level, if available).” This data was required to include transaction information (transaction ID, date, Carrier brand); product information (product ID, description, sales channel, category and characteristics); plan information (plan ID, description, device category, pre-paid/post-paid, device subsidy inclusion, shared plan indicator, first or additional line indicator, plan limits including plan speed limits, additional plan restrictions and other plan characteristics); bundling information; usage information (minutes, texts, data); additional service charges; sales information (number of units, rebates/discounts/promotions, cost of goods sold); customer account information (customer account ID, name and address, residential/business indicator, other customer characteristics); and contract information (contract ID, start date and term, remaining balance, other contract characteristics).

- (b) **Specification 15** required TELUS to provide “Company data, including all relevant Data Dictionaries, regarding customer opportunities won and lost related to Wireless Services in British Columbia, Alberta, and Ontario during the Relevant Period in the most disaggregated form available. The response should contain customer switching to competitors, customer switching to different products.” Details required in TELUS’ response included the date of opportunity, port-in/out information, location where customer is porting-in/out to/from; wireless or wireline port-in/out; details about the customer (including residential or business customer, whether customer is pre-paid or post-paid, customer ID, address, and phone number area code).

- (c) **Specification 17** required TELUS to “provide the following data related to Wireless Services in the Relevant Area except Manitoba during the Relevant Period for each Company wireless service plan, customer postal code, and year:
- (i) average number of subscribers over the year;
 - (ii) total gross subscriber additions for the year;
 - (iii) total net subscriber additions for the year;
 - (iv) total wireless service revenue for the year; and
 - (v) total wireless service data usage in gigabytes for the year.”

11. The records and data sought by such specifications are highly confidential and proprietary TELUS information that is not publicly available. They have been consistently treated as highly confidential by TELUS.

12. Moreover, by their very nature, the records and data sought by the Commissioner pursuant to the Section 11 Order, and the Records and Data that TELUS ultimately produced, contain highly competitively sensitive commercial information and data about TELUS’ business and strategies.

13. In the aggregate, TELUS produced approximately 488,209 TELUS Records and approximately 33 gigabytes of TELUS Data in response to the Section 11 Order.

14. As I noted above, my understanding is that the only TELUS Records and Data at issue on this motion are the Records and Data referred to in the s. 104 Application (including Records and Data relied upon by the Commissioner’s experts). I address these Records and Data in further detail below. However, I note that if a Record-by-Record

and/or detailed Data review was required to be undertaken on an expedited basis, this review would come at a substantial cost to TELUS and would, I believe, take a minimum of 18 months and potentially a number of years to complete, given the massive number of TELUS Records, and significant volume of TELUS Data, that was produced.

B. Records and Data Referenced in the Commissioner's Section 104 Application Materials

(a) The Senko Affidavit

15. Prior to filing the Senko Affidavit, TELUS prepared and provided to the Bureau, and the Bureau accepted, TELUS' Public version and Confidential Level A version of the Senko Affidavit. TELUS prepared these two versions of the Senko Affidavit in accordance with the Practice Direction. The Public version of the Senko Affidavit redacts: (a) TELUS confidential proprietary porting or subscriber switching data; and (b) confidential, proprietary porting data and analytics of a third party, Commiscent Technologies Inc. ("**Comlink**") that TELUS receives from Comlink pursuant to a subscription agreement (the "**Comlink Data**"). [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

16. With regard to (a), by its very nature, a wireless carrier's proprietary customer switching data is confidential and competitively sensitive commercial information, as it provides detailed insight on which competitors are "winning" customers from TELUS and which competitors are "losing" customers to TELUS. In the hands of a competitor, such porting Data may assist a competitor in adjusting their offering to more effectively target

TELUS, which would cause obvious substantial competitive and financial harm to TELUS. Accordingly, this information is designated as Confidential Level A.

17. With regard to (b), pursuant to Specification 20 of the Section 11 Order, TELUS was compelled to provide the Bureau with the Comlink Data. [REDACTED]

[REDACTED] As stated in the Senko Affidavit, TELUS complied with Specification 20 by providing the Bureau with access to the Comlink Data. The Comlink Data is confidential proprietary information of Comlink, not TELUS. The Comlink Data has not been customized for TELUS; any Comlink subscriber can access the Comlink confidential proprietary portal and obtain the Comlink Data. TELUS is not aware of whether either of the Respondents subscribes to Comlink. If either Respondent subscribes, then it already has access to the Comlink Data designated as Confidential Level A. If neither Respondent subscribes to Comlink, then each Respondent can simply subscribe to Comlink and obtain access to the Comlink Data.

(b) Records Referenced in the Sonley and Senko Affidavit

18. The Sonley Affidavit refers to 23 TELUS Records, 21 of which are also listed in the Senko Affidavit. I have reviewed these TELUS Records for purposes of assessing the Commissioner's confidentiality designations in accordance with the Practice Direction and Confidentiality Order.

19. In the case of each Record, TELUS has designated the Record, either in its entirety, or in part, as Confidential Level A within the meaning of the Practice Direction and Confidentiality Order. I have attached these Records as Exhibit "D" to "Z". The rationale for these designations is set out below.

20. Exhibits “D” (TELUS00125190) , “E” (TELUS00016068), “F” (TELUS00125110), “G” (TELUS00256412), “H” (TELUS00048482), “I” (TELUS00066833), “J” (TELUS00066137), “K” (TELUS00120057), “L” (TELUS00054838), “M” (TELUS00073804), “N” (TELUS00233600), “O” (TELUS00221094), “P” (TELUS00071611), “Q” (TELUS00221650) and “R” (TELUS00221329) all relate to TELUS’ internal strategic plans, analyses, and responses to competitor activity, including and in particular, the Respondents’ competitive and promotional activity.

21. All of the information designated in these Exhibits as Confidential Level A is confidential and highly competitively sensitive commercial information of TELUS. The redacted information includes highly sensitive information such as:

- (a) TELUS’ assessment and analyses of competitor activity;
- (b) TELUS’ strategic options for responding to that activity;
- (c) response limitations;
- (d) response execution timelines;
- (e) TELUS’ analyses and discussions regarding its internal performance metrics and assumptions regarding competitor performance metrics;
- (f) confidential projects and promotional strategies to gain subscribers from competitors; and
- (g) expected competitor response to TELUS’ actions.

22. Disclosure of this information would telegraph TELUS' internal analysis of its own performance in response to that of its key competitors, TELUS' internal methods, processes and timing of its performance analysis, and its proposed strategic plans and playbook for responding to key competitors' promotional and pricing activities in the market. As all of these Records specifically relate to the Respondents themselves, allowing the Respondents access to such highly sensitive commercial information would severely prejudice TELUS' competitive and financial position, as it would provide competitors with intimate insight on how TELUS internally views, positions and analyses its own performance, how it analyses competitor performance, and how TELUS positions its strategic response.

23. Exhibits "S" (TELUS00067741), "T" (TELUS00122714), "U" (TELUS00067777), "V" (TELUS00097459) and "W" (TELUS00125741) relate to TELUS' internal strategic development of its own confidential promotional plans and programs. All of the information designated in these Exhibits as Confidential Level A is confidential and highly competitively sensitive commercial information of TELUS. The designated information includes TELUS' strategic positioning of new plans and programs, details of TELUS' program design process, timing, pricing strategy, cost assumptions, as well as confidential project names. Disclosure of the designated information would telegraph TELUS' internal assumptions, methods, strategic project naming conventions, timing, and processes of building and testing new programs or promotions. Allowing the Respondents access to such highly sensitive commercial information would severely prejudice TELUS' competitive and financial position as it would provide competitors with intimate insight into TELUS' strategic plans, projections, and designs.

24. Finally, Exhibits “X” (TELUS00113128), “Y” (TELUS00255236) and “Z” (TELUS00251459) relate to TELUS’ internal assessments and analyses of the Proposed Transaction, including its impact on TELUS and how to address that impact with TELUS’ stakeholders. All of the information designated in these Exhibits as Confidential Level A is confidential and highly competitive sensitive commercial information of TELUS. Disclosure of this information would telegraph TELUS’ internal analyses of the Proposed Transaction including assessment and analyses of TELUS’ competitors and in particular the Respondents. Allowing the Respondents access to such highly sensitive commercial information would severely prejudice TELUS’ competitive and financial position as it would provide its direct competitors with intimate insight on how TELUS views, positions, and analyzes its competitors’ performance, its own performance, and how TELUS internally positions its strategic response to major events in the Canadian telecommunications market.

25. Moreover, the information in the above Records, including Records dating to 2017, 2018 and 2019, remain highly confidential and competitively sensitive because it provides a detailed framework into TELUS’ present strategic thinking overall. Disclosure of the Records, even those from a few years ago, inform competitors how TELUS could and would respond today or tomorrow if a similar situation were to arise, how TELUS would frame any response to competitor behaviour, and the general processes and strategies TELUS currently employs to maintain its position as a competitive force. As such, tactics and strategies contained in the above Records, including Records from 2017, 2018 and 2019, remain current. If disclosed, they would expose TELUS’ contemporary business and competitive strategy.

(c) Data and Records Used by the Commissioner's Experts

26. As mentioned above, in preparing this affidavit, I also reviewed the Public versions of the Commissioner's expert reports filed in support of its section 104 application.

27. The expert reports are redacted, and the scope of any TELUS Records relied upon is not self-evident. However, I understand from TELUS' external counsel that they were advised by counsel for the Commissioner that the only TELUS Records referred to or relied upon by the Commissioner's experts are (a) the same TELUS Records referred to in the Sonley Affidavit (TELUS' position with respect to these Records is set out above), and (b) two additional privileged emails from TELUS' external counsel to the Bureau setting out TELUS' clarifications to certain TELUS Data provided in response to Specification 11 of the Section 11 Order, and the interaction of certain TELUS Data provided in response to Specifications 17, 18 and 19 of the Section 11 Order, along with further information regarding such TELUS Data. As the TELUS Data and detailed description of the TELUS Data in the emails are confidential and competitively sensitive information, these two emails and their contents are all Confidential Level A.

28. In addition, it is clear that the TELUS Data was relied on by the experts in preparing their reports. Given the nature of the expert reports and how they use or may use data from other sources (e.g., aggregating, manipulating, or performing econometrics or other analysis), it is impossible for me to know what specific portions of the TELUS Data has been used by the experts.

29. However, I am aware that such Data was used by the Commissioner's experts to undertake an analysis of the extent of competition in wireless markets. For example, I believe that Nathan Miller used TELUS' confidential and competitively sensitive

subscriber and porting data provided pursuant to Specification 12 and 17 of the Section 11 Order to analyse the effects of Shaw's introduction of Big Gig plans and associated price promotions by Rogers, Bell Canada, Shaw, TELUS and flanker brands.

30. Accordingly, I believe that a significant volume of TELUS Data was provided to, and may have been relied upon by, the Commissioner's experts.

31. TELUS' position is that all of the TELUS Data provided in response to the Section 11 Order must be designated as Confidential Level A.

32. As stated above, the TELUS Data by its very nature is highly confidential and competitively sensitive commercial information. The TELUS Data, which covers a 57 month period, includes a detailed breakdown of TELUS' confidential proprietary transaction and usage data of all TELUS wireless subscribers over this period; detailed confidential promotional data over this period; detailed confidential proprietary subscriber porting or switching data over this period; detailed confidential financial information about TELUS retail operations over this period; and detailed confidential information about TELUS' network investments over this period. The disclosure of any of this Data to TELUS' direct competitors is likely to result in serious competitive harm to TELUS and serious harm to TELUS's financial position.

33. As indicated above, the Comlink Data produced as part of the TELUS Data is confidential proprietary data of a third party, namely Comlink. Comlink sells subscriptions to this data for a fee. The disclosure of the Comlink Data produced as part of the TELUS Data to third parties who are not Comlink subscribers is likely to have an adverse impact on TELUS' commercial relationship with Comlink, as well as an adverse impact on the

competitive and financial position of Comlink if accessed by a third party without Comlink's consent and without payment to Comlink.

34. Accordingly, any and all portions of the TELUS Data referred to in any expert report on the section 104 Application should be designated as Confidential Level A.

(d) Privileged Documents

35. I understand that in addition to seeking to redesignate materials referred to in the s. 104 Application, the Respondents are also seeking an order that certain documents over which the Commissioner has claimed litigation privilege are not litigation privileged, and an order redesignating those documents from Confidential Level A to Confidential Level B. I have reviewed the references to communications with TELUS and/or our external counsel in Schedules 1 and 2 to the affidavit of Eric Widdowson, which the Commissioner filed in response to this motion, and certain of the underlying documents that correspond to those references. I can confirm that several documents included on Schedules 1 and 2 contain TELUS Confidential Level A information. For example, the documents include powerpoint presentations and legal submissions containing confidential facts, data and information relating to TELUS's wireless, Internet and broadcasting businesses. I understand from counsel that the documents listed in Schedule 1 and 2 are only a subset of all of the documents over which the Commissioner is claiming litigation privilege, and thus there may be other TELUS documents at issue. Accordingly, if the Commissioner's claim for litigation privilege is defeated, none of the correspondence with TELUS and/or our external counsel should be redesignated as Confidential Level B until TELUS has had a chance

to review all of those documents and recommend appropriate designations to the Commissioner in accordance with the Confidentiality Order.

SWORN remotely by Daniel Stern of the City of Toronto in the Province of Ontario, before me at the City of Toronto, in the Province of Ontario, on August 3, 2022 in accordance with O. Reg 431/20, Administering Oath or Declaration Remotely.



Jayne Cooke

Commissioner for Taking Affidavits
(or as may be)

DANIEL STERN

TAB A

THIS IS **EXHIBIT "A"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

A Commissioner for taking Affidavits, etc.

Matthew R. Law

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July 26, 2022

BY EMAIL

John Tyhurst
Competition Bureau Legal Services

Nicole Henderson
Blake, Cassels & Graydon LLP

Adam Hirsh
Osler, Hoskin & Harcourt LLP

Stephen Zolf
Aird & Berlis LLP

Dear Mr. Tyhurst, Ms. Henderson, Mr. Hirsh, and Mr. Zolf:

Commissioner of Competition v. Rogers Communications Inc. and Shaw Communications Inc. (CT-2022-002) – Confidentiality Motion

We write to set out the Respondents' position regarding the pending confidentiality and privilege motion, as communicated to Justice Little at the Case Management Conference yesterday morning. The Respondents are not withdrawing or amending their motion as currently framed, but are prepared to limit the relief they are seeking at the upcoming hearing to the following (only the first of which concerns Bell, Telus, and Distributel):

1. Challenging the Commissioner's designation as Level "A" confidential the affidavits, expert reports, and documents the Commissioner relied on in support of his s. 104 Application (including the documents and data relied on by the Commissioner's experts), except for the affidavits of Mr. Dhamani and Mr. Verma and the documents attached thereto.
2. Challenging the Commissioner's claim of litigation privilege over the documents set out in Schedule B to his Affidavit of Documents.
3. To the extent necessary, challenging the Commissioner's designation as Level "A" confidential the documents set out in Schedule B to his Affidavit of Documents and over which the Commissioner currently claims litigation privilege.

In addition, the Respondents have redesignated their own documents produced in response to the Commissioner's SIR from Level "A" to Level "B", pursuant to paragraph 9 of the Confidentiality Order. Please advise whether the Commissioner intends to challenge those re-designations. If so, this issue will proceed in accordance with the timetable set out below.

To the extent that Bell, Telus, and Distributel do not already know which of their documents the Commissioner and his experts relied on in the s. 104 materials, we expect the Commissioner will advise them. We are also copying counsel for Stonepeak and Xplornet. Although they did not substantively respond to our letters providing a courtesy copy of the motion record, nor appear at the Case Management Conference yesterday, the Respondents do not object to those parties participating in the hearing in the same manner as Bell and Telus, so long as it does not affect the scheduling of the motion. We ask that those parties please advise whether they intend to participate or not by end of day tomorrow (Wednesday July 27).

In advance of Friday's Case Management Conference, Justice Little will expect the parties to have discussed a timetable for the motion. The Commissioner has committed to delivering his responding record on July 28. Bell and Telus advised that they would prefer to see the Commissioner's record before submitting any evidence of their own. Given the significantly narrowed scope of the motion and their commitment at the Case Management Conference to work within the existing schedule in the proceeding, Bell and Telus should be able to serve any evidence the following day, July 29. The Respondents therefore propose the following timetable:

July 28 – Commissioner delivers Responding Record on all issues

July 29 – Bell and Telus serve additional affidavits, if any

August 2 – Cross-examinations (note August 1 is a holiday)

August 3 – Rogers/Shaw serve written submissions

August 4 – Commissioner and Bell/Telus serve written submission

August 5 – Rogers/Shaw serve reply submissions, if necessary

August 8 – Hearing (subject to Tribunal's confirmation)

To the extent Distributel wishes to put in evidence and make submissions, the Respondents expect it to do so in accordance with the same schedule.

Please advise if your clients will agree to this schedule, so that we can advise Justice Little accordingly.

Yours truly,



Matthew R. Law

cc: Derek Leschinsky, Alexander Gay, Katherine Rydel, Ryan Caron, Suzanie Chua, Marie-Hélène Gay, Kevin Hong, *Competition Bureau Legal Services*
Jonathan Lisus, Crawford Smith, Bradley Vermeersch, *Lax O'Sullivan Lisus Gottlieb LLP*
Kent Thomson, Derek Ricci, Steven Frankel, Chanakya Sethi, *Davies Ward Phillips & Vineberg LLP*
Randal Hoffley, *Blake, Cassels & Graydon LLP*
Michelle Lally, *Osler, Hoskin & Harcourt LLP*
Omar Wakil, *Torys LLP*
Kate McNeece, *McCarthy Tétrault LLP*

TAB B

THIS IS **EXHIBIT "B"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

A Commissioner for taking Affidavits, etc.

Court File No.

FEDERAL COURT

IN THE MATTER OF the *Competition Act*, RSC 1985, c C-34;

AND IN THE MATTER OF an inquiry under section 10 of the *Competition Act* into the proposed acquisition of Shaw Communications Inc. by Rogers Communications Inc., reviewable under Part VIII of the *Competition Act*;

AND IN THE MATTER OF an *ex parte* application by the Commissioner of Competition for an Order requiring TELUS Corporation to produce records pursuant to paragraph 11(1)(b) of the *Competition Act*; and

AND IN THE MATTER OF an *ex parte* application by the Commissioner of Competition for an Order requiring TELUS Corporation to make and deliver written returns of information pursuant to paragraph 11(1)(c) of the *Competition Act*.

BETWEEN:

THE COMMISSIONER OF COMPETITION

Applicant

– and –

TELUS CORPORATION

Respondent

AFFIDAVIT OF LAURA SONLEY

Affirmed July 21, 2021

I, Laura Sonley, a Competition Law Officer with the Competition Bureau (the “**Bureau**”), of the City of Ottawa, in the Province of Ontario, **AFFIRM THAT**:

1. I make this affidavit in support of an *ex parte* application for an order pursuant to section 11 of the *Competition Act*, RSC, 1985, c C-34 (the “**Act**”).
2. I am an authorized representative of the Commissioner of Competition (the “**Commissioner**”) for the purpose of this application.
3. I have been employed by the Bureau since January 2014. During this time, I have been involved in multiple investigations and inquiries under Part VIII of the Act. During the course of these investigations, I have interviewed market participants and reviewed records and information pertaining to these investigations and inquiries.
4. I am part of a case team working on an inquiry under Part VIII of the Act regarding the proposed acquisition (“**Proposed Transaction**”) of Shaw Communications Inc. (“**Shaw**”) by Rogers Communications Inc. (“**Rogers**”) (the “**Inquiry**”). Except where otherwise indicated, I have personal knowledge of the matters to which I depose. Where I do not have personal knowledge, I have set out the grounds for my belief.
5. By way of concurrent applications, the Commissioner is also seeking similar orders in connection with the Inquiry against other parties. In total, applications are being made against Quebecor Inc. (“**Videotron**”), BCE Inc. (“**Bell**”), and Xplore Mobile Inc. and Xplornet Communications Inc. (“**Xplornet**”).

I. THE COMMISSIONER HAS COMMENCED AN INQUIRY

6. The Commissioner is an officer appointed by the Governor in Council under section 7 of the Act and is responsible for administering and enforcing the Act.

7. On June 18 2021, the Commissioner commenced the Inquiry under section 10 of the Act on the basis that he has reason to believe that grounds exist for the making of an order under Part VIII of the Act.

II. CIRCUMSTANCES OF THE INQUIRY

8. The Inquiry concerns the proposed acquisition of all of the issued and outstanding shares of Shaw by Rogers. Specifically, the Commissioner is investigating the likely substantial lessening or prevention of competition arising from the Proposed Transaction in respect of other business areas. This application only concerns mobile wireless services and the Commissioner may seek additional orders relating to other areas of business at a later date. The Commissioner may also seek additional orders in relation to mobile wireless services should he conclude they are required.
9. Rogers is a Canadian communications and media company headquartered in Toronto, Ontario who offers wireline and wireless telecommunication services, television distribution and media products. Rogers offers mobile wireless services nationally. Rogers operates the brands Rogers, Fido, chatr and Cityfone.
10. Shaw is a Canadian communications company headquartered in Calgary, Alberta with product offerings across wireline and wireless telecommunication and television distribution. In 2016 Shaw entered the Canadian wireless market with the purchase of Wind Mobile, soon after rebranded as Freedom Mobile. Freedom Mobile serves customers in Ontario, Alberta and British Columbia. In 2020 Shaw launched a second brand, Shaw Mobile, which serves customers in Alberta and British Columbia.
11. To date, the Bureau has gathered and assessed records and information from a variety of sources. This includes records and information

obtained from Rogers and Shaw, past Bureau reviews, market participants and public sources.

III. INDUSTRY BACKGROUND

12. In the Bureau's previous investigation of Bell's 2016 proposed acquisition of Manitoba Telecom Services (the "**Bell/MTS Review**"), the Bureau concluded that as a result of coordinated behaviour among the national carriers, mobile wireless prices in Canada are higher in regions where the national carriers do not face competition from a strong regional competitor. Conversely, the Bureau concluded that where the national carriers face competition from a strong regional competitor, prices are substantially lower. The Bureau concluded that the lower prices are caused by the presence of a strong regional competitor who can disrupt the effects of coordination among the national carriers. A copy of the Position Statement issued by the Bureau is attached as **Exhibit A**.
13. The Canadian Radio-television and Telecommunications Commission ("**CRTC**") recently conducted a review of mobile wireless services ("**CRTC TNC 2019-57**"). In its decision following CRTC TNC 2019-57 ("**CRTC TRP 2021-130**"), the CRTC concluded that the national carriers "together exercise market power in the provision of retail mobile wireless services in all provinces except Saskatchewan, where SaskTel exercises sole market power. Bell Mobility exercises market power in the provision of retail mobile wireless services in the Northwest Territories, Nunavut, and Yukon". A copy of CRTC TRP 2021-130 is attached as **Exhibit B** (see page 1).
14. In CRTC TRP 2021-130 the CRTC explained that while the national carriers argued that retail price differences between provinces/territories were explained by factors other than competition such as differences in network quality, penetration of flanker brands (which typically offer

lower-priced services), and data usage, these factors either exhibit little correlation with provincial/territorial retail pricing or do not consistently explain the differences in all provinces/territories. As a result, the CRTC concluded that retail price variations between provinces are not explained by differences in the quality of networks, flanker brand penetration, or data usage levels among provinces. This is discussed at paragraphs 131-135 of Exhibit B.

15. In a series of expert reports commissioned by Shaw for CRTC TNC 2019-57, Dr. Eric Emch of Bates White noted that beginning in 2017 Rogers had introduced special offers targeting Freedom Mobile customers citing a number of specific examples. A copy of the Emch reports are attached as **Exhibit C** (see pages 23-27 of the May 1, 2019 report and pages 4-7 of the November 22, 2019 report).
16. Similarly, a report filed by Rogers for CRTC TNC 2019-57 noted that “Shaw is marketing its mobile wireless services in these provinces intensely and is making rapid market share gains, fuelled by its network investments and the launch of the iPhone on its network last year.” After noting that an indicative measure of current competitive intensity is a carrier’s share of net customer additions, Rogers noted that Shaw and Videotron lead the industry with 48,000 and 39,800 respective net new subscribers. A copy of the Rogers report is attached as **Exhibit D** (see pages 21-26).
17. In CRTC TNC 2019-57 the CRTC also found that barriers to entry into the retail market are high and adversely impact new market entry or market expansion by regional wireless carriers and others. This is discussed at paragraphs 95-101 of Exhibit B.

IV. TELUS CORPORATION HAS, OR IS LIKELY TO HAVE, INFORMATION RELEVANT TO THE INQUIRY

18. As part of the Inquiry, the Commissioner is seeking information to assess the likelihood of a substantial lessening and prevention of competition in Ontario, British Columbia and Alberta. This assessment involves the Commissioner examining, among other things, documents pertaining to competition between the Respondent and the merging parties, as well as the effectiveness of the Respondent as a competitor for the provision of mobile wireless services.
19. Shaw has made significant network investments and has doubled its number of subscribers since the Bell/MTS Review. It has also introduced new offers to the market. For example, in October 2017 Shaw launched its “Big Gig” plans which Shaw characterized as “unprecedented” and “unlike anything currently being offered to Canadians”. In discussing its “Big Gig” plans during the hearing for CRTC TNC 2019-57, Shaw noted its “ability to leverage the full capacity of Shaw’s network allowed Freedom to maximize data and lower prices through [a] truly differentiated, innovative plan that has forced the Big 3 to respond.” In November 2018 Shaw subsequently introduced their “Big Binge” promotion which provided customers with 100 GB of bonus data in addition to their monthly allotment which they characterized as allowing customers to “break free from data overages.” The Respondent characterized the period following Shaw’s launch of “Big Gig” plans as “an unprecedented level of competitive and promotional activity and pricing innovation including the widespread launch of unlimited data plans and availability of equipment installment plans.” As a direct competitor to both Shaw and Rogers in all three provinces where Shaw operates, the Respondent’s competitive responses to Shaw’s subscriber growth and new plan offerings like “Big Gig” is relevant to both the Bureau’s assessment of effective remaining competition and the impact of Shaw’s removal as a competitor. Shaw’s number of mobile wireless

subscribers in 2016 and 2021 are attached as **Exhibit E**. A description of some of the recent mobile wireless network investments made by Shaw are included as **Exhibit F**. Shaw's news release following the launch of "Big Gig" and "Big Binge" promotions is attached as **Exhibit G** and **Exhibit H**, respectively. Shaw's comments regarding "Big Gig" plans in relation to CRTC TNC 2019-57 are attached as **Exhibit I** (see paragraph 643). Bell's commentary regarding the period following the launch of Shaw's "Big Gig" plans is attached as **Exhibit J** (see paragraphs E8 and 22).

20. In its submissions in relation to CRTC TNC 2019-57 Shaw also noted that there is "substantial evidence of coordinated behaviour amongst the Big 3 in the form of coordinated signalling and uniform and expensive service offerings that have characterised the Canadian market until the recent entry of the new facilities-based competitors like Freedom, Eastlink and Videotron." Shaw noted that Freedom and other new regional competitors have "proven their capability to discipline the market with innovative and differentiated offerings[.]" The Bureau also found in the Bell/MTS Review that the national carriers exhibited coordinated behaviour. The Respondent's data and documents will inform the Bureau's assessment of whether coordination persists in the market for mobile wireless services as well as Shaw's potential disciplining impact. Shaw's comments regarding coordination in CRTC TNC 2019-57 can be found in **Exhibit K** (see answers to Q117 and pages 1-2). The Bureau's position statement regarding the Bell/MTS Review is attached at Exhibit A.
21. The Draft Order also requests the Respondent's data outside the three overlap areas as it is relevant to the Bureau's assessment of coordinated behaviour and whether it has been disrupted by recent competitive behaviour. In its position statement regarding the Bell/MTS Review, the Bureau noted that multi-market exposure among the national carriers is

significant and encompasses a number of geographies and business lines at both the wholesale and retail level. Information collected during the Bell/MTS Review supported the likelihood that Bell, Rogers and Telus weighed the advantages from vigorous competition in one area against the danger of retaliation in other areas. Multi-market exposure softened competition among the national carriers. Regional carriers, however, lacked multi-market contact with other competitors and therefore were found to play a disruptive role in the market by spurring Bell, Telus and Rogers to compete vigorously. As a result, competitive behaviour in other regions is relevant to the Bureau's assessment of the Proposed Transaction since pricing decisions in one province were previously found to be made by weighing competitive responses in other markets. The information sought will allow the Bureau to assess the current impact of multi-market exposure as it relates to the Proposed Transaction.

22. As noted above, Shaw characterized entry by itself and other regional carriers like Eastlink in the Maritimes and Videotron in Quebec as being capable of disciplining the market. The Bureau is therefore requesting information regarding those regions where a regional carrier is present:
- a) Videotron operates in Quebec;
 - b) Eastlink operates in the Maritimes as well as cities in Alberta and Ontario;
 - c) SaskTel operates in Saskatchewan;
 - d) Ice Wireless operates in the Yukon, Northwest Territories and Nunavut and has been making investments in its network;
 - e) Xplornet entered Manitoba following its purchase of certain assets divested pursuant to the consent agreement reached following the Bell/MTS Review. Information regarding Manitoba

is also relevant to the Bureau's assessment of barriers to entry and Xplornet's effectiveness as a regional carrier.

Within these provinces there are cities and regions the regional carriers entered during the period associated with the Draft Order, and others they have not yet entered. This information will therefore allow the Bureau to assess the potential impacts of the Proposed Transaction since comparisons across regions, and over time, will allow the Bureau to assess patterns between levels of competition and outcomes such as pricing. As noted above, the Bureau's position statement in Bell/MTS is attached as Exhibit A. Examples of recent investments made by Ice Wireless can be found as **Exhibit L**.

23. Finally, as a result of the policy established in Telecom Regulatory Policy CRTC 2021-130 the Respondent is obligated to lease access to its network to potential new entrants. As a sophisticated business, the Respondent is likely to have records on where it expects entry to occur and early negotiations for lease agreements, as applicable. Assessing potential entry is relevant to the Bureau's assessment of effective remaining competition following the Proposed Transaction and what impact CRTC 2021-130 may have on barriers to entry.

A. TELUS CORPORATION

24. TELUS Corporation is a company incorporated under the laws of British Columbia. Attached as **Exhibit M** is TELUS Corporation's 2020 Annual Information Form.
25. TELUS Corporation has, or is likely to have, information relevant to the Inquiry. My belief is based on my understanding of its operations, my review of records and information gathered and assessed by the Bureau in the course of the Inquiry, and direct communications with Telus,

where Telus confirmed that it has, or is likely to have records and information relevant to the Inquiry.

26. TELUS Corporation is a large, integrated Canadian media and telecommunications company headquartered in Vancouver, British Columbia with product offering across wireline and wireless communications, as well as television distribution. TELUS Corporation provides mobile wireless services under the Telus, Koodo, and Public Mobile brands. Telus' brands compete with Freedom Mobile in British Columbia, Alberta and Ontario, with Rogers and Bell nationwide, and various other regional competitors in other provinces. Telus shares a network with Bell pursuant to an enhanced network sharing agreement reached in 2008. A copy of Telus' 2008 Annual information form is attached as **Exhibit N** (see pages 9 and 16).

V. THE ORDER SOUGHT

27. In order to determine facts relevant to the Inquiry, the Commissioner seeks records and written returns of information from the Respondent pursuant to paragraphs 11(1)(b) and 11(1)(c) of the Act. These records and written returns of information are set out in Schedules I and II of the Order sought in this application (the "**Draft Order**", attached as **Exhibit O**).

A. Records and Information

28. The specifications in the Draft Order elicit records and information that relate to matters relevant to the Inquiry, including the following:
 - a) the competitive dynamic between the Respondent and other providers of mobile wireless services (including Rogers and Shaw), including information about market shares, marketing strategies, the strengths and weaknesses of the Respondent's competitors

(including Rogers and Shaw), and the Respondent's response to its competitors;

- b) the Respondent's assessment of the Proposed Transaction, including its impact on the competitive dynamic between the Respondent and other providers of mobile wireless services (including Rogers and Shaw);
- c) pricing policies and strategies, including records and information to inform the Bureau as to the Respondent's incentive and ability to price competitively with Rogers and Shaw;
- d) potential expansion and network investments including those related to 5G;
- e) barriers to entry or expansion for the provision of mobile wireless services in Canada; and
- f) data relevant to assessing the relevant product and geographic markets, market shares, and the likely competitive effects of the Proposed Transaction.

29. In deciding upon the information to request in the Draft Order the Bureau carefully reviewed the comments made by Chief Justice Crampton in relation to the section 11 orders sought in the Bell/MTS Review. Specifically, the Bureau notes the following considerations in assessing the burden and relevance of the information requested.

- a) The Bureau has limited the most detailed data requests (e.g., transaction-level sales data, cellular sites, promotions, etc.) to Alberta, British Columbia, and Ontario, where both Shaw and Rogers compete directly with the Respondent.
- b) For the information sought outside of the overlap areas, the Bureau has limited its request to annual information except in the case of

Manitoba, where monthly data is needed to capture the impact of Xplornet's entry and subsequent expansion in Manitoba.

- c) Ontario, British Columbia and Alberta comprise 64% of the total Canadian population whereas Manitoba comprised 4% of the total Canadian population and Ontario, Alberta and Saskatchewan comprised 54%. The incremental burden associated with the orders that were made in Bell/MTS was therefore 54% of the Canadian population versus 36% in the present matter. Population estimates from Statistics Canada as of Q2 2021 can be found as **Exhibit P**.
- d) The Respondent noted that since the majority of its business is in British Columbia, Alberta and Ontario limiting the records request to the overlap provinces would not have a material impact on the volume of records that will need to be collected and reviewed.

The transcript of the section 11 hearing held on September 23, 2016 in relation to the Bell/MTS Review is attached as **Exhibit Q**.

- 30. The information sought concerns the period from January 1, 2017 to the date of issuance of the Draft Order. This return period is needed to allow the Commissioner to assess significant market events like:
 - a) Shaw's launch of the "Big Gig" plans which occurred in October 2017;
 - b) Shaw's launch of "Big Binge" plans which occurred in November 2018;
 - c) Bell, Rogers and Telus' launch of unlimited plans in June 2019; and
 - d) the entry and growth of regional carriers over time.
- 31. The Draft Order contemplates production of:

- a) Schedule 1 within 120 days of the Order being served on the Respondent;
- b) Specifications 10, 11 and 14 of Schedule II within 90 days of the Order being served on the Respondent; and
- c) the remainder of Schedule II within 45 days of the Order being served on the Respondent.

The timelines associated with the Draft Order will be discussed further in section VII of this application.

32. Depending in part on the Bureau's review of records and information received in the course of the Inquiry, including records and information received in response to this application, the Commissioner may commence subsequent section 11 applications as are necessary to advance the Inquiry. This may include applications under paragraphs 11(1)(a), (b), and/or (c) of the Act.
33. Specifically, potential competition issues have been identified in the other areas of business. However, the Bureau is considering whether third party information is needed to examine those issues and may seek additional information through section 11 orders in the future.

VI. INFORMATION IN THE COMMISSIONER'S POSSESSION

34. The case team has conducted a review of the Bureau's files to determine whether the Bureau has records or information responsive to the Draft Order. Specifically, I and other officers engaged in a process whereby we undertook to determine if we had, to date, received in the context of the Inquiry records or information from the Respondent that relate to mobile wireless services during the Relevant Period specified in the Draft Order and could therefore be considered responsive to the Draft Order. We also undertook to determine if there were other investigations

or inquiries pursuant to which the Competition Bureau has received records or information from the Respondent that relate to mobile wireless services during the Relevant Period specified in the Draft Order and could therefore be considered responsive to the Draft Orders.

35. Except as I have described below, I am satisfied that the Bureau is not in possession of records or information that is responsive to the Draft Order.
36. Although the Respondent provided the Bureau with relevant confidential records as part of Telecom Notice of Consultation CRTC 2019-57, subsection 39(5.01) of the *Telecommunications Act* provides that the Bureau may only use the confidential information they receive in a proceeding “to facilitate the Commissioner’s participation” in the proceeding. The CRTC also issued Telecom Decision CRTC 2019-277, included as **Exhibit R**, noting “the Commission expects the Commissioner to adopt appropriate measures to ensure that any confidential information provided to the agency’s experts is appropriately protected and is used solely for the purpose of assisting the preparation of the Commissioner’s submissions in the context of the current proceeding.” As a result the Bureau is unable to use these records to support its investigation and has taken appropriate measures to ensure confidential records are inaccessible to Bureau employees conducting the investigation until their destruction after the time for appeals and requests to review and vary have expired.
37. To the extent the Bureau is in possession of additional records or information responsive to the Draft Order, which I do not believe to be the case, paragraph 11 of the Draft Order nevertheless allows the Commissioner to forego the production requirements set out in the Draft Order provided certain conditions are met. Specifically, paragraph 11 in the Draft Order provides:

[W]here the Respondent, TELUS Corporation previously produced a record or thing to the Commissioner the Respondent, TELUS Corporation, is not required to produce an additional copy of the record or thing provided that the Respondent, TELUS Corporation: (1) identifies the previously produced record or thing to the Commissioner's satisfaction; (2) makes and delivers a written return of information in which it agrees and confirms that the record or thing was either in the possession of the Respondent, TELUS Corporation, on premises used or occupied by the Respondent, Telus Corporation, or was in the possession of an officer, agent, servant, employee or representative of the Respondent, TELUS Corporation; and where this is not the case, the Respondent, TELUS Corporation, shall make and deliver a written return of information explaining the factual circumstances about the possession, power, control and location of such record or thing; and (3) receives confirmation from the Commissioner that such record or thing need not be produced.

VII. MATERIAL COMMUNICATIONS WITH TELUS CORPORATION INC.

38. Counsel for the Commissioner provided Telus' outside counsel Michelle Lally and internal counsel Andrea Wood and Stephen Schmidt, with a draft of the proposed Draft order on June 25, 2021. The letter accompanying the draft of the proposed Draft Order sent by the Commissioner's counsel asked Telus to schedule a call to discuss the proposed Draft Order. A copy of counsel's letter and the proposed Draft Order are attached as **Exhibit S**.
39. I participated in a teleconference discussion with Ms. Lally, her colleague Kaeleigh Kuzma, and Telus representatives Daniel Stern and Grace McKeown on July 14, 2021. During this call Ms. Lally advised that Telus would have difficulty responding to all of the specifications in the Draft Order in the 45 days requested. Ms. Lally advised that Telus would be able to respond to the data specifications in Schedule II more quickly than it would the document specifications in Schedule I. During the call I also advised Ms. Lally that the Bureau would amend the order to limit

the collection up until July 1, 2021, allowing Telus to begin collecting information prior to the potential issuance of a Draft Order.

40. During the call on July 14, 2021 Ms. Lally also provided some suggestions to modify the language in specifications 1, 5 (f), 3, and 14 and requested a response time of 120 days for the records specifications in Schedule I. As discussed on the July 14, 2021 call, Ms. Lally followed up with an email later that day. The Bureau confirmed it could accommodate Telus' requests, following which Telus noted it is prepared to provide the Bureau with the responsive records within the 120 day time period and noted that it withdrew its request to include the e-mail correspondence between counsel to Telus and the Bureau to the court.
41. While the Federal Court noted that in general, the period in which a respondent is required to respond to an order is 30-90 days, the Bureau is able to accommodate a longer return period for the records requested in Schedule I in this case. While this would not normally be acceptable to the Bureau given the timelines associated with merger review, in this case Rogers has stated that they expect closing to occur in the first half of 2022. In addition, the Respondent has described the challenges it is facing in collecting this information during the COVID-19 pandemic. Rogers' news release noting their expected closing can be found as **Exhibit T**.

AFFIRMED REMOTELY BEFORE ME at the City of Ottawa in the Province of Ontario on July 21, 2021 in accordance with O. Reg. 431/20, *Administering Oath or Declaration Remotely*.



Derek Leschinsky
LSO# 48095T



Laura Sonley

A Commissioner of Oaths

TAB C

THIS IS **EXHIBIT "C"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

A Commissioner for taking Affidavits, etc.

Federal Court



Cour fédérale

Date: 20210801

Docket: T-1159-21

Ottawa, Ontario, August 1, 2021

PRESENT: Justice Andrew D. Little

BETWEEN:

THE COMMISSIONER OF COMPETITION

Applicant

and

TELUS CORPORATION

Respondent

ORDER

UPON the *ex parte* application made by the Commissioner of Competition (“**Commissioner**”) for an Order pursuant to paragraphs 11(1)(b) and 11(1)(c) of the *Competition Act*, RSC, 1985, c C-34, as amended (“**Act**”), which was heard this day at the Federal Court, Ottawa, Ontario;

AND UPON reading the affidavit of Laura Sonley affirmed on July 21, 2021;

AND UPON CONSIDERING the disclosure made by the Commissioner after filing the application, which included additional information about matters discussed with representatives of the respondent during pre-filing dialogue;

AND UPON being satisfied that an inquiry is being made under section 10 of the Act relating to the proposed acquisition of Shaw Communications Inc. by Rogers Communications Inc., reviewable under Part VIII of the *Competition Act* (“**Inquiry**”);

AND UPON being satisfied that the Respondent has, or is likely to have information that is relevant to the Inquiry;

1. **THIS COURT ORDERS** that the Respondent, TELUS Corporation, shall produce to the Commissioner all records and any other things specified in this Order, in accordance with the terms of this Order.
2. **THIS COURT FURTHER ORDERS** that the Respondent, TELUS Corporation, shall make and deliver to the Commissioner all written returns of information specified in this Order, in accordance with the terms of this Order.
3. **THIS COURT FURTHER ORDERS** that in order to facilitate the handling, use, and orderly maintenance of records and to ensure the accurate and expeditious return of records, other things specified in this Order and written returns of information produced pursuant to this Order, the Respondent, TELUS Corporation, shall comply with the following requirements:
 - a. the Respondent, TELUS Corporation, shall produce records, other things and information in its possession, control or power;

- b. the Respondent, TELUS Corporation, shall make and deliver a written return of information in such detail as is required to disclose all facts relevant to the corresponding specification in this Order;
- c. unless otherwise specified, the Respondent, TELUS Corporation, shall produce (i) records created or received during the period from January 1, 2017 to July 1, 2021; and (ii) written returns of information in respect of the same period;
- d. the Respondent, TELUS Corporation, shall produce all records and written returns of information in accordance with the Bureau's Guidelines for the Production of Electronically Stored Information ("**E-Production Guidelines**") attached at Schedule III of this Order;
- e. the Respondent, TELUS Corporation, shall scan each paper record into a separate electronic record and produce that copy in lieu of the original record unless making this copy would compromise the integrity of the original, render the copy difficult to read, or the original record size exceeds 216 mm x 356 mm (8½ in x 14 in); and a duly authorized representative of the Respondent, TELUS Corporation, shall certify by affidavit the copy is a true copy of the original record;
- f. a duly authorized representative of the Respondent, TELUS Corporation, shall certify by affidavit that all electronic records produced by the Respondent, TELUS Corporation, pursuant to this Order are true copies of the electronic records in their possession, control or power;
- g. each written return of information made by the Respondent, TELUS Corporation, shall be sworn or solemnly affirmed by a duly authorized representative of the Respondent, TELUS Corporation, as having been examined by that person and as being, to the best of his or her knowledge and belief, correct and complete in all material respects;

- h. if a record contains information that the Respondent, TELUS Corporation, claims is privileged, the Respondent, TELUS Corporation, shall produce the record with the privileged information redacted and in accordance with paragraph 6 of this Order;
- i. the Respondent, TELUS Corporation, shall make all written returns of information, including those relating to revenues, costs and margins, in accordance with generally accepted accounting principles (“GAAP”), International Financial Reporting Standards (“IFRS”), or other accounting principles that the Respondent, TELUS Corporation, uses in its financial statements. where the Respondent, TELUS Corporation, produces a record or makes and delivers a written return of information using accounting principles other than GAAP or IFRS, the Respondent, TELUS Corporation, shall explain the meaning of all such accounting terms;
- j. the Respondent, TELUS Corporation, shall define, explain, interpret or clarify any record or written return of information whose meaning is not self-evident;
- k. the Respondent, TELUS Corporation, shall identify all calendars, appointment books, telephone logs, planners, diaries, and items of a similar nature that are produced in response to this Order with the name of the person or persons by whom they were used and the dates during which they were used;
- l. before producing records pursuant to this Order, a duly authorized representative of the Respondent, TELUS Corporation, responsible for producing electronic records in accordance with the E-Production Guidelines attached at Schedule III of this Order shall contact a person identified in paragraph 15 of this Order and provide particulars regarding how the Respondent, TELUS Corporation, will comply with the E-Production Guidelines. The Respondent, TELUS Corporation, shall make reasonable efforts to address any additional technical requirements the Commissioner may have relating to the production of electronic records in accordance with the E-Production Guidelines;

- m. use of the singular or the plural in the Schedules of this Order shall not be deemed a limitation, and the use of the singular shall be construed to include, where appropriate, the plural and vice versa; and
- n. use of a verb in the present or past tense in the Schedules of this Order shall not be deemed a limitation, and the use of either the present or past tense shall be construed to include both the present and past tense.

4. **THIS COURT FURTHER ORDERS** that the Respondent, TELUS Corporation, shall make and deliver, in a written return of information, an index in which the Respondent, TELUS Corporation, identifies all records (or parts of records) responsive to the Specifications in Schedule I of this Order for which privilege is claimed. The index shall include the title of the record, the date of the record, the name of each author, the title or position of each author, the name of each addressee and recipient, the title or position of each addressee and recipient, and the paragraphs or subparagraphs of Schedule I of the Order to which the record is responsive. In lieu of listing the title or position of an author, addressee or recipient for each record, the Respondent, TELUS Corporation, may make and deliver a written return of information listing such persons and their titles or positions.

5. **THIS COURT FURTHER ORDERS** that where the Respondent, TELUS Corporation asserts a legal privilege in respect of all or part of a record, the Respondent, TELUS Corporation, shall, in a written return of information:

- a. produce, for each record, a description of the privilege claimed and the factual basis for the claim in sufficient detail to allow the Commissioner to assess the validity of the claim; and
- b. identify by name, title and address, all persons to whom the record or its contents, or any part thereof, have been disclosed.

- c. Without restricting any other remedy he may seek, the Commissioner may, by written notice to the Respondent, TELUS Corporation, at any time require the Respondent, TELUS Corporation, to produce records for which solicitor-client privilege is claimed to a person identified in subsection 19(3) of the Act.

6. **THIS COURT FURTHER ORDERS** that the Respondent, TELUS Corporation, shall make and deliver a written return of information confirming that the records or things produced pursuant to this Order were either in the possession of or on the premises used or occupied by the Respondent, TELUS Corporation, or in the possession of an officer, agent, servant, employee or representative of the Respondent, TELUS Corporation. If a record or thing produced by the Respondent, TELUS Corporation, pursuant to this Order does not meet the above conditions, the Respondent, TELUS Corporation, shall make and deliver a written return of information explaining the factual circumstances about the possession, power, control and location of such record or thing.

7. **THIS COURT FURTHER ORDERS** that the Respondent, TELUS Corporation, shall make and deliver a written return of information stating whether, upon having conducted a diligent search and made appropriate enquiries, it has reason to believe that it is not producing pursuant to this Order a record, thing, type of record or type of thing that was formerly in the possession, control or power of the Respondent, TELUS Corporation, and that the record, thing, type of record or type of thing would be responsive to a Specification of this Order if the Respondent, TELUS Corporation, had continued to have possession, control or power over the record, thing, type of record or type of thing. The Respondent, TELUS Corporation, shall state in this written return of information (a) when and how the Respondent, TELUS Corporation, lost possession, control and power over a record, thing, type of record or type of thing; and (b) the Respondent's, TELUS Corporation's, best information about the present location of the record, thing, type of record or type of thing.

8. **THIS COURT FURTHER ORDERS** that the Respondent, TELUS Corporation, shall make and deliver a written return of information stating whether, upon having conducted a diligent search and made appropriate enquiries, it has reason to believe that it never had possession, control or power over a record, thing, type of record or type of thing responsive to a Specification in this Order, that another person not otherwise subject to this Order has possession, control or power over the record, thing, type of record or type of thing, and that the record, thing, type of record or type of thing would be responsive to a Specification of this Order if the Respondent, TELUS Corporation, possessed the record, thing, type of record or type of thing. The Respondent, TELUS Corporation, shall state in this written return of information its best information about (a) the Specification to which the record, thing, type of record or type of thing is responsive, (b) the identity of the person who has possession, control or power of the record, thing, type of record or type of thing, and (c) that person's last known address.

9. **THIS COURT FURTHER ORDERS** that the Respondent, TELUS Corporation, shall make and deliver a written return of information stating whether, upon having conducted a diligent search and made appropriate enquiries, it has reason to believe that a record, thing, type of record or type of thing responsive to this Order has been destroyed and that the record, thing, type of record or type of thing would have been responsive to a Specification of this Order if it had not been destroyed. The Respondent, TELUS Corporation, shall in this written return of information state whether the record, thing, type of record or type of thing was destroyed pursuant to a record destruction or retention policy, instruction or authorization and shall produce that policy, instruction or authorization.

10. **THIS COURT FURTHER ORDERS** that the Respondent, TELUS Corporation, shall make and deliver a written return of information stating whether, upon having conducted a diligent search and made appropriate enquiries, it has reason to believe it does not have records, things or information

responsive to a Specification in this Order because the record, thing or information never existed. The Respondent, TELUS Corporation, shall, upon request of the Commissioner, make and deliver a further written return of information explaining why the record, thing or information never existed.

11. **THIS COURT FURTHER ORDERS** that where the Respondent, TELUS Corporation, previously produced a record or thing to the Commissioner the Respondent, TELUS Corporation, is not required to produce an additional copy of the record or thing provided that the Respondent, TELUS Corporation: (1) identifies the previously produced record or thing to the Commissioner's satisfaction; (2) makes and delivers a written return of information in which it agrees and confirms that the record or thing was either in the possession of the Respondent, TELUS Corporation, on premises used or occupied by the Respondent, TELUS Corporation, or was in the possession of an officer, agent, servant, employee or representative of the Respondent, TELUS Corporation; and where this is not the case, the Respondent, TELUS Corporation, shall make and deliver a written return of information explaining the factual circumstances about the possession, power, control and location of such record or thing; and (3) receives confirmation from the Commissioner that such record or thing need not be produced.

12. **THIS COURT FURTHER ORDERS** that where the Respondent, TELUS Corporation, produces records or things or delivers written returns of information that are, in the opinion of the Commissioner, adequate for the purposes of the Inquiry, the Commissioner may, by written notice, waive production of any additional records, things or information that would have otherwise been responsive to the Order.

13. **THIS COURT FURTHER ORDERS** that the Respondent, TELUS Corporation, shall make and deliver a written return of information that:

- a. describes the authority of the person to make the written return of information on behalf of the Respondent, TELUS Corporation;
- b. includes a statement that, in order to comply with this Order, the person has made or caused to be made:
- c. a thorough and diligent search of the records, things and information in the possession, control or power of the Respondent, TELUS Corporation;
- d. appropriate enquiries of the Respondent's, TELUS Corporation's, personnel; and
- e. states the person has examined the records and things produced and written returns made and delivered pursuant to the Order and that those records, things and written returns are, to the best of his or her knowledge and belief, correct and complete in all material respects.

14. **THIS COURT FURTHER ORDERS** that the returns of:

- a. records in Schedule I shall be completed within 120 calendar days of the service of this order herein;
- b. written return specifications 12, 13 and 16 of Schedule II shall be completed within 90 calendar days of the service of this order; and
- c. the remainder of Schedule II shall be completed within 45 calendar days of the service of this order.

15. **THIS COURT FURTHER ORDERS** that the Respondent, TELUS Corporation, shall produce all records and things and deliver all written returns of information to the Commissioner at the following address:

Competition Bureau
Mergers Directorate
Place du Portage Phase I
50 Victoria Street
Gatineau, Quebec K1A 0C9

Attention: Laura Sonley, Sorina Sam, Mathew McCarthy

Communications or inquiries regarding this Order shall be addressed to:

Department of Justice
Competition Bureau Legal Services
Place du Portage Phase I
50 Victoria Street
Gatineau, Quebec K1A 0C9

Attention: Derek Leschinsky, Steve Sansom, Katherine Rydel

16. **THIS COURT FURTHER ORDERS** that this Order may be served in person or by means of facsimile machine, electronic mail (with acknowledgement of receipt) or registered mail on a duly authorized representative of the Respondent(s) or on counsel for the Respondent(s) who have agreed to accept such service.

“Andrew D. Little”

Judge

SCHEDULE I

RECORDS TO BE PRODUCED PURSUANT TO PARAGRAPH 11(1)(b) OF THE ACT

1. Provide all Records prepared or received by a Senior Officer relating to the Company's assessment of the Proposed Transaction with respect to competition, competitors, market shares, markets, pricing strategies, investment including related to 5G, implications for pre-existing or potential future network sharing agreements, the potential for sales growth or expansion into new products or geographies, and alternative transactions involving either of the merging parties.
2. Provide all reports, studies, surveys, analyses, strategic, business, and marketing plans prepared or received by a Senior Officer during the Relevant Period with respect to Wireless Services in the Relevant Area for the purpose of Company's short term and long term network planning and network cost modelling including but not limited to factors like traffic, costs, quality, the introduction of new products and services, and including such reports prepared by equipment vendors.
3. Provide any training materials, scripts, frequently asked questions or other guidance materials provided to Company's sales staff and customer service representatives relating to Wireless Services during the Relevant Period in the Relevant Area.
4. Provide any current training materials provided to Company's sales staff and customer service representatives relating to Wireless Services in the Relevant Area.
5. Provide all Records prepared or received by a Senior Officer during the Relevant Period, with respect to Wireless Services in the Relevant Area relating to:
 - (a) the market share of Company or any of its potential or actual competitors;
 - (b) the strengths, weaknesses, or competitive position of any Person, including but not limited to network capability (e.g. coverage, quality, RAN, spectrum, Backhaul, and 5G deployment), bundling, distribution, pricing, and device offerings;
 - (c) Company's considered or actual competitive response to any Person; and
 - (d) price monitoring, pricing policies, pricing lists, pricing forecasts, pricing zones, pricing strategies, pricing analyses, price competition, price matching, and discounts of any Person, including with respect to devices.
6. Provide all reports, studies, surveys, analyses, strategic, business, and marketing plans prepared or received by a Senior Officer during the Relevant Period with respect to Wireless Services in the Relevant Area relating to:
 - (a) customer segments, customer profiles and brand positioning including but not limited to customer preferences such as technology (3G, 4G, and 5G), network quality, bundling, usage levels, payment type (pre-paid vs. post-paid), and devices; and, customer characteristics such as demographics and geographic location;
 - (b) potential or actual investments in Company's network, including to enter new geographic areas and improve network quality;

- (c) customer retention and customer switching;
 - (d) potential or actual introduction of new products or services by any Person, including costs or impediments to the introduction of new services by any Person;
 - (e) responses or anticipated responses of customers to changes in price, quality (including the introduction of 5G), service and innovations by any Person, including any estimated market or firm elasticities; and
 - (f) Company's considered or actual competitive or market response to outcomes of the CRTC proceeding that resulted in TRP 2021-130.
7. Provide a copy of all agreements in force at any time during the Relevant Period with respect to Wireless Services relating to:
- (a) actual or potential sharing of any component of a Person's Wireless Network;
 - (b) resale of Company's Wireless Network; and/or
 - (c) jointly building or expanding a Wireless Network.
8. Provide all information filed with the Commission for Complaints for telecom-Televisions Services relating to Wireless Services during the Relevant Period.

SCHEDULE II

**WRITTEN RETURNS OF INFORMATION TO BE PRODUCED PURSUANT TO
PARAGRAPH 11(1)(C) OF THE ACT**

9. Provide a current organizational chart and personnel directory and identify the individuals searched for the purpose of responding to this Order, including their name, title, and a description of their roles and responsibilities.
10. Provide any managerial accounting report and financial statement (e.g. profit and loss, income statement) that records financial data on Company revenues, costs, margins, and profits for lines of business that include Wireless Services in British Columbia, Alberta, and Ontario during the Relevant Period at the most disaggregated regional level (e.g. provincial) and national level.
11. Provide the following annual Company data, including all relevant Data Dictionaries, for Wireless Services by brand where available in each of British Columbia, Alberta, and Ontario, or nationally if not available by province, during the Relevant Period:
 - (a) average billing/revenue per user;
 - (b) customer acquisition cost, including a breakdown;
 - (c) customer variable cost, including a breakdown;
 - (d) customer lifetime value, including a breakdown;
 - (e) return on investment, including a breakdown; and
 - (f) number of subscribers, subscriber gross additions, subscriber net additions, and subscriber churn.
12. Provide the following Company data, including all relevant Data Dictionaries, that record sales data related to Wireless Services in British Columbia, Alberta, and Ontario during the Relevant Period in the most disaggregated form available (e.g. transaction level, if available). The response should contain the information found in Appendix A.
13. Provide a list of all cellular sites, spectrum, and retail stores that distributed Wireless Services in British Columbia, Alberta, and Ontario during the Relevant Period. The response should contain the information found in Appendices B-1 to B-2.
14. Provide a list of all promotions for Wireless Services in British Columbia, Alberta, and Ontario during the Relevant Period. The response should contain a description of the promotion, the brand under which the promotion was offered, the time the promotion was available, the area the promotion was available, and the number of customers who subscribed to the promotion.
15. Provide the following Company data, including all relevant Data Dictionaries, regarding customer opportunities won and lost related to Wireless Services in British Columbia, Alberta, and Ontario during the Relevant Period in the most disaggregated form available. The response should contain customer switching to competitors, customer switching to different products

within the Company, surveys of exiting customers, demographics of switching customers, and wireless number porting. The information should contain the information found in Appendix C.

16. Provide any third party dataset available to Company, including all relevant Data Dictionaries, related to the supply of Wireless Services in British Columbia, Alberta, and Ontario during the Relevant Period in the most disaggregated form available. Such data should include pricing, revenues, quantities, margins, market shares, porting, switching, costs, capacities, quality, or location of suppliers.
17. Provide the following data related to Wireless Services in the Relevant Area except Manitoba during the Relevant Period for each Company wireless service plan, customer postal code, and year:
 - (a) average number of subscribers over the year;
 - (b) total gross subscriber additions for the year;
 - (c) total net subscriber additions for the year;
 - (d) total wireless service revenue for the year; and
 - (e) total wireless service data usage in gigabytes for the year.
18. Provide the following data related to Wireless Services in Manitoba during the Relevant Period for each Company wireless service plan, customer postal code, and month:
 - (a) average number of subscribers over the month;
 - (b) total gross subscriber additions for the month;
 - (c) total net subscriber additions for the month;
 - (d) total wireless service revenue for the month; and
 - (e) total wireless service data usage in gigabytes for the month.
19. Provide the following data related to Wireless Services in the Relevant Area during the Relevant Period for each Company wireless service plan:
 - (a) plan ID to link with subscriber data;
 - (b) plan provider brand (e.g. TELUS, Koodo, Public Mobile);
 - (c) plan description;
 - (d) device category (e.g. mobile phone, tablet)
 - (e) pre-paid or post-paid indicator;
 - (f) shared plan indicator;
 - (g) first or additional line indicator;

- (h) whether the plan includes a device or device subsidy;
 - (i) plan limits for each included service (e.g. voice minutes, data);
 - (j) plan speed limits (e.g. “3G” plans);
 - (k) additional plan restrictions (e.g. data throttled when roaming or over plan limit).
20. Provide any third party local number portability data available to Company, including all relevant Data Dictionaries, related to the supply of Wireless Services in the Relevant Area during the Relevant Period in the most disaggregated form available.

**SCHEDULE III
E-PRODUCTION GUIDELINES**



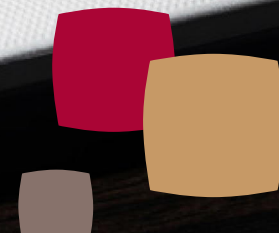
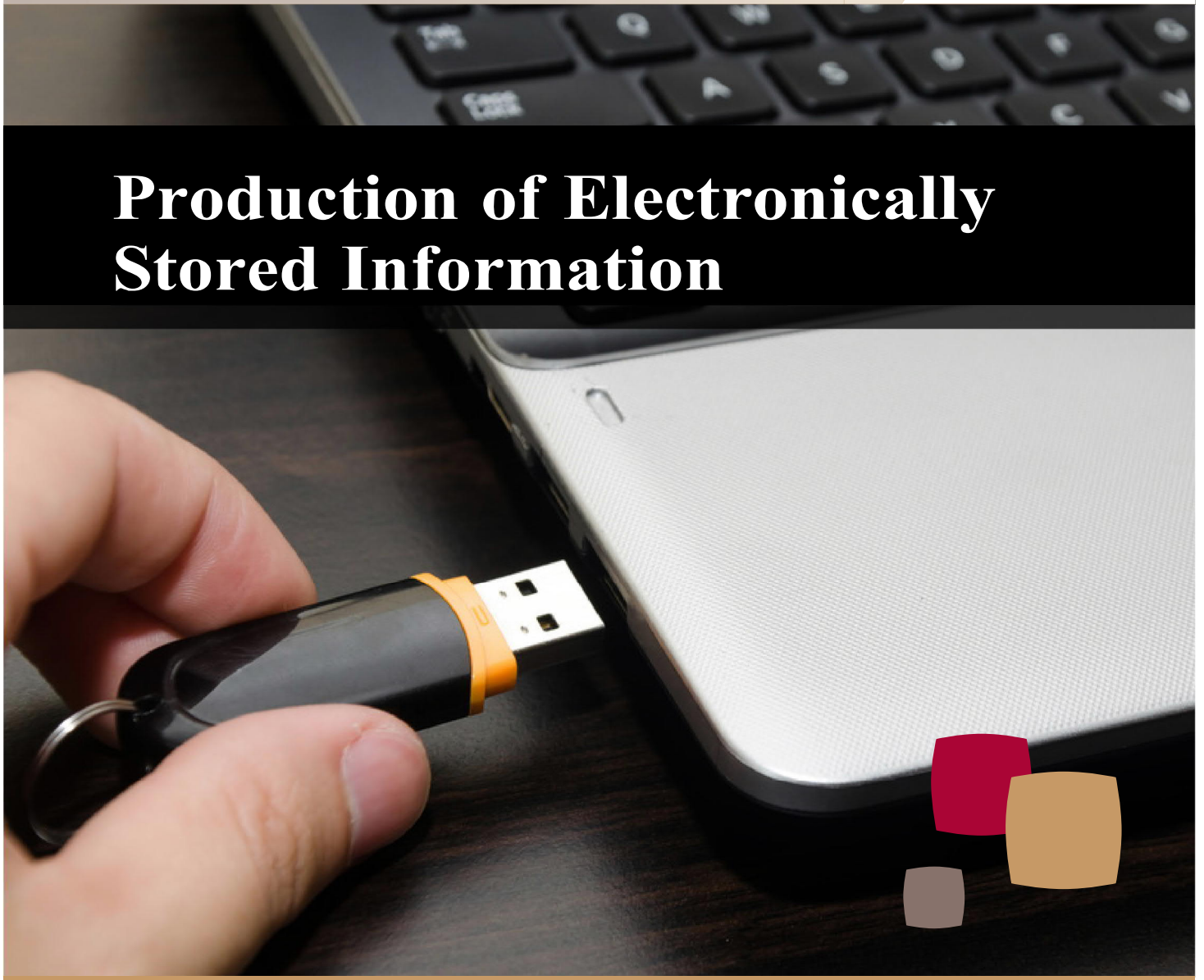
Competition Bureau
Canada

Bureau de la concurrence
Canada



Enforcement Guidelines

**Production of Electronically
Stored Information**



This publication is not a legal document. It contains general information and is provided for convenience and guidance in applying the *Competition Act*.

For information on the Competition Bureau's activities, please contact:

Information Centre
Competition Bureau
50 Victoria Street
Gatineau QC K1A 0C9

Tel.: 819-997-4282
Toll free: 1-800-348-5358
TTY (for hearing impaired): 1-800-642-3844
Fax: 819-997-0324
Website: www.competitionbureau.gc.ca

This publication can be made available in alternative formats upon request. Contact the Competition Bureau's Information Centre at the numbers listed above.

This publication is also available online in HTML at: www.competitionbureau.gc.ca/eic/site/cb-bc.nsf/eng/03907.html

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Industry Canada
C.D. Howe Building
235 Queen Street
Ottawa, ON K1A 0H5
Email: info@ic.gc.ca

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2015-04-28

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PREFACE

The Competition Bureau (the “Bureau”), as an independent law enforcement agency, ensures that Canadian businesses and consumers prosper in a competitive and innovative marketplace. The Bureau investigates anti-competitive practices and promotes compliance with the laws under its jurisdiction, namely the *Competition Act* (the “Act”), the *Consumer Packaging and Labelling Act* (except as it relates to food), the *Textile Labelling Act* and the *Precious Metals Marking Act*.

The Bureau has issued these guidelines for the Production of Electronically Stored Information (“ESI”) to promote the efficient processing and review of any electronic production received by the Bureau and to resolve any details before parties collect and produce responsive records. Transparency regarding the Bureau’s preferences for receiving ESI improves predictability and helps producing parties make informed decisions. These guidelines reflect the Bureau’s current preferences based on existing technologies used by the Bureau to process and review ESI and will be updated, as required, where the Bureau adopts new or different technologies.

John Pecman
Commissioner of Competition

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A.



1. INTRODUCTION

These guidelines for the production of electronically stored information (“ESI”) set out the Competition Bureau’s (the “Bureau”) preferred formats for receiving ESI produced in response to compulsory processes and, in certain instances, produced voluntarily in the course of an inquiry or investigation under the *Competition Act* (the “Act”).

The Bureau continuously strives to carry out its mandate in the most efficient and effective means possible. The receipt of ESI in a format set out below will assist the Bureau in achieving that objective through the reduction of processing and reviewing times and will avoid unnecessary costs and delays associated with unusable productions. Early and regular communication among the Bureau, producing parties and their counsel regarding production methodologies and formats is encouraged. Given the technical nature of the subject matter, it is also beneficial to involve persons with the requisite technical expertise, whether in-house or those of a third-party service provider, when using these guidelines, including participating in discussions with Bureau representatives regarding the production of ESI.

These guidelines reflect the Bureau’s current preferences based on existing technologies used by the Bureau to process and review ESI and will be updated, as required, where the Bureau adopts new or different technologies.

These guidelines do not address the type or scope of information that may be required or requested by the Bureau in the course of an inquiry or an investigation, nor do they address the Bureau’s preferred practices regarding the production of non-electronic records or other things, except where those records are converted to ESI.

B.



2. APPLICABILITY OF THE GUIDELINES

The Bureau generally seeks production in accordance with these guidelines when seeking a court order under section 11 of the Act or under the *Criminal Code*. Further, the Bureau expects that producing parties will adhere to these guidelines in the following instances:

- responding to a supplementary information request issued under subsection 114(2) of the Act;

- submitting a production pursuant to participation in the Bureau's Immunity or Leniency Programs; and
- submitting information voluntarily.

In this regard, a copy of the guidelines will generally be incorporated in or appended to an order or request for information.

C.



(1) *3. ONGOING COMMUNICATION*

Bureau staff will contact producing parties shortly following the issuance of an order or request for information to which these guidelines apply and will be available for ongoing dialogue regarding the production of ESI.

Producing parties, together with their technical staff and/or third-party service provider, are strongly encouraged to speak with Bureau staff (case officers and technical staff) prior to collecting and prior to producing ESI to discuss production details, including the manner in which ESI is stored, the types of information that are available on the electronic source and the format of production.

D.



4. TECHNICAL INSTRUCTIONS

4.1 All ESI (i.e., information readable in a computer system) should be produced free of computer viruses or malware, be accessible, readable and printable, and be devoid of passwords or encryption.

4.2 All ESI should be produced in its original electronic format (i.e., native format), except where near-native format is required by subsections 4.3.2 or 4.6 or where an image production is produced as per subsection 4.8. Detailed instructions are set out in Schedule A for production using computer systems without application export capabilities and in Schedule B for production using litigation application exports. The Bureau's preference is to receive ESI in accordance with Schedule B.

4.3 Where a record being produced is part of a family, all parent and child records should be produced and the parent/child relationship should be preserved. A

family is a collection of pages or files produced manually or by a software application, constituting a logical single communication of information, but consisting of more than one single stand-alone record. Examples include:

4.3.1 a fax cover, the faxed letter, and an attachment to the letter, where the fax cover is the parent and the letter and attachment are each a child.

4.3.2 email repositories (e.g., Outlook .PST, Lotus .NSF) can contain a variety of records, including messages, calendars, contacts, and tasks. For purposes of production, all parent records, both native (e.g., documents, spreadsheets, presentations) and near-native email, calendar, contacts, tasks, notes and child records (e.g., object linking and embedding items and attachments of files to emails or to other parent records) should be produced, with the parent/child relationship preserved. Similar items found and collected outside an email repository (e.g., .MSG, .EML, .HTM, .MHT) should be produced in the same manner; and

4.3.3 archive file types (e.g., .zip, .rar) should be uncompressed for processing. Each file contained within an archive file should be produced as a child to the parent archive file. If the archive file is itself an attachment, that parent/child relationship should also be preserved.

4.4 Hard copy or paper records produced as ESI should be produced as single page TIFF images with a resolution of 300 dpi (dots per inch) and OCR generated text. The records should be produced as they are kept, reflecting attachment relationships between records and information about the file folders within which the record is found. Where colour is required to interpret the record, such as hard copy photos, and certain charts, that image should be produced in colour. These colour images are to be produced as .jpg format. Hard copy photographs should be produced as colour .jpg, if originally in colour, or greyscale .tif files if originally in black and white.

The following bibliographic information, if it is available, should also be provided for each record:

- a. document ID
- b. date
- c. author / author organization
- d. recipient / recipient organization

- 4.5 The records produced should be indexed as being responsive to the applicable paragraphs or subparagraphs in the [Order/Request].
- 4.6 Each database record submitted in response to a paragraph or subparagraph of the [Order/Request]:
 - 4.6.1 should be produced whole, in a flat file, in a non-relational format and exported as a delimited text file where fields are separated by the pipe character (|) and a caret (^) is used as the text qualifier (e.g. ^Field1|^Field2|^Field3^ etc.); and
 - 4.6.2 should include a list of field names; a definition for each field as it is used by the producing party, including the meanings of all codes that can appear as field values; the format, including variable type and length, of each field; and the primary key in a given table that defines a unique observation.
- 4.7 With regard to de-duplication:
 - 4.7.1 for investigations relating to Part VI of the Act, all copies of records should be provided; and
 - 4.7.2 for investigations relating to Parts VII.1 and VIII of the Act, the producing party may use de-duplication or email threading software if the producing party provides the Bureau with a written description of the proposed process to be used, including what is considered a duplicate, and the Bureau confirms that the deployment of such process permits the producing party to comply fully with the [Order/Request].
- 4.8 Documents requiring redaction pursuant to any claim of privilege should be produced as single-page TIFF or multi-page PDF images and designated “Redacted” in the field as described in Schedule B. Appropriately redacted searchable text (OCR of the redacted images is acceptable), metadata, and bibliographic information must also be provided. All documents that are part of a document family that includes a document withheld pursuant to any claim of privilege will be designated “Family Member of Privileged Doc” in the field as described in Schedule B for all other documents in its family. Placeholder images with BEGDOC#, FILENAME, FILEPATH and reason withheld (e.g., “Privileged”) should be provided in place of the document images of the privileged document.

- 4.9 All ESI should be provided on portable storage media appropriate to the volume of data (e.g., USB/flash drive, CD, DVD, hard drive) and should be identified with a label setting out the matter name, the contents and the date of production. Each medium should contain no more than 250,000 files (e.g., native ESI or images or a combination of both).
- 4.10 In the event that ESI is delivered in a format that is not one of the formats set out in Schedule A or Schedule B, the ESI should be provided along with all available instructions and other materials, including software, as necessary for the retrieval and use of the ESI (subject to any software licensing restrictions, which the producing party and the Bureau should discuss in advance of production).

E.



HOW TO CONTACT THE COMPETITION BUREAU

Anyone wishing to obtain additional information about the *Competition Act*, the *Consumer Packaging and Labelling Act* (except as it relates to food), the *Textile Labelling Act*, the *Precious Metals Marking Act* or the program of written opinions, or to file a complaint under any of these acts should contact the Competition Bureau's Information Centre:

Website [

www.competitionbureau.gc.ca

Address

[Information Centre
Competition Bureau
50 Victoria Street
Gatineau, Quebec K1A 0C9

Telephone

[Toll-free: 1-800-348-5358
National Capital Region: 819-997-4282
TTY (for hearing impaired) 1-800-642-3844

Facsimile

[819-997-0324

F.



SCHEDULE A

Computer Systems with No Application Export Capabilities

1. ESI generated by office productivity suite software should be produced in its native format.
2. Emails should be produced in their near-native format. Where an email has attachments, the attachments should be left embedded in the native file and not extracted separately.

G.



SCHEDULE B

Litigation Application Exports

1. A load file (e.g., Opticon (OPT), IPRO (LFP), Summation (DII) or Ringtail (MDB)) and all related ESI should be produced in native format except where near-native format is required by subsections 4.3.2 and 4.6.
2. Within the delimited metadata file where fields are separated by the pipe character (|) and a caret (^) is used as the text qualifier (e.g. ^Field1|^Field2|^Field3^ etc.), and depending on the nature of the ESI, the following fields should be provided:

DOCID
BEGDOC
ENDDOC
BEGATTACH
ENDATTACH
FILEPATH
PARENTBATES (bates number of parent record)
CHILDBATES (bates number(s) of any child records)
MD5HASH (MD5HASH of the native format ESI)
TEXTPATH (link to extracted text on the production media for tiffs only)
NATIVEPATH (link to any files produced in native or near-native format on the production media)
CUSTODIAN
ALLCUSTODIAN
TO

FROM
AUTHOR
CC
BCC
SUBJECT/TITLE
FILENAME
DOCDATE
DATESENT
TIMESENT
DATECREATED
TIMECREATED
DATELASTMOD
TIMELASTMOD
DATEACCESSED
TIMEACCESSED
SPECIFICATION
FILEEXTENSION
REDACTED
FAMILYMEMBERPRIVILEGEDDOC

3. The ESI produced should be indexed by using the 'SPECIFICATION' field as being responsive to the paragraphs or subparagraphs in the [Order/Request]. If multiple values exist for the specification, they should be separated by a semi-colon (e.g. 1a;1b;2a, etc.).

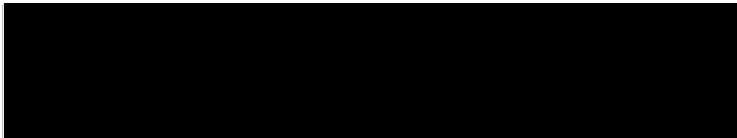
TAB D

THIS IS **EXHIBIT "D"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

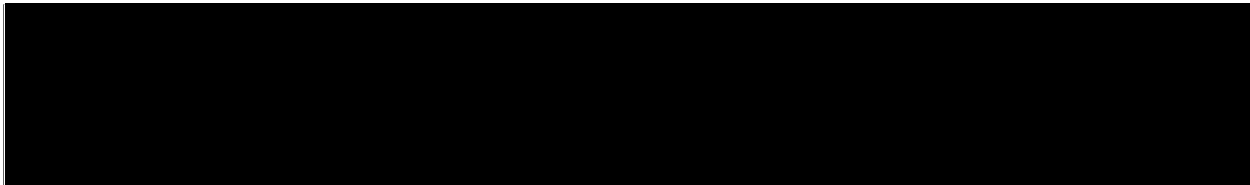
A Commissioner for taking Affidavits, etc.

From: Jim Senko
Sent: Wednesday, November 22, 2017 8:29 AM
To: Kevin Banderk; Mehrzad Ghassemi; Dan Quick
Subject: Fwd: I'm sure you've seen this by now but just in case...



----- Forwarded message -----

From: Roi Ross <Roi.Ross@telus.com>
Date: Nov 22, 2017 8:18 AM
Subject: I'm sure you've seen this by now but just in case...
To: Jim Senko <Jim.Senko@telus.com>, Suzanne Trusdale <Suzanne.Trusdale@TELUS.COM>, Craig Thornton <Craig.Thornton@telus.com>, Dan Quick <Dan.Quick@koodomobile.com>, Kevin Banderk <Kevin.Banderk@telus.com>, Robert Currie <Robert.Currie@TELUS.com>
Cc:



TAB E

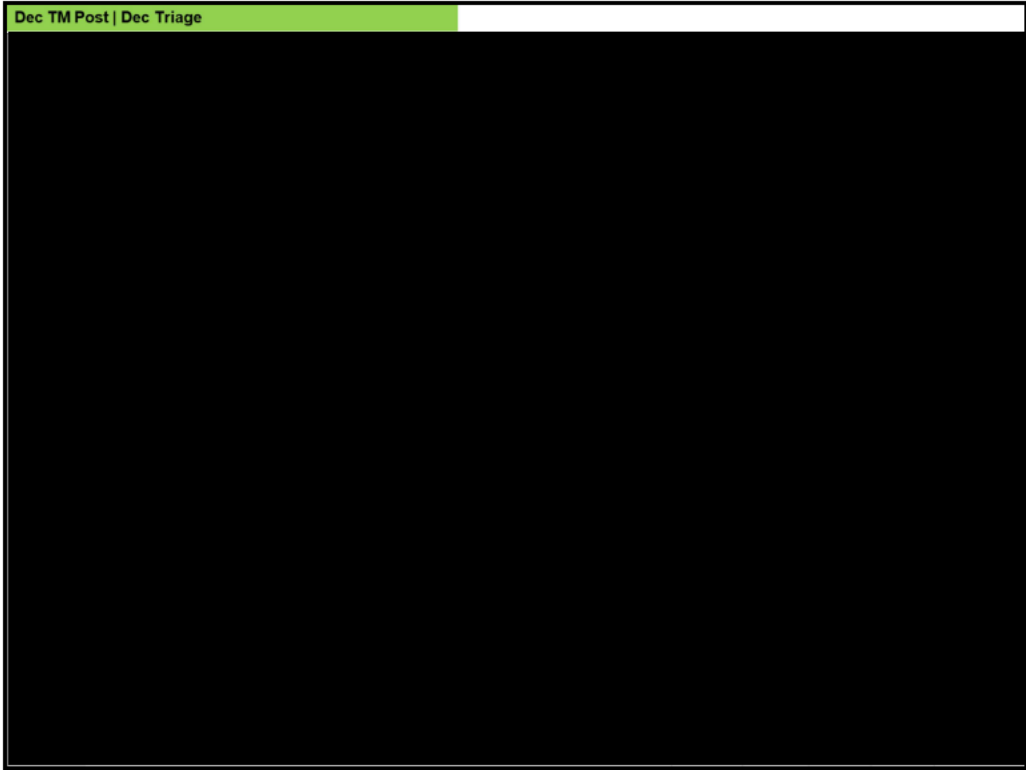
THIS IS **EXHIBIT "E"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooks

A Commissioner for taking Affidavits, etc.

Rogers launched three 10GB non-share plans, available from Dec 14-18; all carriers matched by Sat in BC/AB/ON (Bell, TELUS & flankers)

Date	Region	Competitive Activity
Thurs, Dec 14	BC/AB	<p>Rogers launched three 10GB non-share promo plans, in response to Freedom:</p> <ul style="list-style-type: none"> • BYOD: \$60 ULNW & 10GB • Premium: \$85 ULNW & 10GB • Premium Plus: \$110 ULNW & 10GB <p>Fido also offering \$60 BYOD plan</p>
Friday, Dec 15	BC/AB	Bell matched BYOD & Premium plans below-the-line (no end date)
	BC/AB/ON	Koodo matched Fido's \$60 BYOD plan
Saturday, Dec 16	BC/AB/ON	<p>TELUS matched three promo plans above-the-line (Dec 16-19)</p> <p>Rogers (ATL) & Bell (BTL) extend to ON</p>
	All	<p>Freedom launches "Promo Everywhere Canada 50" plan (Dec 16-19)</p> <ul style="list-style-type: none"> • \$50 for UL Can-US talk & 10GB





TAB F

THIS IS **EXHIBIT "F"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

A Commissioner for taking Affidavits, etc.

PUBLIC

From: Jim Senko
Sent: Thursday, December 14, 2017 2:20 PM
To: David Fuller
Subject: RE: Rogers BC/AB aggression

Yes call me...

From: David Fuller
Sent: December 14, 2017 02:16 PM
To: Jim Senko <Jim.Senko@telus.com>
Subject: Re: Rogers BC/AB aggression

From: Jim Senko <Jim.Senko@telus.com>
Date: Thursday, December 14, 2017 at 2:10 PM
To: Dave Fuller <David.Fuller@telus.com>
Subject: RE: Rogers BC/AB aggression

From: David Fuller
Sent: December 14, 2017 02:01 PM
To: Jim Senko <Jim.Senko@telus.com>
Subject: Re: Rogers BC/AB aggression

From: Jim Senko <Jim.Senko@telus.com>
Date: Thursday, December 14, 2017 at 1:50 PM
To: Dave Fuller <David.Fuller@telus.com>
Cc: Ankush Shakyaver <Ankush.Shakyaver@telus.com>, Mehrzad Ghassemi <Mehrzad.Ghassemi@telus.com>, Gord Bennett <Gord.Bennett@telus.com>, Dan Quick <Dan.Quick@koodomobile.com>, Ronald Eng <Ronald.Eng@koodomobile.com>, Patrick Chappell <Patrick.Chappell@telus.com>
Subject: RE: Rogers BC/AB aggression

PUBLIC

[REDACTED]

From: David Fuller
Sent: December 14, 2017 01:36 PM
To: Jim Senko <Jim.Senko@telus.com>
Cc: Ankush Shakyaver <Ankush.Shakyaver@telus.com>; Mehrzad Ghassemi <Mehrzad.Ghassemi@telus.com>; Gord Bennett <Gord.Bennett@telus.com>; Dan Quick <Dan.Quick@koodomobile.com>; Ronald Eng <Ronald.Eng@koodomobile.com>; Patrick Chappell <Patrick.Chappell@telus.com>
Subject: Re: Rogers BC/AB aggression

[REDACTED]

- [REDACTED]
- [REDACTED]

[REDACTED]

- [REDACTED]

[REDACTED]

[REDACTED]

From: Jim Senko <Jim.Senko@telus.com>
Date: Thursday, December 14, 2017 at 1:20 PM
To: Dave Fuller <David.Fuller@telus.com>
Cc: Ankush Shakyaver <Ankush.Shakyaver@telus.com>, Mehrzad Ghassemi <Mehrzad.Ghassemi@telus.com>, Gord Bennett <Gord.Bennett@telus.com>, Dan Quick <Dan.Quick@koodomobile.com>, Ronald Eng <Ronald.Eng@koodomobile.com>, Patrick Chappell <Patrick.Chappell@telus.com>
Subject: RE: Rogers BC/AB aggression

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

PUBLIC

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

From: David Fuller
Sent: December 14, 2017 01:14 PM
To: Jim Senko <Jim.Senko@telus.com>
Cc: Ankush Shakyaver <Ankush.Shakyaver@telus.com>; Mehrzad Ghassemi <Mehrzad.Ghassemi@telus.com>; Gord Bennett <Gord.Bennett@telus.com>; Dan Quick <Dan.Quick@koodomobile.com>; Ronald Eng <Ronald.Eng@koodomobile.com>; Patrick Chappell <Patrick.Chappell@telus.com>
Subject: Re: Rogers BC/AB aggression

[REDACTED]

From: Jim Senko <Jim.Senko@telus.com>
Date: Thursday, December 14, 2017 at 1:10 PM
To: Dave Fuller <David.Fuller@telus.com>
Cc: Ankush Shakyaver <Ankush.Shakyaver@telus.com>, Mehrzad Ghassemi <Mehrzad.Ghassemi@telus.com>, Gord Bennett <Gord.Bennett@telus.com>, Dan Quick <Dan.Quick@koodomobile.com>, Ronald Eng <Ronald.Eng@koodomobile.com>, Patrick Chappell <Patrick.Chappell@telus.com>
Subject: Re: Rogers BC/AB aggression

[REDACTED]

[REDACTED]

[REDACTED]

On Dec 14, 2017 1:08 PM, David Fuller <David.Fuller@telus.com> wrote:

[REDACTED]

[Redacted]

From: Jim Senko <Jim.Senko@telus.com>

Date: Thursday, December 14, 2017 at 1:00 PM

To: Dave Fuller <David.Fuller@telus.com>, Ankush Shakyaver <Ankush.Shakyaver@telus.com>, Mehrzad Ghassemi <Mehrzad.Ghassemi@telus.com>, Gord Bennett <Gord.Bennett@telus.com>, Dan Quick <Dan.Quick@koodomobile.com>, Ronald Eng <Ronald.Eng@koodomobile.com>, Patrick Chappell <Patrick.Chappell@telus.com>

Subject: RE: Rogers BC/AB aggression

Thanks Dave – we had the same conclusion with complications on TBrand. [Redacted]

[Redacted] so 2 options

Option 1:

- [Redacted]
- [Redacted]
- [Redacted]

Option 2:

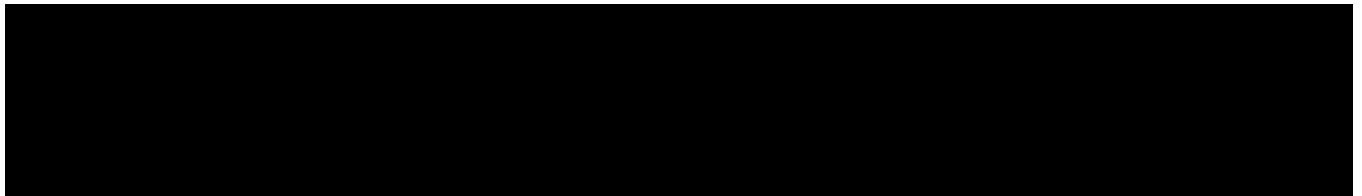
- [Redacted]
- [Redacted]

My preference is option 2 for the clarity of message.

Thoughts?

PUBLIC

From: David Fuller
Sent: December 14, 2017 12:43 PM
To: Jim Senko <Jim.Senko@telus.com>; Ankush Shakyaver <Ankush.Shakyaver@telus.com>; Mehrzad Ghassemi <Mehrzad.Ghassemi@telus.com>; Gord Bennett <Gord.Bennett@telus.com>; Dan Quick <Dan.Quick@koodomobile.com>; Ronald Eng <Ronald.Eng@koodomobile.com>; Patrick Chappell <Patrick.Chappell@telus.com>
Subject: Re: Rogers BC/AB aggression



From: Jim Senko <Jim.Senko@telus.com>
Date: Thursday, December 14, 2017 at 12:15 PM
To: Ankush Shakyaver <Ankush.Shakyaver@telus.com>, Dave Fuller <David.Fuller@telus.com>, Mehrzad Ghassemi <Mehrzad.Ghassemi@telus.com>, Gord Bennett <Gord.Bennett@telus.com>, Dan Quick <Dan.Quick@koodomobile.com>, Ronald Eng <Ronald.Eng@koodomobile.com>, Patrick Chappell <Patrick.Chappell@telus.com>
Subject: RE: Rogers BC/AB aggression

Gord, Mehrzad can we connect now to discuss and make a recco to Dave

From: Ankush Shakyaver
Sent: December 14, 2017 12:02 PM
To: David Fuller <David.Fuller@telus.com>; Jim Senko <Jim.Senko@telus.com>; Mehrzad Ghassemi <Mehrzad.Ghassemi@telus.com>; Gord Bennett <Gord.Bennett@telus.com>; Dan Quick <Dan.Quick@koodomobile.com>; Ronald Eng <Ronald.Eng@koodomobile.com>; Patrick Chappell <Patrick.Chappell@telus.com>
Subject: Rogers BC/AB aggression
Importance: High

Hi all,

Rogers/Fido just jumped into BC/AB with a massively aggressive weekend rate play. This is available on web which shows that this was planned and is available on *non-share plans only*. Advertised to December 18 via in store/call centre (not web). This was also confirmed in Best Buy.

- \$60/10GB BYOD (new activations only)
- \$85/10GB Premium (new/renewal eligible)
- \$110/10GB Premium+ (new/renewal eligible)

Overall, lots of rate changes today on both Premium/Flanker space including:

- Bell national 1GB bonus data
- Fido national 2GB bonus data + \$10 off/12 months
- Koodo port in credit vs. Bell/Virgin in BC/AB/ATL

We have officially entered the fog of war as recent rate activity has been more aggressive vs. BF. If device STIM launches tomorrow as expected, BC/AB clients could end up with \$0 i7/S8 on P for \$85/10GB or \$0 i8 on P+ for \$110/10GB.

Will follow up if more details become available.





Ankush Shakyaver

Market Intelligence Manager

CSB Marketing Insights & Strategy

Telus Mobility

(m) 416.316.8178

Ankush.Shakyaver@telus.com

TAB G

THIS IS **EXHIBIT "G"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooks

A Commissioner for taking Affidavits, etc.

From: Dan Quick

Sent: Monday, December 11, 2017 2:47 PM

To: Jim Senko; David Fuller

Subject: No time to discuss on CSLT but here is a summary of Koodo and our plans

Quick summary of current week

Koodo performance story for current week

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

Here are the no brainer activities

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

TAB H

THIS IS **EXHIBIT "H"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

A Commissioner for taking Affidavits, etc.

From: Christopher McKenzie
Sent: Wednesday, December 20, 2017 6:12 PM
To: Jim Senko
Subject: Re: Battlefield & 10GB Promo Update

No problem. I've sent the print job.

Let me know if you need anything else.

Christopher

On Dec 20, 2017, at 6:10 PM, Jim Senko <Jim.Senko@telus.com> wrote:

Thx

On Dec 20, 2017 6:06 PM, Christopher McKenzie <Christopher.McKenzie@telus.com> wrote:

I don't have access to that one (yet). It'll be on the main one behind our offices.

Christopher

On Dec 20, 2017, at 6:04 PM, Jim Senko <Jim.Senko@telus.com> wrote:

That would be great the printer by Danielle?

On Dec 20, 2017 6:04 PM, Christopher McKenzie <Christopher.McKenzie@telus.com> wrote:

Hi Jim,

Sorry. I've already left the office. I can hit print remotely and you can pick it up off the printer (in the main printer area) if that helps.

Christopher

On Dec 20, 2017, at 6:01 PM, Jim Senko <Jim.Senko@telus.com> wrote:

Christopher can you print the email and leave a copy in my office?

From: Christopher McKenzie
Sent: December 20, 2017 05:44 PM
To: Jim Senko <Jim.Senko@telus.com>
Subject: RE: Battlefield & 10GB Promo Update

Hi Jim,

Here is the revised note. I have incorporated all of Dave's suggestions.

Christopher

\$60/10GB BYOD promo update (Dec 15-19)

CI Activity (Dec 14-19)

- **Rogers/Fido launched an aggressive \$60/10GB BYOD promo in BC/AB** likely in response to Freedom. Launched Dec 14 (with expiry of the 18th) & advertised above the line with digital/in-store marketing support. [REDACTED]
[REDACTED]
[REDACTED] This promo was available in all channels & included \$85/Premium and \$110/P+ option. All plans are non-share.

- **TELUS/Koodo matches, extends promo into ON** with an above the line \$60/10GB offer and an expiry of December 19. TELUS, Koodo, Bell & Virgin performed a next day match (flankers did not match \$110/P+). One day later, competitors matched TELUS/Koodo by including and extending the promo to the 19th. Bell/Virgin kept the promo below the line the entire weekend.
- **Freedom responds with \$10 off \$60/10GB plan** advertised above the line from the 16th-19th offering. [REDACTED]

- [REDACTED]

Results:

Gross/Nets vs. triage (Dec 15-19):

T-Brand:

<image001.png>

Koodo:

<image002.png>

- [REDACTED]
- [REDACTED]
- [REDACTED]

- [REDACTED]
- [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

[REDACTED]

- [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Simple Nets(Dec 15-19):

(Note: Simple Nets = Gross Adds less FCANs, providing a more immediate measure of results in high activity periods. This differs from regular Net Adds, which is based on Gross Adds less completed Deacts)

<image003.png>

■ [REDACTED]

[REDACTED]

[REDACTED]

- [REDACTED]
[REDACTED]

[REDACTED]

[REDACTED]

- [REDACTED]
[REDACTED]
[REDACTED]
- [REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]

- [REDACTED]
[REDACTED]

[REDACTED]

[REDACTED]

■ [REDACTED]
[REDACTED]

■ [REDACTED]
[REDACTED]

[REDACTED]

[REDACTED]
[REDACTED]

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

Expiry Plan:

Koodo:

- **Dec 20:** \$60 BYOD 10GB plan expired and no longer available for new activations. [REDACTED]

- **Dec 21:** 10GB plan expired, no exceptions for new or existing customers.
[REDACTED]

TELUS:

- **Dec 20:** 10GB plans no longer available for new activations. Existing customers offered [REDACTED].
- **Dec 21-22:** 10GB plans no longer available for new or existing customers but offered [REDACTED]
- - **Dec 23:** 10GB plans no longer available. Bonus data removed.

Home Solutions Tactical Plans (Dec 1-16)

[REDACTED]

[REDACTED]

[REDACTED]

- [REDACTED]
 - [REDACTED]
 - [REDACTED]

[REDACTED]

■

■ [REDACTED]

[REDACTED]

■

[REDACTED]

■ [REDACTED]

■ [REDACTED]

■ [REDACTED]

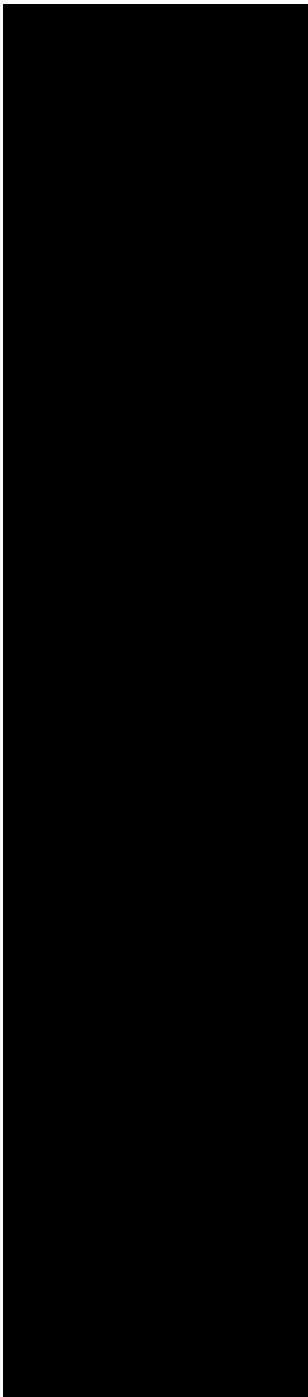
- Multicultural heavy-up during Boxing week activities include:
 - Media heavy-up for both Chinese and South Asian across print, digital, social, OOH and advertorial for our 3 in-language campaigns featuring Pik, Optik TV & PureFibre
 - Activation extensions in place for Metrotown Mall until Dec 31st and Chinese Lantern Festival (Vancouver) until Jan 5th
 - Six partnership sales events underway between Dec 17-31 with [REDACTED]
[REDACTED]
 - D2C start right refresher training on all multicultural offers & value props

- Pricing
 - 6 mo promos replaced 12 mo promos on Dec 20; lead messaging shifts to Free 49" TV
 - \$3 bundle discount stopped for new customers on Dec 20

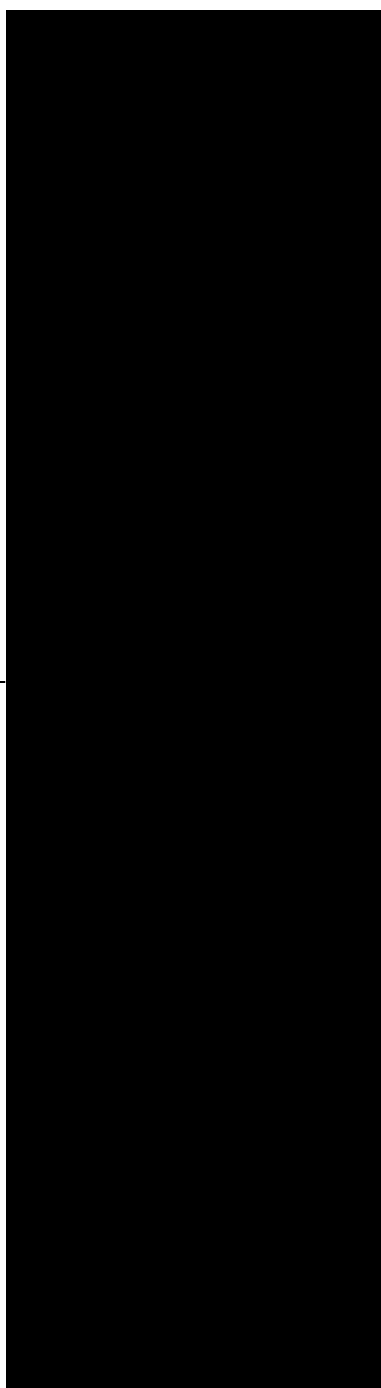
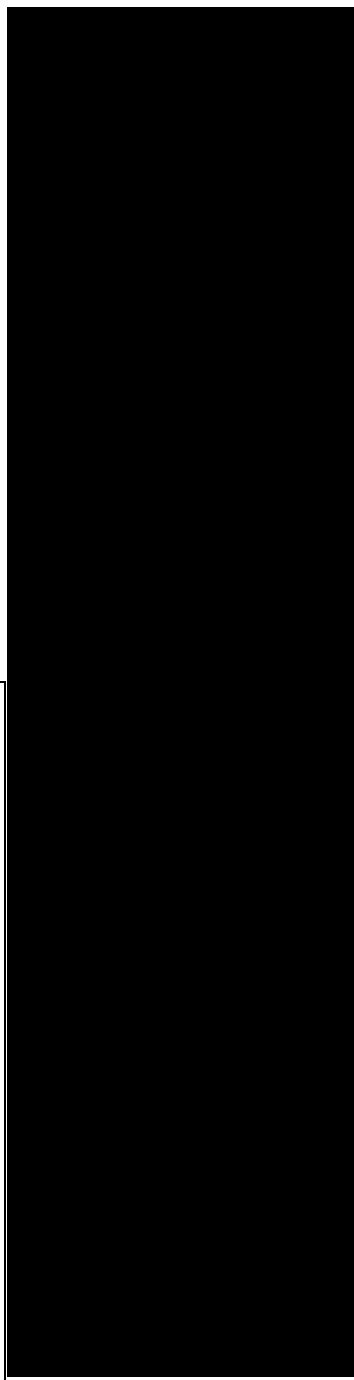
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[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]

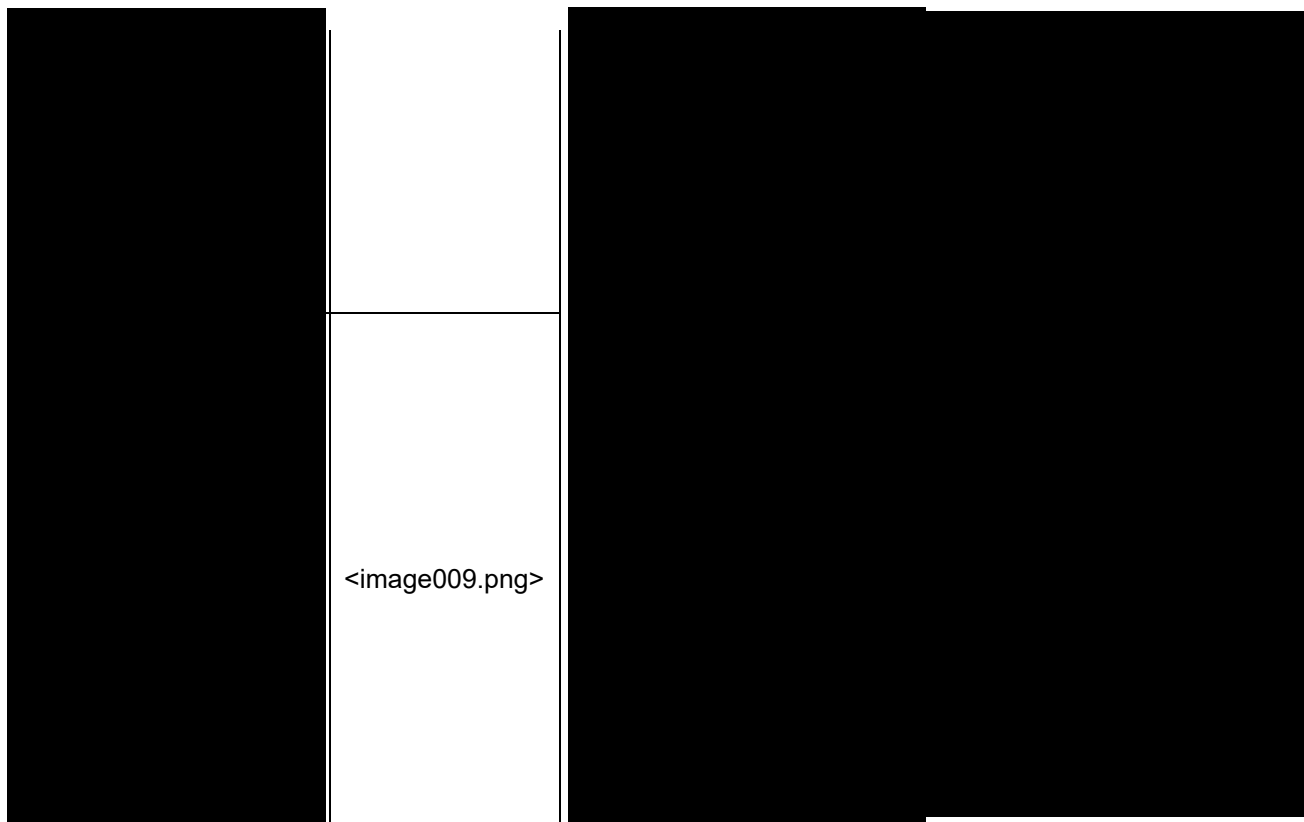




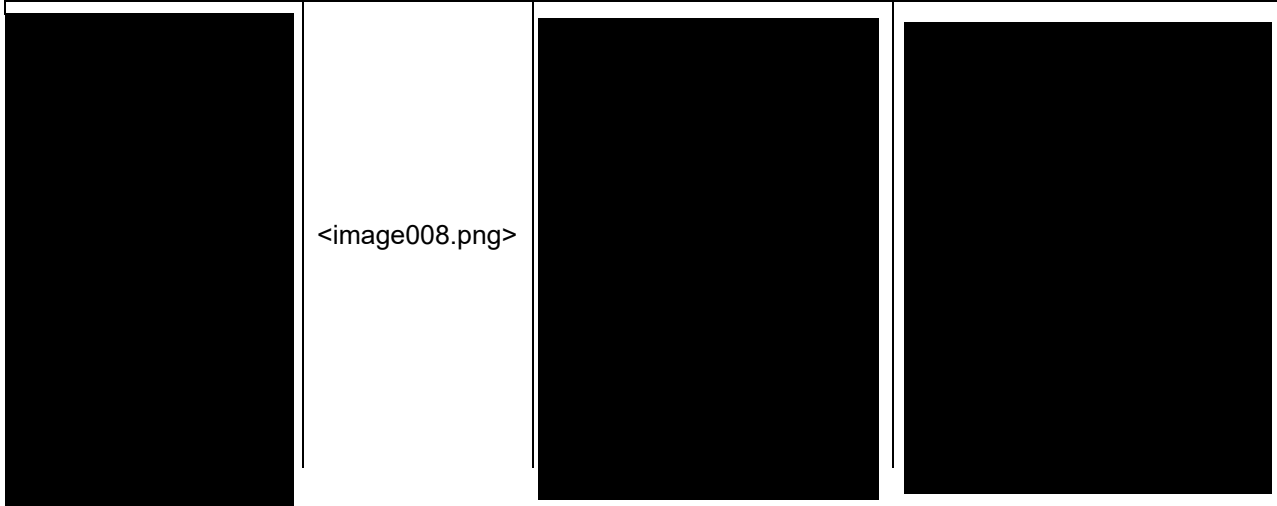
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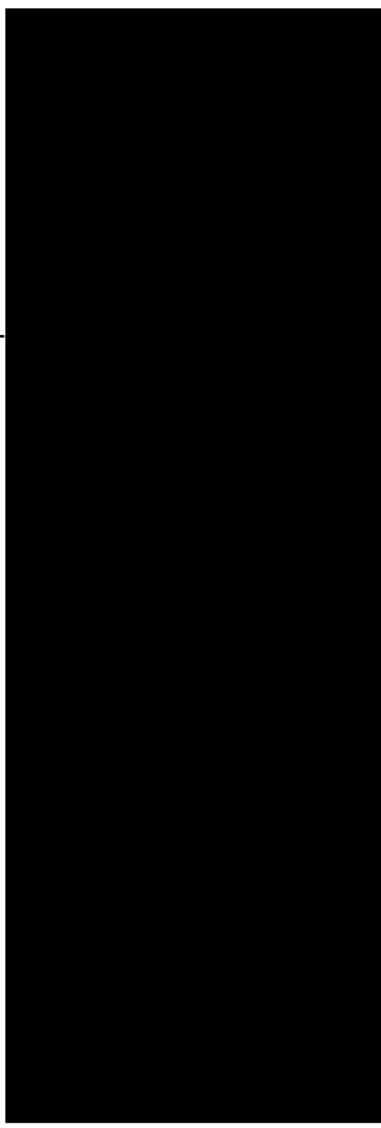
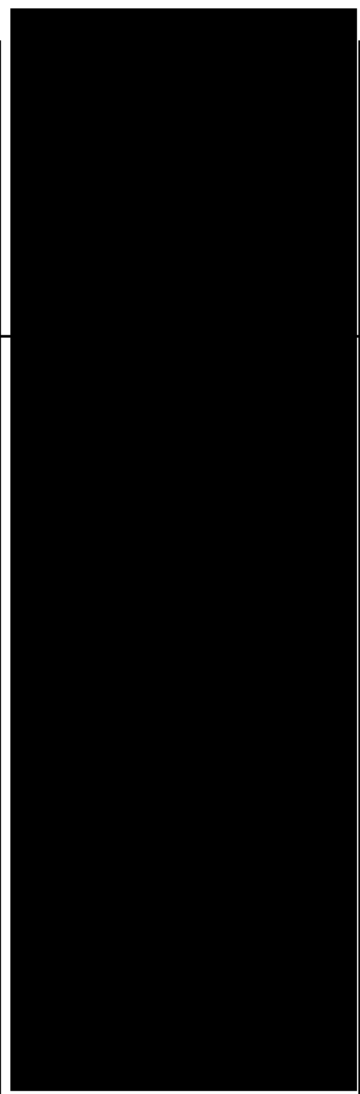


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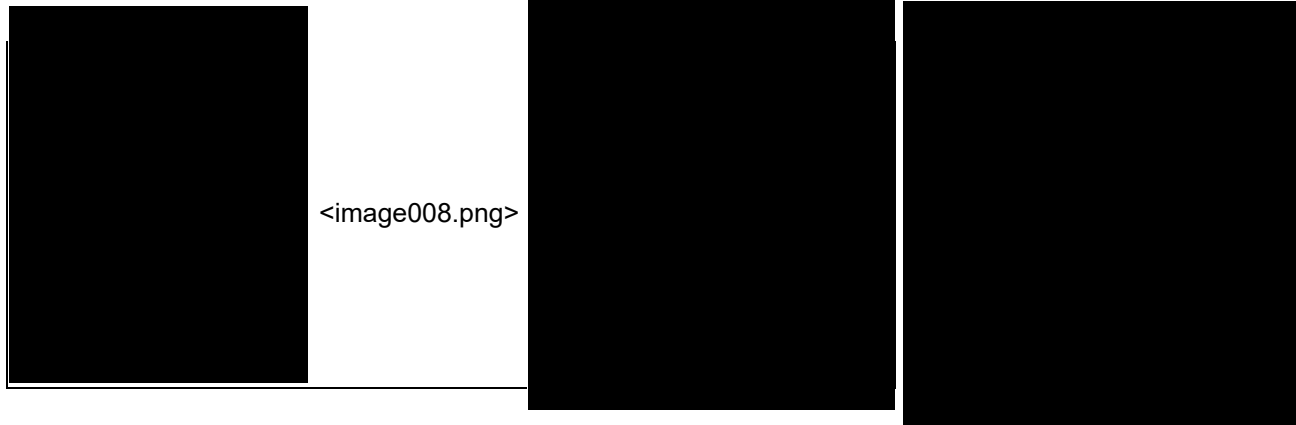


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PUBLIC



<image010.png>

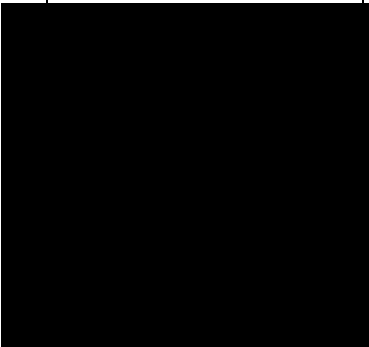

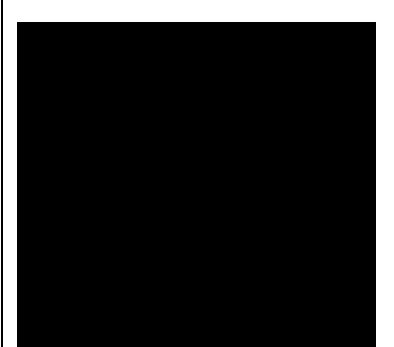
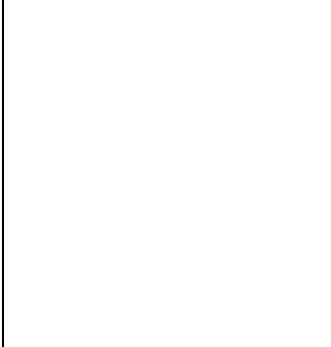


Acquisition

Current Acquisition Offers

Optik	Dec ATL: Free 49" LG 4K TV or \$100 upgrade to 55" on a 2 yr term	Dec 1 - ongoing
	Dec BTL: Free \$500 Visa GC on a 2yr term	Dec 1 - 31
HSIA	Lead Promo: Internet 50 + You Pick 6 for \$75/mo x 6 mo on a 2 yr term	Dec 20 - ongoing
	Response to Shaw Optik TV Essentials + Int 50/75 for \$70/mo x 6 mo on a 2yr term	
	Unlimited Data Offer: Unlimited data on Internet 150 for 24mo for new customers on a 2yr term, and existing customers who re-contract	Dec 20 - ongoing
	Standalone Offer: Internet 15-50 for \$45/mo for 6 mo, or Internet 150 for \$49/mo for 6mo on a 2yr term	Sept 6 - ongoing

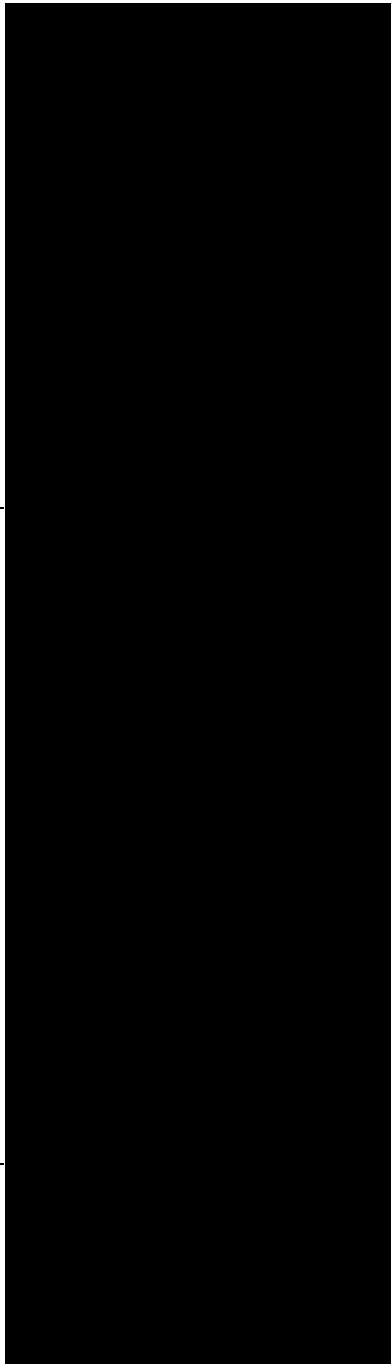
		Dec 20 - ongoing
	All new acquisitions: 1st month free + \$75 credit	Sept 11 - ongoing
Pik	Pik add-on (existing Internet customers): \$10/mo	Sept 19 - ongoing
	Pik + Internet: from \$65/mo (Pik hard bundle with Internet 25)	Oct 16 - ongoing
HSIAoLTE	Easy Payment: \$10/mo for 24mo on a 2yr term with any rate plan starting at \$60/mo	Sept 8 - ongoing
FFH EPP	Incremental \$10/mo off Internet 50 + YP6 for 2 years	Aug 17 - ongoing
Digital (online only credit)	\$50 single-product or \$100 for 2 or more products - order credit	Sep 29 - ongoing

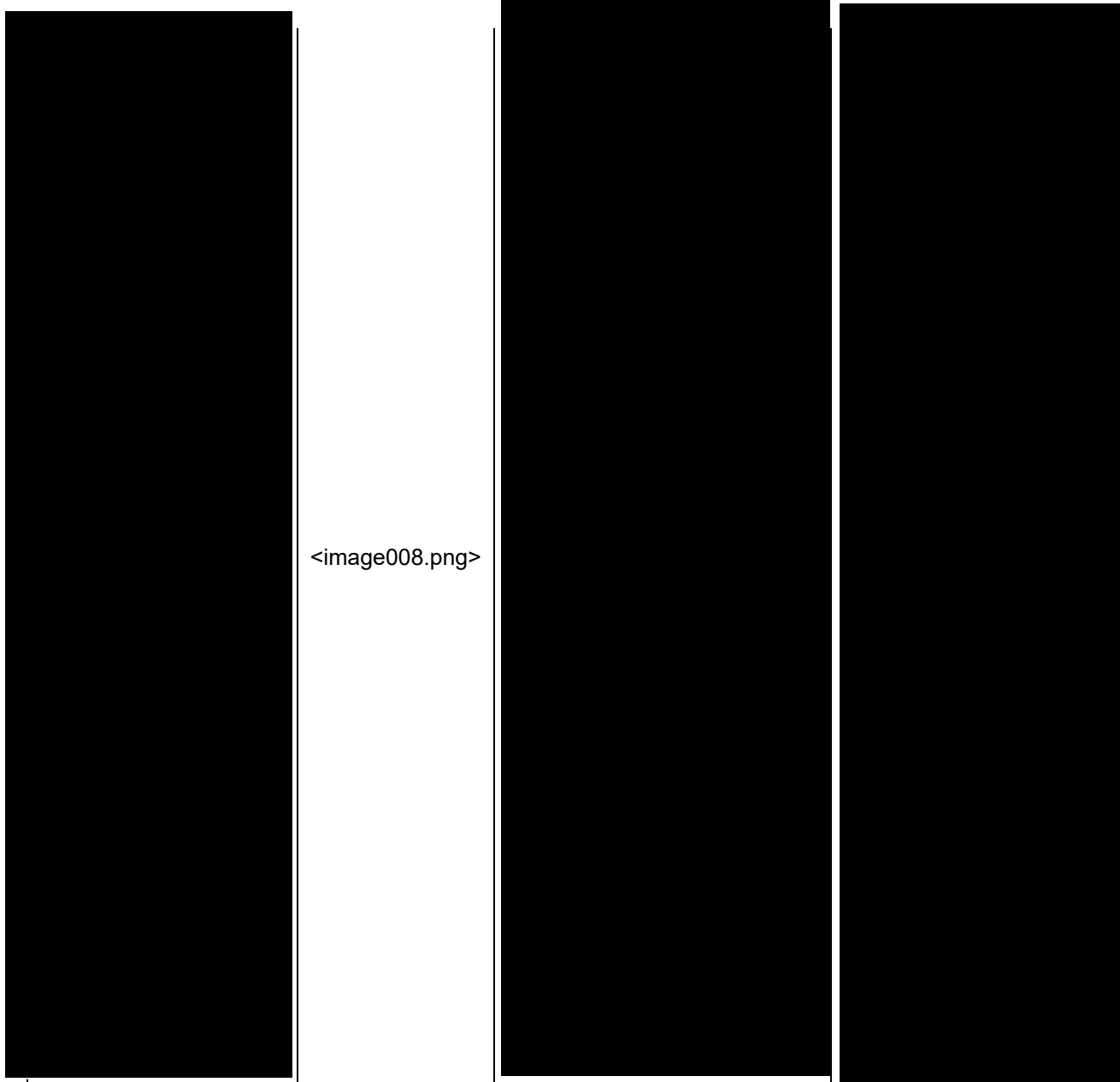
Activities and Campaigns	Status	Results	Actions / Next Steps
			



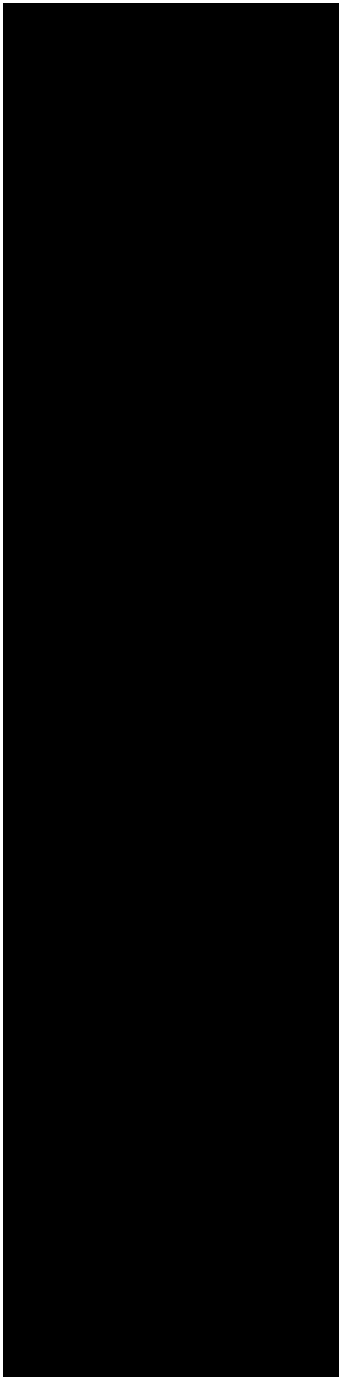
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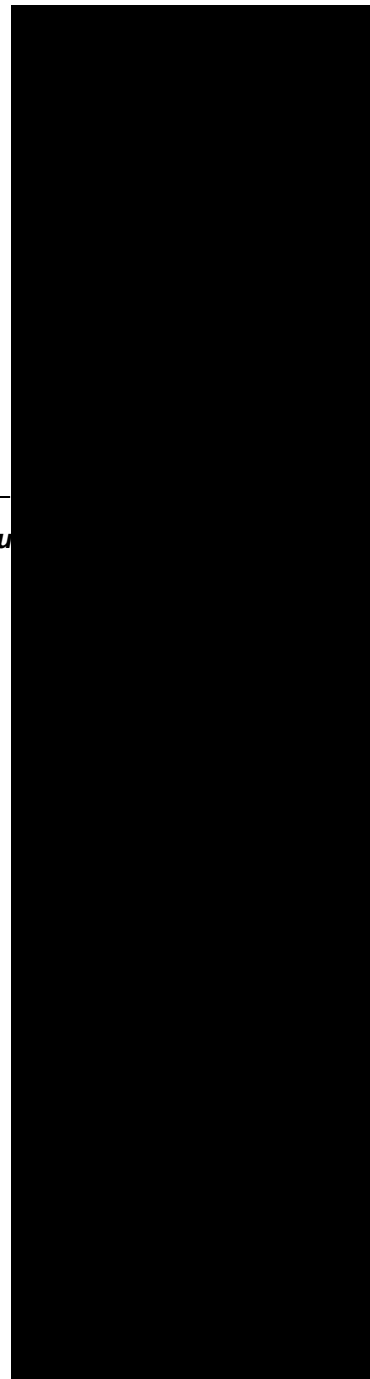
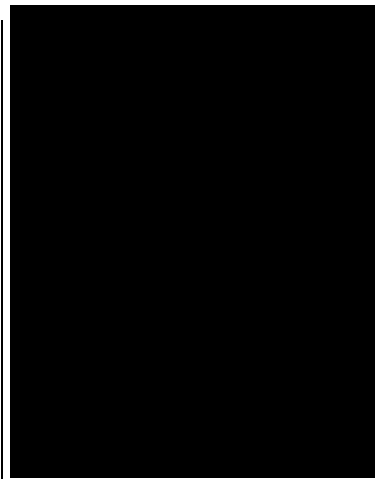




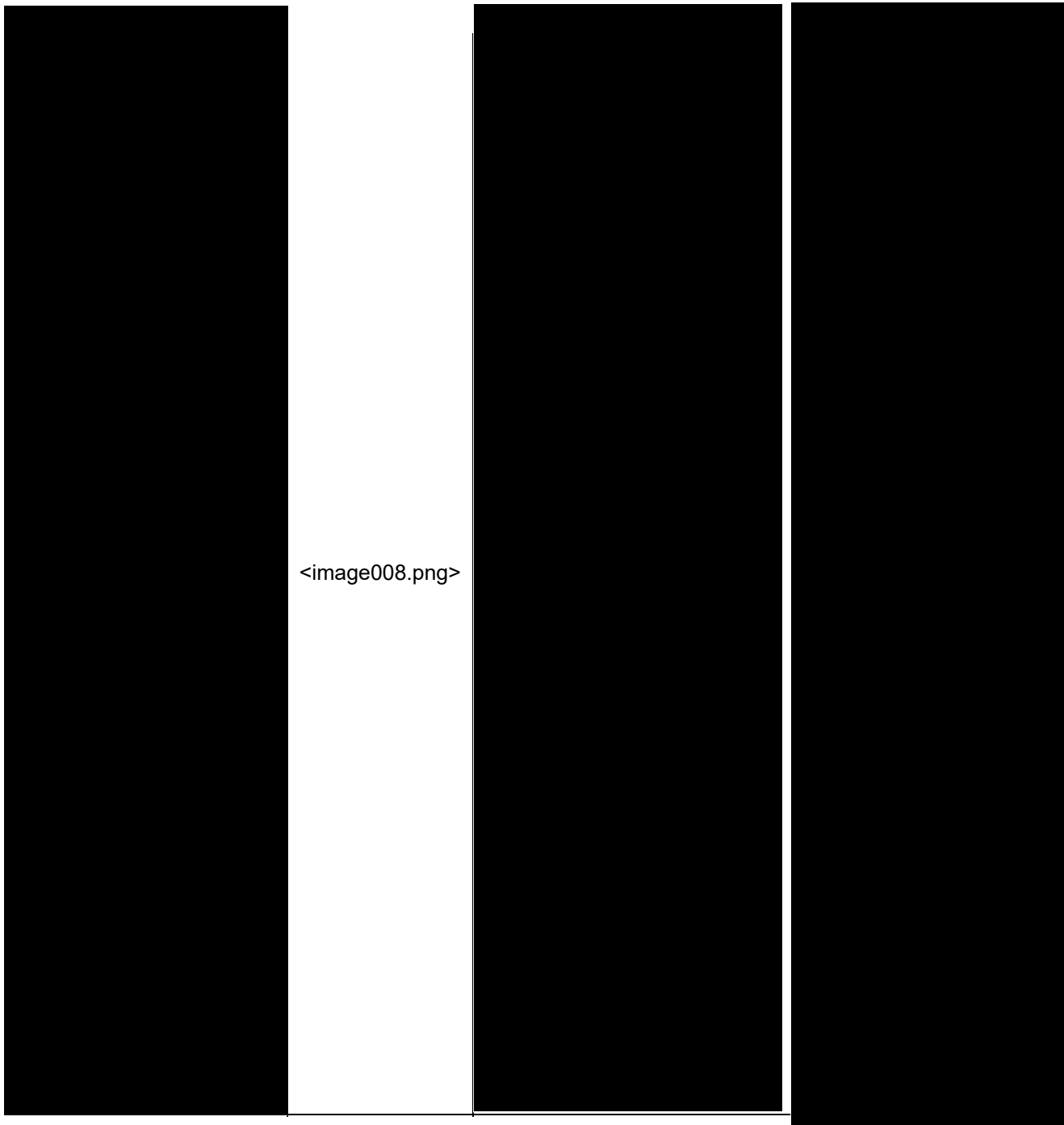
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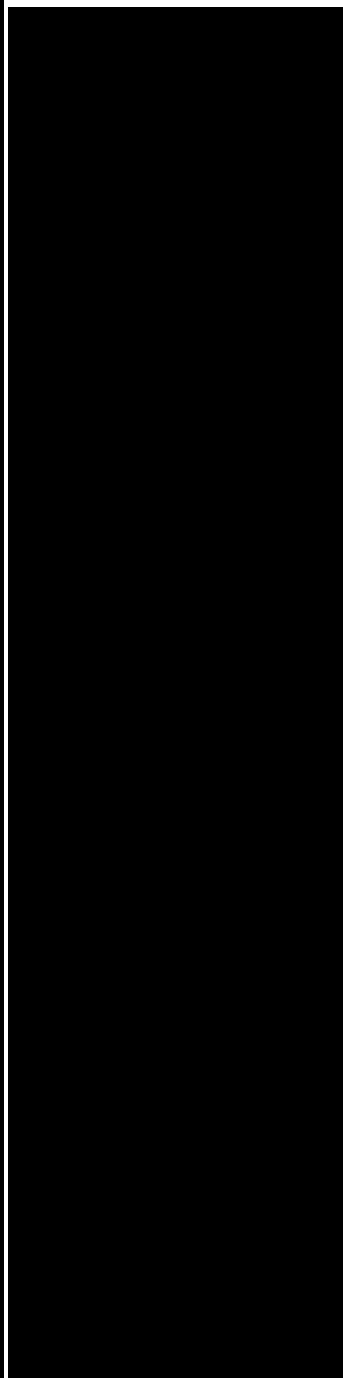
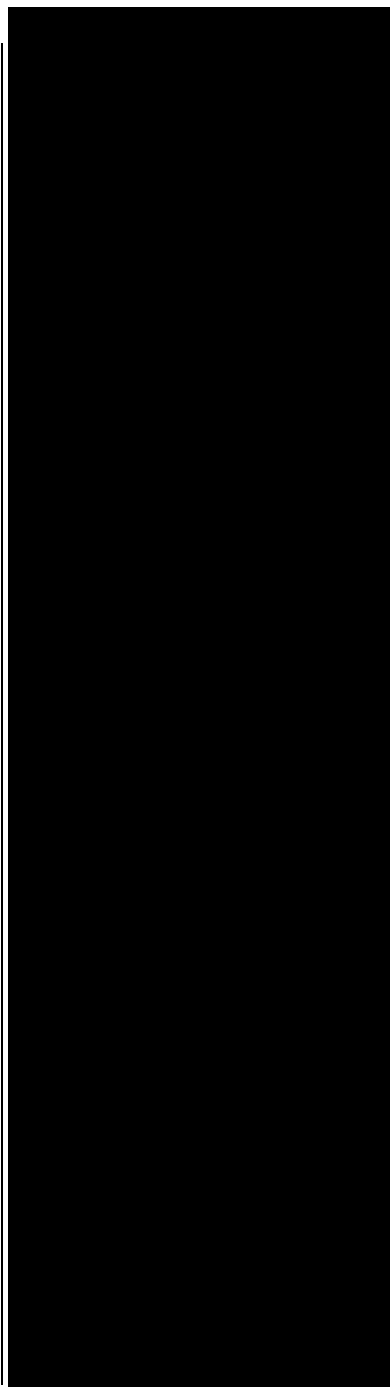
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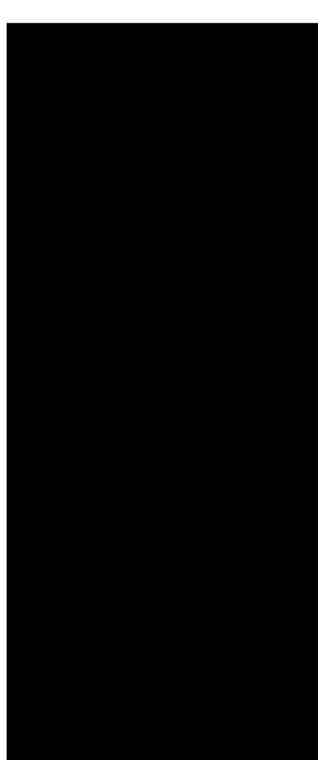



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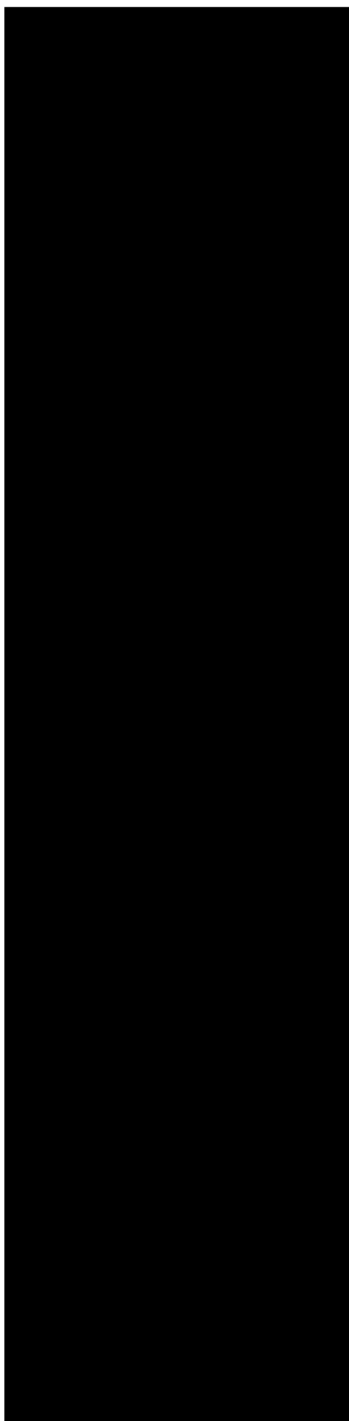


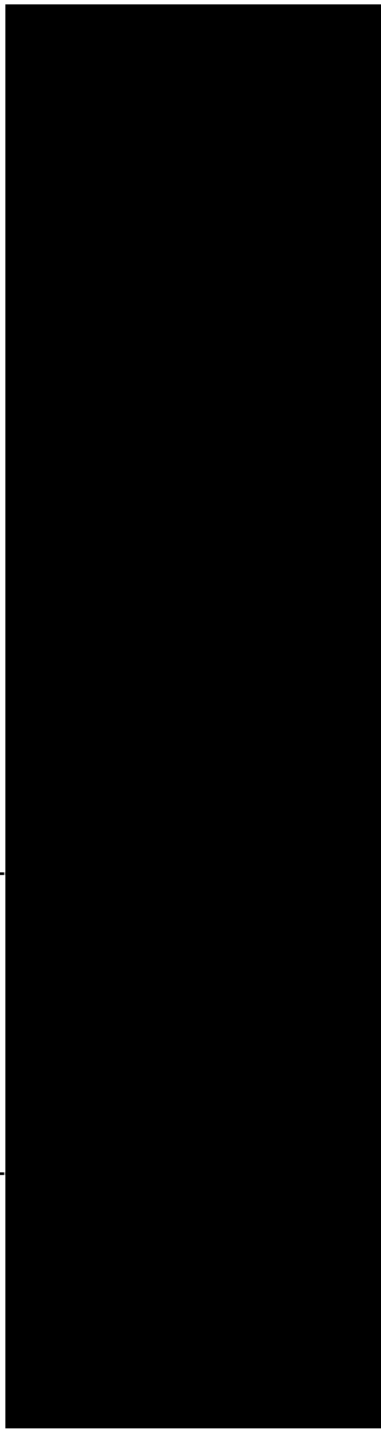
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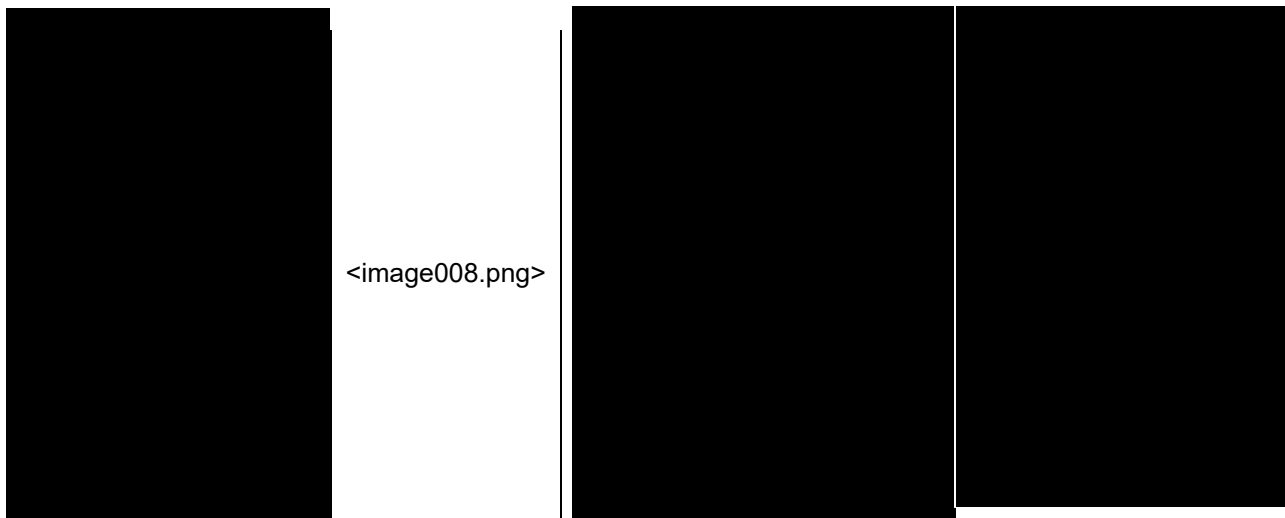


<image010.png>



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<image008.png>

TAB I

THIS IS **EXHIBIT "I"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

A Commissioner for taking Affidavits, etc.



Freedom iPhone Impact

Assessment (Tbrand)

Feb 20, 2018

Agenda

- 1 Freedom iPhone Promo - Background
- 2 Freedom Port Outs – Weekly Trend
- 3 Port Outs to All Carriers
- 4 Freedom Churn Profiling
- 5 Recommendations & Next Steps



Freedom \$0 iPhone – Background



Freedom launches iPhone 8 and iPhone X at \$0

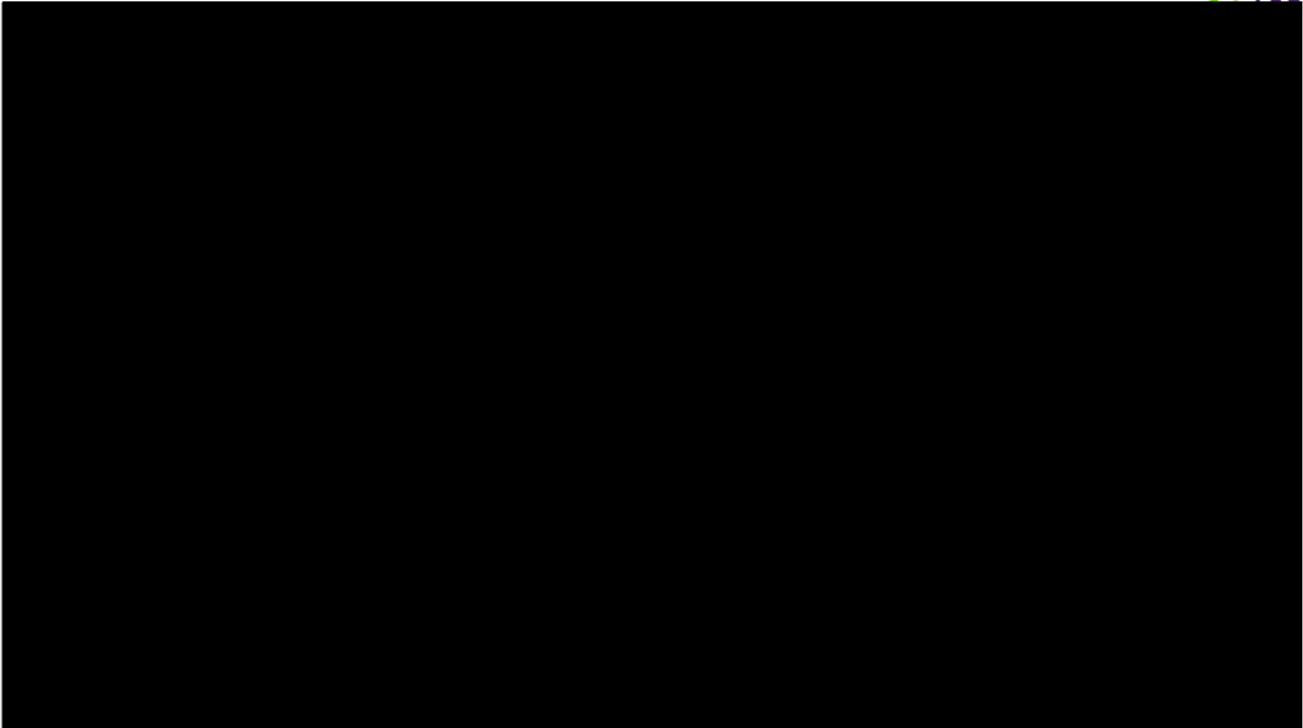
- On Nov 23rd Freedom announces the upcoming launch of iPhone 8 and iPhone X on Dec 8, and begins taking pre-orders.
- Pricing is aggressive at \$0 upfront for the iPhone 8 with rate plan pricing at \$65/month (\$50 10GB + \$15 tab).
- \$0 iPhone promos were originally set to expire in Dec, but has been extended several times. The current advertised end date is Feb 28.

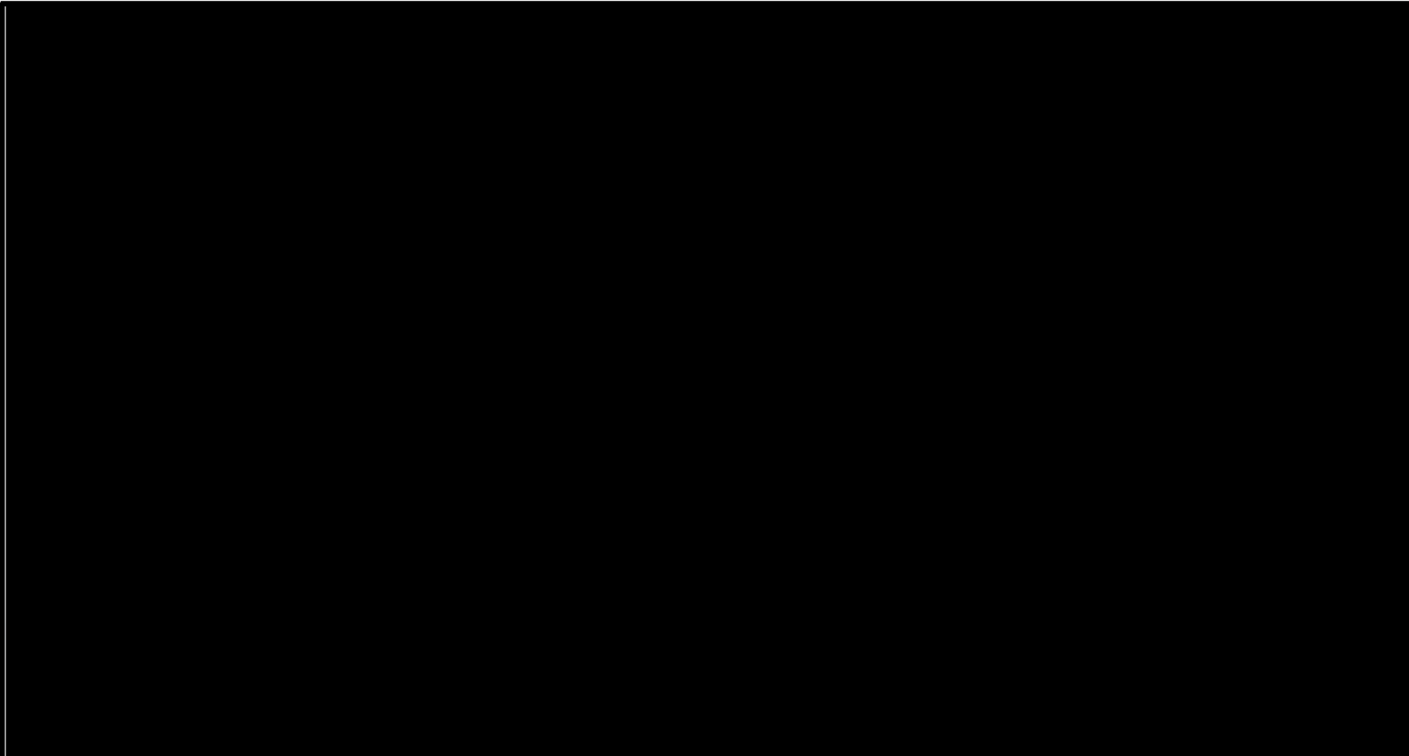
Port Outs to Freedom

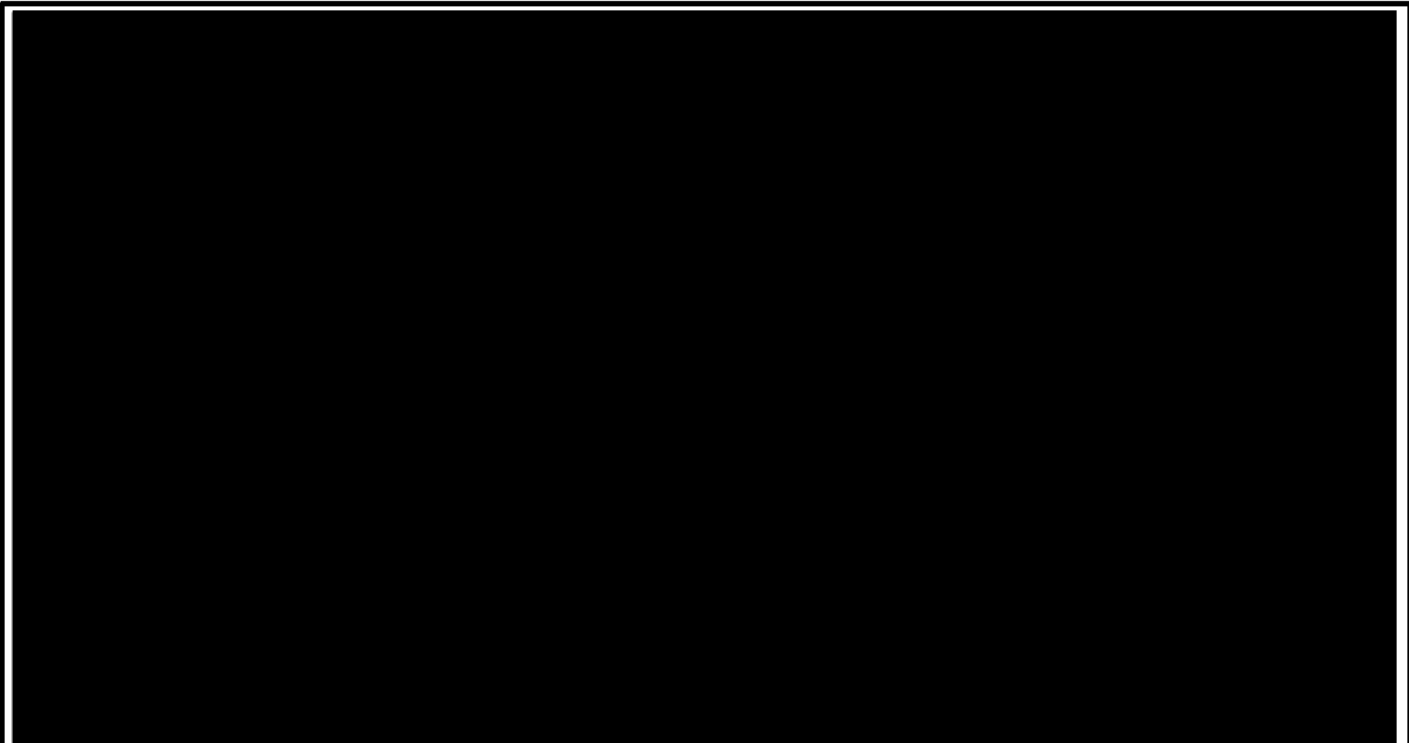
- [Redacted]
- [Redacted]
- [Redacted]

	Dec'17	Jan'18	Feb'18	Mar'18	Apr'18	May'18	Jun'18	Jul'18	Aug'18	Sep'18	Oct'18	Nov'18	Dec'18
iPhone Launch	[Redacted]												
Free Unlock (Freedom Specific)	[Redacted]												
Shaw Launch	[Redacted]												
YoY Churn Forecast	[Redacted]												
YoY Churn Actuals	[Redacted]												
Variance	[Redacted]												





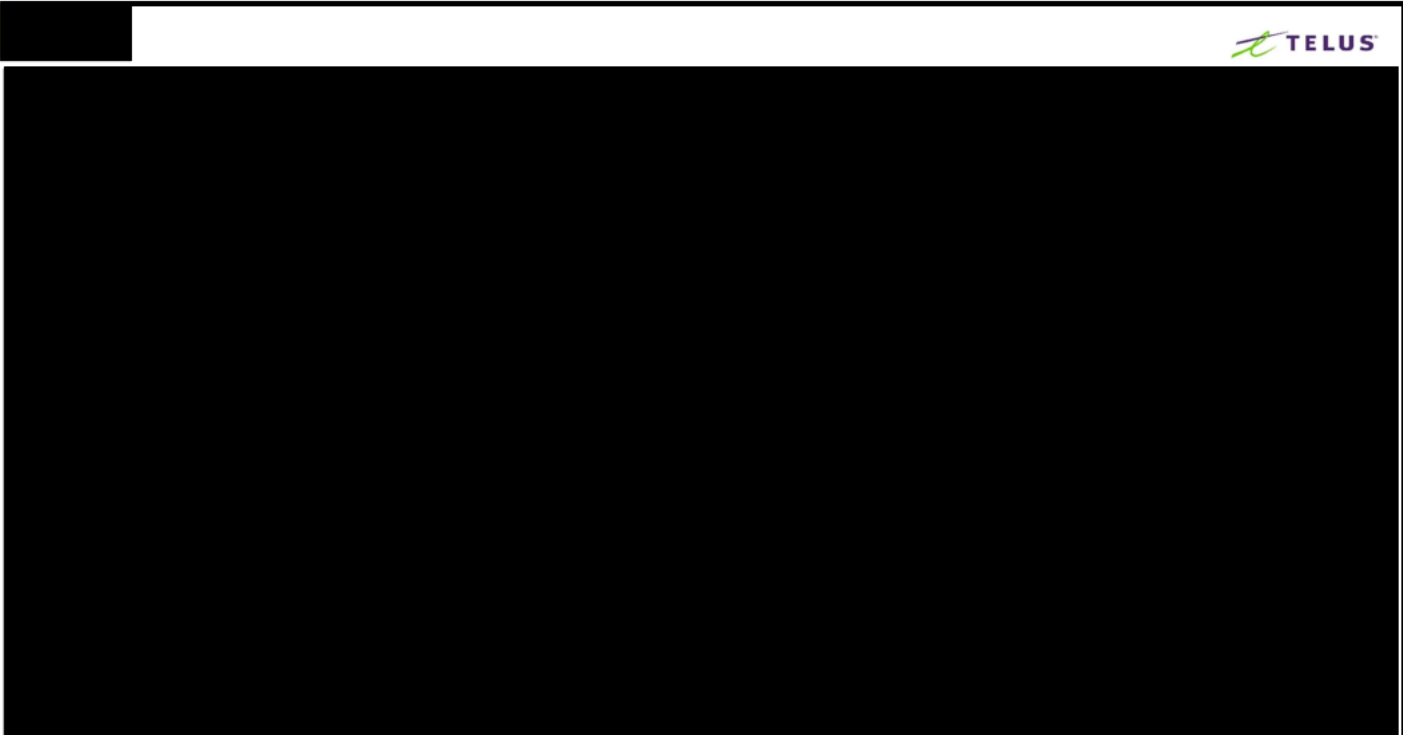






Appendix





TAB J

THIS IS **EXHIBIT "J"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

A Commissioner for taking Affidavits, etc.

Shaw Playbook LT Agenda 02/23

Contributors: Mehrzad, Gord, Ron, Andy, Jeff

Logistics: Friday, Feb 23, 3-5 pm EST

Format: Pre-read document sent to LT EOD Thursday, structured discussion at LT broken out into relevant topics

Agenda:

- 3:00-3:20 – Market Context / Assumptions – consensus on the when/where/how/what of the Shaw Mobility launch (Dave)
- 3:20-3:40 – Shaw Launch Assumptions - walkthrough of market model assumptions of how many nets Shaw will acquire in 2018 (Gord)
- 3:40-4:00 – Shaw Launch Scenarios - breakdown of 3 possible launch scenarios for Shaw, and likelihood of each (Jeff, Gord)
- 4:00-4:45 – Shaw Response Options - walkthrough of proposed responses based on 3 Shaw Launch Scenarios by BUs (Jeff, Andy, Mehrzad, Ron, Gord)
- 4:45-5:00 - Roundtable Discussion (All)

Market Context / Assumptions

Situation | [REDACTED]

January 11

Jay Mehr gave guidance during the Shaw investor call indicating bundled offers were 12+ months away, although Shaw can likely enable discounts/offers earlier.

"Yes. I mean clearly as we work our step-by-step approach in both the Wireline and Wireless side of our business, bundle is going to be a hugely important part of the modern digital Shaw experience. 12 months, it's possible you might be on the light end, but it's certainly possible."

- Jay Mehr (during Shaw results call Jan 11, 2018)

[REDACTED]

Jan 15

[REDACTED]

Jan 30

Shaw offering buyouts to 6,500 staff amid major company overhaul (10% takerate expected; shaw has 14k employees) **update: 3300 have accepted**

Shaw said in a press release that the company's **multi-year overhaul** aims to streamline its internal processes, and **shift customer services online through apps and self-installed services.**

"We know our future success will require us to become a leaner, more integrated, and more agile workforce, which will result in many internal changes taking place as we move towards becoming a **digital-by-default organization,**" Shaw president Jay Mehr said in a statement.

[REDACTED]

[REDACTED]

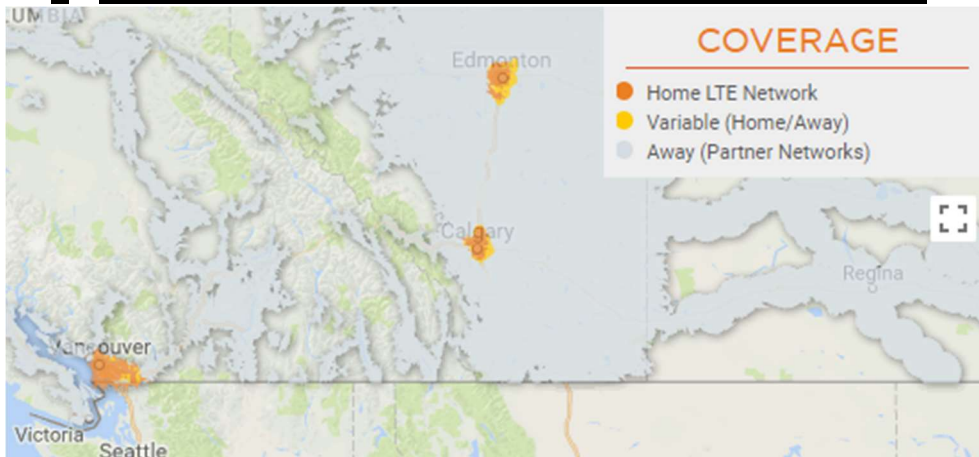
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[REDACTED]



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[REDACTED]

[REDACTED]

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[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

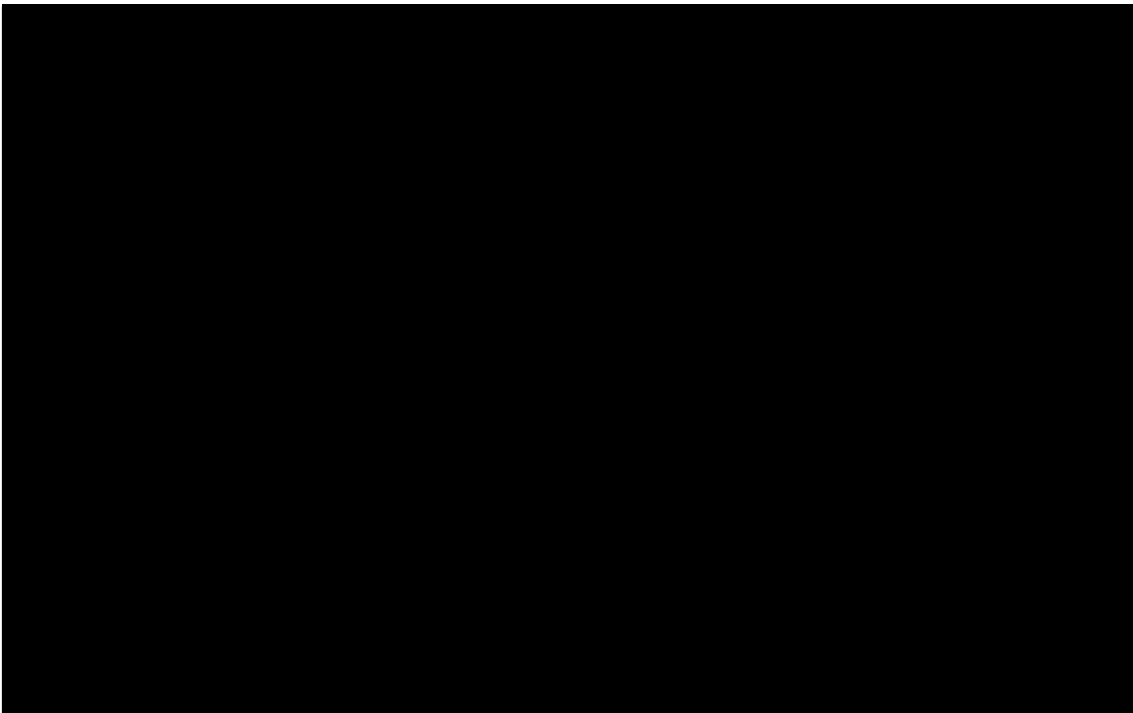
- █ [REDACTED]

- █ [REDACTED]
 - █ [REDACTED]
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 - █ [REDACTED]

- █ [REDACTED]
 - █ [REDACTED]
 - █ [REDACTED]
 - █ [REDACTED]
 - █ [REDACTED]
 - █ [REDACTED]
 - █ [REDACTED]
 - █ [REDACTED]
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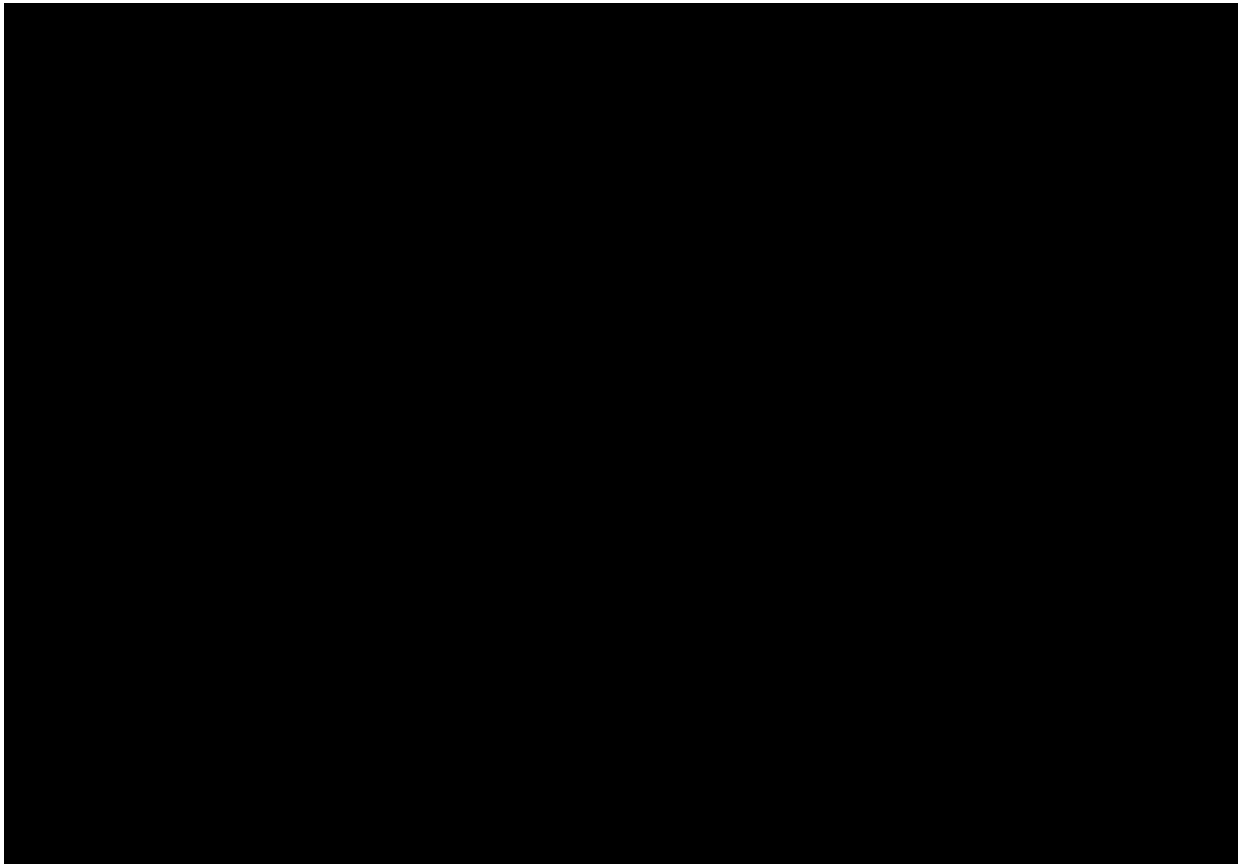


High-Level Summary

- [Redacted]
- [Redacted]
- [Redacted]

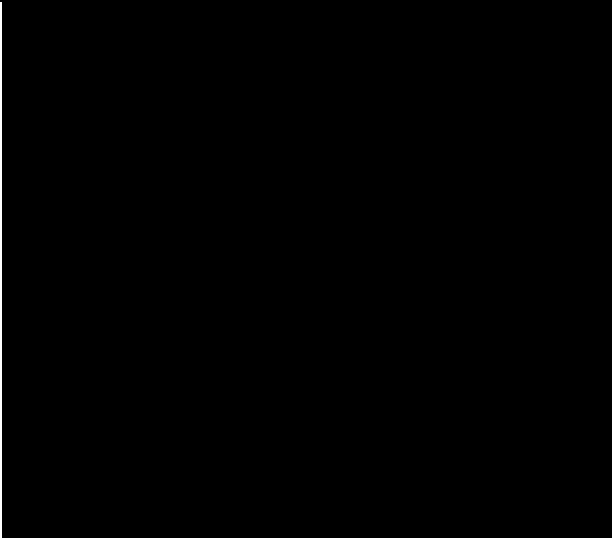
Gross Adds Share Impact

- [Redacted]
- [Redacted]
- [Redacted]



Incremental (Incumbent) Churn Impact (i.e. Market Growth)

- [Redacted]
- [Redacted]
- [Redacted]



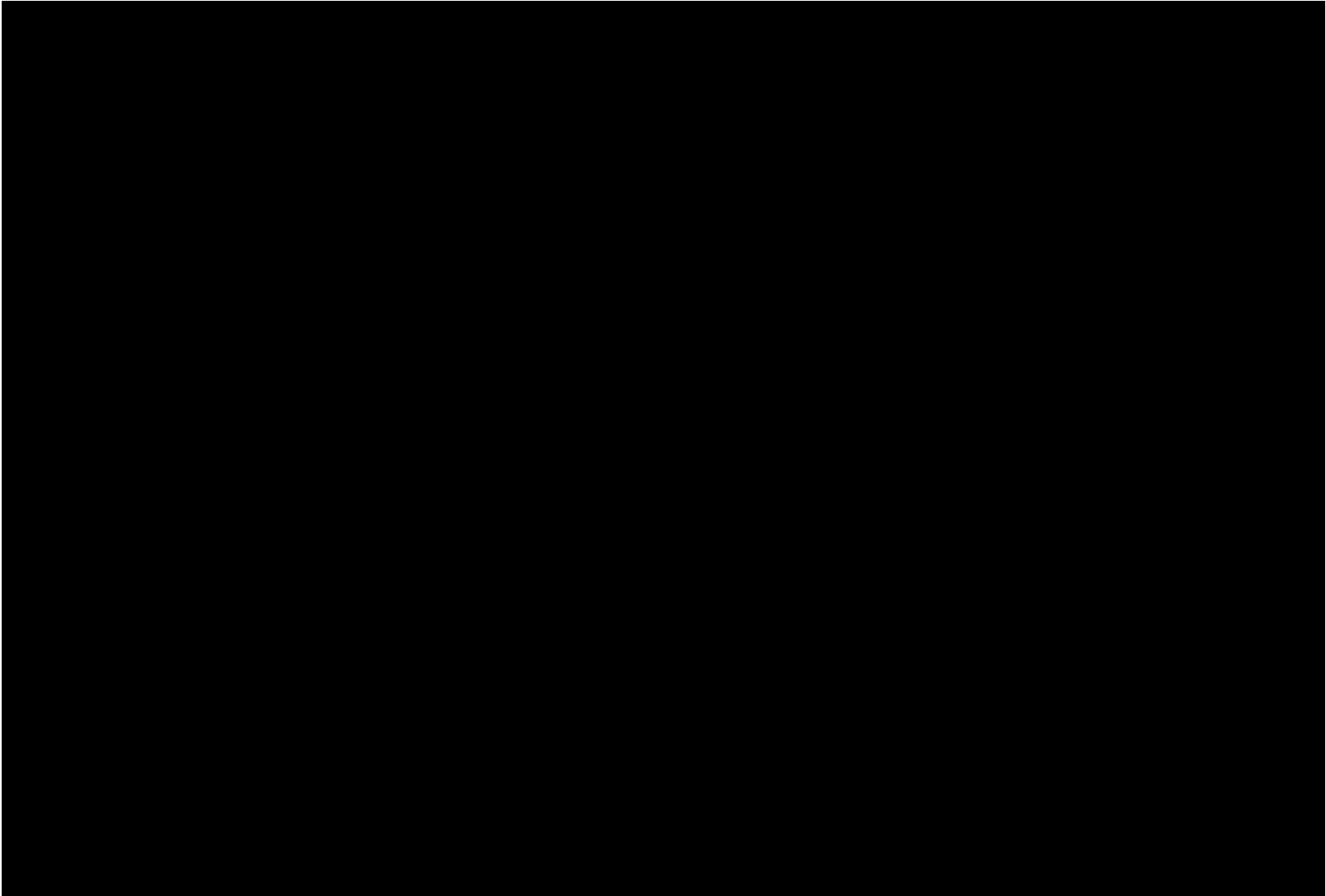
AB/BC Nets Impact

- [Redacted]
- [Redacted]
- [Redacted]
- [Redacted]

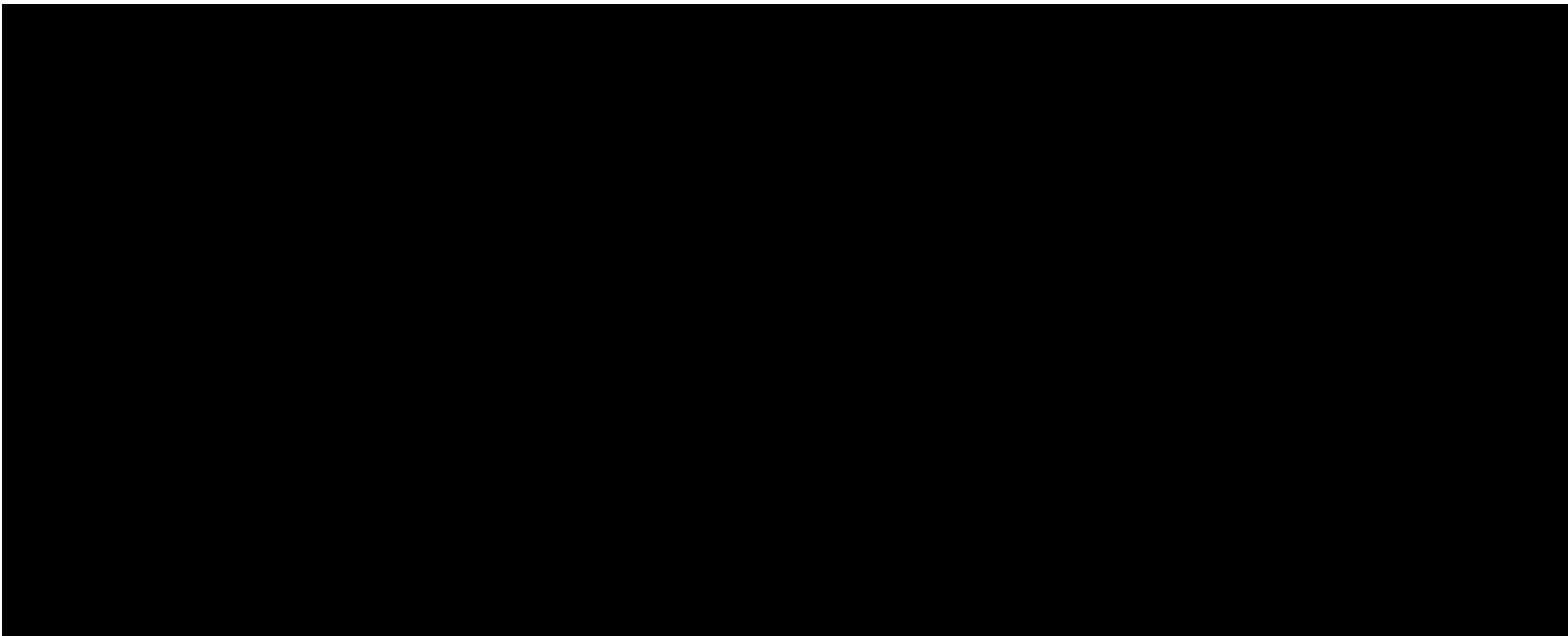


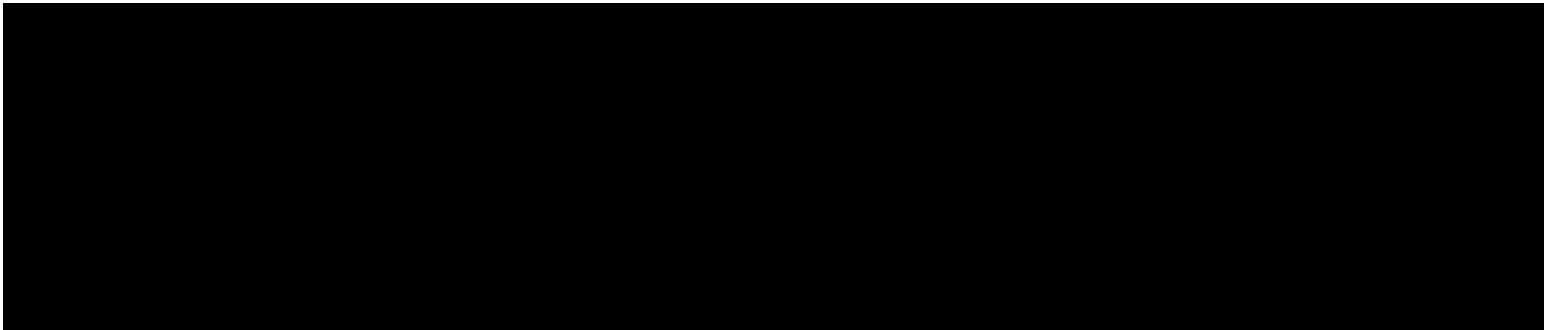
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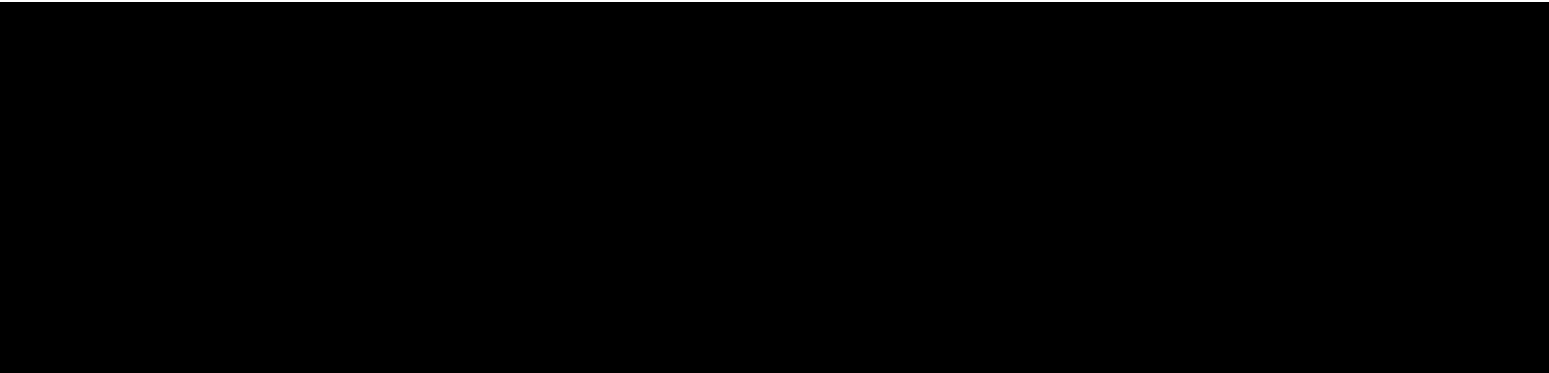


Shaw Launch Scenarios

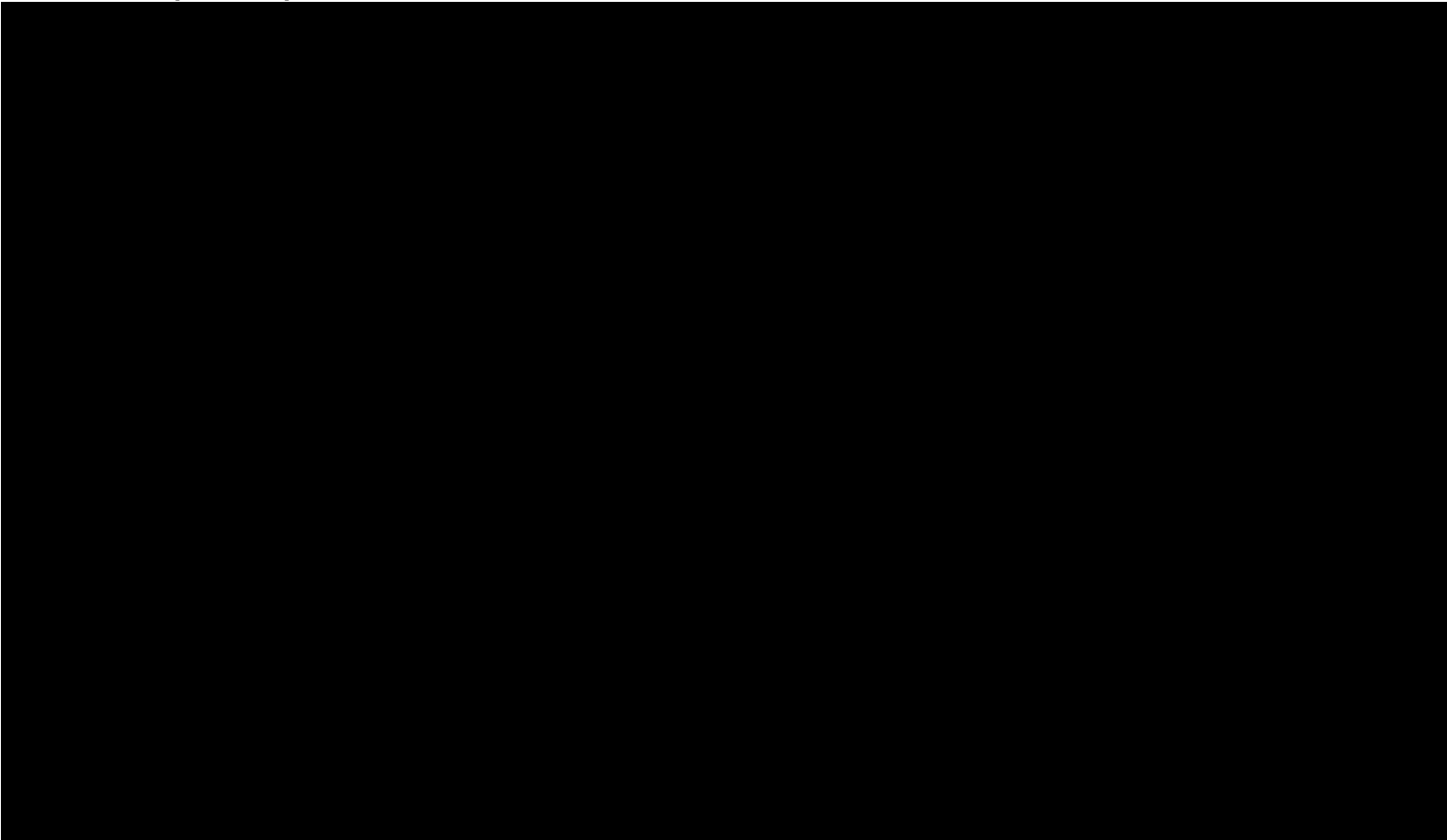


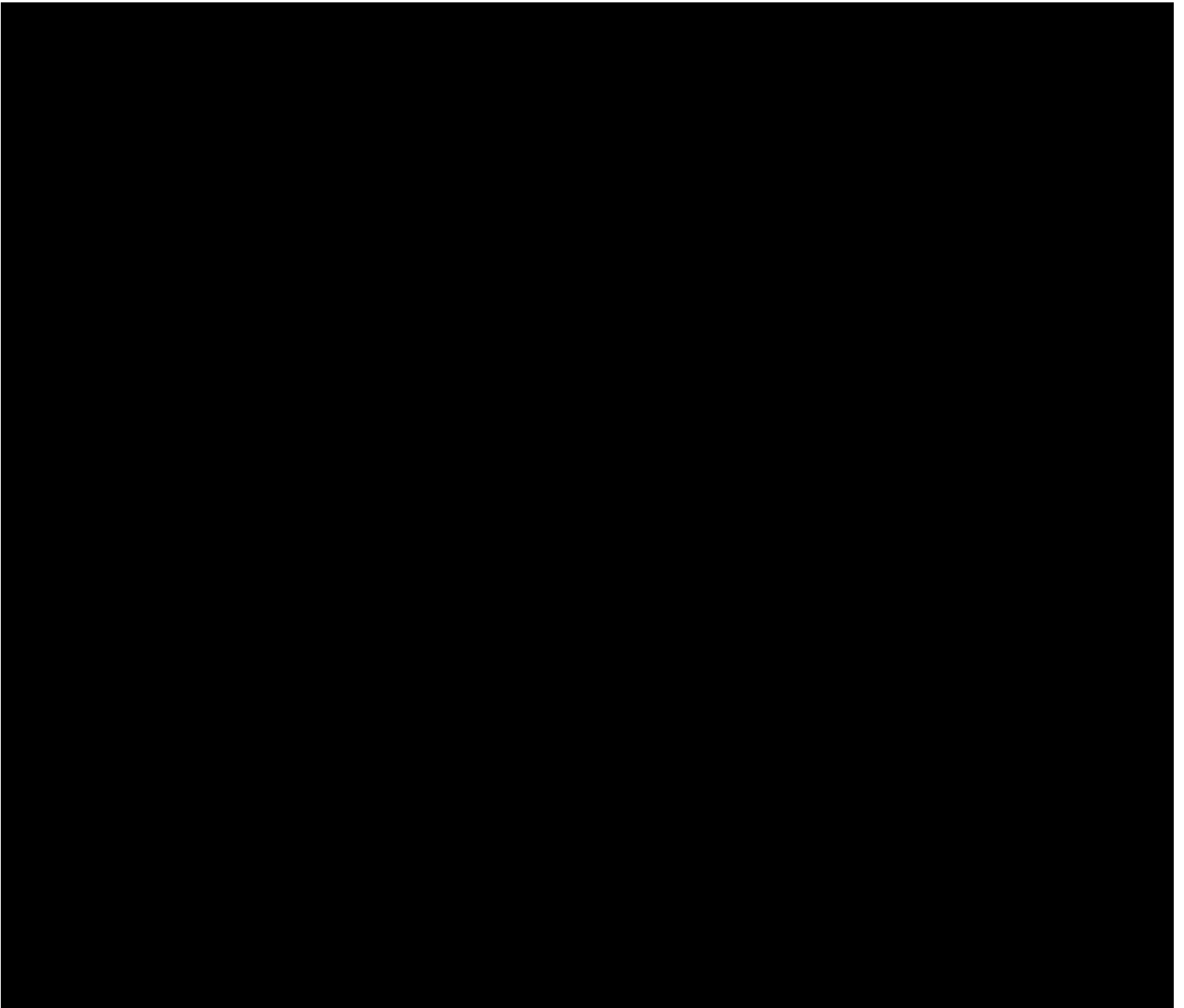


Device Affordability Scenarios



Shaw Response Options





TAB K

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Jayne Cooke

A Commissioner for taking Affidavits, etc.

Competitive Summary: unlimited / no-coverage plan details

	Rogers (launched June 13)	Bell (launched June 13)	TELUS (launched June 18)
Rate plans <i>(BYOD pricing for all prov. except SK/MB/QC)</i>	<u>Rogers Infinite Plans</u> <ul style="list-style-type: none"> 10GB high speed: \$75 20GB high speed: \$95 50GB high speed: \$125 <i>(Non-promo)</i>	<u>Bell Unlimited Plans (above the line)</u> <ul style="list-style-type: none"> 10GB high speed: \$75 20GB high speed: \$95 50GB high speed: \$125 <i>(Promo ends June 30)</i> <u>Below the line plans (respond to TELUS)</u> <ul style="list-style-type: none"> 15GB (with overage): \$75 25GB (with overage): \$95 	<u>TELUS Endless Data Plans (June 18)</u> <ul style="list-style-type: none"> 10GB high speed: \$75 20GB high speed: \$95 <u>Summer Splash plans (June 13)</u> <ul style="list-style-type: none"> 10+5GB (with overage): \$75 20+5GB (with overage): \$95 <i>(Simple Share and Peace of Mind to launch [REDACTED])</i>
Data sharing	<ul style="list-style-type: none"> Shareable data, but must move <u>all</u> subscribers 	<ul style="list-style-type: none"> Non-shareable data 	<ul style="list-style-type: none"> Peace of Mind: non-shareable Simple Share: shareable
Tethering	<ul style="list-style-type: none"> Tethering always enabled 	<ul style="list-style-type: none"> Not available 	<ul style="list-style-type: none"> Tethering enabled to threshold
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Speed top-ups	<ul style="list-style-type: none"> Speed Pass: \$15 for 3GB 	<ul style="list-style-type: none"> Not available 	<ul style="list-style-type: none"> Fast Pass: launching [REDACTED]
Multi-unit discounts	<ul style="list-style-type: none"> \$10 per line / 24 months only on the added lines (limited time promo) 	<ul style="list-style-type: none"> No AAL or multi-unit discount 	<ul style="list-style-type: none"> TELUS Family Discounts: <ul style="list-style-type: none"> 2, 3, 4+ lines: \$5, \$10, \$15 / line
Device financing	<ul style="list-style-type: none"> \$0 financing option to be released [REDACTED] 	<ul style="list-style-type: none"> Nothing publicly disclosed 	<ul style="list-style-type: none"> \$0 upfront Easy Payment (target release [REDACTED])

Competitive Summary: unlimited / no-coverage messaging

Rogers (launched June 13)	Bell (launched June 13)	TELUS (launched June 18)
<p><u>From Rogers press release</u></p> <ul style="list-style-type: none"> • New unlimited wireless data will deliver lower prices and worry-free billing • Canadians want worry-free wireless and these new plans will give our customers peace of mind so they can use as much data as they want <p><u>Introducing Rogers Infinite (online)</u></p> <ul style="list-style-type: none"> • Unlimited plans start at \$75/month with 10GB of max speed data, so you can stream all the video, music and content you need, worry free <p><u>The end of data overage (online)</u></p> <ul style="list-style-type: none"> • Now, your data never stops which means no more overages on your bill <p><u>Data that goes on and on (online)</u></p> <ul style="list-style-type: none"> • You then have unlimited data at reduced speeds so you can still text, and use basic email, browsing & apps 	<p><u>Online merchandising</u></p> <ul style="list-style-type: none"> • This allows you to upload, download and stream a ton of content at maximum speed • You can use unlimited data at reduced speeds of 256 Kbps for light web browsing, emails and texting, without ever having to worry about data overage fees 	<p><u>Online merchandising</u></p> <ul style="list-style-type: none"> • Never worry about overage charges again. Get 10 or 20 GB of high-speed data plus endless usage thereafter from \$75 per month • 10 GB high-speed data. Speeds reduced after 10 GB. No overage charges.

TAB L

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Competitive Summary: unlimited / no-coverage plan details

PUBLIC

	Rogers (launched June 13)	Bell (launched June 13)	TELUS (launched June 18)
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Tethering	<ul style="list-style-type: none"> Tethering always enabled 	<ul style="list-style-type: none"> Not available 	<ul style="list-style-type: none"> Tethering enabled to threshold
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Speed top-ups	<ul style="list-style-type: none"> Speed Pass: \$15 for 3GB 	<ul style="list-style-type: none"> Not available 	<ul style="list-style-type: none"> Fast Pass: launching August
Multi-unit discounts	<ul style="list-style-type: none"> \$10 per line / 24 months only on the added lines (limited time promo) 	<ul style="list-style-type: none"> No AAL or multi-unit discount 	<ul style="list-style-type: none"> TELUS Family Discounts: <ul style="list-style-type: none"> 2, 3, 4+ lines: \$5, \$10, \$15 / line
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Competitive Summary: unlimited / no-coverage messaging

PUBLIC

Rogers (launched June 13)	Bell (launched June 13)	TELUS (launched June 18)
<p><u>From Rogers press release</u></p> <ul style="list-style-type: none">• New unlimited wireless data will deliver lower prices and worry-free billing• Canadians want worry-free wireless and these new plans will give our customers peace of mind so they can use as much data as they want <p><u>Introducing Rogers Infinite (online)</u></p> <ul style="list-style-type: none">• Unlimited plans start at \$75/month with 10GB of max speed data, so you can stream all the video, music and content you need, worry free <p><u>The end of data overage (online)</u></p> <ul style="list-style-type: none">• Now, your data never stops which means no more overages on your bill <p><u>Data that goes on and on (online)</u></p> <ul style="list-style-type: none">• You then have unlimited data at reduced speeds so you can still text, and use basic email, browsing & apps	<p><u>Online merchandising</u></p> <ul style="list-style-type: none">• This allows you to upload, download and stream a ton of content at maximum speed• You can use unlimited data at reduced speeds of 256 Kbps for light web browsing, emails and texting, without ever having to worry about data overage fees	<p><u>Online merchandising</u></p> <ul style="list-style-type: none">• Never worry about overage charges again. Get 10 or 20 GB of high-speed data plus endless usage thereafter from \$75 per month• 10 GB high-speed data. Speeds reduced after 10 GB. No overage charges.

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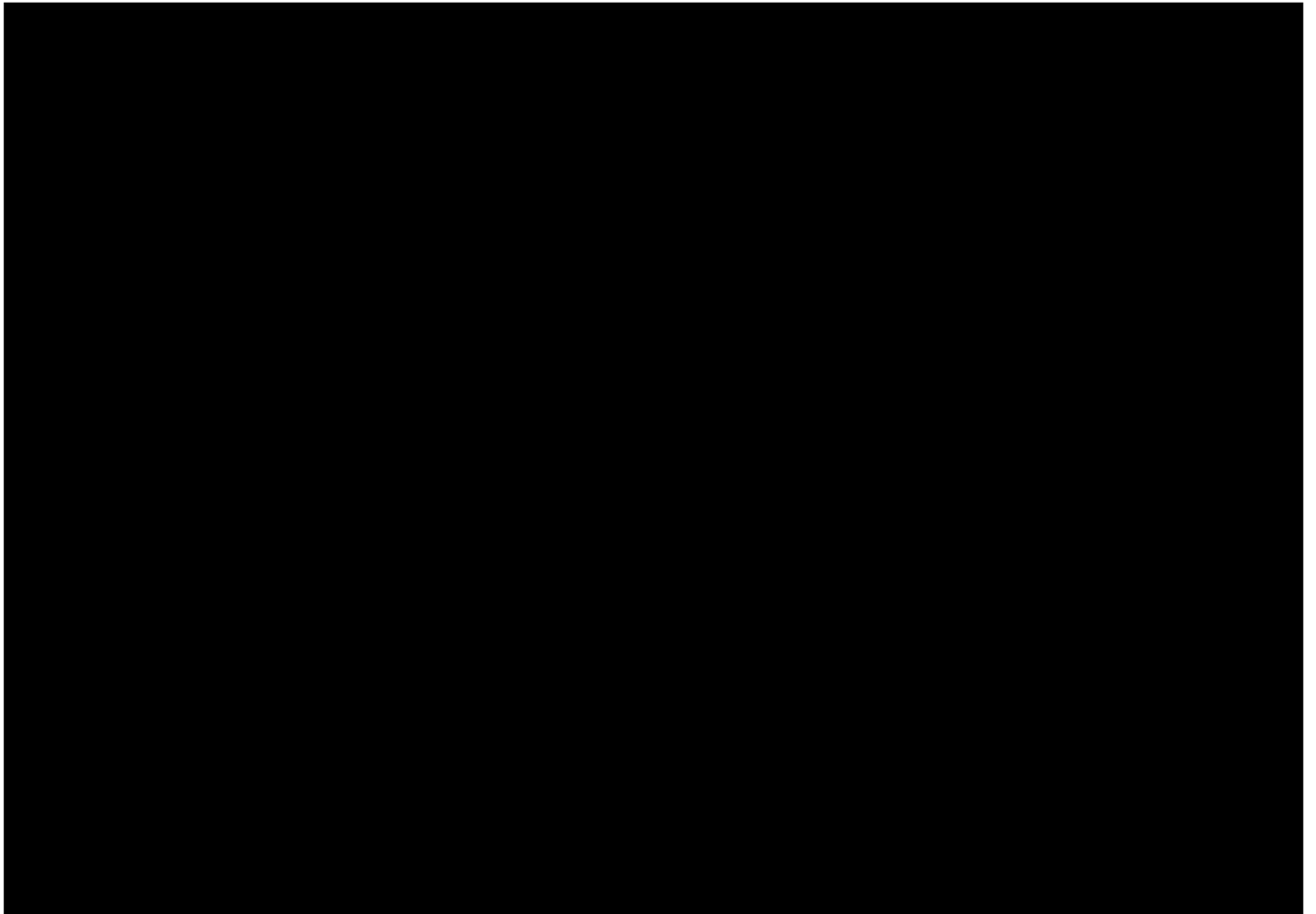
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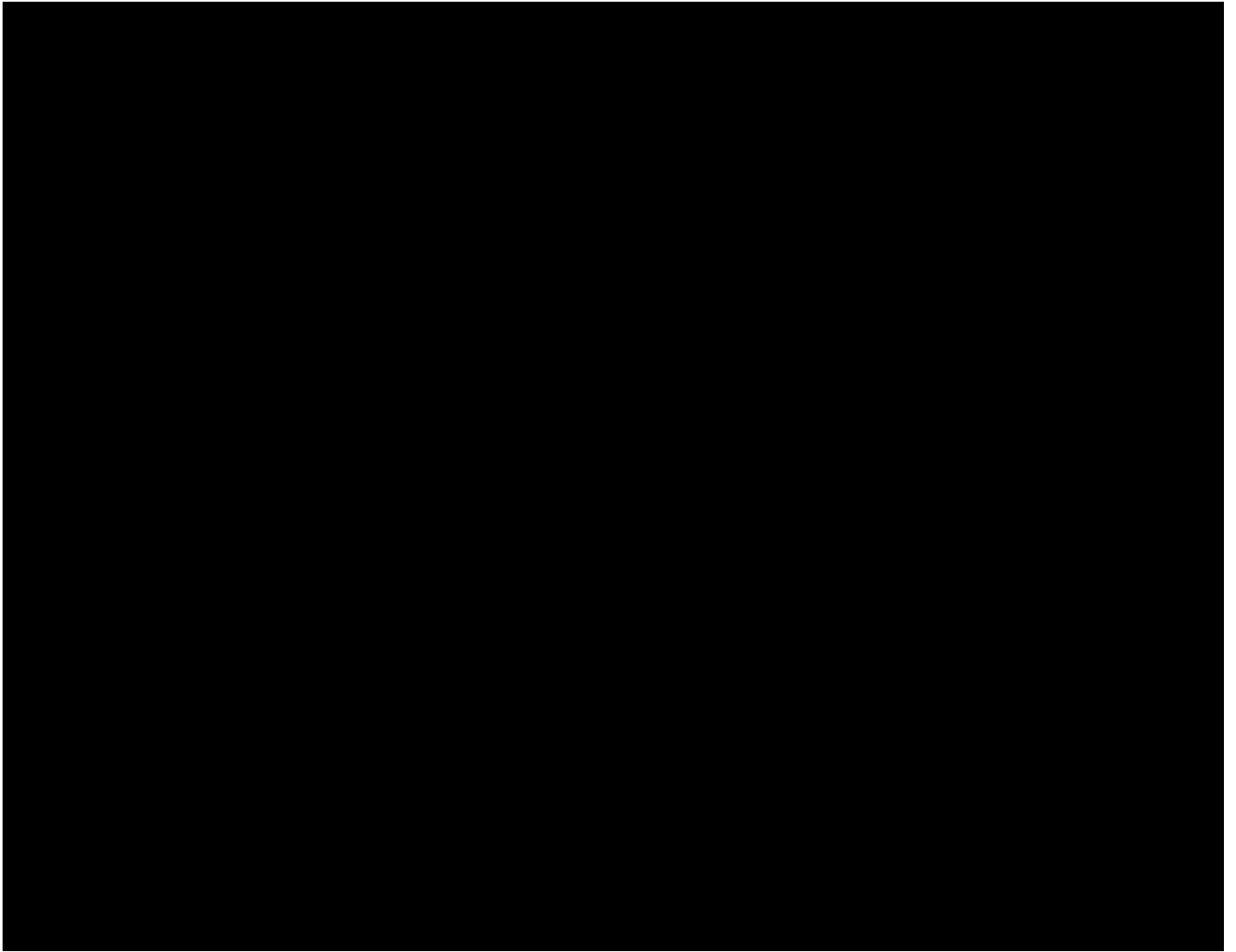
Activate consumer learnings to attack Shaw Wireless launch

**Shaw Business
Mobile Launch**



TELUS Business Response

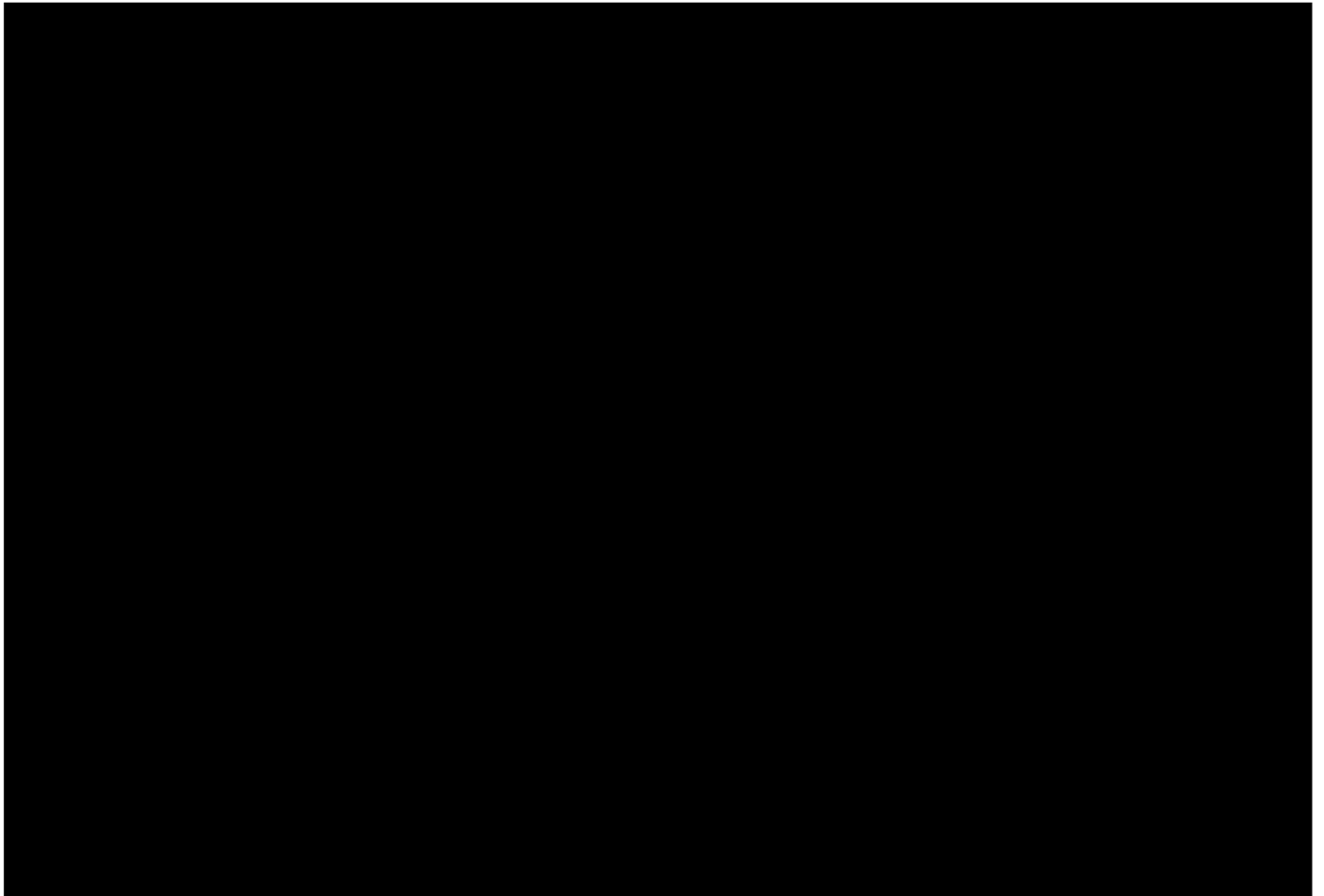
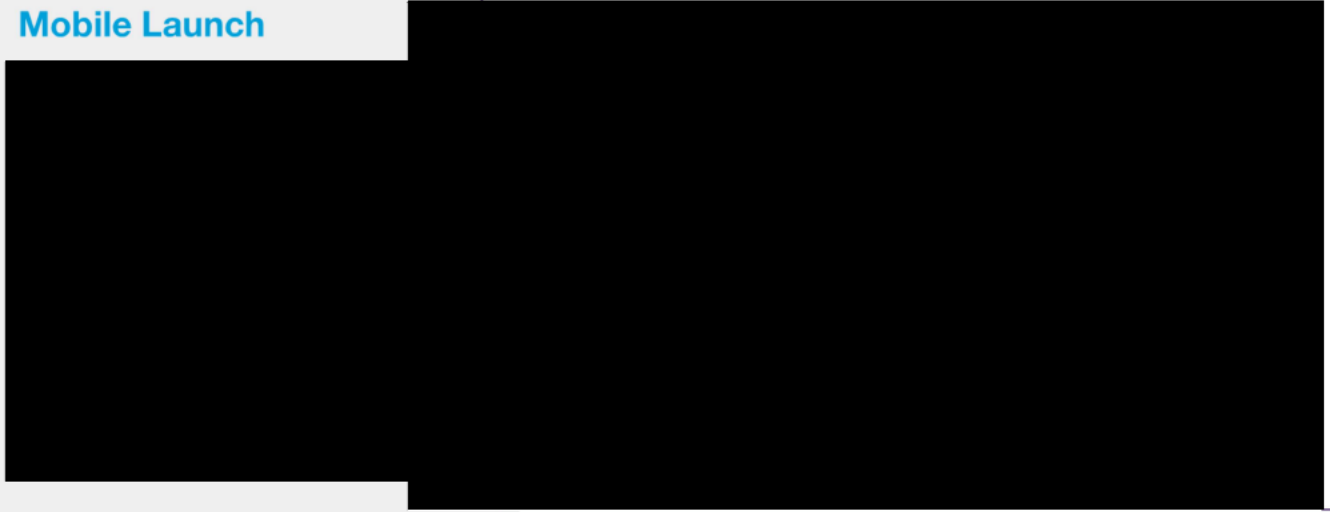


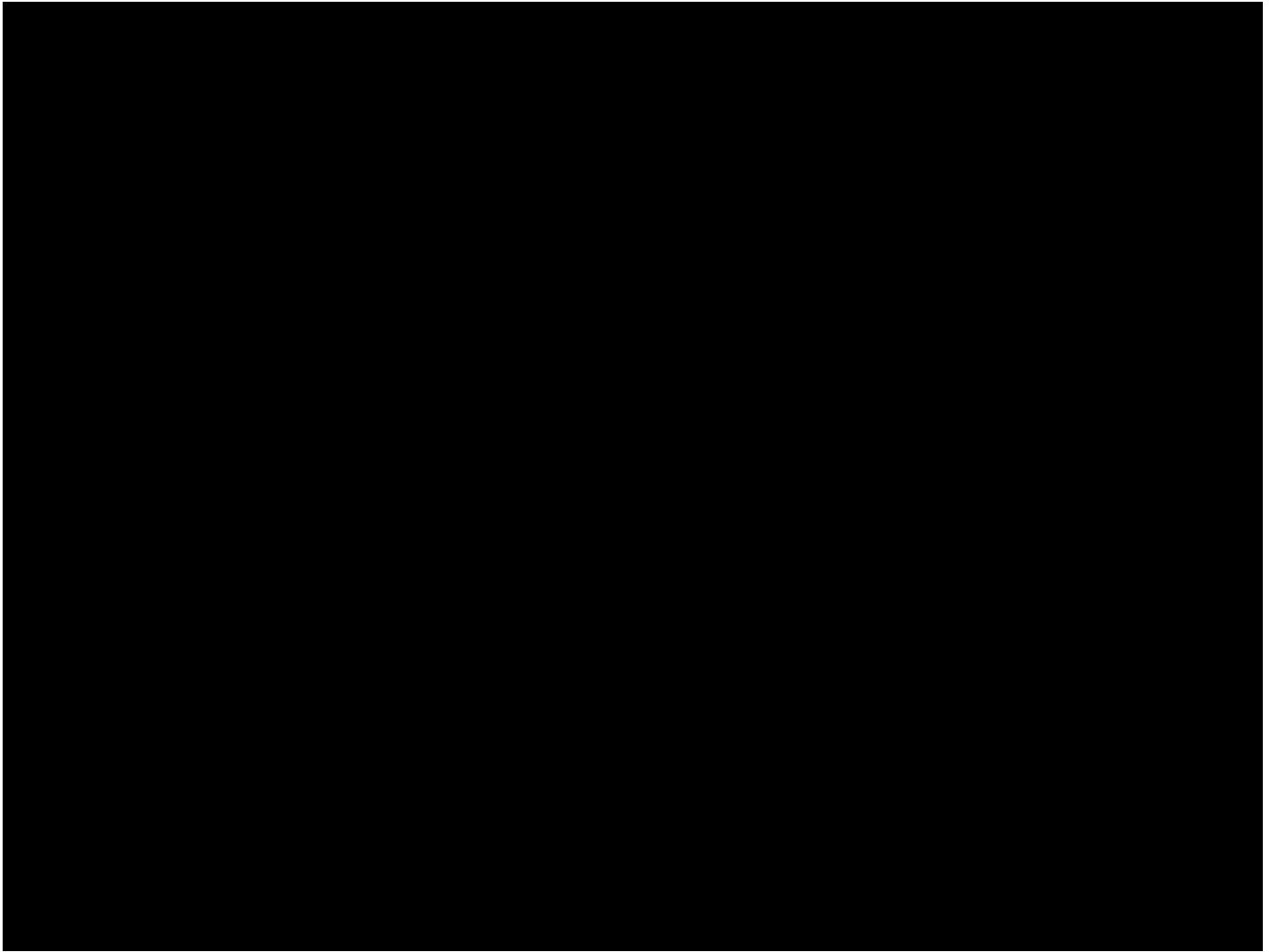


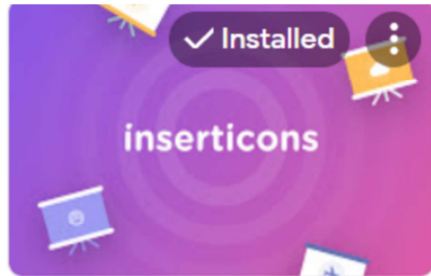
Activate consumer learnings to attack Shaw Wireless launch

**Shaw Business
Mobile Launch**

TELUS Business Response







Insert icons for Slides

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👤 1,617,774

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From: Hanif Mohamed
Sent: Friday, October 30, 2020 6:48 PM
To: David Kelusky; Greg Stark
CC: David Cade; Nadeen Chudge; Roi Ross
Subject: Re: Shaw 2020FY Year End Results

+David K and Greg.

From: Nadeen Chudge <Nadeen.Chudge@telus.com>
Date: Friday, October 30, 2020 at 4:41 PM
To: Roi Ross <Roi.Ross@telus.com>
Cc: Hanif Mohamed <Hanif.Mohamed@telus.com>, David Cade <DAVID.CADE@TELUS.COM>
Subject: Shaw 2020FY Year End Results

Hello Roi,

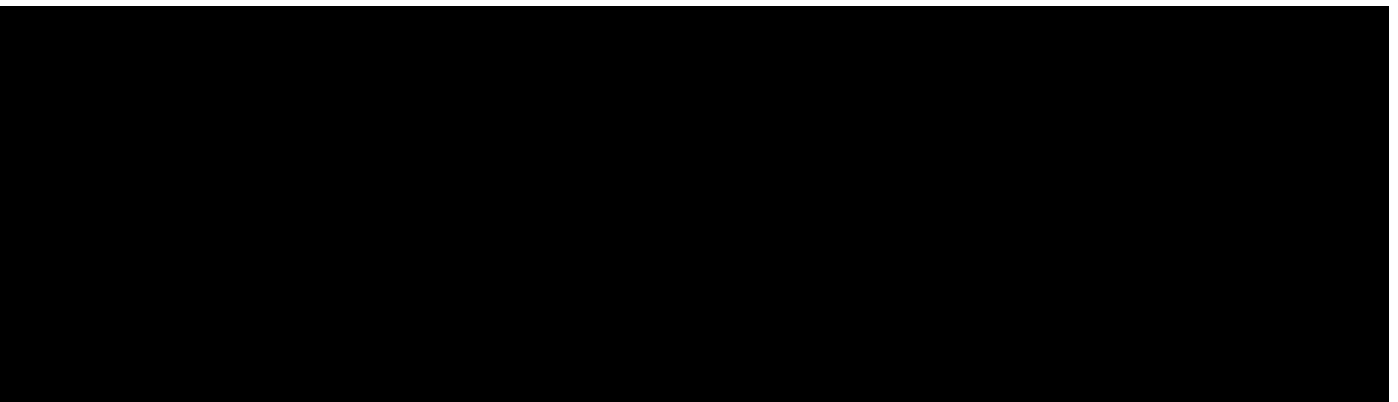
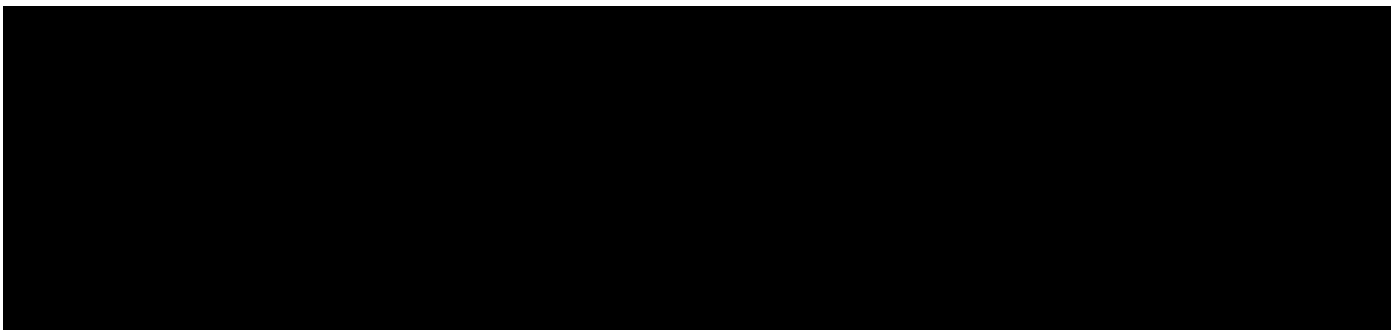
Please see below for a summary we pulled together on Shaw's financial results. As highlighted below, we are still exploring some of the irregularities seen.

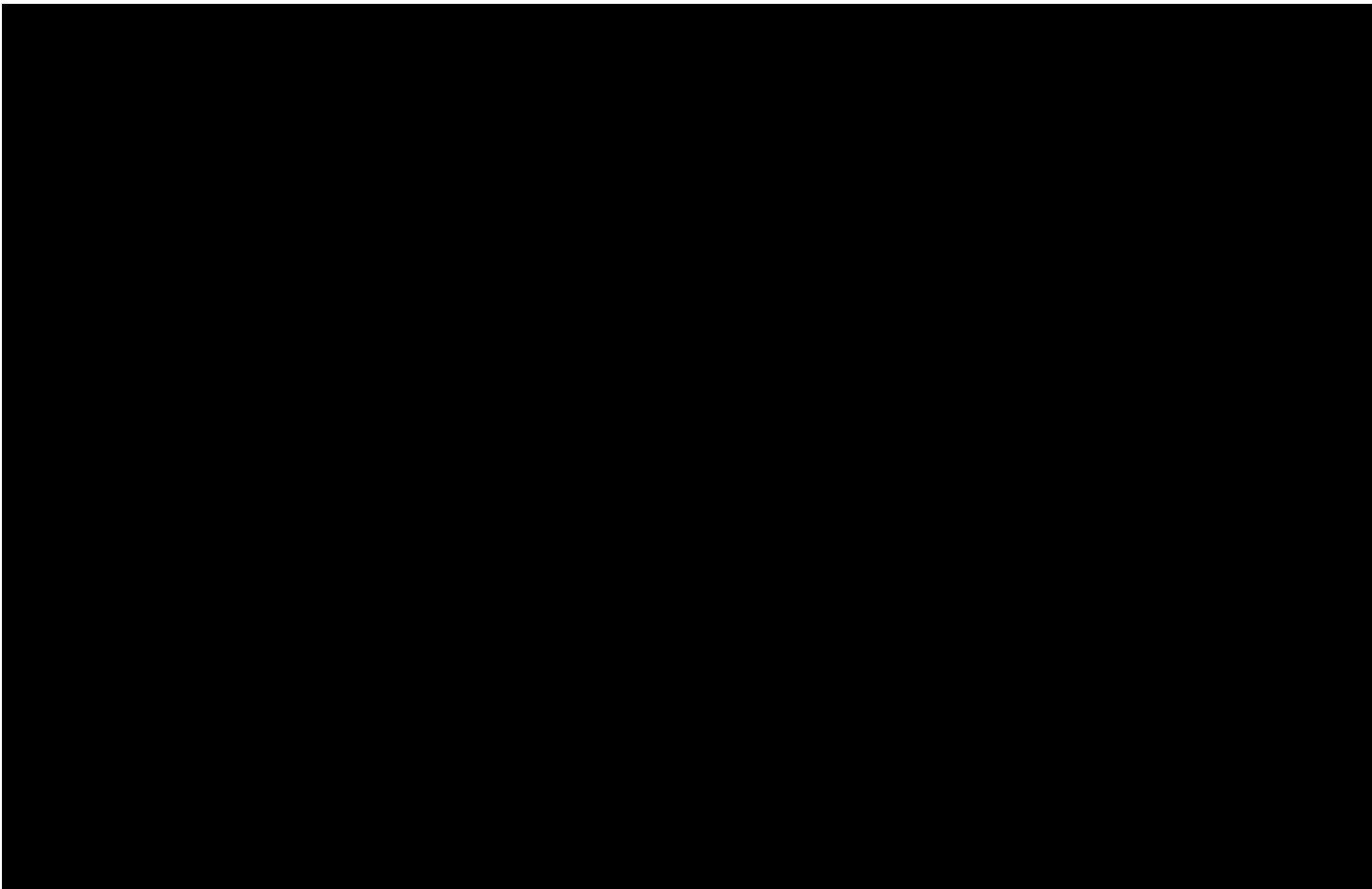
Shaw's full year growth aspirations were dimmed in 2020 and despite the launch of Shaw Mobile, their performance was negatively impacted by both COVID and competitive activity. Their Business segment had low annual revenue growth of 1.8% YoY. They did show an irregularly strong nets performance in Q4 (+131% YoY), for which we have a few working theories (see below), however this is still under investigation.

2020 FY Financial Summary

- **Total Revenue: \$5,407M (+1.3% YoY)**, falling short of their commitment of \$5,553M to \$5,670M.
Contributing to this was:
 - Business Wireline revenue: \$567M (+1.8% YoY)
- FY Combined WLN Adjusted EBITDA: \$2,054M (+5.1% YoY / +0.9% YoY excl. IFRS 16 impacts)
- **Free Cash Flow: ~\$747M** (met commitment of \$700M)
- Following results, Shaw's share price dropped 5% today to a low of \$21.50 (the lowest in 6 months)

Business Nets Results





Strategic Insights from Quarterly Call + Q&A

- **Shaw reinforced possibility of an expansion into business for Shaw Mobile (with 5G network),**
[REDACTED]
 - Leadership stated 'There is untapped growth on Shaw Mobile starting on the consumer side, and eventually on the business side'
 - Confirmed 5G is set to be launched in early 2021, although they expressed disappointment that competitors did not monetize 5G for \$10-\$15 as originally expected

- **Shaw reaffirmed their WLN premium pricing strategy vs TELUS. Intend to drive growth through improved speeds, bundling with Shaw Mobile, and increasing their retail presence**

- **Shaw expressed some increased interest in the Enterprise space**
 - Demonstrated by the private-5G network partnership announced yesterday
 - Also hinted that additional long-term deals like this are coming in the next quarter

Next Steps in Analyzing FY Results

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

Thank you,
Nadeen Chudge

Strategy Manager | Business Marketing Strategy
M: 778 231 2633

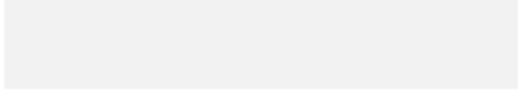
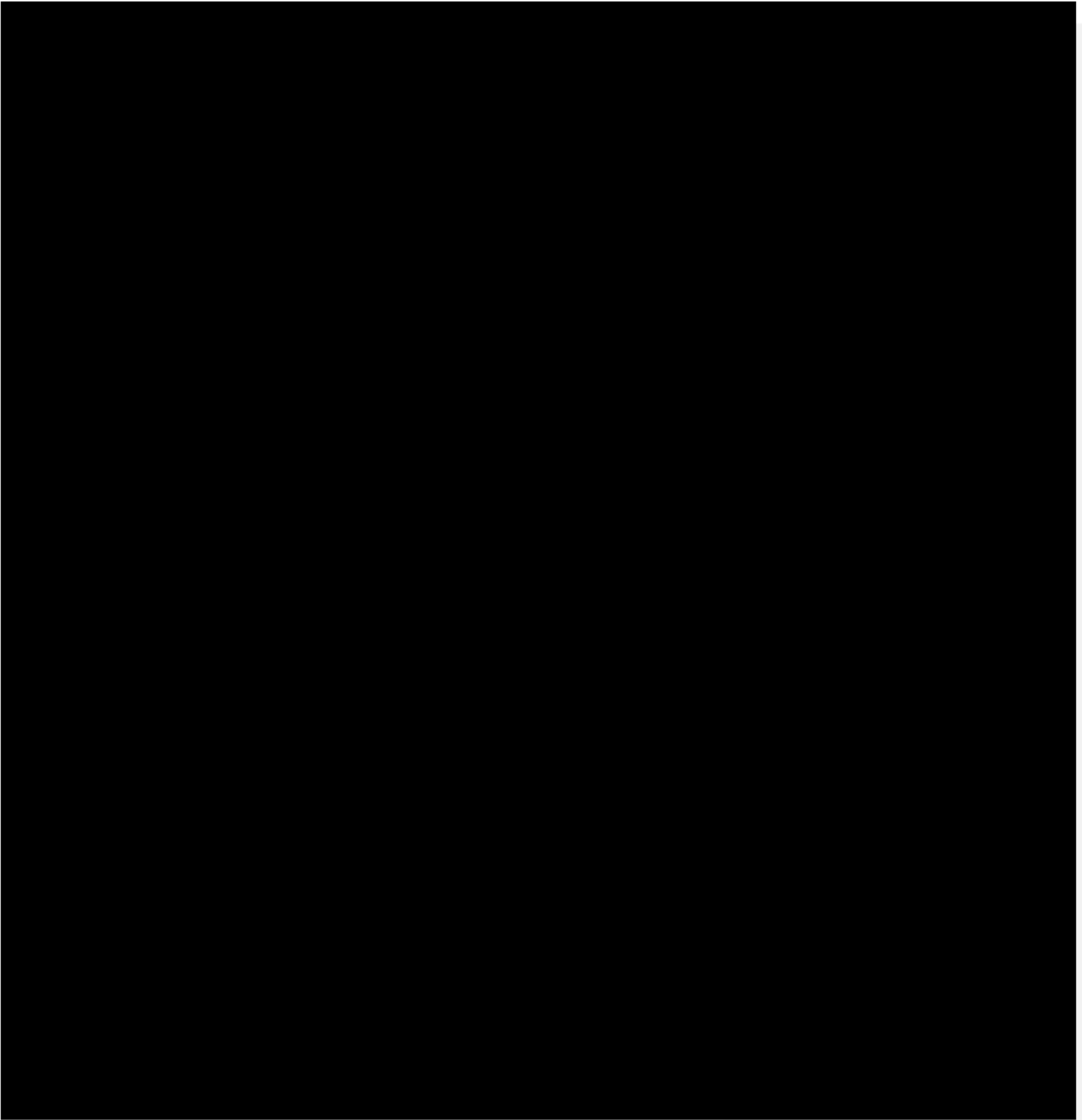
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TAB O

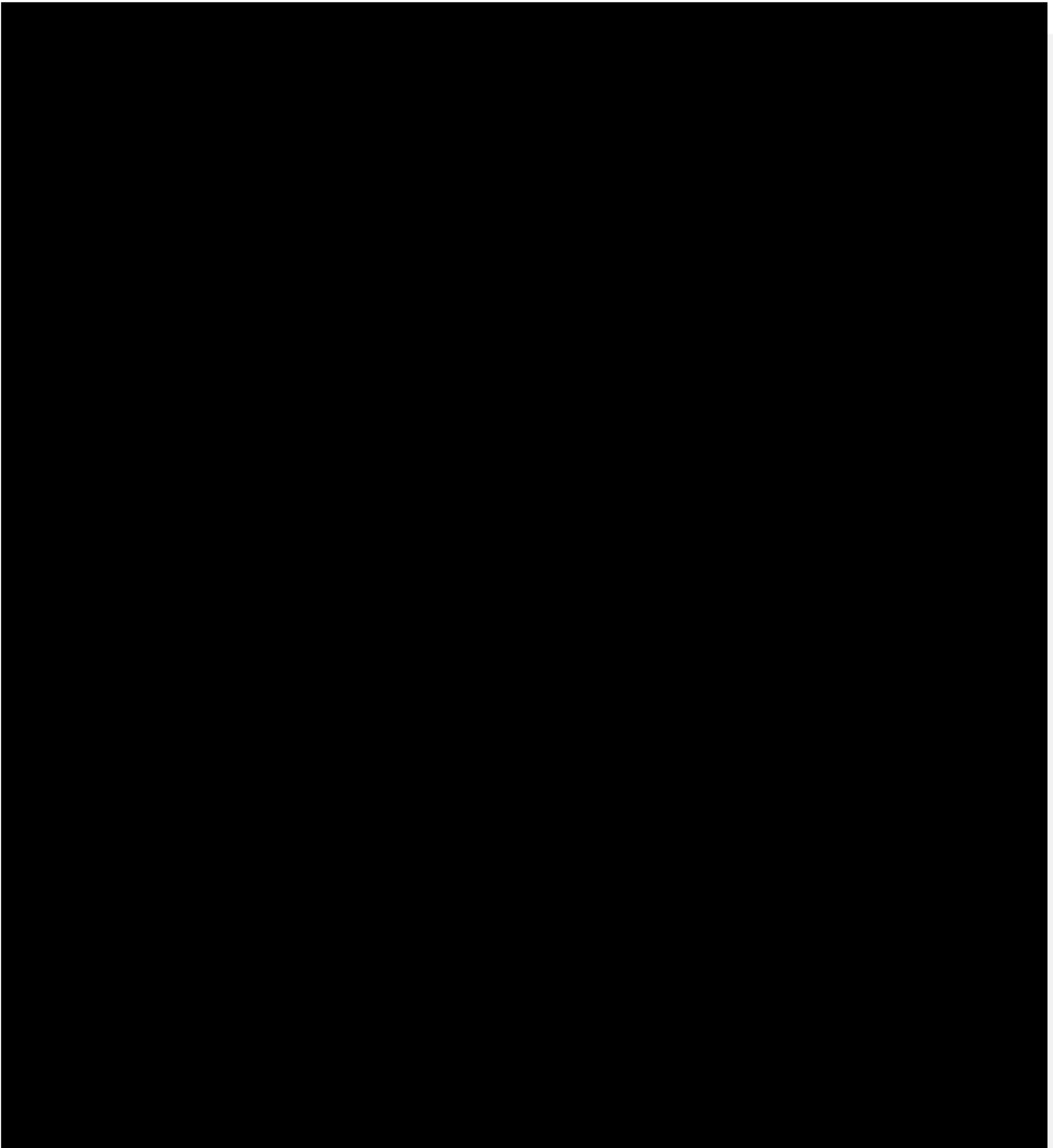
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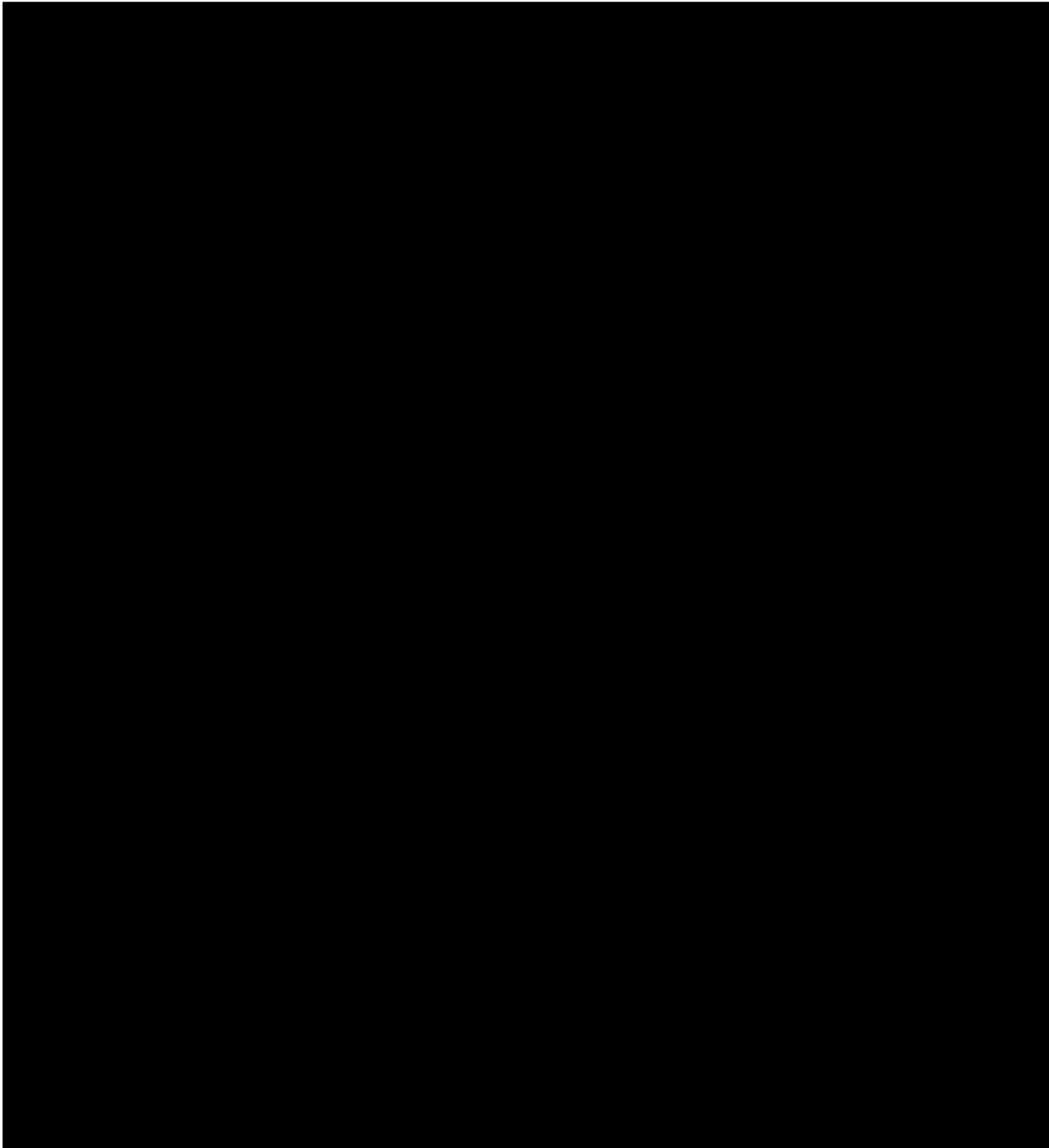
Jayne Cooke

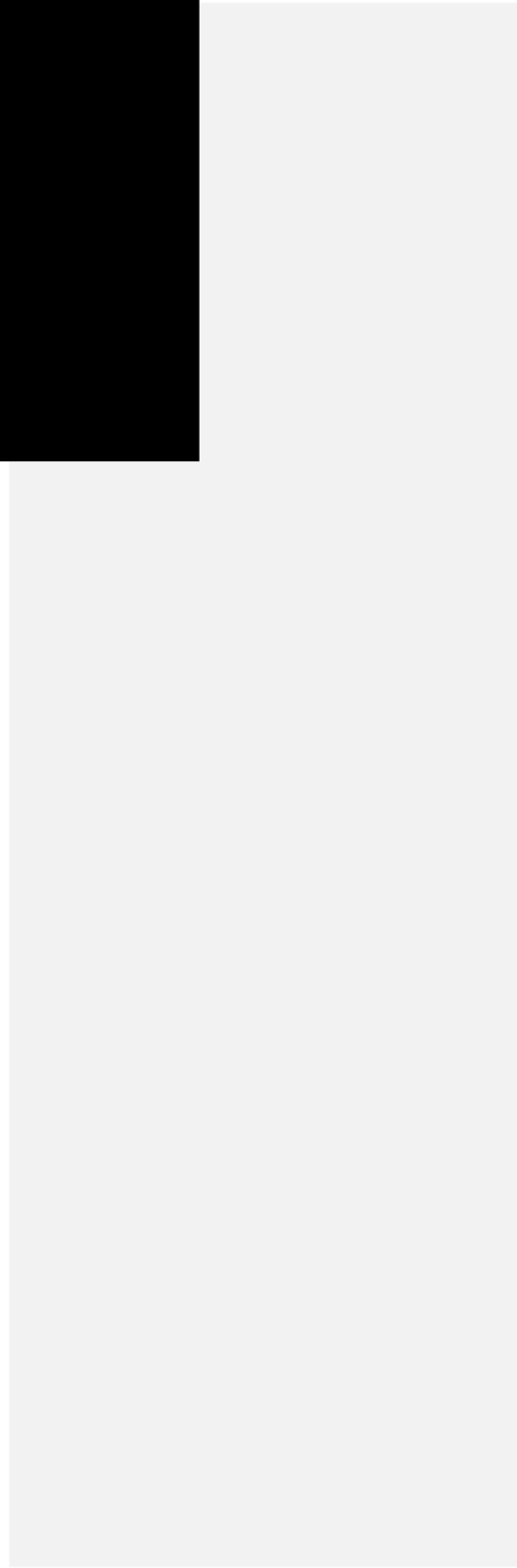
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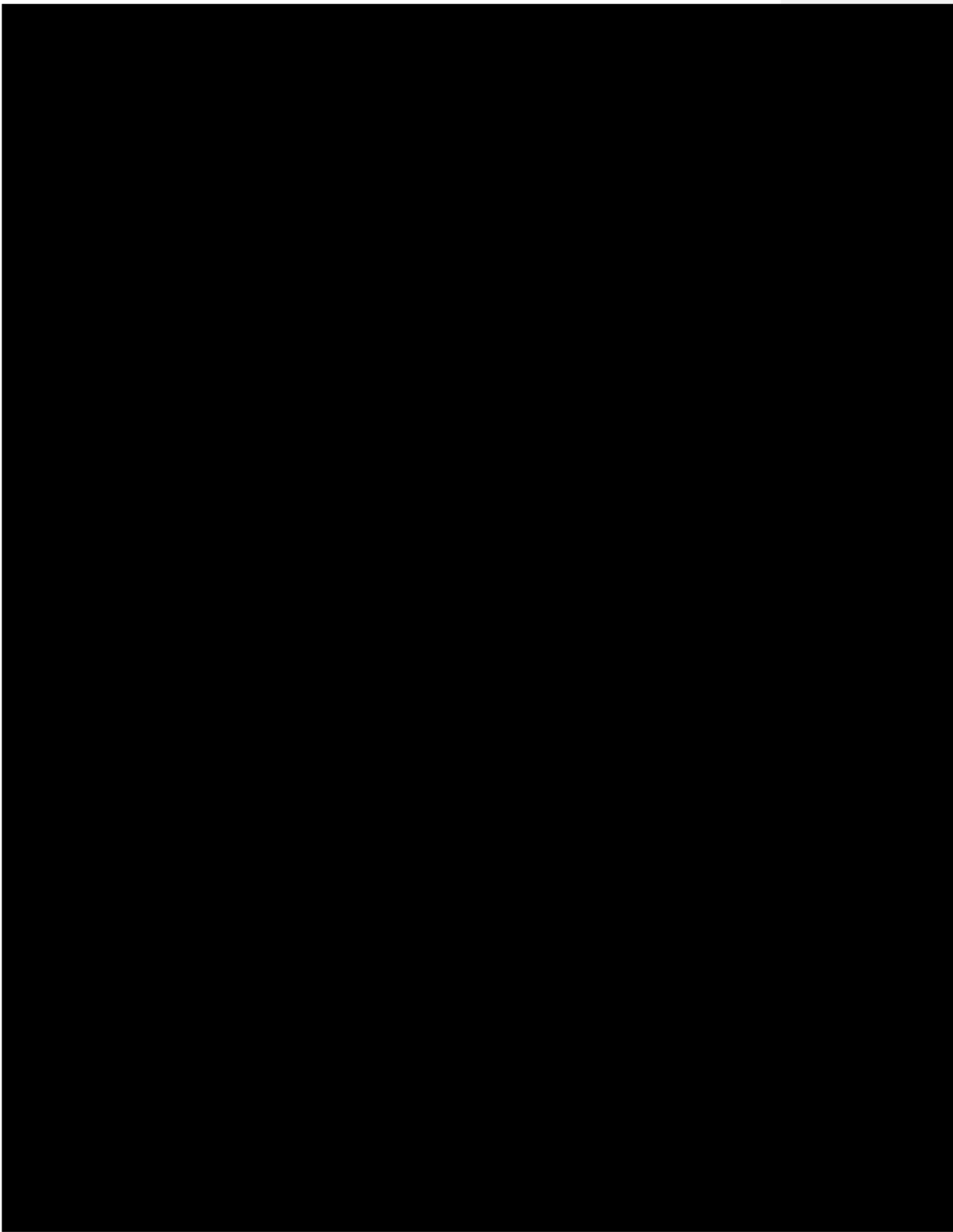


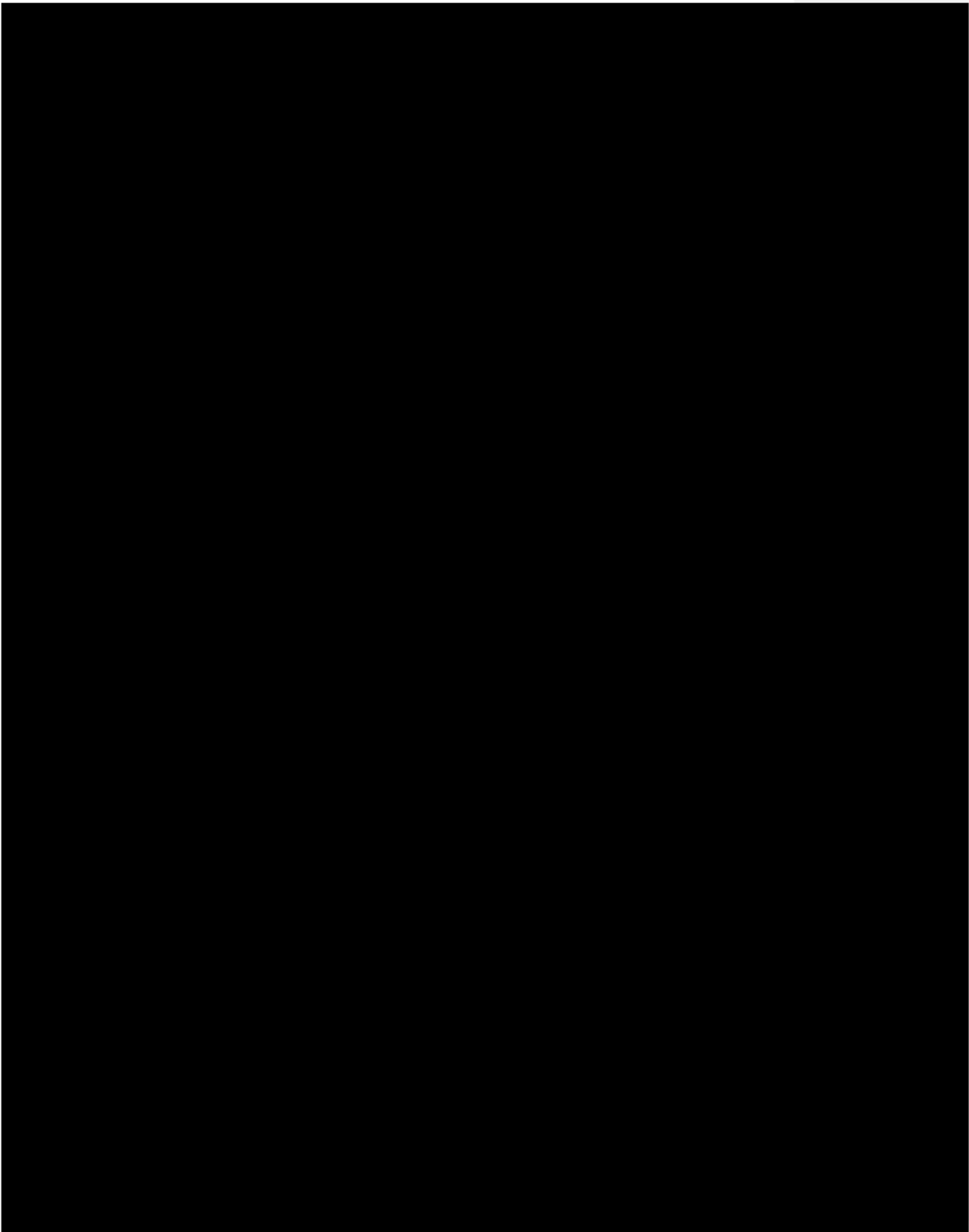


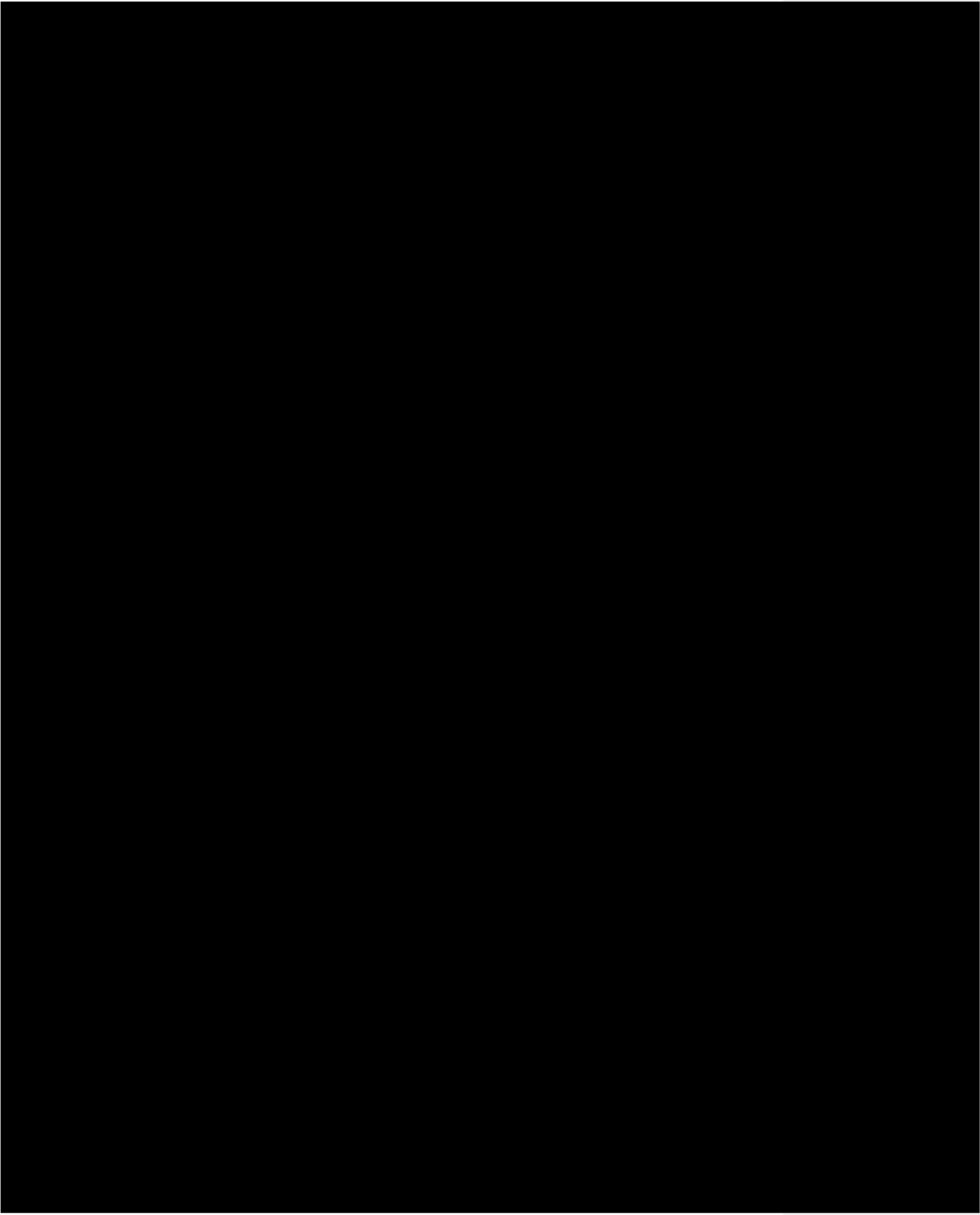


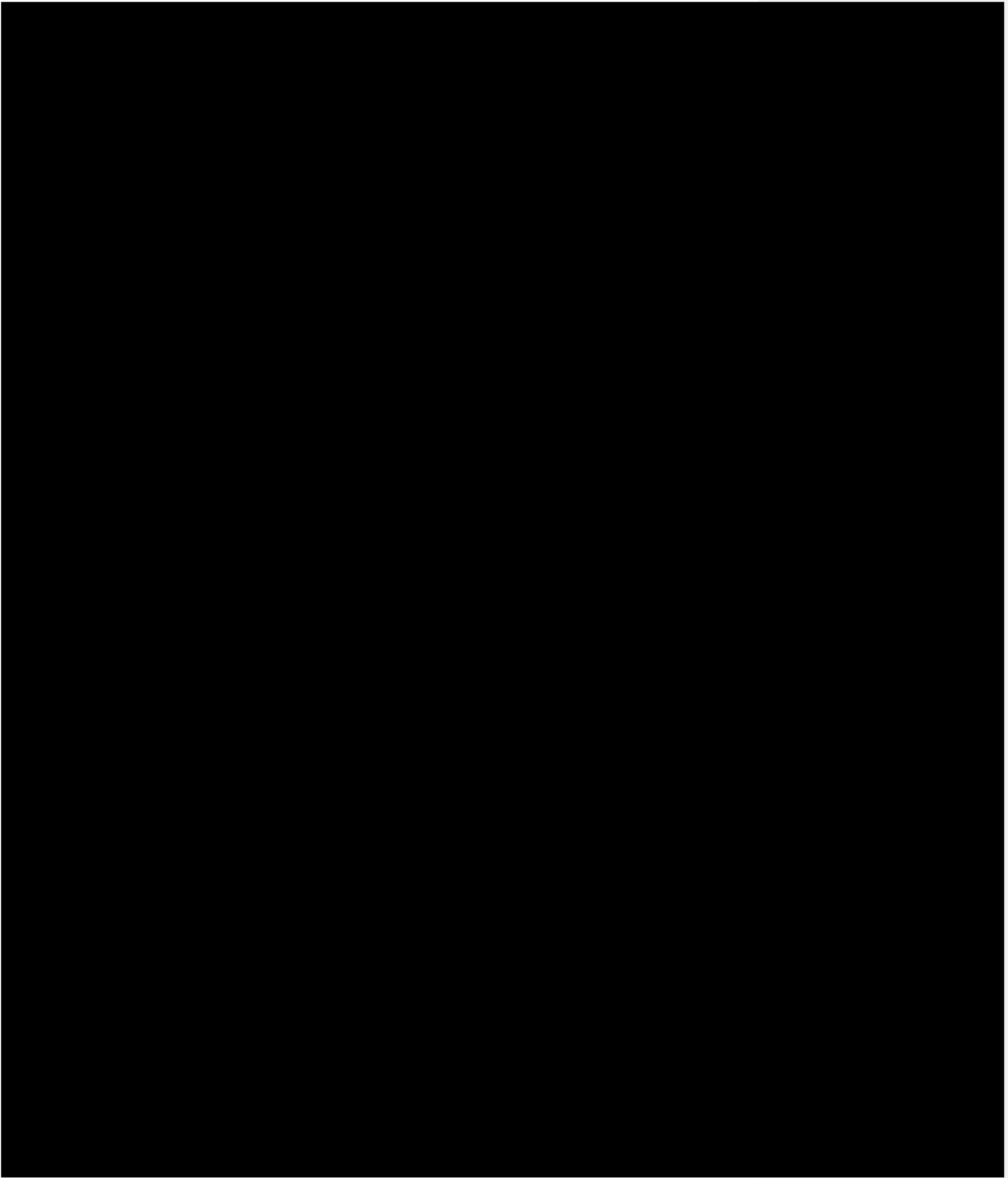


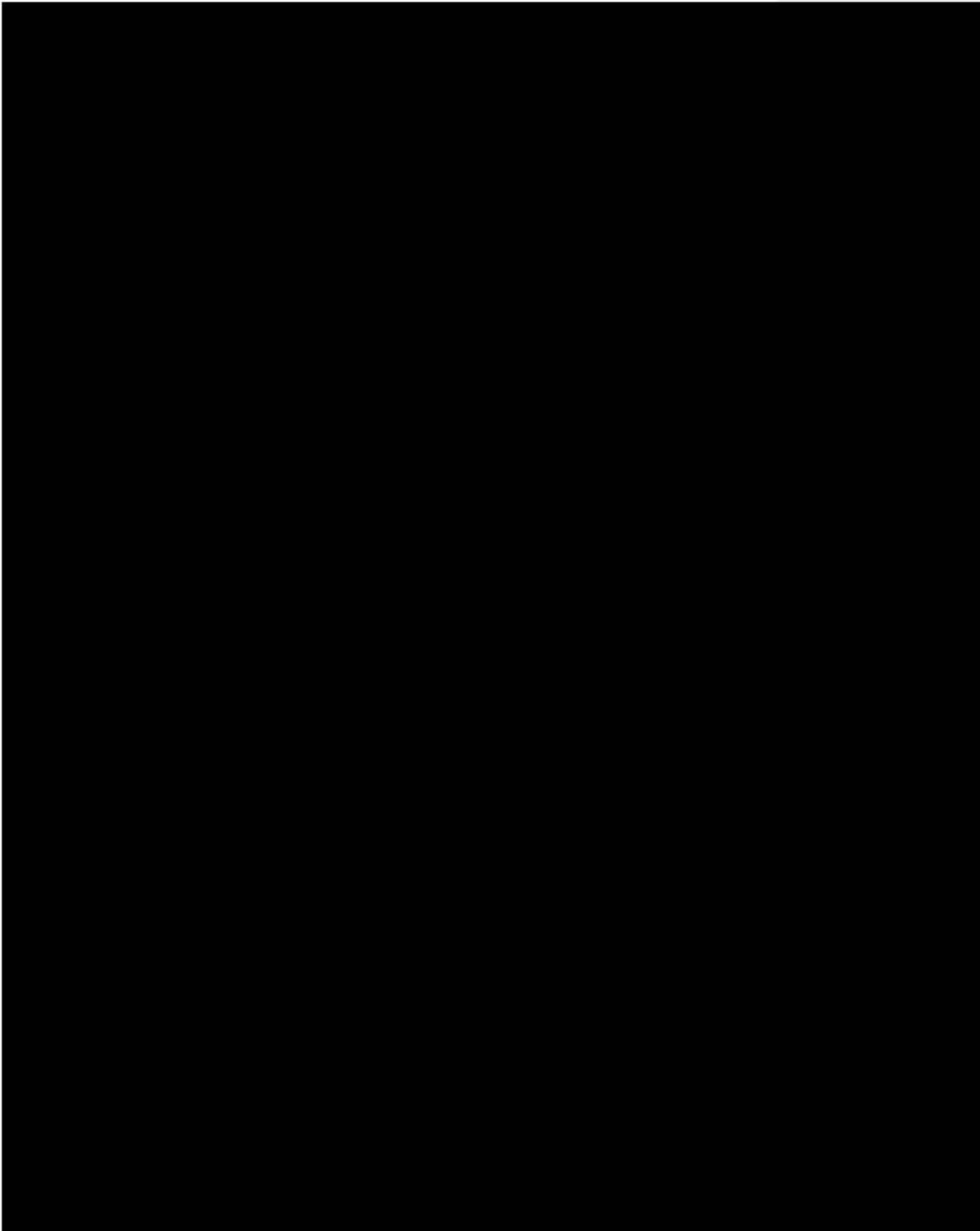


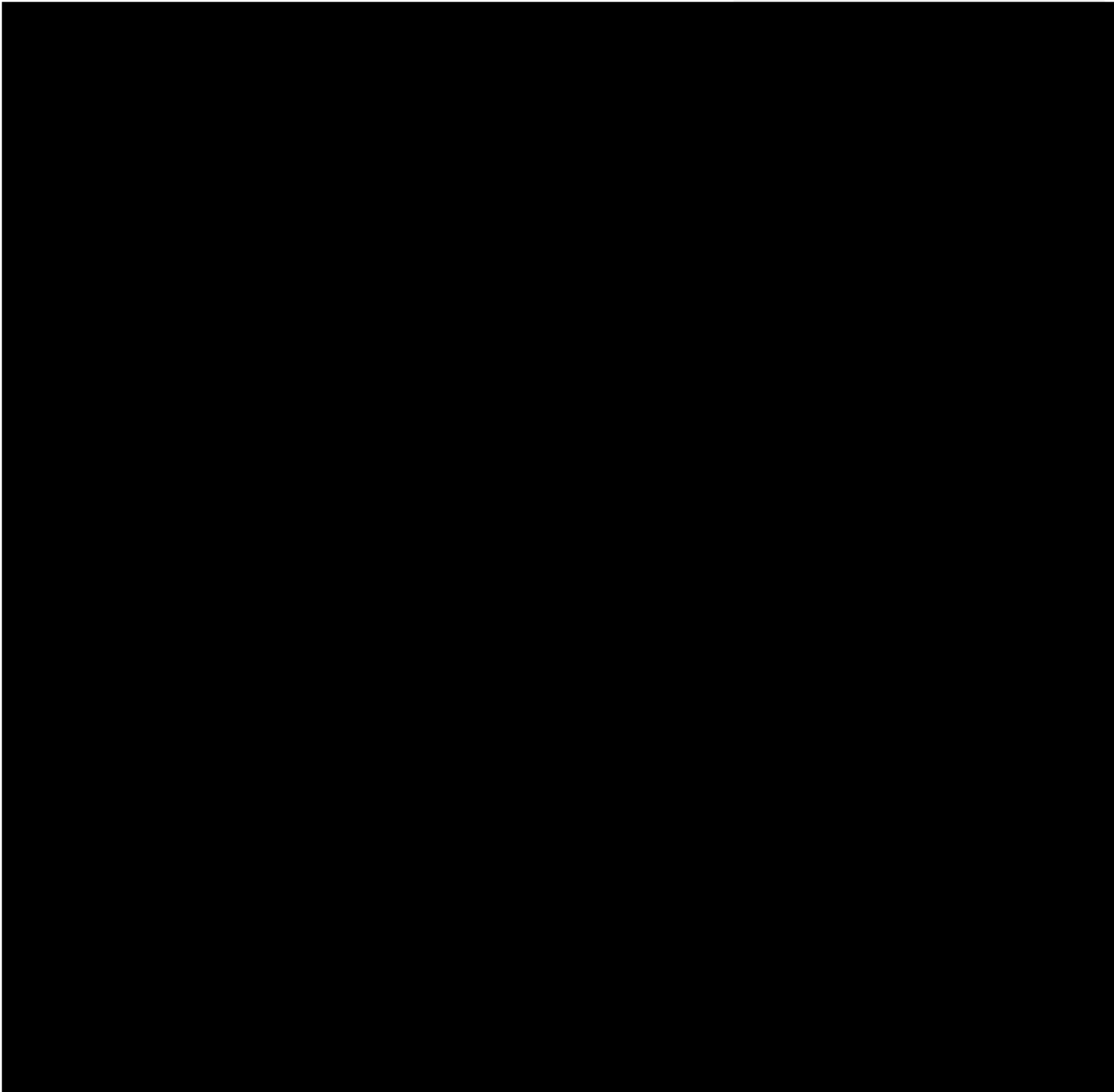


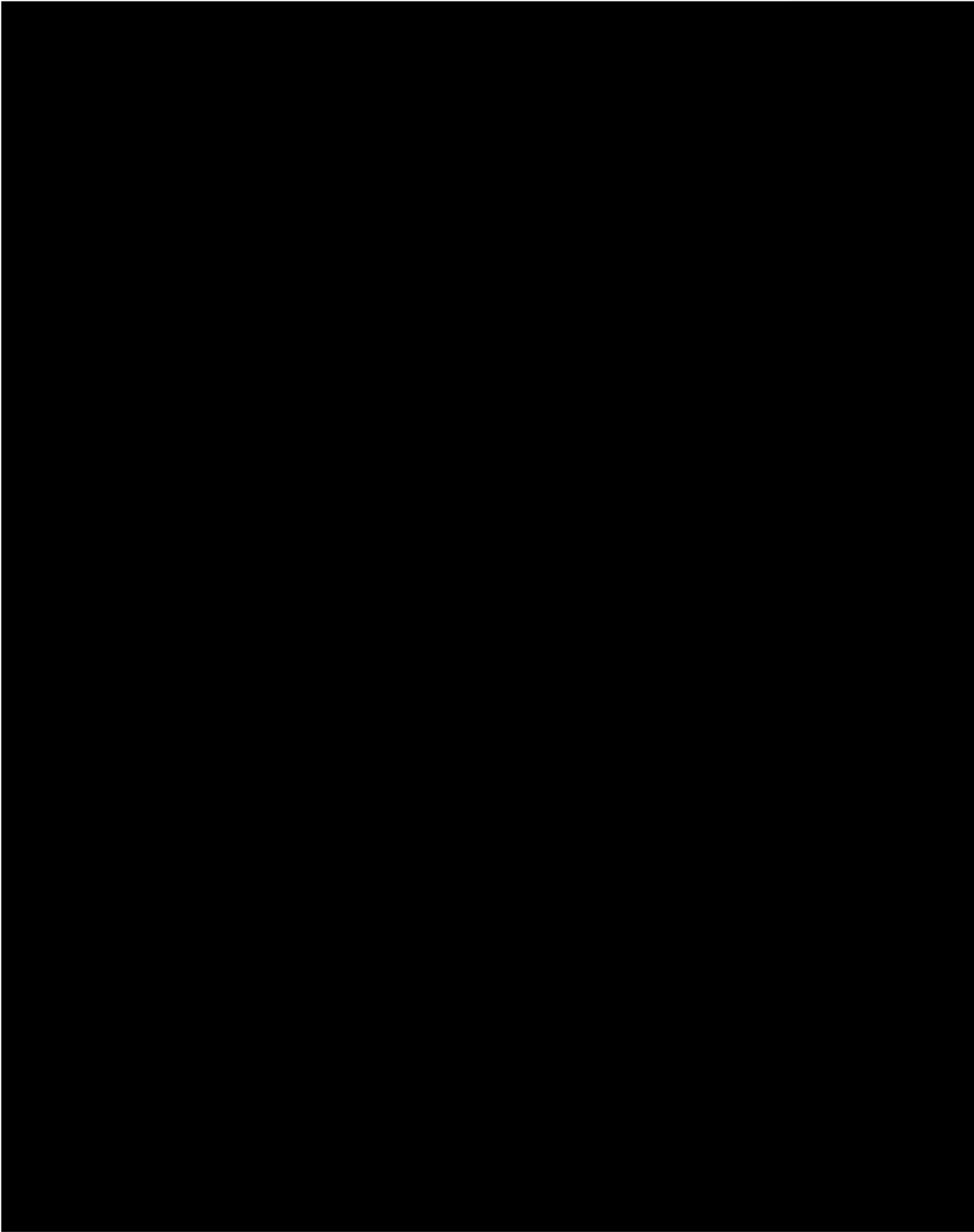


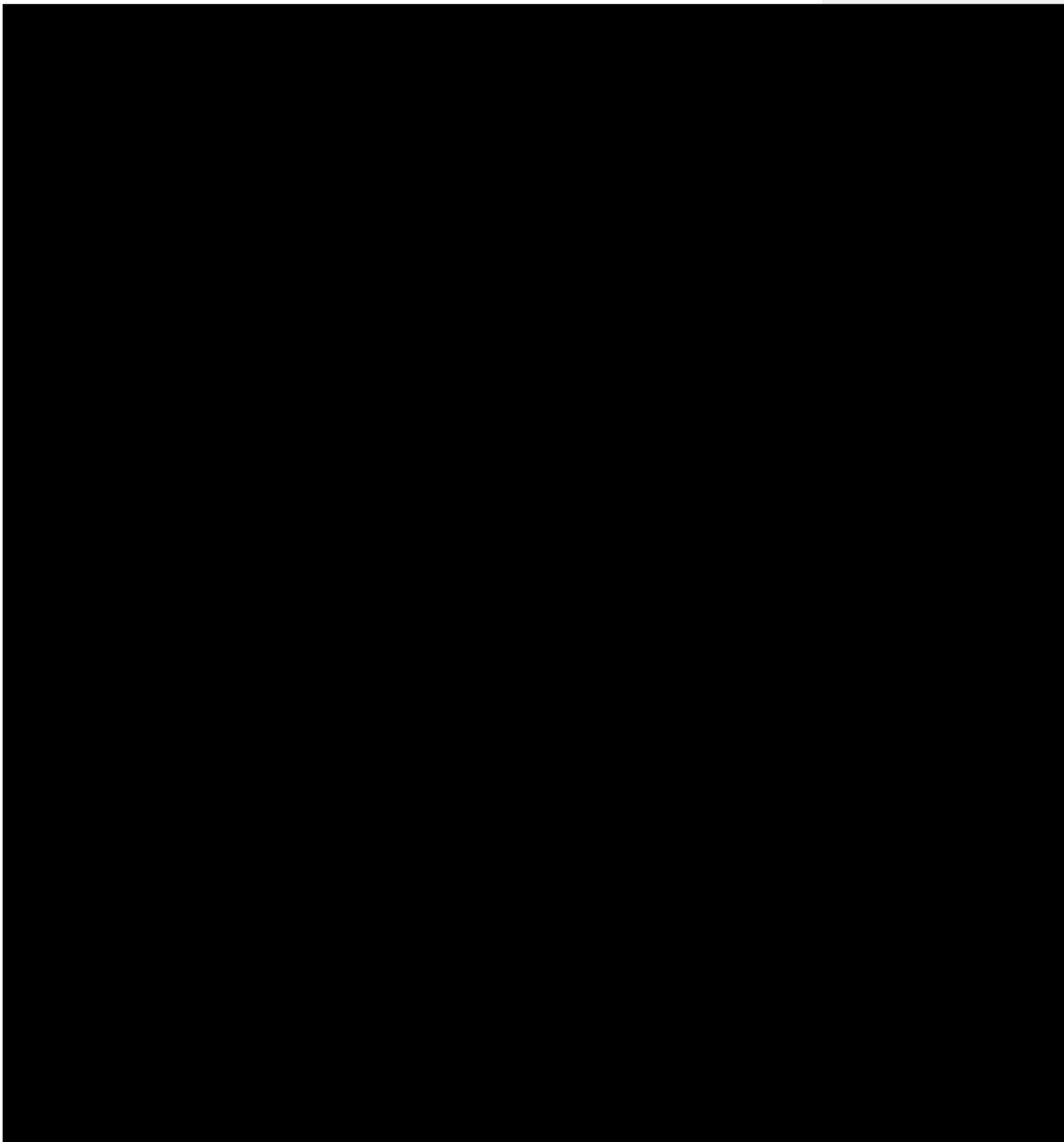












TAB P

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PUBLIC

From: Roi Ross
Sent: Monday, March 1, 2021 10:51 AM
To: Navin Arora; Chris Jensen; Marshall Berkin
CC: Greg Stark
Subject: RE: Shaw 1.5 GB - brief to Darren

Hi Navin,

No problem. My team already has a brief in the works on Shaw's 1.5GB launch and we have the plan for Shaw Wireless launch.

Greg will take the lead and I've discussed the following sections:

1) Brief on Shaw's 1.5GB launch(product/pricing/promotion - what have we learned and risk assessment)

--> Action plan: When will we launch and how will we respond in the interim

2) Brief on Shaw's wireless trials with business customers (product/pricing/promotions/customer eligibility - what have we learned?)

--> Action plan: what will we do when they launch and what are we doing until then

3) Tale of the tape for product - where are we ahead, where are we behind and when will we address by. Some examples:

- Wireless: [REDACTED]

- Premise Security and automation: [REDACTED]

- Virtual Health: [REDACTED]

- Unified Communications (Biz Con): [REDACTED]

- HSIA: [REDACTED]

- Cybersecurity and network security: [REDACTED]

- Managed WiFi: [REDACTED]

Marshall/Chris -- who can Greg work with on timing for launch of the above and tale of the tape product comparisons?

Thanks
Roi

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

From: Navin Arora <NAVIN.ARORA@TELUS.COM>

Sent: March 1, 2021 10:10 AM

To: Roi Ross <Roi.Ross@telus.com>; Chris Jensen <CHRIS.JENSEN@TELUS.COM>; Marshall Berkin <Marshall.Berkin@Telus.com>

Subject: Shaw 1.5 GB - brief to Darren

Hi, can I please get an email brief I can send Darren on Shaw's 1.5GB launch for business and what we believe is their imminent launch of Shaw Mobile and what our response plan is. Bullet point is fine. I would layer in our timelines for matching / superior and differentiated capabilities in a "tale of the tape" fashion. Can I have this for end of day Wednesday please? Thanks.

Navin

TAB Q

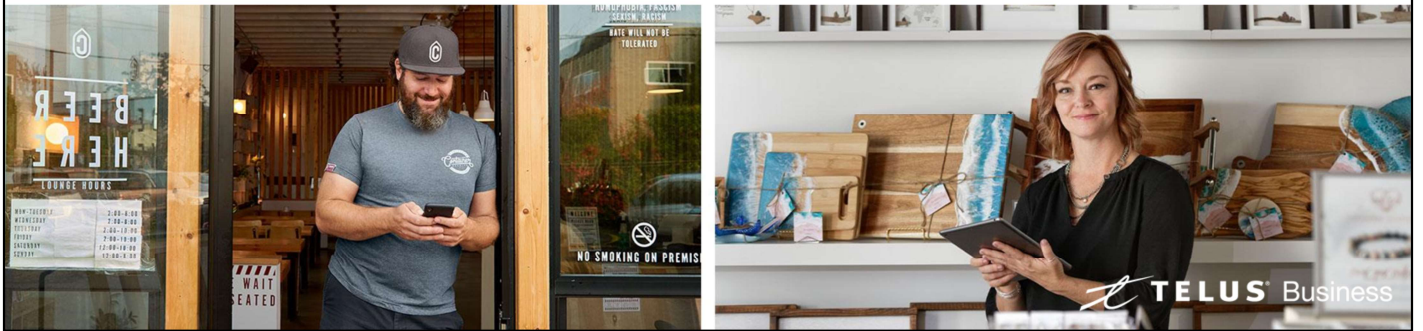
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Small Business Wireless P&L Review
March 2nd, 2021



Agenda

This Week	Prime	Ask	Time
Discussion	Austin	Update	10 minutes
Shaw Update	Roy & Austin	Update	20 minutes

 Discussion



Dan Webster
Owner, Container Brewing

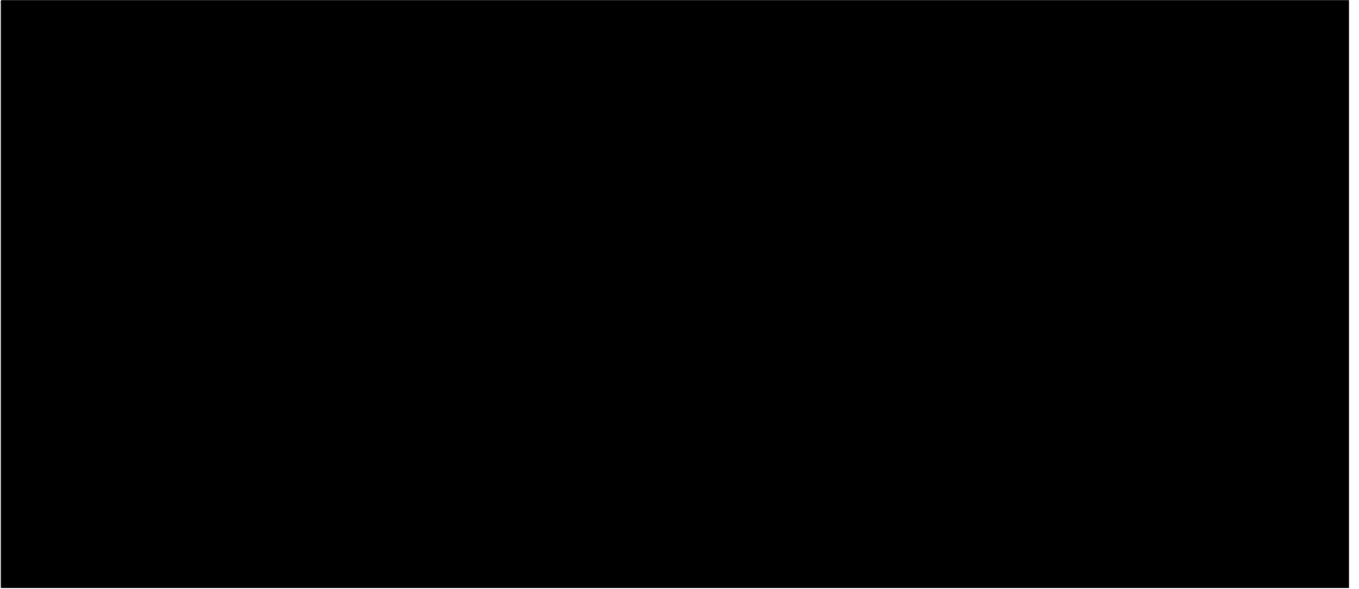


Shaw Update

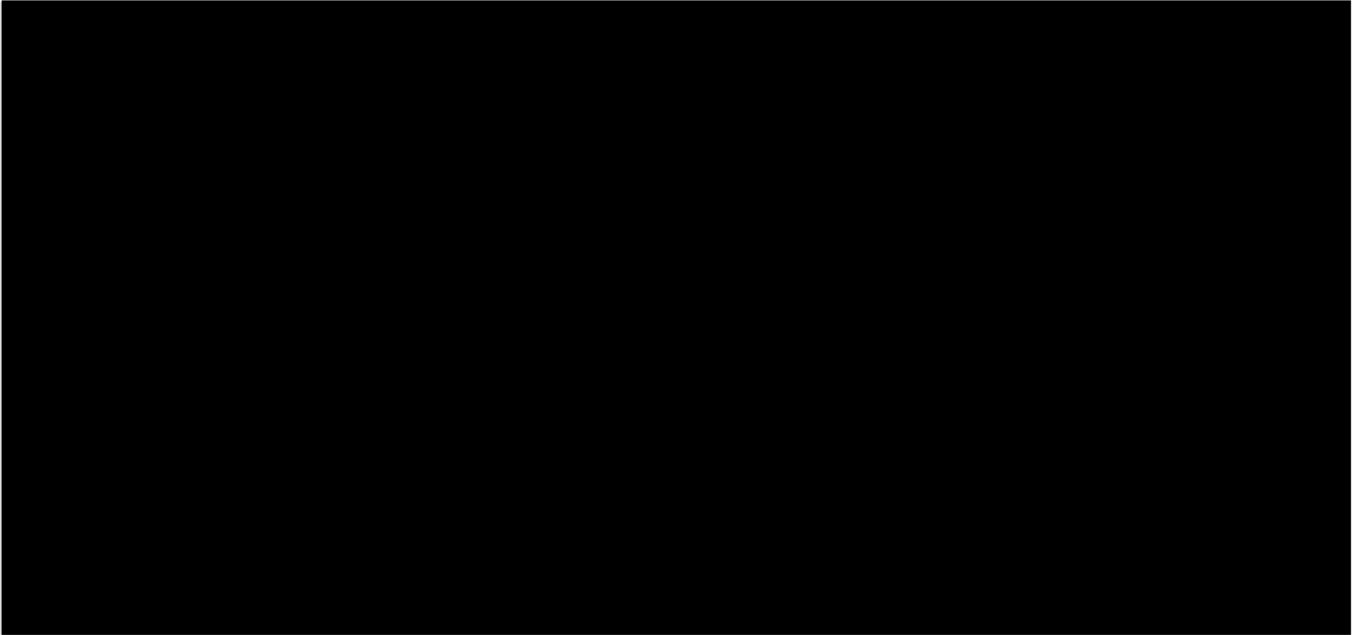


Evelyne Nyairo
Owner, Ellie Bianca

Shaw Update | CI



Shaw Update | Action Log



Shaw Update | Action Log

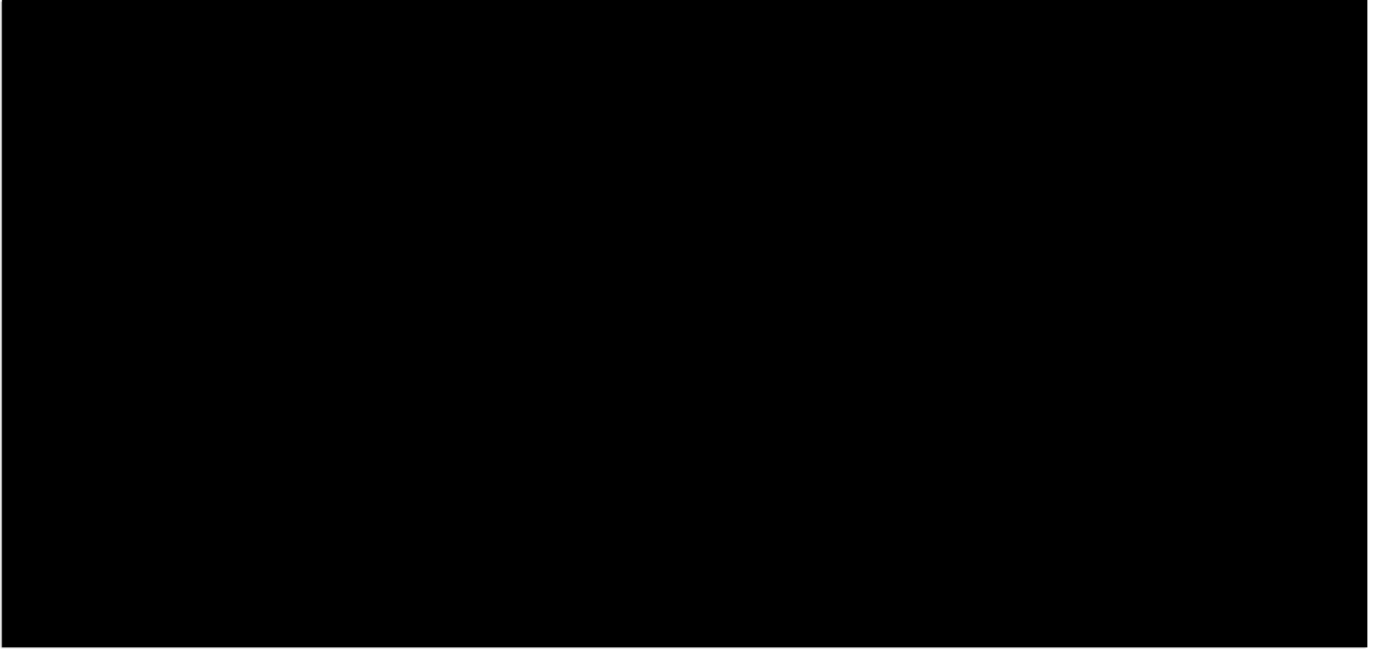


Shaw Update

[REDACTED]

[REDACTED]

Shaw Update | Customer 360 View Preview



Appendix



Megan Szanik
Owner, Espy Experience

TAB R

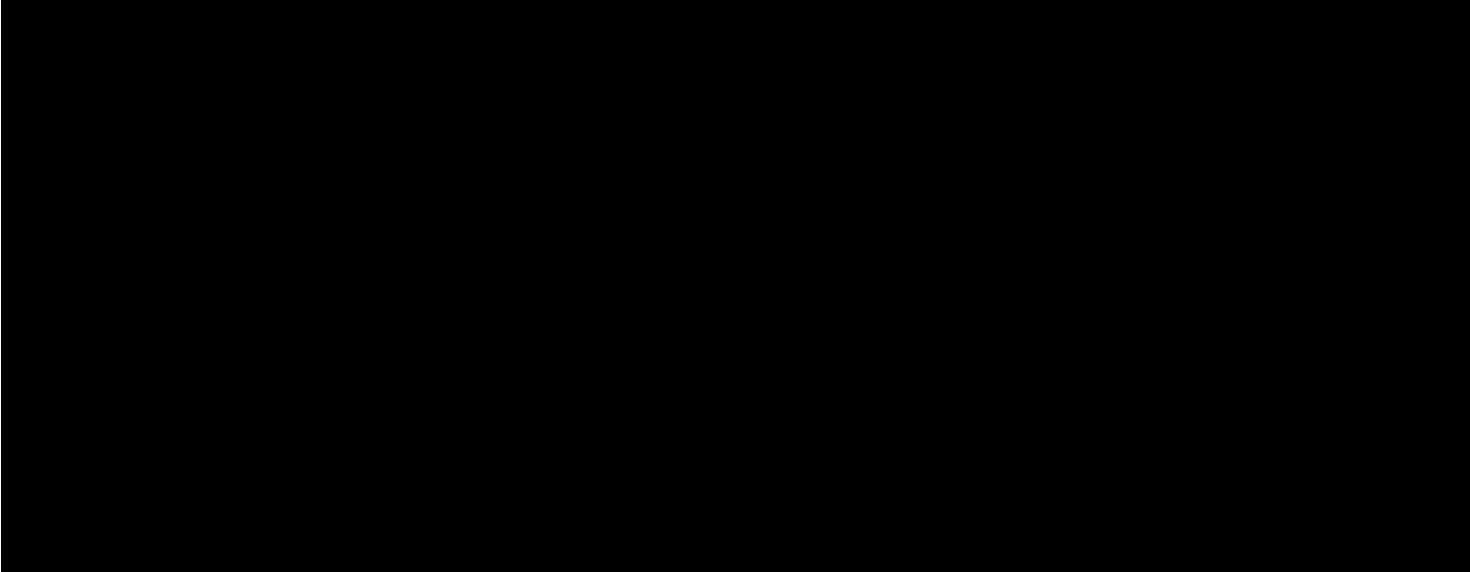
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Jayne Cooke

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Hi Darren,

We wanted to brief you on a number of developments over the past week as it relates to Shaw's small business offering. Over the couple weeks, Shaw has launched a 1.5GB HSIA speed tier and have also begun very limited trials of Shaw Mobile for business.



Below you will find a brief summary of the Shaw changes along with a tale of the tape of the competitive landscape.

Shaw launches Internet 1.5GB in Business

Shaw has now launched 1.5GB in the business, following their consumer launch last November. This speed profile is available to most of Shaw's footprint across most of their business products. Shaw has placed a premium on this offering in Business, pricing it at \$199 on a 3yr term (\$240 MTM). This is in comparison to their far more aggressive consumer price points of \$165 on a 2yr term (\$175 MTM).

Our 1.5GB Readiness:

- [Redacted]
- [Redacted]

Interim Response:

- [Redacted]
- [Redacted]
- [Redacted]
- [Redacted]

Shaw Mobile starts wireless trials for Business

We confirmed Shaw Mobile has started business trials to a preselected group of existing Shaw business customers. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

TAB S

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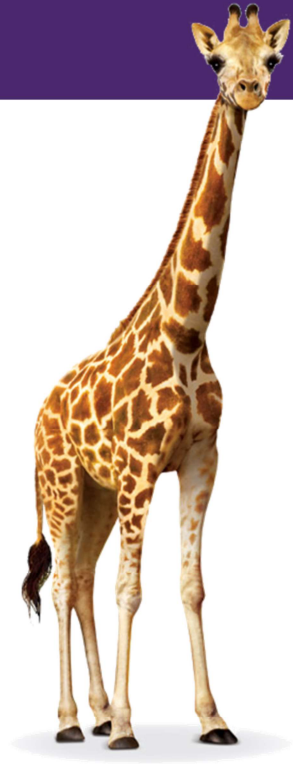


TELUS Mobility
Project [REDACTED]

October 23th | Core Team Meeting

Agenda

- 1) NDA
- 2) Business Case
- 3) Rate Plan Simplification Update



Radical Simplification Context

Building from our Strat Check narrative:



We will achieve our Digital Transformation and drive a step-change in our support costs *only* if we **address the complexity at the heart** of our business



We must **FIRST truly simplify for the customer** BEFORE we compromise to accommodate our needs, financial or otherwise



Radical simplification requires that we consider our **complete, integrated value proposition**. We must be willing to take on our sacred cows



Radical simplification is the **best path forward** to address [REDACTED]



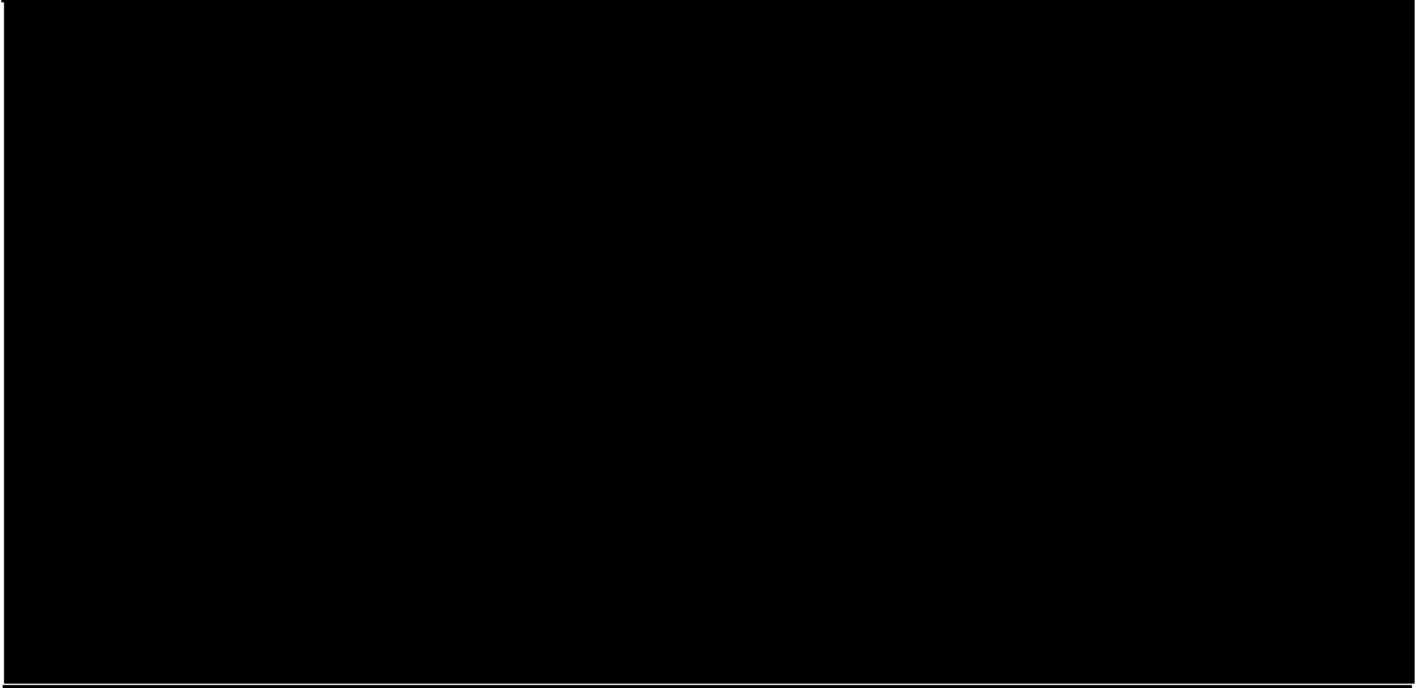
[REDACTED]



Business Case Discussion

TELUS Restricted

Key Assumptions



Simplification to create \$xM Benefits



Rate Plan Simplification

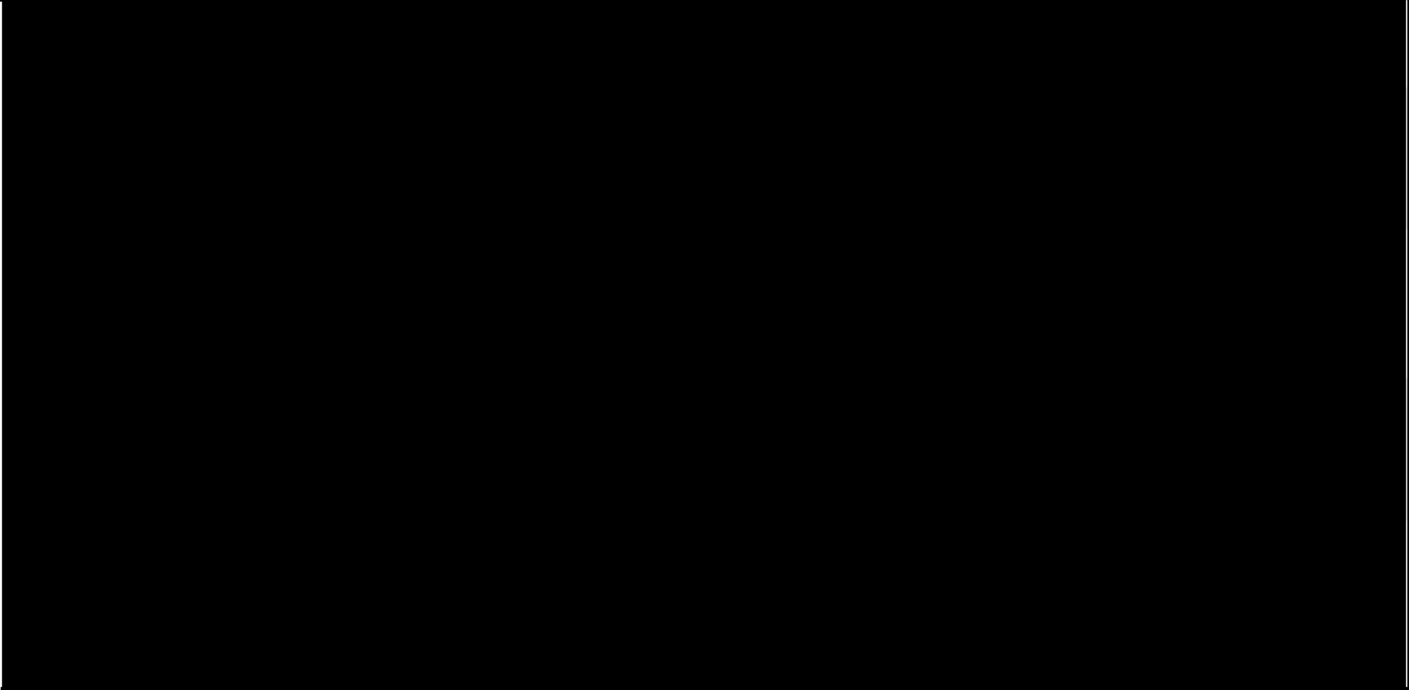
TELUS Restricted

7

Combo plans – Phase 1 launched alongside Easy Pay



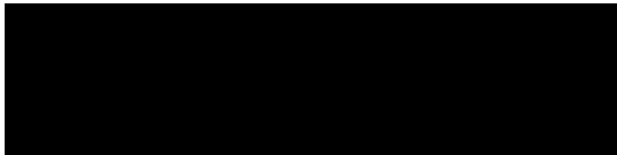
Smartphone add-a-line pricing



BYOD Smartphone add-a-line – today vs. tomorrow



Total Monthly Cost – today vs. tomorrow



TAB T

THIS IS **EXHIBIT "T"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

A Commissioner for taking Affidavits, etc.



TELUS Mobility Project [REDACTED]

November 22nd | Simplification Update

Agenda

- 1) Executive Summary & Strategic Context [~10 mins]
- 2) TELUS *Fair & Simple* Value Proposition [~30 mins]
- 3) Financial Impacts & Competitive Implications [~45 mins]
- 4) Marketing Platform Evolution [~15 mins]
- 5) Execution Plan & Next Steps [~10 mins]



Executive Summary

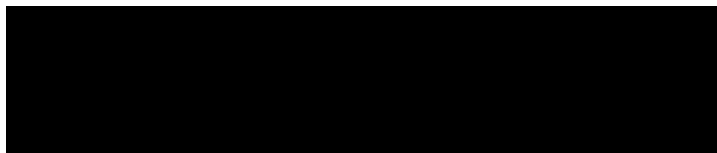
1. Our **current** pricing structure is [REDACTED]
 - [REDACTED]
 - [REDACTED]
 - [REDACTED]
2. The **key opportunity** to simplify our value prop is to **separate device and service**
 - [REDACTED]
 - [REDACTED]
 - [REDACTED]
3. Building on this, we can **simplify** our plans to further reduce **support costs** and drive **digital**
 - [REDACTED]
 - [REDACTED]

Scope & Approach

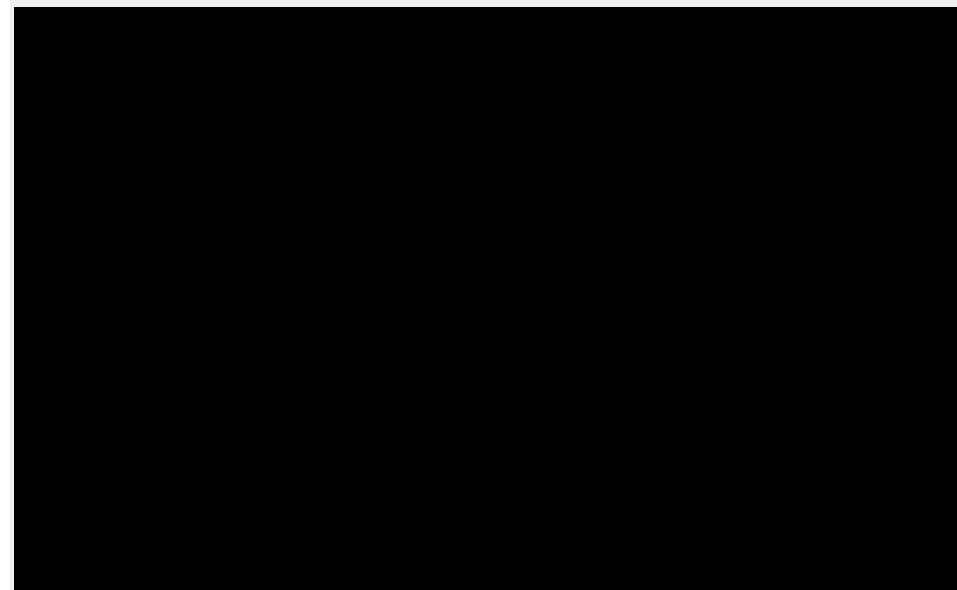
strat check identified **6 main opportunities** for smart simplification in our business. scope was defined to solve for the interwoven sources of today's pricing complexity with a **"Fair and Simple"** approach.



- Separating device from service (i.e. Device Repayment) is the foundational opportunity to remove complexity
 - Confusing relationship between device and plans costs
- Combo Plans and No Overage / Throttled Plans build on this to address:



Parallel Initiatives



Strategic Context - *Device Repayment*

The challenges with the legacy subsidy model are **not unique** to us - the move is **inevitable**

- **Device subsidies are increasingly difficult to maintain due to rising OEM costs**
 - [REDACTED]
- **This is a global trend driven by customers (and regulators)**
 - Subsidy models eliminated in the U.S., Japan, and U.K.
- **In Canada, upstart competitors are already moving**
 - Freedom > Shaw, Sasktel, Fido
- **We believe there is a strong chance one of the other premium carriers will do this**
 - [REDACTED]

This is a huge opportunity and one of the Canadian premium carriers will take it



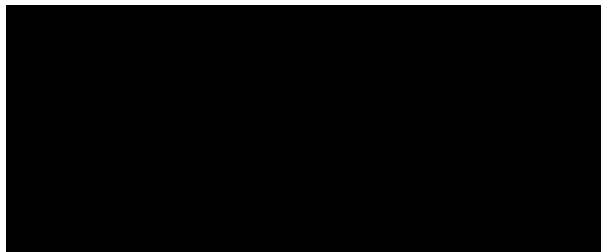
Fair & Simple Value Proposition

Core Value Prop Simplification Overview

Integrated plan to address the complexity in our core value proposition through:

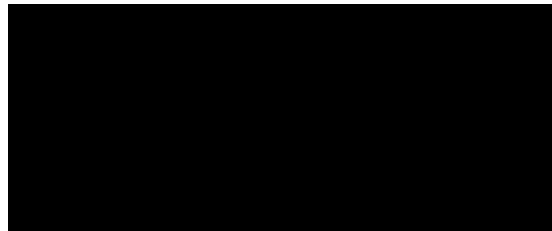
1) Separating Device from Service - [Redacted]

- Create transparency and accountability around what customers are paying for
- Provide simple and discrete purchase decisions that enable online activations & renewals
- Allow informed trade-off between what customer pays upfront vs. monthly



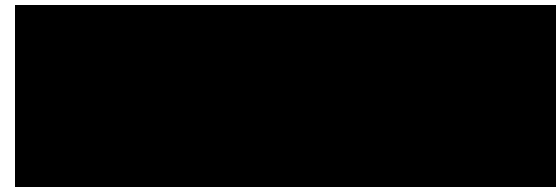
2) Combo Plans - [Redacted]

- Reduce the number of choices a customer needs to navigate
- Make it easier to manage each subscriber on a family account



3) Step-up / Unlimited Data

- Reduce uncertainty on customer's bill
- Provide "unlimited" data peace of mind in preparation for 5G



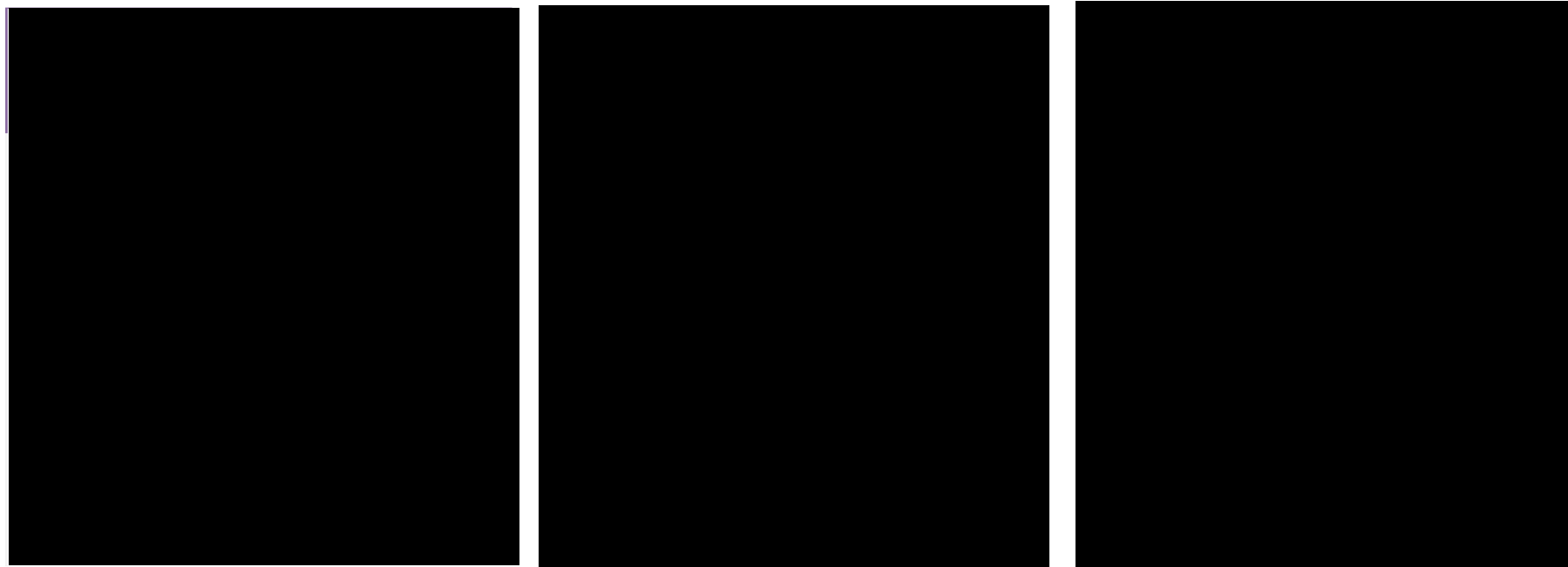
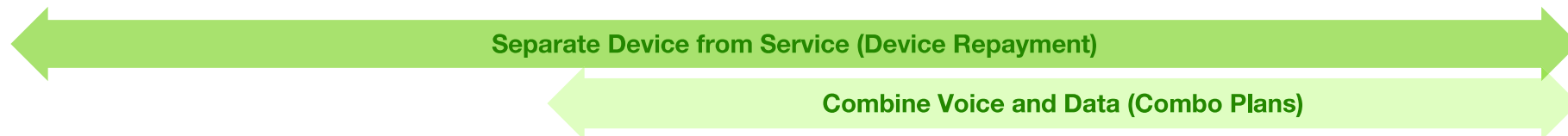
Concurrent

4) Transform our Service Model

5) Drive Brand Consideration & Team Engagement



Today's Pricing Complexity - *driven primarily by subsidy model*



Today's Pricing Experience

1) Choose Device



Apple iPhone Xs

2) Pick Device Price (5 choices)

- Platinum
 - Starting at \$115 per month on a 2-year plan **\$460**
- Premium+
 - Starting at \$105 per month on a 2-year plan **\$660**
- Premium
 - Starting at \$95 per month on a 2-year plan **\$860**
- Standard
 - Starting at \$85 per month on a 2-year plan **\$1010**
- Retail
 - Full retail price **\$1415**

3) Pick Voice Plan (4 choices based on device price)

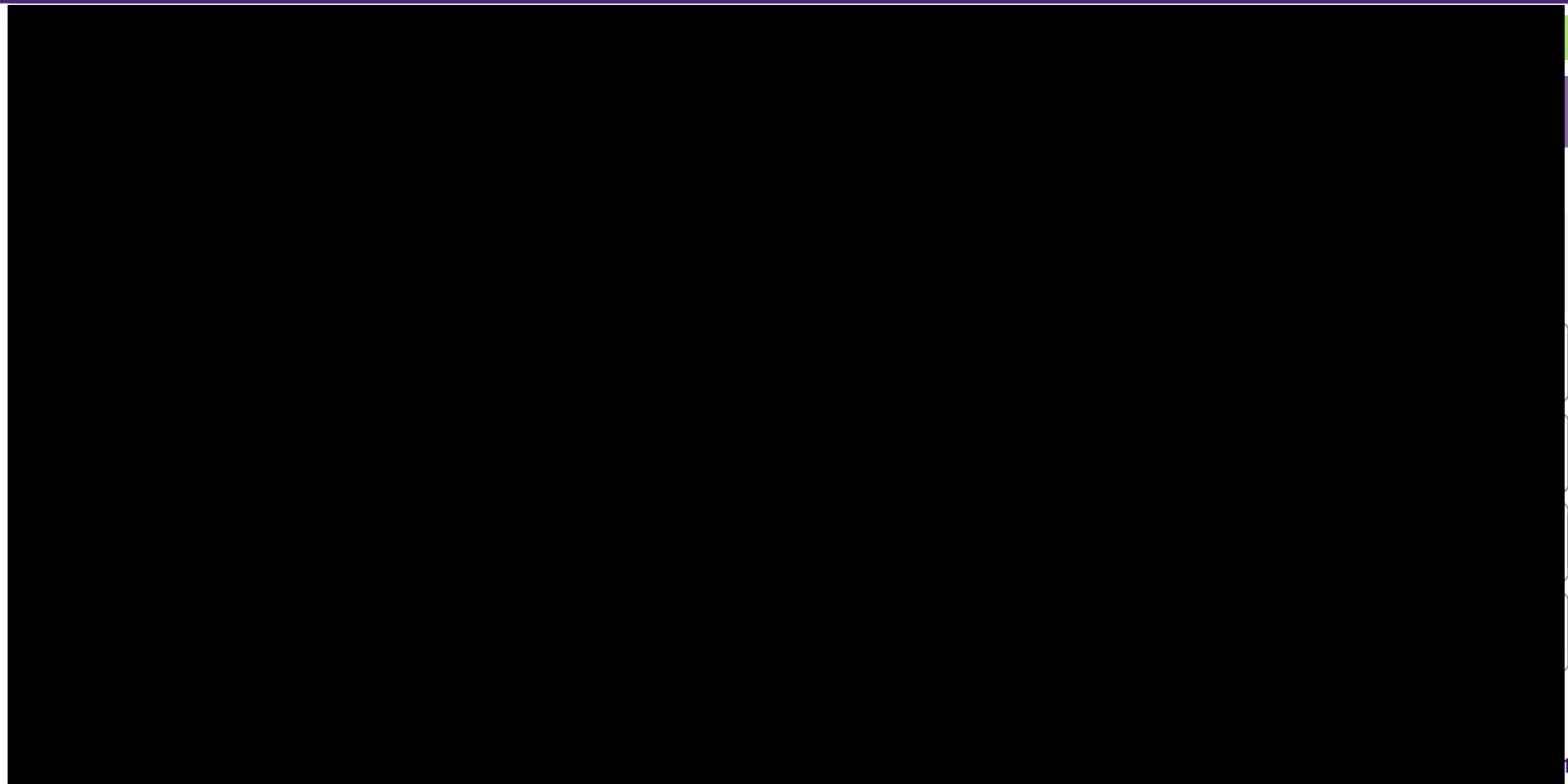
- Unlimited local calling **\$90 /mo**
- Unlimited nationwide **\$95 /mo**
- Canada-US **\$110 /mo**
- Canada-China **\$115 /mo**

4) Add Data (10 choices)

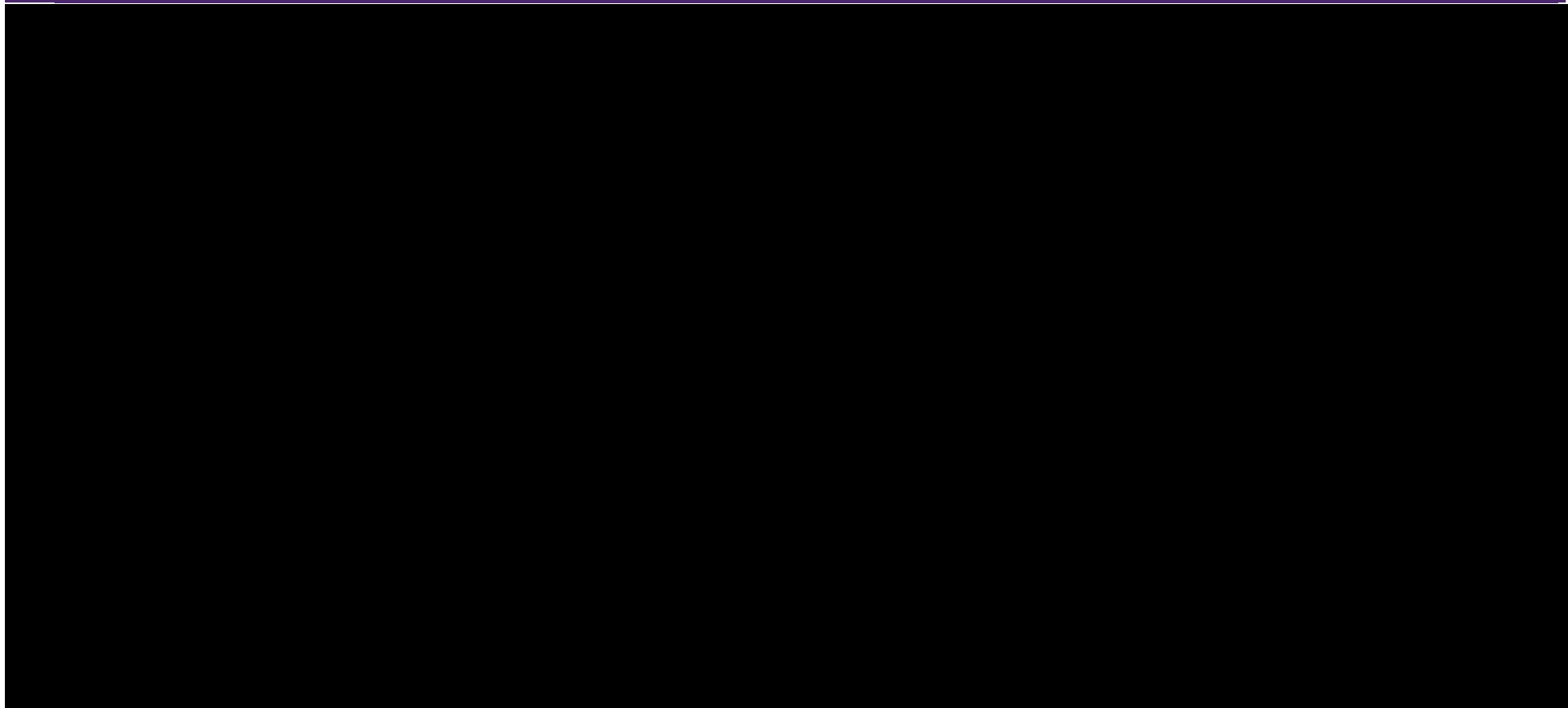
- 1 + 2GB **\$25 /mo**
- 2 + 2GB **\$30 /mo**
- 4 + 2GB **\$35 /mo**
- 6 + 2GB **\$45 /mo**
- 6 other options!**

Customer mindset

Tomorrow's Simplified Pricing Experience



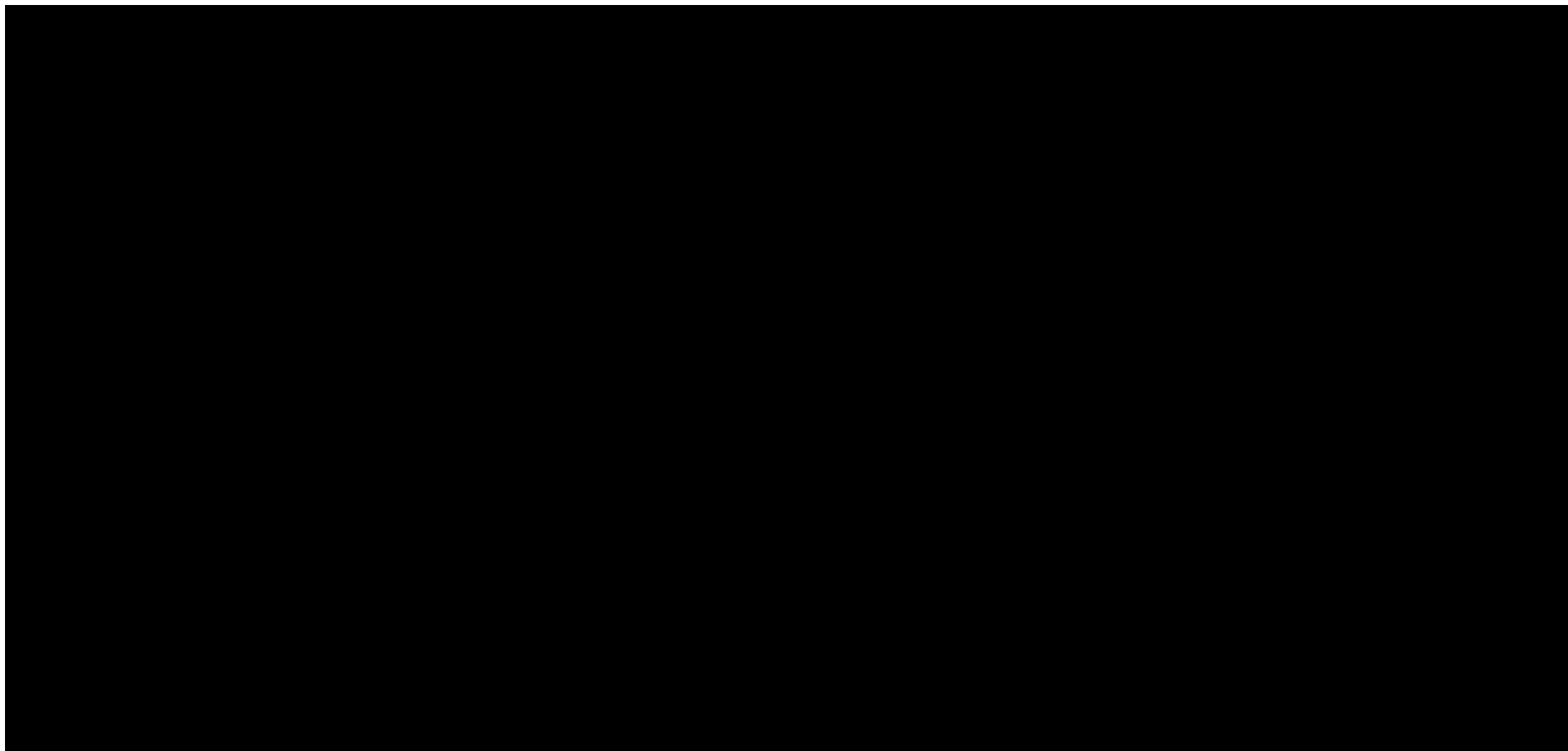
Combo Plans Detail

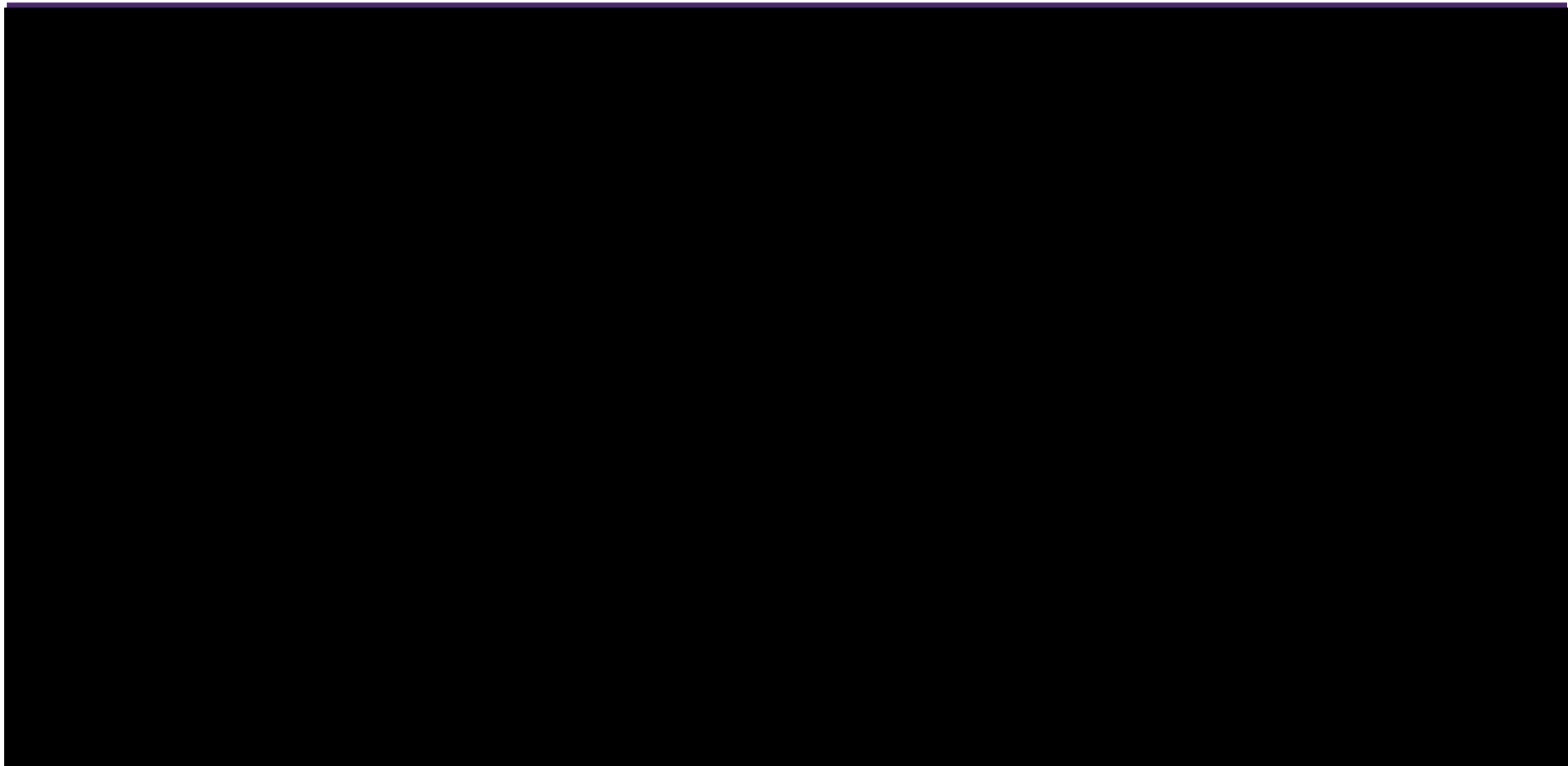
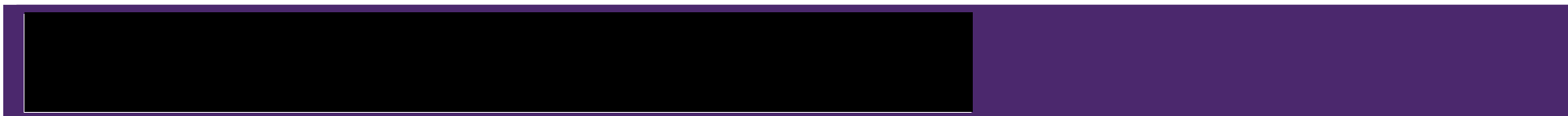


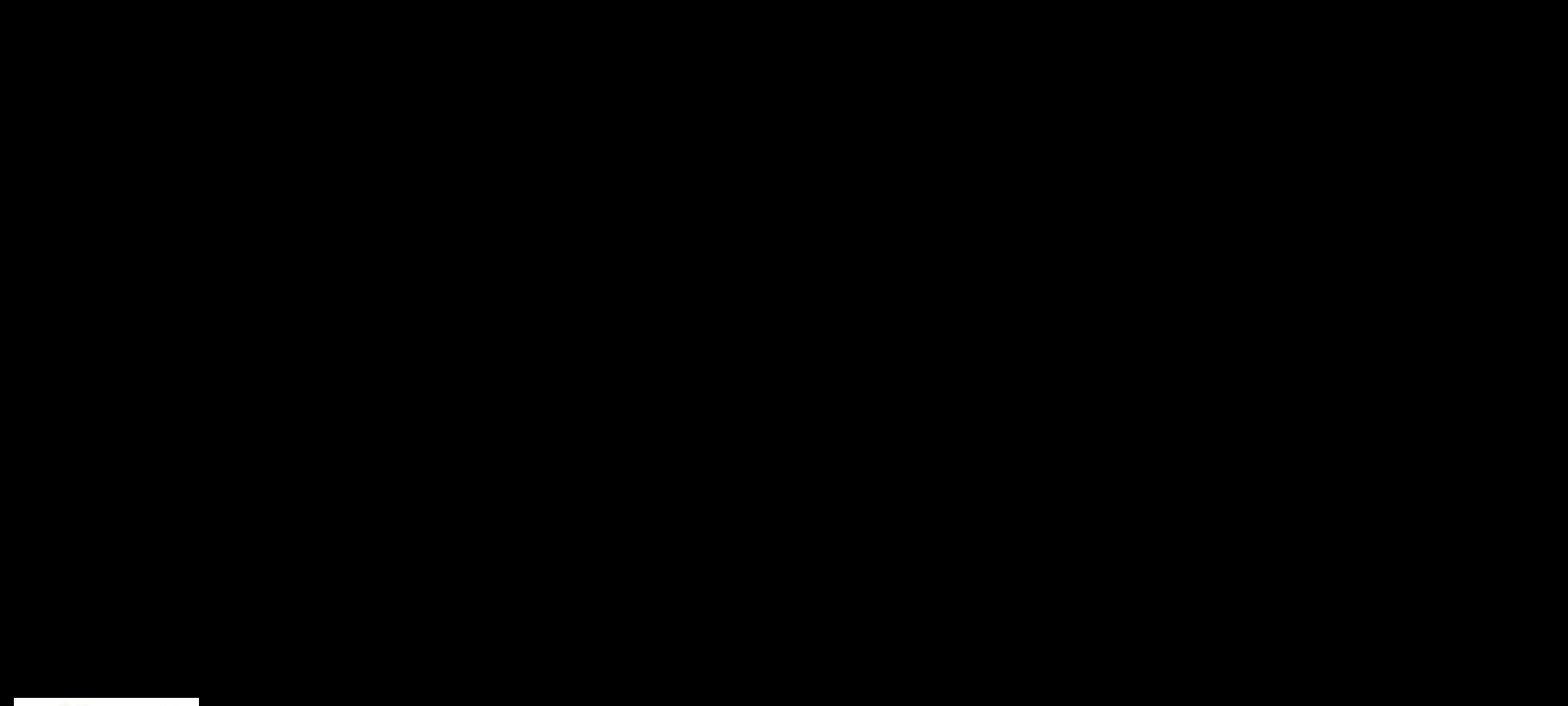


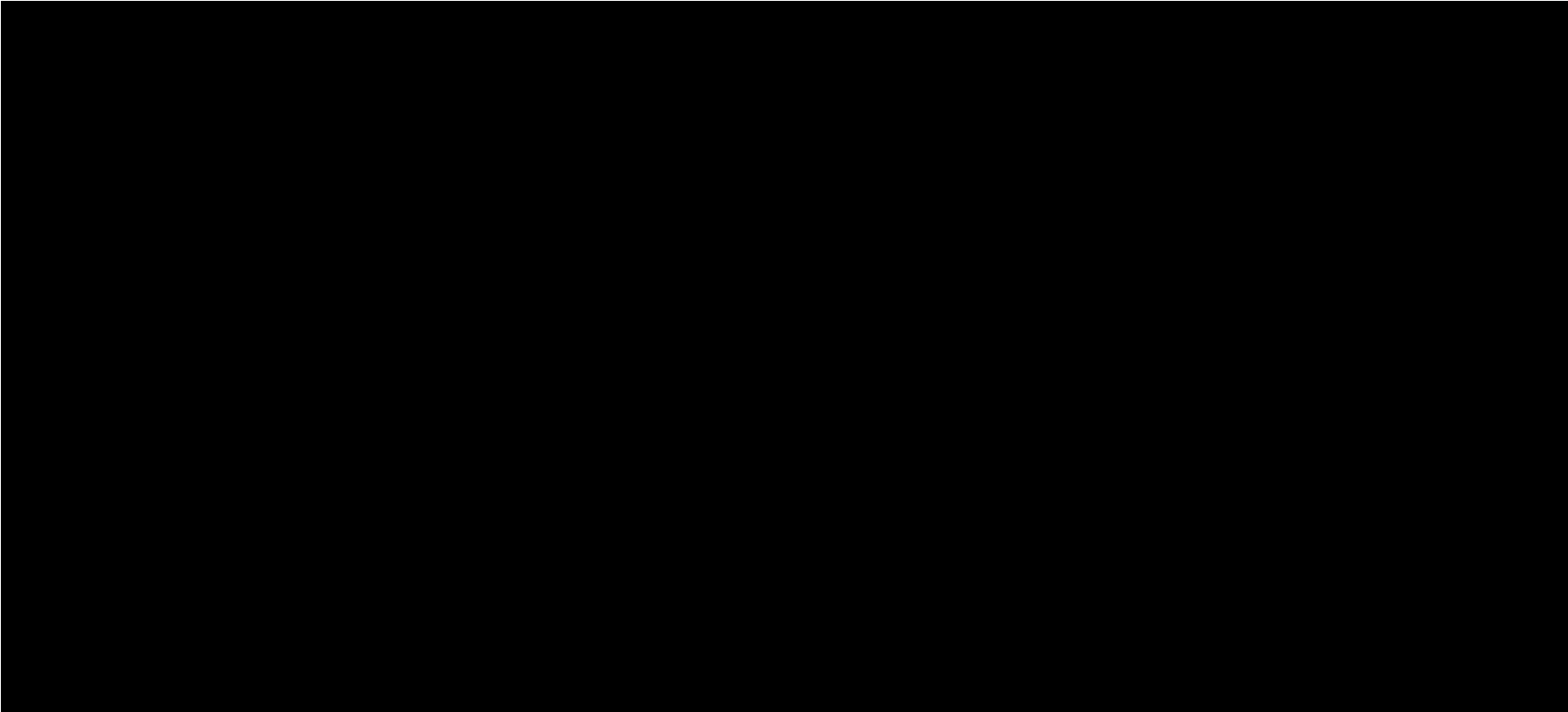
Financial Impacts & Competitive Implications

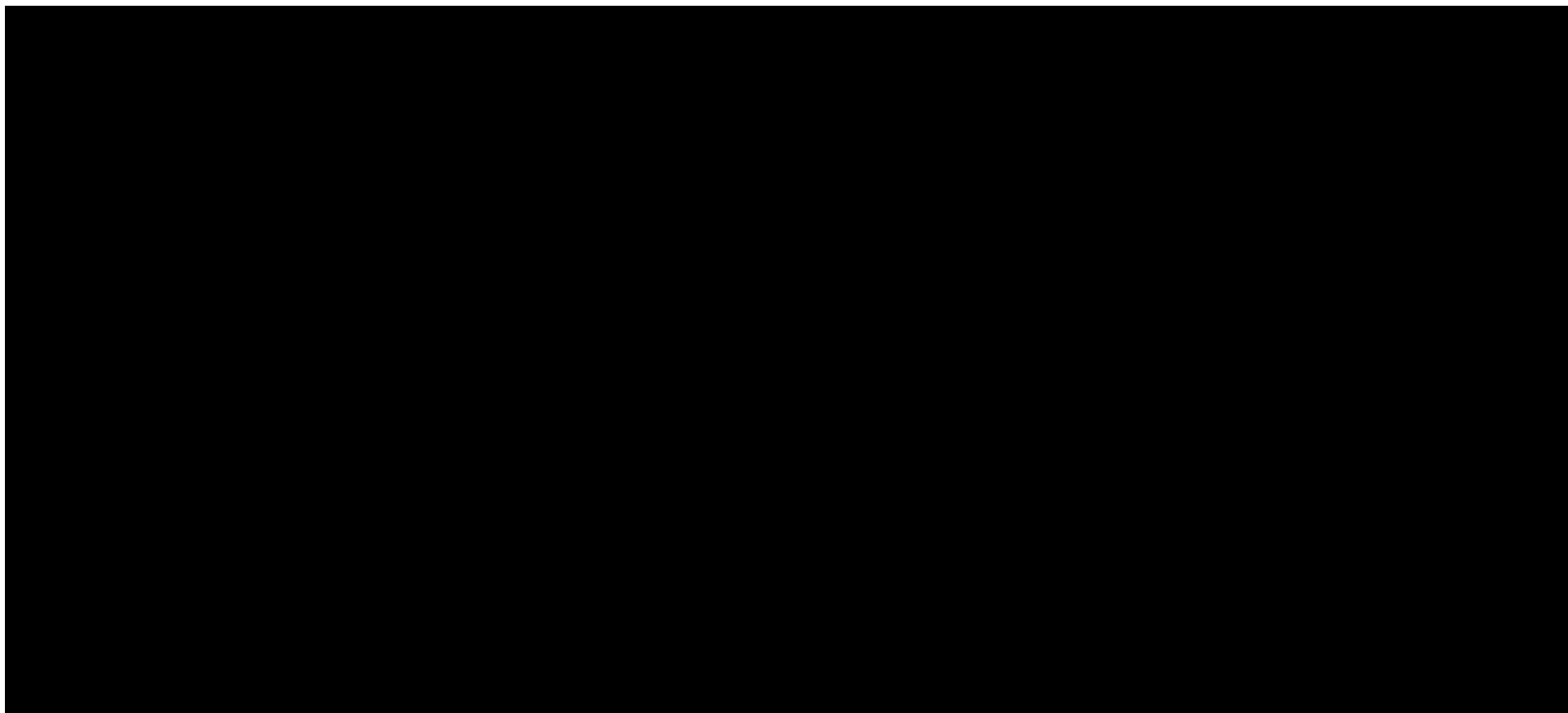


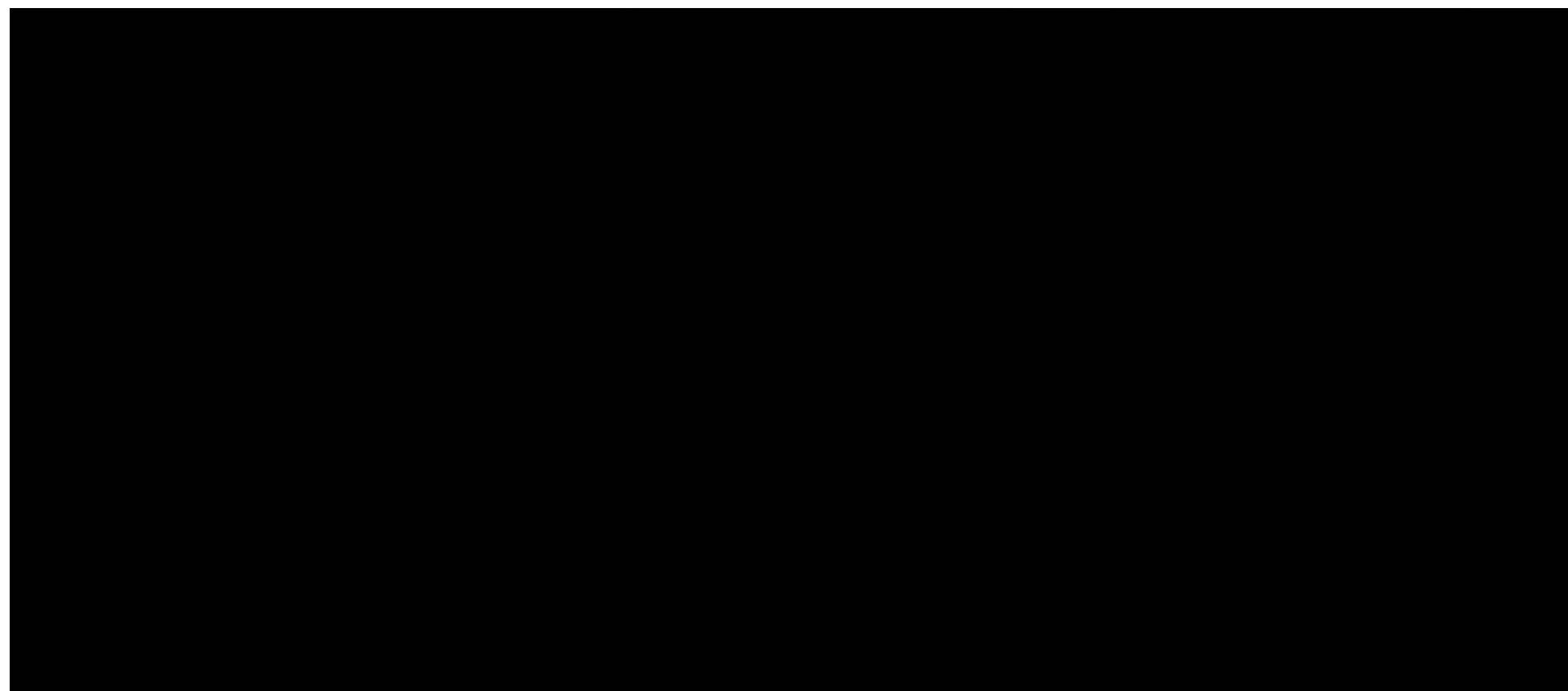






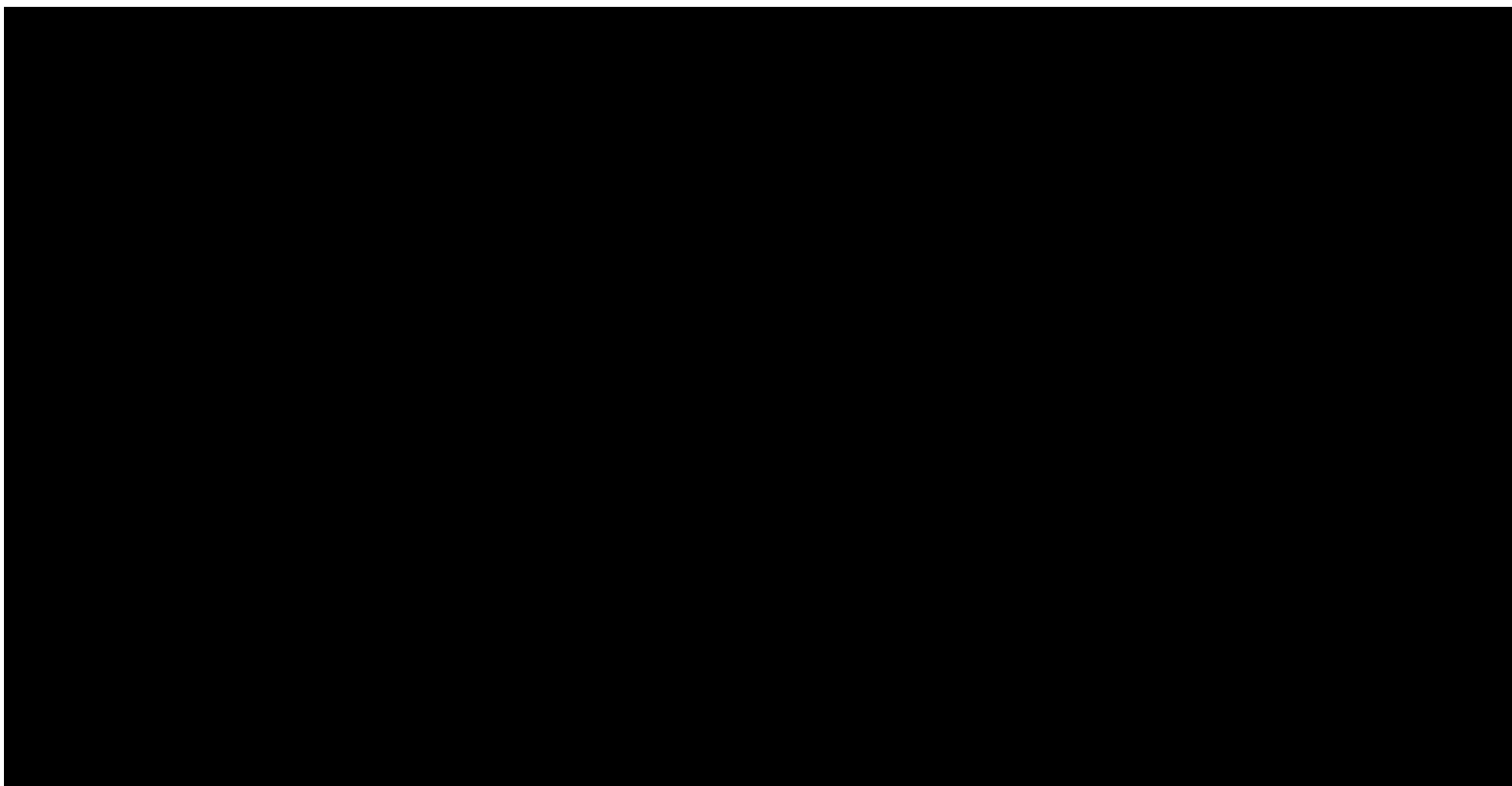
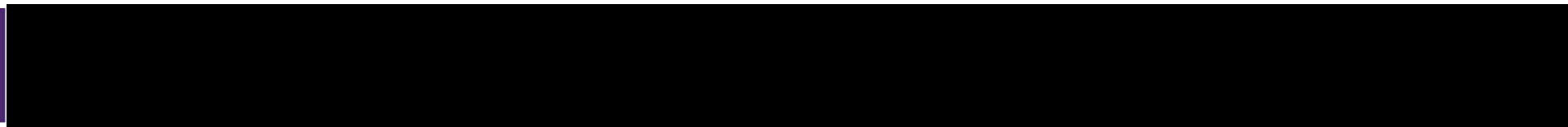


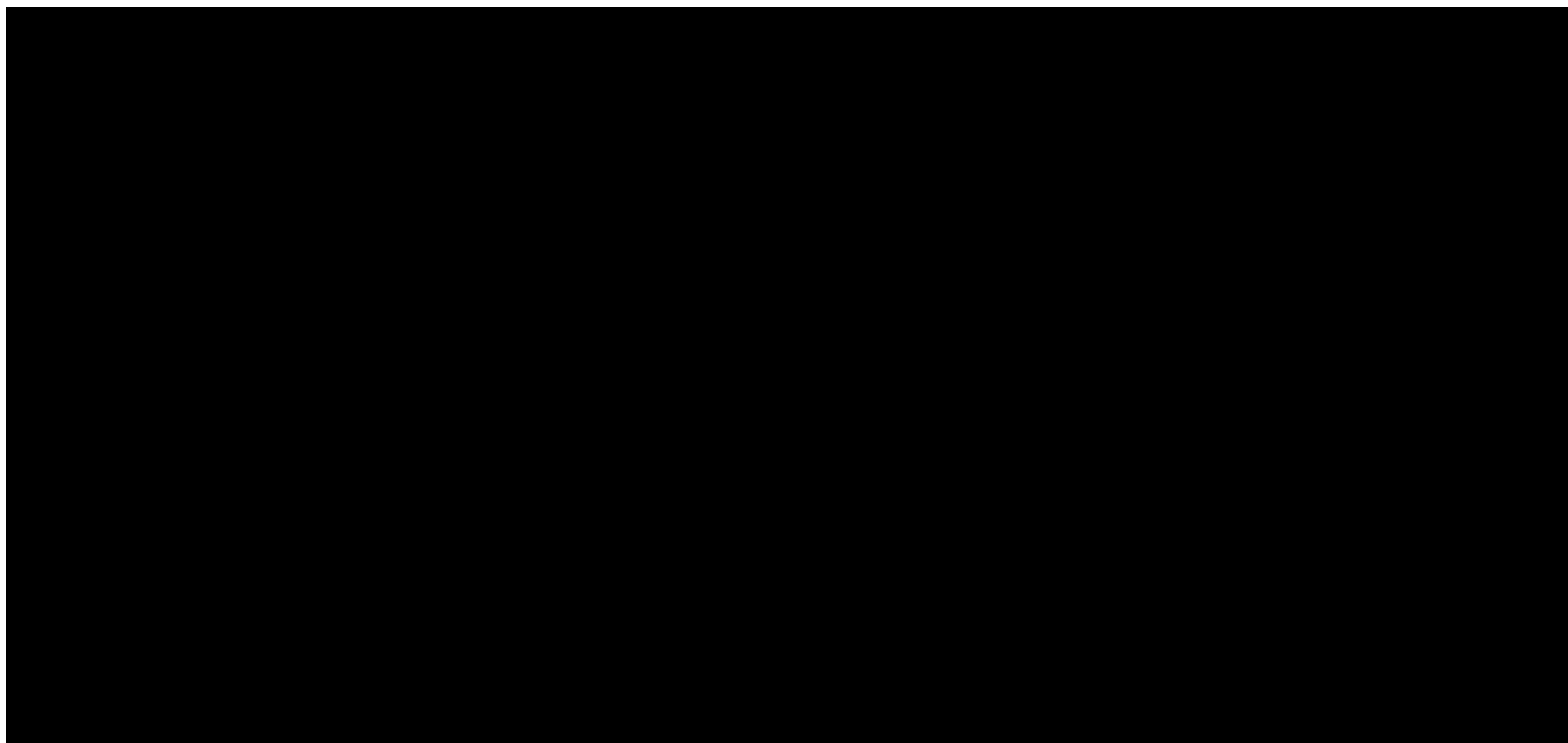
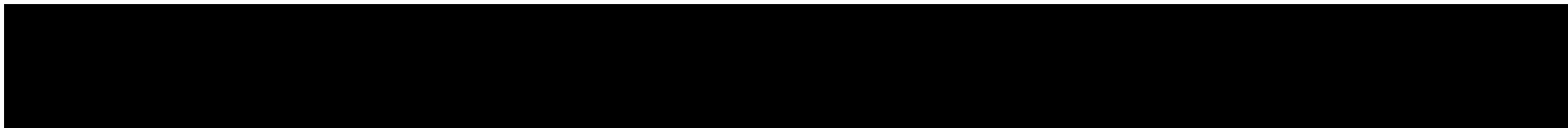


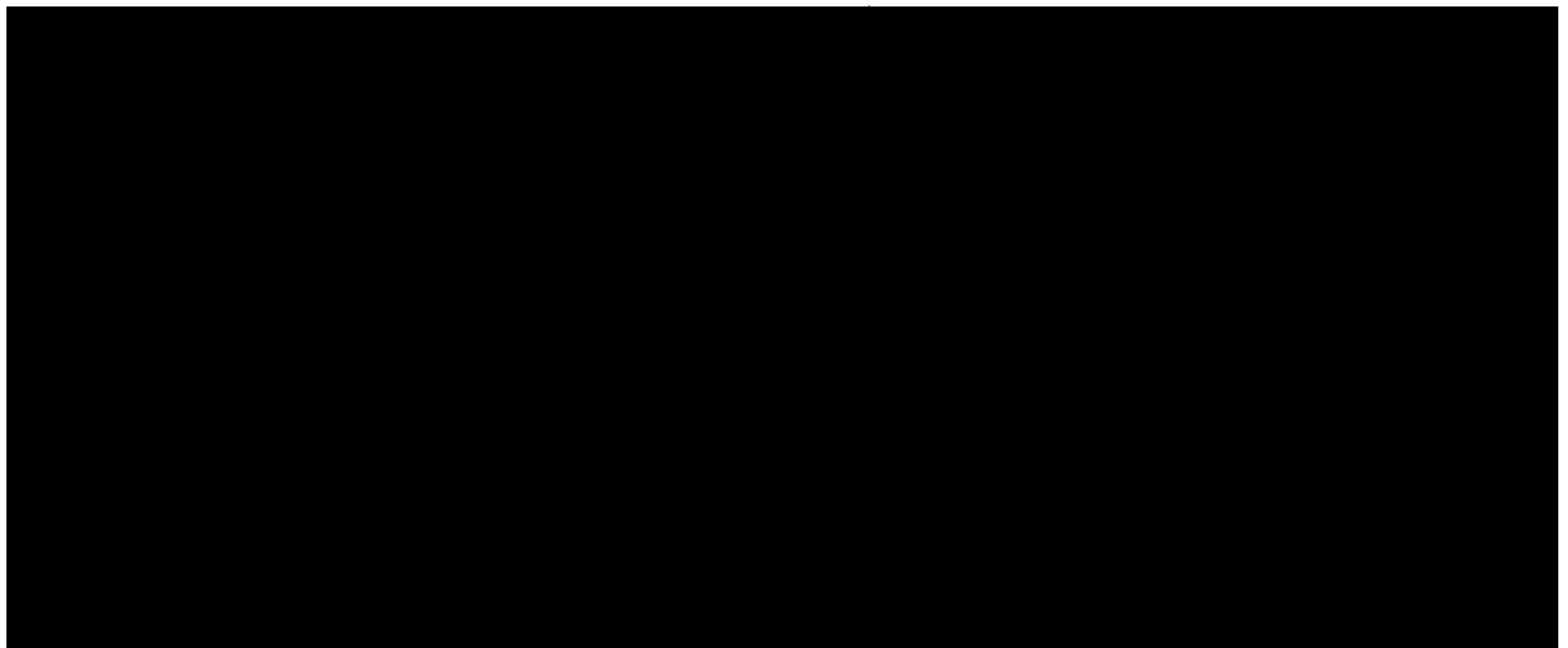
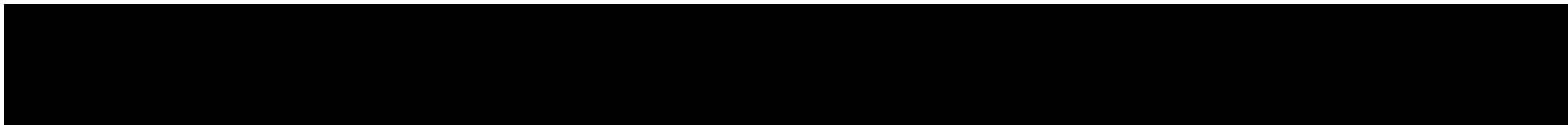


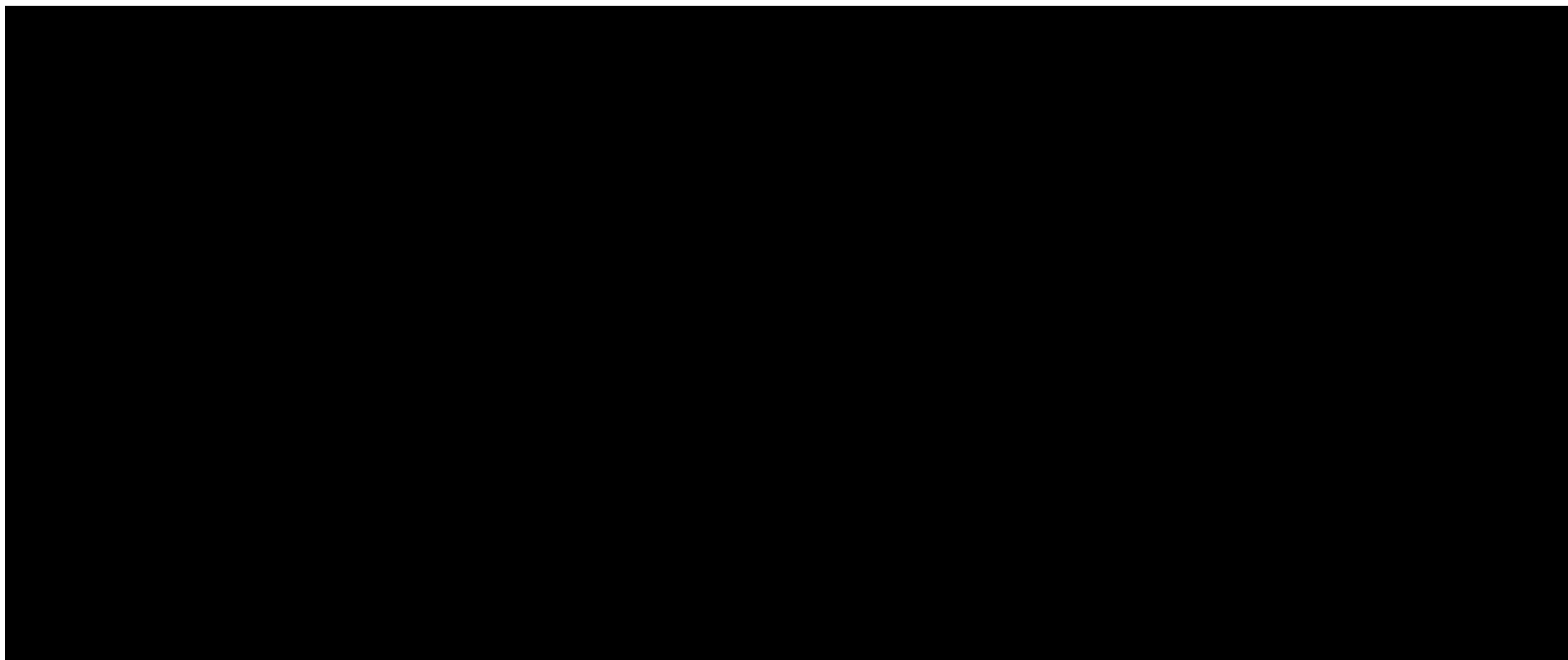
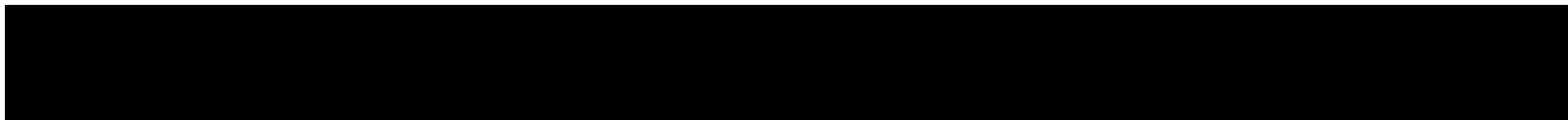


Marketing Platform

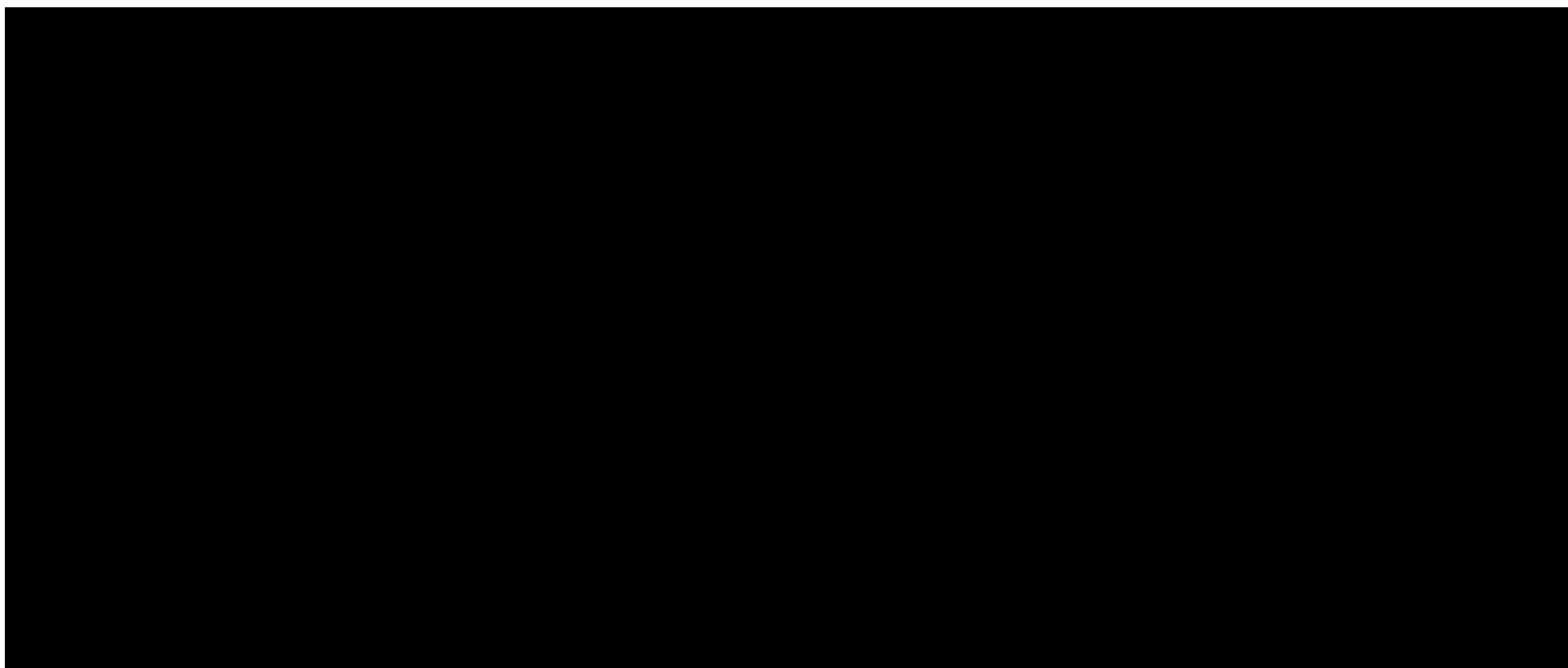








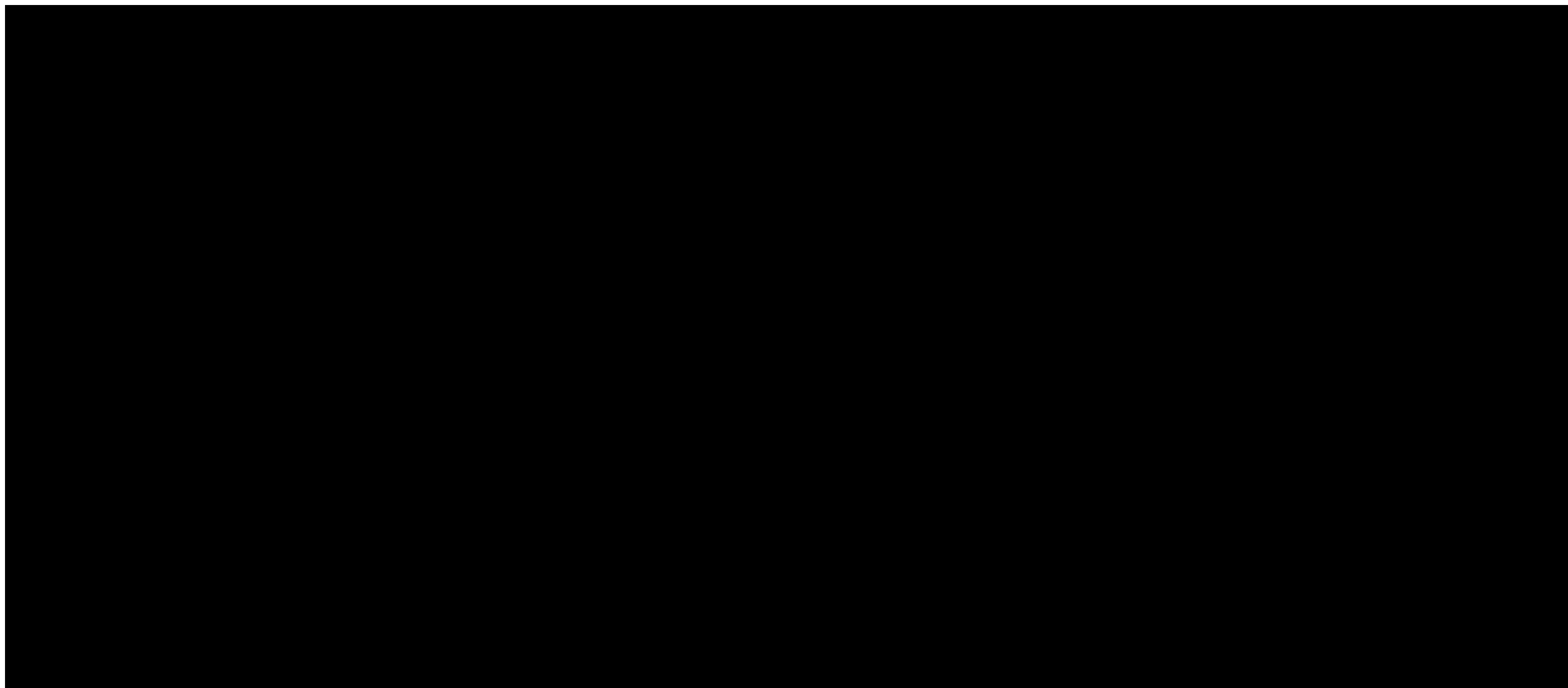
Consumer research supports a bold tone for platform positioning to drive the strongest appeal, differentiation, and consideration



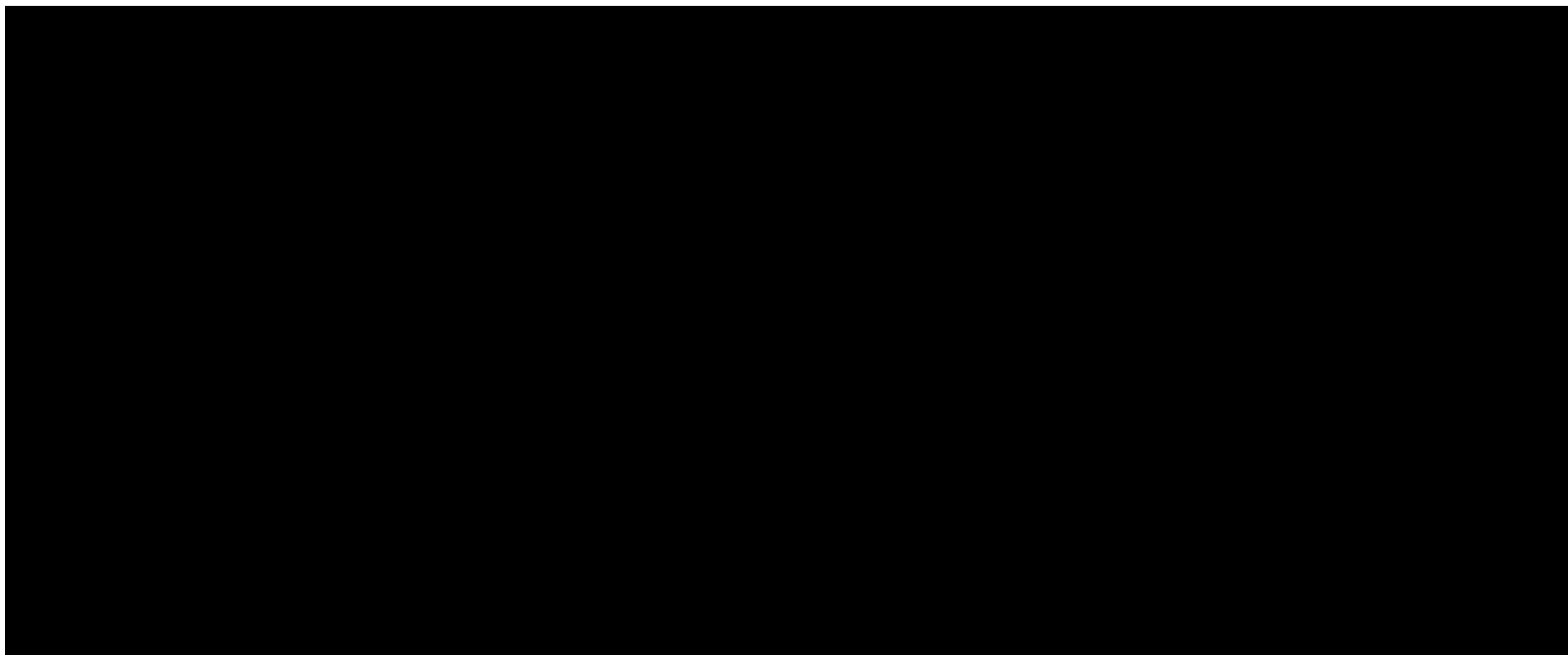


Execution Plan & Next Steps

Governance Structure



Asks & Next Steps



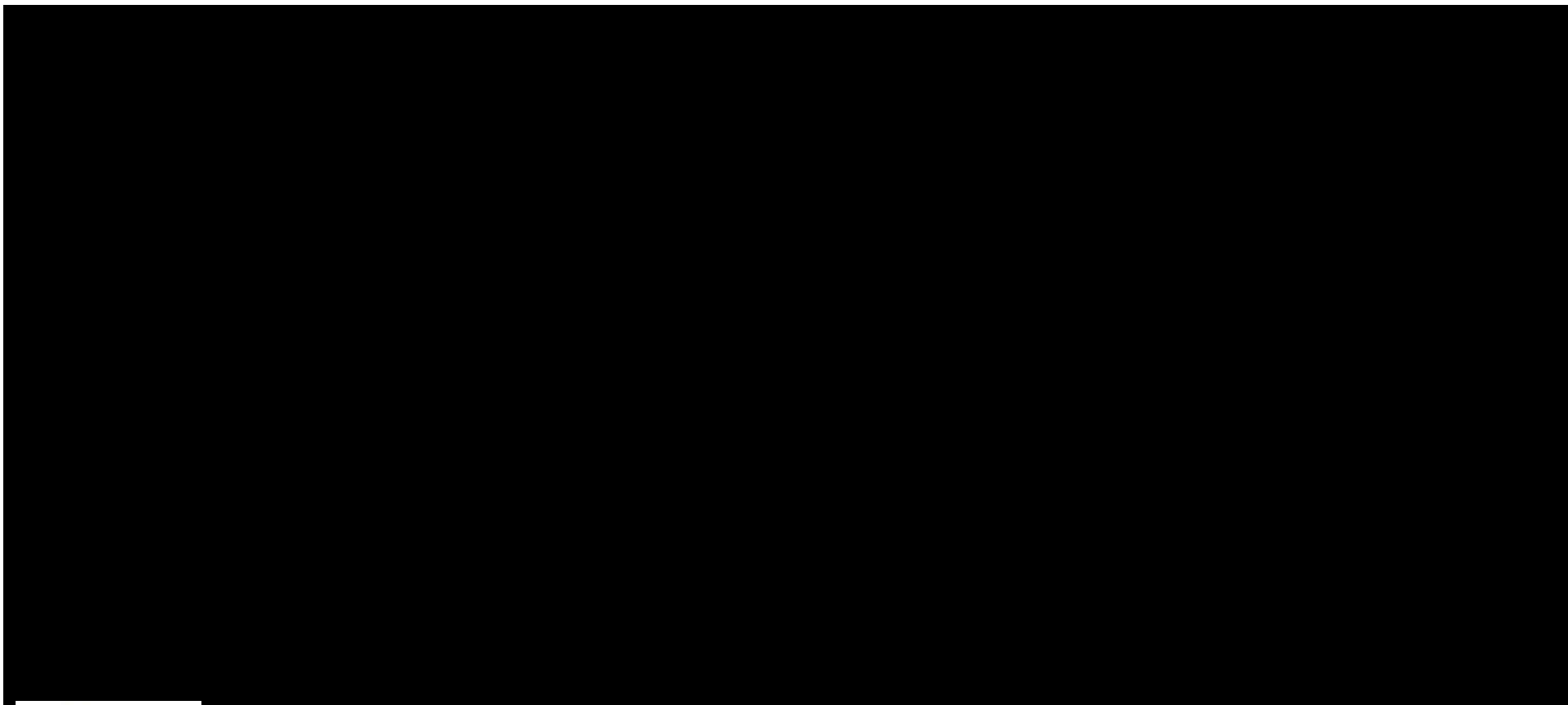


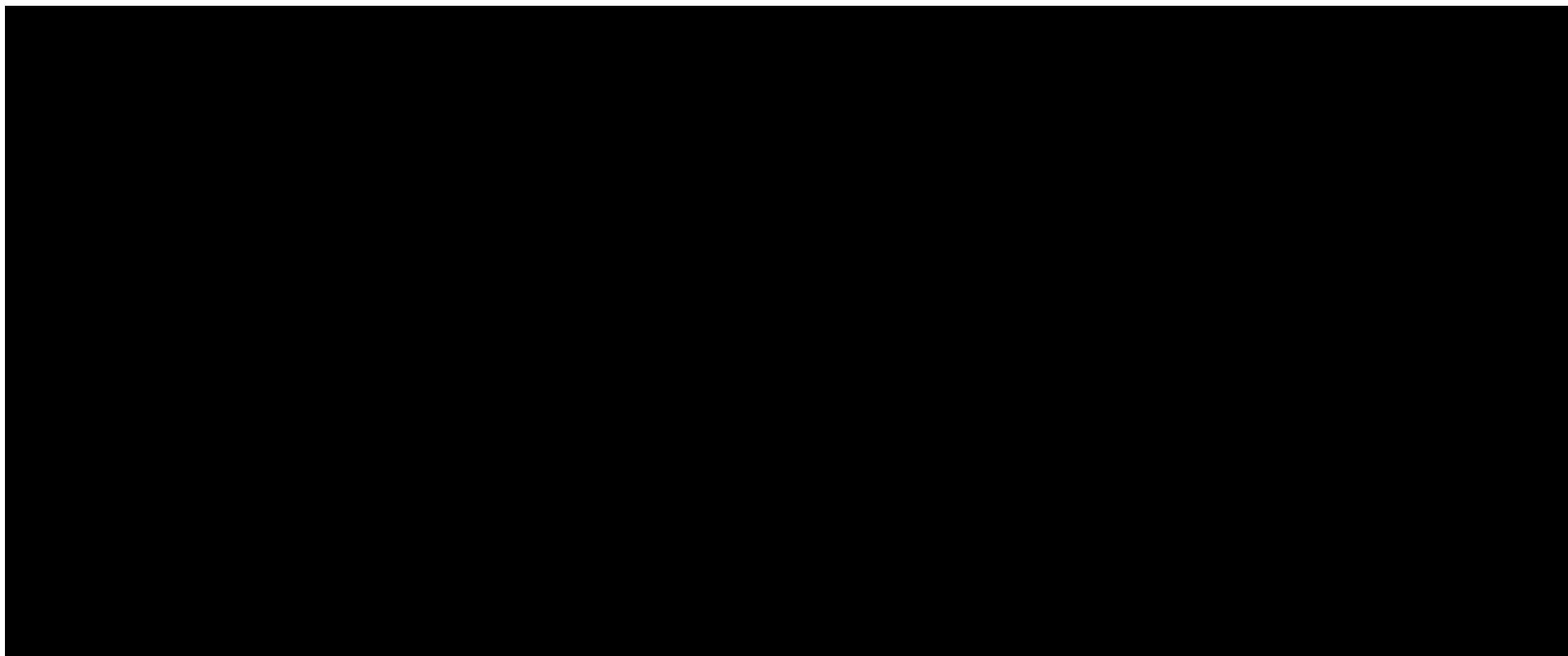
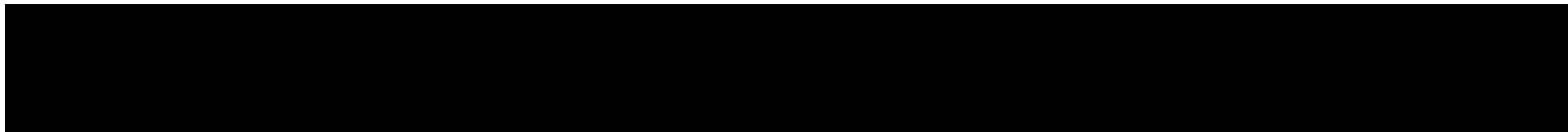
Appendix

Strat Check - *the case for simplification*

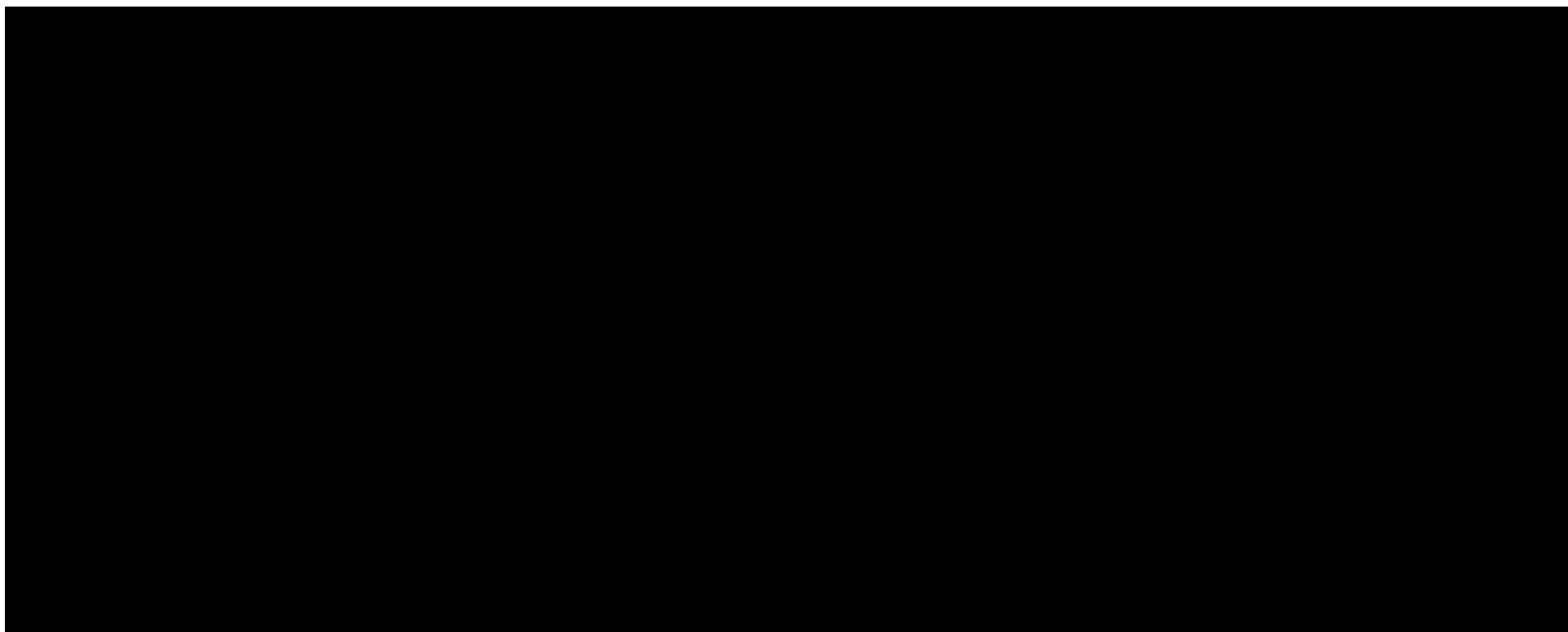
Objectives & Outcomes

Device Payment Explained - Illustrative Calculations





Consumers reviewed various positioning statements and outlined their likes and dislikes, along with which statement drove Consideration & Differentiation



TAB U

THIS IS **EXHIBIT "U"** REFERRED TO IN THE
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Jayne Cooke

A Commissioner for taking Affidavits, etc.



TELUS Mobility

[Redacted] & [Redacted]

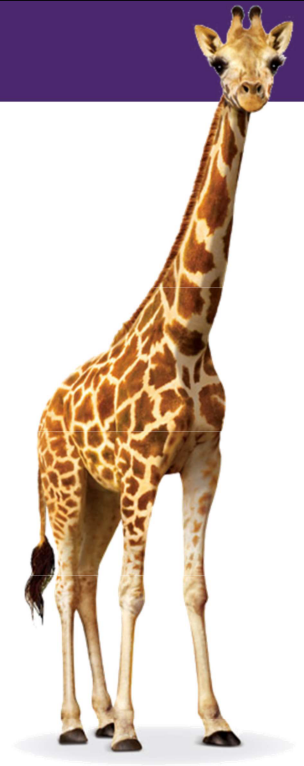
March 13th | [Redacted] Overview

TELUS Restricted & Confidential

Agenda

- 1) [REDACTED] overview
- 2) Launch Timing
- 3) [REDACTED] Details - *unlimited*
- 4) [REDACTED] Details - *device repayment*
- 5) Next Steps

[REDACTED]



Why simplify?



We will drive a **Digital Transformation** and drive a step-change in our **support costs** only if we **address the complexity at the heart** of our business



We need to re-energize **Customer First** with bold innovations that **truly simplify for the customer** and meaningfully address their frustrations



Bold simplification allows us to consider our **complete, integrated value proposition**. We must be willing to take on our sacred cows (financial or otherwise)



Simplification is the best path forward to **address** [REDACTED]



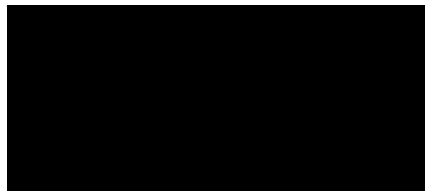
[REDACTED]

Core [REDACTED] overview

The 2019 [REDACTED] plan is to address the complexity in our core value proposition through:

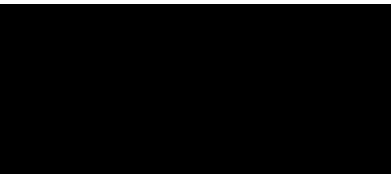
Device Repayment *(Separate Device and Service)*

- Create transparency and accountability around what customers are paying for
- Provide simple and discrete purchase decisions that enable online activations & renewals
- Allow informed trade-off between what customer pays upfront vs. monthly



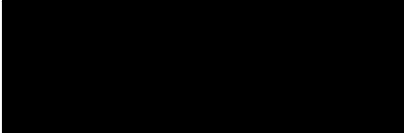
Simple Combo Plans and Multi-line Discounts

- Curation vs. customization
- Reduce the number of choices a customer needs to navigate
- Make it easier to manage each subscriber on a family account



Throttled Data *(“No Overage / Unlimited Data”)*

- Reduce uncertainty on customer’s bill
- Provide “unlimited” data peace of mind in preparation for 5G

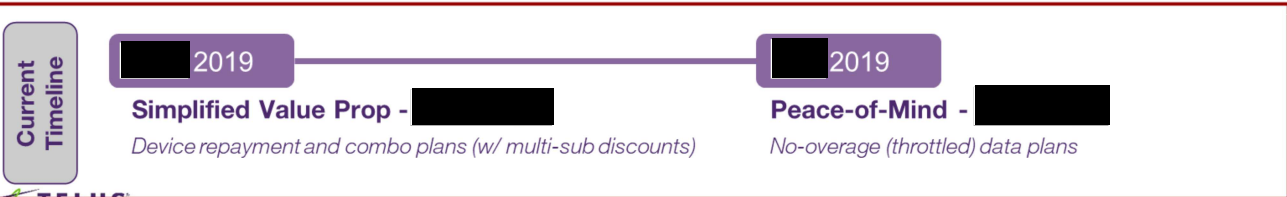


TELUS Restricted

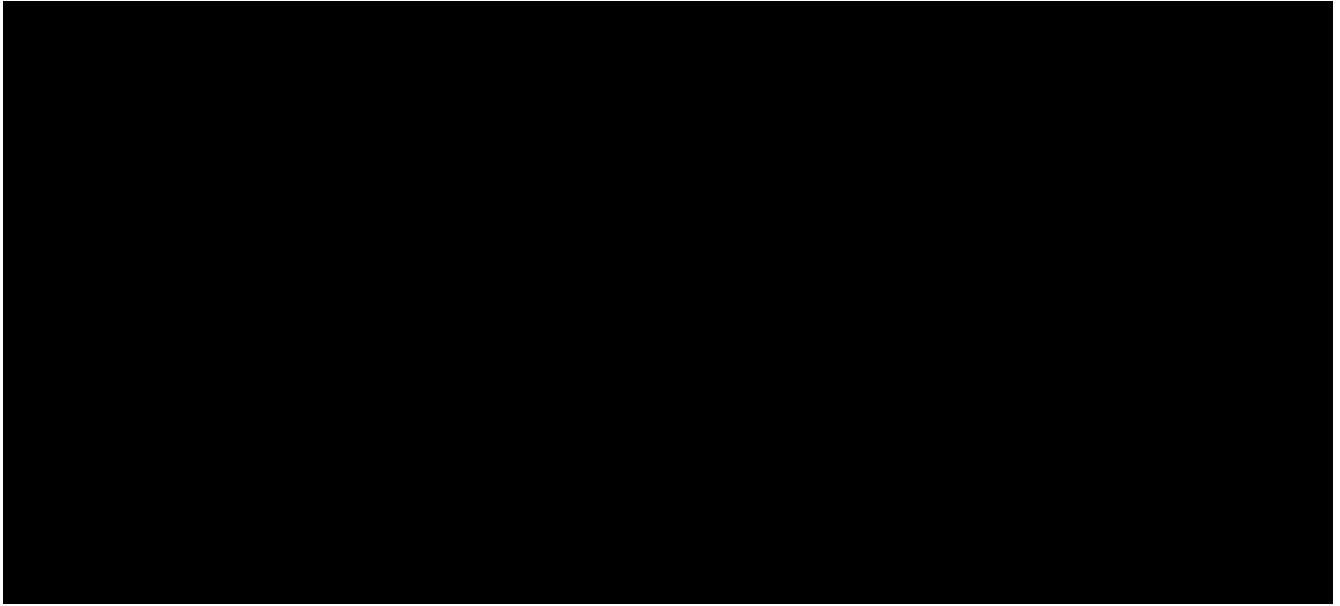


Scope and Timelines (TBC)

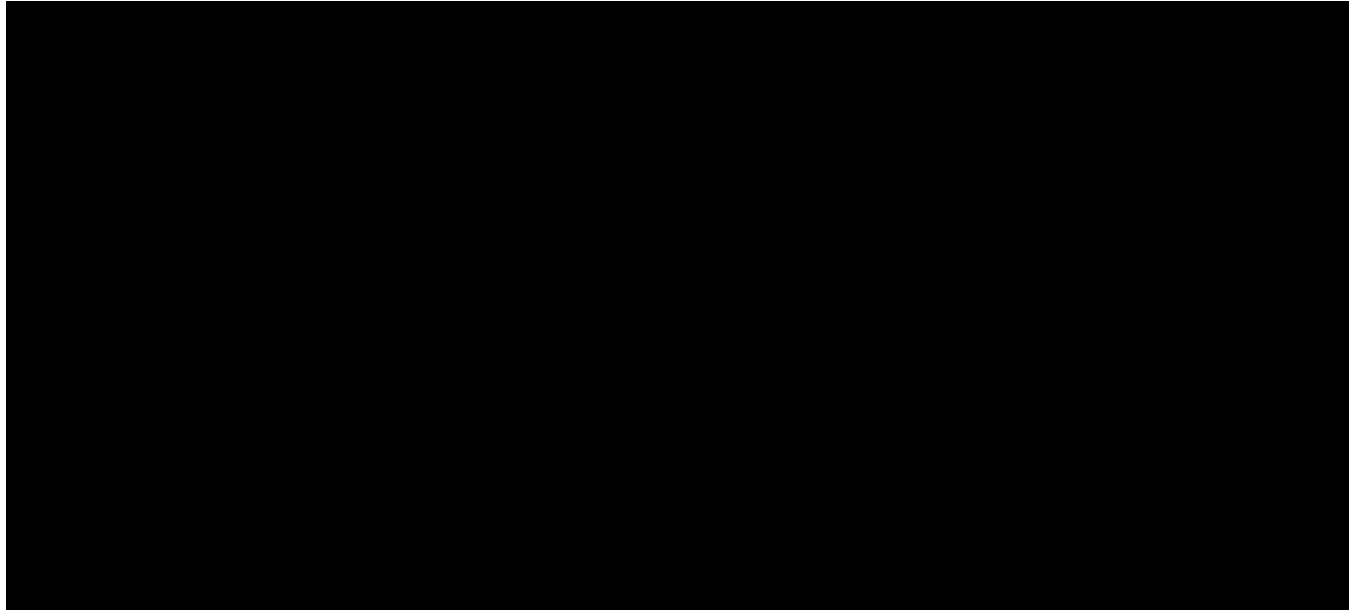
- Launch Timing has changed (as of [redacted])



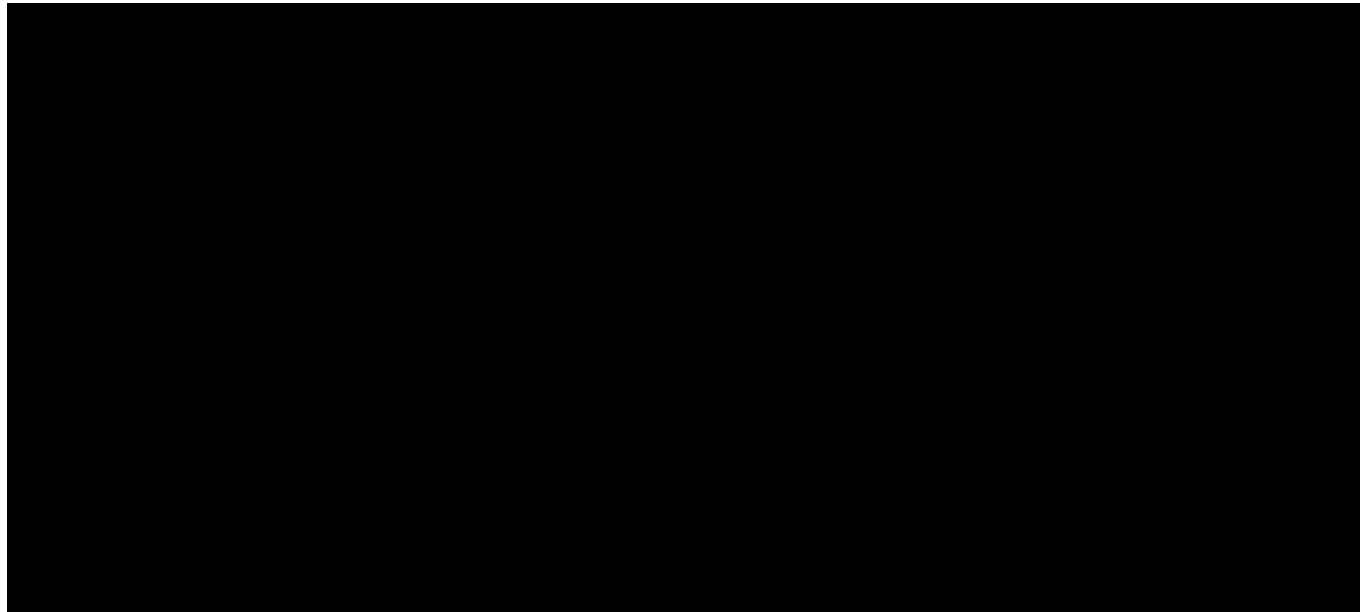
Timing Decision - Context



Timing Decision - Rationale



Timing Decision - Schedule



[redacted] construct - [redacted] launch

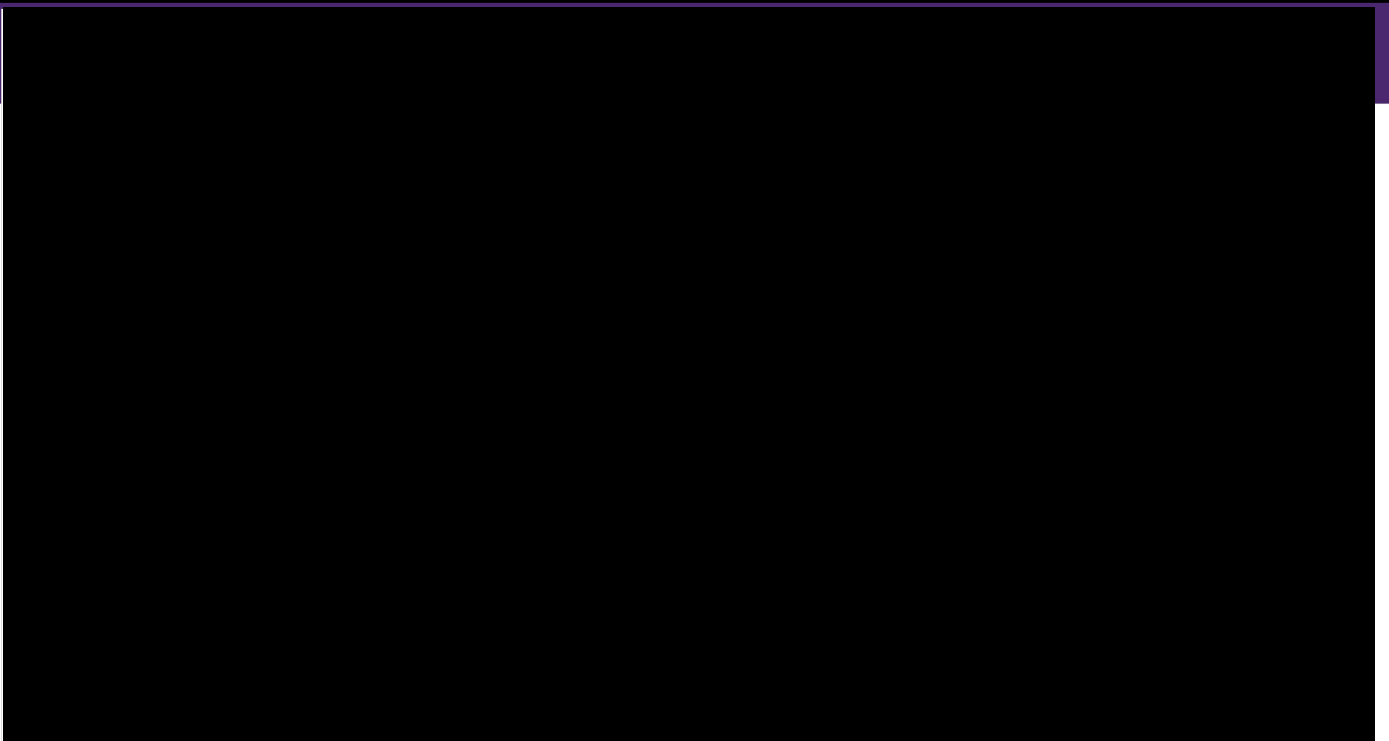


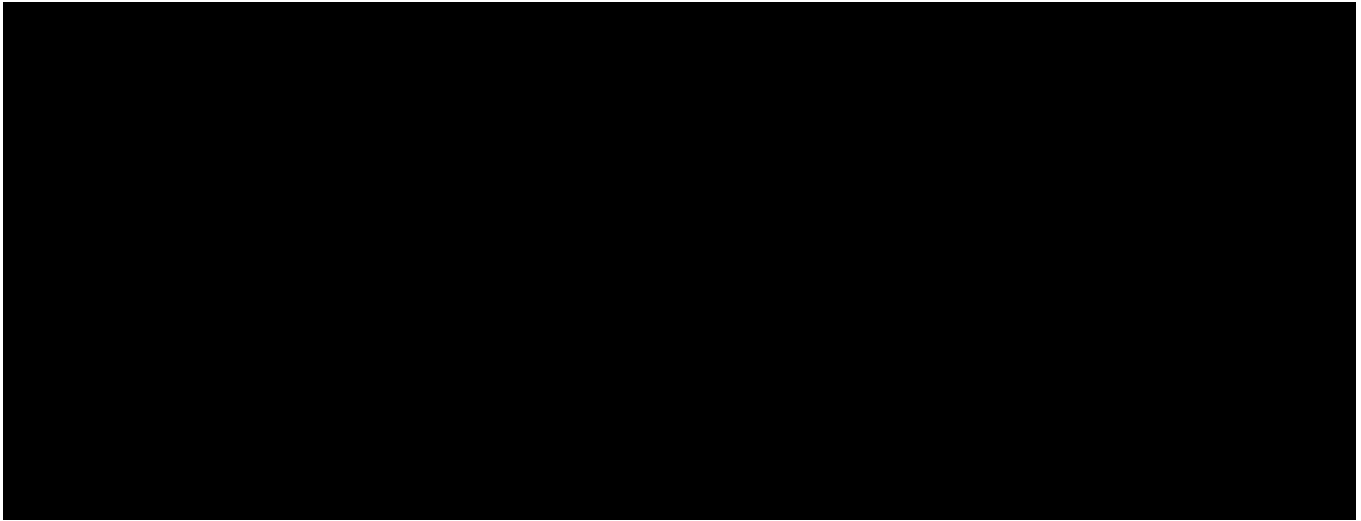
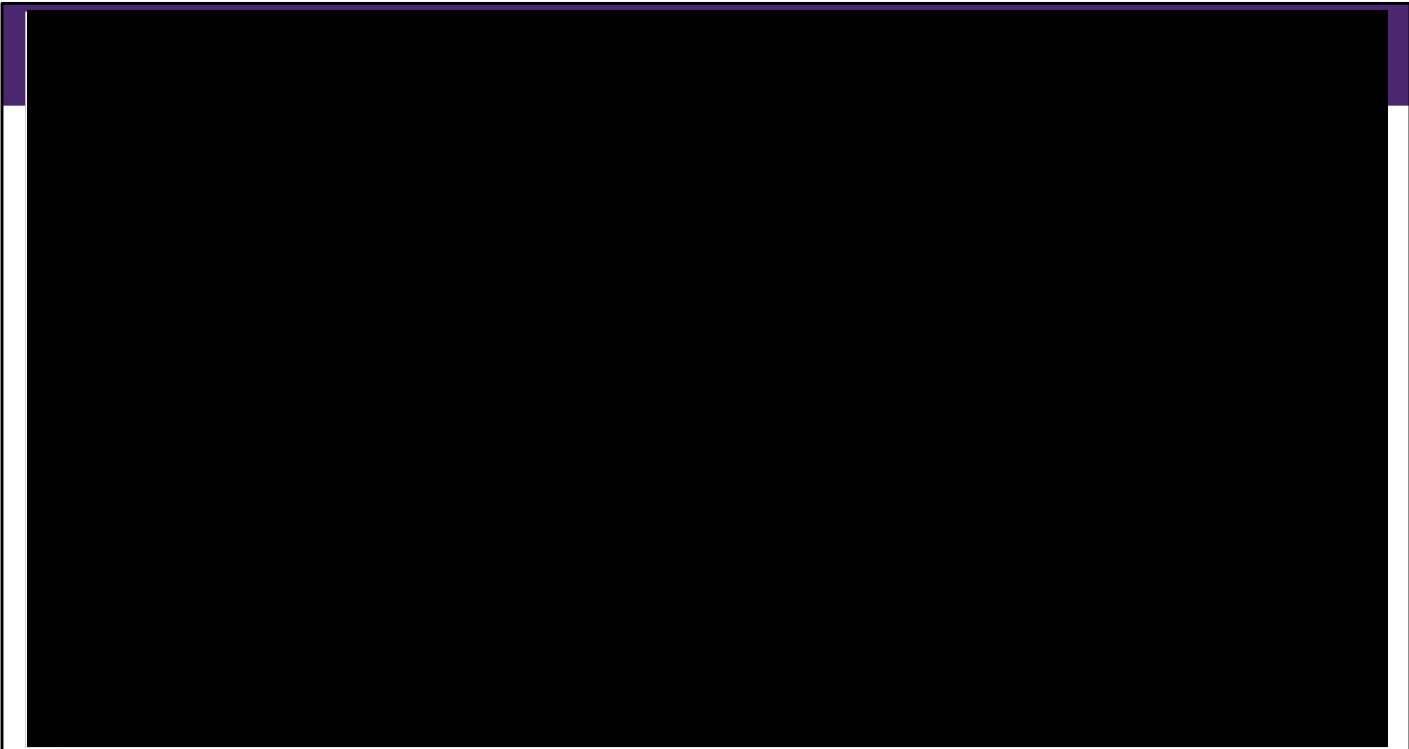
Positioning - [redacted] launch



(TBC)







- Illustration of Today's Pricing Experience

1) Choose Device



Apple iPhone Xs

2) Pick Device Price *(5 choices)*

- Platinum
 - Starting at \$115 per month on a 2-year plan **\$460**
- Premium+
 - Starting at \$105 per month on a 2-year plan **\$660**
- Premium
 - Starting at \$95 per month on a 2-year plan **\$860**
- Standard
 - Starting at \$85 per month on a 2-year plan **\$1010**
- Retail
 - Full retail price **\$1415**

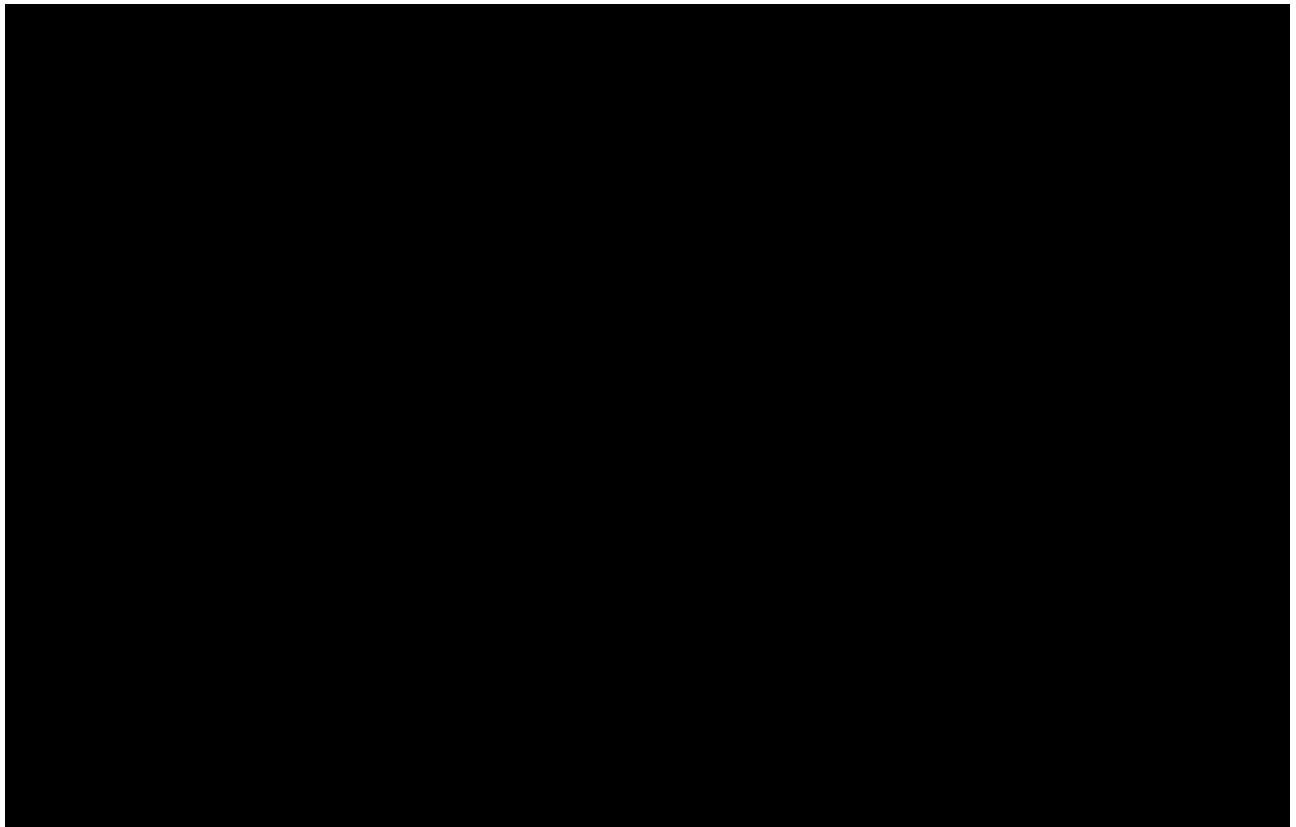
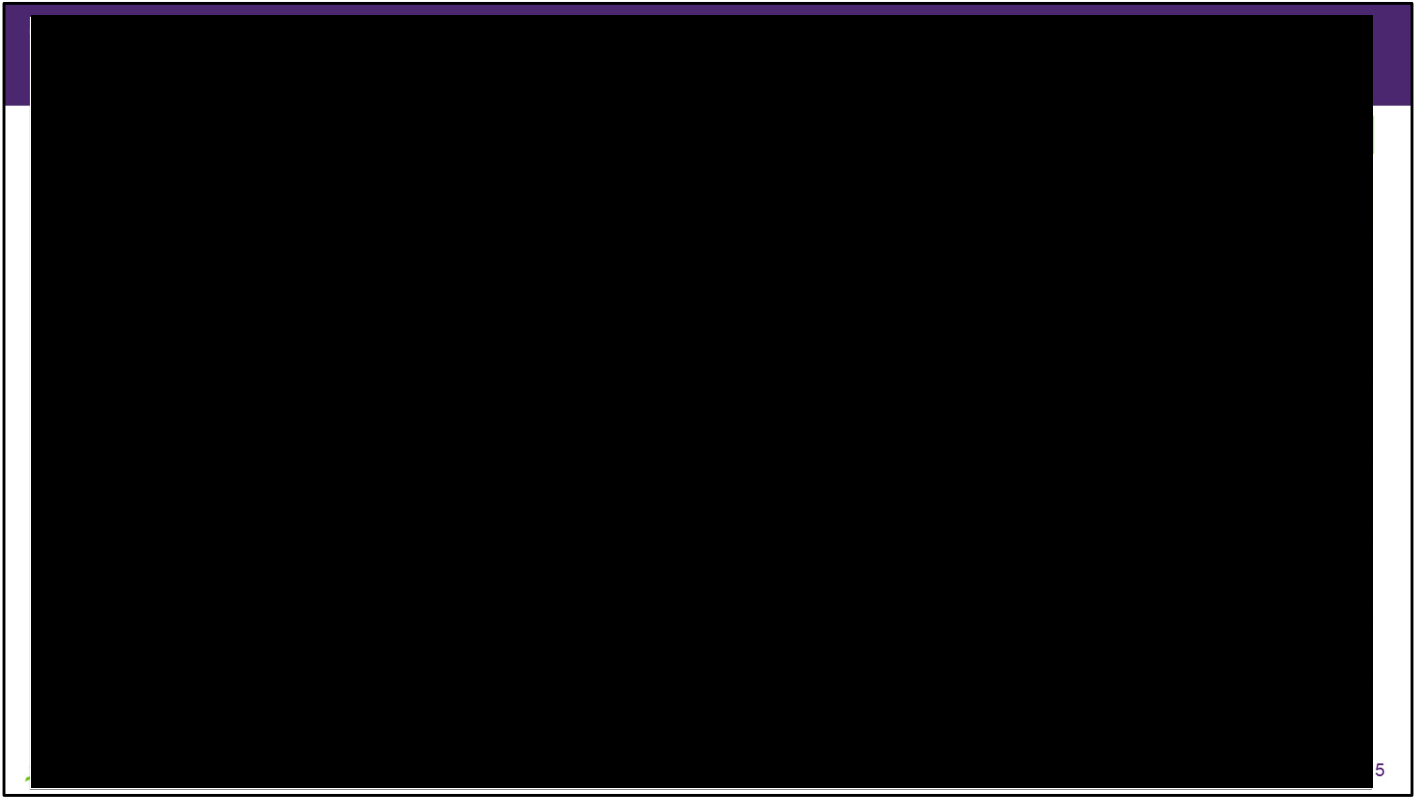
3) Pick Voice Plan *(4 choices based on device price)*

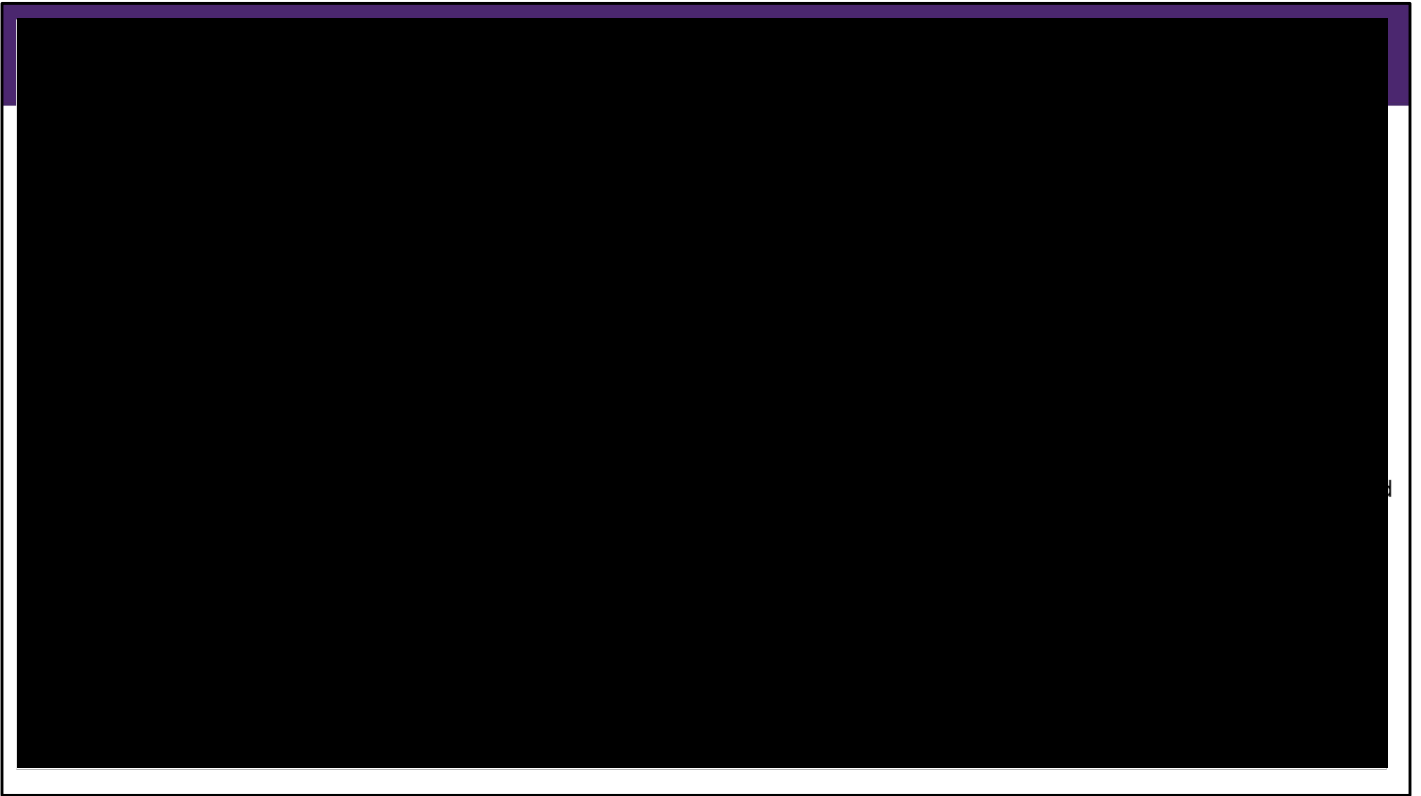
- Unlimited local calling **\$90 /mo**
- Unlimited nationwide **\$95 /mo**
- Canada-US **\$110 /mo**
- Canada-China **\$115 /mo**

4) Add Data *(10 choices)*

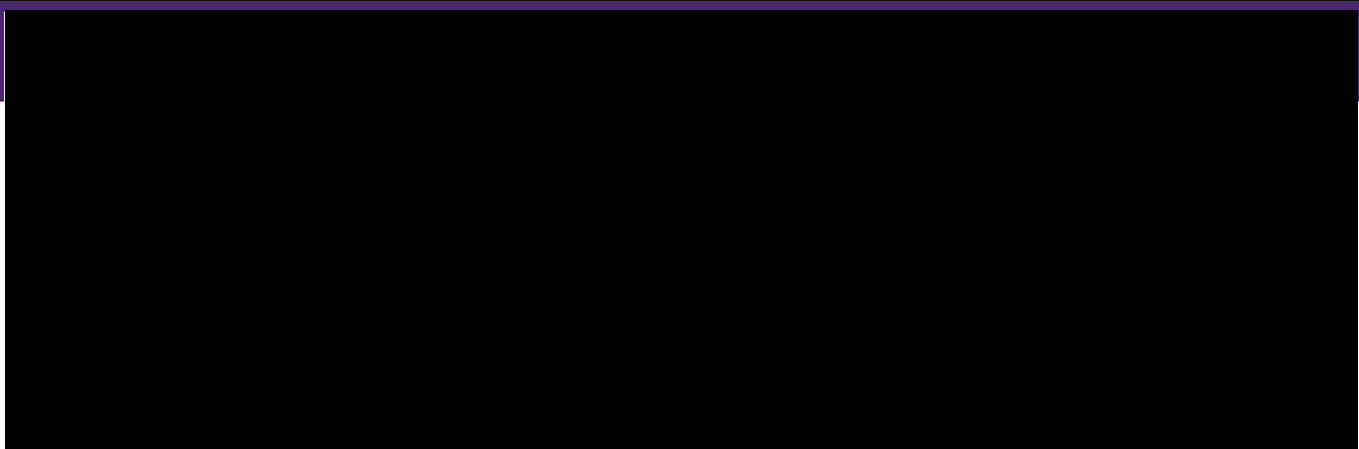
- 1 + 2GB **\$25 /mo**
- 2 + 2GB **\$30 /mo**
- 4 + 2GB **\$35 /mo**
- 6 + 2GB **\$45 /mo**
- 6 other options!**

Customer mindset





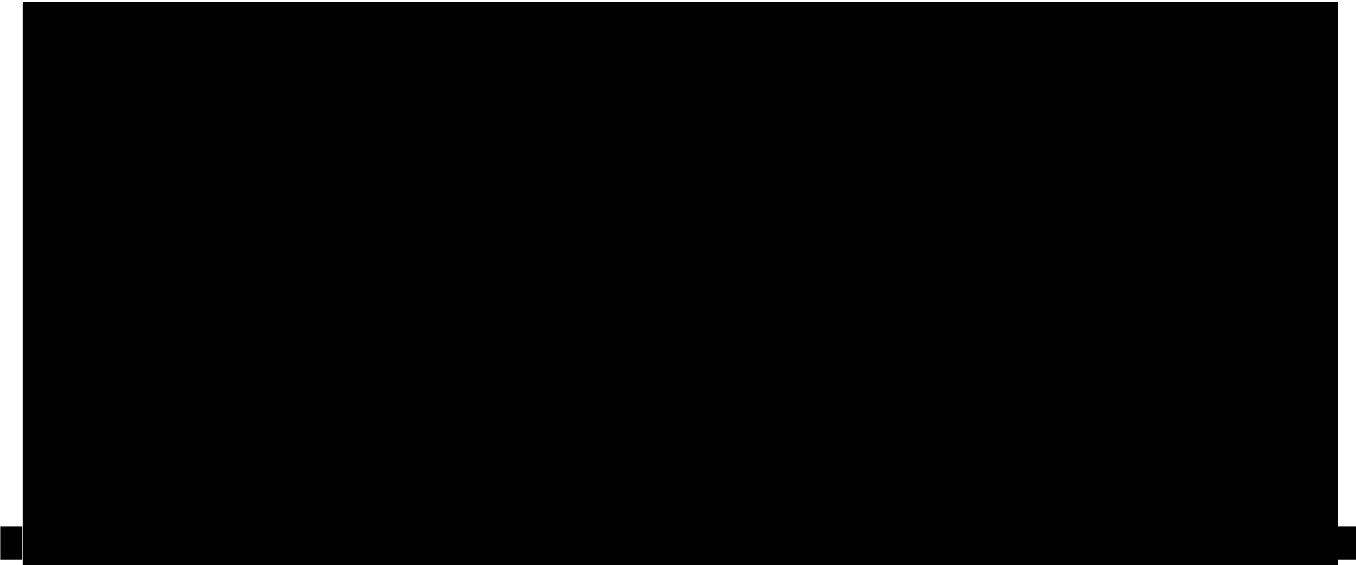






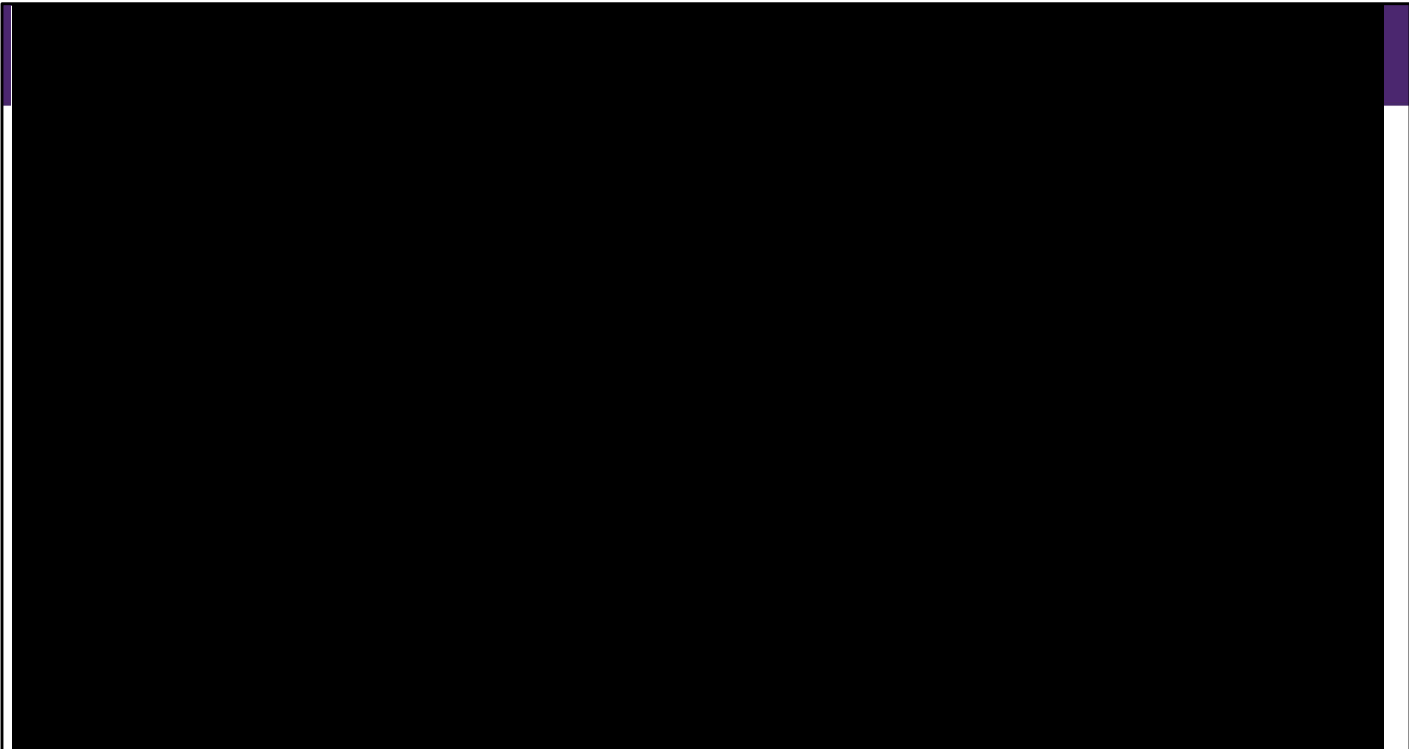
Next Steps

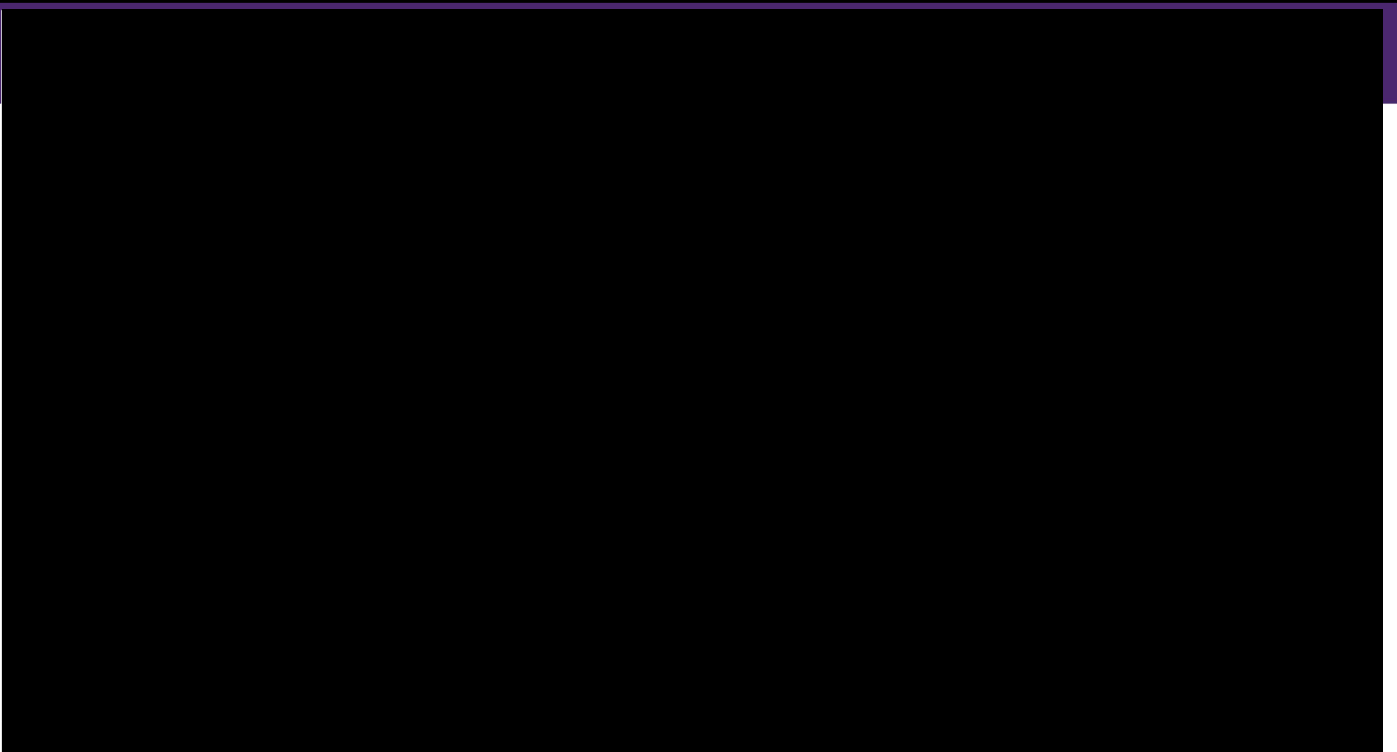
Next Steps / Discussion

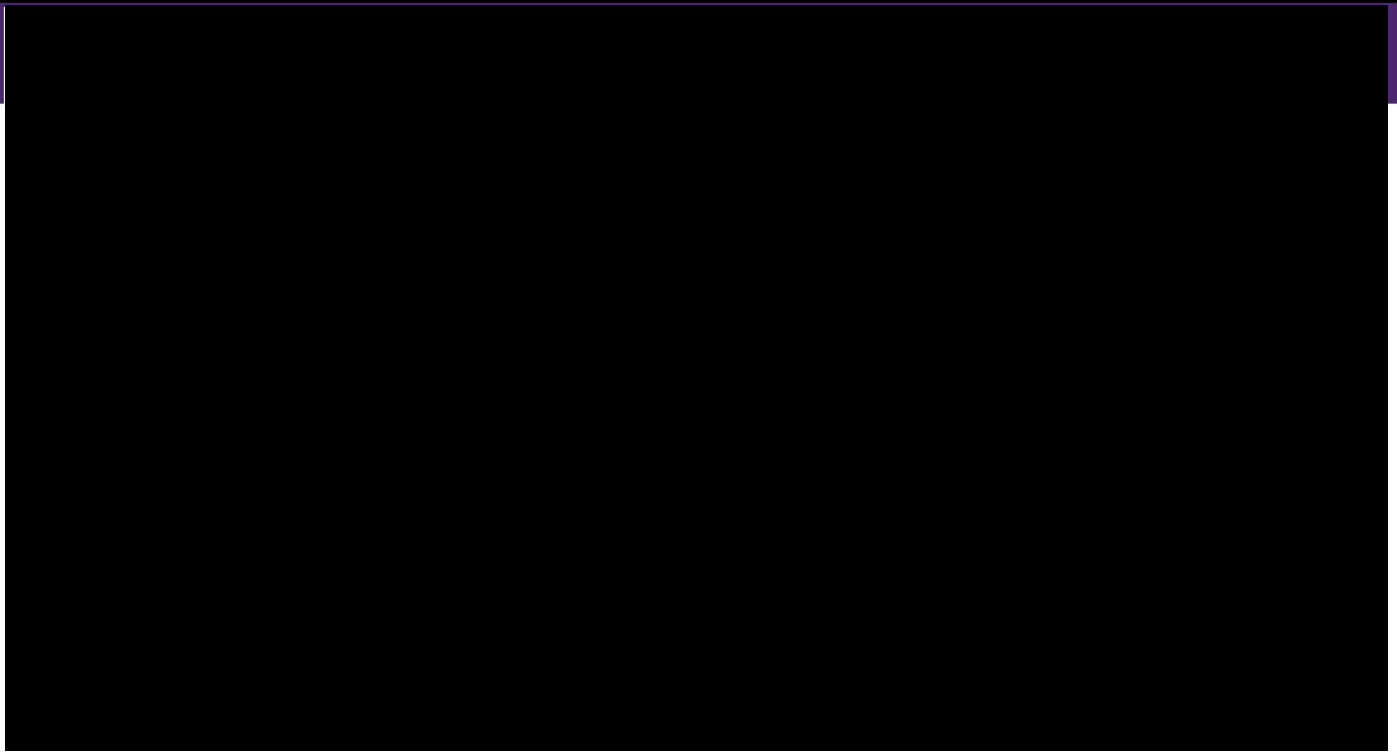


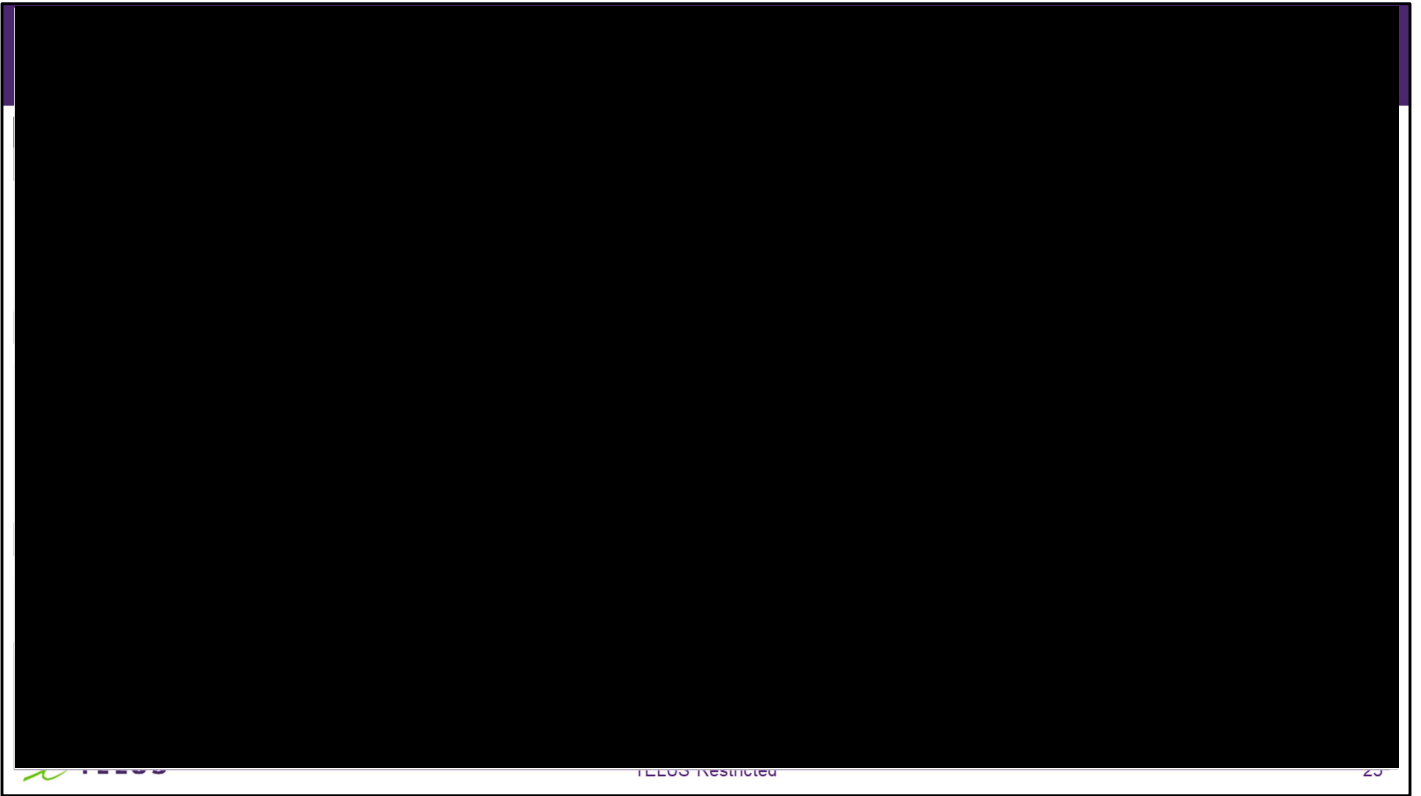


Appendix



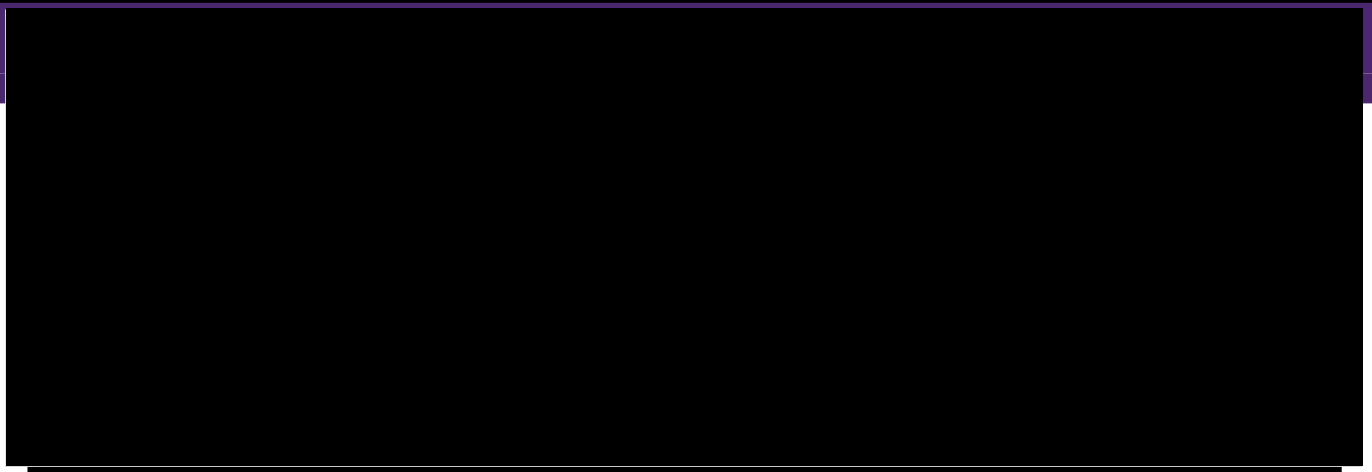












TAB V

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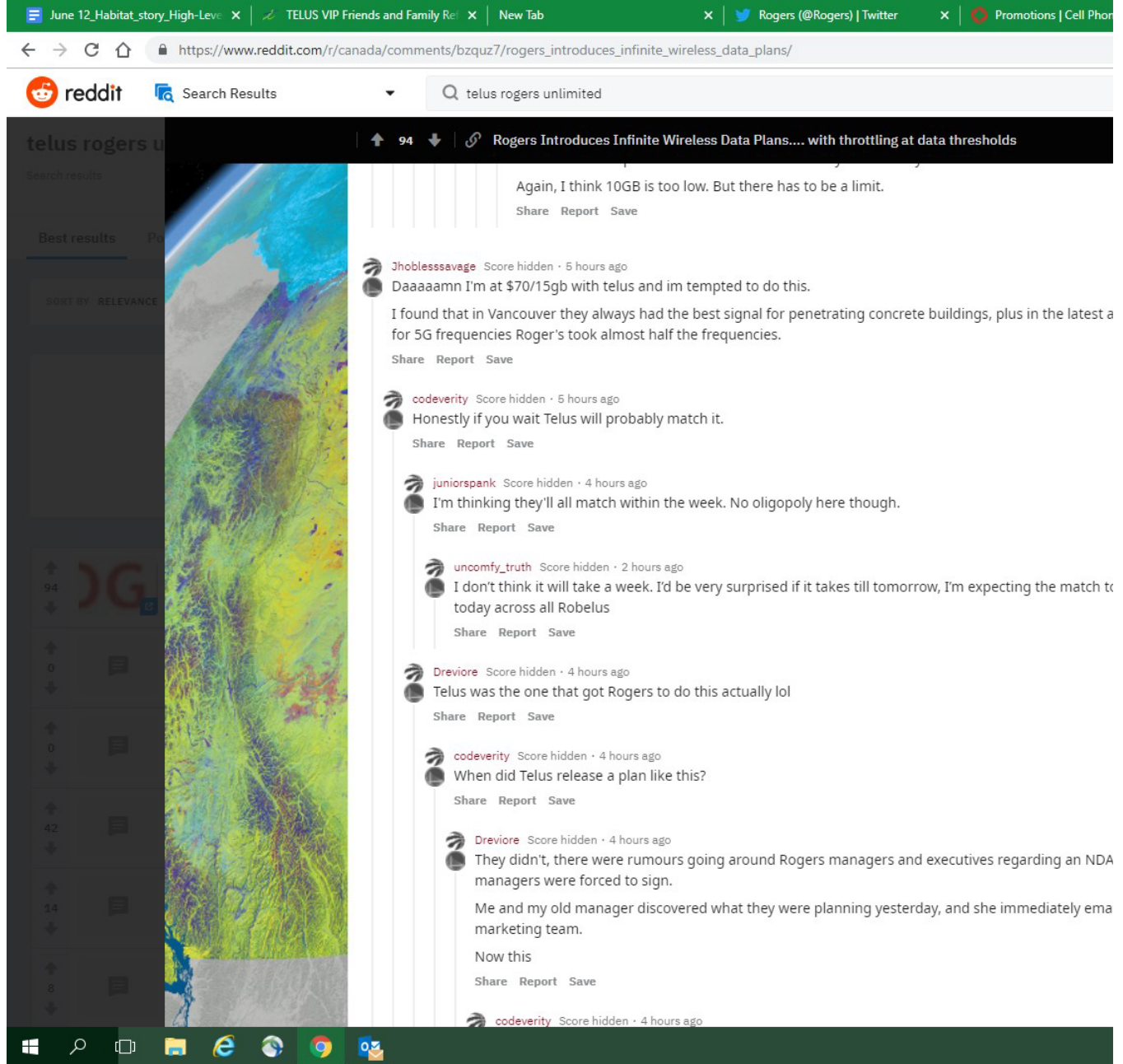
Jayne Cooke

A Commissioner for taking Affidavits, etc.

Sent: Wednesday, June 12, 2019 2:57 PM

Subject: RE: Help please - leaked [redacted] plan

Here is the screen shot from Reddit:



[redacted]

[redacted]

[redacted]

[redacted]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

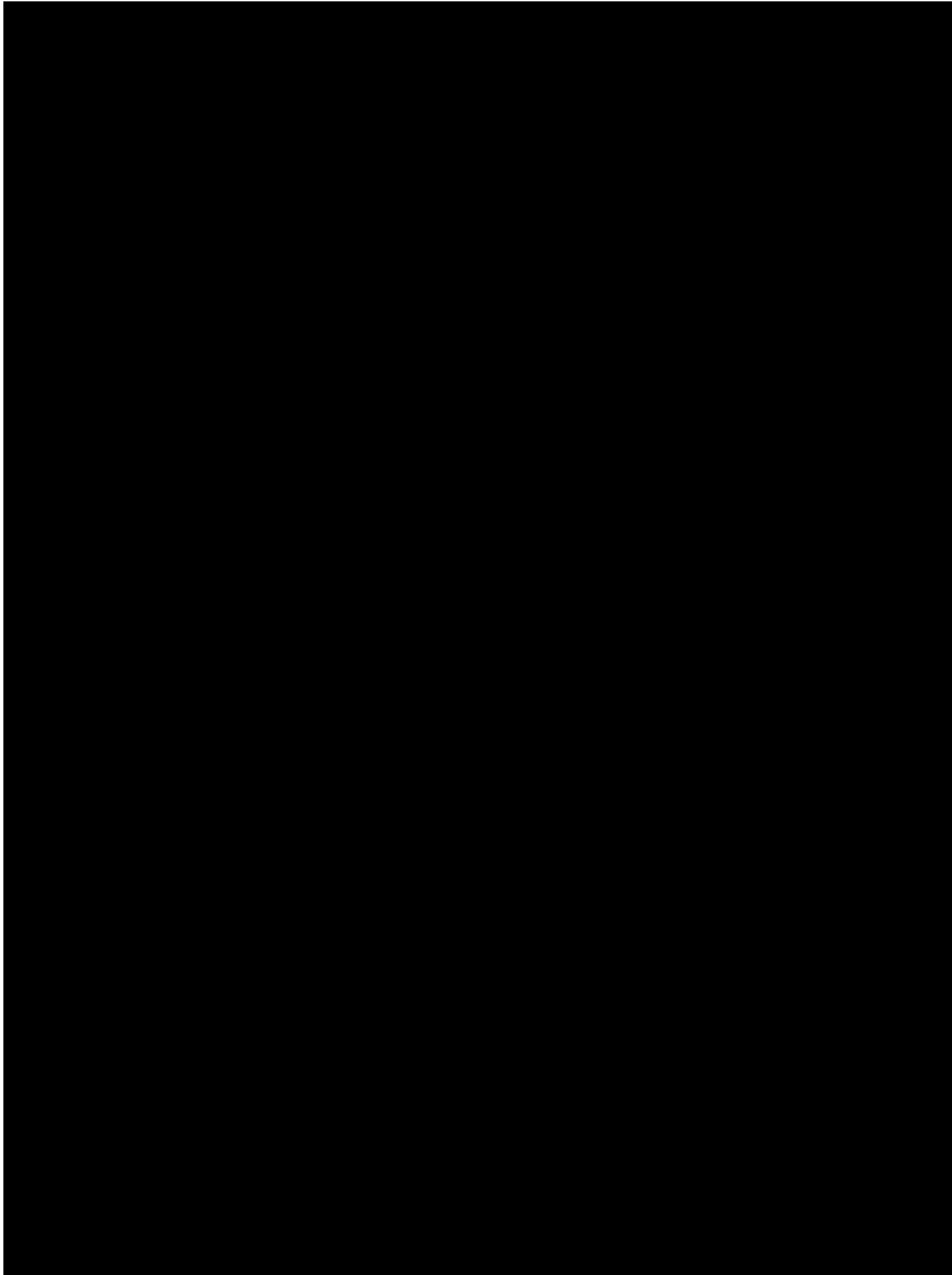
[REDACTED]

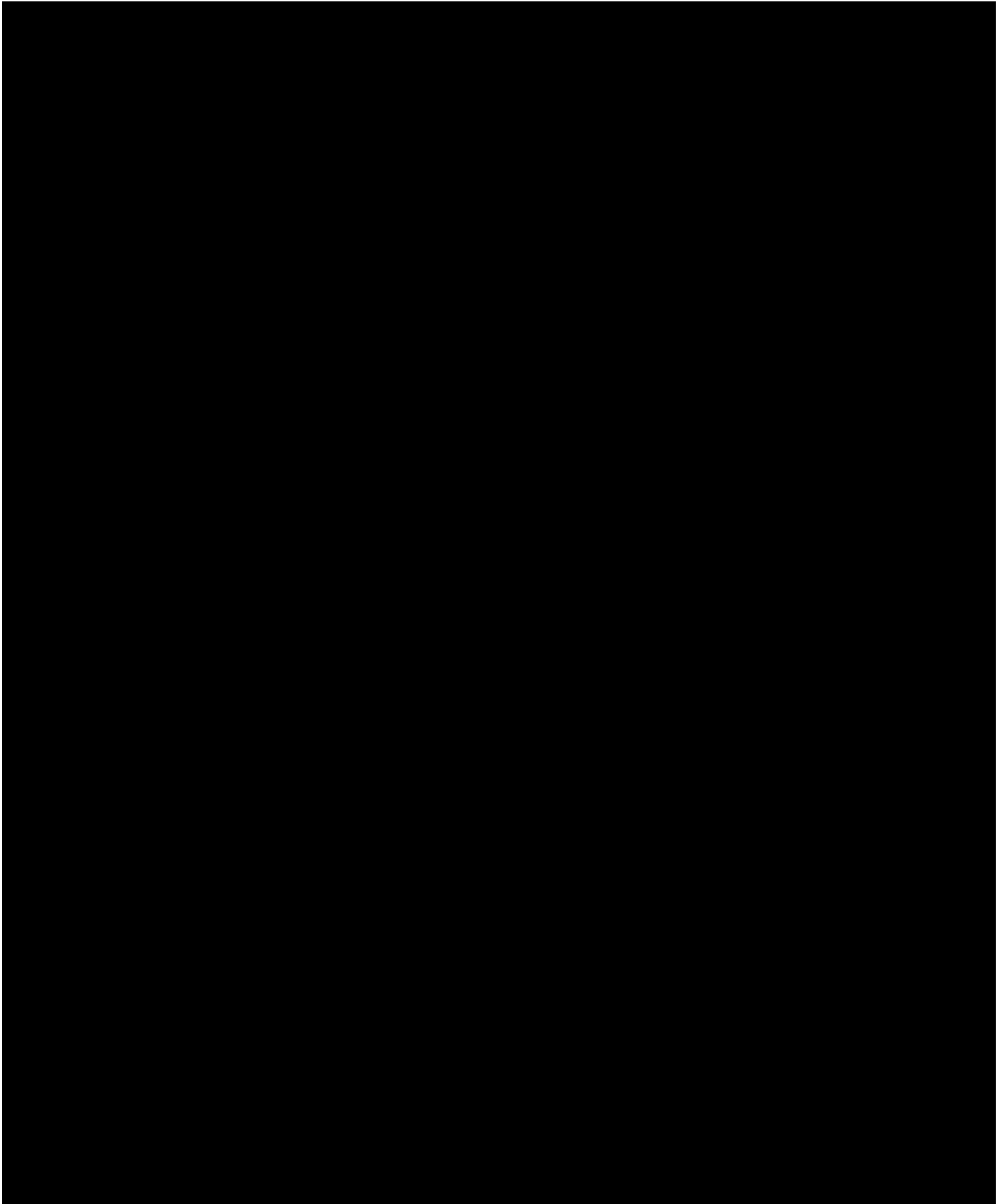
TAB W

THIS IS **EXHIBIT "W"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooks

A Commissioner for taking Affidavits, etc.





TAB X

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THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

A Commissioner for taking Affidavits, etc.

Headwinds

- **Inoculation:**

- [Redacted]
- [Redacted]

- **Network:**

- [Redacted]

- Coast to coast WLS and WLN network

- Rogers will invest \$2.5B in 5G networks over the next 5 years in Western Canada
- Rogers will launch \$1B fund to connect rural & indigenous communities in Western Canada with high-speed internet access, [Redacted]

- **Pricing:**

- [Redacted]
- [Redacted]
- [Redacted]

- **Channel:**

- [Redacted]

- [Redacted]

- **Regulatory/Government:**

- [Redacted]

- [Redacted]
 - [Redacted]

- [Redacted]
 - [Redacted]

Tailwinds:

- **Pricing:**

- [Redacted]

- [Redacted]

- **Merger Distraction:** With revenue pressures, required cost optimization

- [Redacted]

- [Redacted]
 - [Redacted]

- Post-merger integration will require tremendous resources and investment to realize synergies and operational efficiency

- Shaw family will get 2 Rogers board seats and become a major shareholder with 23.6M class B shares, [REDACTED]

[REDACTED]

- **Brand:**

- [REDACTED]

- [REDACTED]

- **Regulatory/Government:**

- Promise to grow local jobs in BC/AB/SK/MB (3,000 new jobs)

- **Network**

- [REDACTED]

TAB Y

THIS IS **EXHIBIT "Y"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooks

A Commissioner for taking Affidavits, etc.

PUBLIC

From: Jim Senko
Sent: Wednesday, March 17, 2021 11:57 AM
To: Jacob Glick
CC: Jelena Bajic
Subject: RE: CONFIDENTIAL [REDACTED]

[REDACTED]

[REDACTED]

From: Jacob Glick <jacob.glick@telus.com>
Sent: March 17, 2021 11:48 AM
To: Jim Senko <Jim.Senko@telus.com>
Cc: Jelena Bajic <Jelena.Bajic@telus.com>
Subject: Re: CONFIDENTIAL [REDACTED]

[REDACTED]

—
Jacob Glick

Vice President, Public Policy

TELUS
M +1 613 866 6530

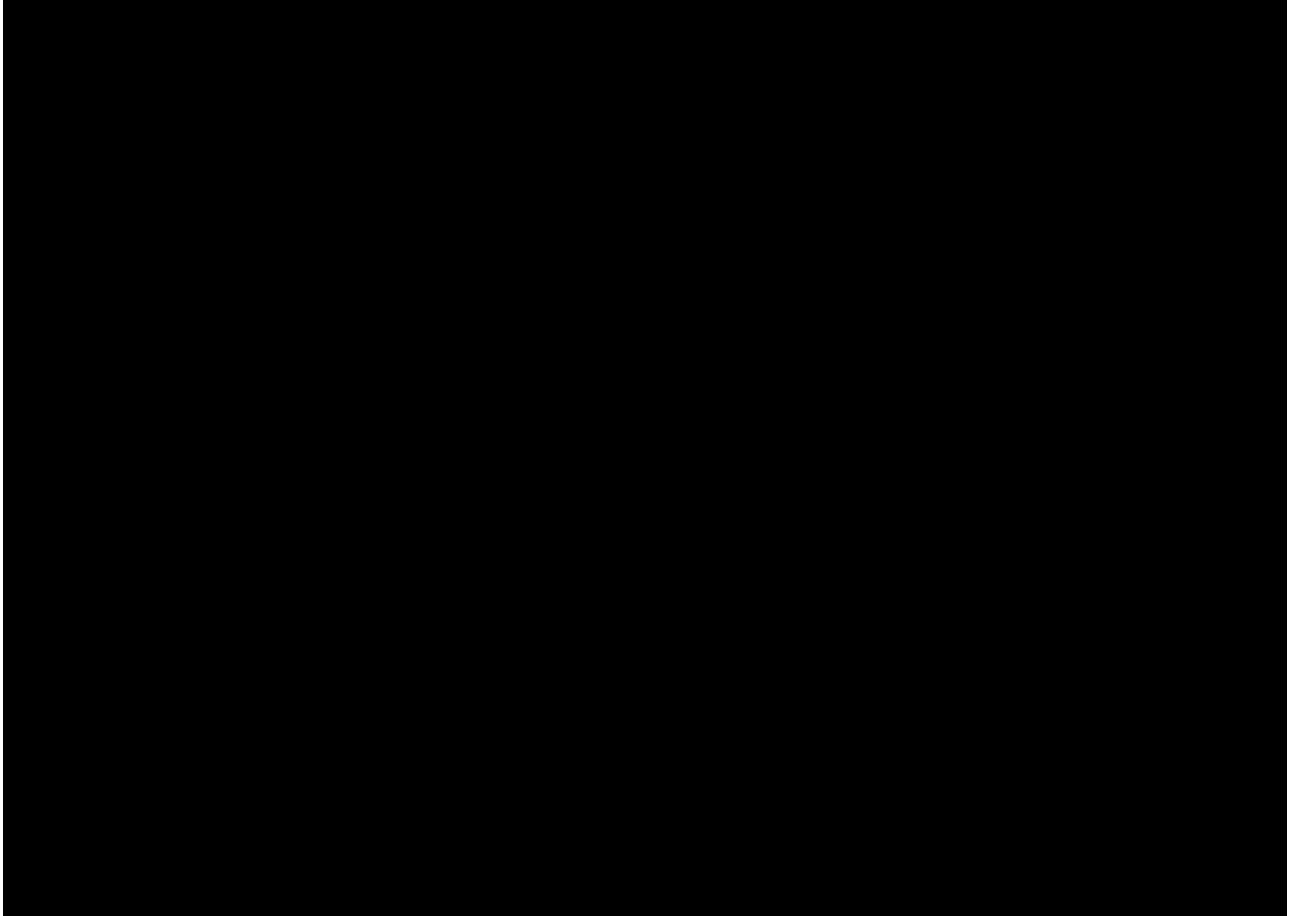
[telus.com](#) [Facebook](#) [Twitter](#) [Instagram](#) [YouTube](#) [LinkedIn](#)

On Mar 17, 2021, at 11:43 AM, Jim Senko <Jim.Senko@telus.com> wrote:

[REDACTED]

From: Jacob Glick <jacob.glick@telus.com>
Sent: March 17, 2021 11:03 AM
To: Jim Senko <Jim.Senko@telus.com>; Jelena Bajic <Jelena.Bajic@telus.com>
Subject: CONFIDENTIAL [REDACTED]

CONFIDENTIAL



—

Jacob Glick

Vice President, Public Policy

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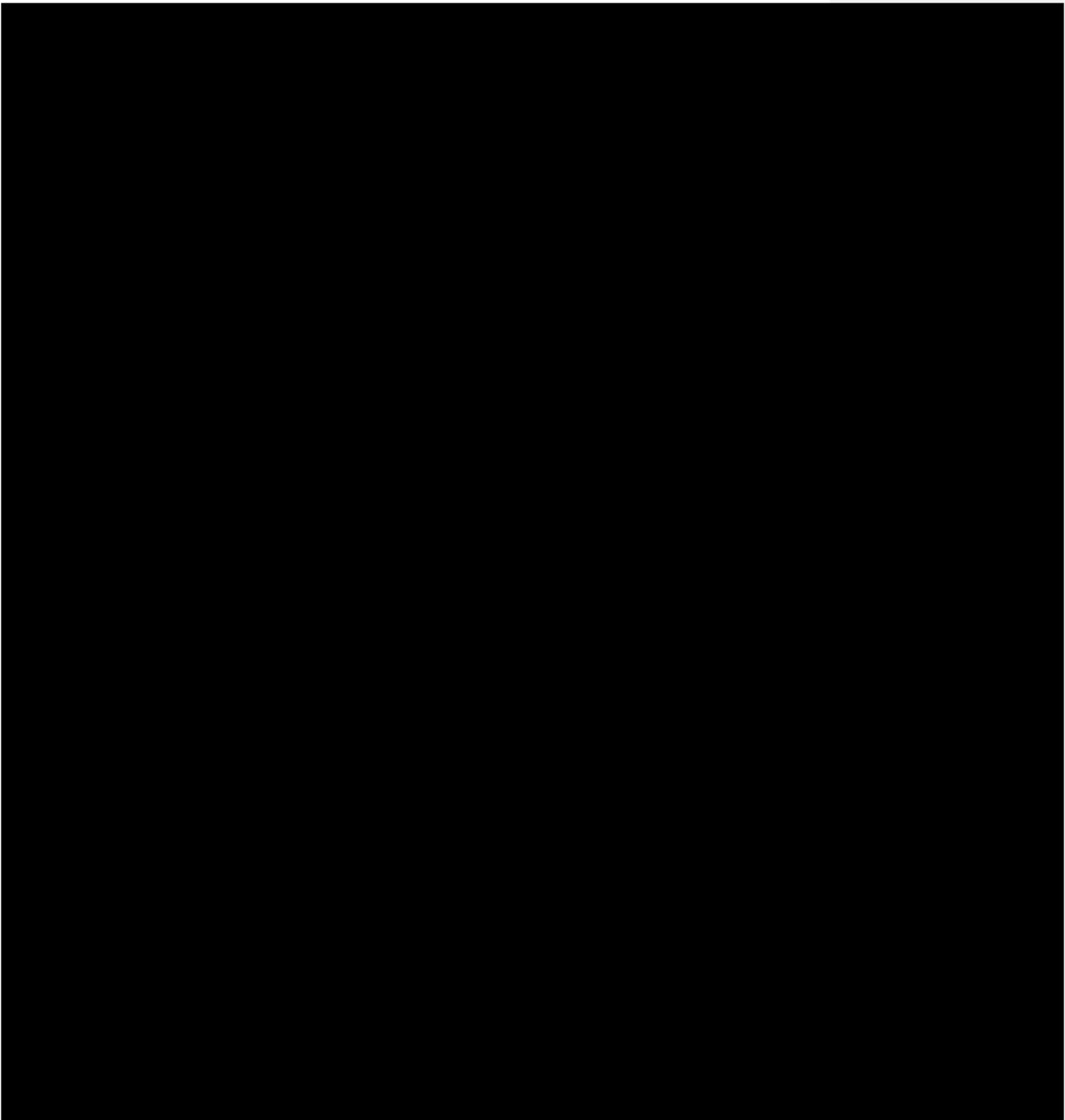
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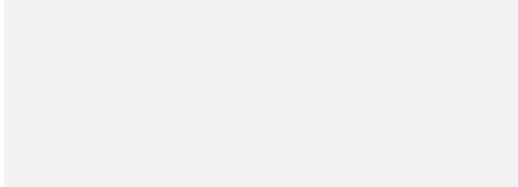
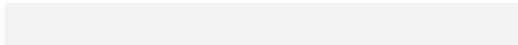
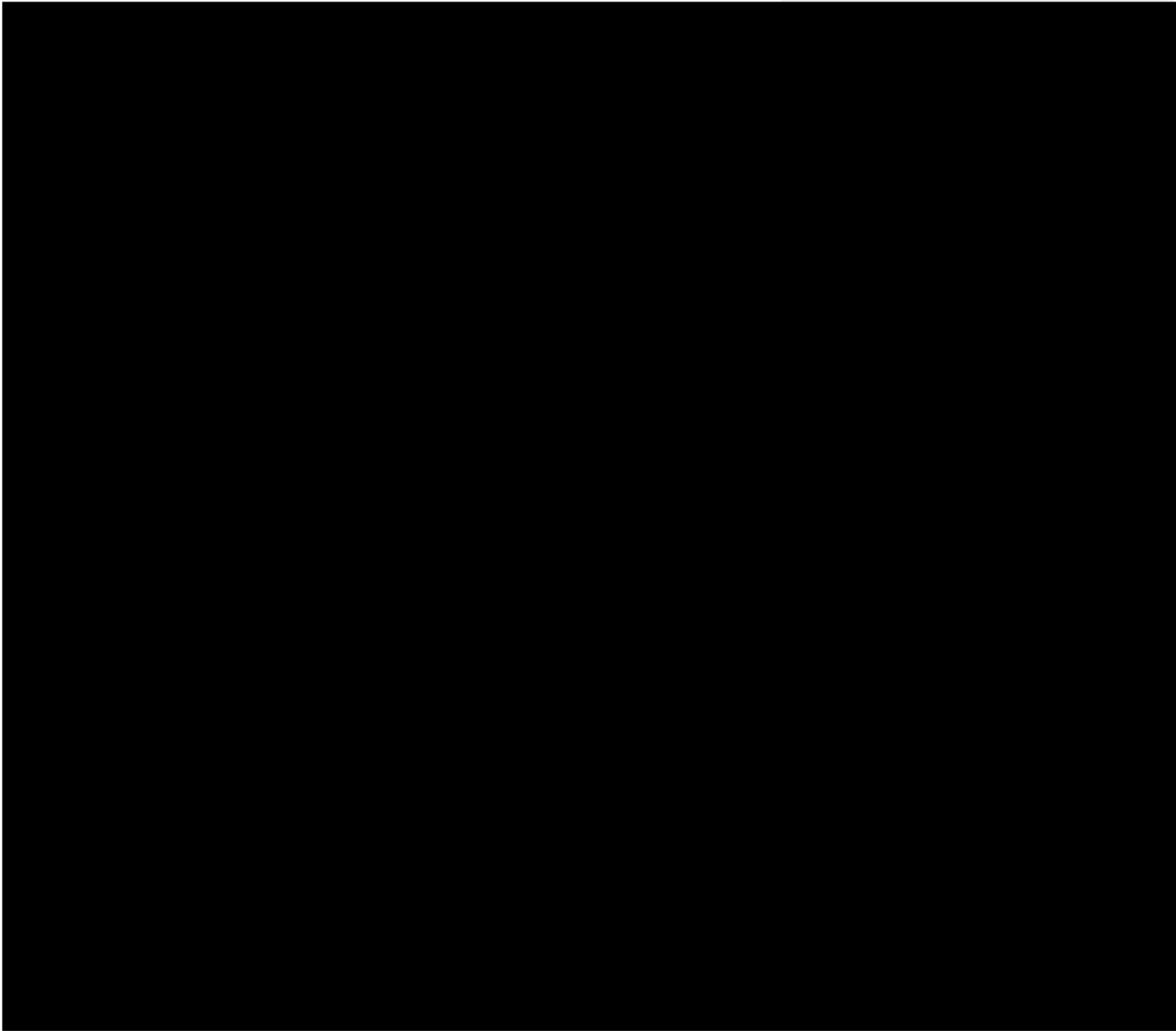
TAB Z

THIS IS **EXHIBIT "Z"** REFERRED TO IN THE
AFFIDAVIT OF **DANIEL STERN**, SWORN BEFORE ME
THIS 3RD DAY OF AUGUST, 2022.

Jayne Cooke

A Commissioner for taking Affidavits, etc.





THE COMPETITION TRIBUNAL

IN THE MATTER OF the *Competition Act*, R.S.C. 1985, c. C-34;

AND IN THE MATTER OF the proposed acquisition by Rogers Communications Inc. of Shaw Communications Inc.;

AND IN THE MATTER OF an application by the Commissioner of Competition for one or more orders pursuant to section 92 of the *Competition Act*, RSC 1985, c C-34.

B E T W E E N :

COMMISSIONER OF COMPETITION

Applicant

- and -

**ROGERS COMMUNICATIONS INC. AND
SHAW COMMUNICATIONS INC.**

Respondents

AFFIDAVIT OF DANIEL STERN
