

Government of Bermuda Ministry of Education and Economic Development OFFICE OF THE MINISTER

18 August 2014

Philip Micallef – Chief Executive Regulatory Authority of Bermuda 3rd Floor, Cumberland House 1 Victoria Street, Hamilton HM 11

Dear Mr. Micallef:

Section 87 Concentration

Change of Control in The Bermuda Telephone Company Limited and Bermuda Cable Vision Limited

I have taken note of the Decision by the Regulatory Authority to approve the change of control in The Bermuda Telephone Company Limited ("BTC") and Bermuda CableVision Limited. I have also considered the conditions that the Authority has made this approval subject to. Therefore, as the Minister with responsibility for Telecommunications and in accordance with Section 87(11)(c) of the Regulatory Authority Act 2011, I approve these conditions. Further, and in accordance with Section 18(6) of the Electronic Communications Act 2011, I consent to the transfer of shares of the above named ICOL holders and consent to the change of control over BTC from KeyTech Limited to Barrie Holdings Limited.

Sincerely,

Dr. the Hon. E. Grant Gibbons, JP, MP

Minister of Education and Economic Development