

BELL CANADA
Form F-X
November 07, 2014

U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM F-X

APPOINTMENT OF AGENT FOR SERVICE OF PROCESS

AND UNDERTAKING

- A.** Name of issuer or person filing (the Filer): **Bell Canada and BCE Inc.**
- B.** (1) This is [check one]:
 an original filing for the Filer
 an amended filing for the Filer
- C.** Identify the filing in conjunction with which this form is being filed:
Name of Registrant: **Bell Canada and BCE Inc.**
Form Type: **Registration Statement on Form F-10**
File Number (if known): **333-199993**
Filed by: **Bell Canada and BCE Inc.**
Date Filed (if filed concurrently, so indicate): **November 7, 2014 (concurrently with Form F-10)**
- D.** Each of the Filers is incorporated or organized under the laws of **Canada**. Each of the Filers has its principal place of business at **1, Carrefour Alexander-Graham-Bell, Building A, 8th Floor, Verdun, Québec, Canada H3E 3B3; phone number: 514-870-8777.**
- E.** (1) Each of the Filers designates and appoints **Puglisi & Associates** (Agent), located at

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850 Library Avenue, Suite 204, Newark, Delaware 19711 (phone number: 302-738-6680)

as agent of such Filer upon whom may be served any process, pleadings, subpoenas, or other papers in:

(a) any investigation or administrative proceeding conducted by the Securities and Exchange Commission (the Commission); and

(b) Any civil suit or action brought against such Filer or to which such Filer has been joined as defendant or respondent, in any appropriate court in any place subject to the jurisdiction of any state or of the United States, or of any of its territories or possessions, or of the District of Columbia, where the investigation, proceeding or cause of action arises out of or relates to or concerns any offering made or purported to be made in connection with the securities registered or qualified by such Filer on Form F-10 on November 7, 2014 or any purchases or sales of any security in connection therewith. The Filer stipulates and agrees that any such civil suit or action or administrative proceeding may be commenced by the service of process upon, and that service of an administrative subpoena shall be effected by service upon such agent for service of process, and that service as aforesaid shall be taken and held in all courts and administrative tribunals to be valid and binding as if personal service thereof had been made.

F. Each Filer stipulates and agrees to appoint a successor agent for service of process and file an amended Form F-X if such Filer discharges the Agent or the Agent is unwilling or unable to accept service on behalf of such Filer at any time until six years have elapsed from the date BCE Inc. has ceased reporting under the Securities Exchange Act of 1934. Each Filer further undertakes to advise the Commission promptly of any change to the Agent's name or address during the applicable period by amendment of this form, referencing the file number of the relevant form in conjunction with which the amendment is being filed.

- G.** Each Filer undertakes to make available, in person or by telephone, representatives to respond to inquiries made by the Commission staff, and to furnish promptly, when requested to do so by the Commission staff, information relating to the Form F-10, the securities to which the Form F-10 relates, and the transactions in such securities.

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Each Filer certifies that it has duly caused this power of attorney, consent, stipulation and agreement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Montreal, Province of Quebec, Country of Canada, this 7th day of November 2014.

Filer:

BELL CANADA

By: /s/ Paul Stinis
Name: Paul Stinis
Title: Senior Vice-President and Treasurer

Filer:

BCE INC.

By: /s/ Paul Stinis
Name: Paul Stinis
Title: Senior Vice-President and Treasurer

This statement has been signed by the following person in the capacity and on the date indicated:

PUGLISI & ASSOCIATES

as Agent for Service of Process

By: /s/ Donald J. Puglisi
Name: Donald J. Puglisi
Title: Managing Director

Dated: November 7, 2014