

COMPUTERSHARE TRUST CO OF CANADA

Form F-X

August 08, 2011

**UNITED STATES
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 (Filer): COMPUTERSHARE TRUST COMPANY OF CANADA

B. 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-9**

File number (if known): **333-176092**

Filed by: Bell Canada and BCE Inc.

Date filed (if filed
concurrently, so indicate): August 5, 2011 (filed concurrently)

D. The Filer is incorporated or organized under the laws of

Canada

and has its principal place of business at

1500 University Street, Suite 700

Montreal, Quebec H3A 3S8

Canada

Telephone: (514) 982-7538

E. The Filer designates and appoints Computershare Trust Company, NA (the Agent), located at:

350 Indiana Street, Suite 750

Golden, Colorado 80401

Telephone: (303) 262-0707

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

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

(b) any civil suit or action brought against the Filer or to which the 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 in relation to which the Filer acts as trustee pursuant to Rule 10a-5 under the Trust Indenture Act of 1939. 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 the 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. The Filer stipulates and agrees to appoint a successor agent for service of process and file an amended Form F-X if the Filer discharges the Agent or the Agent is unwilling or unable to accept service on behalf of the Filer at any time during which any of the securities subject to the indenture remain outstanding;

The 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.

The 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, country of Canada, this 5th day of August, 2011.

Computershare Trust Company of Canada

By: /s/ Nathalie Gagnon

Name: Nathalie Gagnon

Title: Corporate Trust Officer

By: /s/ Pierre Lavoie

Name: Pierre Lavoie

Title: Assistant Trust Officer

This statement has been signed by the following persons in the capacities and on the dates indicated.

Computershare Trust Company, NA
as Agent for Service of Process
for Computershare Trust Company of Canada

By: /s/ John M. Wahl
Name: John M. Wahl
Title: Corporate Trust Officer Date:
Date: August 5, 2011