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May 31, 2004

Mr. John Stevenson
Secretary
Ontario Securities Commission
20 Queen Street West, Suite 1900
Toronto, Ontario
M5H 3S8

and

Saskatchewan Financial Services Commission
6th Floor, 1919 Saskatchewan Drive
Regina, Saskatchewan
S4P 3V7

Dear Mr. Stevenson:

**Re: Response to the OSC's proposed Multilateral Instrument 58-101 –
Disclosure of Corporate Governance Practices and Multilateral Policy 58-
201 – Effective Corporate Governance**

Aliant Inc. ("Aliant") would like to provide its views concerning one aspect of the recommended best practices found in proposed Multilateral Policy 58-201 regarding Effective Corporate Governance.

Aliant is a telecommunications-focused company based in Atlantic Canada. Aliant's common shares trade on the Toronto Stock Exchange under the symbol AIT. BCE Inc. ("BCE") currently owns approximately 53.5% of Aliant's outstanding shares. Aliant's board of directors is currently composed of 13 directors, eight of whom are independent within the definition proposed in the new guidelines. The five "non-independent" directors are BCE nominees.

While the proposed guidelines apply to issuers generally, Aliant feels that corporations with a significant or controlling shareholder will be challenged when striving to comply with the recommended best practices relating to nominating and compensation committee membership. The Board of Aliant has always expected all directors to serve on at least one standing committee. Although Aliant strictly adheres to the audit committee membership requirements, we feel that it is impractical and inappropriate for controlled corporations such as Aliant to limit standing board committee membership exclusively to independent directors. Aliant is of the view that the guidelines should encourage good governance standards while allowing corporations to balance all legitimate shareholder interests, unique circumstances and avail of all director skill sets.

In summary, implementation of the proposed guidelines would preclude full participation in governance by several highly talented directors to the detriment of all our shareholders. We believe the necessary balance can be maintained by continuing our current practice of ensuring that our nominating and governance committees are chaired by independent directors and composed of a majority of independent directors.

We hope you find our views to be constructive.

Should you have any questions, please do not hesitate to give me a call.

Sincerely,

[Signed by Frederick P. Crooks]

Frederick P. Crooks