

March 12, 2002

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Vice President, Information Technology & Telecommunications  
Greater Toronto Airport Authority  
Lester B. Pearson International Airport  
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Dear James

Further to and building on our conversation and previous written communications, the Canadian national wireless carriers would like to submit a specific proposal to address the GTAA's needs. We believe we have met your requirements for control over airport buildings, improved coverage throughout the terminals, operational areas and currently un-served areas, and compensation linked to business activity in the following plan. Therefore we would be pleased to start drafting a service level agreement upon receipt of your agreement to the plan, and to continue with the design phase of implementation of the shared infrastructure.

Ownership & control

We understand your desire to have greater direct control over communications systems at the airport through direct ownership of key facilities. We will provide this by partnering in the design and ownership of the shared in-building facilities. The carriers will only retain direct ownership of the radio transmission facilities that they are licensed to own and operate. Specifically, we propose that:

1. The GTAA will hold a 50% interest in the fibre distribution systems at the airport. The remaining 50% will be owned by a partnership in which each of the current carriers will hold an equal share. The operation and maintenance of the distribution system will be contracted out to a mutually acceptable party, serving the GTAA and the carriers.
2. Cellular ,PCS and iDEN base stations will be 100% owned by the respective carriers.
3. Each party will also own application specific hub equipment – the GTAA will own private radio transceivers serving the airport, future 802.11b transceivers and other future unlicensed equipment; all current and future licensed commercial network operators will own their public radio transceivers.
4. Hub equipment common to all systems is jointly and equally owned by all carriers and the GTAA, (each party holding 20%).

### Rents Linked to Activity

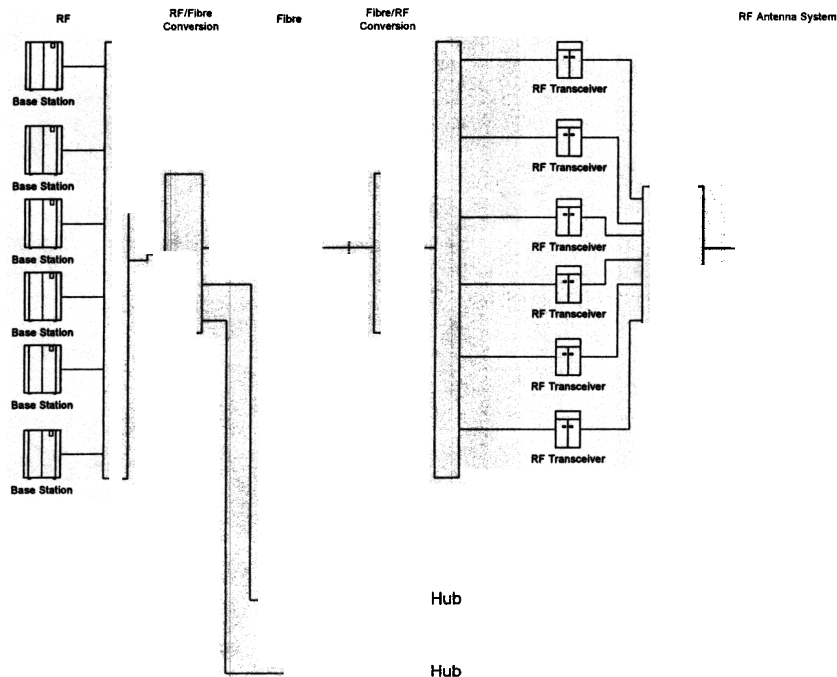
We understand your desire to have commercial rents and fees linked to business activity. We propose a mechanism in which each carrier will pay site access fees on a per passenger basis. We understand that the airport is currently processing 28 million passengers per year, and we have estimated fees for T2, T3 and T-New on that basis. Specifically, we propose that:

1. The collective commercial users of the wireless infrastructure would pay 0.5 cents per passenger per year. This presently amounts to \$140,000 per year in total, or \$35,000 per current wireless carrier, indexed to passenger traffic. This amount reflects that:
  - The access being granted to each carrier is non-exclusive; and
  - Wireless operating margins are lower than margins for other telecommunications services.
2. Length of term to be the generally accepted standard for this kind of lease, ie 10 years with at least 2-5 year options for renewal.
3. Expired leases, and leases near expiration, for existing terminals to be renewed at current rates until the new leases are agreed upon. ie, the 150% overhold condition is reduced to 100%.

### Technical Solution

We understand your desire for more specific information on the nature of our required technical solution. While a vendor selection has not been finalized, we can outline the key aspects of our proposal. Specifically, our proposal will require:

1. An equipment room where base stations for all of the radio services to be provided will be located;
2. Dark fibre runs from the equipment room to hub locations; and
3. Hub locations containing discrete transceivers for each of the services to be distributed. These will be combined to feed an RF cable to indoor antennas that complete the distributed antenna system as depicted below.



By working through these points together, our organizations will provide a world class communication system for the travelling public.

Note that the original proposal that we provided to you in our letter of January 25, 2002 is still relevant to the points above in moving forward.

Meeting Request

We have set aside March 13<sup>th</sup> or 14<sup>th</sup> to meet with you. Please contact us to arrange the most convenient time for the GTAA through Arnold Abramowitz at (416) 935-6142. .

Yours Sincerely,

ROGERS AT&T WIRELESS



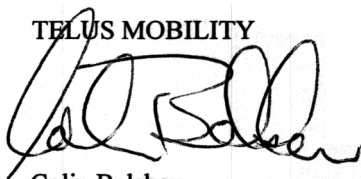
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