

**BEFORE THE WASHINGTON
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Joint Application of Northwest Fiber Holdco, LLC, and BCE Holding Corporation for an Order Approving the Transfer of Control of Ziplly Fiber Northwest, LLC to BCE Holding Corporation.

DOCKET UT-240951

DECLARATION OF MARK GRAHAM IN SUPPORT OF MOTION FOR A PROTECTIVE ORDER FOR HIGHLY CONFIDENTIAL INFORMATION

I, Mark Graham, declare as follows:

1. My name is Mark Graham, and I am over 18 years of age.
2. I am Senior Vice President, Legal and Regulatory of Bell Canada, the direct and controlling parent of BCE Holding Corporation (“BCE Holding”). I am authorized to make this Declaration on behalf of BCE Holding.
3. My business address is 22 Adelaide St., Toronto, Ontario M5H 4E3, Canada.
4. I have reviewed the foregoing motion for a protective order, and the proposed protective order.
5. I am familiar with the documents for which BCE Holding is requesting a “Highly Confidential” designation in this docket. Those documents, which will be produced as exhibits to Joint Applicant pre-filed testimony, contain highly sensitive competitive information, highly sensitive competitive information, including: (1) trade secrets and other proprietary, confidential and/or competitively-sensitive documents pertaining to technical financial and strategic information concerning BCE Holding’s plans for the current Ziplly Network in Washington and the Pacific Northwest, including future plans and strategy; and (2) audit documents, financial statements and other highly-sensitive financial information. Such information should not be available for review, especially by competitors, and BCE Holding would suffer irreparable harm

if such information were released or disseminated more broadly than is required for the resolution of this proceeding.

6. In contrast to the Commission’s standard protective order, the proposed order adequately protects BCE Holding from such harm by requiring that access to “Highly Confidential” documents by intervenors (including competing carriers) be limited to their outside counsel and consultants.

I declare under penalty of perjury under the laws of the State of Washington that the foregoing is true and correct.

Dated this 22nd day of January, 2025, at Toronto, Ontario.



Mark Graham
Senior Vice President, Legal and Regulatory
Bell Canada