Community Services
and Attorney General

Office of the
Registrar of Securities
P.O. Box 2000
Charlottetown
Prince Edward Island
Canada C1A 7N8

**Ministère des Affaires communautaires
et du Procureur général**

**Bureau du registraire
des valeurs mobilières**
C.P. 2000
Charlottetown
Île-du-Prince-Édouard
Canada C1A 7N8

Tel: (902) 368-4550
Fax/Telec. (902) 368-5283
http://www.gov.pe.ca/

TRANSMITTED VIA SEDAR

29 February 2000

Renate Allen
BLAKE CASSELS & GRAYDON

Re: CLEARNET COMMUNICATIONS INC.

We advise that we have accepted the shelf prospectus documents filed on behalf of the above-noted issuer pursuant to the Mutual Reliance Review System Decision Document for short form Prospectuses and Renewal Annual Information Forms.

We confirm that provisional registration was granted in this province effective 21 February 2000 in respect of the preliminary short form prospectus dated 21 February 2000. We further confirm that final registration of the above-noted issue pursuant to a short form shelf prospectus dated 28 February 2000 has been granted effective 29 February 2000.

Attached is a section 14 ruling effective 29 February 2000 to permit the use of the shelf procedures in this province. Please be advised that the fee in respect of the above-noted ruling is $200. Payment should be made payable to the Provincial Treasurer - P.E.I.

sgd "Mark L. Gallant"
Mark L. Gallant
Deputy Registrar of Securities

SEDAR Project # 240055

Community Affairs
and Attorney General

Office of the
Registrar of Securities
P.O. Box 2000
Charlottetown
Prince Edward Island
Canada C1A 7N8

Ministère des Affaires communautaires
et du Procureur général

Bureau du registraire
des valeurs mobilières
C.P. 2000
Charlottetown
Île-du-Prince-Édouard
Canada C1A 7N8

Tel: (902) 368-4550
Fax/Telec. (902) 368-5283
http://www.gov.pe.ca/

IN THE MATTER OF THE SECURITIES ACT
R.S.P.E.I. 1988, CAP. S-3, AS AMENDED

AND

IN THE MATTER OF RULES FOR SHELF PROSPECTUS OFFERINGS AND FOR PRICING OFFERINGS AFTER THE PROSPECTUS IS RECEIPTED

RULING
(Section 14)

UPON the application of Clearnet Communications Inc. (the "Issuer") to the Registrar of Securities (the "Registrar") pursuant to section 14 of the Securities Act, R.S.P.E.I. 1988, Cap. S-3, as amended (the "Act"), for a ruling with respect to distributions of its securities effected in compliance with National Policy Statement No. 44 entitled "Rules for Shelf Prospectus Offerings and For Pricing Offerings After the Prospectus Is Receipted", (the "Policy");

AND UPON the Registrar being of the opinion that to so order will provide more flexibility and reduce the burdens, costs and time pressures for issuers seeking to raise capital under changing market conditions through a prospectus offering without reducing the existing benefits of investor protection or the degree and quality of disclosure to the public;

AND UPON the Registrar being satisfied that to do so would not be prejudicial to the public interest;

IT IS RULED pursuant to Section 14 of the Act that, effective upon final registration being granted in respect of the Securities and upon a final receipt being granted for the prospectus relating to the Securities, section 8 of the Act shall not apply:

1. insofar as, that section concerns the form and content of a preliminary prospectus and a prospectus filed under section 8 of the Act, with respect to distributions of securities effected in compliance with the Policy;

2. insofar as, with respect to distributions of securities effected in compliance with the Policy, the Policy modifies the requirements of section 8.4 of the Act to file an amendment to a preliminary prospectus or prospectus filed under section 8 of the Act; and

3. insofar as, pursuant to section 8.9 of the Act, the distribution of securities pursuant to a prospectus filed under section 8(1) of the Act shall not continue longer than twelve months from the later of either:

    (a) the date of issuance of a receipt for the preliminary prospectus relating to such securities; or

    (b) the date of the last prospectus filed under section 8.9 of the Act,

    unless specified procedures are followed and filings are made, with respect to distributions of securities effected in compliance with the shelf procedures set forth in the Policy;

    provided that:

4. a preliminary short form prospectus and short form prospectus or a preliminary prospectus and a prospectus complying with the Policy are filed under section 8 of the Act pursuant to and in accordance with the requirements and procedures set forth in the Policy;

5. such preliminary short form prospectus and short form prospectus or preliminary prospectus and prospectus are supplemented and amended pursuant to, and in accordance with, the requirements and procedures set forth in the Policy, including the filing of amendments complying with the Policy under section 8.4 of the Act;

6. the distribution of securities pursuant to such preliminary short form prospectus and short form prospectus or preliminary prospectus and prospectus shall otherwise comply with and be subject to the provisions of the Act; and

7. this ruling is issued solely for the benefit of, and is limited in effect to, Clearnet Communications Inc. and the issuance of $2,000,000,000 Debt Securities (unsecured) pursuant to a short form prospectus dated 28 February 2000.

DATED at Charlottetown, Prince Edward Island, effective the 29th day of February, 2000.

sgd "Mark L. Gallant"
MARK L. GALLANT
Deputy Registrar of Securities