

provider that delivers next generation and leading edge services, to small and medium sized businesses, including municipalities, universities, schools and hospitals, in the Oakville, Milton and Mississauga, Ontario areas. The acquisition was accounted for using the acquisition method in accordance with IFRS 3 with the results of operations consolidated with those of the Company effective January 29, 2010. The transaction costs related to the acquisition amounted to approximately \$1 million and were charged to integration and restructuring expenses.

The fair values of the assets acquired and liabilities assumed, which were finalized during 2010, are as follows:

Fair value of consideration transferred	\$ 131
Current assets	\$ 3
PP&E	35
Customer relationships	40
Current liabilities	(2)
Deferred tax liabilities	(11)
Fair value of net identifiable assets acquired and liabilities assumed	65
Goodwill	\$ 66

The goodwill was allocated to the RBS reporting segment and is not tax deductible.

The customer relationships are being amortized over a period of 5 years.

(ii) Cityfone Telecommunications Inc.:

On July 9, 2010, the Company closed an agreement to acquire all of the assets of Cityfone Telecommunications Inc. ("Cityfone") for cash consideration of \$26 million. Cityfone is a Canadian Mobile Virtual Network Operator and offers postpaid wireless voice and data services to subscribers through private label programs with major Canadian brands. The acquisition was accounted for using the acquisition method in accordance with IFRS 3 with the results of operations consolidated with those of the Company effective July 9, 2010.

The fair values of the assets acquired and liabilities assumed, which were finalized during 2010, are as follows:

Fair value of consideration transferred	\$ 26
Current assets	\$ 3
PP&E	1
Customer relationships	17
Current liabilities	(1)
Fair value of net identifiable assets acquired and liabilities assumed	20
Goodwill	\$ 6

The goodwill was allocated to the Wireless reporting segment and is tax deductible.

The customer relationships are being amortized over a period of 5 years.

(iii) Kincardine Cable T.V. Ltd.:

On July 30, 2010, the Company closed an agreement to acquire all of the assets of Kincardine Cable T.V. Ltd. ("Kincardine") for cash consideration of \$20 million. Kincardine provides cable television and Internet services in Kincardine, Ontario and the surrounding area. The acquisition was accounted for using the acquisition method in accordance with IFRS 3 with the results of

operations consolidated with those of the Company effective July 30, 2010.

The fair values of the assets acquired and liabilities assumed, which were finalized during 2010, are as follows:

Fair value of consideration transferred	\$ 20
PP&E	\$ 2
Customer relationships	9
Current liabilities	(1)
Fair value of net identifiable assets acquired and liabilities assumed	10
Goodwill	\$ 10

The goodwill was allocated to the Cable Operations reporting segment and is tax deductible.

The customer relationships are being amortized over a period of 3 years.

(iv) BV! Media Inc:

On October 1, 2010, the Company closed an agreement to purchase 100% of the outstanding common shares of BV! Media Inc. ("BV! Media") for cash consideration of \$24 million. BV! Media is a Canadian Internet advertising network and publisher of news and information portals. The acquisition was accounted for using the acquisition method in accordance with IFRS 3 with the results of operations consolidated with those of the Company effective October 1, 2010.

During the year ended December 31, 2011, the Company updated its valuation of certain net identifiable assets acquired for the BV! Media acquisition. This resulted in an increase in customer relationships of \$2 million and a corresponding decrease in goodwill of \$2 million from the amounts recorded and disclosed at December 31, 2010.

The final fair values of the assets acquired and liabilities assumed in the acquisition are as follows:

Fair value of consideration transferred	\$ 24
Current assets	\$ 5
PP&E	4
Customer relationships	8
Current liabilities	(3)
Deferred tax liabilities	(3)
Fair value of net identifiable assets acquired and liabilities assumed	11
Goodwill	\$ 13

The goodwill was allocated to the Media reporting segment and is not tax deductible.

The customer relationships are being amortized over a period of 2 years.

## 8. INTEGRATION, RESTRUCTURING AND ACQUISITION COSTS:

During 2011, the Company incurred \$44 million (2010-\$21 million) of restructuring expenses related to severances resulting from the targeted restructuring of its employee base and to improve the Company's cost structure.