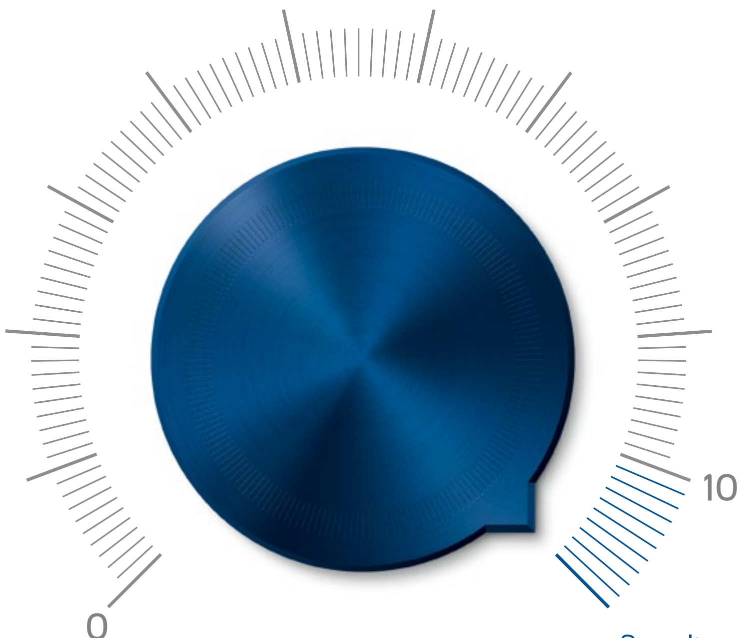
EXTRACT FROM THE BCE 2015 MANAGEMENT PROXY CIRCULAR
DATED MARCH 5, 2015

The Board of Directors' Letter to Shareholders

Approach to Executive Compensation



Results
speak
volumes.

8 THE BOARD OF DIRECTORS' LETTER TO SHAREHOLDERS

2014 Highlights

- *Introduction of more stringent share ownership requirements*
- *Introduction of clawbacks for all NEOs and EVPs*
- *Introduction of revised Performance Share Unit (PSU) payout range*
- *Pre-clearance process for all NEOs and EVPs*

Dear fellow shareholders:

On behalf of the Compensation Committee and the Board, we are pleased to share with you our approach to executive compensation, including the framework we have used to make our compensation decisions for 2014.

96%
Say On Pay approval

78%
Dividend increase over 6 years

Our annual "Say on Pay" advisory vote once again received overwhelming support with over 95.99% of the votes cast in favour of our executive compensation program. We appreciate this support and believe it reflects broad and deep shareholder endorsement that our compensation philosophy aligns the interests of shareholders and management, especially by incorporating our dividend growth strategy into our long-term incentive performance criteria.

In 2014, the dividend was again increased by 6% to reach \$2.47. With the announcement of another increase of 5.3% in 2015, this will bring the annual dividend payout to \$2.60. The 2015 dividend increase represents the eleventh increase to BCE's annual common share dividend, a 78% increase, in the past six years.

Our approach to executive compensation

BCE is focused on a pay-for-performance approach to compensation for all team members, including our executive team. This philosophy supports the execution of Bell's 6 Strategic Imperatives (Improve Customer Service, Leverage Wireline Momentum, Achieve a Competitive Cost Structure, Accelerate Wireless, Invest in Broadband and Expand Media Leadership) and our commitment to deliver ongoing and stable returns to shareholders.

Our approach to compensation is to achieve one ultimate goal: to grow long-term value for you

Our executive compensation policies and programs are designed to attract and retain the highest calibre of talent at a competitive cost to the Corporation and to ensure they are motivated to pursue our goal to grow long-term shareholder value.

We recognize that long-term growth and value creation requires taking an acceptable level of risk and we ensure our compensation policies and practices reward executives for short, medium and long-term decision-making and performance, do not encourage undue risk-taking or produce excessive compensation levels. We are committed to ensuring there is a strong and direct link between our financial results, shareholder value creation and the resulting executive compensation. In 2014 approximately 80% of our NEOs' target total direct compensation is tied to Bell's performance.

Our key compensation decisions for 2014

We are satisfied that our compensation model, which is comprised of a mix of base salary and short, medium and long term incentives continues to reflect our compensation philosophy. It remained largely unchanged in 2014.

1.72%
Increase in NEO salaries from 2013

BASE SALARY

Our policy is for base salaries to be positioned at the 50th percentile of our comparator group. Salaries are reviewed from time to time and adjusted to reflect increases in responsibilities and market trends. In 2014, aggregate NEO salaries increased 1.72% over the 2013 levels. Details about any changes to base salaries can be found in section 11 entitled *Compensation of Our Named Executive Officers*.

105%
2014 Corporate performance index

ANNUAL SHORT-TERM INCENTIVE PLAN

Annual short-term incentive targets remained at their 2013 levels of 100% of base salary for all of our executive officers and 150% for our President and CEO.

Our annual short-term incentive plan is designed to reward achievement of a range of critical financial and operating metrics. The financial metrics used again in 2014 – EBITDA, Revenue and Free Cash Flow- are key indicators widely used to measure financial performance in the communications industry across North America. The operating metrics continued to be based on the 6 Strategic Imperatives that guide the renewal of the Bell brand, our improved competitiveness and market performance and an enhanced ability to return value to shareholders. This combination of well-established financial and operating measures aligned with our strategy provides the team with a clear and motivating compensation structure.

In 2014, the Corporation demonstrated growth across all financial metrics. It exceeded its Revenue and Free Cash Flow targets while making significant progress on the Strategic Imperatives. The continued momentum of the Fibe TV service, the strength of the wireless and media businesses, the $3.95 billion privatization of Bell Aliant, the leading wireline EBITDA margin among North American telecom companies and progress on customer service led to a strong year. Consequently, we were very pleased to approve a corporate performance index of 105% out of a possible 150%. This index accounts for 70% of the annual short-term incentives paid out to executive officers, while personal performance accounts for the remaining 30%.

100%
Attainment of 2012 PSU vesting goals

LONG-TERM INCENTIVE PLAN

Our long-term incentive plan did not change other than increasing the PSU payout range from 0-100% to 0-125%. Executive grants comprise 50% RSUs, 25% PSUs and 25% option grants.

The 2012 PSU grants vesting in 2014 achieved 100% payout because our Free Cash Flow growth over the three year period was sufficient to provide the Board with the ability to increase the dividend by the target compound annual growth rate. To achieve full vesting on PSUs, the dividend growth rate must remain within the dividend payout ratio (between 65% and 75%) of Free Cash Flow, which it did. This is the same criteria for grants made in 2013 and 2011. Prorated payment is made if the target is only partially attained.

CHANGES TO EXECUTIVE COMPENSATION POLICY AND PROGRAMS

We implemented a number of changes in 2014 to strengthen our compensation policies and programs from a governance perspective and to increase alignment between executive decision making and shareholder interests.

Extension of Clawbacks

The Board approved the implementation of a clawback policy for all EVPs that mirrors the policy introduced for the CEO in 2011. The policy will apply to any incentive compensation (annual short term incentive, RSU, PSU and stock options) in the event of a material restatement of BCE's financial statements caused or partially caused by gross negligence, intentional misconduct or fraud on the part of the executive.

Pre-Clearance Process

In 2014, a pre-clearance process was introduced for trading of BCE securities by the President and CEO and all EVPs to protect against insider trading and trading during blackout periods.

Share Ownership Requirements

To encourage ongoing investment in the Corporation and ensure continuous alignment of our executive officers' compensation with our objective of creating value for our shareholders, we introduced an additional level of share ownership requirements: 10 times salary after 10 years for the President and CEO and five times salary after 10 years for EVPs.

Maximum PSU Payout Level

To balance the risk in the PSU payout with an incentive to outperform and align with market practices, the maximum PSU payout level was increased from 100% to 125% for the 2014 PSU grants.

Looking ahead to 2015

Executive Compensation Plans Remain Stable

We continuously monitor compensation levels and trends in executive compensation and, we are confident that our current compensation structure is competitive and fully meets the objectives of our compensation philosophy. In 2014, we introduced a number of modifications to our executive compensation programs and policies as explained above. A review of our executive compensation programs as well as governance and market practices during 2014 did not identify the need for any major revisions to these programs. As such, we do not expect any significant changes to our executive compensation programs in 2015.

Succession Planning for CFO

In 2014, Mr. Vanaselja announced his decision to retire in 2015 after a highly successful career at BCE that spanned more than two decades. After an extensive review of both internal and external potential candidates, Mr. Glen LeBlanc, the former CFO of Bell Aliant, was selected as his successor and will become CFO of BCE and Bell Canada upon Mr. Vanaselja's retirement. The transition plan is well under way as Mr. Vanaselja and Mr. LeBlanc are working together to ensure a seamless and orderly transition.

Conclusion

The responsibility for executive compensation rests with the Board, and we confirm that we fully understand the long-term implications of the executive compensation decisions we make and the programs we approve.

Members of the Compensation Committee will be present during the Annual General Shareholder Meeting, to be held on 30 April, 2015, to answer any questions you may have about executive compensation. Alternatively, shareholders can write to the Corporate Secretary's Office or the Investor Relations Group at 1 Carrefour Alexander-Graham-Bell, Building A, 7th floor, Verdun, Québec, Canada, H3E 3B3 or call 1-800-339-6353. Our approach to executive compensation supports the execution of the Corporation's strategy, and we remain committed to developing the compensation policies and programs that will continue to produce the results that deliver value to you, our shareholders.

Thomas C. O'Neill
Chair of the Board

Ronald A. Brenneman
Chair of the Compensation Committee

March 5, 2015