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FAIR TRADING COMMISSION
MAR 17 2010
R. Watson

EXHIBITS 'HM1 – HM2'

These are the exhibit pages referred to in the Affidavit of HELGA MCINTYRE marked and annexed hereto as Exhibit HM1-HM2.

Helaine
.....
Legal Assistant *egj*



January 11, 2010

The Chief Executive Officer
The Fair Trading Commission
Good Hope, Green Hill
St. Michael

Attention: Mrs. Sandra Sealy

Dear Sirs,

Re: Interconnection Rates

Based on information from C&W, we understand that members of the Fair Trading Commission ('FTC') met with C&W, sometime in the last quarter of 2009, to discuss the Interconnection Rates and also the feasibility of direct mobile to mobile interconnection – a service C&W effectively has been delaying the provision of for several years to the detriment of its competitors.

Interconnection Rates and the achievement of direct mobile to mobile interconnection are both critical issues to Digicel, in Barbados. Therefore we too – as C&W did - would like to have a meeting with the FTC to properly ventilate our view on these issues.

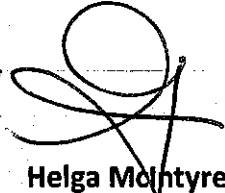
We would also like to take this opportunity to comment on the use of other Mobile Termination Rates (MTRs) in the region as a benchmark for Barbados. We do not think this would be prudent for the simple fact that the Barbados situation is an anomaly. In Barbados, as you know, there are no revenues coming to mobile operators from the fixed subscribers – a situation which does not exist in any other jurisdiction in the Caribbean where you have a Calling Party Pays system ("CPP") – and; this of course, comes at a cost and it is a cost which someone has to cover.

In a "true" CPP situation, the fixed operator also pays for calls made from its network and terminating on another network. In Barbados, no one pays for the minutes which are terminated on the mobile network, where the call is originating from the fixed network and as such the cost for the mobile network to terminate these calls must be covered by the other operators handing over minutes to it for termination.

We look forward to hearing from you as to when the FTC can accommodate a meeting with our team; and take this opportunity to wish yourself and the staff of the Fair Trading Commission a Happy New Year and look forward to a continually beneficial relationship throughout 2010.

Yours faithfully.

Digicel (Barbados) Ltd.

A handwritten signature in black ink, appearing to read 'Helga McIntyre', written over a horizontal dashed line.

Helga McIntyre
Head of Legal & Regulatory

**FAIR TRADING COMMISSION**No: 4/15/23/13/1Date: 2010-01-14

*In replying, the above number and date of
this letter should be quoted.*

*All correspondence should be addressed to the
Chief Executive Officer.*

BY FAX & HAND

Mr. Greg Van Koughnett
Head of Legal & Regulatory - OECS
Digicel (Barbados) Limited
The Courtyard
Hastings
Christ Church

Dear Mr. Van Koughnett,

Re: Interconnection Rates

We refer to Digicel (Barbados) Ltd.'s correspondence dated January 11, 2010 on the above referenced subject.

Interconnection rates is one of the matters under consideration in the review of the Consolidated Reference Interconnection Offer which was submitted by Cable & Wireless (Barbados) Ltd. (C&W), a company regulated by the Fair Trading Commission. As the Regulator the Commission held a public consultation on the Referenced Interconnection Offer. Digicel submitted a written response to the consultation as well as confidential correspondence on direct mobile termination. In addition, Digicel had the opportunity on June 19, 2009 to make an Oral Presentation to the Commission on this matter.

The Commission therefore does not consider that a meeting with Digicel is warranted at this time.

Yours faithfully,

A handwritten signature in black ink, appearing to read "Peggy Griffith". The signature is written over a horizontal line.

Peggy Griffith
Chief Executive Officer

:smg