



DECLARATION OF BENEFICIAL OWNERSHIP OF SHARES

TO: COGECO CABLE INC.
c/o Computershare Trust Company of Canada
as Transfer Agent and Registrar
at its principal office in Montreal or Toronto

In connection with the proposed registration of the issue or transfer of _____
(Number of shares)

Subordinate Voting Shares of Cogeco Cable Inc. (« Cogeco Cable ») to _____
(Name of the Undersigned in block letters)

(the « Undersigned ») _____
(Address of the Undersigned in block letters)

the Undersigned hereby DECLARES :

1. the beneficial owner of the Subordinate Voting Shares will be
[] the Undersigned, OR
[] other than the undersigned, namely _____
(Name and Address in block letters)

2. If the beneficial owner is to be an individual:
Is the proposed beneficial owner a citizen of Canada ? YES [] NO []

3. If the beneficial owner is to be a company:
Is the proposed beneficial owner an eligible Canadian corporation? YES [] NO []

4. If the beneficial owner is to be a partnership or trust:
Is the proposed beneficial owner a citizen of Canada or a group of persons who are citizens of Canada, or controlled by an eligible Canadian corporation? YES [] NO []

5. Is the proposed beneficial owner an officer or an associate of a shareholder of Cogeco Cable?
YES [] NO []
If YES, print name and address of other shareholder:

6. Does the proposed beneficial owner or its affiliates or its associates presently beneficially own, directly or indirectly, shares of Cogeco Cable?
YES [] NO []
If YES, indicate the number and class of shares:
Number of shares: _____ Class: _____

DATED the _____ day of _____, 20____

by: _____
(Authorized signature)
(Name of signatory in block letters)

NOTES and INSTRUCTIONS:

This declaration is to be completed by each person in whose name shares of Cogeco Cable are to be registered. Additional forms of declaration are available from Computershare Trust Company of Canada. If the declaration is completed by a company, partnership or trust, the declaration must be signed by a duly authorized person, indicating the authority. The terms "affiliate", "associate" and "eligible Canadian corporation" are defined on the reverse side hereof.

Affiliate:

- a) one body corporate is affiliated with another body corporate if one of them is the subsidiary of the other or both are subsidiaries of the same body corporate or each of them is controlled by the same person; and
- b) if two bodies corporate are affiliated with the same body corporate at the same time, they are deemed to be affiliated with each other.

Associate:

« Associate » of a person includes

- a) a partner of that person whether or not acting on behalf of the partnership of which they are partners;
- b) a trust or estate in which that person has a substantial beneficial interest or in respect of which he serves as a trustee or in a similar capacity;
- c) a spouse, son, daughter, son-in-law, daughter-in-law of that person, or other relative of that person or of his spouse having the same residence as that person;
- d) a corporation of which that person, either alone or together with one or more persons herein described as his associates, has, directly or indirectly, control of not less than 20% of the issued voting securities thereof;
- e) a corporation of which one or more persons herein described as his associates has, directly or indirectly, control of not less than 50% of the issued voting securities thereof;
- f) a person with whom that person has entered into an arrangement, understanding or agreement as to the voting of securities of the corporation which has, directly or indirectly, effective control of Cogeco Cable;

but no person shall be considered as associate of another person where he controls less than 1% of the total of all issued publicly-traded voting securities of Cogeco Cable.

«Voting securities», when used in the foregoing definition, means securities carrying with them voting rights either under all circumstances or under some circumstances that have occurred and are continuing, and includes securities convertible thereinto at all times at the option of the holder.

Eligible Canadian Corporation:

«Eligible Canadian Corporation » is a corporation

- a) that is incorporated under the laws of Canada or of a province;
- b) of which the chairman or other presiding officer and each of the directors or other similar officers are Canadian citizens ; and
- c) at least 80% of the shares having full voting rights under all circumstances and shares representing in the aggregate 80% of the paid-up capital are beneficially owned by Canadian citizens or by corporations that are controlled directly or indirectly by citizens or subjects of a country other than Canada.

NOTE: The name of the **NEW** registered holder on this form must appear exactly as it appears on the Securities Transfer Form



SAMPLE

DECLARATION OF BENEFICIAL OWNERSHIP OF SHARES

TO: **COGECO CABLE INC.**
c/o Computershare Trust Company of Canada
as Transfer Agent and Registrar
at its principal office in Montreal or Toronto

Indicate the number of shares being transferred. Please indicate "Any & All Unissued Shares" for DRIP shares..

In connection with the proposed registration of the issue or transfer of _____
(Number of shares)

Subordinate Voting Shares of Cogeco Cable Inc. (« Cogeco Cable ») to _____
(Name of the Undersigned in block letters)

(the « Undersigned ») _____
(Address of the Undersigned in block letters)

the Undersigned hereby DECLARES :

Beneficial is the owner of the shares. –
ie: Shares registered to John Smith - John Smith is the **Beneficial** owner.
Shares registered to John Smith In Trust for Jane Smith - Jane Smith is the **Beneficial** owner. John Smith is the **NEW** Registered holder.

1. the beneficial owner of the Subordinate Voting Shares will be the Undersigned, OR other than the undersigned, namely _____

(Name and Address in block letters)

- 2. If the beneficial owner is to be an **individual**:
Is the proposed beneficial owner a citizen of Canada? YES NO
- 3. If the beneficial owner is to be a **company**:
Is the proposed beneficial owner an eligible Canadian corporation? YES NO
- 4. If the beneficial owner is to be a **partnership or trust**:
Is the proposed beneficial owner a citizen of Canada or a group of persons who are citizens of Canada, or controlled by an eligible Canadian corporation? YES NO

Please indicate **ONE** of the following options.

5. Is the proposed beneficial owner an officer or an associate of a shareholder of Cogeco Cable? YES NO

If YES, print name and address of other shareholder:

Indicate if the **Beneficial Owner** is an officer or an associate of a shareholder of Cogeco Cable
Identify the associated shareholder

6. Does the proposed beneficial owner or its affiliates or its associates presently beneficially own, directly or indirectly, shares of Cogeco Cable? YES NO

If YES, indicate the number and class of shares:

Number of shares: _____

Class: _____

Indicate whether or not the **Beneficial Owner** has any additional shares
Indicate the number of shares and class

Date the form is signed

DATED the _____ day of _____, 20____

Signature of the **NEW** registered holder

by: _____
(Authorized signature)

Enter the name of the **NEW** registered holder

(Name of signatory in block letters)

NOTES and INSTRUCTIONS:

This declaration is to be completed by each person in whose name shares of Cogeco Cable are to be registered. Additional forms of declaration are available from Computershare Trust Company of Canada. If the declaration is completed by a company, partnership or trust, the declaration must be signed by a duly authorized person, indicating the authority. The terms "affiliate", "associate" and "eligible Canadian corporation" are defined on the reverse side hereof.