2008 MEMBERSHIP LEVELS

The DSL Forum is an international non-profit industry association working cooperatively to promote DSL. We have forged a powerful alliance of service providers and companies from virtually every sector of communications, networking and computer industries around the world to focus on forging global agreement on technical specifications, sharing deployment best practices, promoting the market for DSL and facilitating development of interoperable DSL-based network components.

Principal Members - $8,500 USD
- Attendance to all annual, general and committee meetings of the Forum
- One vote each on all Forum issues, technical reports and marketing reports
- Access to all working documents, contributions, technical reports, and meeting minutes
- Eligibility to run for Board of Director and Committee officer positions
- Eligibility to submit Technical Committee and Marketing Committee contributions
- Subscription to all DSL Forum email mailing lists

Small Company Principal Membership - $4,000 USD
- All the privileges listed above for a Principal Member
- Note: Small Company Principal Members must have had annual revenues under $10 million USD in the previous year and are required to submit a letter from their CEO stating this.

Auditing Membership - $3,000 USD
- Attendance to all annual and general (i.e., Summit and Plenary) meetings of the Forum
- Access to all working documents, contributions, technical reports and meeting minutes
- Subscription to all DSL Forum email mailing lists
- Auditing members may NOT attend committee meetings (i.e., Technical and Marketing Working Group meetings) of the Forum and are NOT eligible to submit Technical Committee or Marketing Committee contributions or vote on Forum issues, technical reports or marketing reports

Associate Membership - $950 USD
- Attendance to all annual, general and committee meetings of the Forum (but not eligible to vote)
- Access to all working documents, contributions, technical reports and meeting minutes
- Subscription to all DSL Forum email mailing lists
- Note: Associate Members must be not for profit or educational institutions. Institutions will be approved for membership annually by a majority vote of the Board of Directors.

CHAIRMAN’S LETTER

Dear DSL Forum Team Members,

Broadband subscriptions are growing rapidly around the world. By the third quarter 2007, we saw the global deployment of DSL surpass 215 million lines and the broadband total reach 328 million. DSL’s strong lead as the top broadband option in the world (66% marketshare) continued; in addition we saw amazing growth rates for fiber in that same twelve month period. Strengthening the functionality of broadband has now taken center stage at the DSL Forum as we focus on quality IPTV rollouts, defining the application of a variety of broadband technologies, improving manageability of services, and forging the evolution and convergence to the next generation network.

The pace of work was intense, and with the number of contribution submissions growing each quarter to reach more than 300 contributions in the fourth quarter, innovation and collaboration with other standards bodies kept the Forum moving quickly towards our strategic goals and industry success. To keep pace with the industry, the Forum is prioritizing work to ensure market aligned timelines for critical technical reports. Though still contribution driven, the leadership of the Forum sets an aggressive agenda and course for achieving strategic objectives, such as IPTV solutions or positioning wireline operators for fixed-mobile convergence, and each area of work is assessed during quarterly meeting Plenary sessions to ensure that the work keeps track with industry requirements and timelines.

Our liaison program has seen exciting progress as Robin Mersh, COO, and our liaison officers focused on engaging our current and potential liaison partners in active discussions around better industry alignment, as well as encouraging formal reference of DSL Forum work. This has taken our liaison program from exchanges of letters to forging real joint solution initiatives. Our work is now referenced by the ITU-T, ATIS IIF, DVB and HGI to name a few. Recently, through Robin’s efforts, we even facilitated a first ever IPTV Standards roundtable that included such critical industry players as ITU-T, ATIS IIF, DVB and HGI to name a few. Recently, through Robin’s efforts, we even facilitated a first ever IPTV Standards roundtable that included such critical industry players as ITU-T, ATIS IIF, DVB and HGI to name a few.

On behalf of the Board and staff, I thank you again for your continued support and your active engagement in achieving our common goals. The DSL Forum looks forward to continuing to serve your needs, and the needs of the broadband industry.

Sincerely,

George Dobrowski
Chairman & President, DSL Forum

An electronic copy of this report can be downloaded from http://www.dslforum.org/about/annualreports.shtml
2007 FINANCIAL REPORT

ASSETS, LIABILITIES AND MEMBERSHIP EQUITY

<table>
<thead>
<tr>
<th>2007</th>
<th>2006</th>
</tr>
</thead>
<tbody>
<tr>
<td>Current Assets</td>
<td></td>
</tr>
<tr>
<td>Cash and Equivalents</td>
<td>$561,671</td>
</tr>
<tr>
<td>Temporary Cash Investments</td>
<td>$1,047,000</td>
</tr>
<tr>
<td>Accrued Interest Receivable</td>
<td>$23,668</td>
</tr>
<tr>
<td>Accounts Receivable</td>
<td>$10,000</td>
</tr>
</tbody>
</table>

Total Current Assets | $1,690,766 | $2,099,958 |

Investments | $619,162 |

Total Current Assets | $2,309,928 | $2,099,958 |

Current Liabilities

Accounts Payable | $120,450 | $150,139 |
 Deferred Membership Dues | $360,625 | $340,600 |

Total Current Liabilities | $481,075 | $490,739 |

Membership Equity

Unrestricted | $1,828,853 | $1,609,219 |

Total Liabilities & Membership Equity | $2,309,928 | $2,099,958 |

REVENUES AND EXPENSES

<table>
<thead>
<tr>
<th>2007</th>
<th>2006</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenues</td>
<td></td>
</tr>
<tr>
<td>Membership Dues</td>
<td>$1,145,910</td>
</tr>
<tr>
<td>Meeting Fees</td>
<td>$281,238</td>
</tr>
<tr>
<td>Sponsorship Fees</td>
<td>$158,985</td>
</tr>
<tr>
<td>Investment Income</td>
<td>$99,191</td>
</tr>
</tbody>
</table>

Total Revenues | $1,685,324 | $1,505,505 |

Expenses

Meetings and Tradeshows | $518,056 | $480,133 |
Management Fees | $532,471 | $414,646 |
Marketing and Public Relations | $346,054 | $248,668 |
General and Administrative | $69,110 | $131,699 |

Total Expenses | $1,465,690 | $1,275,146 |

Increase in Membership Equity | $219,634 | $230,359 |

As audited by Blanding, Boyer & Rockwell, Certified Public Accounts – January 2008
2007 MEMBERSHIP LIST – Continued

Small Company Principal

4Home Media
Auditing
Actelis Networks
AIMS (INT) Ltd
Alphon
Asoka USA Corporation
ASSIA Ltd.
Avitos
Coppergate Communications
Digital Fountain
Dimark Technologies, Inc.
East by North

Operax AB
Pannaway Technologies
PHYlogy, Inc.
Real Communications
Spamex
Stollmann
TAZZ Networks
Telcherry
Telefonica Investigacion y Desarrollo
Tilgin
Tracespan Communications

TrendChip Technologies Corp.
TXP Corporation
UAE Technologies Limited
Vierling Communications SAS
Wilcom
Wintegra
Zeugma Systems, Inc.

FTW
Ghent University

Continued

3M
Auditing
Accton Technology
Agama Technologies
Arcadyan Technology Corp.
Askery Computer
Brix Networks
Cincinnati Bell Telephone
CyberTAN Technology
Espial Group Inc.
Fxcorn
Funkwerk IAD GmbH

Gemtek Technology Co.
Intracom Telecom
Iksatel
Kenai Technologies
KT Corporation
Lattelecom SIA
Maltacom p/l.c
Mindspeed
Nemko AS
OPT New Caledonia
Philips Consumer Electronics

QA Cafe
Rogers Business Solutions
Ruckus Wireless
Sagem Group
SaskTel
ServComm Inc.
Singapore Telecommunications Limited
Spheron Access Systems GmbH
Stram telecom, s.r.o.
Sunrise Telecom inc.

SwitchCore AB
Telkom SA Ltd
Telsys S.p.A.
Telstra Corporation Ltd
Transwitch Corporation
Ubicom
Works Systems
XAVI Technologies
Zhone Technologies
Zyxel Communications

COMMITTEE LEADERSHIP

The work of the DSL Forum is performed under two main working committees and under the steer of a special advisory committee: Technical Committee, Marketing Committee and the Service Provider Action Council (SPAC).

Technical Leadership Team

Technical Committee Chair:
Gavin Young, C & W Access

Technical Committee Vice Chair:
Frank Van der Putten, Allocatel-Lucent

Architecture & Transport Chairs:
Dave Allan, Nortel Networks
David Thorne, BT

Architecture & Transport Vice Chair:
Bernard Dugerdil, Freescale Semiconductor

Operations & Network Management Chair:
Peter Adams, BT

Testing & Interoperability Chair:
Les Brown, Infineon

Testing & Interoperability Vice Chairs:
Craig Schelp, PMC-Sierra
Lincoln Lavioe, UNH InterOperability Laboratory

DSLHome Technical Co-Chairs:
Greg Barthrick, PMC-Sierra
Heather Kirkley, Motive, Inc.

Marketing Leadership Team

Marketing Committee Chair:
Yue Chen, Juniper Networks

Marketing Committee Vice Chair:
Steve Kingdom, NEC

Best Practices/Summit Co-Chairs:
Lisa Gusta, Cisco Systems
Peter LeBlanc, Aware, Inc.

Ambassadors Chair:
Dov Zimring, Occam Networks

Service Provider Action Council

SPAC Chair:
Lynn Merrill, OPASTCO

SPAC Vice Chair:
Peter Adams, BT

TECHNICAL COMMITTEE ACHIEVEMENTS

In 2007, our work evolved to match the industry’s requirements and our work load for the year was immense as we covered 875 contributions, progressed 30 working texts (WTs), resolved straw ballot comments and approved 8 technical reports (TRs).

Following the Board’s strategic directive, each working group prioritized their work load to ensure that key IPTV, PON and remote management/troubleshooting work moved forward quickly.

With over 150 technical reports in our active library, we recognized it was time to move to a formal release plan, and BroadbandSuite Release 1.0 and 2.0 were born. These releases reflect the evolution of the technology and the industry, and clarify which technical reports work together to establish solutions and a development roadmap.

In the Architecture Working Group, the focus of the work continued to be on Next Generation IP-centric DSL. The 2007 work highlights were GPON specifications and integration into TR-101.

In the DSLHome Technical Working Group, the stage was set for strong growth and simplified support of the next wave of digital home applications with common CPE data models for video and storage services being approved. The group also finalized TR-069 Amendment 2, which introduced some enhancements for device management in video-centric environments, in cooperation with Digital Video Broadcasting (DVB).

In the Testing & Interoperability Working Group, the ADSL2plus test suite was complete early in 2007, and the VDSL2 performance test plan is moving steadily toward completion in 2008. Plugfests continued to be a critical part of the work and over the year there were two VDSL2 chipset interoperability events and two VDSL2 System Integrator Events.

In the Operations & Network Management Working Group, there was progress in the network management options for Bonded DSL and IPTV over DSL, as well as completion of the broadband trouble reporting specifications.

Associate

Communication Authority
Copper Development Assoc.
ETRI
FTW
Ghent University

Instituto de Telecomunicaciones e Informática
International Engineering Consortium
IPTI
Research Institute of Telecommunication Transmission (RITT)

OPASTCO
Point Topic
Prairie View A&M University
Stanford University

TNO
UNH Interoperability Lab
2007 Technical Reports

A summary of the completed Technical Reports produced in 2007 is below:

1. ADSL2plus Line Profiles for IPTV
2. IPTV Installation & Configuration Best Practices White Paper
3. Expanding IPTV over DSL Coverage White Paper
4. DSL PHY Layer Performance Enhancement
5. QoS in the Home
6. IPTV Testing

We have also identified six areas of new work that we will begin pursuing:

1. ADSL2plus Line Profiles for IPTV (Recommended margins, interleaving depth, INP settings etc.)
3. Expanding IPTV over DSL Coverage White Paper (Use of master splitters, bonded ADSL2plus, DSM, AL-FEC, re-transmission)
4. DSL PHY Layer Performance Enhancement (Push for DSL transceiver improvements for robustness against REIN etc.)
5. QoS in the Home (Prioritization of video, impact of non-managed devices, QoS fit)
6. IPTV Testing (Data & Control planes, from Broadband Network Gateway to IPTV termination function (ITF) device, from PHY layer to IP layer)

We will begin pursuing:

After launching BroadbandSuite Release 1.0 and 2.0 in 2007, attention now turns to completing all the technical reports that will make up Release 3.0. Below is the tentative Release 3.0 family of TRs.

<table>
<thead>
<tr>
<th>TR#</th>
<th>TITLE</th>
<th>WORKING GROUP</th>
</tr>
</thead>
<tbody>
<tr>
<td>TR-135</td>
<td>Data Model for TR-069 Enabled Set Top Box (STB)</td>
<td>DSLHome Technical</td>
</tr>
<tr>
<td>TR-117</td>
<td>Broadband Trouble Reporting</td>
<td>Operations &amp; Network Management</td>
</tr>
<tr>
<td>TR-069 Amendment 2</td>
<td>CPE WAN Management Protocol v1.1</td>
<td>DSLHome Technical</td>
</tr>
<tr>
<td>TR-140</td>
<td>TR-069 Data Model for Storage Service Enabled Devices</td>
<td>DSLHome Technical</td>
</tr>
<tr>
<td>TR-144</td>
<td>Broadband Multi-Service Architecture &amp; Framework Requirements</td>
<td>Architecture &amp; Transport</td>
</tr>
<tr>
<td>TR-120</td>
<td>ADSL2/ADSL2plus Loop Characteristics</td>
<td>Testing &amp; Interoperability</td>
</tr>
<tr>
<td>TR-100</td>
<td>ADSL2/ADSL2plus Performance Test Plan</td>
<td>Testing &amp; Interoperability</td>
</tr>
</tbody>
</table>

2007 MEMBERSHIP LIST – 200 Total Members as of December 31, 2007

Principal Members

<table>
<thead>
<tr>
<th>Organization</th>
<th>Website</th>
</tr>
</thead>
<tbody>
<tr>
<td>2Wire</td>
<td>2Wire.com</td>
</tr>
<tr>
<td>3Com</td>
<td>3Com.com</td>
</tr>
<tr>
<td>Actiontec Electronics</td>
<td>Actiontec.com</td>
</tr>
<tr>
<td>ADTRAN</td>
<td>ADTRAN.com</td>
</tr>
<tr>
<td>Agilent Technologies</td>
<td>Agilent.com</td>
</tr>
<tr>
<td>Airvana, Inc.</td>
<td>Airvana.com</td>
</tr>
<tr>
<td>Alickel-Lucent</td>
<td>Alickel.com</td>
</tr>
<tr>
<td>Allied Telesis</td>
<td>AlliedTelesis.com</td>
</tr>
<tr>
<td>Allot Communications</td>
<td>Allot.com</td>
</tr>
<tr>
<td>Alpha Networks Inc.</td>
<td>AlphaNetworks.com</td>
</tr>
<tr>
<td>AT&amp;T</td>
<td>AT&amp;T.com</td>
</tr>
<tr>
<td>AvM</td>
<td>AvM.com</td>
</tr>
<tr>
<td>Begaacom</td>
<td>Begaacom.com</td>
</tr>
<tr>
<td>Bell Canada</td>
<td>BellCanada.com</td>
</tr>
<tr>
<td>Broadcom</td>
<td>Broadcom.com</td>
</tr>
<tr>
<td>BT</td>
<td>BT.com</td>
</tr>
<tr>
<td>C&amp;W Access</td>
<td>C&amp;WAccess.com</td>
</tr>
<tr>
<td>Calix Networks</td>
<td>Calix.com</td>
</tr>
<tr>
<td>Cameo Communications</td>
<td>Cameo.com</td>
</tr>
<tr>
<td>Centillium Communications</td>
<td>Centillium.com</td>
</tr>
<tr>
<td>Cetecom</td>
<td>Cetecom.com</td>
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<tr>
<td>China Telecom</td>
<td>ChinaTelecom.com</td>
</tr>
<tr>
<td>Chungwha Telecom Labs</td>
<td>ChungwhaLabs.com</td>
</tr>
<tr>
<td>Ciena</td>
<td>Ciena.com</td>
</tr>
<tr>
<td>Cisco Systems</td>
<td>Cisco.com</td>
</tr>
<tr>
<td>Comtrend</td>
<td>Comtrend.com</td>
</tr>
<tr>
<td>Connexant Systems Inc.</td>
<td>Connexant.com</td>
</tr>
<tr>
<td>Coming Cable Systems</td>
<td>ComingCableSystems.com</td>
</tr>
<tr>
<td>Covad Communications</td>
<td>Covad.com</td>
</tr>
<tr>
<td>D-Link</td>
<td>D-Link.com</td>
</tr>
</tbody>
</table>

We have also identified six areas of new work that we will begin pursuing:

1. ADSL2plus Line Profiles for IPTV (Recommended margins, interleaving depth, INP settings etc.)
3. Expanding IPTV over DSL Coverage White Paper (Use of master splitters, bonded ADSL2plus, DSM, AL-FEC, re-transmission)
4. DSL PHY Layer Performance Enhancement (Push for DSL transceiver improvements for robustness against REIN etc.)
5. QoS in the Home (Prioritization of video, impact of non-managed devices, QoS fit)
6. IPTV Testing (Data & Control planes, from Broadband Network Gateway to IPTV termination function (ITF) device, from PHY layer to IP layer)
DSL FORUM MEMBERSHIP AND OPERATIONS

The DSL Forum has been at the forefront of many of the changes happening in the broadband industry. Our core membership continues to stay strong, and we have added new manufacturing members from the consumer electronics and fiber oriented industry. Our regional base continues to align with the aggressively growing broadband markets such as Asia.

REGIONAL MEMBERSHIP

- Australia / New Zealand
- Asia
- Europe
- Middle East/Africa
- Americas

INDUSTRY SEGMENT BREAKDOWN

- Service Providers
- Vendors
- Consultants
- Organizations

The focus for 2007 from an operational standing was to ensure member satisfaction remains high and to continue improving and streamlining Forum processes. All aspects of Forum operations from meeting arrangements and the website to trade shows and administration have been reviewed, analyzed and updated during the year.

For the first time, operational policies and procedures were formalized in detail and a process was implemented to track and recruit members.

All in all 2007 has been a very busy and successful year with steady progress and significantly our first, and very successful, meeting in Beijing, China.

MARKETING COMMITTEE ACHIEVEMENTS

In 2007, the marketing arm of the DSL Forum was busier than ever. With the addition of a new global PR agency, BCS Public Relations, the Forum’s efforts reached deep into each region with education and promotion of our key messages:

- Promoting the BroadbandSuite; providing access, control and home network solutions
- Educating the industry on DSL Forum’s critical role in driving IPTV specifications
- Launching the Release program and eight new TRs throughout the year

Our internal communications engine became more sophisticated, with greater interactive tools on the website, and more professional promotional materials in our arsenal to keep our membership informed. And, in addition, to provide greater corporate positioning opportunities for our members both internally at meetings and online, as well as through our Industry Resource Guide and Logo banners placed at all our educational venues. Reaching the milestone of 200 million subscribers was a memorable event, as we celebrated in grand fashion at the Oriole Pavilion at the Summer Palace in Beijing, China.

Summit and Best Practices

The Summit and Best Practices working group raised the bar on securing high level informative keynotes, panels and birds of a feather (BoF) sessions for the Forum’s quarterly meetings.

Meeting Keynote and Birds of a Feather Panels

<table>
<thead>
<tr>
<th>MEETING</th>
<th>KEYNOTE</th>
<th>BIRDS OF A FEATHER</th>
</tr>
</thead>
<tbody>
<tr>
<td>Q1 – Vancouver, Canada</td>
<td>Ibrahim Gedeon, CTO, Telus</td>
<td>“Next Generation-Reality Check?” IDC, Pike &amp; Fischer, Yankee Group</td>
</tr>
<tr>
<td>Q2 – Beijing, China</td>
<td>Zhao Huiling, Vice President, China Telecom Research Institute</td>
<td>“China’s Broadband Landscape” GGR, In-Stat China</td>
</tr>
<tr>
<td>Q3 – Nashville, TN, USA</td>
<td>Mark Wiegletner, CTO, Verizon Communications</td>
<td>“Dynamic Spectral Management (DSM)” ADTRAN, ASSIA, Inc, Alcatel-Lucent, Conexant, ECI Telecom</td>
</tr>
<tr>
<td>Q4 – Lisbon, Portugal</td>
<td></td>
<td>“End of the IPv4 World as We Know It” Cisco Systems</td>
</tr>
</tbody>
</table>

Liaison Officers

- IETF
  - Greg Bathrick
  - PMC-Sierra
- ATIS NIPP-NAI
  - Tom Starr
  - AT&T
- ITU SG15 Q4
  - Tom Starr
  - AT&T
- ETSI TM6
  - Oliver Van de Weel
  - Broadcom Corporation
- UPhnP
  - Jack Manbeck
  - Texas Instruments
- DLNA
  - Phil Skeba
  - Intel Corporation
- ATIS IIF
  - Rick Townsend
  - Alcatel-Lucent
- CEA
  - Richard Brand
  - Nortel Networks
Ambassadors

The Ambassador working group did their part to continue educating the marketplace about the work of the DSL Forum. They are charged with placing Forum subject matter experts in speaking opportunities that are venues for showcasing the Forum’s work and new specifications. In 2007 the Forum Ambassadors ensured that the Forum was represented in key industry events as well as engaged with other standards groups on the Forum’s work. Robin Mersh, DSL Forum’s COO, was a very active Ambassador and was a key component in doubling our speaking engagements in 2007 and was a key resource to help us reach our goal of strengthening our efforts in Asia, and launching our first appearance in the Middle East.

It is critical that the education effort is global, and in 2007 presentations were made in every region of the world.

<table>
<thead>
<tr>
<th>LOCATION</th>
<th>PRESENTATIONS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Americas</td>
<td>8</td>
</tr>
<tr>
<td>Europe</td>
<td>12</td>
</tr>
<tr>
<td>Asia</td>
<td>2</td>
</tr>
<tr>
<td>Middle East &amp; Africa (first time appearance in region)</td>
<td>1</td>
</tr>
</tbody>
</table>

Special thanks to our 2007 active Ambassadors:

- Peter LeBlanc, Aware
- George Dobrovolski, Conexant
- Michael Hanrahan, Huawei Technologies
- Yue Chen, Juniper Networks
- Heather Kirksey, Motive, Inc.
- Dov Zinring, Occam Networks
- Lynn Merrill, OPASTCO
- Greg Bathnick, PMC Sierra
- Rich Cardone, TAZZ Networks

Public Relations

In the public relations arena, more emphasis was put on byline placement, one-on-one interviews and event support. Quarterly we began to promote the awards presented at each meeting, and the coverage was strong. To strengthen our IPTV work message, we worked with Point Topic to develop an IPTV subscription official tracking report, which also grabbed headlines around the world.

Below are the highlights of the Forum’s 2007 outreach program:

<table>
<thead>
<tr>
<th>TOTAL 2007</th>
</tr>
</thead>
<tbody>
<tr>
<td>Agency Placements</td>
</tr>
<tr>
<td>% Business Publications</td>
</tr>
<tr>
<td>% Trade Publications</td>
</tr>
<tr>
<td>Bylines</td>
</tr>
<tr>
<td>Interviews</td>
</tr>
<tr>
<td>Press Releases</td>
</tr>
<tr>
<td>Member Press Reference</td>
</tr>
</tbody>
</table>

Marketing Plans for 2008

As the Marketing Committee looks ahead to 2008, the main focus is on:

- Promoting the BroadbandSuite Releases
- Continuing our IPTV work education
- Launching a major showcase of our extensive work at TelcoTV 2008 in Anaheim, California

As the technical work advances toward the completion of Release 3.0, we will promote each step toward that completion. With three educational booths already scheduled and more than fifteen Ambassador speaking opportunities already on our calendar, our marketing team is preparing for a busy year.

“Relax, You’re Connected” Release 3.0 Showcase will be our first showcase in three years and will be the first exhibit where we clearly show all the tools that service providers now have to optimize their networks, raise the bar on customer experience, and to improve their ability to proactively respond and support the world of new devices and applications coming online.
Ambassadors

The Ambassador working group did their part to continue educating the marketplace about the work of the DSL Forum. They are charged with placing Forum subject matter experts in speaking opportunities that are venues for showcasing the Forum's work and new specifications. In 2007 the Forum Ambassadors ensured that the Forum was represented in key industry events as well as engaged with other standards groups on the Forum's work. Robin Mersh, DSL Forum’s COO, was a very active Ambassador and was a key component in doubling our speaking engagements in 2007 and was a key resource to help us reach our goal of strengthening our efforts in Asia, and launching our first appearance in the Middle East.

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<td>2</td>
</tr>
<tr>
<td>Middle East &amp; Africa</td>
<td>1 (first time appearance in region)</td>
</tr>
</tbody>
</table>

Below is the 2007 event schedule:

<table>
<thead>
<tr>
<th>EVENT</th>
<th>LOCATION</th>
</tr>
</thead>
<tbody>
<tr>
<td>ARABCOM 2007</td>
<td>Dubai, UAE</td>
</tr>
<tr>
<td>Broadband World Forum Asia</td>
<td>Beijing, China</td>
</tr>
<tr>
<td>Broadband World Forum Europe</td>
<td>Berlin, Germany</td>
</tr>
<tr>
<td>TelcoTV 2007</td>
<td>Atlanta, GA, USA</td>
</tr>
</tbody>
</table>

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George Dobrovski, Conexant  
Michael Hanrahan, Huawei Technologies  
Yue Chen, Juniper Networks  
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Dov Zimring, Occam Networks  
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<tr>
<th>Agency Placements</th>
<th>TOTAL 2007</th>
</tr>
</thead>
<tbody>
<tr>
<td>% Business Publications</td>
<td>38%</td>
</tr>
<tr>
<td>% Trade Publications</td>
<td>62%</td>
</tr>
<tr>
<td>Bylines</td>
<td>4</td>
</tr>
<tr>
<td>Interviews</td>
<td>31</td>
</tr>
<tr>
<td>Press Releases</td>
<td>13</td>
</tr>
<tr>
<td>Member Press Reference</td>
<td>48</td>
</tr>
</tbody>
</table>

Marketing Plans for 2008

As the Marketing Committee looks ahead to 2008, the main focus is on:
- Promoting the BroadbandSuite Releases
- Continuing our IPTV work education
- Launching a major showcase of our extensive work at TelcoTV 2008 in Anaheim, California

As the technical work advances toward the completion of Release 3.0, we will promote each step toward that completion. With three educational booths already scheduled and more than fifteen Ambassador speaking opportunities already on our calendar, our marketing team is preparing for a busy year.

“Relax, You’re Connected” Release 3.0 Showcase will be our first showcase in three years and will be the first exhibit where we clearly show all the tools that service providers now have to optimize their networks, raise the bar on customer experience, and to improve their ability to proactively respond and support the world of new devices and applications coming online.
The DSL Forum has been at the forefront of many of the changes happening in the broadband industry. Our core membership continues to stay strong, and we have added new manufacturing members from the consumer electronics and fiber oriented industry. Our regional base continues to align with the aggressively growing broadband markets such as Asia.

**MARKETING COMMITTEE ACHIEVEMENTS**

In 2007, the marketing arm of the DSL Forum was busier than ever. With the addition of a new global PR agency, BCS Public Relations, the Forum’s efforts reached deep into each region with education and promotion of our key messages:
- Promoting the BroadbandSuite; providing access, control and home network solutions
- Educating the industry on DSL Forum’s critical role in driving IPTV specifications
- Launching the Release program and eight new TRs throughout the year

Our internal communications engine became more sophisticated, with greater interactive tools on the website, and more professional promotional materials in our arsenal to keep our membership informed. And, in addition, to provide greater corporate positioning opportunities for our members both internally at meetings and online, as well as through our Industry Resource Guide and Logo banners placed at all our educational venues. Reaching the milestone of 200 million subscribers was a memorable event, as we celebrated in grand fashion at the Oriole Pavilion at the Summer Palace in Beijing, China.

**Summit and Best Practices**

The Summit and Best Practices working group raised the bar on securing high level informative keynotes, panels and birds of a Feather (BoF) sessions for the Forum’s quarterly meetings.

<table>
<thead>
<tr>
<th>MEETING</th>
<th>KEYNOTE</th>
<th>BIRDS OF A FEATHER</th>
</tr>
</thead>
<tbody>
<tr>
<td>Q1 – Vancouver, Canada</td>
<td>Ibrahim Gedeon, CTO, Telus</td>
<td>“Next Generation–Reality Check?” IDC, Pike &amp; Fischer, Yankee Group</td>
</tr>
<tr>
<td>Q2 – Beijing, China</td>
<td>Zhao Huiling, Vice President, China Telecom Research Institute</td>
<td>“China’s Broadband Landscape” IGRS, In-Stat China</td>
</tr>
<tr>
<td>Q3 – Nashville, TN, USA</td>
<td>Mark Wegleitner, CTO, Verizon Communications</td>
<td>“Dynamic Spectral Management (DSM)” ADTRAN, ASSIA, Inc, Alcatel-Lucent, Conexant, ECI Telecom</td>
</tr>
<tr>
<td>Q4 – Lisbon, Portugal</td>
<td></td>
<td>“End of the IPv4 World as We Know It” Cisco Systems</td>
</tr>
</tbody>
</table>
2007 Technical Reports

A summary of the completed Technical Reports produced in 2007 is below:

<table>
<thead>
<tr>
<th>TR#</th>
<th>Title</th>
<th>Working Group</th>
</tr>
</thead>
<tbody>
<tr>
<td>TR-135</td>
<td>Data Model for TR-069 Enabled Set Top Box (STB)</td>
<td>DSL Home Technical</td>
</tr>
<tr>
<td>TR-117</td>
<td>Broadband Trouble Reporting</td>
<td>Operations &amp; Network Management</td>
</tr>
<tr>
<td>TR-069 Amendment 2</td>
<td>CPE WAN Management Protocol v1.1</td>
<td>DSL Home Technical</td>
</tr>
<tr>
<td>TR-140</td>
<td>TR-069 Data Model for Storage Service Devices</td>
<td>DSL Home Technical</td>
</tr>
<tr>
<td>TR-144</td>
<td>Broadband Multi-Service Architecture &amp; Framework Requirements</td>
<td>Architecture &amp; Transport</td>
</tr>
<tr>
<td>TR-120</td>
<td>ADSL2/ADSL2plus Loop Characteristics</td>
<td>Testing &amp; Interoperability</td>
</tr>
<tr>
<td>TR-100</td>
<td>ADSL2/ADSL2plus Performance Test Plan</td>
<td>Testing &amp; Interoperability</td>
</tr>
</tbody>
</table>

Technical Plans for 2008

As we look forward to progress in 2008, work will continue in a number of key areas: advancing IPTV work; incorporating PON into our network specifications; and addressing whatever fixed mobile convergence (FMC) management and network opportunities are in our scope.

After launching BroadbandSuite Release 1.0 and 2.0 in 2007, attention now turns to completing all the technical reports that will make up Release 3.0. Below is the tentative Release 3.0 family of TRs.

We have also identified six areas of new work that we will begin pursuing:

1. **ADSL2plus Line Profiles for IPTV**
   (Recommended margins, interleaving depth, INP settings etc.)

2. **IPTV Installation & Configuration Best Practices White Paper**
   (Topology, technologies, self-install process and use of TR-069)

3. **Expanding IPTV over DSL Coverage White Paper**
   (Use of master splitters, bonded ADSL2plus, DSM, AL-FEC, re-transmission)

4. **DSL PHY Layer Performance Enhancement**
   (Push for DSL transceiver improvements for robustness against REIN etc.)

5. **QoS in the Home**
   (Prioritization of video, impact of non-managed devices, QoS fit)

6. **IPTV Testing**
   (Data & Control planes, from Broadband Network Gateway to IPTV termination function (ITF) device, from PHY layer to IP layer)

---

2007 MEMBERSHIP LIST – 200 Total Members as of December 31, 2007

**Principal Members**

- 2Wire
- 3Com
- Actiontec Electronics
- ADTRAN
- Agilent Technologies
- Airvana, Inc.
- Alcatel-Lucent
- Allied Telesis
- Allon Communications
- Alpha Networks Inc.
- AT&T
- AVM
- Aware
- Belgacom
- Bell Canada
- Broadcast
- BT
- C&W Access
- Calix Networks
- Carrier Communications
- Centillium Communications
- Cetelem
- China Telecom
- Chunghwa Telecom Labs
- Cicera
- Cisco Systems
- Comtrend
- Conexant Systems Inc.
- Coming Cable Systems
- Covad Communications
- D-Link
- Deutsche Telekom
- ECI Telecom
- Elisa Corporation
- Embarq
- EXFO
- Ericsson
- Excelsus Technologies
- Fujitsu
- Hellenic Telecommunications Organization
- Hitachi Telecom (USA) Inc.
- Huawei Technologies Co., Ltd.
- Ikanos Communications
- Infineon Technologies AG
- Intel Corporation
- Intellon Corporation
- JDSU
- Juniper Networks
- Keymile
- KTL
- Legereity Inc.
- LSI Corporation
- Magyar Telekom PLC
- Marvell Semiconductor
- Microsoft Corporation
- Motive, Inc.
- Motorola
- National Technical Systems
- NEC
- Netgear
- Nokia Siemens Networks GmbH & Co. KG
- Noritel Networks
- Occam Networks
- PacketFront AB
- Perfi Broadband Solution S.P.A
- PMC Sierra, Ltd.
- Portugal Telecom Inovacao, SA
- Qwest Communications
- Redback Networks
- Samsung
- Sandvine Incorporated
- Schmid Telecommunication
- Siemens Home Office Communication Devices
- Spirint Communications
- Sumitomo Electric Industries SupportSoft
- Swisscom Fanet AG
- TDC A/S
- Telenor
- Teknous
- Tekcordia Technologies
- Telecom Italia S.p.A
- Telecom New Zealand
- Teledata Networks
- Telegov (China)
- Telekom Austria AG
- Telekomunikacja Polska S.A.
- Tellabs
- TELUS Communications, Inc.
- Teradyne
- Texas Instruments
- Thomson
- Togglgrade Communications
- UTStarcom
- Vion
- Westell
- Wipro Technologies
- ZTE Corporation
### League Members

**Small Company Principal**

4Home Media  | Entropic Communications  
Actelis Networks  | Enure Networks  
AIS (INT) Ltd  | Fine Point  
Alphon  | Fraunhofer Institute  
Asoka USA Corporation  | Hatteras Networks  
ASSIA Ltd.  | iamba Networks  
Avios  | Incognito Software  
Coppergate Communications  | Janfast  
Digital Fountain  | Jumbo Software Technologies  
Dimark Technologies, Inc.  | LAN  
East by North  | Mariner Partners, Inc.  

**Auditing**

3M  | Gemtek Technology Co.  
Acton Technology  | Intracom Telecom  
Agama Technologies  | Iskratel  
Arcadyan Technology Corp.  | Kenai Technologies  
Askey Computer  | KT Corporation  
Brix Networks  | Lattelekom SIA  
Cincinnati Bell Telephone  | Maltacom p/l  
CyberTAN Technology  | Mindspeed  
Espial Group Inc.  | Nemko AS  
Foxconn  | OPT New Caledonia  
Funkwerk (AD) GmbH  | Philips Consumer Electronics  

**Associate**

Communication Authority  | Instituto de Telecomunicaciones de Telecomunicaciones  
Copper Development Assoc  | International Engineering Consortium  
ETR  | ITRI  
FTW  | ITRI  
Ghent University  | OPASTCO  

**Continued**

**Committee Leadership**

The work of the DSL Forum is performed under two main working committees and under the steer of a special advisory committee: Technical Committee, Marketing Committee and the Service Provider Action Council (SPAC).

**Technical Leadership Team**

**Technical Committee Chair:**  
Gavin Young, C & W Access  
**Technical Committee Vice Chair:**  
Frank Van der Putten, Alcatel-Lucent

**Architecture & Transport Chairs:**

- Dave Allan, Nortel Networks  
- David Thorne, BT

**Architecture & Transport Vice Chair:**  
Bernard Dugerdil, Freescale Semiconductor

**Operations & Network Management Chair:**  
Peter Adams, BT

**Testing & Interoperability Chair:**

- Les Brown, Infinion

**Testing & Interoperability Vice Chairs:**

- Craig Schelp, PMC-Sierra  
- Lincoln Lavoe, UNH InterOperability Laboratory

**DSLHome Technical Co-Chairs:**

- Greg Bathrick, PMC-Sierra  
- Heather Kirkley, Motive, Inc.

**Marketing Leadership Team**

**Marketing Committee Chair:**

- Yue Chen, Juniper Networks

**Marketing Committee Vice Chair:**

- Steve Kingdom, NEC

**Best Practices/Summit Co-Chairs:**  
- Lisa Garcia, Cisco Systems  
- Peter LeBlanc, Aware, Inc.

**Ambassadors Chair:**  
- Dov Zimming, ICCom Networks

**Service Provider Action Council**

**SPAC Chair:**

- Lynn Merrill, OPASTCO

**SPAC Vice Chair:**

- Peter Adams, BT

**Technical Committee Achievements**

In 2007, our work evolved to match the industry’s requirements and our work load for the year was immense as we covered 855 contributions, progressed 30 working texts (WTS), resolved straw ballot comments and approved 8 technical reports (TRs).

Following the Board’s strategic directive, each working group prioritized their work load to ensure that key IPTV, PON and remote management/troubleshooting work moved forward quickly.

With over 150 technical reports in our active library, we recognized it was time to move to a formal release plan, and BroadbandSuite Release 1.0 and 2.0 were born. These releases mirror the evolution of the technology and the industry, and clarify which technical reports work together to establish solutions and a development roadmap.

In the Architecture Working Group, the focus of the work continued to be on Next Generation IP-centric DSL. The 2007 work highlights were GPON specifications and integration into TR-101.

In the DSLHome Technical Working Group, the stage was set for strong growth and simplified support of the next wave of digital home applications with common CPE data models for video and storage services being approved. The group also finalized TR-069 Amendment 2, which introduced some enhancements for device management in video-centric environments, in cooperation with Digital Video Broadcasting (DVB).

The group also finalized TR-069 Amendment 2, which introduced some enhancements for device management in video-centric environments, in cooperation with Digital Video Broadcasting (DVB).

In the Testing & Interoperability Working Group, the ADSL2plus test suite was complete early in 2007, and the VDSL2 performance test plan is moving steadily toward completion in 2008. Plugfests continued to be a critical part of the work and over the year there were two VDSL2 Chipset Interoperability Events and two VDSL2 System Integrator Events.

In the Operations & Network Management Working Group, there was progress in the network management options for Bonded DSL and IPTV over DSL, as well as completion of the broadband trouble reporting specifications.
2007 OFFICERS AND BOARD OF DIRECTORS

Chairman and President
George Dobrowski
Conexant

Vice President and Secretary
Tom Starr
AT&T

Chief Operating Officer
Robin Mersh
DSL Forum

Vice President and Treasurer
Frank Van der Putten
Aware, Inc.

Board Member
Peter Lellanc
Alcatel-Lucent

Board Member
Les Brown
Cisco Systems

Board Member
Lisa Gusta
Sun Microsystems

Board Member
Heather Kirksey
Motive, Inc.

Board Member
Greg Bathrick
PMC-Sierra

Board Member
Les Brown
Infineon Technologies

Board Member
Phil Skeba
Intel Corporation

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2007 FINANCIAL REPORT

ASSETS, LIABILITIES AND MEMBERSHIP EQUITY

Current Assets
Cash and Equivalents $561,671 $700,043
Temporary Cash Investments $1,047,000 $1,371,835
Accrued Interest Receivable $23,668 $21,642
Accounts Receivable $10,000
Prepaid Expenses $48,427 $6,438
Total Current Assets $1,690,766 $2,099,958
Investments $619,162
Total Current Assets $2,309,928 $2,099,958

Current Liabilities
Accounts Payable $120,450 $150,139
Deferred Membership Dues $306,235 $340,600
Total Current Liabilities $481,075 $490,739

Membership Equity
Unrestricted $1,828,853 $1,609,219
Total Liabilities & Membership Equity $2,309,928 $2,099,958

REVENUES AND EXPENSES

Revenues
Membership Dues $1,145,910 $1,026,125
Meeting Fees $281,238 $306,307
Sponsorship Fees $158,985 $106,500
Investment Income $99,191 $66,573
Total Revenues $1,685,324 $1,505,505

Expenses
Meetings and Tradeshows $518,056 $480,133
Management Fees $532,470 $414,646
Marketing and Public Relations $346,054 $248,668
General and Administrative $69,110 $131,699
Total Expenses $1,466,690 $1,275,146

Increase in Membership Equity $219,634 $230,359

As audited by Blanding, Boyer & Rockwell, Certified Public Accountants – January 2008
2008 MEMBERSHIP LEVELS

The DSL Forum is an international non-profit industry association working cooperatively to promote DSL. We have forged a powerful alliance of service providers and companies from virtually every sector of communications, networking and computer industries around the world to focus on forging global agreement on technical specifications, sharing deployment best practices, promoting the market for DSL and facilitating development of interoperable DSL-based network components.

Principal Members - $8,500 USD

- Attendance to all annual, general and committee meetings of the Forum
- One vote each on all Forum issues, technical reports and marketing reports
- Access to all working documents, contributions, technical reports, and meeting minutes
- Eligibility to run for Board of Director and Committee officer positions
- Eligibility to submit Technical Committee and Marketing Committee contributions
- Subscription to all DSL Forum email mailing lists

Small Company Principal Membership - $4,000 USD

- All the privileges listed above for a Principal Member

Note: Small Company Principal Members must have had annual revenues under $10 million USD in the previous year and are required to submit a letter from their CEO stating this.

Auditing Membership - $3,000 USD

- Attendance to all annual and general (i.e., Summit and Plenary) meetings of the Forum
- Access to all working documents, contributions, technical reports and meeting minutes
- Subscription to all DSL Forum email mailing lists
- Auditing members may NOT attend committee meetings (i.e., Technical and Marketing Working Group meetings) of the Forum and are NOT eligible to submit Technical Committee or Marketing Committee contributions or vote on Forum issues, technical reports or marketing reports

Associate Membership - $950 USD

- Attendance to all annual, general and committee meetings of the Forum (But not eligible to vote)
- Access to all working documents, contributions, technical reports and meeting minutes
- Subscription to all DSL Forum email mailing lists

Note: Associate Members must be not for profit or educational institutions. Institutions will be approved for membership annually by a majority vote of the Board of Directors.

CHAIRMAN’S LETTER

Dear DSL Forum Team Members,

Broadband subscriptions are growing rapidly around the world. By the third quarter 2007, we saw the global deployment of DSL surpass 215 million lines and the broadband total reach 328 million. DSL’s strong lead as the top broadband option in the world (66% marketshare) continued, in addition we saw amazing growth rates for fiber in that same twelve month period. Strengthening the functionality of broadband has now taken center stage at the DSL Forum as we focus on quality IPTV rollouts, defining the application of a variety of broadband technologies, improving manageability of services, and forging the evolution and convergence to the next generation network.

The pace of work was intense, and with the number of contribution submissions growing each quarter to reach more than 300 contributions in the fourth quarter, innovation and collaboration with other standards bodies kept the Forum moving quickly towards our strategic goals and industry success. To keep pace with the industry, the Forum is prioritizing work to ensure market aligned timelines for critical technical reports. Though still contribution driven, the leadership of the Forum sets an aggressive agenda and course for achieving strategic objectives, such as IPTV solutions or positioning wireline operators for fixed-mobile convergence, and each area of work is assessed during quarterly meeting Plenary sessions to ensure that the work keeps track with industry requirements and timelines.

Our liaison program has seen exciting progress as Robin Menh, COO, and our liaison officers focused on engaging our current and potential liaison partners in active discussions around better industry alignment, as well as encouraging formal reference of DSL Forum work. This has taken our liaison program from exchanges of letters to forging real joint solution initiatives. Our work is now referenced by the ITU-T, ATIS IIF, DVB and HGI to name a few. Recently, through Robin’s efforts, we even facilitated a first ever IPTV Standards roundtable that included such critical industry players as ITU-T, ATIS IIF, DLANA, CEA and DSL Forum.

2007 was a productive and exciting year, and 2008 promises to be a stellar year as well. The DSL Forum Board of Directors encourages your suggestions and feedback. Feel free to contact us (info@dslforum.org) with your thoughts on possible improvements to our current activities, as well as further work areas you would like to see us cover.

On behalf of the Board and staff, I thank you again for your continued support and your active engagement in achieving our common goals. The DSL Forum looks forward to continuing to serve your needs, and the needs of the broadband industry.

Sincerely,

George Dobrowski
Chairman & President, DSL Forum