

SCHEDULE "B"

**LP PROOF OF CLAIM INSTRUCTION LETTER
FOR THE CLAIMS PROCEDURE FOR LP CREDITORS OF
CANWEST PUBLISHING INC./PUBLICATIONS CANWEST INC., CANWEST BOOKS
INC., CANWEST (CANADA) INC. AND CANWEST LIMITED
PARTNERSHIP/CANWEST SOCIETE EN COMMANDITE (collectively, the "LP
ENTITIES")**

**PLEASE NOTE THAT THIS IS A SEPARATE AND DISTINCT CLAIMS PROCESS
FROM THE CLAIMS PROCESS GOVERNING THE CMI ENTITIES. ALL
CREDITORS THAT BELIEVE THEY HAVE A CLAIM AGAINST CANWEST
PUBLISHING INC./PUBLICATIONS CANWEST INC., CANWEST BOOKS INC.,
CANWEST (CANADA) INC. AND CANWEST LIMITED PARTNERSHIP/CANWEST
SOCIETE EN COMMANDITE MUST FILE A PROOF OF CLAIM FORM**

LP CLAIMS PROCESS

By Order of the Honourable Madam Justice Pepall dated April 12, 2010 (as may be amended from time to time, the "Order") under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (the "CCAA"), the LP Entities have been authorized to conduct a claims process (the "LP Claims Process") pursuant to a claims procedure (the "Claims Procedure"). A copy of the Order and other public information concerning these proceedings can be obtained from the website of FTI Consulting Canada Inc., the Court-appointed Monitor of the LP Entities, at <http://cfcanada.fticonsulting.com/clp>.

This letter provides general instructions for completing the LP Proof of Claim forms. As of the date of this instruction letter, the LP Entities have not yet filed, and may never file, a plan of arrangement or compromise with their unsecured creditors pursuant to the CCAA. Capitalized terms not defined within this instruction letter shall have the meanings ascribed to them in the Order.

The LP Claims Process is intended for any Person with a claim of any kind or nature whatsoever, other than an Excluded Claim, arising on or prior to January 8, 2010, whether unliquidated, contingent or otherwise. In addition, the LP Claims Process is intended for any Person with any Claim arising after January 8, 2010 against any or all of the LP Entities as the result of the restructuring, disclaimer, resiliation, termination or breach of any contract, lease or other type of agreement. Please review the Order for the complete definitions of Claim, Prefiling Claim, Restructuring Period Claim, and Excluded Claim.

All notices and inquiries with respect to the LP Claims Process and the Claims Procedure should be directed to the Monitor by prepaid registered mail, courier, personal delivery, facsimile transmission or email at the address below:

FTI Consulting Canada Inc., Court-appointed Monitor of Canwest Publishing Inc./Publications Canwest Inc. et al

Claims Process
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON
M5K 1G8
Attention: Pamela Luthra

Telephone: 1 888- 310-7627
Fax: 416-649-8101
Email: CanwestLP@fticonsulting.com

YOU MUST FILE A PROOF OF CLAIM BY THE CLAIMS BAR DATE OR THE LP RESTRUCTURING PERIOD CLAIMS BAR DATE, AS MAY THE CASE MAY BE, IN ORDER TO ESTABLISH YOUR CLAIM. THE LP CLAIMS BAR DATE is 5:00 p.m. (Toronto Time) on May 7, 2010 or, IF YOU HAVE A RESTRUCTURING PERIOD CLAIM, THE LP RESTRUCTURING CLAIMS BAR DATE IS 21 DAYS AFTER YOU ARE DEEMED TO HAVE RECEIVED THE LP CLAIMS PACKAGE PURSUANT TO THE ORDER, unless the Monitor and the LP Entities agree in writing or the Court Orders that the LP Proof of Claim be accepted after that date. IF YOU DO NOT FILE AN LP PROOF OF CLAIM BY THE LP CLAIMS BAR DATE OR THE LP RESTRUCTURING PERIOD CLAIMS BAR DATE, AS THE CASE MAY BE, you will not be entitled to vote at any meeting of creditors regarding any plan of compromise or arrangement proposed by the LP Entities or participate in any distribution under such plan, and any Claims you may have against any of the LP Entities will be forever extinguished and barred.

Claims denominated in a foreign currency other than U.S. dollars shall be converted to Canadian dollars at the Bank of Canada noon exchange rate in effect at the Filing Date. U.S. dollar denominated claims shall be converted at the Bank of Canada Canadian/U.S.dollar noon exchange rate in effect at the Filing Date which rate was Cdn \$1.0344: \$1 U.S.

NOTE THAT, SUBJECT TO FURTHER ORDER OF THE COURT, THERE WILL BE NO ADJUDICATION OR RESOLUTION OF THE CLAIMS UNLESS THE MONITOR GIVES NOTICE THAT SUCH ADJUDICATION OR RESOLUTION IS REQUIRED.
Please refer to the Order for further details.

If you decide to submit a LP Proof of Claim and the LP Entities disagree with the value or status that you have ascribed to your Claim, or the validity of your Claim as set out in your LP Proof of Claim, and such disagreement cannot be resolved consensually, you will receive an LP Notice of Revision or Disallowance from the LP Entities (as set out in paragraph 22 of the Claims Procedure Order).

ADDITIONAL FORMS

Additional LP Proof of Claim forms can be obtained from the Monitor's website at <http://cfcanada.fticonsulting.com/clp> or by contacting the Monitor and providing the particulars as to your name, address, facsimile number, email address and contact person. Once the LP Entities have this information, you will receive, as soon as practicable, additional LP Proof of Claim forms.