

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C.,  
1985, C. c-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF  
CANWEST GLOBAL COMMUNICATIONS CORP., AND THE OTHER APPLICANTS  
LISTED ON SCHEDULE "A"**

**MOTION RECORD**

**(Returnable May 3, 2011)**

April 26, 2011

**STIKEMAN ELLIOTT LLP**  
Barristers & Solicitors  
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Lawyers for the Monitor

ONTARIO  
SUPERIOR COURT OF JUSTICE  
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NOTICE OF MOTION  
(Returnable May 3, 2011)

FTI Consulting Canada Inc., the Court-appointed Monitor (the "**Monitor**") of Canwest Global Communications Corp. ("**Canwest Global**") and the other Applicants listed on **Schedule "A"** hereto (collectively, the "**Applicants**") and the Partnerships listed on **Schedule "B"** hereto (collectively, the "**Partnerships**" and, together with the Applicants, the "**CMI Entities**") will make a motion before a judge of the Ontario Superior Court of Justice on May 3, 2011, at 9:00 a.m., or as soon after that time as the motion can be heard, at 393 University Avenue, Toronto, Ontario.

**PROPOSED METHOD OF HEARING:** The motion is to be heard orally.

**THE MOTION IS FOR:**

- (a) An order abridging the time for service of the Notice of Motion and the Motion Record, if necessary, and direction that any further service of the Notice of Motion and Motion Record be dispensed with;
- (b) An order extending the Stay Period (as defined below) until September 30, 2011;
- (c) Approving the Monitor's Nineteenth Report, Supplement to the Nineteenth Report, Twentieth Report, Twenty-First Report, and Twenty-Second Report;
- (d) Approving the fees and disbursements of the Monitor and its counsel; and

- (e) Such further and other relief as counsel may request and this Honourable Court may permit.

**THE GROUNDS FOR THE MOTION ARE:**

- (a) The CMI Entities were granted protection from their creditors under the *Companies' Creditor Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "CCAA"), pursuant to the Initial Order of this Honourable Court dated October 6, 2009 (the "CCAA Proceedings");
- (b) The Initial Order granted a stay of proceedings (the "Stay Period") until November 5, 2009, or such late date as this Honourable Court may order. By Orders dated October 30, 2009, January 21, 2010, March 29, 2010, June 8, 2010, September 8, 2010 and November 2, 2010, the Stay Period was extended with respect to certain CMI Entities to May 5, 2011;
- (c) By Order dated July 28, 2010, (the "Plan Sanction Order") this Honourable Court sanctioned a consolidated plan of compromise, arrangement and reorganization (as restated and amended from time to time, the "Plan") under the CCAA and the *Canada Business Corporations Act*, R.S.C. 1985, c. C-44, as amended, in respect of certain of the CMI Entities;
- (d) The Plan was successfully implemented on October 27, 2010 (the "Plan Implementation Date"). The Monitor delivered and filed with the Court its certificate required under the Plan stating, *inter alia*, that the Plan Implementation Date has occurred;
- (e) The CMI Entities ceased operations on the Plan Implementation Date and, as such there are no liquidity requirements that need to be satisfied during the requested extension of the Stay Period;
- (f) An extension of the Stay Period is necessary to allow the Monitor to attend to various post-plan implementation matters as outlined in the Plan and the Plan Sanction Order;

- (g) The creditors of the CMI Entities will not be materially prejudiced by the requested extension of the Stay Period;
- (h) The CMI Entities continue to act in good faith and with due diligence in the CCAA Proceedings;
- (i) The provisions of the CCAA, including sections 11.02 and 36 thereof, and the inherent and equitable jurisdiction of this Honourable Court;
- (j) Rules 1.04, 1.05, 2.03, 3.02, 16 and 37 of the *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194, as amended; and
- (k) Such further and other grounds as counsel may advise and the Honourable Court may permit.

**THE FOLLOWING DOCUMENTARY EVIDENCE** will be used at the hearing of the motion:

- (a) The Twenty-Second Report of the Monitor dated April 26, 2011; and
- (b) Such further and other materials as counsel may advise and this Honourable Court may permit.

April 26, 2011

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Lawyers for the Monitor

## Schedule "A"

### **The Applicants**

1. Canwest Global Communications Corp.
2. Canwest Media Inc.
3. 30109, LLC
4. 4501063 Canada Inc.
5. 4501071 Canada Inc.
6. Canwest Finance Inc./Financiere Canwest Inc.
7. Canwest Global Broadcasting Inc./Radiodiffusion Canwest Global Inc.
8. Canwest International Communications Inc.
9. Canwest International Distribution Limited
10. Canwest International Management Inc.
11. Canwest Irish Holdings (Barbados) Inc.
12. Canwest MediaWorks Turkish Holdings (Netherlands) B.V.
13. Canwest MediaWorks (US) Holdings Corp.
14. Canwest Television GP Inc.
15. CGS Debenture Holding (Netherlands) B.V.
16. CGS International Holdings (Netherlands) B.V.
17. CGS NZ Radio Shareholding (Netherlands) B.V.
18. CGS Shareholding (Netherlands) B.V.
19. Fox Sports World Canada Holdco Inc.
20. Global Centre Inc.
21. MBS Productions Inc.
22. Multisound Publishers Ltd.
23. National Post Holdings Ltd.
24. Western Communications Inc.
25. Yellow Card Productions Inc.

## Schedule "B"

### **The Partnerships**

1. Canwest Television Limited Partnership
2. Fox Sports World Canada Partnership
3. The National Post Company/La Publication National Post

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AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF CANWEST GLOBAL  
COMMUNICATIONS CORP. AND THE OTHER APPLICANTS LISTED ON SCHEDULE "A"

Applicants

Court File No: CV-09-8396-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE - COMMERCIAL  
LIST**

Proceeding commenced at Toronto

**NOTICE OF MOTION**

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APPLICANTS LISTED ON SCHEDULE "A"**

**TWENTY-SECOND REPORT OF FTI CONSULTING CANADA INC.  
IN ITS CAPACITY AS MONITOR**

**April 26, 2011**

**INTRODUCTION**

1. By Order of this Court dated October 6, 2009 (the "**Initial Order**"), Canwest Global Communications Corp. (now 2737469 Canada Inc.) ("**Canwest Global**") and certain of its subsidiaries listed in **Schedule "A"** hereto (collectively the "**Applicants**") obtained protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36, as amended (the "**CCAA**"). The Initial Order also granted relief in respect of certain affiliated partnerships of the Applicants listed in **Schedule "B"** hereto (collectively, the "**Partnerships**", and together with the Applicants, the "**CMI Entities**") and appointed FTI Consulting Canada Inc. ("**FTI**") as monitor (the "**Monitor**") of the CMI Entities. The proceedings commenced by the CMI Entities under the CCAA will be referred to herein as the "**CCAA Proceedings**".

## GENERAL BACKGROUND

2. Canwest carried on business through a number of subsidiaries and until recently was Canada's largest publisher of English language daily and non-daily newspapers. Canwest directly or indirectly owned, operated and/or held substantial interests in free-to-air television stations and subscription-based specialty television channels, and websites in Canada.
3. Relief in the CCAA Proceedings was obtained by: Canwest Global, its principal operating subsidiary Canwest Media Inc. (now 4514866 Canada Inc.) ("**CMI**"), certain subsidiary corporations and partnerships of CMI that owned and operated Canwest's free-to-air television broadcast business and certain Canadian subscription-based specialty television channels and The National Post Company/La Publication National Post (now Legacy NPC Partnership).
4. On October 6, 2009, the CMI Entities obtained the Initial Order which provided for a stay of proceedings until November 5, 2009 (the "**Stay Period**").
5. The CMI Entities prepared and filed a consolidated plan of compromise, arrangement and reorganization accepted for filing by this Court on June 23, 2010, as restated on July 16, 2010, concerning, affecting and involving Canwest Global, CMI, Canwest Television GP Inc., Canwest Television Limited Partnership, Canwest Global Broadcasting Inc./Radiodiffusion Canwest Global Inc., Fox Sports World Canada Holdco Inc., Fox Sports World Canada Partnership, National Post Holdings Ltd. (now 4514858 Canada Inc.), The National Post Company/La Publication National Post, MBS Productions Inc.,

Yellow Card Productions Inc., Global Centre Inc. and 4501063 Canada Inc., as may be amended (the “**Plan**”).

6. On July 19, 2010, an excess of the majority in number and two-thirds in value of the Affected Creditors of the Plan Entities with Proven Voting Claims (as these terms are defined in the Plan) present and voting at the creditors’ meetings voted in favour of approving the Plan. On July 28, 2010, this Court granted an Order sanctioning the Plan (the “**Plan Sanction Order**”).
7. The Plan was successfully implemented on October 27, 2010. The Monitor delivered and filed with the Court its certificate required under the Plan stating, *inter alia*, that the Plan Implementation Date (as defined in the Plan) has occurred.
8. By Orders dated October 30, 2009, January 21, 2010, March 29, 2010, June 8, 2010, and September 8, 2010, the Stay Period was extended until November 5, 2010. Following the Plan Implementation Date, the Stay Period with respect to Canwest Television GP Inc., Canwest Television Limited Partnership, Canwest Global Broadcasting Inc./Radiodiffusion Canwest Global Inc., Fox Sports World Canada Holdco Inc., and Fox Sports World Canada Partnership (the “**Shaw Entities**”) was terminated. By Order dated November 2, 2010, the Stay Period with respect to the Remaining CMI Entities (as defined in the Plan) was extended until May 5, 2011.
9. Further background information regarding the CMI Entities and the CCAA Proceedings is provided in, *inter alia*, the affidavit of John E. Maguire sworn October 5, 2009, the Pre-filing Report of the Monitor dated October 5, 2009 (the “**Pre-filing Report**”) and

subsequent reports of the Monitor, copies of which have been posted on the Monitor's website for the CCAA Proceedings at <http://cfcanada.fticonsulting.com/cmi>.

## **TERMS OF REFERENCE**

10. In preparing this report, FTI has relied upon unaudited financial information of the CMI Entities, the CMI Entities' books and records, certain financial information prepared by, and discussions with, the CMI Entities' management. FTI has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the information and accordingly expresses no opinion or other form of assurance on the information contained in this report.
11. Capitalized terms not defined in this report are used as defined in the Plan. Unless otherwise stated, all monetary amounts contained in this report are expressed in Canadian dollars.

## **PURPOSE OF THIS REPORT**

12. The purpose of this Twenty-Second Report of the Monitor is to inform and/or provide an update to this Honourable Court on:
  - (a) the status of the CCAA Proceedings;
  - (b) the Monitor's motion to extend the Stay Period until September 30, 2011;
  - (c) summary of the Monitor's activities since September 2, 2010;
  - (d) the Monitor's and its legal counsel's professional fees; and

- (e) the Monitor's recommendations.

## STATUS OF CCAA PROCEEDINGS

### *Plan Implementation Fund*

13. In accordance with the Plan Emergence Agreement (a copy of which is attached hereto as **Appendix "A"**), on the Plan Implementation Date, the Monitor set up six (interest bearing) accounts at the Bank of Nova Scotia for the following costs and expenses:
- (a) Account 1 – Post-Filing Claims
  - (b) Account 2 – fees and expenses of the replacement administrator for the CH Plan
  - (c) Account 3 – fees and expenses of legal counsel to the CMI Entities' former directors and officers
  - (d) Account 4 – fees and expenses related to the wind-up of the Remaining Canwest Subsidiaries
  - (e) Account 5 – fees and expenses of the Monitor, its legal counsel and other advisors
  - (f) Account 6 – post-filing claims against the CMI Entities' former directors and officers, if any
14. Pursuant to the Plan and the Plan Emergence Agreement, if the amounts in these accounts are inadequate to pay the full amounts of the fees and expenses contemplated thereby, New Canwest and/or CTLP shall pay to the Monitor for the benefit of CMI the funds necessary to pay such amounts in full. In accordance with the Plan and the Plan

Emergence Agreement, any excess funds remaining in these accounts following payment of all such fees and expenses must be returned to the Plan Sponsor.

15. In accordance with the Plan Emergence Agreement, the Monitor is providing periodic updates to the Plan Sponsor with respect to activity in and balance of these accounts.

### ***Implementation and Status of the Wind-up Strategy***

16. On or before the Plan Implementation Date, the CMI Entities commenced the wind-up of the various Canwest Subsidiaries in accordance with the Plan, the Plan Emergence Agreement and the Wind-Up Strategy (as defined in the Order dated September 27, 2010).

### Canadian Subsidiaries

17. The Monitor and its counsel have been engaged in correspondence with various Canadian federal and provincial government agencies with respect to dissolution of certain of the CMI Entities as contemplated by the Wind-Up Strategy. The Monitor will provide updates with respect to such dissolutions once they are completed.

### National Post Bankruptcies

18. On October 28, 2010, FTI was appointed trustee in bankruptcy (the “**Trustee**”) of the bankrupt estates of Legacy NPC Partnership (“**Legacy**”) and 4514858 Canada Inc (“**4514858**”).
19. The first creditors’ meeting was held on November 16, 2010.

20. On January 24, 2010, in accordance with the Plan, the Trustee applied for and was granted a consolidation order in respect of the estates of Legacy and 4514858 (the “**Consolidation Order**”). The Consolidation Order allows the Trustee to act as trustee in the consolidated estates of Legacy and 4514858 as if such estates were a single bankrupt estate. The Consolidation Order will allow for cost reductions and other efficiencies in the administration of the estates of Legacy and 4514858.
21. The Trustee will continue with its duties under the *Bankruptcy and Insolvency Act* (Canada), including determining a realization strategy with respect to the remaining assets of Legacy and 4514858 and performing a review of preferences, settlements and reviewable transactions.

#### US Subsidiaries

22. On October 6, 2009, the Monitor applied for recognition of the CCAA Proceedings as “foreign main proceedings” in the United States Bankruptcy Court (Southern District of New York) pursuant to Chapter 15 of the United States Bankruptcy Code (the “**Code**”). On November 3, 2009, the Monitor obtained an Order granting formal recognition of the CCAA Proceedings as “foreign main proceedings” and a permanent injunction for the duration thereof.
23. The Monitor has given instructions to its U.S. legal counsel to seek an order terminating proceedings commenced under the Code in the United States, without prejudice, pursuant to sections 350 and 1517(d) of the Code. The Monitor expects the motion for termination to be brought in the short term.

### Other Foreign Subsidiaries

24. *Barbados.* The Monitor has worked with its Barbados advisors to file the necessary tax returns, memoranda of satisfaction, and articles of dissolution and requested clearance certificates to effect the wind-up of the Barbados Canwest subsidiaries. The Monitor's Barbados advisors are currently waiting for certain documents from government agencies and expect the wind-up process to be completed by the end of 2011.
25. *United Kingdom.* The Monitor's U.K. advisors completed the necessary striking off notices for each of the U.K. Canwest subsidiaries in 2010. The dissolution process is expected to be completed in the first half of 2011 subject to any challenges to the striking off notices. The Monitor's U.K. advisors do not expect any challenges to the notices and as at the date of this Report, none have been received.
26. *Netherlands.* The liquidation requests with respect to the Dutch Canwest subsidiaries were filed with the relevant government agencies in Netherlands and required newspaper announcements were made for all of the Dutch Canwest subsidiaries. The objection period has expired and no objections were noted. Court confirmation of the wind up of these entities is expected to be scheduled shortly.
27. *Luxembourg.* Due to the corporate structure of the Remaining Canwest Subsidiaries, in order to complete the liquidation of the Luxembourg Canwest subsidiaries, the wind up of the Dutch Canwest subsidiaries needs to be completed. The liquidation process with respect to the Luxembourg Canwest subsidiaries has been commenced and a second meeting of shareholders will need to occur and a liquidation auditor will be appointed. A



third and final general meeting will be held once the liquidator's report is finalized. This process is expected to be completed before the end of 2011.

28. *Ireland.* The Monitor's Irish advisors filed the necessary tax returns for the Irish Canwest subsidiaries and a liquidator has been appointed with respect thereto. The Monitor expects to complete the wind-up process for the Irish Canwest subsidiaries before the end of 2011.

### *Status of the Claims Procedure*

29. On October 14, 2009, the CMI Entities obtained an Order (the "**Claims Procedure Order**") establishing a claims procedure for the identification and quantification of certain claims against the CMI Entities and the CMI Entities' Directors and Officers (the "**Claims Procedure**"). For reasons described in the Monitor's Sixth Report, the Claims Procedure Order was amended by Order of Justice Pepall dated November 30, 2009. Copies of the Claims Procedure Order and the Order dated November 30, 2009 are available on the Monitor's website for these proceedings.
30. The CMI Entities, with the assistance of the Monitor, have reviewed the claims of the CMI Creditors and have worked diligently to resolve these claims.
31. Pursuant to the Order dated September 27, 2010, after the Plan Implementation Date, the Monitor is to "*(a) be empowered and authorized to exercise all of the rights and powers of the CMI Entities under the Claims Procedure Order, including, without limitation, revise, reject, accept, settle and/or refer for adjudication Claims (as defined in the Claims Procedure Order) all without (i) seeking or obtaining the consent of the CMI*

*Entities, the Chief Restructuring Advisor or any other Person, and (ii) consulting with the Chief Restructuring Advisor and the CMI Entities; and (b) take such further steps and seek such amendments to the Claims Procedure Order or additional orders as the Monitor considers necessary or appropriate in order to fully determine, resolve or deal with any Claims.”*

32. The Monitor has continued to resolve the remaining outstanding Claims in accordance with the Claims Procedure Order.
33. Among other things, the Monitor responded to a motion by the Communications, Energy and Paper-workers Union of Canada (the “**CEP**”) for an Order, *inter alia*, lifting the stay of proceedings in respect of certain grievances filed by CEP with respect to Mr. John Bradley (collectively, the “**Bradley Grievances**”) and directing that the Bradley Grievances be adjudicated in accordance with the provisions of the applicable collective agreement or, in the alternative, amending the Claims Procedure Order so as to permit the claim filed by the CEP with respect to the Bradley Grievances to be adjudicated in accordance with the provisions of the applicable collective agreement. On April 7, 2011, Justice Pepall released her decision with respect to CEP’s motion and ordered that the stay of proceedings with respect to the Bradley Grievances is to be lifted and that they may proceed to be adjudicated in accordance with the terms of the applicable collective bargaining agreement. A copy of Justice Pepall’s Reasons for Decision is attached hereto as **Appendix “B”**. The Monitor is working with counsel for CEP and CTLP (now Shaw Television Limited Partnership) with respect to scheduling of proceedings to adjudicate the Bradley Grievances.

34. The Monitor and its counsel have also held extensive discussions with one of the CMI Entities' creditors whose claim remains unquantified in order to quantify and resolve their claim.
35. The Monitor and its counsel have been corresponding with counsel for one of the CMI Entities' creditors who has asserted that the settlement with respect to her claim was not completed and who wishes to re-assert her claim within the Claims Procedure.
36. The Monitor and its counsel are in discussions with the Claims Officers appointed under the Claims Procedure Order to schedule hearings with respect to the remaining claims asserted against the CMI Entities.
37. As at the date of this Report, there remain approximately 65 unresolved claims against the CMI Entities of which 38 are claims asserting a related cause of action and are expected to be settled or adjudicated concurrently.
38. The expected recoveries for the creditors of the CMI Entities have not varied materially from those previously reported by the Monitor.

***Post-Filing Claims Procedure***

39. In accordance with the Plan Emergence Agreement, the Monitor implemented a Post-Filing Claims Procedure in order to identify and quantify Post-Filing Claims.
40. As at October 27, 2010 (the "**Post-Filing Claims Bar Date**") the Monitor had received 10 claims that totalled approximately \$1.065 million dollars. The Monitor is reviewing these claims and is in discussions with these claimants.

### ***Distributions to Creditors***

41. Under the Plan, the Monitor may set one or more Distribution Dates from time to time. The Monitor may not make any distribution to the Ordinary Creditors until all Unresolved Claims without a dollar value have been finally resolved for distribution purposes. There remains one “marker” Claim filed in the Claims Procedure to which the filing creditor did not ascribe dollar value that remains unresolved and unquantified as at the date of this Report. The Monitor is in discussions with such creditor with a view to quantifying and resolving their “marker” claim.
42. The first distributions to Convenience Class Creditors occurred on February 7, 2011. In excess of 700 cheques were issued in the aggregate amount exceeding \$900,000.

### ***Employee Matters***

43. In accordance with arrangements agreed upon with Postmedia Networks Inc., Postmedia Networks Inc. completed the T4 forms and Record of Employment forms for certain former employees of CMI for the 2010 taxation year. New Canwest completed the T4 forms for employees of all of the Shaw Entities for the full 2010 taxation year.

### ***Remaining Assets of the CMI Entities***

44. Since the Plan Implementation Date, the Monitor has worked to realize and dispose of the remaining assets of the CMI Entities.
45. Among other things, the Monitor has completed the closure of CMI’s head office in Winnipeg. The Monitor obtained two competitive quotes for liquidating the remaining

office assets and chose the highest quote of approximately \$21,200 provided by Century Services Inc. The Monitor received full payment with respect to the Winnipeg office assets.

46. The Monitor has also been working with its counsel and other advisors to investigate and review certain other remaining assets of the CMI Entities, including their interests in certain corporations with interests in film, oil and gas, and/or other rights. The Monitor expects to bring motions to approve realization strategies with respect to same in the short term.

#### **REQUEST FOR AN EXTENSION OF THE STAY OF PROCEEDINGS**

47. As stated above, by Order dated November 2, 2010, the Stay Period with respect to the Remaining CMI Entities was extended until May 5, 2011.
48. The Monitor requires additional time to administer and attend to distributions to Affected Creditors, as well as attend to other post-plan implementation matters as outlined in the Plan, the Plan Emergence Agreement and CCAA. The continuation of the stay of proceedings is necessary to provide the stability needed during that time.
49. Accordingly, the Monitor is seeking an extension of the Stay Period with respect to the Remaining CMI Entities until, and including, September 30, 2011.
50. All of the operating assets were transferred to the Plan Sponsor and the Remaining CMI Entities have ceased operations on the Plan Implementation Date. Accordingly, they do not have liquidity requirements that need to be satisfied during the requested extension of

the Stay Period. The costs of administering the Plan and the estates of the Remaining CMI Entities will be paid out of the Plan Implementation Fund in accordance with the Plan Emergence Agreement.

51. Based on the information presently available, the Monitor believes that creditors will not be materially prejudiced by an extension of the Stay Period to September 30, 2011.
52. The Monitor believes that the Remaining CMI Entities have acted, and are continuing to act, in good faith and with due diligence and that circumstances exist that make an extension of the Stay Period appropriate.
53. Accordingly, the Monitor respectfully recommends that the Stay Period with respect to the Remaining CMI Entities be extended until September 30, 2011.

#### **MONITOR'S ACTIVITIES**

54. Since its appointment, the Monitor has been involved with numerous aspects of the CCAA Proceedings with a view to fulfilling its statutory and court-ordered duties and obligations, as well as assisting the CMI Entities and their stakeholders in addressing restructuring issues. The Monitor described some of the more significant matters it was involved in since commencement of the CCAA Proceedings in its Ninth Report, Fourteenth Report and Eighteenth Report. Since then, the more significant matters the Monitor has been involved and/or assisted with included, but are not limited to, the following:

- (a) continuing to respond to enquiries of creditors and other interested parties;

- (b) assisting the CMI Entities with and independently engaging in the resolution of various claims asserted in the Claims Procedure, including restructuring period claims;
- (c) providing information updates on the status of the Claims Procedure to interested parties and the Court;
- (d) responding to enquiries from creditors regarding the Claims Procedure;
- (e) assisting with the negotiation and completion of the sale of certain non-critical assets of the CMI Entities;
- (f) assisting with preparation of cashflow projections;
- (g) assisting the CMI Entities with implementation of the Plan;
- (h) monitoring the application processes before the CRTC and the Competition Bureau;
- (i) assisting the CMI Entities with developing the Post-Filing Claims Procedure, obtaining the Post-Filing Claims Procedure Order and implementing the Post-Filing Claims Procedure;
- (j) assisting the CMI Entities with development of and implementing a process to efficiently wind-up the affairs of the Remaining Canwest Subsidiaries;
- (k) preparing and reviewing tax returns for certain Remaining CMI Entities;
- (l) reviewing, investigating and realizing on the remaining assets of the CMI Entities;

- (m) updating the Plan Sponsor on the status of the CCAA Proceedings and the Monitor's activities pursuant to the Plan and the Plan Emergence Agreement; and
- (n) preparing and mailing distributions to the Convenience Class Creditors.

## **PROFESSIONAL FEES**

55. The Monitor and its counsel have maintained detailed records of their professional costs and time during the course of the CCAA Proceedings (as detailed in the Affidavit of Jeffrey Rosenberg sworn April 26, 2011 and the Affidavit of Daphne MacKenzie sworn April 26, 2011 (collectively, the "**Fee Affidavits**"). Copies of the Fee Affidavits are attached to this report as **Appendix "C"** and **"D"**).

## **RECOMMENDATION AND CONCLUSIONS**

56. The Monitor recommends that the Stay Period with respect to the Remaining CMI Entities be extended until September 30, 2011.
57. The Monitor also respectfully requests that the Court approve its Nineteenth Report, Supplement to the Nineteenth Report, Twentieth Report, Twenty-First Report, and Twenty-Second Report and the activities described therein, as well as the fees and disbursements of the Monitor and its counsel (as particularized in the Fee Affidavits).

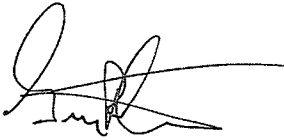


All of which is respectfully submitted this 26<sup>th</sup> of April, 2011.

**FTI Consulting Canada Inc.,**

in its capacity as the Monitor of Canwest Global Communications Corp. and the other Applicants listed in Schedule "A" and Partnerships listed in Schedule "B"

Per

A handwritten signature in black ink, appearing to read 'Greg Watson', with a long horizontal flourish extending to the right.

Greg Watson  
Senior Managing Director

## Schedule "A"

### **The Applicants**

1. Canwest Global Communications Corp.
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## **Schedule "B"**

### **Partnerships**

1. Canwest Television Limited Partnership
2. Fox Sports World Canada Partnership
3. The National Post Company/La Publication National Post

**PLAN EMERGENCE AGREEMENT**

**THIS AGREEMENT** made as of June 25, 2010

**BETWEEN:**

**Canwest Global Communications Corp. (“Canwest”)**

- and -

**Canwest Media Inc. (“CMI”)**

- and -

**Canwest Television GP Inc. for and on behalf of Canwest Television Limited Partnership (“CTLP”)**

- and -

**Shaw Communications Inc. (“Shaw”)**

- and -

**7509014 Canada Inc. (“New Canwest”)**

- and -

**7316712 Canada Inc.**, a corporation governed by the laws of Canada  
**(“7316712 Canada”)**

- and -

**FTI Consulting Canada Inc.**, in its capacity as Monitor of the CMI Entities and not in its personal or corporate capacity (the **“Monitor”**)

**RECITALS:**

- A. Canwest, CMI, Canwest Television Limited Partnership (“**CTLP**”), by its general partner Canwest Television GP Inc., certain other Canwest Subsidiaries, and certain holders of 8% senior subordinated notes due 2012 issued by CMI (collectively, the **“Consenting Noteholders”**), are parties to a support agreement dated October 5, 2009, as amended by an amendment agreement dated January 29, 2010, an amendment agreement dated February 11, 2010, an amendment agreement no. 3 dated April 15, 2010 and an amendment agreement no. 4 dated as of May 3, 2010 (the **“Noteholder Support Agreement”**) regarding the principal aspects of a recapitalization of the CMI Entities (the **“Recapitalization Transaction”**).
- B. Pursuant to the Noteholder Support Agreement and in furtherance of the Recapitalization Transaction, Canwest and certain of its subsidiaries, including CMI, (collectively, the

“**CMI Entities**”) filed for and received protection from their creditors under the *Companies’ Creditors Arrangement Act* (the “**CCAA**”) pursuant to an Initial Order of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) made October 6, 2009.

- C. Shaw and Canwest are parties to a subscription agreement dated February 11, 2010, as amended May 3, 2010 (the “**Subscription Agreement**”) pursuant to which, subject to the terms and conditions thereof and the amended and restated term sheet attached as Schedule “A” thereto (the “**Amended and Restated Term Sheet**”), Shaw or its designated wholly-owned direct or indirect subsidiary has agreed to subscribe for, and Canwest, as restructured, or a newly incorporated company holding all of the properties and assets of Canwest, except for excluded assets and properties as may be agreed to by Canwest and Shaw, each acting reasonably (such restructured or newly incorporated company is referred to herein as “**Restructured Canwest**”), has agreed to issue shares of Restructured Canwest (collectively, the “**Subscription Transaction**”).
- D. The Amended and Restated Term Sheet contemplates that the Subscription Transaction may be effected under a Share Transaction (as defined therein), whereby Shaw and/or 7316712 Canada (collectively, and jointly and severally, the “**Plan Sponsor**”) will purchase all of the shares of New Canwest, a newly incorporated wholly-owned subsidiary of Canwest, and all of CMI’s equity and voting shares in CW Investments, all to be effected under a plan of compromise and arrangement under the CCAA (the “**Plan**”).
- E. Shaw, Canwest and the Consenting Noteholders are parties to a support agreement dated February 11, 2010, as amended May 3, 2010 (the “**Shaw Support Agreement**”), pursuant to which the Consenting Noteholders have agreed to support the Subscription Transaction subject to the terms and conditions contained therein and in the Noteholder Support Agreement.
- F. On June 23, 2010, the Applicants filed the Plan with the Court and are seeking approval of same by creditors and the Court in accordance with the CCAA.
- G. Pursuant to section 11 of the Amended and Restated Term Sheet, it is a condition of completion of the Subscription Transaction that Canwest, CMI and Shaw shall have entered into the Plan Emergence Agreement (as defined in section 11 of the Amended and Restated Term Sheet) on or prior to the date that is 23 days prior to the Meetings.
- H. Pursuant to section 6.3 of the Plan, it is a condition precedent to the implementation of the Plan that Canwest, CMI, the Plan Sponsor and the Monitor shall have entered into the Plan Emergence Agreement.
- I. In connection with the Plan and the transactions contemplated therein, Canwest, CMI, CTLP, New Canwest, the Plan Sponsor and the Monitor (collectively, the “**Parties**”) now wish to enter into this Agreement, which shall constitute the Plan Emergence Agreement as contemplated by the Amended and Restated Term Sheet and the Plan.

**THEREFORE**, in consideration of the mutual covenants and agreements of the Parties, and for other good and valuable consideration (the receipt and sufficiency of which are hereby acknowledged), the Parties agree as follows:

## **ARTICLE 1 DEFINITIONS AND PRINCIPLES OF INTERPRETATION**

### **1.1 Definitions**

All capitalized terms that are used and not defined in this Agreement (including in the Recitals) have the meanings given to them in the Plan. In addition, whenever used in this Agreement, the term “**Agreement**” means this Agreement, including the Recitals and all Schedules to this Agreement and any permitted amendments or restatements of this Agreement, and references to “**Article**”, “**Section**” or “**Schedule**” mean the specified Article, Section or Schedule of this Agreement.

### **1.2 Certain Rules of Interpretation**

In this Agreement:

- (a) **Consent** – Whenever a provision of this Agreement requires an approval or consent and the approval or consent is not delivered within the applicable time limit, then, unless otherwise specified, the Party whose consent or approval is required shall be conclusively deemed to have withheld its approval or consent.
- (b) **Governing Law** – This Agreement is a contract made under and shall be governed by and construed in accordance with, the laws of the Province of Ontario and the federal laws of Canada applicable in the Province of Ontario. Each Party submits to the jurisdiction of the courts of the Province of Ontario in any action or proceeding arising out of or relating to this Agreement.
- (c) **Headings** – Headings of Articles and Sections are inserted for convenience of reference only and do not affect the construction or interpretation of this Agreement.
- (d) **Including** – Where the word “including” or “includes” is used in this Agreement, it means “including (or includes) without limitation”.
- (e) **No Strict Construction** – The language used in this Agreement is the language chosen by the Parties to express their mutual intent, and no rule of strict construction shall be applied against any Party.
- (f) **Number and Gender** – Unless the context otherwise requires, words importing the singular include the plural and *vice versa* and words importing gender include all genders.
- (g) **Severability** – If, in any jurisdiction, any provision of this Agreement or its application to any Party or circumstance is restricted, prohibited or unenforceable, the provision shall, as to that jurisdiction, be ineffective only to the extent of the restriction, prohibition or unenforceability without invalidating the remaining

provisions of this Agreement and without affecting the validity or enforceability of such provision in any other jurisdiction, or without affecting its application to other Parties or circumstances.

- (h) **Statutory References** – A reference to a statute includes all regulations and rules made pursuant to the statute and, unless otherwise specified, the provisions of any statute, regulation or rule which amends, supplements or supersedes any such statute, regulation or rule.
- (i) **Time** – Time is of the essence in the performance of the Parties’ respective obligations.
- (j) **Currency** – All references to dollar amounts or to the symbol \$ are references to Canadian dollars unless otherwise specified.

### 1.3 Paramountcy

In the event of any conflict or inconsistency between the terms, conditions and provisions of the Plan and of this Agreement, the terms, conditions and provisions of the Plan, together with the Sanction Order, shall govern and shall take precedence and priority.

### 1.4 Schedules

The Schedules listed below form an integral part of this Agreement:

<u>Schedule</u>	<u>Description</u>
Schedule 2.1	Non-Continuing Management Employees Schedule
Schedule 2.2	Non-Continuing Material Agreements Schedule
Schedule 5.1	PIF Schedule

## ARTICLE 2 DISCLAIMER OF AGREEMENTS

### 2.1 Continuing Management Employees

Section 11(ii) of the Amended and Restated Term Sheet referenced in the Amendment Agreement to the Subscription Agreement dated May 3, 2010 between Shaw and Canwest amending the Subscription Agreement dated February 11, 2010, refers to a list of all existing management employees of Canwest and the Canwest Subsidiaries who will not remain as employees of New Canwest or the CTLP Plan Entities following the Effective Time. That list is attached hereto as Schedule 2.1 (the “**Non-Continuing Management Employee Schedule**”).

On or before the Plan Implementation Date, the CMI Entities will terminate the employment of the employees listed on the April 28 Severance Schedule. The termination and severance

obligations, together with accrued and unpaid vacation pay, salary and wages with respect to such employees will be paid in accordance with Section 5.1 hereof.

For greater certainty, any active or inactive employee of any CMI Entity (other than a CTLP Group Entity), including any such employees on maternity leave, paternity leave or disability leave or other such absence will not be employees of New Canwest or the CTLP Plan Entities following the Effective Time.

## 2.2 Non-Continuing Material Agreements

- (a) Schedule 2.2 (the “**Non-Continuing Material Agreements Schedule**”) sets forth a complete list of all material agreements (the “**Non-Continuing Material Agreements**”) to which any of the Plan Entities is a party or are parties that are to be disclaimed, subject to the consent of the Monitor, within the timeframe set out in the Claims Procedure Order as amended by the Meeting Order.
- (b) The Parties have agreed that the Non-Continuing Material Agreements Schedule shall not be attached to this Agreement, but shall be delivered to the Monitor under separate cover due to the confidential nature of the information contained therein. The Monitor shall hold the Non-Continuing Material Agreements Schedule on a confidential basis until after notice of disclaimer has been given to the applicable counterparty.
- (c) On or before the day that is twenty three (23) days before the date of the Meetings as scheduled in the Meeting Order, Canwest, CMI or the CTLP Group Entities, as applicable, shall notify all counterparties to such Non-Continuing Material Agreements of the proposed disclaimer of such Non-Continuing Material Agreements, in accordance with section 32(1) of the CCAA within the timeframe set out in the Claims Procedure Order as amended by the Meeting Order and at the same time shall deliver to each of such counterparties a CMI Notice of Claim, together with the applicable CMI Claims Package.

## 2.3 Restructuring Period Claims

Any Claims arising as a result of the disclaimer or renegotiation of the Non-Continuing Material Agreements set out in the Non-Continuing Material Agreements Schedule shall constitute Restructuring Period Claims, unless such Claims constitute Unaffected Claims under paragraphs (e) or (f) of the definition of Unaffected Claims set out in section 1.1 of the Plan.

# ARTICLE 3 PAYMENTS PRIOR TO PLAN IMPLEMENTATION DATE

## 3.1 Cash Management

Effective as of the Plan Implementation Date, the cash management services provided by The Bank of Nova Scotia (“**BNS**”) to Canwest and the Canwest Subsidiaries will be terminated and new arrangements will be entered into by Canwest and/or any Canwest Subsidiary other than the CTLP Group Entities (the “**Remaining Canwest Entities**”) after the Plan Implementation Date



on terms to be agreed prior to the Plan Implementation Date among and satisfactory to the Remaining Canwest Entities and BNS. Prior to the Plan Implementation Date, New Canwest and the CTLP Group Entities shall establish their own cash management system. All potential liabilities under the existing cash management system shall be dealt with in a manner agreeable to the parties and BNS and provided for in the Plan Implementation Fund.

### **3.2 CIT Facility**

On the day that is one (1) Business Day prior to the Plan Implementation Date, all “cash sweeps” under the CIT Facility and the CIT Credit Agreement shall cease to be effective as of the close of business on such date. Claims of CIBC Asset-Based Lending (formerly, CIT Business Credit Canada Inc. (“CIT”)) under the CIT Credit Agreement and the CIT Facility shall be provided for in the PIF Schedule (as hereinafter defined) and paid in accordance with this Agreement and the Plan.

### **3.3 CH Plan Settlement Amount**

Prior to remitting the Cash to the Monitor to establish the Plan Implementation Fund as set out in Section 5.1, CTLP shall hold back from cash in its accounts an amount equal to the CH Plan Settlement Amount, on the day that is one (1) Business Day prior to the Plan Implementation Date. The CH Plan Settlement Amount shall be distributed by CTLP pursuant to the Plan on the Plan Implementation Date.

### **3.4 Continuing Payment of Professionals**

In furtherance of the Initial Order and this Agreement, the CMI Entities shall continue to pay up to and including the Plan Implementation Date (a) legal counsel and other advisors to the CMI Entities and other Canwest Subsidiaries, (b) the Monitor and its legal counsel, (c) legal counsel to the Ad Hoc Committee, (d) legal counsel and advisors to the Special Committee, (e) legal counsel to the Directors and Officers, (f) Houlihan Lokey Howard & Zukin Capital Inc. (“**Houlihan Lokey**”), and (g) Stonecrest Capital Inc. in accordance with existing practice and shall endeavour to have all such professionals’ accounts current so that as of the Plan Implementation Date such professionals are current to the date which is five (5) Business Days prior to the Plan Implementation Date.

Following execution of this Agreement and prior to the Plan Implementation Date, the CMI Entities shall request estimates of any outstanding fees and disbursements and the prospective fees and disbursements of such professionals for the period up to and including the Plan Implementation Date. These estimates shall then be incorporated in Section 1 of the PIF Schedule (as hereinafter defined) (a form of which will be attached hereto as Schedule 5.1 on the execution of this Agreement and will be replaced on or before the Plan Implementation Date with the PIF Schedule containing the estimates of any outstanding fees and disbursements and prospective fees and disbursements to the Plan Implementation Date).

## ARTICLE 4 POST EMERGENCY ACTIVITIES

### 4.1 Retention of Legal Counsel and Advisors by the Monitor

Following the Plan Implementation Date, the Monitor may, in its discretion, retain or continue to retain the services of legal counsel and such other advisors as it deems reasonable and may retain the services of any former Employees (excluding any former Employee who New Canwest or any of the CTLP Group Entities or CWI Group Entities have retained through employment or contract) or any other Person on an independent contract basis to assist the Monitor in performing its obligations under this Agreement, the Plan, the Sanction Order and the CCAA.

### 4.2 Resolution of Unaffected Claims

The Monitor shall determine and pay, on behalf of the CMI Entities, any unpaid Unaffected Claims (other than those claims described in subparagraphs (h), (i), (n) and (o) of the definition of Unaffected Claims under the Plan) outstanding after the Plan Implementation Date pursuant to this Agreement and the Plan.

Notwithstanding the foregoing, the Monitor shall determine and pay, in consultation with counsel to the Directors and Officers on behalf of the CMI Entities, from monies funded to the Monitor and deposited into Account 6 referred to in the PIF Schedule pursuant to Section 5.10 of this Agreement:

- a) any claims against the Directors and Officers (other than those claims described in sub-paragraphs (h) and (i) of the definition of Unaffected Claims under the Plan) that (a) arose after the Filing Date, (b) remain outstanding as at the Plan Implementation Date, and (c) are claims which would be covered by the indemnity provided by paragraph 21 in the Initial Order; and
- b) any claims against or liabilities of Directors and Officers (other than those claims described in sub-paragraphs (h) and (i) of the definition of Unaffected Claims under the Plan) incurred after the Plan Implementation Date if such Directors and Officers remain in office to facilitate the bankruptcy under the BIA, a liquidation, winding-up or dissolution of any Remaining Canwest Entities as provided for in section 4.4 hereof, provided that such claims would have otherwise been covered by the indemnity provided by paragraph 21 in the Initial Order if such indemnity applied.

The claims referred to in sub-paragraphs (a) and (b) above will be referred to collectively as the “**Post-Filing D&O Insured Claims**”.

### 4.3 Resolution of Unresolved Claims

Following the Plan Implementation Date, the Monitor shall complete the resolution of the Unresolved Claims of Affected Creditors in accordance with the Claims Procedure Order, the Meeting Order and the Plan and complete any remaining distributions to Affected Creditors holding Proven Distribution Claims pursuant to the Plan.

#### **4.4 Bankruptcies and Liquidations**

Following the Plan Implementation Date the Monitor may, in its discretion, assign into bankruptcy under the BIA or effect a liquidation, winding-up or dissolution of any Remaining Canwest Entities.

#### **4.5 Access to Past Employees and Records**

- (a) Following the Plan Implementation Date, New Canwest and CTLP shall make available to the Monitor on a reasonable basis up to five (5) management or other employees of New Canwest or the CTLP Group Entities, to be agreed upon between the Monitor and the Plan Sponsor in a side letter, in order to assist the Monitor in carrying out its duties as set forth in this Agreement, the Plan and the Sanction Order (including, for greater certainty, the determination, resolution, litigation and/or settlement of Unresolved Claims of Affected Creditors and the bankruptcy of any Remaining Canwest Entities) until the discharge of the Monitor.
- (b) Following the Plan Implementation Date, New Canwest and CTLP shall make available to the Monitor on a reasonable basis the books and records of the CTLP Plan Entities and CW Investments in its possession.
- (c) Following the Plan Implementation Date, the Monitor shall make available to New Canwest on a reasonable basis the books and records of the Remaining Canwest Entities in its possession until the discharge of the Monitor.

#### **4.6 Reporting**

Following the Plan Implementation Date, the Monitor shall periodically (and at least once every three months) update Plan Sponsor and counsel to the Directors and Officers on the status of its activities pursuant to this Agreement and the amounts remaining in the Plan Implementation Fund.

#### **4.7 Obligation to Pay Only to the Extent Funds are Available**

Notwithstanding any other provision of this Agreement, and without in any way limiting the protections for the Monitor set forth in Section 4.8 of this Agreement, the Initial Order, the Plan or the CCAA, the Monitor shall have no obligation to make any payment contemplated by this Agreement, and nothing in this Agreement shall be construed as obligating the Monitor to make any such payment, unless and until the Monitor is in receipt of funds adequate to effect any such payment in full in the applicable Account (as defined below) referred to in the PIF Schedule. Funds adequate to pay such amounts will be deposited into the appropriate Accounts referenced in the PIF Schedule in accordance with the provisions of this Agreement.

#### **4.8 Monitor shall have no Personal Liability**

The Monitor shall not incur any liability whatsoever, including in respect of (a) any amount paid, required to be paid or not paid from the Plan Implementation Fund pursuant to this Agreement or the Plan, (b) any costs or expenses incurred in connection with, in relation to or as a result of any payment made, required to be made or not made from the Plan Implementation Fund, or (c) any

deficiency in the Plan Implementation Fund or any specific Account referenced in the PIF Schedule.

#### **4.9 Parties may seek Directions from Court**

Any party to this Agreement and counsel for the Directors and Officers may at any time apply to Court for advice and directions from the Court in respect of any matter arising from or under this Agreement or the discharge of their obligations under this Agreement.

### **ARTICLE 5 PAYMENTS ON OR AFTER THE PLAN IMPLEMENTATION DATE**

#### **5.1 Payment of Closing Costs**

On the Plan Implementation Date, the Monitor shall pay from the Cash, on behalf of the CMI Entities, or, in respect of the items referred to in sub-paragraphs q) and t) below may authorize and cause the CMI Entities to pay, the following costs and obligations in the amounts described below and detailed in Section 1 of Schedule 5.1 (which shall be finalized prior to the Plan Implementation Date and a form of which will be attached as Schedule 5.1 on the execution of this Agreement and until the date such schedule is finalized) (the “**PIF Schedule**”). To the extent that the amount of the Cash on the Plan Implementation Date is less than the aggregate amount required to pay the following obligations in full as set out in the PIF Schedule, then New Canwest and/or CTLP shall fund the difference on or before the Plan Implementation Date (as a payment to the Monitor for the benefit of CMI) necessary so that the following obligations are paid in full as set out in Section 1 of the PIF Schedule:

- a) the relevant government entities in respect of the amounts referred to in sections 6(3), 6(5) and 6(6) of the CCAA;
- b) Osler, Hoskin & Harcourt LLP as primary legal counsel to the CMI Entities in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;
- c) other legal counsel and professional advisors to the CMI Entities (to be listed in a schedule to be provided to New Canwest and the Plan Sponsor by the CMI Entities prior to Plan Implementation Date) in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;
- d) PricewaterhouseCoopers Canada LLP in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;
- e) KPMG LLP in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;
- f) the Monitor in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;

- g) Stikeman Elliott LLP as legal counsel to the Monitor in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;
- h) Goodmans LLP as legal counsel to the Ad Hoc Committee in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;
- i) Ogilvy Renault LLP as legal counsel to the Special Committee in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;
- j) Lenczner Slaght Royce Smith Griffin LLP as legal counsel to the Directors and Officers in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;
- k) Cavalluzzo Hayes Shilton McIntyre & Cornish LLP as Retiree Representative Counsel in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;
- l) Stonecrest Capital Inc. as the Chief Restructuring Advisor in respect of all payments due and unpaid under the Stonecrest Engagement Letter;
- m) Genuity Capital Markets in respect of all payments due and unpaid under the Genuity Engagement Letter;
- n) RBC in respect of all payments due and unpaid under the RBC Engagement Letter;
- o) Houlihan Lokey in respect of all payments due and unpaid under the Houlihan Engagement Letter;
- p) The Bank of New York Mellon, in its capacity as trustee under the Indenture in respect of all fees payable and unpaid to the trustee under the Indenture;
- q) the KERP Participants the amounts payable under the KERPs less any statutory source deductions which shall be remitted to the applicable governmental authority, on behalf of the CMI Entities, by the Monitor. The amounts paid to the KERP Participants under this subsection shall be paid in respect of Claims arising from or under the KERPs and shall not affect in any way any other monetary amounts to which the KERP Participants may be entitled from the KERP Trust or any non-monetary benefits or items to which the KERP Participants may be entitled pursuant to the KERP agreements;
- r) BNS in respect of potential liabilities under the existing cash management system arising from or under the cash management facility for the provision of cash management services to the CMI Entities;

- s) CIT in respect of any amounts or obligations outstanding under the CIT Facility;
- t) the amounts payable to those employees identified on the April 28 Severance Schedule in respect of the termination and severance obligations set forth on the April 28 Severance Schedule together with the accrued and unpaid wages, salary and vacation pay less any statutory source deductions which shall be remitted, on behalf of the CMI Entities, by the Monitor;
- u) the Fireworks Trustee in Bankruptcy in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date;
- v) any accrued and unpaid compensation to the Directors;
- w) Shaw in respect of the expense reimbursement obligation pursuant to Section 9.2 of the Subscription Agreement; and
- x) the Transfer Agent in respect of its fees, costs and disbursements incurred to effect the issuance and subsequent cancellation of the Canwest New Preferred Shares as contemplated by the Plan.

The foregoing payments shall be paid by way of certified cheque, wire transfer or direct deposit. Any certified cheques effecting payment pursuant to sub-sections (q) and (t) hereof shall be sent by registered mail to the last known address for such Persons.

## **5.2 Establishment of the Plan Implementation Fund**

On the Plan Implementation Date, after the payment of the obligations set forth in Section 5.1 as set out in Section 1 of the PIF Schedule, the Plan Entities shall pay to the Monitor from any remaining Cash, the amount necessary to fund the Plan Implementation Fund as set out in the PIF Schedule. To the extent that the remaining Cash is inadequate to fully fund the requirements set forth in the PIF Schedule (including the inclusion of a contingency fund to secure the payment of the fees, disbursements, and costs of the Monitor, and those of its legal and other advisors as provided for in section 4.1 hereof) then New Canwest and/or CTLP shall pay to the Monitor the amount of any difference (as a payment to the Monitor for the benefit of CMI) which shall be deposited by the Monitor in the Plan Implementation Fund. To the extent that as of the Plan Implementation Date the amount of Cash is greater than the amount needed to fully fund the requirements set forth in the PIF Schedule, then the excess amount of remaining Cash after fully funding the Plan Implementation Fund shall be paid to New Canwest.

The Monitor shall deposit the amounts received pursuant to this Section 5.2 into one or more accounts in accordance with the PIF Schedule (the “**Accounts**”) and such amounts together shall constitute the Plan Implementation Fund.

### **5.3 Additional Deposits into the Fund**

The following amounts shall be paid to the Monitor from time to time and shall be deposited into Account 5 referenced in Section 2 of the PIF Schedule:

- (a) the net proceeds of sale realized from the sale of the Winnipeg Condo;
- (b) any and all dividends, distributions or other amounts payable to a Plan Entity (other than the CTLP Plan Entities) from any estate in bankruptcy, liquidation, winding up or dissolution of any Remaining Canwest Entity;
- (c) any amounts in respect of refunds of any Taxes payable to the Plan Entities other than the CTLP Plan Entities, National Post Holdings and National Post;
- (d) any net proceeds of realization from any assets or property of any of the Remaining Canwest Entities other than National Post Holdings and National Post; and
- (e) all Undeliverable Distributions from the Ordinary Creditors Pool or the Convenience Class Pool as contemplated in the Plan.

### **5.4 Plan Emergence Cost Schedule**

Prior to the Plan Implementation Date, the CMI Entities, the Plan Sponsor, New Canwest and the Monitor shall agree to and finalize the PIF Schedule (which shall be finalized prior to the Plan Implementation Date and a form of which will be attached as Schedule 5.1 between the date of the execution of this Agreement and the date such schedule is finalized).

### **5.5 Payment of Post-Filing Claims**

The Monitor shall conduct the process approved in the Sanction Order to solicit, identify and quantify Post-Filing Claims (other than Intercompany Claims) which are not assumed by New Canwest or any of the CTLP Plan Entities pursuant to the Plan. Following the Post-Filing Claims Bar Date (as defined in the Sanction Order) and the determination or resolution of all filed claims, the Monitor shall pay to each Post-Filing Creditor (to be defined in the Sanction Order in a manner acceptable to the parties) holding a Proven Post-Filing Claim (to be defined in the Sanction Order in a manner acceptable to the parties) the amount of its Proven Post-Filing Claim from Account 1 referred to in Section 2 of the PIF Schedule.

To the extent that the amount in Account 1 referred to in Section 2 of the PIF Schedule is inadequate to pay the full amount of all Proven Post-Filing Claims then New Canwest and/or CTLP shall pay to the Monitor for the benefit of CMI the funds necessary to pay such claims in full and such funds shall be deposited into Account 1 referred to in Section [2] of the PIF Schedule. If the payments contemplated in this Section [5.5] do not exhaust the amount held by the Monitor in Account 1 referred to in Section 2 of the PIF Schedule, then the Monitor shall return such excess funds to New Canwest.

## **5.6 Payment of Fees and Expenses of the Replacement Administrator**

After the Plan Implementation Date, the Monitor shall pay by way of certified cheque or wire transfer (in accordance with wire transfer instructions provided in writing by such Person to the Monitor) on behalf of CTLP to the replacement administrator for the CH Plan appointed by the Superintendent of Financial Institutions in respect of its fees and expenses incurred as contemplated in Section 5.3 of the Plan the amount held by the Monitor in Account 2 referenced in Section 2 of the PIF Schedule. For great certainty, the fees and expenses of the replacement administrator shall not include fees and expenses for the provision of services in relation to the administration of the CH Plan or the investment of the assets of the CH Plan where such fees and expenses have, in the normal course, been paid from the assets of the CH Plan, including fees payable to the CH Plan Trustee, the investment manager in respect of CH Plan assets, the actuary for the CH Plan and any pension consultant for pension plan administration services.

## **5.7 Payment of Fees and Expenses of Counsel to Directors and Officers**

After the Plan Implementation Date, the Monitor shall from time to time pay by way of certified cheque or wire transfer (in accordance with wire transfer instructions provided in writing by such Person to the Monitor) on behalf of the Remaining Canwest Entities from Account 3 referred to in Section 2 of the PIF Schedule the reasonable fees and disbursements of counsel to the Directors and Officers in connection with:

- a) determining the Affected Claims that are Unresolved Claims against the Directors and Officers, consulting with the Monitor with respect thereto and providing advice and reporting to the Directors and Officers with respect thereto;
- b) determining any Post-Filing D&O Insured Claims and addressing any matters of insurance coverage and related issues; and
- c) providing assistance with any issues regarding the Directors and Officers that may arise after the Plan Implementation Date relating to the wind-up, bankruptcies, dissolution or liquidation of the Remaining Canwest Entities and issues regarding indemnification, insurance and other matters in respect of any Directors and Officers who remain in office after the Plan Implementation Date as provide for in section 4.2(b) hereof.

To the extent that the amount held by the Monitor in Account [3] referred to in Section 2 of the PIF Schedule is inadequate to pay the full amount of the reasonable fees and disbursements of counsel to the Directors and Officers pursuant to this Section 5.7 then New Canwest and/or CTLP shall pay to the Monitor for the benefit of CMI the funds necessary to pay such reasonable fees and disbursements and such funds shall be deposited into Account 3 referred to in Section 2 of the PIF Schedule. If the payments contemplated in this Section 5.7 do not exhaust the amount held by the Monitor in Account 3 referred to in Section 2 of the PIF Schedule, then the Monitor shall return such excess funds to New Canwest.

## **5.8 Professionals Associated with Remaining Canwest Entities**

After the Plan Implementation Date, the Monitor shall from time to time pay by way of certified cheque or wire transfer (in accordance with wire transfer instructions provided in writing by such Person to the Monitor) on behalf of the Remaining Canwest Entities from Account 4 referred to



in Section 2 of the PIF Schedule to legal counsel and professional advisors (to be listed in a schedule to be provided to New Canwest and the Plan Sponsor by the CMI Entities prior to Plan Implementation Date) in respect of professional fees and disbursements incurred for services provided in connection with the bankruptcy, liquidation or winding up or dissolution of any Remaining Canwest Entities (other than National Post Holdings and National Post).

To the extent that the amount in Account 4 referred to in Section 2 of the PIF Schedule is inadequate to pay the full amount of the reasonable fees and disbursements of foreign professionals pursuant to this Section 5.8 then New Canwest and/or CTLP shall pay to the Monitor for the benefit of CMI (other than National Post Holdings and National Post) the funds necessary to pay such reasonable fees and disbursements and such funds shall be deposited into Account 4 referred to in Section 2 of the PIF Schedule. If the payments contemplated in this Section 5.8 do not exhaust the amount held by the Monitor in Account 4 referred to in Section 2 of the PIF Schedule, then the Monitor shall return such excess funds to New Canwest.

### **5.9 Payment of Fees and Expenses of the Monitor**

All of the fees and disbursements incurred by the Monitor, its legal counsel and any other advisors retained by the Monitor, in connection with fulfilling the Monitor's duties and obligations under the Plan and this Agreement, including, without limitation, those fees, disbursements, costs and expenses incurred in connection with:

- (a) resolving any Unresolved Claims of the Affected Creditors;
- (b) making distributions under the Plan, including the costs of wire transfers and the issuance of cheques (provided, for greater certainty, that the Monitor shall not fund the actual distributions from the Plan Implementation Fund);
- (c) determining any Unaffected Claims, including Post-Filing Claims, but excluding those claims described in subparagraphs (h), (i) and (o) of the definition of Unaffected Claims in the Plan;
- (d) making distributions under this Agreement; and
- (e) bankrupting and acting as trustee in bankruptcy or liquidating, winding up or dissolving any Remaining Canwest Entities (other than National Post and National Post Holdings), including the bankruptcies of the Fireworks entities and acting as the Fireworks Trustee in Bankruptcy,

shall be paid from the Plan Implementation Fund and the Monitor shall have exclusive access to the funds referenced in Account 5 referred to in Section 2 of the PIF Schedule.

If at any time the Plan Implementation Fund is insufficient to fund the activities of the Monitor pursuant to the Plan or this Agreement, then New Canwest and/or CTLP shall pay additional funds satisfactory to the Monitor for the benefit of CMI and such funds shall be deposited into Account 5 referred to in Section 2 of the PIF Schedule. If the payments contemplated in this Section 5.9 do not exhaust the amount held by the Monitor in Account 5 referred to in Section 2

of the PIF Schedule, then the Monitor shall return such excess funds to New Canwest in accordance with section 5.12 of this Agreement.

#### **5.10 Payment of Post-Filing D&O Insured Claims**

The Monitor shall pay any Post-Filing D&O Insured Claims pursuant to section 4.2 of this Agreement from Account 6 referred to in Section 2 of the PIF Schedule. To the extent that the amount in Account 6 referred to in Section 2 of the PIF Schedule is inadequate to pay the full amount of Post-Filing D&O Insured Claims pursuant to this Section 5.10 then New Canwest and/or CTLP shall pay to the Monitor for the benefit of CMI the funds necessary to pay such claims in full and such funds shall be deposited into Account 6 referred to in Section 2 of the PIF Schedule. If the payments contemplated in this Section 5.10 do not exhaust the amount held by the Monitor in Account 6 referred to in Section 2 of the PIF Schedule, then the Monitor shall return such excess funds to New Canwest.

#### **5.11 Use of Cash to Plan Implementation Date**

The CMI Entities hereby covenant and agree that, from the date hereof to the Plan Implementation Date, they will only use the Cash and will only effect any draw under the CIT Facility for working capital purposes related to the Business or for the expenditures of the CMI Entities as approved by the Court and/or as may be contemplated by the Weekly Cash Flow Projections (as defined in the CIT Facility). The CMI Entities hereby further covenant and agree to notify the Plan Sponsor in writing of any planned draw to be effected under the CIT Facility between the date hereof and the Plan Implementation Date five (5) Business Days prior to effecting such a draw.

#### **5.12 Residual Funds**

Upon completing its duties under the CCAA, the Sanction Order and this Agreement and obtaining an order discharging the Monitor, the Monitor shall (after satisfying all fees and disbursements of the Monitor) remit to New Canwest any residual funds remaining in the Plan Implementation Fund.

#### **5.13 Payment of Legal Costs of the *Ad Hoc* Group of Shareholders**

On the Plan Implementation Date, concurrently with acquiring the Canwest New Preferred Shares, and in accordance with the Minutes of Settlement dated June 23, 2010, 7316712 Canada shall pay Bennett Jones LLP in trust for the benefit of the *ad hoc* group of shareholders the documented costs of their advisors in connection with the motion brought by Canwest and certain of its subsidiaries returnable June 22, 2010 seeking, *inter alia*, a Meeting Order.

### **ARTICLE 6 GENERAL**

#### **6.1 Notices**

Any notice, consent or approval required or permitted to be given in connection with this Agreement (in this Section referred to as a “Notice”) shall be in writing and shall be sufficiently

given if delivered (whether in person, by courier service or other personal method of delivery), or if transmitted by facsimile or e-mail:

(a) if to Canwest or CMI, or to both, at:

c/o Osler, Hoskin & Harcourt LLP  
Box 50  
1 First Canadian Place  
Toronto, Ontario M5X 1B8

Attention: Edward Sellers  
Email: esellers@osler.com  
Facsimile: 416-862-6666

With a required copy by email or fax (which shall not be deemed Notice) to:

Osler, Hoskin & Harcourt LLP  
Box 50  
1 First Canadian Place  
Toronto, Ontario M5X 1B8

Attention: Tracy Sandler  
Email: tsandler@osler.com  
Facsimile: 416-862-6666

With a required copy by email or fax (which shall not be deemed Notice) to:

Lenczner Slaght Royce Smith Griffin, LLP  
130 Adelaide Street West, Suite 2600  
Toronto, Ontario M5H 3P5

Attention: Peter Osborne  
Email: posborne@litigate.com  
Facsimile: 416-865-3094

With a required copy by email or fax (which shall not be deemed Notice) to:

Ogilvy Renault LLP  
Suite 3800, Royal Bank Plaza, South Tower,  
200 Bay St.  
PO Box 84  
Toronto, ON M5J 2Z4

Attention: Mario Forte  
Email: mforte@ogilvyrenault.com  
Facsimile: 416-216-4870

(b) if to the Shaw or 7316712 Canada, or to both, at:

c/o Shaw Communications Inc.  
Suite 900, 630-3<sup>rd</sup> Avenue SW  
Calgary, Alberta T2P 4L4

Attention: Steve Wilson/Peter Johnson  
Email: steve.wilson@sjrb.ca / peter.johnson@sjrb.ca  
Facsimile: 403-750-7469 / 403-716-6544

With a required copy by email or fax (which shall not be deemed Notice) to:

Davies Ward Phillips and Vineberg LLP  
Box 63, One First Canadian Place  
Toronto, Ontario M5X 1B1

Attention: Robin Schwill  
Email: rschwill@dwpv.com  
Facsimile: 416-863-0871

(c) if to the Monitor, at:

FTI Consulting Canada Inc.  
TD Canada Trust Tower  
79 Wellington Street West  
Suite 2100  
Toronto, Ontario M5K 1G8

Attention: Greg Watson  
Email: greg.watson@fticonsulting.com  
Facsimile: 416-649-8101

With a required copy by email or fax (which shall not be deemed Notice) to:

Stikeman Elliott LLP  
5300 Commerce Court West  
199 Bay Street  
Toronto, Ontario M5L 1B9

Attention: David Byers  
Email: dbyers@stikeman.com  
Facsimile: 416-947-0866

Any Notice delivered or transmitted to a Party as provided above shall be deemed to have been given and received on the day it is delivered or transmitted, provided that it is delivered or transmitted on a Business Day prior to 5:00 p.m. local time in the place of delivery or receipt. If the Notice is delivered or transmitted after 5:00 p.m. local time or if the day is not a Business Day, then the Notice shall be deemed to have been given and received on the next Business Day.

Any Party may, from time to time, change its address by giving Notice to the other Parties in accordance with the provisions of this Section.

## **6.2 Amendment**

No amendment, supplement, modification or waiver or termination of this Agreement and, unless otherwise specified, no consent or approval by any Party, is binding unless executed in writing by the Party to be bound.

## **6.3 Termination**

This Agreement shall terminate automatically with respect to all of the Parties in the event that the Shaw Support Agreement is terminated in accordance with its terms.

## **6.4 Assignment**

This Agreement shall be binding upon and enure to the benefit of the Parties hereto and each of their respective successors (including any successor by reason of amalgamation of any Party), permitted assigns, heirs and personal representatives. No Party may assign, delegate or otherwise transfer any of its rights, interests or obligations under this Agreement without the prior written consent of the other Parties, which consent shall not be unreasonably withheld.

## **6.5 Further Assurances**

The Parties shall, with reasonable diligence, do all things and provide all such reasonable assurances as may be required to give effect to this Agreement, and each Party shall provide such further documents or instruments required by any other Party as may be reasonably necessary or desirable to effect the purpose of this Agreement and carry out its provisions, whether before or after the Plan Implementation Date.

## **6.6 Execution and Delivery**

This Agreement may be signed in counterparts, each of which, when taken together, shall be deemed an original. Execution of this Agreement is effective if a signature is delivered by facsimile transmission or electronic (e.g., pdf) transmission.

*[Remainder of page intentionally left blank; signature pages follow]*

**IN WITNESS OF WHICH** the Parties have caused this Agreement to be executed by their duly authorized representatives as of the date first written above.

**CANWEST GLOBAL COMMUNICATIONS CORP.**

By: \_\_\_\_\_

Name:

Title:

By: \_\_\_\_\_

Name:

Title:

**CANWEST MEDIA INC.**

By: \_\_\_\_\_

Name:

Title:

By: \_\_\_\_\_

Name:

Title:

**CANWEST TELEVISION GP INC. for and on behalf of CANWEST TELEVISION LIMITED PARTNERSHIP**

By: \_\_\_\_\_

Name:

Title:

By: \_\_\_\_\_

Name:

Title:

**SHAW COMMUNICATIONS INC.**

By: *Rhonda Bashnick*

Name: Rhonda Bashnick

Title: Vice President, Finance

By: *Peter A. Johnson*

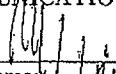
Name: Peter A. Johnson

Title: Vice President, Law

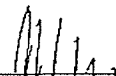


IN WITNESS OF WHICH the Parties have caused this Agreement to be executed by their duly authorized representatives as of the date first written above.

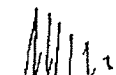
CANWEST GLOBAL  
COMMUNICATIONS CORP.

By:   
Name: RICHARD WEISAC  
Title: V.P. & GENERAL COUNSEL  
By: \_\_\_\_\_  
Name:  
Title:

CANWEST MEDIA INC.

By:   
Name: RICHARD WEISAC  
Title: V.P. & GENERAL COUNSEL  
By: \_\_\_\_\_  
Name:  
Title:

CANWEST TELEVISION GP INC. for and  
on behalf of CANWEST TELEVISION  
LIMITED PARTNERSHIP

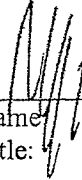
By:   
Name: RICHARD WEISAC  
Title: V.P. & GENERAL COUNSEL  
By: \_\_\_\_\_  
Name:  
Title:

SHAW COMMUNICATIONS INC.

By: \_\_\_\_\_  
Name:  
Title:  
By: \_\_\_\_\_  
Name:  
Title:

7509014 CANADA INC.

By: \_\_\_\_\_

Name:  Richard H. Keipsic  
Title: secretary

By: \_\_\_\_\_

Name:  
Title:

7316712 CANADA INC.

By: \_\_\_\_\_

Name:  
Title:

By: \_\_\_\_\_

Name:  
Title:

FTI CONSULTING CANADA INC., in its  
capacity as court-appointed Monitor of the CMI  
Entities and not in its personal capacity

By: \_\_\_\_\_

Name:  
Title:

By: \_\_\_\_\_

Name:  
Title:



**7509014 CANADA INC.**

By: \_\_\_\_\_

Name:

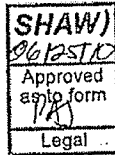
Title:

By: \_\_\_\_\_

Name:

Title:

**7316712 CANADA INC.**



By: *Rhonda Bashnick*

Name: Rhonda Bashnick

Title: Vice President, Finance

By: *Peter A. Johnson*

Name: Peter A. Johnson

Title: Vice President, Law

**FTI CONSULTING CANADA INC.,** in its capacity as court-appointed Monitor of the CMI Entities and not in its personal capacity

By: \_\_\_\_\_

Name:

Title:

By: \_\_\_\_\_

Name:

Title:

**7509014 CANADA INC.**

By: \_\_\_\_\_  
Name:  
Title:

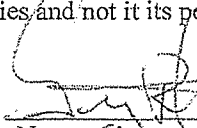
By: \_\_\_\_\_  
Name:  
Title:

**7316712 CANADA INC.**

By: \_\_\_\_\_  
Name:  
Title:

By: \_\_\_\_\_  
Name:  
Title:

**FTI CONSULTING CANADA INC.,** in its capacity as court-appointed Monitor of the CMI Entities and not in its personal capacity

By:  \_\_\_\_\_  
Name: Gregory P. Wooten  
Title: Senior Managing Director

By: \_\_\_\_\_  
Name:  
Title:

**SCHEDULE 2.1**

**Non-Continuing Management Employees**

There are no additional employees in addition to the April 28 Severance Schedule Employees.

o

**SCHEDULE 2.2**

**Non-Continuing Material Agreements**

Delivered separately.

## SCHEDULE 5.1

### FORM OF PIF SCHEDULE

#### 1. Closing Costs referred to in Section 5.1:

- a) the relevant government entities in respect of the amounts referred to in sections 6(3), 6(5) and 6(6) of the CCAA - \$●
- b) Osler, Hoskin & Harcourt LLP as primary legal counsel to the CMI Entities in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●
- c) other legal counsel and professional advisors (to be listed in a schedule to be provided to New Canwest and the Plan Sponsor by the CMI Entities prior to Plan Implementation Date) in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●
- d) PricewaterhouseCoopers Canada LLP in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●
- e) KPMG LLP in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●
- f) the Monitor in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●
- g) Stikeman Elliott LLP as legal counsel to the Monitor in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●
- h) Goodmans LLP as legal counsel to the Ad Hoc Committee in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●
- i) Ogilvy Renault LLP as legal counsel to the Special Committee in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●
- j) Lenczner Slaght Royce Smith Griffin, LLP as legal counsel to the Directors and Officers in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●
- k) Cavalluzzo Hayes Shilton McIntyre & Cornish LLP as Retiree Representative Counsel in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●

- l) Stonecrest Capital Inc. as the Chief Restructuring Advisor in respect of all payments due and unpaid under the Stonecrest Engagement Letter - \$●
- m) Genuity Capital Markets in respect of all payments due and unpaid under the Genuity Engagement Letter - \$●
- n) RBC in respect of all payments due and unpaid under the RBC Engagement Letter - \$●
- o) Houlihan Lokey in respect of all payments due and unpaid under the Houlihan Engagement Letter - \$●
- p) The Bank of New York Mellon, in its capacity as trustee under the Indenture in respect of all fees payable and unpaid to the trustee under the Indenture - \$●
- q) the KERP Participants the amounts payable under the KERP - \$●
- r) The Bank of Nova Scotia in respect of potential liabilities under the existing cash management system arising from or under the cash management facility for the provision of cash management services to the CMI Entities - \$●
- s) CIT Business Credit Canada Inc. in respect of any amounts or obligations outstanding under the CIT Facility - \$●
- t) the amounts payable to those employees identified on the April 28 Severance Schedule in respect of the termination and severance obligations set forth on the April 28 Severance Schedule together with the accrued and unpaid wages, salary and vacation pay - \$●
- u) the Fireworks Trustee in Bankruptcy in respect of professional fees and disbursements incurred and unpaid for the period to and including the Plan Implementation Date - \$●
- v) the Transfer Agent in respect of its fees, costs and disbursements incurred to effect the issuance and subsequent cancellation of the Canwest New Preferred Shares as contemplated by the Plan - \$●
- w) to the Directors any accrued and unpaid director compensation - \$●
- x) Shaw in respect of the expense reimbursement obligation pursuant to Section 9.2 of the Subscription Agreement - \$●

## 2. Post-Emergence Costs

- Account 1: Post-Filing Claims referred to in Section 5.5 of this Agreement, including those set out in Appendix “●” - \$●
- Account 2: Replacement Administrator for the CH Plan referred to in Section 5.6 of this Agreement - \$●
- Account 3: Legal counsel to the Directors and Officers referred to in Section 5.7 of this Agreement - \$●
- Account 4: Legal counsel and professional advisors (to be listed in a schedule to be provided to New Canwest and the Plan Sponsor by the CMI Entities prior to Plan Implementation Date) referred to in Section 5.8 of this Agreement - \$●
- Account 5: The Monitor, its legal counsel and any other advisors retained by the Monitor referred to in Section 5.9 of this Agreement - \$●
- Account 6: Post-Filing D&O Insured Claims, if any, referred to in Section 5.10 of this Agreement - \$●





**AMENDING AGREEMENT**

**THIS AMENDING AGREEMENT** made as of the 27<sup>th</sup> day of September, 2010

**BETWEEN**

**Canwest Global Communications Corp.**

- and -

**Canwest Media Inc.**

- and -

**Canwest Television GP Inc. for and on behalf of Canwest Television Limited Partnership**

- and -

**Shaw Communications Inc.**

- and -

**7509014 Canada Inc.**

- and -

**7316712 Canada Inc.**

- and -

**FTI Consulting Canada Inc.**, in its capacity as Monitor of the CMI Entities and not in its personal capacity

**RECITALS:**

- A. The Parties hereto entered into a plan emergence agreement made as of June 25, 2010 (the "**Plan Emergence Agreement**").
- B. The Parties have agreed to amend certain terms and conditions in the Plan Emergence Agreement as set out herein.

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

- 1. Unless otherwise defined in this Amending Agreement, capitalized terms have the meaning ascribed thereto in the Plan Emergence Agreement.
- 2. Section 3.2 of the Plan Emergence Agreement shall be deleted in its entirety and replaced with the following:

On or before the day that is one (1) Business Day prior to the Plan Implementation Date, all “cash sweeps” under the CIT Facility and the CIT Credit Agreement shall cease to be effective as of the close of business on such date pursuant to arrangements satisfactory to CIBC Asset-Based Lending (formerly CIT Business Credit Canada Inc.) (“CIT”). Claims of CIT outstanding on the Plan Implementation Date under the CIT Credit Agreement and the CIT Facility shall be provided for in the PIF Schedule (as hereinafter defined) and paid in accordance with Article 5 of this Agreement.

3. Section 4.2 of the Plan Emergence Agreement shall be amended by deleting the first paragraph thereof and replacing it with the following:

The Monitor shall determine and pay, on behalf the CMI Entities, any unpaid Unaffected Claims (other than those claims described in subparagraphs (h), (i), (n) and (o) of the definition of Unaffected Claims under the Plan) outstanding after the Plan Implementation Date in accordance with Article 5 of this Agreement.

4. Section 5.7 of the Plan Emergence Agreement shall be amended by deleting paragraphs b) and c) and replacing them with the following:

- b) determining any Post-Filing D&O Insured Claims and addressing any matters of insurance coverage and related issues;
- c) providing assistance with any issues regarding the Directors and Officers that may arise after the Plan Implementation Date relating to the wind-up, bankruptcies, dissolution or liquidation of the Remaining Canwest Entities and issues regarding indemnification, insurance and other matters in respect of any Directors and Officers who remain in office after the Plan Implementation Date as provided for in section 4.2(b) hereof; and
- d) asserting the marker claim by the Directors and Officers against Canwest if such a claim arises prior to the Plan Implementation Date and is derivative to a claim by a third party against the Directors and Officers for which the Directors and Officers are entitled to be indemnified by Canwest and any associated defence costs incurred by the Directors and Officers regarding such claim to the extent such defence costs are not funded by insurers; provided that none of the funds in the Plan Implementation Fund shall be used to cover any fees, costs or disbursements incurred by the Directors and Officers in disputing or otherwise challenging the Monitor's determination of such marker claim as a Proven Distribution Claim or not.

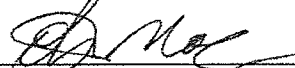
5. Section 5.8 of the Plan Emergence Agreement shall be amended by deleting the first paragraph thereof and replacing it with the following:

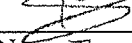
After the Plan Implementation Date, the Monitor shall from time to time, on behalf of the Remaining Canwest Entities: (a) pay from Account 4 referred to in Section 2 of the PIF Schedule to foreign legal counsel and professional advisors their professional advisory and legal fees and disbursements incurred for services provided by such counsel and advisors to the Remaining Canwest Entities and/or the Monitor in connection with the bankruptcy, liquidation or winding up or dissolution of any of the Remaining Canwest Entities (other than National Post Holdings and National Post) (such counsel and advisors to be listed and such fees and disbursements to be estimated in a schedule to be provided to the Monitor, New Canwest and the Plan Sponsor by the CMI Entities prior to Plan Implementation Date), provided, however, that payment of any fees or disbursements incurred by any such counsel or advisors in excess of the estimated amounts as listed in the schedule provided prior to the Plan Implementation Date shall be subject to the Monitor's consent acting reasonably; and (b) in accordance with the Order dated September 27, 2010, the Plan, the Plan Emergence Agreement and the Wind-up Strategy (as defined in the Order dated September 27, 2010) or otherwise with the consent of the Plan Sponsor, pay any intercompany or other obligations of and/or make capital contributions to the Remaining Canwest Entities from Account 4 referred to in Section 2 of the PIF Schedule which obligations or capital contributions the Monitor determines should be so paid or made in connection with the performance of its functions and fulfillment of its duties thereunder, including winding up of Canwest and the Canwest Subsidiaries. All payments contemplated under this paragraph are to be made by way of certified cheque, direction or wire transfer (in accordance with wire transfer instructions provided in writing by such Person to the Monitor).

6. This Amending Agreement shall be binding upon and enure to the benefit of the Parties hereto and each of their respective successors (including any successor by reason of amalgamation of any Party), permitted assigns, heirs and personal representatives. No Party may assign, delegate or otherwise transfer any of its rights, interests or obligations under this Amending Agreement without the prior written consent of the other Parties, which consent shall not be unreasonably withheld.
7. This Amending Agreement is a contract made under and shall be governed by and construed in accordance with, the laws of the Province of Ontario and the federal laws of Canada applicable in the Province of Ontario. Each Party submits to the jurisdiction of the courts of the Province of Ontario in any action or proceeding arising out of or relating to this Amending Agreement.
8. This Amending Agreement may be signed in counterparts, each of which, when taken together, shall be deemed an original. Execution of this Amending Agreement is effective if a signature is delivered by facsimile transmission or electronic (*e.g.*, pdf) transmission.

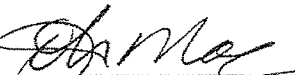
IN WITNESS OF WHICH the Parties have caused this Amending Agreement to be executed by their duly authorized representatives as of the date first written above.


**CANWEST GLOBAL COMMUNICATIONS CORP.**

By:   
Name: John E. Maguire  
Title: Chief Financial Officer

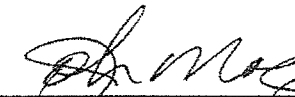
By:   
Name: Tom C. Strike  
Title: President, Corporate Development & Strategy Implementation

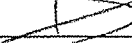
**CANWEST MEDIA INC.**

By:   
Name: John E. Maguire  
Title: Chief Financial Officer

By:   
Name: Tom C. Strike  
Title: President, Corporate Development & Strategy Implementation

**CANWEST TELEVISION GP INC. for and on behalf of CANWEST TELEVISION LIMITED PARTNERSHIP**

By:   
Name: John E. Maguire  
Title: Vice-President

By:   
Name: Tom C. Strike  
Title: Vice-President

**SHAW COMMUNICATIONS INC.**

By: \_\_\_\_\_  
Name:  
Title:

By: \_\_\_\_\_  
Name:  
Title:

**IN WITNESS OF WHICH** the Parties have caused this Amending Agreement to be executed by their duly authorized representatives as of the date first written above.

**CANWEST GLOBAL  
COMMUNICATIONS CORP.**

By: \_\_\_\_\_

Name:

Title:

By: \_\_\_\_\_

Name:

Title:

**CANWEST MEDIA INC.**

By: \_\_\_\_\_

Name:

Title:

By: \_\_\_\_\_

Name:

Title:

**CANWEST TELEVISION GP INC. for and  
on behalf of CANWEST TELEVISION  
LIMITED PARTNERSHIP**

By: \_\_\_\_\_

Name:

Title:

By: \_\_\_\_\_

Name:

Title:

**SHAW COMMUNICATIONS INC.**


By: 

Name:

Rhonda Bashnick

Title:

Vice President, Finance

By: 

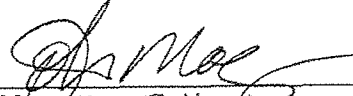
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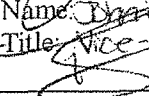
Peter Johnson

Title:

Vice President, Law

**7509014 CANADA INC.**

By:   
Name: Doree Nasir  
Title: Vice-President

By:   
Name: Tom C. Strike  
Title: President

**7316712 CANADA INC.**

By: \_\_\_\_\_  
Name:  
Title:

By: \_\_\_\_\_  
Name:  
Title:

**FTI CONSULTING CANADA INC.,** in its capacity as court-appointed Monitor of the CMI Entities and not in its personal capacity

By: \_\_\_\_\_  
Name:  
Title:

By: \_\_\_\_\_  
Name:  
Title:

**7509014 CANADA INC.**

By: \_\_\_\_\_

Name:

Title:

By: \_\_\_\_\_

Name:

Title:

**7316712 CANADA INC.**

By:  \_\_\_\_\_

Name:

Rhonda Bashnick

Title:

Vice President, Finance

By:  \_\_\_\_\_

Name:

Peter Johnson

Title:

Vice President, law

**FTI CONSULTING CANADA INC.,** in its capacity as court-appointed Monitor of the CMI Entities and not in its personal capacity

By: \_\_\_\_\_

Name:

Title:

By: \_\_\_\_\_

Name:

Title:

**7509014 CANADA INC.**

By: \_\_\_\_\_

Name:

Title:

By: \_\_\_\_\_

Name:

Title:

**7316712 CANADA INC.**

By: \_\_\_\_\_

Name:

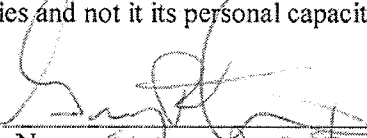
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**FTI CONSULTING CANADA INC.**, in its  
capacity as court-appointed Monitor of the CMI  
Entities and not in its personal capacity

By:  \_\_\_\_\_

Name: Gregory P. Wathen

Title: Senior Managing Director

By: \_\_\_\_\_

Name:

Title:



**CITATION:** Canwest Global Communications Corp., 2011 ONSC 2215  
**COURT FILE NO.:** CV-09-8396-00CL  
**DATE:** 20110407

**ONTARIO**

**SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF  
CANWEST GLOBAL COMMUNICATIONS CORP. AND OTHER APPLICANTS

COUNSEL: *Douglas J. Wray and Jesse B. Kugler*, counsel for the Applicant,  
Communications, Energy and Paperworkers Union of Canada ("CEP")  
*David Byers and Maria Konyukhova*, counsel for the Monitor

**PEPALL J.**

**REASONS FOR DECISION**

**Introduction**

[1] The Communications, Energy and Paperworkers Union of Canada ("CEP") requests an order lifting the stay of proceedings in respect of certain grievances and directing that they be adjudicated in accordance with the provisions of the applicable collective agreement. In the alternative, CEP requests an order amending the claims procedure order so as to permit the subject claim to be adjudicated in accordance with the provisions of the collective agreement.

**Background Facts**

[2] On October 6, 2009, the CMI Entities obtained an initial order pursuant to the *CCAA* staying all proceedings and claims against them. Specifically, paragraphs 15 and 16 of that order stated:

**NO PROCEEDINGS AGAINST THE CMI ENTITIES  
OR THE CMI PROPERTY**

15. **THIS COURT ORDERS** that until and including November 5, 2009, or such later date as this Court may order

Page: 2

(the "Stay Period"), no proceeding or enforcement process in any court or tribunal (each, a "Proceeding") shall be commenced or continued against or in respect of the CMI Entities, the Monitor or the CMI CRA or affecting the CMI Business or the CMI Property, except with the written consent of the applicable CMI Entity, the Monitor and the CMI CRA (in respect of Proceedings affecting the CMI Entities, the CMI Property or the CMI Business), the CMI CRA (in respect of Proceedings affecting the CMI CRA), or with leave of this Court, and any and all Proceedings currently under way against or in respect of the CMI Entities or the CMI CRA or affecting the CMI Business or the CMI Property are hereby stayed and suspended pending further Order of this Court. In the case of the CMI CRA, no Proceeding shall be commenced against the CMI CRA or its directors and officers without prior leave of this Court on seven (7) days notice to Stonecrest Capital Inc.

#### **NO EXERCISE OF RIGHTS OR REMEDIES**

16. **THIS COURT ORDERS** that during the Stay Period, all rights and remedies of any individual, firm, corporation, governmental body or agency, or any other entities (all of the foregoing, collectively being "Persons" and each being a "Person") against or in respect of the CMI Entities, the Monitor and/or the CMI CRA, or affecting the CMI Business or the CMI Property, are hereby stayed and suspended except with the written consent of the applicable CMI Entity, the Monitor and the CMI CRA (in respect of rights and remedies affecting the CMI Entities, the CMI Property or the CMI Business), the CMI CRA (in respect of rights or remedies affecting the CMI CRA), or leave of this Court, provided that nothing in this Order shall (i) empower the CMI Entities to carry on any business which the CMI entities are not lawfully entitled to carry on, (ii) exempt the CMI Entities from compliance with statutory or regulatory provisions relating to health, safety or the environment, (iii) prevent the filing of any registration to preserve or perfect a security interest, or (iv) prevent the registration of claim for lien.

[3] On October 14, 2009, as part of the CCAA proceedings, I granted a claims procedure order which established a claims procedure for the identification and quantification of claims against the CMI Entities. In that order, "Claim" is defined as any right or claim of any Person against one or more of the CMI Entities in existence on the Filing Date<sup>1</sup> (a "Prefiling Claim") and any right or claim of any Person against one or more of the CMI Entities arising out of the restructuring on or after the Filing Date (a "Restructuring Claim"). Claims arising prior to certain dates had to be asserted within the claims procedure failing which they were forever extinguished and barred. Pursuant to the claims procedure order, subject to the discretion of the Court, claims of any person against one or more of the CMI Entities were to be determined by a claims officer who would determine the validity and amount of the disputed claim in accordance with the claims procedure order. The Honourable Ed Saunders, The Honourable Jack Ground and The Honourable Coulter Osborne were appointed as claims officers. Other persons could also be appointed by court order or on consent of the CMI Entities and the Monitor. This order was unopposed. It was amended on November 30, 2009 and again the motion was unopposed. As at October 29, 2010, over 1,800 claims asserted against the CMI Entities had been finally resolved in accordance with and pursuant to the claims procedure order.

[4] On October 27, 2010, CEP was authorized to represent its current and former union members including pensioners employed or formerly employed by the CMI Entities to the extent, if any, that it was necessary to do so.

[5] On the date of the initial order, CEP had a number of outstanding grievances. CEP filed claims pursuant to the claims procedure order in respect of those grievances. The claim that is the subject matter of this motion is the only claim filed by CEP that has not been resolved and therefore is the only claim filed by CEP that requires adjudication. There is at least one other claim in Western Canada that may require adjudication.

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<sup>1</sup> The Filing Date was October 6, 2009, the date of the initial order.

[6] John Bradley had been employed for 20 years by Global Television, a division of Canwest Television Limited Partnership ("CTLP"), one of the CMI Entities. Mr. Bradley is a member of CEP. On February 24, 2010, CTLP suspended Mr. Bradley for alleged misconduct. On March 8, 2010, CEP filed a grievance relating to his suspension under the applicable collective agreement. On March 25, 2010, CTLP terminated his employment. On March 26, 2010, CEP filed a grievance requesting full redress for Mr. Bradley's termination. This would include reinstatement to his employment. On June 23, 2010 a restructuring period claim was filed with respect to the Bradley grievances on the following basis:

The Union has filed this claim in order to preserve its rights. Filing this claim is without prejudice to the Union's ability to pursue all other remedies at its disposal to enforce its rights, including any other statutory remedies available. Notwithstanding that the Union has filed the present claim, the Union does not agree that this claim is subject to compromise pursuant [to the CCAA]<sup>2</sup>. The Union reserves its right to make further submissions in this regard.

[7] In spite of the parties' good faith attempts to resolve the Bradley grievances and the Bradley claim, no resolution was achieved.

[8] The Plan was sanctioned on July 28, 2010 and implemented on October 27, 2010. At that time, all of the operating assets of the CMI Entities were transferred to the Plan Sponsor and the CMI Entities ceased operations. The CTLP stay was also terminated. The stay with respect to the Remaining CMI Entities (as that term is defined in the Plan) was extended until May 5, 2011. Pursuant to an order dated September 27, 2010, following the Plan implementation date the Monitor shall be:

(a) empowered and authorized to exercise all of the rights and powers of the CMI Entities under the Claims Procedure Order, including, without limitation, revise, reject, accept, settle and/or refer for adjudication Claims (as defined in the

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<sup>2</sup> The words in brackets were omitted but presumably this was the intention.

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Claims Procedure Order) all without (i) seeking or obtaining the consent of the CMI Entities, the Chief Restructuring Advisor or any other person, and (ii) consulting with the Chief Restructuring Advisor in the CMI Entities; and

(b) take such further steps and seek such amendments to the Claims Procedure Order or additional orders as the Monitor considers necessary or appropriate in order to fully determine, resolve or deal with any Claims.

[9] The Monitor has taken the position that if the Bradley matter is not resolved, the claim should be referred to a claims officer for determination. It is conceded that a claims officer would have no jurisdiction to reinstate Mr. Bradley to his employment.

[10] CEP now requests an order lifting the stay of proceedings in respect of the Bradley grievances and directing that they be adjudicated in accordance with the provisions of the collective agreement. In the alternative, CEP requests an order amending the claims procedure order so as to permit the Bradley claim to be adjudicated in accordance with the provisions of the collective agreement.

[11] For the purposes of this motion and as is obvious from the motion seeking to lift the stay, both CEP and the Monitor agree that the stay did catch the Bradley claim and that it is encompassed by the definition of claim found in the claims procedure order.

[12] Since the commencement of the *CCAA* proceedings, CEP has only sought to lift the stay in respect of one other claim, that being a claim relating to a grievance filed by CEP on behalf of Vicky Anderson. The CMI Entities consented to lifting the stay in respect of Ms. Anderson's claim because at the date of the initial order, there had already been eight days of hearing before an arbitrator, all evidence had already been called, and only one further date was scheduled for final argument. Ultimately, the arbitrator ordered that Ms. Anderson be reinstated but made no order for compensation.

[13] Pursuant to Article 12.3 of the applicable collective agreement, discharge grievances are to be heard by a single arbitrator. All other grievances are to be heard by a three person Board of Arbitration unless the parties consent to submit the grievance to a single arbitrator. The single arbitrator is to be selected within 10 days of the notice of referral to arbitration from a list of 5

people drawn by lot. An award is to be given within 30 days of the conclusion of the hearing. The list of arbitrators was negotiated and included in the collective agreement. The arbitrator has the power to reinstate with or without compensation.

[14] The evidence before me suggests that adjudications of grievances under collective agreements are typically much more costly and time consuming than adjudications before a claims officer as the latter may determine claims in a summary manner and there is more control over scheduling. The Monitor takes the position that additional cost and delay would arise if the claims were adjudicated pursuant to the terms of the collective agreement rather than pursuant to the terms of the claims procedure order.

#### Issues

[15] Both parties agree that the following two issues are to be considered:

- (a) Should this court lift the stay of proceedings in respect of the Bradley grievances and direct that the Bradley grievances be adjudicated in accordance with the provisions of the collective agreement?
- (b) Should this court amend the claims procedure order so as to permit the Bradley claim to be adjudicated in accordance with the provisions of the collective agreement?

#### Positions of the Parties

[16] In brief, dealing firstly with the stay, CEP submits that the balance of convenience favours pursuit of the grievances through arbitration. CEP is seeking to compel the employer to comply with fundamental obligations that flow from the collective agreement. This includes the appointment of an arbitrator on consent who has jurisdiction to award reinstatement if he or she determines that there was no just cause to terminate Mr. Bradley's employment. Requiring that the claim and the grievances be adjudicated in a manner that is inconsistent with the collective agreement would have the effect of depriving the grievor of some of the most fundamental rights under a collective agreement. Furthermore, permitting the grievances to proceed to arbitration would prejudice no one.

[17] Alternatively, CEP submits that the claims procedure order ought to be amended. It is in conflict with the terms of the collective agreement. Pursuant to section 33 of the *CCAA*, the collective agreement remains in force during the *CCAA* proceedings. The claims procedure order must comply with the express requirements of the *CCAA*. Lastly, orders issued under the *CCAA* should not infringe upon the right to engage in associational activities which are protected by the *Charter of Rights and Freedoms*.

[18] The Monitor opposes the relief requested. On the issue of the lifting of the stay, it submits that the *CCAA* is intended to provide a structured environment for the negotiation of compromises between a debtor company and its creditors for the benefit of both. The stay of proceedings permits the *CCAA* to accomplish its legislative purpose and in particular enables continuance of the company seeking *CCAA* protection.

[19] The lifting of a stay is discretionary. Mr. Bradley is no more prejudiced than any other creditor and the claims procedure established under the order has been uniformly applied. The claims officer has the power to recognize Mr. Bradley's right to reinstatement and monetize that right. The efficacy of *CCAA* proceedings would be undermined if a debtor company was forced to participate in an arbitration outside the *CCAA* proceedings. This would place the resources of an insolvent *CCAA* debtor under strain. The Monitor submits that CEP has not satisfied the onus to demonstrate that the lifting of the stay is appropriate in this case.

[20] As for the second issue, the Monitor submits that the claims procedure order should not be amended. Courts regularly affect employee rights arising from collective agreements during *CCAA* proceedings and recent amendments to the *CCAA* do not change the existing case law in this regard. Furthermore, amending the claims procedure order would undermine the purpose of the *CCAA*. Lastly, relying on the Supreme Court of Canada's statements in *Health Services and Support – Facilities Subsector Bargaining Assn. v. British Columbia*<sup>3</sup>, the claims procedure order does not interfere with freedom of association.

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<sup>3</sup> [2007] S.C.J. No. 27.

[21] Following argument, I requested additional brief written submissions on certain issues and in particular, to what employment Mr. Bradley would be reinstated if so ordered. I have now received those submissions from both parties.

### Discussion

#### 1. Stay of Proceedings

[22] The purpose of the *CCAA* has frequently been described but bears repetition. In *Lehndorff General Partner Limited*<sup>4</sup>, Farley J. stated:

The *CCAA* is intended to provide a structured environment for the negotiation of compromises between a debtor company and its creditors for the benefit of both.

[23] The stay provisions in the *CCAA* are discretionary and very broad. Section 11.02 provides that:

(1) A court may, on an initial application in respect of the debtor company, make an order on any terms that it may impose, effective for the period that the court considers necessary, which period may not be more than 30 days,

(a) staying, until otherwise ordered by the court, all proceedings taken or that might be taken in respect of the company under the Bankruptcy and Insolvency Act or the Winding Up and Restructuring Act;

(b) restraining, until otherwise ordered by the court, further proceedings in any action, suit or proceeding against the company; and

(c) prohibiting, until otherwise ordered by the court, the commencement of any action, suit or proceeding against the company.

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<sup>4</sup> (1993), 17 C.B.R. (3rd) 24 (Ont. Gen. Div.) at para. 6.



(2) A court may, on an application in respect of a debtor company other than an initial application, make an order, on any terms that it may impose,

(a) staying, until otherwise ordered by the court, for any period that the court considers necessary, all proceedings taken or that might be taken in respect of the company under an *Act* referred to in paragraph (1)(a);

(b) restraining, until otherwise ordered by the court, further proceedings in any action, suit or proceeding against the company; and

(c) prohibiting, until otherwise ordered by the court, the commencement of any action, suit or proceeding against the company.

[24] As the Court of Appeal noted in *Nortel Networks Corp.*<sup>5</sup>, the discretion provided in section 11 is the engine that drives this broad and flexible statutory scheme. The stay of proceedings in section 11 should be broadly construed to accomplish the legislative purpose of the *CCAA* and in particular to enable continuance of the company seeking *CCAA* protection: *Lehndorff General Partner Limited*<sup>6</sup>.

[25] Section 11 provides an insolvent company with breathing room and by doing so, preserves the status quo to assist the company in its restructuring or arrangement and prevents any particular stakeholder from obtaining an advantage over other stakeholders during the restructuring process. It is anticipated that one or more creditors may be prejudiced in favour of the collective whole. As stated in *Lendorff General Partner Limited*<sup>7</sup>:

The possibility that one or more creditors may be prejudiced should not affect the court's exercise of its authority to grant a stay of proceedings under the *CCAA* because this effect is

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<sup>5</sup> [2009] O.J. No. 4967 at para. 33.

<sup>6</sup> *Supra*, note 4 at para. 10.

<sup>7</sup> *Ibid*, at para. 6.

offset by the benefit to all creditors and to the company of facilitating a reorganization. The court's primary concerns under the *CCAA* must be for the debtor and all of the creditors.

[26] In *Canwest Global Communications Corp.*<sup>8</sup>, I had occasion to address the issue of lifting a stay in a *CCAA* proceeding. I referred to situations in which a court had lifted a stay as described by Paperny J. (as she then was) in *Re Canadian Airlines Corp.*<sup>9</sup> and by Professor McLaren in his book, "*Canadian Commercial Reorganization: Preventing Bankruptcy*"<sup>10</sup>. They included where:

- a) a plan is likely to fail;
- b) the applicant shows hardship (the hardship must be caused by the stay itself and be independent of any pre-existing condition of the applicant creditor);
- c) the applicant shows necessity for payment;
- d) the applicant would be significantly prejudiced by refusal to lift the stay and there would be no resulting prejudice to the debtor company or the positions of creditors;
- e) it is necessary to permit the applicant to take steps to protect a right that could be lost by the passage of time;
- f) after the lapse of a significant period, the insolvent debtor is no closer to a proposal than at the commencement of the stay period;
- g) there is a real risk that a creditor's loan will become unsecured during the stay period;
- h) it is necessary to allow the applicant to perfect a right that existed prior to the commencement of the stay period;

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<sup>8</sup> (2009) O.J. 5379.

<sup>9</sup> (2000) 19 C.B.R. (4<sup>th</sup>) 1.

<sup>10</sup> (Aurora: Canada Law Book, looseleaf) at para. 3.3400.

i) it is in the interests of justice to do so.

[27] The lifting of a stay is discretionary. As I wrote in *Canwest Global Communications Corp.*<sup>11</sup>:

There are no statutory guidelines contained in the Act. According to Professor R.H. McLaren in his book "Canadian Commercial Reorganization: Preventing Bankruptcy", an opposing party faces a very heavy onus if it wishes to apply to the court for an order lifting the stay. In determining whether to lift the stay, the court should consider whether there are sound reasons for doing so consistent with the objectives of the CCAA, including a consideration of the balance of convenience, the relative prejudice to parties, and where relevant, the merits of the proposed action; *ICR Commercial Real Estate (Regina) Ltd. v. Bricore Land Group Ltd.* (2007), 33 C.B.R. (5<sup>th</sup>) 50 (Sask, C.A.) at para. 68. That decision also indicated that the judge should consider the good faith and due diligence of the debtor company.

[28] There appears to be no real issue that the grievances are caught by the stay of proceedings. In *Luscar Ltd. v. Smoky River Coal Limited*<sup>12</sup>, the issue was whether a judge had the discretion under the CCAA to establish a procedure for resolving a dispute between parties who had previously agreed by contract to arbitrate their disputes. The question before the court was whether the dispute should be resolved as part of the supervised reorganization of the company under the CCAA or whether the court should stay the proceedings while the dispute was resolved by an arbitrator. The presiding judge was of the view that the dispute should be resolved as expeditiously as possible under the CCAA proceedings. The Alberta Court of Appeal upheld the decision stating:

The above jurisprudence persuades me that "proceedings" in section 11 includes the proposed arbitration under the B.C. *Arbitration Act*. The Appellants assert that arbitration is

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<sup>11</sup> *Supra*, note 8 at para. 32.

<sup>12</sup> [1999] A.J. No. 676.

expeditious. That is often, but not always, the case. Arbitration awards can be appealed. Indeed, this is contemplated by section 15(5) of the *Rules*. Arbitration awards, moreover, can be subject to judicial review, further lengthening and complicating the decision making process. Thus, the efficacy of *CCAA* proceedings (many of which are time sensitive) could be seriously undermined if a debtor company was forced to participate in an extra-*CCAA* arbitration. For these reasons, having taken into account the nature and purpose of the *CCAA*, I conclude that, in appropriate cases, arbitration is a "proceeding" that can be stayed under section 11 of the *CCAA*.<sup>13</sup>

[29] I do recognize that the *Luscar* decision did not involve a collective agreement but an agreement to arbitrate. That said, the principles described also apply to an arbitration pursuant to the terms of a collective agreement.

[30] In considering balance of convenience, CEP's primary concerns are that the claims procedure order does not accord with the rights and obligations contained in the collective agreement. Firstly, a claims officer is the adjudicator rather than an arbitrator chosen pursuant to the terms of the collective agreement and secondly, reinstatement is not an available remedy before a claims officer. Thirdly, an arbitration imports rules of natural justice and procedural fairness whereas the claims procedure is summary in nature.

[31] The claims officers who were identified in the claims procedure order are all former respected and experienced judges who are well suited and capable of addressing the issues arising from the Bradley claim. Furthermore, had this been a real issue, CEP could have raised it earlier and identified another claims officer for inclusion in the claims procedure order. Indeed, an additional claims officer still could be appointed but no such request was ever advanced by CEP.

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<sup>13</sup> *Ibid*, at para. 33.

Page: 13

[32] Should the claims officer find that CTLP did not have just cause to terminate Mr. Bradley's employment, he can recognize Mr. Bradley's right to reinstatement by monetizing that right. This was done for a multitude of other claims in the *CCAA* proceedings including claims filed by CEP on behalf of other members. I note that Mr. Bradley would not be receiving treatment different from that of any other creditor participating in the claims process.

[33] The claims process is summary in nature for a reason. It reduces delay, streamlines the process, and reduces expense and in so doing promotes the objectives of *CCAA*. Indeed, if grievances were to customarily proceed to arbitration, potential exists to significantly undermine the *CCAA* proceedings. Arbitration of all claims arising from collective agreements would place the already stretched resources of insolvent *CCAA* debtors under significant additional strain and could divert resources away from the restructuring. It is my view that generally speaking, grievances should be adjudicated along with other claims pursuant to the provisions of a claims procedure order within the context of the *CCAA* proceedings.

[34] That said, it seems to me that this case is unique. While the claims procedure order and the meeting order of June 23, 2010 provide that all claims against CTLP and others arising prior to certain dates must be asserted within the claims procedure failing which they are forever extinguished and barred, the stay relating to CTPL was terminated on October 27, 2010. CTLP has emerged from *CCAA* protection and is currently operating in the normal course having changed its name to Shaw Television Limited Partnership ("STLP"). If the grievance relating to Mr. Bradley's termination is successful, he could be reinstated to his employment at STLP. The position of CEP, Mr. Bradley and the Monitor is that reinstatement, if ordered, would be to STLP. Counsel for CEP advised the court that notice of the motion was given to STLP and that a representative was present in court for the argument of the motion although did not appear on the record. The Monitor has also confirmed that Shaw Communications Inc., the parent of STLP, was aware of the motion and its counsel has confirmed its understanding that any reinstatement of Mr. Bradley, if ordered, would be to STLP.

[35] As mentioned, Mr. Bradley was a 20 year employee. While I do not consider the identity of the arbitrator and the natural justice arguments of CEP to be persuasive, given the stage of the *CCAA* proceedings, the fact that the stay relating to CTLP has been lifted, and Mr. Bradley's

employment tenure, I am persuaded that he ought to be given the opportunity to pursue his claim for reinstatement rather than being compelled to have that entitlement monetized by a claims officer if so ordered. Counsel for the Monitor has confirmed that the timing of the distributions would not appear to be affected by the outcome of this motion. No meaningful prejudice would ensue to any stakeholder. It seems to me that the balance of convenience and the interests of justice favour lifting the stay to permit the grievances to proceed through arbitration rather than before the claims procedure officer. Therefore, CEP's motion to lift the stay is granted and the Bradley grievances may be adjudicated in accordance with the terms of the collective agreement.

## 2. Amendment of the Claims Procedure Order

[36] In light of my decision on the stay, it is not strictly necessary to consider whether the claims procedure order should be amended as requested by CEP as alternative relief. As this issue was argued, however, I will address it.

[37] Section 33 of *CCAA* was added to the statute in September, 2009. The relevant subsections now provide:

33(1) If proceedings under this Act have been commenced in respect of a debtor company, any collective agreement that the company has entered into as the employer remains in force, and may not be altered except as provided in this section or under the laws of the jurisdiction governing collective bargaining between the company and the bargaining agent.

33(8) For greater certainty, any collective agreement that the company and the bargaining agent have not agreed to revise remains in force, and the court shall not alter its terms.

[38] Justice Mongeon of the Québec Superior Court had occasion to address the effect of section 33 of the *CCAA* in *White Birch Paper Holding Company*<sup>14</sup>. He stated that the fact that a collective agreement remains in force under a *CCAA* proceeding does not have the effect of

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<sup>14</sup> 2010, Q.C.C.S. 2590.

“excluding the entire collective labour relations process from the application of the *CCAA*.”<sup>15</sup>

He went on to write that:

It would be tantamount to paralyzing the employer with respect to reducing its costs by any means at all, and to providing the union with a veto with regard to the restructuring process.<sup>16</sup>

[39] In *Canwest Global Communications Corp.*<sup>17</sup>, I wrote that section 33 of the *CCAA* “maintains the terms and obligations contained in the collective agreement but does not alter priorities or status.”<sup>18</sup> In that case when dealing with the issue of immediate payment of severance payments, I wrote:

There are certain provisions in the amendments that expressly mandate certain employee related payments. In those instances, section 6(5) dealing with a sanction of a plan and section 36 dealing with a sale outside the ordinary course of business being two such examples, Parliament specifically dealt with certain employee claims. If Parliament had intended to make such a significant amendment whereby severance and termination payments (and all other payments under a collective agreement) would take priority over secured creditors, it would have done so expressly.<sup>19</sup>

[40] I agree with the Monitor’s position that if Parliament had intended to carve grievances out of the claims process, it would have done so expressly. To do so, however, would have undermined the purpose of the *CCAA* and in particular, the claims process which is designed to streamline the resolution of the multitude of claims against an insolvent debtor in the most time sensitive and cost efficient manner. It is hard to imagine that it was Parliament’s intention that

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<sup>15</sup> *Ibid*, at para. 31.

<sup>16</sup> *Ibid*, at para. 35.

<sup>17</sup> [2010] O.J. No. 2544.

<sup>18</sup> *Ibid*, at para. 32.

<sup>19</sup> *Ibid*, at para. 33.

grievances under collective agreements be excluded from the reach of the stay provisions of section 11 of the *CCAA* or the ancillary claims process. In my view, such a result would seriously undermine the objectives of the *Act*.

[41] Furthermore, I note that over 1,800 claims have been processed and dealt with by way of the claims procedure order, many of them involving claims filed by CEP on behalf of its members. CEP was provided with notice of the motion wherein the claims procedure order and the claims officers were approved. CEP did not raise any objection to the claims procedure order, the claims officers or the inclusion of grievances in the claims procedure at the time that the order was granted. The claims procedure order was not an order made without notice and none of the prerequisites to variation of an order has been met. Had I not lifted the stay, I would not have amended the claims procedure order as requested by CEP.

[42] CEP's last argument is that the claims procedure order interferes with Mr. Bradley's freedoms under the Canadian *Charter of Rights and Freedoms*. In this regard I make the following observations. Firstly, this argument was not advanced when the claims procedure order was granted. Secondly, CEP is not challenging the validity of any section of the *CCAA*. Thirdly, nothing in the statute or the claims procedure inhibits the ability to collectively bargain. In *Health Services and Support – Facilities Subsector Bargaining Assn. v. British Columbia*<sup>20</sup>, the Supreme Court of Canada stated:

We conclude that section 2(d) of the *Charter* protects the capacity of members of labour unions to engage, in association, in collective bargaining on fundamental workplace issues. This protection does not cover all aspects of "collective bargaining", as that term is understood in the statutory labour relations regimes that are in place across the country. Nor does it ensure a particular outcome in a labour dispute or guarantee access to any particularly statutory regime. ...

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<sup>20</sup> *Supra*, note 3.



In our view, it is entirely possible to protect the "procedure" known as collective bargaining without mandating constitutional protection for the fruits of that bargaining process.<sup>21</sup>

[43] In my view, nothing in the claims procedure or the *CCAA* impacts the procedure known as collective bargaining.

Conclusion

[44] Under the circumstances, the request to lift the stay as requested by CEP is granted. Had it been necessary to do so, I would have dismissed the alternative relief requested.

  
\_\_\_\_\_  
Pepall J.

Released: April 7, 2011

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<sup>21</sup> *Ibid*, at paras. 19 and 29.

**CITATION:** Canwest Global Communications Corp., 2011 ONSC 2215  
**COURT FILE NO.:** CV-09-8396-00CL  
**DATE:** 20110407

**ONTARIO**

**SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

IN THE MATTER OF THE *COMPANIES'*  
*CREDITORS ARRANGEMENT ACT,*  
R.S.C. 1985, C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF  
COMPROMISE OR ARRANGEMENT OF  
CANWEST GLOBAL COMMUNICATIONS CORP.  
AND OTHER APPLICANTS

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**REASONS FOR DECISION**

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Pepall J.

**Released:** April 7, 2011

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

BETWEEN:

IN THE MATTER OF THE COMPANIES' CREDITORS  
ARRANGEMENT ACT, R.S.C. 1985, C. c-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT  
OF CANWEST GLOBAL COMMUNICATIONS CORP.  
AND THE OTHER APPLICANTS LISTED ON SCHEDULE "A"

Applicants

AFFIDAVIT OF JEFFREY ROSENBERG  
(sworn April 26 2011)

I, Jeffrey Rosenberg, of the City of Toronto, in the Province of Ontario, MAKE

OATH AND SAY:

1. I am a Managing Director of FTI Consulting Canada Inc. ("FTI") and, as such, I have knowledge of the matters to which I hereinafter depose.
2. Canwest Global Communications Corporation ("Canwest Global") and certain of its subsidiaries listed in Schedule "A" hereto (collectively the "Applicants") obtained protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36, as amended (the "CCAA"). The Initial Order also granted relief in respect of certain affiliated partnerships of the Applicants listed in Schedule "B" hereto (collectively, the "Partnerships", and together with the Applicants, the "CMI Entities") and appointed FTI as monitor (the

“**Monitor**”) of the CMI Entities. The proceedings commenced by the CMI Entities under the CCAA will be referred to herein as the “**CCAA Proceedings**”.

3. This affidavit is made in support of a motion for, *inter alia*, the approval of the fees and disbursements of the Monitor for the period from August 16, 2010 to March 11, 2011.

4. Attached and marked collectively as **Exhibit “A”** to this affidavit are true copies of the accounts rendered by FTI to the CMI Entities for the period from August 16, 2010 to March 11, 2011, in the total amount of \$2,504,841.18 including Harmonized Sales Tax (“**HST**”) in connection with the CCAA Proceedings, redacted for confidential information.

5. Attached hereto as **Exhibit “B”** is a schedule summarizing each invoice in Exhibit “A”, including the fees, disbursements, Taxes, and total fees charged in each invoice.

6. Attached hereto as **Exhibit “C”** is a schedule summarizing the billing rates and total amounts billed with respect to each member of FTI that rendered services in the CCAA Proceedings.

7. To the best of my knowledge, the rates charged by FTI throughout the course of the CCAA Proceedings are comparable to the rates charged by other firms in the Toronto market for the provision of similar restructuring services.

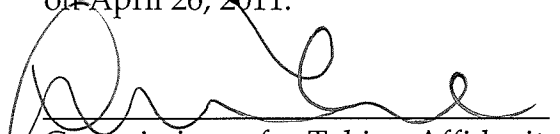
8. The hours spent on this matter involved monitoring the CMI Entities and dealing with a number of CCAA issues (as more particularly described in the Monitor's reports) and I believe that the total hours incurred by FTI were reasonable and appropriate in the circumstances.


9. Additional professional time will be required to complete the CCAA Proceedings.

10. FTI requests that the Court approve its accounts for services rendered and recorded from August 16, 2010 to March 11, 2011 for fees in the amount of \$2,158,928.00, expenses in the amount of \$57,745.61 and HST in the amount of \$288,167.57.

11. This Affidavit is sworn in support of a motion for, *inter alia*, the approval of the fees and disbursements of the Monitor and for no improper purpose.

SWORN BEFORE ME at the City of Toronto, in the Province of Ontario, on April 26, 2011.

  
Commissioner for Taking Affidavits

  
Jeffrey Rosenberg

Laura Felicia Levine, a Commissioner, etc.,  
Province of Ontario, while a Student-at-Law.  
Expires May 5, 2012.

Laura Felicia Levine, a Commissioner, etc.,  
Province of Ontario, while a Student-at-Law.  
Expires May 5, 2012.

## Schedule "A"

### **The Applicants**

1. Canwest Global Communications Corp.
2. Canwest Media Inc.
3. 30109, LLC
4. 4501063 Canada Inc.
5. 4501071 Canada Inc.
6. Canwest Finance Inc./Financiere Canwest Inc.
7. Canwest Global Broadcasting Inc./Radiodiffusion Canwest Global Inc.
8. Canwest International Communications Inc.
9. Canwest International Distribution Limited
10. Canwest International Management Inc.
11. Canwest Irish Holdings (Barbados) Inc.
12. Canwest MediaWorks Turkish Holdings (Netherlands) B.V.
13. Canwest MediaWorks (US) Holdings Corp.
14. Canwest Television GP Inc.
15. CGS Debenture Holding (Netherlands) B.V.
16. CGS International Holdings (Netherlands) B.V.
17. CGS NZ Radio Shareholding (Netherlands) B.V.
18. CGS Shareholding (Netherlands) B.V.
19. Fox Sports World Canada Holdco Inc.
20. Global Centre Inc.
21. MBS Productions Inc.
22. Multisound Publishers Ltd.
23. National Post Holdings Ltd.
24. Western Communications Inc.
25. Yellow Card Productions Inc.

## Schedule "B"

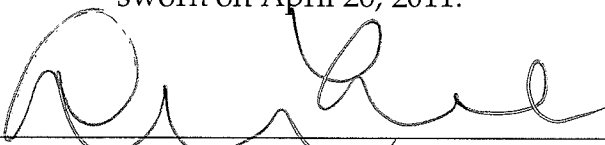
### **Partnerships**

1. Canwest Television Limited Partnership
2. Fox Sports World Canada Partnership
3. The National Post Company/La Publication National Post





This is **Exhibit "A"** referred to in the  
Affidavit of Jeffrey Rosenberg,  
sworn on April 26, 2011.



---

*Commissioner for Taking Affidavits*

Laura Felicia Levine, a Commissioner, **etc.**,  
Province of Ontario, while a Student-at-Law.  
**Expires May 5, 2012.**



Mr. John Maguire  
Canwest Global Communications Corporation  
3100 Canwest Place  
201 Portage Avenue  
Winnipeg, Manitoba R3B 3L7

Invoice # 7245189  
FTI Matter # 012660.0003  
HST # 835718024RT0001

<u>Professional</u>	<u>Hours</u>	<u>Standard Rates</u>	<u>Amount</u>
Gregory Watson	80.00	\$ 805	\$ 64,400.00
Jeffrey Rosenberg	28.30	680	19,244.00
Jonathan Kay	53.50	550	29,425.00
Michelle Grech	9.00	500	4,500.00
Pamela Luthra	25.20	500	12,600.00
Daniel Hugo	1.80	465	837.00
Ana Arevalo	1.10	110	121.00
<b>Total Hours and Fees</b>	<b>198.90</b>		<b>\$ 131,127.00</b>
<b>Expenses</b>			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			335.53
Taxi			-
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services			-
Miscellaneous Expenses			-
<b>Total Expenses</b>			<b>\$ 335.53</b>
<b>Total Fees and Expenses</b>			<b>\$ 131,462.53</b>
13% HST #835718024RT0001			17,090.13
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 148,552.66</b>

**REMITTANCE COPY – PLEASE WIRE TRANSFER TO:**

Bank Name: Bank of Nova Scotia  
Scotia Plaza, 44 King Street West  
Toronto, ONT M5H 1H1  
SWIFT Code: NOSCCATT  
Bank Number: 002  
Beneficiary name: FTI Consulting Canada, Inc.  
Beneficiary Account Number: 476960861715  
HST #: 835718024RT0001

Please Reference Matter # 012660.0003 and invoice # 7245189 in your remittance.

CanWest Global Communications Corporation  
 August 29, 2010  
 Invoice # 7245189

Date	Name	Hours	Amount	Narrative
08/16/10	Jonathan Kay	5.00	\$ 2,750.00	Wind down analysis. Conference call regarding [REDACTED] with Calgary counsel and others. Creditor/claims issues.
08/16/10	Jeffrey Rosenberg	8.20	\$ 5,576.00	Conference call update. Creditor issues. National Post matters. Deal documentation.
08/16/10	Gregory Watson	2.00	\$ 1,610.00	Correspondence review.
08/17/10	Jonathan Kay	8.00	\$ 4,400.00	Conference call with Stikemans regarding [REDACTED] condo sale and other issues. General update call with Oslers and others. Wind down analysis. Claims/creditor issues.
08/17/10	Pamela Luthra	2.70	\$ 1,350.00	D&O certificate procedures for CMI and CTLP.
08/17/10	Jeffrey Rosenberg	8.00	\$ 5,440.00	Work with respect to the Condo. Work with respect to [REDACTED]. Work with respect to Creditor issues. Work with respect to [REDACTED]
08/18/10	Ana Arevalo	0.60	\$ 66.00	Work related to Canwest.
08/18/10	Jonathan Kay	3.00	\$ 1,650.00	Discussions regarding wind down. Work with respect to Creditor/claims issues.
08/18/10	Jeffrey Rosenberg	8.10	\$ 5,508.00	Closing agenda. Work with respect to Creditor issues. Work with respect to [REDACTED]
08/18/10	Gregory Watson	10.00	\$ 8,050.00	Catch up on correspondence. Strategy call and internal meetings.
08/19/10	Ana Arevalo	0.50	\$ 55.00	Work related to Canwest.
08/19/10	Jonathan Kay	4.00	\$ 2,200.00	Creditor/claims issues. Wind down analysis. CRTC issue regarding Part 1 fees. [REDACTED] analysis and discussions.
08/19/10	Pamela Luthra	4.80	\$ 2,400.00	Procedures for D&O certificate and selecting of samples for the July Priority Payables. Preparation of schedule of D&O support for transition.
08/19/10	Jeffrey Rosenberg	4.00	\$ 2,720.00	Work with respect to [REDACTED] Working on Closing documentation.
08/19/10	Gregory Watson	10.00	\$ 8,050.00	PIF review and closing matters.
08/20/10	Jonathan Kay	4.00	\$ 2,200.00	Disbursements review. Review of various documents re: path to Closing. CRTC issues regarding Part 1 fees.
08/20/10	Gregory Watson	10.00	\$ 8,050.00	Review correspondence and look at wind down plan for Irish companies.
08/23/10	Michelle Grech	8.00	\$ 4,000.00	CIT Priority Payables analysis.
08/23/10	Jonathan Kay	3.00	\$ 1,650.00	Creditor/claims issues. Discussions with Stikemans regarding same. Preparation for court report regarding stay extension.
08/23/10	Gregory Watson	10.00	\$ 8,050.00	Review of correspondence and H Stephen draft regarding management bonuses. Review of Order and related documentation. Review of cash flows and review of CIT monthly reporting package.
08/24/10	Michelle Grech	1.00	\$ 500.00	Work with respect to bonus payment allowance under CIT loan agreement.
08/24/10	Jonathan Kay	9.00	\$ 4,950.00	Creditor/claims issues and multiple discussions with Stikemans regarding same. Work with respect to transfer of reporting function to Bloor St and discussions with Company regarding same. Wind down analysis.
08/24/10	Pamela Luthra	6.70	\$ 3,350.00	Internal meeting regarding CMI deliverables. Review of CIT agreement and amendments regarding reporting requirements.
08/24/10	Gregory Watson	9.00	\$ 7,245.00	Review of cash flows and restructuring requests from Shaw.
08/25/10	Jonathan Kay	6.00	\$ 3,300.00	Creditor/claims issues. Discussions with J Smith regarding transfer of reporting from Winnipeg to Toronto. Prepare wind down analysis. Deal with tax issues.
08/25/10	Pamela Luthra	6.30	\$ 3,150.00	Review of CIT and Noteholder agreements regarding reporting. Preparation of summary of reporting requirements.
08/25/10	Gregory Watson	11.00	\$ 8,855.00	Update on operations and discussions regarding specific Management bonus payment. Work on structure issues. Catch up on CRA claim status.
08/26/10	Daniel Hugo	1.80	\$ 837.00	Miscellaneous updates to claims database. Communication with creditors, and J Smith regarding claim administration issues.

08/26/10	Jonathan Kay	9.00	\$	4,950.00	At Bloor St for meeting with J Smith regarding transfer of reporting from Winnipeg to Toronto. Creditor/claims issues. Weekly reporting review. Multiple calls with Osiers, Stikemans and others regarding corporate reorganization and tax issues.
08/26/10	Pamela Luthra	4.70	\$	2,350.00	Meeting with J. Smith regarding reporting requirements. Preparation of reporting requirements summary.
08/26/10	Gregory Watson	10.00	\$	8,050.00	Review CIT agreement and Order for matters of restructuring. Discussions with Stikemans regarding [REDACTED] requests. Calls with Company and its counsel regarding same.
08/27/10	Jonathan Kay	2.50	\$	1,375.00	Wind down analysis. Creditor/claims issues.
08/27/10	Gregory Watson	8.00	\$	6,440.00	Shaw information requests. Discussions regarding operations and bonus payment approvals.
<b>GRAND TOTAL</b>		<b>198.90</b>	<b>\$</b>	<b>131,127.00</b>	



Mr. John Maguire  
 Canwest Global Communications Corporation  
 3100 Canwest Place  
 201 Portage Avenue  
 Winnipeg, Manitoba R3B 3L7

Invoice # 7248065  
 FTI Matter # 012660.0003  
 HST # 835718024RT0001

Professional	Hours	Standard	
		Rates	Amount
Gregory Watson	124.50	\$ 805	\$ 100,222.50
Jeffrey Rosenberg	163.20	680	110,976.00
Jonathan Kay	126.70	550	69,685.00
Pamela Luthra	43.70	500	21,850.00
Daniel Hugo	2.30	465	1,069.50
Ana Arevalo	1.80	110	198.00
<b>Total Hours and Fees</b>	<b>462.20</b>		<b>\$ 304,001.00</b>
<b>Expenses</b>			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			-
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services			-
Miscellaneous Expenses			-
<b>Total Expenses</b>			<b>\$ -</b>
<b>Total Fees and Expenses</b>			<b>\$ 304,001.00</b>
13% HST #835718024RT0001			39,520.13
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 343,521.13</b>

**REMITTANCE COPY – PLEASE WIRE TRANSFER TO:**

Bank Name: Bank of Nova Scotia  
 Scotia Plaza, 44 King Street West  
 Toronto, ONT M5H 1H1  
 SWIFT Code: NOSCCATT  
 Bank Number: 002  
 Beneficiary name: FTI Consulting Canada, Inc.  
 Beneficiary Account Number: 476960861715  
 HST #: 835718024RT0001

Please Reference Matter # 012660.0003 and invoice # 7248065 in your remittance.

CanWest Global Communications Corporation  
September 30, 2010  
Invoice # 7248065

Date	Name	Hours	Amount	Narrative
09/13/10	Daniel Hugo	2.30	\$ 1,069.50	Administration related to creditors.
09/13/10	Jonathan Kay	8.80	\$ 4,840.00	Creditor/claims issues and meeting with Stikemans regarding same. Review and comment on closing agenda and wind-up memo for foreign entities. Meeting at Stikemans regarding same.
09/13/10	Jeffrey Rosenberg	12.30	\$ 8,364.00	Work with respect to foreign subsidiaries. Conference call with operating management. Meeting with respect to claims. Meeting at Stikemans with respect to foreign subsidiaries.
09/13/10	Gregory Watson	10.00	\$ 8,050.00	Closing planning and review of closing agenda.
09/14/10	Ana Arevalo	1.00	\$ 110.00	Work related to Canwest.
09/14/10	Jonathan Kay	8.50	\$ 4,675.00	Wind down analysis and review of closing agenda. Meeting at Oslers with various parties regarding multiple documents. Creditor issues. Unresolved claims review and work.
09/14/10	Jeffrey Rosenberg	12.10	\$ 8,228.00	Work on closing agenda and attend meeting regarding the same. Attend update call with various parties. Work with respect to claims.
09/14/10	Gregory Watson	9.00	\$ 7,245.00	Closing issues and review of documentation.
09/15/10	Ana Arevalo	0.80	\$ 88.00	Work related to Canwest.
09/15/10	Jonathan Kay	9.00	\$ 4,950.00	Work on unresolved claims. Creditor/claims issues. Work on summary of wind-up costs by entity. Setting up accounts for Plan Implementation Fund.
09/15/10	Jeffrey Rosenberg	11.80	\$ 8,024.00	Work on condo issue. One Central Park West issue. Work on claims. Review of operating results. Review of selected closing documentation.
09/15/10	Gregory Watson	10.00	\$ 8,050.00	Review documents and correspondence in anticipation of Sept 27th hearing and closing.
09/16/10	Jonathan Kay	9.50	\$ 5,225.00	Wind down analysis including updates of cash and payables of various subsidiaries. Review of subsidiary August 31 financials. Cash management work and call with Oslers and Company regarding services post implementation. Creditor/claims issues.
09/16/10	Jeffrey Rosenberg	12.50	\$ 8,500.00	Work on draft order. Work on closing agenda. Work on foreign entity plan and budget. Various calls with Osler. Various calls with management.
09/17/10	Jonathan Kay	8.00	\$ 4,400.00	Wind down analysis and entity by entity cost budgeting. Creditor/claims issues. Intercompany claims analysis for Fireworks and National Post. Reporting issues and discussions with J Smith regarding same.
09/17/10	Jeffrey Rosenberg	8.00	\$ 5,440.00	Work on flow of funds agreement. Work on Order. Work on cost estimate. Attend calls regarding the Order.
09/18/10	Gregory Watson	4.00	\$ 3,220.00	Review of draft reports for court.
09/19/10	Jonathan Kay	2.00	\$ 1,100.00	Wind down analysis and correspondence with Oslers, Stikemans and others regarding same.
09/19/10	Gregory Watson	2.00	\$ 1,610.00	Review of closing documentation.
09/20/10	Jonathan Kay	10.50	\$ 5,775.00	Wind down analysis and multiple discussions with Stikemans, Oslers and M Lock regarding same. Discussion with Blakes regarding CIT agreement and charges post implementation. Creditor/claims issues.
09/20/10	Pamela Luthra	9.50	\$ 4,750.00	Priority payables procedures. Preparation for CRTC hearings. Travel from Toronto to Calgary regarding attendance at hearing.
09/20/10	Jeffrey Rosenberg	13.70	\$ 9,316.00	Review of closing agenda and calls regarding the same. Review of motion materials. Work on claims. Work on Canada Revenue Agency matters.
09/20/10	Gregory Watson	9.50	\$ 7,647.50	Review of materials for Sept. 27th hearing and discuss 19th report. Cash flow update.
09/21/10	Jonathan Kay	11.50	\$ 6,325.00	Wind down analysis. Multiple calls with M Lock and others regarding same. Status update call. Review of various proposed court filings. Conference call regarding foreign entities and outstanding issues. Cash management discussions.
09/21/10	Pamela Luthra	7.80	\$ 3,900.00	Attendance at CRTC Hearings. Priority payables testing.
09/21/10	Jeffrey Rosenberg	14.10	\$ 9,588.00	Review of court materials and attend several conference calls regarding the same. Work on court report. Work with respect to foreign entities. Work with respect to claims.

09/21/10	Gregory Watson	11.50	\$	9,257.50	Numerous calls and discussions regarding closing matters and meetings regarding same.
09/22/10	Jonathan Kay	9.30	\$	5,115.00	Review and comment on various documents to be served in advance of court next week including Monitors report. Various cash management calls with Bank of Nova Scotia and others. Work on budget for Plan Implementation Fund. Website updates. Creditor/claims issues.
09/22/10	Pamela Luthra	7.30	\$	3,650.00	Attendance at CRTC Hearings. Priority payables testing.
09/22/10	Jeffrey Rosenberg	14.60	\$	9,928.00	Work on court report. Review court Order and attend numerous conference calls regarding the same. Review of closing documents. Review of operating results.
09/22/10	Gregory Watson	10.50	\$	8,452.50	Review of Plan Emergence Agreement and closing Plan Implementation Fund statement.
09/23/10	Jonathan Kay	8.80	\$	4,840.00	Work on cash management post Plan implementation including set up of bank accounts. Multiple calls with Bank of Nova Scotia regarding same. Work on wind down costs and Plan Implementation Fund budget. Creditor/claims issues. Website updates.
09/23/10	Pamela Luthra	7.40	\$	3,700.00	Travel from Calgary to Toronto. Priority payables testing.
09/23/10	Jeffrey Rosenberg	14.20	\$	9,656.00	Work with respect to Shapco. Claims work. Monitor's 19th Report. Osler motion materials. Operating issues. Meeting at Stikeman Elliott.
09/23/10	Gregory Watson	11.50	\$	9,257.50	Closing issues and review of draft amendments.
09/24/10	Jonathan Kay	8.00	\$	4,400.00	Wind down analysis including meeting at Stikemans to review budgets and plans for domestic entities. Cash management and new account set up for Plan Implementation Fund and potential distributions. Creditor/claims issues. Website updates.
09/24/10	Pamela Luthra	7.10	\$	3,550.00	Priority payables testing.
09/24/10	Jeffrey Rosenberg	8.30	\$	5,644.00	Work with respect to foreign subsidiaries. Banking issues. CRTC matters. Reporting matters. Meeting at Stikemans with respect to foreign subsidiaries.
09/24/10	Gregory Watson	10.00	\$	8,050.00	Closing documentation and planning around wind down issues.
09/25/10	Jeffrey Rosenberg	3.80	\$	2,584.00	Work on wind ups and Canada Revenue Agency matters.
09/26/10	Gregory Watson	2.00	\$	1,610.00	Review court materials and correspondence regarding Plan Emergence Agreement and Plan Implementation Fund.
09/27/10	Jonathan Kay	8.50	\$	4,675.00	Wind down analysis. Discussions with Oslers and M Lock regarding same. Setting up bank accounts for Plan Implementation Fund. Creditor/claims issues.
09/27/10	Pamela Luthra	4.60	\$	2,300.00	Priority payables testing and completion of August memo.
09/27/10	Jeffrey Rosenberg	13.20	\$	8,976.00	Work on subsidiary matters. Work on closing documents. Work on Plan Implementation Fund schedule. Work on flow of funds agreement.
09/27/10	Gregory Watson	10.00	\$	8,050.00	Attendance at court and review of Plan Implementation Fund and open matters regarding closing budgets. Review of CIT and reporting issues. Cash flow matters.
09/28/10	Jonathan Kay	8.50	\$	4,675.00	Work on Plan Implementation Fund schedule. Multiple calls regarding same. Status update call with multiple parties. Work on setting up accounts for Plan Implementation Fund. Creditor/claims issues. Estimation of Convenience Class pool.
09/28/10	Jeffrey Rosenberg	8.00	\$	5,440.00	Attend conference calls regarding the Plan Implementation Fund. Subsidiary windup and review of materials regarding same. Creditor matters.
09/28/10	Gregory Watson	6.00	\$	4,830.00	Review closing agenda and various wind down memos.
09/29/10	Jonathan Kay	8.30	\$	4,565.00	Wind down analysis and preparation of schedule to Plan Implementation Fund. Opening of accounts and discussions with Bank of Nova Scotia regarding new bank accounts. Creditor/claims issues. [REDACTED] work including preparation of issues for discussion with Oslers.
09/29/10	Jeffrey Rosenberg	4.20	\$	2,856.00	Attend various conference calls and work on subsidiary windups.
09/29/10	Gregory Watson	9.50	\$	7,647.50	Matters in connection with closing. Condo in Winnipeg. Discussions regarding operations. CRTC status. Closing planning.
09/30/10	Jonathan Kay	7.50	\$	4,125.00	Wind down analysis. Multiple discussions with Oslers regarding same. Creditor/claims issues. Review of weekly reporting.
09/30/10	Jeffrey Rosenberg	12.40	\$	8,432.00	Work on closing documents. Subsidiary wind down analysis. Tax matters and attend calls regarding same. Closing documents. Wind down analysis. Creditor matters. Work on flow of funds agreement.

09/30/10 Gregory Watson 9.00 \$ 7,245.00 Preparation for closing.

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**GRAND TOTAL 462.20 \$ 304,001.00**

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Mr. John Maguire  
Canwest Global Communications Corporation  
3100 Canwest Place  
201 Portage Avenue  
Winnipeg, Manitoba R3B 3L7

Invoice # 7246162  
FTI Matter # 012660.0003  
HST # 835718024RT0001

<b>Professional</b>	<b>Hours</b>	<b>Standard Rates</b>	<b>Amount</b>
Gregory Watson	79.50	\$ 805	\$ 63,997.50
Jeffrey Rosenberg	39.50	680	26,860.00
Jonathan Kay	77.10	550	42,405.00
Daniel Hugo	4.70	465	2,185.50
Ana Arevalo	3.60	110	396.00
<b>Total Hours and Fees</b>	<b>204.40</b>		<b>\$ 135,844.00</b>
<b>Expenses</b>			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			-
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services			-
Miscellaneous Expenses			-
<b>Total Expenses</b>			<b>\$ -</b>
<b>Total Fees and Expenses</b>			<b>\$ 135,844.00</b>
13% HST #835718024RT0001			17,659.72
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 153,503.72</b>

**REMITTANCE COPY – PLEASE WIRE TRANSFER TO:**

Bank Name: Bank of Nova Scotia  
Scotia Plaza, 44 King Street West  
Toronto, ONT M5H 1H1  
SWIFT Code: NOSCCATT  
Bank Number: 002  
Beneficiary name: FTI Consulting Canada, Inc.  
Beneficiary Account Number: 476960861715  
HST #: 835718024RT0001

Please Reference Matter # 012660.0003 and invoice # 7246162 in your remittance.

CanWest Global Communications Corporation  
September 12, 2010  
Invoice # 7246162

Date	Name	Hours	Amount	Narrative
08/30/10	Jonathan Kay	9.30	\$ 5,115.00	Work on court report. Discussions with E Benjamin regarding transfer of accounts payable from Winnipeg to Bloor. Creditor issues and correspondence with Oslers and Stikemans regarding same. Review of cash flows.
08/30/10	Gregory Watson	6.50	\$ 5,232.50	Monitors report and discussions regarding [REDACTED] and claims settlement.
08/31/10	Ana Arevalo	1.50	\$ 165.00	Work on court report.
08/31/10	Daniel Hugo	1.30	\$ 604.50	Creditor hotline calls and follow-up. Other miscellaneous creditor communication and administration.
08/31/10	Jonathan Kay	9.50	\$ 5,225.00	Work on court report. Work on cash flow reforecast. Creditor/claims issues. Wind down issues.
08/31/10	Gregory Watson	11.00	\$ 8,855.00	Monitors report and discussions regarding Plan Implementation Fund and wind down costs.
09/01/10	Jonathan Kay	11.00	\$ 6,050.00	Work on court report. Review of revised cashflow model. Multiple discussions with P Morris and J Smith regarding same. Wind down analysis and discussions with M Lock regarding same. Website updates. Creditor issues.
09/01/10	Jeffrey Rosenberg	8.20	\$ 5,576.00	Work with respect to court report and creditors matters.
09/01/10	Gregory Watson	5.00	\$ 4,025.00	Monitors report. Cash flows. Canada Revenue Agency discussions.
09/02/10	Ana Arevalo	1.50	\$ 165.00	Work on court report.
09/02/10	Jonathan Kay	10.00	\$ 5,500.00	Work on court report. Review of weekly reporting. Review of [REDACTED] Discussion with Bank of Nova Scotia regarding cash management post implementation. Status update and call with M Lock and J Maguire regarding same.
09/02/10	Jeffrey Rosenberg	8.40	\$ 5,712.00	Review of motion materials and creditors matters. File wind down matters.
09/02/10	Gregory Watson	10.00	\$ 8,050.00	Monitors report and closing related matters.
09/03/10	Jonathan Kay	6.00	\$ 3,300.00	Review of [REDACTED]. Creditor/claims issues. Website updates. Review of weekly reporting.
09/03/10	Gregory Watson	8.00	\$ 6,440.00	Monitors report. Update call with M Lock. Various Plan Implementation Fund related matters
09/07/10	Daniel Hugo	1.30	\$ 604.50	Preparation of updated claims register. Miscellaneous claims administration.
09/07/10	Jonathan Kay	8.50	\$ 4,675.00	Review of claims. Work on cash management issues. Review of [REDACTED] Creditor issues.
09/07/10	Jeffrey Rosenberg	10.20	\$ 6,936.00	Work on claims. Work on DIP matters. Work on banking matters. Review various files. Prepare for court.
09/07/10	Gregory Watson	5.00	\$ 4,025.00	Review of closing issues and operations review.
09/08/10	Ana Arevalo	0.60	\$ 66.00	Administration related to Canwest.
09/08/10	Jonathan Kay	7.80	\$ 4,290.00	Preparation for court. Review of claims for P Morris in order to reconcile to accounts payable for financial reporting. Creditor/claims issues. Conference call with Oslers regarding cash management.
09/08/10	Jeffrey Rosenberg	9.10	\$ 6,052.00	Review of operating results. Work with respect to creditors. Prepare for and attend court.
09/08/10	Gregory Watson	8.00	\$ 6,440.00	Court. Meeting at Oslers. Follow up with Stikemans regarding [REDACTED] and closing matters.
09/09/10	Jonathan Kay	8.00	\$ 4,400.00	Review of weekly reporting. Review and comment on closing agenda. Review and comment on memo re: unwinding steps for offshore entities. Creditor issues. Review of [REDACTED] and analysis regarding same.
09/09/10	Gregory Watson	12.00	\$ 9,660.00	Review of closing agenda and follow up on closing matters regarding Plan Implementation Fund and cash management mechanics.
09/10/10	Daniel Hugo	2.10	\$ 976.50	Miscellaneous claims updates. J Smith claims coordination. Follow-up communication with creditors based on hotline calls.
09/10/10	Jonathan Kay	7.00	\$ 3,850.00	Claims/creditor issues. Review of weekly reporting. Review of memo regarding wind-up steps for foreign entities. Review of closing agenda.

09/10/10	Gregory Watson	5.00	\$	4,025.00	Ongoing correspondence and analysis of closing matters.
09/11/10	Gregory Watson	4.00	\$	3,220.00	Review steps memo regarding foreign entities.
09/12/10	Jeffrey Rosenberg	3.80	\$	2,584.00	Wind up matters.
09/12/10	Gregory Watson	5.00	\$	4,025.00	Review closing agenda.

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<b>GRAND TOTAL</b>		<b>204.60</b>	<b>\$</b>	<b>135,844.00</b>	
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Mr. John Maguire  
Canwest Global Communications Corporation  
3100 Canwest Place  
201 Portage Avenue  
Winnipeg, Manitoba R3B 3L7

Invoice # 7248847  
FTI Matter # 012660.0003  
HST # 835718024RT0001

<b>Professional</b>	<b>Hours</b>	<b>Standard Rates</b>	<b>Amount</b>
Gregory Watson	50.00	\$ 805	\$ 40,250.00
Jeffrey Rosenberg	59.10	680	40,188.00
Jonathan Kay	50.60	550	27,830.00
Pamela Luthra	0.90	500	450.00
Daniel Hugo	0.00	465	-
Ana Arevalo	1.20	110	132.00
<b>Total Hours and Fees</b>	<b>161.80</b>		<b>\$ 108,850.00</b>
<b>Expenses</b>			
Airfare			\$ 1,798.35
Lodging			569.76
Meals – Incurred in Office			-
Meals – Out of Office			226.92
Taxi			177.73
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services			-
Miscellaneous Expenses			-
<b>Total Expenses</b>			<b>\$ 2,772.76</b>
<b>Total Fees and Expenses</b>			<b>\$ 111,622.76</b>
13% HST #835718024RT0001			14,510.96
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 126,133.72</b>

**REMITTANCE COPY – PLEASE WIRE TRANSFER TO:**

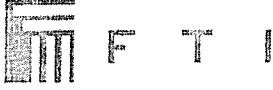
Bank Name: Bank of Nova Scotia  
Scotia Plaza, 44 King Street West  
Toronto, ONT M5H 1H1  
SWIFT Code: NOSCCATT  
Bank Number: 002  
Beneficiary name: FTI Consulting Canada, Inc.  
Beneficiary Account Number: 476960861715  
HST #: 835718024RT0001

Please Reference Matter # 012660.0003 and invoice # 7248847 in your remittance.

CanWest Global Communications Corporation  
 October 10, 2010  
 Invoice # 7248847

Date	Name	Hours	Amount	Narrative
10/01/10	Gregory Watson	8.00	\$ 6,440.00	Review correspondence in connection with closing matters. [REDACTED] correspondence. Cash flow updates.
10/01/10	Jonathan Kay	6.50	\$ 3,575.00	Summarize unresolved claims per S Posen request. Wind down analysis and budgeting. Creditor/claims issues. Call with Stikemans and Oslers regarding tax matters agreement.
10/01/10	Jeffrey Rosenberg	3.80	\$ 2,584.00	Work on closing documentation and planning for closing.
10/02/10	Ana Arevalo	0.50	\$ 55.00	Work related to Canwest.
10/02/10	Jeffrey Rosenberg	3.70	\$ 2,516.00	Closing planning.
10/04/10	Ana Arevalo	0.70	\$ 77.00	Work related to Canwest.
10/04/10	Gregory Watson	9.00	\$ 7,245.00	Closing preparation including CRTC update and Plan Implementation Fund update.
10/04/10	Jonathan Kay	8.80	\$ 4,840.00	Wind-down analysis and estimation for Plan Implementation Fund. Multiple calls with Oslers and M Lock regarding same. Work on setting up bank accounts. Creditor/claims issues. Analysis of claims buckets for division between accounts.
10/04/10	Jeffrey Rosenberg	10.20	\$ 6,936.00	Work on foreign subsidiary wind up including review of documentation from Oslers and attend conference call regarding the same. Review of closing agenda. Work with respect to [REDACTED] Review of closing certificates and discussion with Stikeman's regarding same.
10/05/10	Gregory Watson	7.50	\$ 6,037.50	Review of [REDACTED] and call regarding same. Review closing Plan Implementation Fund. Operational update. Review of cash balances and closing matters.
10/05/10	Jonathan Kay	9.50	\$ 5,225.00	Wind-down analysis and work on budget for Plan Implementation Fund. Status call with Oslers and others. Call on [REDACTED] Call regarding [REDACTED] with Oslers & Shaw. Work on setting up bank accounts and cheques. Creditor/claims issues.
10/05/10	Jeffrey Rosenberg	10.00	\$ 6,800.00	Work on [REDACTED] transaction. Review updated materials with respect to foreign subsidiaries. Attend call regarding [REDACTED] Attend update call. Attend call regarding [REDACTED]
10/06/10	Gregory Watson	9.00	\$ 7,245.00	Closing matters including records retention, closing agenda and cash flow.
10/06/10	Jonathan Kay	9.00	\$ 4,950.00	Wind down analysis and work on budget for Plan Implementation Fund. Creditor/claims issues and call with Stikemans and Oslers regarding same. Review bank arrangements for remaining accounts. Set up of new Monitors accounts.
10/06/10	Jeffrey Rosenberg	10.30	\$ 7,004.00	Work on claims. Attend conference call regarding CEP. Discussions with Stikemans regarding the CEP claims. Planning for subsidiary bankruptcies. Review of operating results. Discussions regarding updating the cash flow projections to meet covenants.
10/07/10	Gregory Watson	8.50	\$ 6,842.50	Closing matters and wind down discussions. Numerous discussions regarding [REDACTED] and Shaw.
10/07/10	Jonathan Kay	9.30	\$ 5,115.00	Wind down analysis and multiple calls with Oslers and M Lock regarding same. Claims/creditor issues. Preparation of bankruptcy forms. Arrangements for remaining bank accounts and call with W Hassenbruck.
10/07/10	Jeffrey Rosenberg	10.30	\$ 7,004.00	Work on closing costs and PIF schedule. Attend several conference calls re: the same. Post implementation date planning. Work on claims. Emails with M Forte and P Osborne regarding the Plan Implementation Fund. Work with respect to tax matters.
10/08/10	Pamela Luthra	0.90	\$ 450.00	Call with R. Richard to discuss document retention.
10/08/10	Gregory Watson	8.00	\$ 6,440.00	Closing matters and Plan Implementation Fund schedule review. Discussions regarding Canada Revenue Agency.
10/08/10	Jonathan Kay	7.50	\$ 4,125.00	Wind down analysis and budgeting for PIF. Multiple discussions with M Lock and Oslers regarding same. Review of unresolved claims. Set up of new bank accounts for PIF and distribution to creditors. Creditor/claims issues. Review of outstanding issues in Closing Agenda.

10/08/10	Jeffrey Rosenberg	8.00	\$	5,440.00	Work on closing documentation. Implementation date planning. Post implementation date planning. Calls with Canwest regarding implementation date planning. Work on closing agenda document and related planning.
10/09/10	Jeffrey Rosenberg	2.80	\$	1,904.00	Post implementation planning.
<b>GRAND TOTAL</b>		<b>161.80</b>	<b>\$</b>	<b>108,850.00</b>	



Mr. John Maguire  
Canwest Global Communications Corporation  
3100 Canwest Place  
201 Portage Avenue  
Winnipeg, Manitoba R3B 3L7

Invoice # 7249954  
FTI Matter # 012660.0003  
HST # 835718024RT0001

<b>Professional</b>	<b>Hours</b>	<b>Standard Rates</b>	<b>Amount</b>
Gregory Watson	37.50	\$ 805	\$ 30,187.50
Jeffrey Rosenberg	42.90	680	29,172.00
Jonathan Kay	36.80	550	20,240.00
Pamela Luthra	25.40	500	12,700.00
Ana Arevalo	0.90	110	99.00
<b>Total Hours and Fees</b>	<b>143.50</b>		<b>\$ 92,398.50</b>
<b>Expenses</b>			
Airfare			\$ 474.12
Lodging			554.37
Meals – Incurred in Office			-
Meals – Out of Office			125.62
Taxi			92.63
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services			-
Miscellaneous Expenses			-
<b>Total Expenses</b>			<b>\$ 1,246.74</b>
<b>Total Fees and Expenses</b>			<b>\$ 93,645.24</b>
13% HST #835718024RT0001			12,173.88
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 105,819.12</b>

**REMITTANCE COPY – PLEASE WIRE TRANSFER TO:**

Bank Name: Bank of Nova Scotia  
Scotia Plaza, 44 King Street West  
Toronto, ONT M5H 1H1  
SWIFT Code: NOSCCATT  
Bank Number: 002  
Beneficiary name: FTI Consulting Canada, Inc.  
Beneficiary Account Number: 476960861715  
HST #: 835718024RT0001

Please Reference Matter # 012660.0003 and invoice # 7249954 in your remittance.

CanWest Global Communications Corporation  
 October 17, 2010  
 Invoice # 101710

Date	Name	Hours	Amount	Narrative
10/12/10	Jonathan Kay	7.80	\$ 4,290.00	Budgeting and estimates for Plan Implementation Fund schedule. Update call with multiple parties. Review of filing and records issues post implementation. Post implementation banking arrangements.
10/12/10	Pamela Luthra	5.10	\$ 2,550.00	Travel to Winnipeg. Internal call to discuss document retention.
10/12/10	Jeffrey Rosenberg	11.30	\$ 7,684.00	Review of CIBC's asset based lending agreement and attend conference call with Stikeman's and Blakes regarding the same. Review of records listing and discussion regarding the same.
10/12/10	Gregory Watson	9.50	\$ 7,647.50	Closing planning including Canada Revenue Agency discussions and retention matters. Review closing list.
10/13/10	Ana Arevalo	0.90	\$ 99.00	Work related to Canwest.
10/13/10	Jonathan Kay	12.50	\$ 6,875.00	Travel Toronto to Winnipeg. In Winnipeg office. Wind down analysis and budgeting. Filing and records discussions and preparation for Plan implementation.
10/13/10	Pamela Luthra	6.80	\$ 3,400.00	Review of documents to be retained. Meetings with R. Richard, D. Barfuss, and P. Morris to discuss document retention.
10/13/10	Jeffrey Rosenberg	11.80	\$ 8,024.00	Review revised flow of funds agreement. Work on subsidiary matters. Review of Plan Emergence Agreement amendment. Review of OSFI matters. Work with respect to Plan Implementation Fund schedule and discussions with Stikeman's regarding the same. Review of operating results. Work on claims.
10/13/10	Gregory Watson	10.00	\$ 8,050.00	Closing planning including Canada Revenue Agency discussions and retention matters. Closing list.
10/14/10	Jonathan Kay	8.00	\$ 4,400.00	Filing/record management preparation for Plan implementation. Creditor/claims issues. Wind-down analysis and budgeting.
10/14/10	Pamela Luthra	5.40	\$ 2,700.00	Review of document retention. Meeting with A. Carpenter and M. Lock to discuss retention of financial statement support.
10/14/10	Jeffrey Rosenberg	11.50	\$ 7,820.00	Claims analysis. Work on Plan Implementation Fund schedule. Priority payables work. Post implementation day planning. Work on CRA matters.
10/14/10	Gregory Watson	8.00	\$ 6,440.00	Closing planning including Canada Revenue Agency discussions and retention matters. Closing list.
10/15/10	Jonathan Kay	8.50	\$ 4,675.00	Wind-down analysis and budgeting. Discussions with Oslers regarding same. Creditor/claims issues. Travel Winnipeg to Toronto.
10/15/10	Pamela Luthra	8.10	\$ 4,050.00	Review of documents to be retained. Review of filing systems. Travel.
10/15/10	Jeffrey Rosenberg	8.30	\$ 5,644.00	Conference call with Oslers regarding various transition matters. Discussion with Stikemans regarding the same. Review of management agreement. Work on claims. Work on post closing banking issues. Post implementation planning.
10/15/10	Gregory Watson	10.00	\$ 8,050.00	Closing planning including Canada Revenue Agency discussions and retention matters. Closing list.
<b>GRAND TOTAL</b>		<b>143.50</b>	<b>\$ 92,398.50</b>	





Mr. John Maguire  
Canwest Global Communications Corporation  
3100 Canwest Place  
201 Portage Avenue  
Winnipeg, Manitoba R3B 3L7

Invoice # 7250083  
FTI Matter # 012660.0003  
HST # 835718024RT0001

<b>Professional</b>	<b>Hours</b>	<b>Standard Rates</b>	<b>Amount</b>
Gregory Watson	31.00	\$ 805	\$ 24,955.00
Jeffrey Rosenberg	65.20	680	44,336.00
Jodi Porepa	14.90	550	8,195.00
Jonathan Kay	51.10	550	28,105.00
Pamela Luthra	7.90	500	3,950.00
Ana Arevalo	2.30	110	253.00
<b>Total Hours and Fees</b>	<b>172.40</b>		<b>\$ 109,794.00</b>
<b>Expenses</b>			
Airfare			\$ 1,120.29
Lodging			523.18
Meals – Incurred in Office			-
Meals – Out of Office			116.62
Taxi			226.66
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services			-
Miscellaneous Expenses			-
<b>Total Expenses</b>			<b>\$ 1,986.75</b>
<b>Total Fees and Expenses</b>			<b>\$ 111,780.75</b>
13% HST #835718024RT0001			14,531.50
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 126,312.25</b>

**REMITTANCE COPY – PLEASE WIRE TRANSFER TO:**

Bank Name: Bank of Nova Scotia  
Scotia Plaza, 44 King Street West  
Toronto, ONT M5H 1H1  
SWIFT Code: NOSCCATT  
Bank Number: 002  
Beneficiary name: FTI Consulting Canada, Inc.  
Beneficiary Account Number: 476960861715  
HST #: 835718024RT0001

Please Reference Matter # 012660.0003 and invoice # 7250083 in your remittance.

CanWest Global Communications Corporation  
October 24, 2010  
Invoice # 7250083

Date	Name	Hours	Amount	Narrative
10/18/10	Jonathan Kay	9.00	\$ 4,950.00	Wind-down analysis and budgeting for Plan Implementation Fund. Creditor/claims issues. Multiple calls with Oslers, Stikemans and others regarding foreign entity wind-ups.
10/18/10	Jeffrey Rosenberg	11.80	\$ 8,024.00	Work on claims. Work on closing matters. Work on Plan Implementation Fund budget. Discussion with Davies regarding the Plan Implementation Fund. Attend wind down call. Work on tax matters.
10/18/10	Gregory Watson	4.00	\$ 3,220.00	Closing preparation.
10/19/10	Ana Arevalo	1.30	\$ 143.00	Work related to Canwest.
10/19/10	Jonathan Kay	10.00	\$ 5,500.00	Wind-down analysis and budgeting for Plan Implementation Fund. Multiple calls with Oslers and M Lock regarding foreign and domestic entity wind-up strategies. Preparation for closing. Preparation of forms for National Post bankruptcy on Plan implementation.
10/19/10	Jeffrey Rosenberg	12.50	\$ 8,500.00	Work on Canadian subsidiary wind up. Attend update conference call. Work on Plan Implementation Fund budget. Work with respect to D&O claims. Attend outstanding issues call with Oslers.
10/19/10	Gregory Watson	4.00	\$ 3,220.00	Closing preparation.
10/20/10	Jonathan Kay	9.80	\$ 5,390.00	Preparation for closing including calculation of final amounts for flow of funds, PIF schedule calculations and discussions and review of closing agenda. Creditor/claims issues. Preparation for court report next week.
10/20/10	Jodi Porepa	2.40	\$ 1,320.00	Review of documents related to insolvencies and implementation date items.
10/20/10	Jeffrey Rosenberg	12.30	\$ 8,364.00	Prepare for closing. Work on claims. Work with respect to closing with Shaw. Work on flow of funds agreement. Work with respect to Canada Revenue Agency.
10/20/10	Gregory Watson	4.00	\$ 3,220.00	Closing preparation.
10/21/10	Jonathan Kay	10.00	\$ 5,500.00	Work towards closing. Work and multiple calls on Plan Implementation Fund, Flow of Funds Agreement and other closing issues and documentation. Creditor/claims issues. Preparation for court report.
10/21/10	Jodi Porepa	6.00	\$ 3,300.00	Review of documents related to insolvencies and implementation date items. Preparation for implementation date requirements.
10/21/10	Jeffrey Rosenberg	10.20	\$ 6,936.00	Review of banking matters. Work on tax matters. Work on claims. Planning for closing. Work on Plan Implementation Fund Schedule.
10/21/10	Gregory Watson	4.00	\$ 3,220.00	Closing preparation.
10/22/10	Ana Arevalo	1.00	\$ 110.00	Administration related to Canwest.
10/22/10	Jonathan Kay	7.50	\$ 4,125.00	Preparation for closing including finalization of Plan Implementation Fund, flow of funds, National Post bankruptcy, distribution estimates and other matters. Claims/creditor issues.
10/22/10	Pamela Luthra	3.40	\$ 1,700.00	Claims withdrawal regarding insured litigation invoice. Calls and e-mails with R Brickman, L McLeod, and A Lockhart regarding the same. Review of corporate records memo. Internal meeting to discuss deliverables.
10/22/10	Jodi Porepa	6.50	\$ 3,575.00	Review of documents related to insolvencies and implementation date items. Preparation for implementation date requirements.
10/22/10	Jeffrey Rosenberg	8.30	\$ 5,644.00	Prepare for closing. Review of tax matters and conference call regarding same. Work on claims schedule for closing documents. Review of CRTC decision. Work on repudiation claims and top up. Attend update call.
10/22/10	Gregory Watson	8.00	\$ 6,440.00	Closing preparation.
10/23/10	Jonathan Kay	1.00	\$ 550.00	Work and conference calls relating to closing.
10/23/10	Jeffrey Rosenberg	5.80	\$ 3,944.00	Work on outstanding matters for closing.
10/23/10	Gregory Watson	2.00	\$ 1,610.00	Review of closing documentation and memos.

10/24/10	Jonathan Kay	3.80	\$	2,090.00	Conference call with Oslers, Stikemans and others related to Plan Implementation Fund. Preparation for Closing. Work on Monitors report.
10/24/10	Pamela Luthra	4.50	\$	2,250.00	Travel from Toronto to Winnipeg.
10/24/10	Jeffrey Rosenberg	4.30	\$	2,924.00	Preparation for meeting in Winnipeg. Several calls regarding finalizing the Plan Implementation Fund schedule and review of Orders regarding the same.
10/24/10	Gregory Watson	5.00	\$	4,025.00	Closing preparation.
<b>GRAND TOTAL</b>		<b>172.40</b>	<b>\$</b>	<b>109,794.00</b>	



Mr. John Maguire  
 Canwest Global Communications Corporation  
 3100 Canwest Place  
 201 Portage Avenue  
 Winnipeg, Manitoba R3B 3L7

Invoice # 7250140  
 FTI Matter # 012660.0003  
 HST # 835718024RT0001

<b>Professional</b>	<b>Standard</b>		<b>Amount</b>
	<b>Hours</b>	<b>Rates</b>	
Gregory Watson	39.00	\$ 805	\$ 31,395.00
Jeffrey Rosenberg	42.10	680	28,628.00
Jodi Porepa	26.60	550	14,630.00
Jonathan Kay	34.80	550	19,140.00
Pamela Luthra	14.40	500	7,200.00
Brogan Taylor	1.00	435	435.00
Ana Arevalo	2.00	110	220.00
<b>Total Hours and Fees</b>	<b>159.90</b>		<b>\$ 101,648.00</b>
<b>Expenses</b>			
Airfare			\$ 7,311.25
Lodging			1,186.56
Meals – Incurred in Office			-
Meals – Out of Office			639.21
Taxi			196.99
Mileage			46.90
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services			-
Miscellaneous Expenses			48.00
<b>Total Expenses</b>			<b>\$ 9,428.91</b>
<b>Total Fees and Expenses</b>			<b>\$ 111,076.91</b>
13% HST #835718024RT0001			14,440.00
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 125,516.91</b>
LESS: Cash from Estimated Prepayment			\$ 156,872.25
<b>BALANCE OWING</b>			<b>\$ -</b>
<b>Balance remaining in trust to credit of this file</b>			<b>\$ (31,355.34)</b>

**REMITTANCE COPY – PLEASE WIRE TRANSFER TO:**

Bank Name: Bank of Nova Scotia  
 Scotia Plaza, 44 King Street West  
 Toronto, ONT M5H 1H1

SWIFT Code: NOSCCATT

Bank Number: 002

Beneficiary name: FTI Consulting Canada, Inc.

Beneficiary Account Number: 476960861715

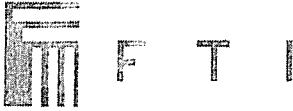
HST #: 835718024RT0001

Please Reference Matter # 012660.0003 and invoice # 7250140 in your remittance.

CanWest Global Communications Corporation  
012660.0003 - October 27, 2010  
Invoice # 102710

Date	TK#	Name	Hours	Amount	Hours	Amount	Narrative	Task Code
10/25/10	15273	Ana Arevalo	1.00	\$ 110.00	1.00	\$ 110.00	Work in respect of Canwest.	1
10/25/10	15448	Jonathan Kay	12.00	\$ 6,600.00	12.00	\$ 6,600.00	Preparation for closing including Plan Implementation Fund finalization. Contracting agreements. Banking issues and other issues. Multiple calls regarding same. Court report preparation. Creditor/claims issues.	1
10/25/10	14888	Pamela Luthra	4.90	\$ 2,450.00	4.90	\$ 2,450.00	Preparation for CMI closing. Discussions with P. Morris, M. Proven regarding closing. Internal calls regarding closing. Review of flow of funds schedule.	1
10/25/10	15532	Jodi Porepa	9.00	\$ 4,950.00	9.00	\$ 4,950.00	Review of documents related to insolvencies and implementation date items. Preparation for implementation date requirements.	1
10/25/10	14798	Gregory Watson	15.00	\$ 12,075.00	15.00	\$ 12,075.00	Travel to and attend Canada Revenue Agency meetings in Winnipeg and follow up review of draft monitors report.	1
10/25/10	15092	Jeffrey Rosenberg	15.30	\$ 10,404.00	15.30	\$ 10,404.00	Travel to and from Winnipeg for a meeting with Canada Revenue Agency. Work on director and officer claim issues. Updates to PIF Schedule. Work with respect to Post Media Agreement. Review of Cedar profile. Work with respect to employee contracts. Review updates.	1
10/26/10	15273	Ana Arevalo	1.00	\$ 110.00	1.00	\$ 110.00	Work in respect of Canwest.	1
10/26/10	14888	Pamela Luthra	4.40	\$ 2,200.00	4.40	\$ 2,200.00	Preparation for CMI close. Call with Company regarding document retention. Review of PIF schedule.	1
10/26/10	15448	Jonathan Kay	13.30	\$ 7,315.00	13.30	\$ 7,315.00	Closing planning including finalization of documentation, wire payment setup, banking setup and other matters. Multiple calls regarding same.	1
10/26/10	15532	Jodi Porepa	9.60	\$ 5,280.00	9.60	\$ 5,280.00	Review of documents related to insolvencies and implementation date items. Preparation for implementation date requirements.	1
10/26/10	15092	Jeffrey Rosenberg	15.70	\$ 10,676.00	15.70	\$ 10,676.00	Review of implementation day documents. Discussions and working on consulting contracts for former Canwest employees. Review changes to flow of funds agreement. Discussions regarding record retention. Update conference call.	1
10/26/10	15120	Brogan Taylor	1.00	\$ 435.00	1.00	\$ 435.00	Set up bank accounts in preparation for the National Post entity bankruptcies.	1
10/26/10	14798	Gregory Watson	12.00	\$ 9,660.00	12.00	\$ 9,660.00	Closing matters and Plan Implementation Fund schedule review.	1
10/27/10	15448	Jonathan Kay	9.50	\$ 5,225.00	9.50	\$ 5,225.00	Finalization of and delivery of documentation for closing. Monitoring of funds flow. Assist with National Post bankruptcy documentation. Creditor/claims issues.	1
10/27/10	14888	Pamela Luthra	5.10	\$ 2,550.00	5.10	\$ 2,550.00	Review of National Post bankruptcy documents. Preparation of withdrawal letters relating to insured litigation. Preparation for close.	1
10/27/10	15532	Jodi Porepa	8.00	\$ 4,400.00	8.00	\$ 4,400.00	Review of documents related to insolvencies and implementation date items. Preparation for implementation date requirements.	1
10/27/10	15092	Jeffrey Rosenberg	11.10	\$ 7,548.00	11.10	\$ 7,548.00	Review of correspondence with Canada Revenue Agency. Several calls relating to closing matters. Review documentation relating to closing. Work on change of corporate name. Review of changes to closing agenda. Work on retaining former canwest employees.	1
10/27/10	14798	Gregory Watson	12.00	\$ 9,660.00	12.00	\$ 9,660.00	Closing matters and Plan Implementation Fund schedule review. Closing matters and wind down discussions.	1
<b>GRAND TOTAL</b>			<b>159.90</b>	<b>\$ 101,648.00</b>	<b>159.90</b>	<b>\$ 101,648.00</b>		

- \$ -



**FTI Consulting Canada Inc**  
TD Waterhouse Tower  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto ON M5K 1G8

November 9, 2010

Canwest Global Communications Corporation  
c/o FTI Consulting Canada  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto, ON M5K 1G8

RE: FTI Matter # 012660.0003  
Invoice # 7251671

Invoice for professional services in the amount of \$105,002.52 for the period from November 1, 2010 to November 7, 2010.

<b>Professional</b>	<b>Hours</b>	<b>Standard</b>	
		<b>Rates</b>	<b>Amount</b>
Gregory Watson	50.60	\$ 805	\$ 40,733.00
Jeffrey Rosenberg	59.30	680	40,324.00
Jonathan Kay	62.00	550	34,100.00
Pamela Luthra	10.70	500	5,350.00
Ana Arevalo	1.00	110	110.00
<b>Total Hours and Fees</b>	<b>183.60</b>		<b>\$ 120,617.00</b>
<b>Expenses</b>			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			53.67
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			-
Miscellaneous Expenses			-
<b>Total Expenses</b>			<b>\$ 53.67</b>
<b>Total Fees and Expenses</b>			<b>\$ 120,670.67</b>
13% HST #835718024RT0001			\$ 15,687.19
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 136,357.86</b>
LESS: Balance remaining in trust			\$ (31,355.34)
<b>BALANCE OWING</b>			<b>\$ 105,002.52</b>

CanWest Global Communications Corporation  
012660.0003 - November 7, 2010  
Invoice #7251671

Date	TK#	Name	Hours	Amount	Hours	Amount	Narrative	Task Code
10/28/10	15448	Jonathan Kay	9.00	\$ 4,950.00	9.00	\$ 4,950.00	Monitors report. Clean up after closing including banking issues. Moving funds to proper Plan Implementation Fund accounts. Work on and communication of contracts for employees to remain on temporarily post closing. Dealing with creditor/claims issues.	1
10/28/10	15092	Jeffrey Rosenberg	10.20	\$ 6,936.00	10.20	\$ 6,936.00	Work on court report. Retention of former Canwest employees on a consulting basis.	1
10/28/10	14888	Pamela Luthra	2.10	\$ 1,050.00	2.10	\$ 1,050.00	Dealing with CMI close issues. Internal call regarding deliverables.	1
10/28/10	14798	Gregory Watson	8.00	\$ 6,440.00	8.00	\$ 6,440.00	Post closing review. Review of plan in respect of dealing with employees and liquidation of assets post closing.	1
10/29/10	14798	Gregory Watson	8.00	\$ 6,440.00	8.00	\$ 6,440.00	Post closing review. Review of clean up residual matters. Review and discussion of next steps.	1
10/29/10	15092	Jeffrey Rosenberg	6.20	\$ 4,216.00	6.20	\$ 4,216.00	Post implementation day planning. Work on court report.	1
10/29/10	15448	Jonathan Kay	6.00	\$ 3,300.00	6.00	\$ 3,300.00	Finalize Monitors report. Post closing issues including banking arrangements. Contracting employees and liquidation of furniture and remaining assets.	1
10/29/10	14888	Pamela Luthra	4.50	\$ 2,250.00	4.50	\$ 2,250.00	Travel time.	1
10/31/10	15448	Jonathan Kay	2.00	\$ 1,100.00	2.00	\$ 1,100.00	Review correspondence. Banking issues. Responses to creditor/claims inquiries.	1
10/31/10	15092	Jeffrey Rosenberg	4.20	\$ 2,856.00	4.20	\$ 2,856.00	Review of documentation and planning.	1
11/01/10	15448	Jonathan Kay	8.00	\$ 4,400.00	8.00	\$ 4,400.00	Post closing issues. Creditor/claims issues. Prepare for wind-up of remaining subsidiaries. Work on movement of funds to proper accounts as well as other banking issues with Bank of Nova Scotia.	1
11/01/10	14798	Gregory Watson	10.00	\$ 8,050.00	10.00	\$ 8,050.00	Review of ongoing matters in connection with the wind up.	1
11/01/10	15092	Jeffrey Rosenberg	8.90	\$ 6,052.00	8.90	\$ 6,052.00	Finalize employee contracts. Work on claims. Preparation for court. Work with respect to tax shelter companies and discussions with J Hope and S Pasternak regarding the same. Review changes to court order. Review of pension matters.	1
11/02/10	14798	Gregory Watson	8.50	\$ 6,842.50	8.50	\$ 6,842.50	Court and general.	1
11/02/10	15092	Jeffrey Rosenberg	9.40	\$ 6,392.00	9.40	\$ 6,392.00	Prepare for and attendance in court. Work with respect to claims. Banking issue with respect to name changes at Canwest. Planning meeting at Stikemans to review outstanding issues.	1
11/02/10	15273	Ana Arevalo	1.00	\$ 110.00	1.00	\$ 110.00	File administration.	1
11/02/10	15448	Jonathan Kay	12.50	\$ 6,875.00	12.50	\$ 6,875.00	Travel Toronto to Winnipeg. In Winnipeg office. Contracting of employees and working with them regarding filing and records as well as preparation for bankruptcies and wind-up. Dealing with creditor/claims issues. Dealing with banking issues.	1
11/03/10	15092	Jeffrey Rosenberg	6.80	\$ 4,624.00	6.80	\$ 4,624.00	Work on banking matters. Work on claims. Work with respect to foreign counsel.	1
11/03/10	14798	Gregory Watson	9.10	\$ 7,325.50	9.10	\$ 7,325.50	Review go forward strategy and Canada Revenue Agency. Review of operational issues. Touching base regarding status update. General review of wind down activities to date. Update on status of outstanding claims from original claims process. Update on status of claims for post-filing claims procedure.	1
11/03/10	15448	Jonathan Kay	8.50	\$ 4,675.00	8.50	\$ 4,675.00	In Winnipeg office. Work with contracted employees regarding filing and records. Work with respect to wind-ups. Dealing with Banking issues. Meetings with Regus regarding office space. Discussions with liquidators regarding remaining assets in Winnipeg office.	1
11/03/10	14888	Pamela Luthra	1.30	\$ 650.00	1.30	\$ 650.00	Preparation of mailing for National Post Company. Preparation for Winnipeg move.	1
11/04/10	15448	Jonathan Kay	8.50	\$ 4,675.00	8.50	\$ 4,675.00	Banking issues and records management. Other wind down issues. Website updates. Various wind down issues. Travel Winnipeg to Toronto.	1

11/04/10	14888	Pamela Luthra	2.80	\$ 1,400.00	2.80	\$ 1,400.00	Coordinating liquidators to provide quotes regarding office closure in Winnipeg. Preparation for Winnipeg move.	1
11/04/10	14798	Gregory Watson	4.00	\$ 3,220.00	4.00	\$ 3,220.00	Review status of current issues with FTI staff.	1
11/04/10	15092	Jeffrey Rosenberg	6.30	\$ 4,284.00	6.30	\$ 4,284.00	Arrangements regarding winding down of companies. Work on tax matters. Work on foreign wind ups. Work with respect to shareholder matters.	1
11/05/10	15092	Jeffrey Rosenberg	7.30	\$ 4,964.00	7.30	\$ 4,964.00	Work with respect to trust funds. Meeting with Stikemans regarding file wind up. Work with respect to shareholder issues. Work with respect to distribution summaries. Work on claims.	1
11/05/10	14798	Gregory Watson	2.00	\$ 1,610.00	2.00	\$ 1,610.00	General overview on ongoing matters in connection with the wind up.	1
11/05/10	15448	Jonathan Kay	7.50	\$ 4,125.00	7.50	\$ 4,125.00	Meeting to review next steps with Stikemans. Creditor/claims issues. Banking issues and multiple discussions with Bank of Nova Scotia regarding legacy accounts. Website updates. Planning for bankruptcies of remaining Canadian entities.	1
11/07/10	14798	Gregory Watson	1.00	\$ 805.00	1.00	\$ 805.00	Catch up on weekly correspondence. Planning for next steps.	1

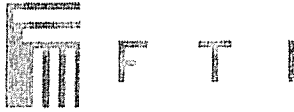
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<b>GRAND TOTAL</b>			<b>183.60</b>	<b>\$ 120,617.00</b>	<b>183.60</b>	<b>\$ 120,617.00</b>		
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**FTI** Consulting Canada Inc  
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November 26, 2010

Canwest Global Communications Corporation  
c/o FTI Consulting Canada  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto, ON M5K 1G8

RE: FTI Matter # 012660.0003  
Invoice # 7254030

Invoice for professional services in the amount of \$156,816.51 for the period from November 8, 2010 to November 21, 2010.

<b>Professional</b>	<b>Hours</b>	<b>Standard Rates</b>	<b>Amount</b>
Gregory Watson	64.00	\$ 805	\$ 51,520.00
Jeffrey Rosenberg	59.10	680	40,188.00
Jonathan Kay	31.30	550	17,215.00
Pamela Luthra	49.80	500	24,900.00
Ana Arevalo	0.50	110	55.00
<b>Total Hours and Fees</b>	<b>204.70</b>		<b>\$ 133,878.00</b>
<b>Expenses</b>			
Airfare			\$ 2,913.08
Lodging			1,278.39
Meals – Incurred in Office			-
Meals – Out of Office			350.54
Taxi			334.06
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			-
Miscellaneous Expenses			21.60
<b>Total Expenses</b>			<b>\$ 4,897.67</b>
<b>Total Fees and Expenses</b>			<b>\$ 138,775.67</b>
13% HST #835718024RT0001			\$ 18,040.84
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 156,816.51</b>

CanWest Global Communications Corporation  
012660.0003 - November 21, 2010  
Invoice # 7254030

Date	TK#	Name	Hours	Amount	Hours	Amount	Narrative	Task Code
11/08/10	14798	Gregory Watson	7.00	\$ 5,635.00	7.00	\$ 5,635.00	CRA and numerous discussions regarding wind down strategy.	1
11/08/10	14888	Pamela Luthra	8.50	\$ 4,250.00	8.50	\$ 4,250.00	Travel from Toronto to Winnipeg. Meeting with M. Lock and M. Proven regarding liquidation of furniture. Meeting with [REDACTED] regarding liquidation.	
11/08/10	15448	Jonathan Kay	8.30	\$ 4,565.00	8.30	\$ 4,565.00	Summarizing and planning unresolved claims. Creditor/claims issues. Banking issues. Arrange for Winnipeg premises post Nov 30. Work with files and records including accessing Iron Mountain storage online records.	1
11/08/10	15092	Jeffrey Rosenberg	6.30	\$ 4,284.00	6.30	\$ 4,284.00	Work with respect to wind down of foreign subsidiaries. Work on banking matters. Work on claims.	1
11/09/10	14888	Pamela Luthra	7.60	\$ 3,800.00	7.60	\$ 3,800.00	Coordination and meetings with liquidators. Meeting with M. Lock and L.J. Slater regarding invoices and correspondence with CMI.	1
11/09/10	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	File administration. Drafting changes. Finalizing documents.	1
11/09/10	15448	Jonathan Kay	7.00	\$ 3,850.00	7.00	\$ 3,850.00	Creditor/claims issues. Meeting with Stikemans to review unresolved claims. Follow up work. Banking issues. Multiple responses to shareholder inquiries. Arrange Winnipeg premises through Regis. Review of liquidation alternatives regarding remaining Winnipeg assets.	1
11/09/10	15092	Jeffrey Rosenberg	7.50	\$ 5,100.00	7.50	\$ 5,100.00	Work with respect to liquidation of furniture. Work on banking matters. Work on creditor and shareholder issues. Meeting with Stikemans to discuss and review claims.	1
11/09/10	14798	Gregory Watson	7.50	\$ 6,037.50	7.50	\$ 6,037.50	Wind up discussions and discussions with respect to Canadian Revenue Agency.	1
11/10/10	14888	Pamela Luthra	5.30	\$ 2,650.00	5.30	\$ 2,650.00	Coordination with liquidators. Preparation for office close.	1
11/10/10	15448	Jonathan Kay	4.00	\$ 2,200.00	4.00	\$ 2,200.00	Work on unresolved claims. Work on other claims/creditor issues. Shareholder inquiries. Banking issues including multiple calls and correspondence with Bank of Nova Scotia.	1
11/10/10	15092	Jeffrey Rosenberg	9.80	\$ 6,664.00	9.80	\$ 6,664.00	Work on post filing claims procedure order. Review of security matters. Work on post filing rent agreement and negotiations. Work on post-filing claims. Work on tax matters.	1
11/10/10	14798	Gregory Watson	8.00	\$ 6,440.00	8.00	\$ 6,440.00	Wind up issues including banking matters, insurance matters, filing and other tax matters.	1
11/11/10	14798	Gregory Watson	6.00	\$ 4,830.00	6.00	\$ 4,830.00	Wind up issues including banking matters, insurance matters, filing and other tax matters.	1
11/11/10	15448	Jonathan Kay	4.00	\$ 2,200.00	4.00	\$ 2,200.00	Responses to creditor and shareholder inquiries. Banking issues regarding Scotia Connect. Claims analysis. Work on unresolved claims.	1
11/11/10	14888	Pamela Luthra	8.00	\$ 4,000.00	8.00	\$ 4,000.00	Travel from Winnipeg to Toronto. Coordination with liquidators. Preparation for office closure.	
11/11/10	15092	Jeffrey Rosenberg	8.30	\$ 5,644.00	8.30	\$ 5,644.00	Banking matters. Insurance matters. Review of [REDACTED] information. Work on creditor issues.	1
11/12/10	15092	Jeffrey Rosenberg	4.00	\$ 2,720.00	4.00	\$ 2,720.00	Review of banking matters. Review of insurance matters. Discussion with Stikemans and review of tax matters. Work with respect to filing requirements.	1
11/12/10	14888	Pamela Luthra	3.40	\$ 1,700.00	3.40	\$ 1,700.00	Preparation of contractor cheques. Coordination with liquidators.	1
11/12/10	15448	Jonathan Kay	3.00	\$ 1,650.00	3.00	\$ 1,650.00	Review of Shelterco information. Responses to creditors and shareholders. Banking issues regarding Scotia Connect.	1
11/12/10	14798	Gregory Watson	6.00	\$ 4,830.00	6.00	\$ 4,830.00	Wind up issues including banking matters, insurance matters, filing and other tax matters.	1
11/15/10	14798	Gregory Watson	8.00	\$ 6,440.00	8.00	\$ 6,440.00	Clean up meetings and review of tax matters.	1

11/15/10	15092	Jeffrey Rosenberg	3.70	\$ 2,516.00	3.70	\$ 2,516.00	Work on creditor matters. Review of the Tax matters agreement. Relocation matters.	1
11/16/10	15448	Jonathan Kay	1.50	\$ 825.00	1.50	\$ 825.00	Banking issues. Responses to creditor/shareholder inquiries. General email correspondence.	1
11/18/10	15448	Jonathan Kay	1.00	\$ 550.00	1.00	\$ 550.00	Discussions with Bank of Nova Scotia regarding Scotia Connect. Other email correspondence.	1
11/19/10	15448	Jonathan Kay	2.50	\$ 1,375.00	2.50	\$ 1,375.00	Responses to creditor/shareholder inquiries. Discussions with Bank of Nova Scotia regarding ScotiaConnect. Wind-down issues.	1
11/15/10	14888	Pamela Luthra	2.10	\$ 1,050.00	2.10	\$ 1,050.00	Coordination with liquidators. Preparation for office closure.	1
11/16/10	14888	Pamela Luthra	3.10	\$ 1,550.00	3.10	\$ 1,550.00	Coordination with liquidators. Preparation for office closure. Coordination regarding request to [REDACTED] information.	1
11/16/10	15092	Jeffrey Rosenberg	3.30	\$ 2,244.00	3.30	\$ 2,244.00	Work on tax matters. Work on post filing creditor matters. Review of records. Discussions with former Canwest Management.	1
11/17/10	14798	Gregory Watson	8.00	\$ 6,440.00	8.00	\$ 6,440.00	General and closing matters.	1
11/17/10	14888	Pamela Luthra	4.90	\$ 2,450.00	4.90	\$ 2,450.00	Coordination with liquidators. Preparation for office closure. Coordination regarding request to [REDACTED] information.	1
11/18/10	14888	Pamela Luthra	5.10	\$ 2,550.00	5.10	\$ 2,550.00	Coordination with liquidators. Preparation for office closure.	1
11/18/10	15092	Jeffrey Rosenberg	9.80	\$ 6,664.00	9.80	\$ 6,664.00	Work on foreign entity matters. Work on tax matters. Work on assets sale matters. Work on claims bar matters.	1
11/18/10	14798	Gregory Watson	6.00	\$ 4,830.00	6.00	\$ 4,830.00	Clean up and review of status of Winnipeg office close and claims status.	1
11/19/10	14798	Gregory Watson	7.50	\$ 6,037.50	7.50	\$ 6,037.50	Clean up in respect of outstanding issues. Review of status of Winnipeg office. Update on status of claims to be reconciled.	1
11/19/10	15092	Jeffrey Rosenberg	6.40	\$ 4,352.00	6.40	\$ 4,352.00	Work on liquidation of assets. Settling up new office. Creditor enquiries. Dealing with issues related to claims bar procedure.	1
11/19/10	14888	Pamela Luthra	1.80	\$ 900.00	1.80	\$ 900.00	Coordination with liquidators. Call with M. Proven.	1

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<b>GRAND TOTAL</b>			<b>204.70</b>	<b>\$ 133,878.00</b>	<b>204.70</b>	<b>\$ 133,878.00</b>		
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FTI Consulting Canada Inc  
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Toronto ON M5K 1G8

November 30, 2010

Canwest Global Communications Corporation  
c/o FTI Consulting Canada  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto, ON M5K 1G8

RE: FTI Matter # 012660.0003  
Invoice # 7254535

Invoice for professional services in the amount of \$131,509.66 for the period from November 22, 2010 to November 30, 2010.

<b>Professional</b>	<b>Standard</b>		<b>Amount</b>
	<b>Hours</b>	<b>Rates</b>	
Gregory Watson	38.50	\$ 805	\$ 30,992.50
Jeffrey Rosenberg	75.50	680	51,340.00
Toni Vanderlaan	2.50	680	1,700.00
Jonathan Kay	29.00	550	15,950.00
Pamela Luthra	8.60	500	4,300.00
Brogan Taylor	26.50	435	11,527.50
Jose Pablo Michel	1.00	325	325.00
Ana Arevalo	1.10	110	121.00
<b>Total Hours and Fees</b>	<b>182.70</b>		<b>\$ 116,256.00</b>
<b>Expenses</b>			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			44.24
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			-
Miscellaneous Expenses			79.99
<b>Total Expenses</b>			<b>\$ 124.23</b>
<b>Total Fees and Expenses</b>			<b>\$ 116,380.23</b>
13% HST #835718024RT0001			\$ 15,129.43
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 131,509.66</b>

CanWest Global Communications Corporation  
012660.0003 - November 30, 2010  
Invoice # 7254535

Date	TK#	Name	Hours	Amount	Hours	Amount	Narrative	Task Code
11/22/10	15448	Jonathan Kay	8.50	\$ 4,675.00	8.50	\$ 4,675.00	Banking issues with Bank of Nova Scotia and multiple discussions regarding same. Creditor/claims issues. Preparation for post filing claims procedure. Review of post filing invoices for payment.	1
11/22/10	14888	Pamela Luthra	3.50	\$ 1,750.00	3.50	\$ 1,750.00	Preparation for office closure. Coordinating with liquidators.	1
11/22/10	14798	Gregory Watson	7.00	\$ 5,635.00	7.00	\$ 5,635.00	Update on status of file. Review of claims issues.	1
11/22/10	15092	Jeffrey Rosenberg	10.80	\$ 7,344.00	10.80	\$ 7,344.00	Travel to and from New York to attend Trustee meetings for CCAA. Work with respect to closing the Winnipeg Office. Work with respect to Chapter 15. [REDACTED] work.	1
11/23/10	14798	Gregory Watson	6.50	\$ 5,232.50	6.50	\$ 5,232.50	Discussions with FTI team for general update. Review of litigation matters. Review of IT matters. Overview of Winnipeg office issues pending.	1
11/23/10	15092	Jeffrey Rosenberg	11.10	\$ 7,548.00	11.10	\$ 7,548.00	Work on litigation matters. Corporate reporting matters. Work on ad for claims advertising for the various newspapers. Work on foreign subsidiary issues. Financial reporting issues. Discussion with Mario Forte. Work related to lessors.	1
11/23/10	15448	Jonathan Kay	7.00	\$ 3,850.00	7.00	\$ 3,850.00	Wind down issues regarding office closure. Creditor/claims issues. Prepare for post filing claims procedure including arrangement of ads in various newspapers. Banking issues and discussions with Bank of Nova Scotia regarding same.	1
11/23/10	15273	Ana Arevalo	0.60	\$ 66.00	0.60	\$ 66.00	File administration.	1
11/23/10	14888	Pamela Luthra	2.70	\$ 1,350.00	2.70	\$ 1,350.00	Coordination with liquidators. Preparation for office closure.	1
11/23/10	15120	Brogan Taylor	2.00	\$ 870.00	2.00	\$ 870.00	Dealing with issues related to the office closure. Obtain background info on current situation.	1
11/24/10	15120	Brogan Taylor	9.00	\$ 3,915.00	9.00	\$ 3,915.00	Coordinate move in Winnipeg. Meet with staff, liquidators, and building management to ensure move out is completed. Discussion of moving issues.	1
11/24/10	15448	Jonathan Kay	1.50	\$ 825.00	1.50	\$ 825.00	Finalize arrangements for newspaper ads for post filing claims procedure. Creditor/claims issues and discussion with J Smith regarding same.	1
11/24/10	14888	Pamela Luthra	2.40	\$ 1,200.00	2.40	\$ 1,200.00	Coordination with liquidators. Preparation for office closure. Work with respect to legal notices. Work with respect to [REDACTED]	1
11/24/10	15092	Jeffrey Rosenberg	11.90	\$ 8,092.00	11.90	\$ 8,092.00	Discussions with J Hope. Work on claims. Work on Winnipeg office closing. Work on consultant contracts. Record retention issues. Work on claims procedure matters.	1
11/25/10	15448	Jonathan Kay	1.50	\$ 825.00	1.50	\$ 825.00	Creditor/claims issues and responses to multiple questions via phone and email. Discussions with J Smith regarding issues with car lessor.	1
11/25/10	15092	Jeffrey Rosenberg	13.20	\$ 8,976.00	13.20	\$ 8,976.00	Work on getting out the claims procedure mailing. Industry Canada matters. Banking matters. Work on litigation matters. IT matters. Closing down Winnipeg office issues.	1
11/25/10	15120	Brogan Taylor	7.00	\$ 3,045.00	7.00	\$ 3,045.00	On site at Canwest to coordinate move. Meet with Regus office manager to coordinate contract employee workspace. Coordinate and meet with building management regarding Winnipeg move.	1
11/25/10	15236	Toni Vanderlaan	2.00	\$ 1,360.00	2.00	\$ 1,360.00	Review of Order. Prep of forms. Arrange for posting on web. Printing of claims packages.	1
11/25/10	14798	Gregory Watson	8.00	\$ 6,440.00	8.00	\$ 6,440.00	Creditor claim review. Update [REDACTED]	1
11/26/10	15092	Jeffrey Rosenberg	7.10	\$ 4,828.00	7.10	\$ 4,828.00	Post filing claims procedure order. Contractor payments. Lease issues. Work on claims.	1
11/26/10	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Finalizing draft edits.	1
11/26/10	15448	Jonathan Kay	1.50	\$ 825.00	1.50	\$ 825.00	Creditor/claims issues. Website updates regarding post filing claims procedure order. Discussions regarding banking.	1
11/26/10	15022	Jose Pablo Michel	1.00	\$ 325.00	1.00	\$ 325.00	Deal with tax related issues.	1

11/26/10	15120	Brogan Taylor	8.00	\$ 3,480.00	8.00	\$ 3,480.00	On site at Canwest in respect of final day of coordination of Winnipeg move. Dealing with employees and liquidator. Coordinated IT equipment removal and performed numerous walk throughs with liquidator.	1
11/26/10	15236	Toni Vanderlaan	0.50	\$ 340.00	0.50	\$ 340.00	Review of Post Filing Claims Procedure.	1
11/26/10	14798	Gregory Watson	6.00	\$ 4,830.00	6.00	\$ 4,830.00	Review of various closing matters. Review of lease issues.	1
11/29/10	15448	Jonathan Kay	4.00	\$ 2,200.00	4.00	\$ 2,200.00	Banking issues and discussions with Bank of Nova Scotia regarding same. Discussions regarding labour issues with [REDACTED]. Creditor/claims issues. Work on unresolved claims.	1
11/29/10	15092	Jeffrey Rosenberg	10.20	\$ 6,936.00	10.20	\$ 6,936.00	Work on [REDACTED]. Work on [REDACTED]. Work on claims. Work on banking matters. Work on [REDACTED].	1
11/29/10	15120	Brogan Taylor	0.50	\$ 217.50	0.50	\$ 217.50	Meeting with FTI to go through Winnipeg moving issues.	1
11/29/10	14798	Gregory Watson	6.00	\$ 4,830.00	6.00	\$ 4,830.00	Overview of convenience class distribution calculations. Review other miscellaneous issues.	1
11/30/10	14798	Gregory Watson	5.00	\$ 4,025.00	5.00	\$ 4,025.00	Update on claims process and unresolved claims. Overview of convenience class distribution calculations. Review other miscellaneous issues.	1
11/30/10	15092	Jeffrey Rosenberg	11.20	\$ 7,616.00	11.20	\$ 7,616.00	Work on claims. Work on convenience class distribution. Review claims of property management company. Review of [REDACTED].	1
11/30/10	15448	Jonathan Kay	5.00	\$ 2,750.00	5.00	\$ 2,750.00	Banking issues. Creditor/claims issues. Work on unresolved claims. Work on convenience class distributions.	1

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<b>GRAND TOTAL</b>			<b>182.70</b>	<b>\$ 116,256.00</b>	<b>182.70</b>	<b>\$ 116,256.00</b>		
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FTI Consulting Canada Inc  
TD Waterhouse Tower  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto ON M5K 1G8

December 16, 2010

Canwest Global Communications Corporation  
c/o FTI Consulting Canada  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto, ON M5K 1G8

RE: FTI Matter # 012660.0003  
Invoice # 7256199

Invoice for professional services in the amount of \$133,249.25 for the period from December 1, 2010 to December 12, 2010.

<b>Professional</b>	<b>Hours</b>	<b>Standard Rates</b>	<b>Amount</b>
Gregory Watson	34.50	\$ 805	\$ 27,772.50
Jeffrey Rosenberg	58.00	680	39,440.00
Jonathan Kay	33.30	550	18,315.00
Pamela Luthra	1.20	500	600.00
Brogan Taylor	1.00	435	435.00
Ana Arevalo	1.00	110	110.00
<b>Total Hours and Fees</b>	<b>129.00</b>		<b>\$ 86,672.50</b>
<b>Expenses</b>			
Airfare			\$ 1,547.75
Lodging			1,365.77
Meals – Incurred in Office			-
Meals – Out of Office			360.46
Taxi			543.37
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			27,157.87
Miscellaneous Expenses			271.97
<b>Total Expenses</b>			<b>\$ 31,247.19</b>
<b>Total Fees and Expenses</b>			<b>\$ 117,919.69</b>
13% HST #835718024RT0001			\$ 15,329.56
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 133,249.25</b>

CanWest Global Communications Corporation  
012660.0003 - December 12, 2010  
Invoice # 7256199

Date	TK#	Name	Hours	Amount	Hours	Amount	Narrative	Task Code
12/01/10	15273	Ana Arevalo	1.00	\$ 110.00	1.00	\$ 110.00	Finalize draft edits. Administration related to creditors.	1
12/01/10	15448	Jonathan Kay	6.00	\$ 3,300.00	6.00	\$ 3,300.00	Creditor/claims issues. Banking issues and correspondence with Bank of Nova Scotia regarding same. Work on distributions for convenience class creditors. Work on issuance of cheques for wind up services.	1
12/01/10	15092	Jeffrey Rosenberg	8.30	\$ 5,644.00	8.30	\$ 5,644.00	Work on banking matters and conference call with Bank of Nova Scotia. Work with respect to Internet access and discussion with Postmedia regarding the same. Working on claims. Work on distribution.	1
12/01/10	14798	Gregory Watson	4.00	\$ 3,220.00	4.00	\$ 3,220.00	Overview of claims procedure status and unresolved claims. Review of other matters.	1
12/02/10	15120	Brogan Taylor	1.00	\$ 435.00	1.00	\$ 435.00	Deal with Bank of Nova Scotia and prepare wire directions. Prepare internal accounting paperwork.	1
12/02/10	15092	Jeffrey Rosenberg	8.40	\$ 5,712.00	8.40	\$ 5,712.00	Work on creditor matters. Review of correspondence and mail. Review of disbursements. Review of claims.	1
12/02/10	14888	Pamela Luthra	1.20	\$ 600.00	1.20	\$ 600.00	Preparation for wind-down. coordination with L.J. Slater.	1
12/02/10	14798	Gregory Watson	5.00	\$ 4,025.00	5.00	\$ 4,025.00	Update on outstanding [REDACTED]	1
12/02/10	15448	Jonathan Kay	5.80	\$ 3,190.00	5.80	\$ 3,190.00	Post filing claims procedure. Creditor/claims issues. Banking issues. Payment of post closing invoices from PIF. Contracting of certain ex-employees to December 31.	1
12/03/10	15448	Jonathan Kay	1.00	\$ 550.00	1.00	\$ 550.00	Creditor/claims issues. Contracting of Winnipeg employees. Miscellaneous correspondence.	1
12/03/10	15092	Jeffrey Rosenberg	5.00	\$ 3,400.00	5.00	\$ 3,400.00	Work on claims. Creditor matters and review of correspondence. Finalize consultants contracts.	1
12/03/10	14798	Gregory Watson	5.00	\$ 4,025.00	5.00	\$ 4,025.00	Update on outstanding claims procedure matters. Update on other matters.	1
12/06/10	15092	Jeffrey Rosenberg	8.00	\$ 5,440.00	8.00	\$ 5,440.00	Work on real property issues. Work on reporting. Review correspondence from Industry Canada. Lease equipment issues.	1
12/06/10	14798	Gregory Watson	4.00	\$ 3,220.00	4.00	\$ 3,220.00	Status update with FTI team. Review current status of equipment lessors. Review unresolved claims.	1
12/07/10	15448	Jonathan Kay	6.00	\$ 3,300.00	6.00	\$ 3,300.00	Creditor/claims issues. Review of [REDACTED] information and meeting with J Hope regarding same. Preparation for convenience class distributions.	1
12/07/10	15092	Jeffrey Rosenberg	8.20	\$ 5,576.00	8.20	\$ 5,576.00	Work with respect to equipment lessors. Claims review. Work on asset transfers. Dealing with banking matters. Work in respect of Chapter 15 matters and foreign subsidiary matters.	1
12/07/10	14798	Gregory Watson	4.50	\$ 3,622.50	4.50	\$ 3,622.50	Review of banking and [REDACTED] and related clean up matters.	1
12/08/10	15448	Jonathan Kay	6.50	\$ 3,575.00	6.50	\$ 3,575.00	Claims/creditor issues. Preparation for convenience class distributions. Review and reconciliation of claims database.	1
12/08/10	15092	Jeffrey Rosenberg	8.10	\$ 5,508.00	8.10	\$ 5,508.00	Payment to suppliers. Review of mail and correspondence. Work on distribution. Review of information sent to Chapter 7 Trustee.	1
12/08/10	14798	Gregory Watson	5.00	\$ 4,025.00	5.00	\$ 4,025.00	Status meeting at Stikemans. Review of [REDACTED] Review of [REDACTED]	1
12/09/10	15448	Jonathan Kay	5.00	\$ 2,750.00	5.00	\$ 2,750.00	Review of post filing claims filed. Preparation for convenience class distributions. Review and deal with Canwest mail forwarded from corporate office in Winnipeg. Creditor/claims issues.	1
12/09/10	15092	Jeffrey Rosenberg	8.00	\$ 5,440.00	8.00	\$ 5,440.00	Review of mail and correspondence. Payment of supplier invoices. Call with Bracewell regarding chapter 15 wind up.	1
12/09/10	14798	Gregory Watson	4.00	\$ 3,220.00	4.00	\$ 3,220.00	Status update on real property issues. Overview of claims procedure status and unresolved claims. Update in respect of [REDACTED] and [REDACTED]	1
12/10/10	15448	Jonathan Kay	3.00	\$ 1,650.00	3.00	\$ 1,650.00	Creditor/claims issues. Preparation for convenience class distributions.	1
12/10/10	15092	Jeffrey Rosenberg	4.00	\$ 2,720.00	4.00	\$ 2,720.00	Review of [REDACTED]. Review of correspondence.	1
12/10/10	14798	Gregory Watson	3.00	\$ 2,415.00	3.00	\$ 2,415.00	Overview of claims procedure status and unresolved claims. Review of other matters.	1
<b>GRAND TOTAL</b>			<b>129.00</b>	<b>\$ 86,672.50</b>	<b>129.00</b>	<b>\$ 86,672.50</b>		

\$





**FTI** Consulting Canada Inc  
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December 22, 2010

Canwest Global Communications Corporation  
c/o FTI Consulting Canada  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto, ON M5K 1G8

RE: FTI Matter # 012660.0003  
Invoice # 7256842

Invoice for professional services in the amount of \$64,541.65 for the period from December 13, 2010 to December 19, 2010.

<b>Professional</b>	<b>Hours</b>	<b>Standard Rates</b>	<b>Amount</b>
Gregory Watson	27.50	\$ 805	\$ 22,137.50
Jeffrey Rosenberg	25.80	680	17,544.00
Jonathan Kay	31.50	550	17,325.00
Ana Arevalo	1.00	110	110.00
<b>Total Hours and Fees</b>	<b>85.80</b>		<b>\$ 57,116.50</b>
<b>Expenses</b>			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			-
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			-
Miscellaneous Expenses			-
<b>Total Expenses</b>			<b>\$ -</b>
<b>Total Fees and Expenses</b>			<b>\$ 57,116.50</b>
13% HST #835718024RT0001			\$ 7,425.15
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 64,541.65</b>

CanWest Global Communications Corporation  
012660.0003 - December 19, 2010  
Invoice # 7256842

Date	TK#	Name	Hours	Amount	Hours	Amount	Narrative	Task Code
12/13/10	15448	Jonathan Kay	5.00	\$ 2,750.00	5.00	\$ 2,750.00	Review and check convenience class claims in preparation for distribution. Creditor/claims issues.	1
12/13/10	15092	Jeffrey Rosenberg	4.00	\$ 2,720.00	4.00	\$ 2,720.00	Work on distribution. Work on foreign wind ups and [REDACTED] and associated issues.	1
12/13/10	14798	Gregory Watson	5.00	\$ 4,025.00	5.00	\$ 4,025.00	Update on claims process and unresolved claims.	1
12/14/10	15448	Jonathan Kay	7.00	\$ 3,850.00	7.00	\$ 3,850.00	Dealing with banking issues and multiple conversations with M Clayards at Scotiabank regarding same. Creditor/claims issues. Convenience Class distribution preparation.	1
12/14/10	15092	Jeffrey Rosenberg	5.00	\$ 3,400.00	5.00	\$ 3,400.00	Payment of disbursements. Dealing with banking matters. Work with respect to the distribution. Dealing with financial reporting matters.	1
12/14/10	14798	Gregory Watson	6.00	\$ 4,830.00	6.00	\$ 4,830.00	Update on banking issues. Update on claims process and unresolved claims.	1
12/15/10	15448	Jónathan Kay	7.00	\$ 3,850.00	7.00	\$ 3,850.00	Convenience class distribution issues. Banking issues and correspondence with Bank of Nova Scotia regarding same. Creditor/claims issues. Organization of cheques from PIF account 1 and PIF account 5 for services pre and post closing respectively.	1
12/15/10	15092	Jeffrey Rosenberg	8.20	\$ 5,576.00	8.20	\$ 5,576.00	Review and payment of disbursements. Work with respect to foreign subsidiaries. Review of banking matters. Work with respect to real property issues. Work on distributions.	1
12/15/10	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Work in respect of administrative issues.	1
12/15/10	14798	Gregory Watson	6.00	\$ 4,830.00	6.00	\$ 4,830.00	Update on banking issues. Update on claims process and unresolved claims.	1
12/16/10	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Administration related to creditors.	1
12/16/10	15448	Jonathan Kay	6.50	\$ 3,575.00	6.50	\$ 3,575.00	Preparation for convenience class distributions. Creditor/claims issues. Banking issues. Payment of invoices from PIF accounts 1 & 5. Dealing with contractors in Winnipeg.	1
12/16/10	15092	Jeffrey Rosenberg	8.60	\$ 5,848.00	8.60	\$ 5,848.00	Work with respect to claims. Work with respect to the distribution. Work with respect to tax matters. Work with respect to real property. Work with respect to [REDACTED] companies.	1
12/16/10	14798	Gregory Watson	4.00	\$ 3,220.00	4.00	\$ 3,220.00	Review of claims process status. Review of convenience class calculations and distribution status. Status update on issues outstanding pertaining to Winnipeg office.	1
12/17/10	15448	Jonathan Kay	6.00	\$ 3,300.00	6.00	\$ 3,300.00	Preparation for Convenience Class distribution. Creditor/claims issues. Discussions with LJ Slater and E Pontikakis regarding next steps in Winnipeg.	1
12/17/10	14798	Gregory Watson	6.50	\$ 5,232.50	6.50	\$ 5,232.50	Review of claims process status. Review of convenience class calculations and distribution status. Overview of any other issues.	1
<b>GRAND TOTAL</b>			<b>85.80</b>	<b>\$ 57,116.50</b>	<b>85.80</b>	<b>\$ 57,116.50</b>		

- \$ -



**FTI** Consulting Canada Inc  
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79 Wellington Street West  
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Toronto ON M5K 1G8

December 31, 2010

Canwest Global Communications Corporation  
c/o FTI Consulting Canada  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto, ON M5K 1G8

RE: FTI Matter # 012660.0003  
Invoice # 7257776

Invoice for professional services in the amount of \$31,461.01 for the period from December 20, 2010 to December 31, 2010.

<b>Professional</b>	<b>Hours</b>	<b>Standard Rates</b>	<b>Amount</b>
Gregory Watson	18.00	\$ 805	\$ 14,490.00
Jonathan Kay	23.50	550	12,925.00
Ana Arevalo	1.00	110	110.00
<b>Total Hours and Fees</b>	<b>42.50</b>		<b>\$ 27,525.00</b>
<b>Expenses</b>			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			-
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services			-
(advertising of CCAA process)			-
Miscellaneous Expenses			316.60
<b>Total Expenses</b>			<b>\$ 316.60</b>
<b>Total Fees and Expenses</b>			<b>\$ 27,841.60</b>
13% HST #835718024RT0001			\$ 3,619.41
<b>TOTAL DUE AND PAYABLE UPON RECEIPT</b>			<b>\$ 31,461.01</b>

CanWest Global Communications Corporation  
012660.0003 - December 31, 2010  
Invoice #7257776

Date	TK#	Name	Hours	Amount	Hours	Amount	Narrative	Task Code
12/20/10	14798	Gregory Watson	5.00	\$ 4,025.00	5.00	\$ 4,025.00	Review status of [REDACTED] and preparation. Review status of interim distribution calculations	1
12/20/10	15448	Jonathan Kay	6.00	\$ 3,300.00	6.00	\$ 3,300.00	Creditor/claims issues. Mail review and response including reconciliation of invoices for payment. Creditor/claims issues. Convenience Class distributions.	1
12/21/10	14798	Gregory Watson	4.00	\$ 3,220.00	4.00	\$ 3,220.00	Status update on claims process and unresolved claims. Status update on Service Canada and information regarding withholdings.	1
12/21/10	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Finalize draft edits. Administration related to creditors.	1
12/21/10	15448	Jonathan Kay	2.50	\$ 1,375.00	2.50	\$ 1,375.00	Creditor/claims issues. Work on employee submission to Service Canada regarding withholdings.	1
12/22/10	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Finalize draft edits. Administration related to creditors.	1
12/22/10	15448	Jonathan Kay	2.00	\$ 1,100.00	2.00	\$ 1,100.00	Creditor/claims issues. Banking issues. Convenience class claims calculations and preparations for distribution.	1
12/22/10	14798	Gregory Watson	5.00	\$ 4,025.00	5.00	\$ 4,025.00	Status update on claims process.	1
12/23/10	15448	Jonathan Kay	4.00	\$ 2,200.00	4.00	\$ 2,200.00	Review and sort of forwarded mail. Banking issues. Creditor/claims issues. Review of mail and invoices received. Discussions with Stikemans and M Proven regarding [REDACTED]	1
12/24/10	14798	Gregory Watson	4.00	\$ 3,220.00	4.00	\$ 3,220.00	Status update on claims process.	1
12/29/10	15448	Jonathan Kay	3.00	\$ 1,650.00	3.00	\$ 1,650.00	Response to creditor/claims issues. Review of employee information for submission to Service Canada. Work on employee withholdings for distributions.	1
12/30/10	15448	Jonathan Kay	3.50	\$ 1,925.00	3.50	\$ 1,925.00	Creditor/claims issues. Banking issues and correspondence with Bank of Nova Scotia regarding same. Preparation of Service Canada submission regarding withholdings.	1
12/31/10	15448	Jonathan Kay	2.50	\$ 1,375.00	2.50	\$ 1,375.00	Creditor/claims issues. Review of payments to be made by cheque. Preparation of submission to Service Canada regarding withholdings.	1
<b>GRAND TOTAL</b>			<b>42.50</b>	<b>\$ 27,525.00</b>	<b>42.50</b>	<b>\$ 27,525.00</b>		

- \$ -



**FTI**  
CONSULTING

**Invoice Summary**

Critical thinking at the critical time.™

CanWest Global Communications Corporation  
c/o FTI Consulting Canada  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto, ON M5K 1G8

January 31, 2011  
FTI Invoice No. 29000010  
FTI Job No. 012660.0003  
Terms: Payment on Presentation

Current Invoice Period: Charges Posted through January 31, 2011

<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total</b>
Gregory Watson	Senior Managing Director	\$830.00	76.0	\$63,080.00
Jeffrey Rosenberg	Managing Director	\$700.00	176.6	\$123,620.00
Jodi Porepa	Director	\$575.00	41.5	\$23,862.50
Jonathan Kay	Director	\$575.00	23.0	\$13,225.00
Devi Rajani Villegas	Director	\$575.00	1.0	\$575.00
Peter Taylor	Senior Consultant	\$450.00	31.7	\$14,265.00
Rachel Gillespie	Senior Consultant	\$435.00	5.3	\$2,305.50
Ana Arevalo	Administrative Professional	\$110.00	3.0	\$330.00
Golnaz Haghiri	Administrative Receptionist	\$100.00	19.0	\$1,900.00
<b>Total Hours and Fees</b>			<b>377.1</b>	<b>\$243,163.00</b>
Supplies				\$22.47
<b>Total Expenses</b>				<b>\$22.47</b>
<b>HST Registration No. 835718024RT0001</b>				<b>\$31,614.11</b>
<b>Invoice Total for Current Period</b>				<b>\$274,799.58</b>

CanWest Global Communications Corporation  
012660.0003 - January 31, 2011  
Invoice # 29000010

Date	TK#	Name	Hours	Amount	Hours	Amount	Narrative	Task Code
01/03/11	15092	Jeffrey Rosenberg	3.00	\$ 2,100.00	3.00	\$ 2,100.00	Review of emails and correspondence.	1
01/04/11	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Finalize draft edits. Administration related to creditors.	1
01/04/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Review HRSDC/Service Canada matters. Review Ministry of revenue issues. Dealing with chapter 15 matters.	1
01/04/11	15448	Jonathan Kay	5.50	\$ 3,162.50	5.50	\$ 3,162.50	Review and categorization of forwarded mail from Winnipeg offices. Review and reconcile invoices to be paid out of PIF accounts 1 and 5. Banking issues.	1
01/04/11	15092	Jeffrey Rosenberg	10.20	\$ 7,140.00	10.20	\$ 7,140.00	Work on HRSDC/Service Canada matters. Review of mail and invoices, creditor matters. Ministry of revenue issues. Dealing with chapter 15 matters. Review of emails.	1
01/05/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Review outstanding issues on tax matters.	1
01/05/11	15448	Jonathan Kay	6.00	\$ 3,450.00	6.00	\$ 3,450.00	Work on convenience class distributions including submission for withholdings. Mail review. Review and reconcile invoices. Banking issues.	1
01/05/11	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Finalize draft edits. Administration related to creditors.	1
01/05/11	15092	Jeffrey Rosenberg	8.20	\$ 5,740.00	8.20	\$ 5,740.00	Review of correspondence and mail. Work on creditor matters. Work on [REDACTED]	1
01/06/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	General and preliminary distribution review. Update on [REDACTED]	1
01/06/11	15448	Jonathan Kay	6.00	\$ 3,450.00	6.00	\$ 3,450.00	Invoice and Canwest mail review. Banking issues and multiple discussions with Bank of Nova Scotia regarding same. Creditor/claims issues.	1
01/06/11	15092	Jeffrey Rosenberg	9.20	\$ 6,440.00	9.20	\$ 6,440.00	Dealing with banking matters. Review of mail and invoices. Review of disbursements. Review of foreign subsidiary matters. Distribution matters with respect to employees.	1
01/07/11	15448	Jonathan Kay	5.50	\$ 3,162.50	5.50	\$ 3,162.50	Invoice review and cheque issuance. Memo regarding [REDACTED] Banking issues and multiple discussions with Bank of Nova Scotia regarding same. Creditor/claims issues.	1
01/07/11	14798	Gregory Watson	3.00	\$ 2,490.00	3.00	\$ 2,490.00	Review of outstanding issues with banking matters. Review of foreign subsidiary matters. Distribution matters with respect to employees.	1
01/07/11	15532	Jodi Porepa	1.60	\$ 920.00	1.60	\$ 920.00	Review of invoices.	1
01/07/11	15092	Jeffrey Rosenberg	5.20	\$ 3,640.00	5.20	\$ 3,640.00	Review of Irish entities financial statements and engagement letter. Work with respect to claims. Review of disbursements.	1
01/10/11	15532	Jodi Porepa	1.50	\$ 862.50	1.50	\$ 862.50	Reviewing Irish entity engagement letter regarding tax work.	1
01/10/11	15092	Jeffrey Rosenberg	4.70	\$ 3,290.00	4.70	\$ 3,290.00	Work on foreign subsidiary matters. Work on claims.	1
01/10/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Distribution matters with respect to employees.	1
01/11/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	Review of outstanding tax issues and other general issues.	1
01/11/11	15532	Jodi Porepa	1.40	\$ 805.00	1.40	\$ 805.00	Discussions with Jrosenberg. Discussions with Stikemans regarding specific claims.	1
01/11/11	15092	Jeffrey Rosenberg	10.20	\$ 7,140.00	10.20	\$ 7,140.00	Work on foreign subsidiary matters. Review of disbursements. Work on distributions. Work on claims. Responding to creditor calls.	1
01/11/11	15092	Jeffrey Rosenberg	3.80	\$ 2,660.00	3.80	\$ 2,660.00	Work on foreign subsidiary matters and claims.	1
01/12/11	15532	Jodi Porepa	1.50	\$ 862.50	1.50	\$ 862.50	Dealing with claims issues. Reviewing invoices to be signed and distributions to be made from Monitor accounts.	1
01/12/11	15092	Jeffrey Rosenberg	9.70	\$ 6,790.00	9.70	\$ 6,790.00	Review of [REDACTED] Work on foreign subsidiary matters. Chapter 15 matters. Dealing with creditor inquiries and other creditor issues.	1
01/12/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Status update regarding Irish entities financial statements and engagement letter. Work with respect to claims. Review of disbursements.	1

01/12/11	15120	Brogan Taylor	1.80	\$	810.00	1.80	\$	810.00	Review claims data workbooks and draft language for convenience class distribution cover letter. Finalize convenience class claims data and format for cheque run. Meet with Jonathan Kay regarding convenience class distributions and claims workbook.	1
01/13/11	14798	Gregory Watson	5.00	\$	4,150.00	5.00	\$	4,150.00	Review with respect to claims. Review of disbursements.	1
01/13/11	15120	Brogan Taylor	3.80	\$	1,710.00	3.80	\$	1,710.00	Complete distribution data work and prepare for cheque run. Separate out convenience class claims that require manual generated payments. Discussions with Jonathan Kay regarding estate accounts and logistics.	1
01/13/11	15532	Jodi Porepa	1.50	\$	862.50	1.50	\$	862.50	Dealing with Irish subsidiaries. Dealing with claims issues. Reviewing Plan.	1
01/13/11	15092	Jeffrey Rosenberg	11.20	\$	7,840.00	11.20	\$	7,840.00	Foreign subsidiary matters. Work on [REDACTED] Review of disbursements. Work on distributions.	1
01/14/11	15768	Golnaz Haghiri	3.00	\$	300.00	3.00	\$	300.00	Administrative duties.	1
01/14/11	14798	Gregory Watson	4.00	\$	3,320.00	4.00	\$	3,320.00	Review with respect to claims. Review of disbursements.	1
01/14/11	15120	Brogan Taylor	5.00	\$	2,250.00	5.00	\$	2,250.00	Hand-off meeting with FTI staff. Print first set of convenience class distribution cheques and finalize cover letter to accompany distributions. Discussions with Jonathan Kay regarding claims register.	1
01/14/11	15092	Jeffrey Rosenberg	8.00	\$	5,600.00	8.00	\$	5,600.00	Work with respect to foreign entities. Work on creditor issues. Review of invoices for payment. Review of outstanding claims. Review of file issues with Jonathan Kay.	1
01/14/11	15532	Jodi Porepa	1.70	\$	977.50	1.70	\$	977.50	Review with JKay and JRosenberg and BTaylor. Discussions regarding convenience class claims. Responding to creditor enquiries.	1
01/17/11	15092	Jeffrey Rosenberg	3.40	\$	2,380.00	3.40	\$	2,380.00	Work with respect to claims. Work with respect to foreign entity matters. Work with respect to tax matters.	1
01/17/11	15768	Golnaz Haghiri	6.00	\$	600.00	6.00	\$	600.00	Administrative duties.	1
01/17/11	15532	Jodi Porepa	0.70	\$	402.50	0.70	\$	402.50	Responding to creditor inquiries. Responding to Stikemans regarding issue.	1
01/17/11	14798	Gregory Watson	4.00	\$	3,320.00	4.00	\$	3,320.00	Review with respect to claims. Review of disbursements.	1
01/18/11	15532	Jodi Porepa	8.00	\$	4,600.00	8.00	\$	4,600.00	Prepare appendices for Court Report. Dealing with claims issues.	1
01/18/11	15092	Jeffrey Rosenberg	5.20	\$	3,640.00	5.20	\$	3,640.00	Review of disbursements. Work on claims. Respond to creditor enquiries.	1
01/19/11	15273	Ana Arevalo	1.00	\$	110.00	1.00	\$	110.00	Preparing envelopes for distribution mass mailing.	1
01/19/11	15532	Jodi Porepa	3.50	\$	2,012.50	3.50	\$	2,012.50	Prepare appendices for Court Report. Dealing with claims issues.	1
01/19/11	15092	Jeffrey Rosenberg	5.40	\$	3,780.00	5.40	\$	3,780.00	Respond to creditor enquires. Review of mail. Review of tax matters. Dealing with chapter 15 matters.	1
01/20/11	15273	Ana Arevalo	1.00	\$	110.00	1.00	\$	110.00	Preparing envelopes for distribution mass mailing.	1
01/20/11	15092	Jeffrey Rosenberg	5.40	\$	3,780.00	5.40	\$	3,780.00	Review of disbursements. Work on claims. Correspondence from creditors.	1
01/20/11	14844	Devi Rajani	1.00	\$	575.00	1.00	\$	575.00	Assisting with administrative work and logistics regarding upcoming distribution.	1
01/21/11	15768	Golnaz Haghiri	1.00	\$	100.00	1.00	\$	100.00	Administrative duties.	1
01/21/11	15532	Jodi Porepa	3.00	\$	1,725.00	3.00	\$	1,725.00	Follow up on claimant calls. Review claims distributions and convenience class items.	1
01/21/11	14798	Gregory Watson	4.00	\$	3,320.00	4.00	\$	3,320.00	Review with respect to claims. Review of disbursements.	1
01/21/11	15092	Jeffrey Rosenberg	3.20	\$	2,240.00	3.20	\$	2,240.00	Work on employee claims. Work on foreign subsidiaries. Dealing with correspondence from creditors.	1
01/24/11	15532	Jodi Porepa	2.00	\$	1,150.00	2.00	\$	1,150.00	Responding to creditor inquiries. Reviewing billing.	1
01/24/11	15092	Jeffrey Rosenberg	10.60	\$	7,420.00	10.60	\$	7,420.00	Attend at Stikemans for meeting on various outstanding issues. Work with respect to foreign entities. Work on creditor matters. Review of convenience class cheque list. Work on labour claims.	1
01/24/11	15120	Brogan Taylor	4.80	\$	2,160.00	4.80	\$	2,160.00	Meeting with FTI regarding the convenience class distributions. Convenience Class Distribution modeling and review of information transitioned from Jonathan Kay. Claim data analysis regarding number and quantum of claims which remain outstanding.	1
01/24/11	14798	Gregory Watson	5.00	\$	4,150.00	5.00	\$	4,150.00	Dealing with tax matters. Reviewing draft distribution detail.	1

01/25/11	15768	Golnaz Haghiri	3.00	\$ 300.00	3.00	\$ 300.00	Sorting Mail.	1
01/25/11	15092	Jeffrey Rosenberg	12.80	\$ 8,960.00	12.80	\$ 8,960.00	Work on foreign subsidiary matters. Work on report to plan sponsor.	1
01/25/11	14798	Gregory Watson	6.00	\$ 4,980.00	6.00	\$ 4,980.00	Overview of claims procedure status and unresolved claims. Review of other matters.	1
01/25/11	15532	Jodi Porepa	7.00	\$ 4,025.00	7.00	\$ 4,025.00	Drafting final report. Organizing Post-Filing Claims Process.	1
01/25/11	15120	Brogan Taylor	2.80	\$ 1,260.00	2.80	\$ 1,260.00	Review convenience class claim cheques and identify those which need to be set aside for further review. Compare convenience class claim distribution analysis with CMI Claims Register.	1
01/26/11	15014	Rachel Gillespie	0.80	\$ 348.00	0.80	\$ 348.00	Providing support for Monitor's Report preparation.	1
01/26/11	15532	Jodi Porepa	4.00	\$ 2,300.00	4.00	\$ 2,300.00	Redrafting final report. Pulling together summary of accounts.	1
01/26/11	15092	Jeffrey Rosenberg	14.90	\$ 10,430.00	14.90	\$ 10,430.00	Work on report to Shaw. Work on claims. Return creditor calls. Review of disbursements. Work on tax matters. Review of bank accounts.	1
01/26/11	15120	Brogan Taylor	4.00	\$ 1,800.00	4.00	\$ 1,800.00	Reconciled convenience class claims analysis with CMI Claims Register. Check certain claims with records on file. Discuss convenience class distributions with Jeff Rosenberg. Check distribution lists with claims data provided by Jonathan Kay.	1
01/26/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	Review report and discussions regarding [REDACTED]. Review draft distribution. Follow up on status of wind up matters.	1
01/27/11	15120	Brogan Taylor	1.50	\$ 675.00	1.50	\$ 675.00	Review excel workbooks for convenience class distributions and reconciled data to ensure proper claims are included in analysis for distribution.	1
01/27/11	15768	Golnaz Haghiri	4.00	\$ 400.00	4.00	\$ 400.00	Printing cheques and envelopes in preparation for initial distribution.	1
01/27/11	15092	Jeffrey Rosenberg	9.60	\$ 6,720.00	9.60	\$ 6,720.00	Work on report to Shaw. Work on foreign subsidiary matters. Work on tax matters. Respond to creditor questions.	1
01/27/11	15532	Jodi Porepa	1.50	\$ 862.50	1.50	\$ 862.50	Helping with drafting questions. Follow up with creditor inquiries.	1
01/27/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Review report to Shaw. Review foreign subsidiary matters.	1
01/28/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Review convenience class distribution. Review work with respect to Winnipeg Condominium.	1
01/28/11	15120	Brogan Taylor	4.00	\$ 1,800.00	4.00	\$ 1,800.00	Discussions regarding logistics of convenience class claim distributions and transfer of funds between accounts. Review certain claims in physical files.	1
01/28/11	15014	Rachel Gillespie	0.50	\$ 217.50	0.50	\$ 217.50	Responding to claim inquiries	1
01/28/11	15768	Golnaz Haghiri	2.00	\$ 200.00	2.00	\$ 200.00	Administrative duties regarding claims process.	1
01/28/11	15532	Jodi Porepa	1.00	\$ 575.00	1.00	\$ 575.00	Responding to creditor inquiries.	1
01/28/11	15092	Jeffrey Rosenberg	8.20	\$ 5,740.00	8.20	\$ 5,740.00	Return correspondence and calls from creditors. Work on convenience class distribution. Transferring of funds. Work with respect to Winnipeg Condominium.	1
01/30/11	15092	Jeffrey Rosenberg	5.30	\$ 3,710.00	5.30	\$ 3,710.00	Review of creditor queries. Work on post filing claims procedure. Work on Winnipeg condo matter.	1
01/31/11	15014	Rachel Gillespie	4.00	\$ 1,740.00	4.00	\$ 1,740.00	Responding to claim inquiries	1
01/31/11	15532	Jodi Porepa	1.60	\$ 920.00	1.60	\$ 920.00	Discussions with Stikeman regarding claimant inquiries. Discussions with Canwest in respect of [REDACTED]. Discussions with JRosenberg regarding CMI. Follow up with creditor inquiries.	1
01/31/11	15092	Jeffrey Rosenberg	9.20	\$ 6,440.00	9.20	\$ 6,440.00	Foreign creditor matters. Review of claims. Review of disbursements. Dealing with tax matters.	1
01/31/11	15120	Brogan Taylor	4.00	\$ 1,800.00	4.00	\$ 1,800.00	Search claims files for specific creditor claims and sort through old files and binders to obtain full history of claims.	1
01/31/11	14798	Gregory Watson	6.00	\$ 4,980.00	6.00	\$ 4,980.00	Review work on post filing claims procedure. Review status on Winnipeg condo matter.	1

<b>GRAND TOTAL</b>	<b>377.10</b>	<b>\$ 243,163.00</b>	<b>377.10</b>	<b>\$ 243,163.00</b>
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Critical thinking at the critical time.™

CanWest Global Communications Corporation  
c/o FTI Consulting Canada Inc.  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto, ON M5K 1G8

## Invoice Summary

February 28, 2011  
FTI Invoice No. 29000032  
FTI Job No. 012660.0003  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through February 28, 2011

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Name	Title	Rate	Hours	Total
Gregory Watson	Senior Managing Director	\$830.00	99.0	\$82,170.00
Jeffrey Rosenberg	Managing Director	\$700.00	182.9	\$128,030.00
Jodi Porepa	Director	\$575.00	40.6	\$23,345.00
Pamela Luthra	Director	\$550.00	0.4	\$220.00
Peter Taylor	Senior Consultant	\$450.00	20.1	\$9,045.00
Rachel Gillespie	Senior Consultant	\$435.00	65.1	\$28,318.50
Ana Arevalo	Administrative Professional	\$110.00	2.0	\$220.00
Golnaz Haghiri	Administrative Receptionist	\$100.00	28.0	\$2,800.00
<b>Total Hours and Fees</b>			<b>438.1</b>	<b>\$274,148.50</b>
Other/Miscellaneous				\$395.30
<b>Total Expenses</b>				<b>\$395.30</b>
<b>HST Registration No. 835718024RT0001</b>				<b>\$35,690.69</b>
<b>Invoice Total for Current Period</b>				<b>\$310,234.49</b>

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CanWest Global Communications Corporation  
012660.0003 - February 28, 2011  
Invoice #29000032

Date	TK#	Name	Hours	Amount	Hours	Amount	Narrative	Task Code
02/01/11	15273	Ana Arevalo	1.00	\$ 110.00	1.00	\$ 110.00	Finalize draft edits. Administration related to creditors.	1
02/01/11	15014	Rachel Gillespie	2.00	\$ 870.00	2.00	\$ 870.00	Responding to claim inquiries.	1
02/01/11	15768	Golnaz Haghiri	2.00	\$ 200.00	2.00	\$ 200.00	Performing administrative duties.	1
02/01/11	15092	Jeffrey Rosenberg	8.30	\$ 5,810.00	8.30	\$ 5,810.00	Work with respect to foreign entities. Review of disbursements. Work with respect to [REDACTED] Review of claims. Work on tax matters.	1
02/01/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Review outstanding issues regarding foreign subsidiaries. Review final court report.	1
02/02/11	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Finalize draft edits. Administration related to creditors.	1
02/02/11	15092	Jeffrey Rosenberg	9.80	\$ 6,860.00	9.80	\$ 6,860.00	Review of claims and disbursements. Discussions with Stikemans regarding Plan Emergence agreement. Discussion with Robin Schwill regarding PIF payments.	1
02/02/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	Review tax matters. Status update on report.	1
02/03/11	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Finalize draft edits. Administration related to creditors.	1
02/03/11	15092	Jeffrey Rosenberg	8.70	\$ 6,090.00	8.70	\$ 6,090.00	Review of record motion. Review and revise the court report. Review creditor queries. Review of post filing claims.	1
02/03/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	Status update with respect to Directors & Officers Claims.	1
02/04/11	15768	Golnaz Haghiri	3.00	\$ 300.00	3.00	\$ 300.00	Performing administrative duties.	1
02/04/11	15092	Jeffrey Rosenberg	8.00	\$ 5,600.00	8.00	\$ 5,600.00	Work on foreign subsidiary matters. Work on court report. Review of correspondence. Work with respect to Directors & Officers Claims. Work on creditor queries.	1
02/04/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	Review tax matters. Status update on report.	1
02/06/11	14798	Gregory Watson	2.00	\$ 1,660.00	2.00	\$ 1,660.00	Review and provide comments on Monitors 21st Report.	1
02/07/11	15014	Rachel Gillespie	0.50	\$ 217.50	0.50	\$ 217.50	Responding to claim inquiries.	1
02/07/11	15768	Golnaz Haghiri	3.50	\$ 350.00	3.50	\$ 350.00	Performing administrative duties. Preparation of cheques.	1
02/07/11	15092	Jeffrey Rosenberg	10.80	\$ 7,560.00	10.80	\$ 7,560.00	Discuss foreign subsidiary matters. Respond to creditor claims and calls. Draft/review Monitor's Report. Deal with pension matters.	1
02/07/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	Review outstanding [REDACTED] and file update.	1
02/08/11	15014	Rachel Gillespie	1.50	\$ 652.50	1.50	\$ 652.50	Responding to claim inquiries.	1
02/08/11	15092	Jeffrey Rosenberg	9.40	\$ 6,580.00	9.40	\$ 6,580.00	Work on tax matters. Return creditor queries. Return call to [REDACTED] Review of claims. Review of creditor queries.	1
02/08/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	General	1
02/09/11	15014	Rachel Gillespie	2.00	\$ 870.00	2.00	\$ 870.00	Responding to claim inquiries.	1
02/09/11	15768	Golnaz Haghiri	2.50	\$ 250.00	2.50	\$ 250.00	Performing administrative duties. Updating the [REDACTED]	1
02/09/11	15092	Jeffrey Rosenberg	10.10	\$ 7,070.00	10.10	\$ 7,070.00	Review of Communications Energy and Paperworkers Union Factum and material. Respond to creditor queries. Discuss [REDACTED] matters.	1
02/09/11	14798	Gregory Watson	6.00	\$ 4,980.00	6.00	\$ 4,980.00	Review status of [REDACTED]. Discussions regarding distribution issues and motion for this Friday.	1
02/10/11	15014	Rachel Gillespie	4.00	\$ 1,740.00	4.00	\$ 1,740.00	Responding to claim inquiries.	1
02/10/11	15532	Jodi Forepa	2.10	\$ 1,207.50	2.10	\$ 1,207.50	Updating website for motion material filed. Discussions with JRosenberg regarding next steps and outstanding items. Discussions regarding invoices received to date.	1
02/10/11	15092	Jeffrey Rosenberg	11.10	\$ 7,770.00	11.10	\$ 7,770.00	Conference call with creditors. Review of claims. Preparation for court and review of materials. Review of correspondence. Work on foreign subsidiary matters.	1
02/10/11	15120	Brogan Taylor	1.80	\$ 810.00	1.80	\$ 810.00	Correspondence with representative from HRSDC/Service Canada in regards to the listing of convenience class distributions to individuals. Review listing of distributions provided to HRSDC/Service Canada and identify additional data to gather and breakdown for their review.	1
02/10/11	14798	Gregory Watson	7.00	\$ 5,810.00	7.00	\$ 5,810.00	Review tax matters. Status update on report.	1
02/11/11	15014	Rachel Gillespie	4.80	\$ 2,088.00	4.80	\$ 2,088.00	Responding to claim inquiries.	1
02/11/11	15092	Jeffrey Rosenberg	8.00	\$ 5,600.00	8.00	\$ 5,600.00	Attend in court. Review of correspondence. Review creditor queries.	1

02/11/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	General	1
02/14/11	15014	Rachel Gillespie	7.00	\$ 3,045.00	7.00	\$ 3,045.00	Responding to claim inquiries. Administration regarding change of address. Closing utility accounts	1
02/14/11	15092	Jeffrey Rosenberg	8.80	\$ 6,160.00	8.80	\$ 6,160.00	Review of correspondence and mail. Process disbursements. Foreign entity matters.	1
02/14/11	14798	Gregory Watson	6.00	\$ 4,980.00	6.00	\$ 4,980.00	Review outstanding [REDACTED] and file update.	1
02/15/11	15014	Rachel Gillespie	7.30	\$ 3,175.50	7.30	\$ 3,175.50	Responding to claim inquiries. Administration regarding change of address. Closing utility accounts.	1
02/15/11	15768	Golnaz Haghiri	2.00	\$ 200.00	2.00	\$ 200.00	Performing administrative duties. Sorting through mail.	1
02/15/11	15092	Jeffrey Rosenberg	8.70	\$ 6,090.00	8.70	\$ 6,090.00	Calls to creditors. Work on foreign entity matters. Work on claims.	1
02/15/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Status update on outstanding issues.	1
02/16/11	15014	Rachel Gillespie	8.00	\$ 3,480.00	8.00	\$ 3,480.00	Responding to claim inquiries. Administration regarding change of address. Closing utility accounts.	1
02/16/11	15768	Golnaz Haghiri	4.00	\$ 400.00	4.00	\$ 400.00	Performing administrative duties. Updating the Ascend system. Preparation of cheques.	1
02/16/11	15092	Jeffrey Rosenberg	6.40	\$ 4,480.00	6.40	\$ 4,480.00	Return creditor calls. Work on tax matters.	1
02/16/11	15120	Brogan Taylor	4.00	\$ 1,800.00	4.00	\$ 1,800.00	Review register and system for convenience class distributions. [REDACTED] Discussions with Rachel Gillespie.	1
02/16/11	14798	Gregory Watson	6.00	\$ 4,980.00	6.00	\$ 4,980.00	General file update.	1
02/17/11	15014	Rachel Gillespie	4.00	\$ 1,740.00	4.00	\$ 1,740.00	Responding to claim inquiries. Administration regarding change of address and closing utility accounts	1
02/17/11	15014	Rachel Gillespie	4.00	\$ 1,740.00	4.00	\$ 1,740.00	Drafting Report for [REDACTED]	1
02/17/11	14888	Pamela Luthra	0.40	\$ 220.00	0.40	\$ 220.00	Internal meeting to discuss CMI [REDACTED]	1
02/17/11	15532	Jodi Porepa	2.00	\$ 1,150.00	2.00	\$ 1,150.00	Review with Rgillespie report for CMI. Review presentation with Jrosenberg. Read through presentation.	1
02/17/11	15092	Jeffrey Rosenberg	10.20	\$ 7,140.00	10.20	\$ 7,140.00	Work on creditor inquires. Work on tax matters. Work on disbursements.	1
02/17/11	15120	Brogan Taylor	3.50	\$ 1,575.00	3.50	\$ 1,575.00	[REDACTED]	1
02/18/11	15014	Rachel Gillespie	9.50	\$ 4,132.50	9.50	\$ 4,132.50	Drafting Report for [REDACTED]	1
02/18/11	15768	Golnaz Haghiri	2.50	\$ 250.00	2.50	\$ 250.00	Performing administrative duties. Updating the Ascend system. Preparation of cheques.	1
02/18/11	15092	Jeffrey Rosenberg	4.10	\$ 2,870.00	4.10	\$ 2,870.00	Work on creditor queries and tax matters.	1
02/18/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	Review outstanding tax issues and file update.	1
02/19/11	15014	Rachel Gillespie	5.00	\$ 2,175.00	5.00	\$ 2,175.00	Drafting Report [REDACTED]	1
02/19/11	15120	Brogan Taylor	0.50	\$ 225.00	0.50	\$ 225.00	Correspondence regarding Convenience Class Distributions and breakdown of claimant and claim details.	1
02/20/11	15532	Jodi Porepa	5.00	\$ 2,875.00	5.00	\$ 2,875.00	Drafting CMI Report .	1
02/21/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Status update with FTI team.	1
02/22/11	15532	Jodi Porepa	5.80	\$ 3,335.00	5.80	\$ 3,335.00	Drafting CMI Report.	1
02/22/11	15092	Jeffrey Rosenberg	11.20	\$ 7,840.00	11.20	\$ 7,840.00	Reviewing tax matters. Dealing with [REDACTED] Responding to creditor matters.	1
02/22/11	15120	Brogan Taylor	1.80	\$ 810.00	1.80	\$ 810.00	Field calls from creditors receiving distribution cheques regarding allocation of payments. [REDACTED]	1
02/22/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	Status update [REDACTED]	1
02/23/11	15014	Rachel Gillespie	1.50	\$ 652.50	1.50	\$ 652.50	Addressing creditor inquiries.	1
02/23/11	15768	Golnaz Haghiri	3.00	\$ 300.00	3.00	\$ 300.00	Performing administrative duties including: organizing bank statements, logging inquiries.	1

02/23/11	15532	Jodi Porepa	8.00	\$ 4,600.00	8.00	\$ 4,600.00	Reviewing and Revising [REDACTED] Meeting with Stikemans to review the report.	1
02/23/11	15092	Jeffrey Rosenberg	11.50	\$ 8,050.00	11.50	\$ 8,050.00	[REDACTED] Dealing with customer enquiries. Review of disbursements.	1
02/23/11	15120	Brogan Taylor	4.50	\$ 2,025.00	4.50	\$ 2,025.00	Reviewed and revised list of claimants to receive convenience payments. Field phone calls and return voicemail from CMI creditors regarding the convenience class distributions they have received.	1
02/23/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Status update with FTI team.	1
02/24/11	15014	Rachel Gillespie	1.00	\$ 435.00	1.00	\$ 435.00	Addressing creditor inquiries.	1
02/24/11	15532	Jodi Porepa	8.20	\$ 4,715.00	8.20	\$ 4,715.00	Reviewing and Revising [REDACTED]	1
02/24/11	15092	Jeffrey Rosenberg	11.30	\$ 7,910.00	11.30	\$ 7,910.00	[REDACTED] Dealing with creditor enquiries.	1
02/24/11	15120	Brogan Taylor	2.50	\$ 1,125.00	2.50	\$ 1,125.00	Responding to phone calls with creditors regarding convenience class distributions. Review claimants and remaining claims.	1
02/24/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	Review general matters. Prepare for upcoming meeting with Canada Revenue Agency.	1
02/25/11	15014	Rachel Gillespie	1.50	\$ 652.50	1.50	\$ 652.50	Addressing creditor inquiries.	1
02/25/11	15768	Golnaz Haghiri	0.50	\$ 50.00	0.50	\$ 50.00	Opening and sorting mail.	1
02/25/11	15532	Jodi Porepa	5.00	\$ 2,875.00	5.00	\$ 2,875.00	[REDACTED] for discussions with Stikemans.	1
02/25/11	15092	Jeffrey Rosenberg	7.50	\$ 5,250.00	7.50	\$ 5,250.00	[REDACTED] with creditor queries.	1
02/25/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	[REDACTED] Discussions regarding claims status.	1
02/26/11	15092	Jeffrey Rosenberg	6.10	\$ 4,270.00	6.10	\$ 4,270.00	[REDACTED]	1
02/27/11	15092	Jeffrey Rosenberg	5.80	\$ 4,060.00	5.80	\$ 4,060.00	[REDACTED]	1
02/28/11	15014	Rachel Gillespie	1.50	\$ 652.50	1.50	\$ 652.50	Responding to claim inquiries.	1
02/28/11	15768	Golnaz Haghiri	5.00	\$ 500.00	5.00	\$ 500.00	Performing administrative duties. [REDACTED]	1
02/28/11	15532	Jodi Porepa	4.50	\$ 2,587.50	4.50	\$ 2,587.50	[REDACTED]	1
02/28/11	15092	Jeffrey Rosenberg	7.10	\$ 4,970.00	7.10	\$ 4,970.00	[REDACTED] Dealing with and responding to creditor queries.	1
02/28/11	15120	Brogan Taylor	1.50	\$ 675.00	1.50	\$ 675.00	Correspondence with claimants regarding distribution cheques and allocations of the amounts received.	1
02/28/11	14798	Gregory Watson	7.00	\$ 5,810.00	7.00	\$ 5,810.00	[REDACTED]	1
<b>GRAND TOTAL</b>			<b>438.10</b>	<b>\$ 274,148.50</b>	<b>438.10</b>	<b>\$ 274,148.50</b>		

- \$ -



## Invoice Summary

Critical thinking at the critical time.<sup>SM</sup>

CanWest Global Communications Corporation  
c/o FTI Consulting Canada Inc.  
79 Wellington Street West  
Suite 2010, P.O. Box 104  
Toronto, ON M5K 1G8

March 16, 2011  
FTI Invoice No. 29000037  
FTI Job No. 012660.0003  
Terms Payment on Presentation

Current Invoice Period: Charges Posted through March 13, 2011

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Name	Title	Rate	Hours	Total
Gregory Watson	Senior Managing Director	\$830.00	43.0	\$35,690.00
Jeffrey Rosenberg	Managing Director	\$700.00	86.9	\$60,830.00
Jodi Porepa	Director	\$575.00	9.9	\$5,692.50
Peter Taylor	Senior Consultant	\$450.00	8.0	\$3,600.00
Rachel Gillespie	Senior Consultant	\$435.00	20.3	\$8,830.50
Ana Arevalo	Administrative Professional	\$110.00	1.0	\$110.00
Golnaz Haghiri	Administrative Receptionist	\$100.00	10.0	\$1,000.00
<b>Total Hours and Fees</b>			<b>179.1</b>	<b>\$115,753.00</b>
Subsistence				\$418.94
Mileage				\$46.90
Business Meals				\$23.00
Other/Miscellaneous				\$68.54
Transportation				\$4,360.41
<b>Total Expenses</b>				<b>\$4,917.79</b>
<b>HST Registration No. 835718024RT0001</b>				<b>\$15,687.20</b>
<b>Invoice Total for Current Period</b>				<b>\$136,357.99</b>

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CanWest Global Communications Corporation  
012660.0003 - March 13, 2011  
Invoice # 29000037

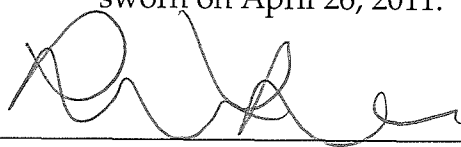
Date	TK#	Name	Hours	Amount	Hours	Amount	Narrative	Task Code
03/01/11	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Administration related to creditors.	1
03/01/11	15014	Rachel Gillespie	5.00	\$ 2,175.00	5.00	\$ 2,175.00	Responding to claim inquiries. Closing utility accounts	1
03/01/11	15768	Golnaz Haghiri	2.00	\$ 200.00	2.00	\$ 200.00	Performing administrative duties. Sorting through mail.	1
03/01/11	15532	Jodi Porepa	4.00	\$ 2,300.00	4.00	\$ 2,300.00	Performing administrative duties. Sorting through mail.	1
03/01/11	15092	Jeffrey Rosenberg	14.60	\$ 10,220.00	14.60	\$ 10,220.00	Review of financial statements.	1
03/01/11	15120	Brogan Taylor	3.50	\$ 1,575.00	3.50	\$ 1,575.00	Review claim files and assess duplicate claimants on distribution list. Field calls from claimants inquiring about the convenience class distributions.	1
03/01/11	14798	Gregory Watson	10.00	\$ 8,300.00	10.00	\$ 8,300.00	including review and edit reporting package.	1
03/02/11	15014	Rachel Gillespie	4.00	\$ 1,740.00	4.00	\$ 1,740.00	Responding to claim inquiries. Closing utility accounts	1
03/02/11	15532	Jodi Porepa	1.60	\$ 920.00	1.60	\$ 920.00		1
03/02/11	15092	Jeffrey Rosenberg	12.00	\$ 8,400.00	12.00	\$ 8,400.00		1
03/02/11	14798	Gregory Watson	12.00	\$ 9,960.00	12.00	\$ 9,960.00		1
03/03/11	15273	Ana Arevalo	0.50	\$ 55.00	0.50	\$ 55.00	Administration related to creditors.	1
03/03/11	15014	Rachel Gillespie	4.50	\$ 1,957.50	4.50	\$ 1,957.50	Responding to claim inquiries. Closing utility accounts	1
03/03/11	15092	Jeffrey Rosenberg	12.10	\$ 8,470.00	12.10	\$ 8,470.00	Dealing with creditor queries. Review of information. Reviewing outstanding issues with Status update on general file matters.	1
03/03/11	15120	Brogan Taylor	3.50	\$ 1,575.00	3.50	\$ 1,575.00	Review paper claims and online claims database for additional information in	1
03/04/11	15092	Jeffrey Rosenberg	3.70	\$ 2,590.00	3.70	\$ 2,590.00	Dealing with creditor queries. Responding to tax matters.	1
03/07/11	15014	Rachel Gillespie	4.00	\$ 1,740.00	4.00	\$ 1,740.00	Addressing creditor inquiries.	1
03/07/11	15768	Golnaz Haghiri	3.00	\$ 300.00	3.00	\$ 300.00	Performing administrative duties. Sorting through mail.	1
03/07/11	15092	Jeffrey Rosenberg	10.90	\$ 7,630.00	10.90	\$ 7,630.00	Dealing with outstanding issues on Responding to creditor queries. Dealing with matters. Discussion with Stikemans on several matters. Follow up with respect to	1
03/07/11	14798	Gregory Watson	4.00	\$ 3,320.00	4.00	\$ 3,320.00	Status update with FTI team.	1
03/08/11	15014	Rachel Gillespie	0.50	\$ 217.50	0.50	\$ 217.50	Addressing creditor inquiries.	1
03/08/11	15532	Jodi Porepa	1.50	\$ 862.50	1.50	\$ 862.50	Discussions with JRosenberg. Review of next steps. Follow up with Stikemans regarding bankruptcies. Follow up with creditor inquiries.	1
03/08/11	15092	Jeffrey Rosenberg	10.40	\$ 7,280.00	10.40	\$ 7,280.00	Dealing with tax matters. Follow up on Review of correspondence. Responding to creditor matters and queries.	1
03/08/11	15120	Brogan Taylor	1.00	\$ 450.00	1.00	\$ 450.00	Discuss Bankruptcy filings and their implications to the CMI claim distributions. Review convenience class payments issued to identify further details with respect to the Bankrupt entities.	1
03/08/11	14798	Gregory Watson	5.00	\$ 4,150.00	5.00	\$ 4,150.00	Review tax matters. Status update on report.	1
03/09/11	15014	Rachel Gillespie	0.30	\$ 130.50	0.30	\$ 130.50	Addressing creditor inquiries.	1
03/09/11	15768	Golnaz Haghiri	5.00	\$ 500.00	5.00	\$ 500.00	Performing administrative duties. Updating the Ascend system. Preparation of cheques.	1
03/09/11	15092	Jeffrey Rosenberg	10.10	\$ 7,070.00	10.10	\$ 7,070.00	Settling of Claims. Review of disbursements. Creditor queries.	1
03/09/11	14798	Gregory Watson	6.00	\$ 4,980.00	6.00	\$ 4,980.00	Review tax matters. Status update on report.	1
03/10/11	15014	Rachel Gillespie	1.50	\$ 652.50	1.50	\$ 652.50	Addressing creditor inquiries.	1
03/10/11	15532	Jodi Porepa	1.30	\$ 747.50	1.30	\$ 747.50	Go through items. Walk through cover letter with	1
03/10/11	15092	Jeffrey Rosenberg	9.10	\$ 6,370.00	9.10	\$ 6,370.00	Finalizing disbursements. Correspondence with creditors where needed. Review of financial information. Review of tax materials.	1
03/10/11	14798	Gregory Watson	6.00	\$ 4,980.00	6.00	\$ 4,980.00	Status update with FTI team.	1
03/11/11	15014	Rachel Gillespie	0.50	\$ 217.50	0.50	\$ 217.50	Addressing creditor inquiries.	1

03/11/11	15532	Jodi Porepa	1.50	\$	862.50	1.50	\$	862.50	Follow up on CD provided by LMacleod. Review of follow up items. Follow up with JRosenberg.	1
03/11/11	15092	Jeffrey Rosenberg	4.00	\$	2,800.00	4.00	\$	2,800.00	Respond to creditor queries. Claims review.	1
<b>GRAND TOTAL</b>			<b>179.10</b>	<b>\$</b>	<b>115,753.00</b>	<b>179.10</b>	<b>\$</b>	<b>115,753.00</b>		<b>\$</b>





This is **Exhibit "B"** referred to in the  
Affidavit of Jeffrey Rosenberg,  
sworn on April 26, 2011.



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*Commissioner for Taking Affidavits*

Laura Felicia Levine, a Commissioner, etc.,  
Province of Ontario, while a Student-at-Law.  
**Expires May 5, 2012.**

**Exhibit "B"**

**Summary of FTI Invoices  
Invoices dated August 29, 2010 to March 13, 2011**

<b>Invoice #</b>	<b>Date</b>	<b>Fees</b>	<b>Disbursements</b>	<b>HST</b>	<b>Total</b>
7245189	29-Aug-10	\$ 131,127.00	\$ 335.53	\$ 17,090.13	\$ 148,552.66
7246162	12-Sep-10	\$ 135,980.00	\$ -	\$ 17,677.40	\$ 153,657.40
7248065	30-Sep-10	\$ 304,001.00	\$ -	\$ 39,520.13	\$ 343,521.13
7248847	10-Oct-10	\$ 108,850.00	\$ 2,772.76	\$ 14,510.96	\$ 126,133.72
7249954	17-Oct-10	\$ 92,398.50	\$ 1,246.74	\$ 12,173.88	\$ 105,819.12
7250083	24-Oct-10	\$ 109,794.00	\$ 1,986.75	\$ 14,531.50	\$ 126,312.25
7250140	27-Oct-10	\$ 101,648.00	\$ 9,428.91	\$ 14,440.00	\$ 125,516.91
7251671	7-Nov-10	\$ 120,617.00	\$ 53.67	\$ 15,687.19	\$ 136,357.86
7254030	21-Nov-10	\$ 133,878.00	\$ 4,897.67	\$ 18,040.84	\$ 156,816.51
7254535	30-Nov-10	\$ 116,256.00	\$ 124.23	\$ 15,129.43	\$ 131,509.66
7256199	12-Dec-10	\$ 86,672.50	\$ 31,247.19	\$ 15,329.56	\$ 133,249.25
7256842	19-Dec-10	\$ 57,116.50	\$ -	\$ 7,425.15	\$ 64,541.65
7257776	31-Dec-10	\$ 27,525.00	\$ 316.60	\$ 3,619.41	\$ 31,461.01
29000010	31-Jan-11	\$ 243,163.00	\$ 22.47	\$ 31,614.11	\$ 274,799.58
29000032	28-Feb-11	\$ 274,148.50	\$ 395.30	\$ 35,690.69	\$ 310,234.49
29000037	13-Mar-11	\$ 115,753.00	\$ 4,917.79	\$ 15,687.20	\$ 136,357.99
<b>TOTALS</b>		<b>\$ 2,158,928.00</b>	<b>\$ 57,745.61</b>	<b>\$ 288,167.57</b>	<b>\$ 2,504,841.18</b>



This is **Exhibit "C"** referred to in the  
Affidavit of Jeffrey Rosenberg,  
sworn on April 26, 2011.



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*Commissioner for Taking Affidavits*

**Laura Felicia Levine, a Commissioner, etc.,  
Province of Ontario, while a Student-at-Law.  
Expires May 5, 2012.**

**Exhibit "C"**

**Summary of FTI Fees**  
 Services Rendered from August 16, 2010 to March 11, 2011

<b>NAME</b>	<b>HOURS</b>	<b>HOURLY RATE</b>	<b>TOTAL</b>
G. Watson	218.0	\$ 830.00	\$ 180,940.00
G. Watson	674.6	\$ 805.00	\$ 543,053.00
J. Rosenberg	446.4	\$ 700.00	\$ 312,480.00
J. Rosenberg	718.2	\$ 680.00	\$ 488,376.00
T. Vanderlaan	2.5	\$ 680.00	\$ 1,700.00
J. Kay	23.0	\$ 575.00	\$ 13,225.00
J. Kay	641.2	\$ 550.00	\$ 352,660.00
J. Porepa	92.0	\$ 575.00	\$ 52,900.00
J. Porepa	41.5	\$ 550.00	\$ 22,825.00
D. Rajani	1.0	\$ 575.00	\$ 575.00
M. Grech	9.0	\$ 500.00	\$ 4,500.00
P. Luthra	0.4	\$ 550.00	\$ 220.00
P. Luthra	187.8	\$ 500.00	\$ 93,900.00
B. Taylor	59.8	\$ 450.00	\$ 26,910.00
B. Taylor	28.5	\$ 435.00	\$ 12,397.50
R. Gillespie	90.7	\$ 435.00	\$ 39,454.50
D. Hugo	8.8	\$ 465.00	\$ 4,092.00
J.P. Michel	1.0	\$ 325.00	\$ 325.00
A. Arevalo	24.5	\$ 110.00	\$ 2,695.00
G. Haghiri	57.0	\$ 100.00	\$ 5,700.00
<b>TOTAL</b>	<b>3325.9</b>		<b>\$ 2,158,928.00</b>

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, C. c-36,  
AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF CANWEST GLOBAL  
COMMUNICATIONS CORP. AND THE OTHER APPLICANTS LISTED ON SCHEDULE "A"

Court File No: CV-09-8396-00CL

Applicants

**ONTARIO  
SUPERIOR COURT OF JUSTICE - COMMERCIAL  
LIST**

Proceeding commenced at Toronto

**AFFIDAVIT OF JEFFREY ROSENBERG  
(SWORN APRIL 26, 2011)**

**STIKEMAN ELLIOTT LLP**  
Barristers & Solicitors  
5300 Commerce Court West  
199 Bay Street  
Toronto, Canada M5L 1B9

**David Byers** LSUC#: 22992W  
Tel: (416) 869-5697

**Maria Konyukhova** LSUC#: 52880V  
Tel: (416) 869-5230

Lawyers for the Monitor

**ONTARIO  
SUPERIOR COURT OF JUSTICE - COMMERCIAL LIST**

**B E T W E E N :**

**IN THE MATTER OF THE COMPANIES' CREDITORS  
ARRANGEMENT ACT, R.S.C. 1985, C. c-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT  
OF CANWEST GLOBAL COMMUNICATIONS CORP.  
AND THE OTHER APPLICANTS LISTED ON SCHEDULE "A"**

**Applicants**

**AFFIDAVIT OF DAPHNE J. MACKENZIE  
(sworn April 26, 2011)**

I, Daphne J. MacKenzie, of the City of Toronto, in the Province of Ontario,  
MAKE OATH AND SAY:

1. I am a Partner in the law firm of Stikeman Elliott LLP ("**Stikeman Elliott**"), solicitors for FTI Consulting Canada Inc. ("**FTI**"), in its capacity as the court appointed monitor of Canwest Global Communications Corp. ("**Canwest Global**"), and, as such, I have knowledge of the matters to which I hereinafter depose.

2. Canwest Global and certain of its subsidiaries listed in Schedule "A" hereto (collectively the "**Applicants**") obtained protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36, as amended (the "**CCAA**"). The Initial Order also granted relief in respect of certain affiliated partnerships of the Applicants listed in Schedule "B" hereto (collectively, the "**Partnerships**", and together with the Applicants, the "**CMI Entities**") and appointed FTI as monitor (the

“**Monitor**”) of the CMI Entities. The proceedings commenced by the CMI Entities under the CCAA will be referred to herein as the “**CCAA Proceedings**”.

3. This affidavit is made in support of a motion for, *inter alia*, the approval of the fees and disbursements of the Monitor and its legal counsel Stikeman Elliott for accounts rendered from September 24, 2010 to April 15, 2011.

4. During the period from August 28, 2010,<sup>1</sup> to March 31, 2011, Stikeman Elliott docketed 1328.79 hours in respect of the CCAA Proceedings, amounting to legal fees in the amount of \$754,064.75 and disbursements and other charges in the amount of \$19,677.81 plus Harmonized Sales Tax (“**HST**”) of \$100,561.18. Attached and marked collectively as **Exhibit “A”** to this affidavit are true copies of the accounts rendered by Stikeman Elliott to the Monitor in connection with the CCAA Proceedings from August 28, 2010 to March 31, 2011, in the total amount of \$874,303.74, redacted for confidential information.

5. Attached hereto as **Exhibit “B”** is a schedule summarizing each invoice in Exhibit “A”, including the fees, disbursements, HST and total fees charged in each invoice.

6. Attached hereto as **Exhibit “C”** is a schedule summarizing the billing rates of each of the members of Stikeman Elliott who rendered services in connection with the CCAA Proceedings.

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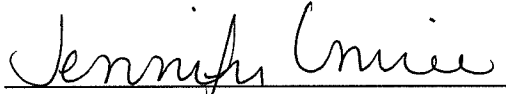
<sup>1</sup> Several fee entries and disbursements are included on Invoice No. 4915481 dated September 24, 2010 which relates to work performed and disbursements incurred prior to August 27, 2010. These entries were not included in the previous fees approved by Order of this Honorable Court dated September 8, 2010.

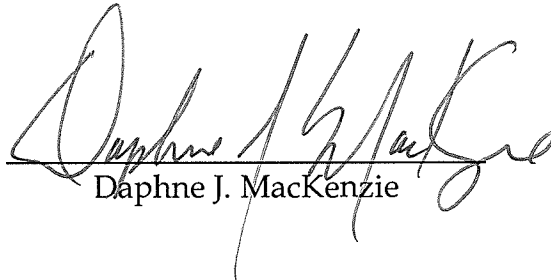


7. The hourly billing rate applied in the invoices of Stikeman Elliott are Stikeman Elliott's normal hourly rates which were in effect from August 28, 2010 to December 31, 2010 and Stikeman Elliott's normal hourly rates which were in effect from January 1, 2011 to March 31, 2011 and are comparable to the hourly rates charged by Stikeman Elliott for services rendered in relation to similar proceedings.

8. The rates charged by Stikeman Elliott throughout the course of the CCAA Proceedings are comparable to the rates charged by other law firms in the Toronto market for the provision of similar services.

SWORN BEFORE ME at the City of Toronto, in the Province of Ontario on April 26, 2011.

  
Commissioner for Taking Affidavits

  
Daphne J. MacKenzie

**Jennifer L. Imrie**

## Schedule "A"

### The Applicants

1. Canwest Global Communications Corp.
2. Canwest Media Inc.
3. 30109, LLC
4. 4501063 Canada Inc.
5. 4501071 Canada Inc.
6. Canwest Finance Inc./Financiere Canwest Inc.
7. Canwest Global Broadcasting Inc./Radiodiffusion Canwest Global Inc.
8. Canwest International Communications Inc.
9. Canwest International Distribution Limited
10. Canwest International Management Inc.
11. Canwest Irish Holdings (Barbados) Inc.
12. Canwest MediaWorks Turkish Holdings (Netherlands) B.V.
13. Canwest MediaWorks (US) Holdings Corp.
14. Canwest Television GP Inc.
15. CGS Debenture Holding (Netherlands) B.V.
16. CGS International Holdings (Netherlands) B.V.
17. CGS NZ Radio Shareholding (Netherlands) B.V.
18. CGS Shareholding (Netherlands) B.V.
19. Fox Sports World Canada Holdco Inc.
20. Global Centre Inc.
21. MBS Productions Inc.
22. Multisound Publishers Ltd.
23. National Post Holdings Ltd.
24. Western Communications Inc.
25. Yellow Card Productions Inc.

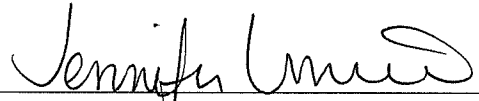
## Schedule "B"

### **Partnerships**

1. Canwest Television Limited Partnership
2. Fox Sports World Canada Partnership
3. The National Post Company/La Publication National Post



This is **Exhibit "A"** referred to in the  
Affidavit of Daphne J. McKenzie,  
sworn on April 26, 2011.

  
\_\_\_\_\_  
*Commissioner for Taking Affidavits*

# STIKEMAN ELLIOTT

Stikeman Elliott LLP, Barristers & Solicitors  
5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9  
Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

G.S.T./H.S.T. NO. 1214111360001  
Q.S.T. No. 1018978624

## Invoice

FTI Consulting Canada Inc.  
TD Waterhouse Tower  
Suite 2010, P.O. Box 104  
79 Wellington Street, West  
Toronto, ON M5K 1G8  
Attention: Greg Watson

September 24, 2010  
File No. 1096791003  
Invoice No. 4915480

**FOR PROFESSIONAL SERVICES RENDERED** in connection with Canwest Media Inc. for the period up to September 10, 2010.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Aug. 4, 2010	S.M. Hutton	0.20	Correspondence from Canwest counsel; update to A. Taylor and D. MacKenzie
Aug. 9, 2010	S.M. Hutton	0.20	Status report
Aug. 16, 2010	A.J. Taylor	0.83	Conference call with respect to [REDACTED] conversation with N. Ramalho; email to J. Rosenberg
Aug. 17, 2010	A.J. Taylor	1.25	Emails regarding CRA; emails regarding corporate documents; status call; telephone conversation with FTI; telephone conversation with T. Sandler
Aug. 18, 2010	A.J. Taylor	0.25	Telephone conversation with T. Sandler and FTI
Aug. 19, 2010	A.J. Taylor	0.58	Emails with respect to [REDACTED] and CRTC; emails regarding condominium sale; emails regarding closing agenda
Aug. 20, 2010	A.J. Taylor	0.17	Email to T. Sandler regarding closing agenda
Aug. 23, 2010	A.J. Taylor	1.00	Telephone conversation and emails with D. MacKenzie; conversation with S. Dunphy; review tax cases
Aug. 24, 2010	T.G. Kane	2.50	Review CRTC interventions; initial preparation of report
	A.J. Taylor	5.00	Meeting with D. MacKenzie, J. Lorito, M. Nixon and S. Dunphy regarding bankruptcies; conference call with Osler; telephone conversation with K. Kay regarding CRTC; telephone conversation with T. Dreks

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Aug. 25, 2010	T.G. Kane	1.50	Further review CRTC interventions; preparation of report
Aug. 26, 2010	T.G. Kane	1.75	Further review interventions and draft summary
Aug. 27, 2010	T.G. Kane	2.50	Review Shaw interventions; further draft report
Aug. 30, 2010	D.R. Byers	1.50	Review and comment on affidavit; conference call with respect to upcoming matters; meeting with M. Konyukhova with respect to outstanding issues
	D.J. MacKenzie	2.00	Review draft affidavit regarding stay extension and condominium; review Plan
	T.G. Kane	2.50	Draft report
	A.J. Taylor	1.75	Telephone conversation with CRTC; email to J. Kay; conversation with M. Konyukhova; telephone conversation with J. Kay; conference call regarding CRTC
	M. Konyukhova	5.00	Review draft Maguire affidavit; correspondence with Osler regarding same; draft Eighteenth Report; correspondence with FTI and Osler regarding same; review draft Orders and provide comments
Aug. 31, 2010	D.R. Byers	0.25	Discuss status of outstanding issues with D. MacKenzie and M. Konyukhova
	D.J. MacKenzie	1.50	Review draft affidavit and condominium sales documents; review CRTC report
	T.G. Kane	2.25	Final draft/dispatch report regarding CRTC hearing process
	A.J. Taylor	0.50	Conference call with Osler and Canwest regarding CRTC
	A. Fransen	0.17	Review correspondence
	M. Konyukhova	4.50	Draft Eighteenth Report; correspondence with FTI and Osler regarding motion; requests to Osler for additional information; receipt and review of same
Sept. 1, 2010	J. Imrie	0.68	Began drafting fee affidavits
	D.R. Byers	3.75	Attend to emails with respect to scheduling; review report on CRTC status from G. Kane; work on draft Eighteenth Report; meeting with M. Konyukhova with respect to status; review Motion Record from Osler
	D.J. MacKenzie	2.00	Review Eighteenth Report; review and comment on Approval and Vesting Order
	T.G. Kane	0.75	Revise draft court report
	A.J. Taylor	1.67	Review Motion Record regarding Fireworks Summary Judgment; email J. Engen, B. Taylor

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			and A. Amaral-LeBlanc; Review draft Report; meeting with M. Konyukhova; Review CRTC memo
	M. Konyukhova	2.00	Revisions to Eighteenth Report; attend to preparation of fee affidavits; review draft Orders; correspondence with J. Dacks regarding upcoming motions; calls with Commercial List regarding scheduling of motions; email to Justice Pepall
Sept. 2, 2010	J. Imrie	4.75	Drafting fee affidavits and gathering exhibits
	K. Kightley	0.08	Telephone conversation with D. MacKenzie
	D.R. Byers	0.17	Attend to emails with respect to CRTC hearing; review Osler comments on draft report
	D.J. MacKenzie	0.50	Review CRTC correspondence
	A.J. Taylor	0.17	Meeting with M. Konyukhova
	N. Ramalho	0.33	Telephone call with S. Poysa regarding outstanding claims
	M. Konyukhova	4.00	Review comments on Eighteenth Report; revise report; review fee affidavits; redact accounts; review FTI accounts and redact; compile Eighteenth Report; attend to service; correspondence regarding motion scheduling; call with P. Osborne regarding status of claims
	J. Imrie	1.70	Review and revisions to fee affidavits and exhibits; prepared affidavit to be sworn by G. Watson at FTI
Sept. 3, 2010	A. Boctor	0.17	Email to T. Devir
	N. Ramalho	0.83	Telephone call with [REDACTED] review Canwest documents regarding [REDACTED]
Sept. 7, 2010	D.R. Byers	2.25	Review factum and motion to prepare for motion; discussion with M. Konyukhova; conference call with L. Barnes
	A.J. Taylor	2.25	Review emails regarding corporate clean-up; review revised memo with respect to Chapter 7; review Plan and Sanction Order
	M. Konyukhova	2.00	Review Collateral Agreement Termination and Releases letter agreements; correspondence with FTI regarding same; review motion materials; correspondence regarding motion; review memo with respect to wind-up of subsidiaries
Sept. 8, 2010	D.R. Byers	1.75	Discussion with L. Barnes and attend on motion before Justice Pepall; discuss status with G. Watson
	D.J. MacKenzie	1.00	Consider CRTC issues; review pay-off letter; winding-up issues



<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
	A.J. Taylor	1.75	Meeting with Osler, Davies and FTI
	M. Nixon	0.25	Sending emails to P. Martel and D. MacKenzie
	A. Fransen	0.42	Call with M. Konyukhova; attend to various tasks
	M. Konyukhova	4.50	Preparation for and attendance at motion for stay extension and sale of Winnipeg condominium; meeting at Osler regarding status; call with A. Fransen regarding Closing Agenda; review emails and comments regarding Closing Agenda
Sept. 9, 2010	A.J. Taylor	5.17	Review winding-up memo; conversation with M. Konyukhova; review foreign entity memos and FTI worksheets; review steps memo
	A. Fransen	1.68	Attend to various tasks related to preparing for closing; meeting with M. Konyukhova to discuss preparation for closing
	M. Konyukhova	3.00	Review memo regarding wind-ups of foreign subsidiaries; correspondence regarding closing documents and agenda; office conference with A. Fransen regarding same; review CCAA Plan
	M. Bassani	0.45	Attend to internal email correspondence relating to Stikeman Elliott payment account for closing
Sept. 10, 2010	A.J. Taylor	3.25	Review steps memo; review Closing Agenda
	M. Nixon	4.17	Reviewing comments of [REDACTED] with respect to [REDACTED]; reviewing Quebec tax legislation; sending emails to P. Martel, J. Lorito and D. MacKenzie
	A. Fransen	7.68	Review transaction documents in preparation for closing; start reviewing Closing Agenda
	M. Konyukhova	5.25	Review memo regarding wind-ups of foreign subsidiaries; review Plan Emergence Agreement; correspondence regarding closing documents; calls with A. Fransen with respect to same; review Closing Agenda; review CCAA Plan; correspondence to A. Boctor regarding Closing Agenda

### FEE SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate/Hr</u>	<u>Amount</u>
D.R. Byers	9.67	825.00	7,977.75
D.J. MacKenzie	7.00	775.00	5,425.00
S.M. Hutton	0.40	750.00	300.00
A.J. Taylor	25.59	675.00	17,273.25
T.G. Kane	13.75	600.00	8,250.00
A. Boctor	0.17	585.00	99.45
N. Ramalho	1.16	575.00	667.00
M. Nixon	4.42	550.00	2,431.00
A. Fransen	9.95	480.00	4,776.00
M. Konyukhova	30.25	445.00	13,461.25
J. Imrie	7.13	345.00	2,459.85
M. Bassani	0.45	345.00	168.75
K. Kightley	0.08	260.00	20.80

FEES

Professional Services	CAD \$63,310.10
HST @ 13.0%	8,230.31
<b>Total Professional Services and Taxes</b>	<b>CAD \$71,540.41</b>

### CHARGES SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Photocopies	369.50		369.50
Total Charges		0.00	
HST @ 13.0%			48.04
<b>Total Charges and Taxes</b>			<b>CAD \$417.54</b>

### DISBURSEMENTS SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Agents' Fees	30.00		30.00
Business Meals - In Town	12.47		12.47
Book Binding	5.62		5.62
Telephone	26.74		26.74
Total Disbursements	74.83	0.00	74.83
HST @ 13.0%			9.73
<b>Total Disbursements and Taxes</b>			<b>CAD \$84.56</b>

INVOICE SUMMARY

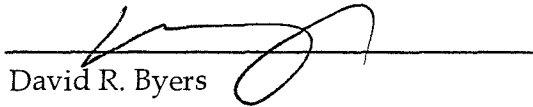
Invoice No. 4915480

Re: Canwest Media Inc.

File No. 1096791003

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	63,310.10	0.00	63,310.10
HST @ 13.0%			8,230.31
Charges	369.50	0.00	369.50
HST @ 13.0%			48.04
Disbursements	74.83	0.00	74.83
HST @ 13.0%			9.73
<b>AMOUNT DUE</b>			<b><u>CAD \$72,042.51</u></b>

STIKEMAN ELLIOTT LLP

  
David R. Byers

Disbursements and charges may not have been posted at the date of this account. Please quote our File number and/or Invoice number when making payment. Accounts are due when rendered. Interest at the rate of 0.50 percent per annum will be charged for amounts unpaid 30 days or more.

-

# STIKEMAN ELLIOTT

Stikeman Elliott LLP, Barristers & Solicitors  
5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9  
Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

G.S.T./H.S.T. NO. 1214111360001  
Q.S.T. No. 1018978624

## Invoice

FTI Consulting Canada Inc.  
TD Waterhouse Tower  
Suite 2010, P.O. Box 104  
79 Wellington Street, West  
Toronto, ON M5K 1G8  
Attention: Greg Watson


October 19, 2010  
File No. 1096791003  
Invoice No. 4921258

**FOR PROFESSIONAL SERVICES RENDERED** in connection with Canwest Media Inc. for the period up to September 24, 2010.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
09/10/10	N. Ramalho	0.58	Telephone call with S. Poysa; emails from and to D. Mago; emails from and to D. Burton
09/13/10	D.R. Byers	1.00	Review status and discussion with A. Taylor
	J. Lorito	1.75	Review unwind memorandum; meeting with FTI
	A.J. Taylor	3.50	Review Closing Agenda; emails with FTI; emails with J. Lorito; review Loyens comments; meeting with FTI
	N. Ramalho	1.75	Attending meeting with FTI regarding status of claims
	M. Nixon	5.50	Discussion with J. Lorito; researching Quebec tax issues; sending emails to J. Lorito, P. Martel and D. Mackenzie
	A. Fransen	4.28	Review transaction documents; comment on Closing Agenda in preparation for meeting with Osler
	M. Konyukhova	3.50	Review memo regarding wind-ups; meeting with FTI regarding status of unresolved claims; meeting with FTI and A. Taylor and J. Lorito regarding wind-ups memo and Closing Agenda; related correspondence
09/14/10	D.R. Byers	1.75	Review wind-up issues; emails with D. MacKenzie and A. Taylor; discussion with D. MacKenzie; email with P. Osborne and FTI with respect to [REDACTED] litigation; discuss status with A.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			Taylor
	D.J. MacKenzie	3.00	Review tax and bankruptcy issues; conference call with A. Taylor; meeting with J. Lorito and A. Taylor; review ITA & BIA
	J. Lorito	4.75	Meeting at Osler; meeting with D. MacKenzie
	A.J. Taylor	5.17	Telephone conversation with D. MacKenzie; conversation with M. Konyukhova; meeting regarding Closing Agenda and winding up; meeting with D. MacKenzie and J. Lorito regarding tax issues
	N. Ramalho	0.42	Telephone call with S. Poysa; telephone call with FTI
	M. Nixon	0.75	Discussions with D. Mackenzie with respect to Revenu Quebec Agreement; considering Quebec tax issues
	A. Fransen	5.05	Prepare for and attend meeting at Osler to discuss closing agenda and dissolution memo
	M. Konyukhova	6.50	Review Closing Agenda; status call with FTI, Osler, and Canwest; meeting at Osler regarding Closing Agenda and memo regarding wind-ups of subsidiaries; correspondence regarding claims; emails with respect to [REDACTED] litigation
09/15/10	D.R. Byers	0.75	Conference call with G. Watson; meeting with A. Taylor with respect to status of wind-up planning
	A.J. Taylor	1.25	Conversation with M. Konyukhova; emails regarding tax issues; conversation with D. Byers
	M. Nixon	0.17	Sending emails to D. Mackenzie
	A. Fransen	5.05	Review and comment on closing documents
	M. Konyukhova	1.50	Call with J. Rosenberg and P. Osborne with respect to [REDACTED] litigation; calls with J. Rosenberg and J. Kay regarding claims and responses
09/16/10	D.R. Byers	0.50	Attend to emails with respect to wind-up and discussion with respect to same
	D.J. MacKenzie	2.50	Review Amended Sanction Order; telephone discussion with A. Taylor; comments; review closing issues with A. Fransen
	A.J. Taylor	4.50	Review and comment on draft order; conversation with M. Konyukhova; emails with FTI; draft language regarding bank accounts; review Amended Closing Agenda; review memo regarding name change
	M. Nixon	0.33	Sending emails to P. Martel and D. Mackenzie
	A. Fransen	3.50	Calls with Osler concerning closing documents;

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			review closing documents; review correspondence
	M. Konyukhova	5.25	Call with Osler and Canwest regarding cash management and OSFI update; call with Osler concerning Central Park West; call with J. Rosenberg with respect to wind-ups of foreign entities; review draft Order for September 27 motion; office conference with A. Taylor to discuss same; revise draft Order; correspondence with D. MacKenzie with respect to order; circulate draft revised Order; calls with A. Fransen concerning items on closing agenda
09/17/10	D.J. MacKenzie	6.00	Review Plan Emergence Agreement ("PEA") and Plan Sanction Order; mark-up amended Plan Sanction Order; conference calls; correspondence to Osler, Davies, Ogilvy and P. Osborne
	A.J. Taylor	2.50	Telephone conversation with J. Kay regarding FEI and unwinding steps; review and revise draft order; all emails; conversation with M. Konyukhova; emails regarding order
	M. Nixon	0.50	Considering Quebec tax issues; sending email to J. Lorito and D. Mackenzie
	A. Fransen	3.00	Attend to various tasks related to preparation for closing
	M. Konyukhova	3.00	Review Initial Order; conference call with Osler, M. Forte, P. Osborne and FTI regarding draft September 27 Order; call with J. Rosenberg with respect to same; office conference with D. MacKenzie; draft additional provisions with respect to Monitor powers and circulate
09/19/10	M. Konyukhova	0.50	Correspondence regarding foreign entities' wind-up; revise provisions with respect to additional monitor powers and circulate; review comments
09/20/10	D.R. Byers	2.33	Review draft Order for September 27 Motion and discuss issues with respect to same with D. MacKenzie; review draft affidavit; conference call with G. Watson; meeting with M. Konyukhova regarding status
	D.J. MacKenzie	7.50	Conference call with Osler and Blakes with respect to Payout Letter; conference call with Davies, Osler and Blakes; review PEA; meetings and calls with respect to closing; review PEA

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			and Orders; circulate comments
	A.J. Taylor	4.75	Review revised Orders; telephone conversation with U.S. Equity holder; all emails; meeting with M. Konyukhova and D. MacKenzie; conference call with Osler, Ogilvy, Davies and Canwest; review draft affidavit
	N. Ramalho	0.25	Emails from and to D. Burton
	M. Nixon	0.58	Discussions with J. Lorito and D. Mackenzie; sending email to Revenu Quebec regarding Withholding Agreement
	A. Fransen	4.26	Review and draft correspondence; attend to various tasks related to closing transaction; start drafting side letter
	M. Konyukhova	6.75	Conference call with respect to payout letter; call with D. MacKenzie with respect to PEA; review revised Order and provide comments; office conference with D. MacKenzie and A. Taylor regarding PEA and other issues; conference call with respect to Order with Davies, Osler, P. Osborne and M. Forte; call with D. MacKenzie concerning outstanding issues; call with J. Dacks with respect to September 27 motion
09/21/10	D.R. Byers	2.75	Review revised draft Order and various emails with respect to the same; discuss draft Order internally; attend to emails with respect to CRTC hearing; review revisions to draft Affidavit; conference call with D. MacKenzie regarding form of Order and Wind-Up Agreement; review further comments on draft Order and discussion with M. Konyukhova
	D.J. MacKenzie	7.50	Review PEA, Plan Sanction Order, Amended Plan; conference calls and meetings; correspondence with McMillan; correspondence with FTI
	J. Lorito	1.00	Reviewed revised Steps memorandum
	T.G. Kane	7.00	Monitoring Shaw CRTC hearing and reports to client; meeting with P. Luthra
	A.J. Taylor	4.50	Review affidavit; review memo with respect to foreign wind-ups; review Plan Emergence Amending Agreement, all emails; conversation with M. Konyukhova; telephone conversation with D. MacKenzie and M. Konyukhova
	N. Ramalho	0.25	Receiving and reviewing letter from J. Kugler regarding 

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
	M. Nixon	0.08	Sending email to Revenu Quebec
	A. Fransen	6.57	Review closing documents; weekly update call; review and draft correspondence
	M. Konyukhova	10.00	Review draft affidavit and provide comments; draft Nineteenth Report of the Monitor; status call; conference call with respect to wind-ups of foreign entities; call with D. Schwill with respect to foreign entities wind-up strategy; review various draft motion material; revise Order, Plan Emergence Amending Agreement; various calls and correspondence regarding same
09/22/10	D.R. Byers	1.75	Review draft Nineteenth Report; attend on conference call regarding amendments to draft Order and Plan Emergence Agreement amendments and attend to emails with respect to same; review Osler Motion
	D.J. MacKenzie	8.50	Finalize Orders, Amendments, Nineteenth Report, Plan and PEA; conference calls and meetings; review banking arrangements with Bank of Nova Scotia; review pay out letter
	J. Lorito	0.75	Conference call with D. Barfuss, K. Wharram
	T.G. Kane	7.83	Attend CRTC hearing intervention phase; P. Luthra briefing; report to client
	N. Ramalho	1.42	Telephone call with S. Poysa; telephone call with S. Poysa and D. Burton
	A. Fransen	3.40	Review and draft correspondence; finalize Side Letter and distribute for comment; attend to various tasks in preparation for closing
	M. Konyukhova	2.50	Various calls and correspondence concerning Order for September 27 motion, amending PEA and other materials; review revised materials
09/23/10	D.R. Byers	2.25	Meeting with FTI with respect to outstanding issues; review further comments and discuss draft Report with M. Konyukhova; review revised Motion Record; attend to emails with respect to remaining issues on the PEA; review further comments on draft Report
	D.J. MacKenzie	2.50	Meeting with FTI with respect to PEA; review amendments to Order; review amendments to PEA
	A.J. Taylor	5.75	Meeting with FTI; conversation with D. MacKenzie; review Nineteenth Report; review revised PEA; review revised Order; review revised affidavit; telephone conversation with J. Engen with respect to FEI; review Amending



<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			Agreement; review Amended Plan; review [REDACTED] memo; conversation with M. Konyukhova; emails with respect to Fireworks
	T. Kane	4.50	Attend CRTC, final interventions and Shaw reply; draft report to client
	N. Ramalho	0.25	Telephone call with J. Kugler
	A. Fransen	3.37	Reviewing closing documents; review and draft correspondence
	M. Konyukhova	5.00	Correspondence and calls regarding Report, draft Order and Plan Emergence Amending Agreement; correspondence with respect to wind-ups of entities and other closing issues; discussions concerning PEA and Order; correspondence regarding same; revise report and finalize; attend to service
09/24/10	D.R. Byers	1.50	Meeting with M. Konyukhova with respect to Motion to Amend and other outstanding issues; review correspondence from OSFI and attend to various emails with respect to same; meeting with D. MacKenzie, A. Boctor and M. Konyukhova to discuss response to the same
	D.J. MacKenzie	1.00	Review OSFI issues; prepare for motion
	A.J. Taylor	4.00	Review updated wind-up memos; telephone conversation with D. MacKenzie; meeting with FTI
	A. Boctor	2.00	Conference call with D. Byers, D. MacKenzie and M. Konyukhova with respect to letter from OSFI; call with H. O'Reilly; call with D. Byers, D. MacKenzie and M. Konyukhova
	A. Fransen	3.04	Attend a meeting concerning wind-up of Canadian subsidiaries; review foreign subsidiary windup memo.
	M. Konyukhova	4.00	Meeting with FTI concerning wind-ups of Canadian subsidiaries, [REDACTED] and [REDACTED]; meeting with D. Byers with respect to September 27 motion; correspondence concerning Plan Emergence Amending Agreement and other closing issues; prepare Supplementary Nineteenth Report; review letter from OSFI; office conference re same
	T. Rangwala	0.67	Meeting with A. Fransen regarding post-closing tasks

### FEE SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate/Hr</u>	<u>Amount</u>
D.R. Byers	14.58	\$825.00	\$12,028.50
D.J. MacKenzie	38.50	775.00	29,837.50
J. Lorito	8.25	9.50	7,837.50
A.J. Taylor	35.92	675.00	24,246.00
T.G. Kane	19.33	600.00	11,598.00
A. Boctor	2.00	585.00	1,170.00
N. Ramalho	4.92	575.00	2,829.00
M. Nixon	7.91	550.00	4,350.50
A. Fransen	41.52	480.00	19,929.60
M. Konyukhova	48.50	445.00	21,582.50
T. Rangwala	0.67	345.00	231.15

FEES

Professional Services	CAD \$135,640.25
HST @ 13.0%	17,633.23
<b>Total Professional Services and Taxes</b>	<b>CAD \$153,273.48</b>

### CHARGES SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Photocopies	755.75		755.75
HST @ 13.0%			98.24
<b>Total Charges and Taxes</b>			<b>CAD \$853.99</b>

### DISBURSEMENTS SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Business Meals - In Town	80.17		80.17
Travel - In Town	70.35		70.35
Book Binding/Binders	5.72		5.72
Telephone	0.08		0.08
Travel - Taxis	131.05		131.05
Total Disbursements	287.37	0.00	287.37
HST @ 13.0%			37.36
<b>Total Disbursements and Taxes</b>			<b>CAD \$324.73</b>

**INVOICE SUMMARY**


Invoice No. 4921258

Re: Canwest Media Inc.

File No. 1096791003

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	135,640.25	0.00	\$135,640.25
HST @ 13.0%			17,633.23
Charges	755.75	0.00	755.75
HST @ 13.0%			98.24
Disbursements	243.81	0.00	287.37
HST @ 13.0%			37.36
<b>AMOUNT DUE</b>			<b><u>CAD \$154,452.20</u></b>

**STIKEMAN ELLIOTT LLP**

---

David R. Byers

Disbursements and charges may not have been posted at the date of this account. Please quote our File number and/or Invoice number when making payment. Accounts are due when rendered. Interest at the rate of 0.50 percent per annum will be charged for amounts unpaid 30 days or more.

# STIKEMAN ELLIOTT

Stikeman Elliott LLP, Barristers & Solicitors  
5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9  
Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

G.S.T./H.S.T. NO. 1214111360001  
Q.S.T. No. 1018978624

## Invoice

FTI Consulting Canada Inc.  
TD Waterhouse Tower  
Suite 2010, P.O. Box 104  
79 Wellington Street, West  
Toronto, ON M5K 1G8  
Attention: Greg Watson

October 25, 2010  
File No. 1096791003  
Invoice No. 4926541

**FOR PROFESSIONAL SERVICES RENDERED** in connection with Canwest Media Inc. for the period up to October 24, 2010, plus estimate to October 27, 2010.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Sep 25, 2010	T. Rangwala	2.50	Reviewed Plan of Arrangement and other material documents
Sep 26, 2010	A.J. Taylor	2.00	Telephone conversation with D. Byers; review motion materials; all emails
	M. Konyukhova	1.00	Correspondence with respect to Plan Emergence Amending Agreement; circulate Plan Emergence Amending Agreement; prepare supplement to the Nineteenth Report
Sep 27, 2010	D.J. MacKenzie	3.00	Telephone call with J. Rosenberg; consider Plan Emergence Agreement and Plan Sanction Order; review Winnipeg Condo certificate; payout letter and closing issues
	A.J. Taylor	4.25	Preparation for and attendance at CMI Motion; all emails with respect to winding up
	A. Fransen	2.00	Review and draft correspondence related to closing; call with M. Konyukhova regarding payment to employees; various tasks in preparation for closing
	M. Konyukhova	3.00	Preparation for and attendance at motion with respect to various amendments to the Plan Sanction Order, Plan and Plan Emergence Agreement
	T. Rangwala	1.23	Meeting regarding ongoing steps and closing of Winnipeg condo
Sep. 28, 2010	A.J. Taylor	5.00	Conference call with respect to Canadian

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			subsidiaries; correspondence with respect to Fireworks litigation; conversation with M. Konyukhova; update call; review Shapco material; telephone conversation with J. Kay regarding Fireworks
	N. Ramalho	0.75	Emails from and to J. Kay; telephone call with H. O'Reilley; telephone call with S. Poysa
	M. Nixon	0.50	Telephone calls to D. Mackenzie and Revenu Quebec; sending emails to P. Martel, D. Mackenzie and J. Lorito
	A. Fransen	8.23	Review closing documents; call with Osler regarding Canadian wind-up strategy; update call with Osler; review and draft correspondence; review ██████████ documents
	M. Konyukhova	4.00	Review materials and participate on conference call with respect to wind-up of Canadian subsidiaries; status call; office conference regarding ██████████; review documents with respect to ██████████
	T. Rangwala	4.85	Reviewing Closing Agenda; meeting at Osler regarding wind-up of certain Canadian entities; status call, meeting regarding ██████████
Sep. 29, 2010	D.J. MacKenzie	0.50	Telephone call with J. Rosenberg with respect to post-plan implementation matters; review orders and Plan Emergence Agreement
	A.J. Taylor	2.25	Attending to emails with respect to winding up; conversation with M. Konyukhova; emails regarding corporate closing documents; review documents; email with respect to ██████████
	N. Ramalho	0.75	Telephone call with J. Rosenberg and M. Konyukhova; telephone call with J. Kugler
	M. Nixon	0.17	Sending email to P. Bishop
	A. Fransen	2.62	Review ██████████ documents to respond to FTI questions; review and draft correspondence; various tasks in preparation for closing
	M. Konyukhova	3.00	Call with J. Dacks regarding ██████████ claim; review ██████████ documents and draft e-mail; call with N. Ramalho and J. Rosenberg with respect to ██████████ claim and other employee issues; various correspondence concerning wind-ups and closing matters
Sep. 30, 2010	T. Rangwala	1.18	Drafting monitor certificates and call with Osler
	N. Ramalho	1.42	Telephone call with S. Poysa; telephone call with M. Konyukhova; telephone call with D. Burton; telephone call with J. Kugler

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
	M. Nixon	0.50	Drafting letter and sending emails to Revenu Quebec
	A. Fransen	1.42	Various tasks related to closing; review and draft correspondence
	M. Konyukhova	2.50	Call with J. Dacks with respect to ██████ claim; prepare for Winnipeg condo closing; attend to correspondence regarding same; review tax agreement; calls with Osler regarding closing matters
	T. Rangwala	0.78	Drafting Monitor Certificate and preparing for closing of Winnipeg condo
Oct. 1, 2010	D.J. MacKenzie	2.00	Review tax matters agreement; conference call with Osler, FTI and Davies
	N. Ramalho	2.08	Telephone call with J. Kugler; review documents and telephone call with D. Burton and S. Poysa regarding claims; telephone call with S. Poysa and call with D. Burton
	A. Fransen	3.05	Review closing documents; attend to various tasks in preparation for closing
	M. Konyukhova	3.00	Calls with respect to ██████ claim; attend to delivery and filing of Monitor's Certificate for Winnipeg condo; conference call regarding tax agreement; call with FTI and Osler with respect to claims
	T. Rangwala	0.43	Winnipeg condo closing
	D. Tiberini	1.08	Filed Monitor's Certificate at Commercial List office
Oct. 4, 2010	John Lorito	0.75	Draft rider; discussion with D. MacKenzie
	N. Ramalho	0.75	Telephone call with J. Kugler; telephone call with S. Poysa and telephone call with M. Konyukhova
	A. Fransen	4.83	Call with Davies concerning Management Support Agreement; review documents related to foreign wind-up strategy; review and draft correspondence
	M. Konyukhova	1.00	Correspondence concerning ██████ review back-up certificates and provide comments; circulate various closing documents; call with N. Ramalho concerning ██████ claim
	T. Rangwala	0.67	Drafted officer Certificates for Monitor
Oct. 5, 2010	D.J. MacKenzie	3.00	Review tax matters arrangement; conference calls with Shaw, Canwest, etc.; review email correspondence
	J. Lorito	1.00	Consider tax issues
	A.J. Taylor	0.33	Conversation with M. Konyukhova

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Oct. 6, 2010	N. Ramalho	0.92	Email from and to J. Kugler; telephone call with J. Kugler and email from and to J. Dacks; telephone call with S. Poysa
	A. Fransen	4.50	Review and draft correspondence; call with Davies; prepare for call with CMI and Osler on [REDACTED] documents; call regarding [REDACTED] transaction; attending to various related tasks
	M. Konyukhova	3.50	Status call; calls and emails with J. Kay regarding BNS correspondence and cash management; prepare for and attend on conference call with respect to proposed transaction concerning [REDACTED] office conference with A. Fransen with respect to same; call with J. Rosenberg re [REDACTED]; call concerning various tax issues; office conference with D. MacKenzie and J. Lorito regarding same
	T. Rangwala	0.62	Weekly conference call with Osler and all other parties
	D.J. MacKenzie	3.00	Conference calls concerning tax matters; correspondence; conference calls with FTI and Osler
	J. Lorito	2.25	Participating on two conference calls; consider tax issues
	A.J. Taylor	0.33	Conversation with D. MacKenzie concerning tax matters
	N. Ramalho	1.92	Telephone call with S. Poysa; telephone call with J. Kay regarding [REDACTED] telephone call with H. O'Reilly; telephone call with D. Burton; telephone call with J. Kugler
	A. Fransen	2.23	Call with M. Konyukhova concerning side letter; call with FTI concerning same; call with Davies concerning same; review and draft correspondence
	M. Konyukhova	2.75	Calls and correspondence regarding tax agreement; review Term Sheet; call with Osler concerning tax agreement; various correspondence with Osler and FTI concerning pre-closing matters and wind-up of subsidiaries
Oct. 7, 2010	D.J. MacKenzie	0.25	Correspondence re: tax matters agreement
	A. Fransen	0.71	Review and draft correspondence; various tasks
	M. Konyukhova	0.75	Calls with J. Rosenberg and J. Kay with respect to pre-closing and post-implementation date issues
Oct. 8, 2010	N. Ramalho	0.42	Telephone call with J. Rosenberg; telephone call with S. Poysa and email from and to D. Burton

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
	A. Fransen	1.02	Review back-up certificates; review and draft correspondence; attend to various related tasks
	M. Konyukhova	1.50	Call with J. Kay regarding letter to BNS; review and revise same; call with J. Rosenberg and J. Kay regarding PIF schedule; e-mail to N. Ramalho concerning Bradley claim; review revised Assignment and Assumption Agreement with BNS; e-mail D. MacKenzie with respect to same; call with A. Boctor concerning pension issues; call with A. Lockhart concerning holding share certificates and National Post bankruptcy
	T. Rangwala	5.81	Revisions to certificates to be given to the Monitor and emails with various parties (Osler, Davies, FTI); reviewing all foreign entity wind-up documents
Oct. 12, 2010	D.J. MacKenzie	2.00	Conference call with CIBC; review Assignment and Assumption Agreement; review blocked account agreement; telephone call with FTI
	A.J. Taylor	0.75	Attend on CMI status call; conversation with M. Konyukhova
	N. Ramalho	0.25	Email from J. Kugler
	A. Fransen	3.00	Prepare for weekly update call and attend on same; review and draft correspondence; attend to various related tasks
	M. Konyukhova	3.75	Correspondence and call with Blakes concerning blocked accounts and Assumption and Assignment Agreement; call with FTI concerning R. Schwill's e-mail; attend on status call; calls with FTI and emails concerning PIF schedule, various claims and wind-up issues; review draft National Post bankruptcy materials; correspondence with FTI concerning same
Oct. 13, 2010	D.R. Byers	0.75	Correspondence from OSFI and discuss same; meeting with D. MacKenzie with respect to tax issues
	D.J. MacKenzie	2.50	Review tax matters issues; review Plan; conference calls
	J. Lorito	0.50	Conference call with D. MacKenzie and G. Watson
	M. Konyukhova	2.50	Call with M. Forte concerning PIF schedule; review National Post bankruptcy materials; call with J. Rosenberg concerning PIF schedule, estimated recoveries to creditors and payment



<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			of "top-up" to creditors' pool; consider mechanic for payment of "top-up"; review schedule of Director & Officer claims for PIF schedule; draft correspondence to J. Rosenberg; call with J. Rosenberg concerning schedule of Director & Officer claims; draft email to N. Ramalho
	N. Ramalho	0.50	Emails from and to H. O'Reilly; telephone call with M. Konyukhova
	T. Rangwala	1.27	Review of all foreign wind-up documents and comments on those documents
Oct. 14, 2010	D.J. MacKenzie	2.50	Prepare for and attend call concerning tax matters; correspondence with Osler
	N. Ramalho	0.25	Emails from and to J. Kugler
	A. Fransen	1.00	Review Flow of Funds Agreement; review and draft correspondence
	A. Fransen	0.46	Telephone calls with M. Konyukhova concerning SEDAR; review and draft correspondence; attend to various tasks in preparation for closing
	M. Konyukhova	2.50	Call with R. Schwill concerning payment of top-up and estimated recoveries to unsecured creditors; calls with J. Rosenberg concerning director claims, PIF schedule and various pre-closing and post-closing issues; review and respond to emails with respect to same; review wind-up memo
Oct. 15, 2010	D.R. Byers	0.25	Correspondence from OSFI and discussion with M. Konyukhova
	D.J. MacKenzie	1.00	Review tax and wind-up issues
	M. Konyukhova	3.50	Call with D. MacKenzie concerning Tax Agreement; calls with FTI concerning share certificates, SEDAR contact names, PIF schedules and other pre-closing and post-closing issues; call with T. Sandler and M. De Lellis with respect to various outstanding issues; call with A. Fransen re holding share certificates and SEDAR contacts; calls with FTI concerning same; correspondence with M. Forte and P. Osborne with respect to PIF schedules and Director & Officer claims
	T. Rangwala	0.68	Foreign wind up review
Oct. 18, 2010	D.R. Byers	0.25	Conference call with D. MacKenzie with respect to tax issues
	D. MacKenzie	3.75	Review tax matters agreement and foreign wind-up strategy; correspondence with Osler

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Oct. 19, 2010	N. Ramalho	0.42	Email from and letter from S. Poysa; email to H. O'Reilly; telephone call with M. Konyukhova and S. Poysa
	A. Fransen	3.15	Review foreign wind-up memo; telephone call with Osler and Davies to discuss foreign wind-up strategy; meeting with D. MacKenzie
	M. Konyukhova	5.50	Review wind-up memo; conference call concerning same; office conference with respect to next steps; correspondence concerning various closing issues with FTI and Osler; call with J. Dacks and M. De Lellis concerning share certificates and other closing issues and November 2 motion; correspondence with respect to employment claims; calls with J. Rosenberg concerning PIF schedule; call with R. Schwill concerning PIF and bankruptcy of various Canadian subsidiaries; call with N. Ramalho and S. Poysa concerning [REDACTED] and [REDACTED] claims; preparation for closing
	T. Rangwala	2.67	Meeting with Osler and FTI regarding foreign wind-up, preparation for closing, reviewing foreign wind-up steps memo
	D.R. Byers	2.25	Attend to various emails and telephone discussions with respect to upcoming CRTC decision and outstanding matters for closing; meeting with D. MacKenzie and M. Konyukhova with respect to outstanding issues
	D. MacKenzie	5.00	Review tax matters; prepare for Plan Implementation Date; correspondence with Osler
	A.J. Taylor	4.25	Conversation with M. Konyukhova; conference call with respect to winding-up; conference call concerning Canadian subsidiaries; email with FTI; emails with D. Mackenzie; conversation with M. Konyukhova
	N. Ramalho	0.42	Telephone discussion with H. O'Reilly
	A. Fransen	1.50	Prepare for weekly status call; weekly status call
	M. Konyukhova	6.50	Telephone call with Osler with respect to Tax Matters Agreement; call with FTI and D. MacKenzie concerning same; office conference with D. MacKenzie; status call and follow up correspondence; various calls with J. Rosenberg concerning pre-closing and post-closing issues; calls and correspondence with R. Schwill concerning Tax Matters Agreement, wind-up of

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			foreign entities and other closing issues; call with Osler concerning share certificates, registered head offices and other closing issues; correspondence concerning PIF schedule
	T. Rangwala	1.97	Update call with various parties, drafting of closing documents (certificates), review of foreign wind-up materials
Oct. 20, 2010	D.R. Byers	3.33	Attend to various emails and telephone discussions with respect to Tax Matters Agreement; review submissions to OSFI with respect to replacement administrator from representative counsel and review draft response submission from Osler
	D. MacKenzie	6.00	Attend to tax matters; prepare for closing; correspondence with Osler; conference calls and meetings; pay out letters
	A.J. Taylor	1.25	Update call; conversation with M. Konyukhova
	A. Fransen	3.52	Review and draft correspondence; internal meeting with respect to post Plan Implementation Date tasks; calls with B. Seifred; calls with client; attend to various related tasks
	M. Konyukhova	2.50	Various calls and correspondence with Davies, FTI and Osler concerning pre-closing matters; internal office conference concerning pre-closing matters and next steps
	T. Rangwala	9.12	Letter agreement between Post Media and FTI Consulting for required services, meeting with team to discuss closing, foreign-entity wind-up document review
Oct. 21, 2010	D.R. Byers	4.33	Meeting with D. MacKenzie with respect to [REDACTED] issues; conference call with Davies; various emails with [REDACTED]; conference call with G. Watson
	D. MacKenzie	9.67	Prepare for closing; participate on conference calls; review documents with respect to tax issues
	A.J. Taylor	1.50	Emails concerning wind-ups; meeting concerning closing matters
	A. Fransen	5.50	Meetings to prepare for closing; review and draft correspondence; prepare for and attend on Flow of Funds call; attend to various tasks in preparation for closing
	M. Konyukhova	4.75	Conference call concerning Assumption Agreement and Indemnity to BNS; draft letter agreement with respect to restructuring period

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			claims top-up; various calls and emails concerning PIF schedule, wind-up of Canadian entities and other pre- and post-closing issues; correspondence concerning ██████ transaction; correspondence concerning defamation action against ██████ review SEDAR profile and correspondence with A. Fransen and FTI regarding same; conference call regarding Flow of Funds Agreement
	T. Rangwala	4.41	Reviewing Closing Agenda, closing room and preparing all documents required for closing
Oct. 22, 2010	D.R. Byers	4.25	Attend to emails and conference calls with respect to ██████ issue, the PIF, the CRTC decision and closing matters
	D. MacKenzie	10.00	Prepare for closing; conference calls and meeting; review closing documents
	A. Fransen	4.29	Closing call; review and draft correspondence; various tasks in preparation for closing
	M. Konyukhova	1.00	Attend to and on emails and calls with respect to closing issues with FTI; attend on status call
	T. Rangwala	0.58	Preparing for closing
	K. Kightley	0.25	Telephone discussion with A. Fransen
Oct. 23, 2010	M. Konyukhova	1.00	Call with A. Lockhart with respect to National Post bankruptcies; emails with respect to PIF, the CRTC decision and closing matters
	T. Rangwala	0.71	Drafting closing documents, Monitor's Certificates and other required signature pages
Oct. 24, 2010	A. Taylor	2.00	Participating on conference call
	A. Fransen	2.83	Review and draft correspondence; attend to various tasks preparing for closing
	M. Konyukhova	3.50	Attend to emails with respect to PIF schedule; review Initial Order; attend to correspondence with respect to Director & Officer claims; call with J. Rosenberg and R. Schwill with respect to same; conference call with respect to PIF schedule and wind-up of Canadian entities; follow-up correspondence concerning pre-closing issues

### FEE SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate/Hr</u>	<u>Amount</u>
D.R. Byers	15.41	\$825.00	12,713.25
D.J. MacKenzie	54.17	775.00	41,981.75
J. Lorito	4.50	950.00	4,275.00
A.J. Taylor	23.91	675.00	16,139.25
N. Ramalho	10.85	575.00	6,238.75
M. Nixon	1.17	550.00	643.50
A. Fransen	55.86	480.00	26,812.80
M. Konyukhova	63.00	445.00	28,035.00
T. Rangwala	39.48	345.00	13,620.60
D. Tiberini	1.08	240.00	259.20
K. Kightley	0.25	260.00	65.00

#### FEES

Professional Services	CAD \$150,784.10
HST @ 13.0%	\$19,601.93
<b>Total Professional Services and Taxes</b>	<b>CAD \$170,386.03</b>

### CHARGES SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Photocopies	187.25		187.25
Total Charges	187.25	0.00	187.25
HST @ 13.0%			24.34
<b>Total Charges and Taxes</b>			<b>CAD \$211.59</b>

### DISBURSEMENTS SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Business Meals - In Town	57.61		57.61
Travel - Airfare	9,084.19		9,084.19
Travel - In Town	21.24		21.24
Book Binding/Binders	4.31		4.31
Quicklaw Search	52.27		52.27
Travel - Taxis	96.46		96.46
Westlaw Research	274.95		274.95
Total Disbursements	9,591.03	0.00	9,591.03
HST @ 13.0%			1,246.83
<b>Total Disbursements and Taxes</b>			<b>CAD \$10,837.86</b>

**INVOICE SUMMARY**

Invoice No. 4926541

Re: Canwest Media Inc.

File No. 1096791003

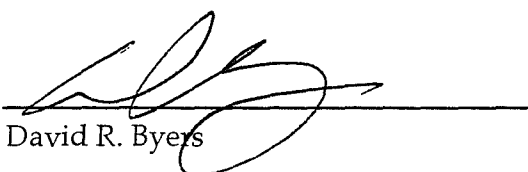
	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	150,784.10	0.00	\$150,784.10
HST @ 13.0%			19,601.93
Charges	187.25	0.00	187.25
HST @ 13.0%			24.34
Disbursements	9,591.03	0.00	9,591.03
HST @ 13.0%			1246.83

**AMOUNT DUE**

**CAD \$181,435.48**

<b>AMOUNT DUE TO OCTOBER 24, 2010</b>			<b>\$181,435.48</b>
<b>ESTIMATE OF FEES OCT. 25 TO OCT. 27</b>	\$133,405.00		
<b>HST @13% on 142,684.</b>	17,342.65		
<b>Total Fee Estimate, plus HST</b>	\$150,747.65		<b>\$150,747.65</b>
<b>TOTAL (CURRENT ACCOUNT PLUS ESTIMATE)</b>			<b>\$332,183.13</b>

**STIKEMAN ELLIOTT LLP**

  
 David R. Byers

Disbursements and charges may not have been posted at the date of this account.

# STIKEMAN ELLIOTT

Stikeman Elliott LLP, Barristers & Solicitors  
5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9  
Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

G.S.T./H.S.T. NO. 1214111360001  
Q.S.T. No. 1018978624

## Revised Invoice

FTI Consulting Canada Inc.  
TD Waterhouse Tower  
Suite 2010, P.O. Box 104  
79 Wellington Street, West  
Toronto, ON M5K 1G8  
Attention: Greg Watson

November 8, 2010  
File No. 1096791003  
Invoice No. 4963764  
(formerly 4927569)

**FOR PROFESSIONAL SERVICES RENDERED** in connection with Canwest Media Inc. for the period up to November 6, 2010.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Sept. 28, 2010	A. Boctor	0.75	Review letter to OSFI, send comments to Osler
Sept. 29, 2010	A. Boctor	0.50	Review letter to OSFI, send comments to Osler
Oct. 5, 2010	J.G. Lorito	0.50	Review Tax Matters Agreement
Oct. 13, 2010	A. Boctor	0.50	Letter sent from T. Devir at Osler
Oct. 14, 2010	A. Boctor	0.50	Review letter from T. Devir at Osler
Oct. 19, 2010	A. Boctor	0.42	Review letter from T. Devir at Osler
Oct. 20, 2010	J.G. Lorito	1.50	Meet with D. MacKenzie, A. Fransen and M. Konyukhova
Oct. 21, 2010	J.G. Lorito	1.00	Review emails; telephone conversation with K. Wharram.
	N. Ramalho	0.25	Emails from and to J. Kugler
	S. Furfaro	0.25	Responded to M. Coutinho's request from T. Rangwala regarding registration
Oct. 22, 2010	J.G. Lorito	0.50	Conference call with G. Watson, D. MacKenzie
	T.G. Kane	0.75	Report on CRTC approval
Oct. 25, 2010	D. Byers	5.25	Conference call with D. MacKenzie from Winnipeg; work on closing matters; meeting with M. Konyukhova with respect to drafting Report; review memorandum from Osler; work on draft report and conference call with respect to same
	D.J. MacKenzie	17.00	Prepare for and travel to Winnipeg; prepare review draft Twentieth Report; conference calls and meetings
	J.G. Lorito	15.00	Travel to Winnipeg; meeting; review Report;

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			conference calls with D. MacKenzie, G. Watson, M. Konyukhova; attend on further conference calls and at meetings
	A.J. Taylor	2.50	Discussion with M. Konyukhova regarding closing; telephone conversation with M. Forte and T. Sandler; telephone conversation with R. Schwill; telephone conversation with P. Osborne; email regarding [REDACTED] further discussion with M. Konyukhova; email M. Konyukhova
	A. Boctor	1.33	Review letters regarding CH Plan, review closing agenda, confer with M. Konyukhova; email correspondence
	N. Ramalho	0.58	Telephone call with H. O'Reilly; telephone call with M. Konyukhova; telephone call with S. Poysa
	A. Fransen	5.92	Attend to various tasks related to closing; flow of funds call; review and draft correspondence; calls with FTI related to closing; review closing agenda
	M. Konyukhova	11.00	Attend to various closing matters; prepare Report of the Monitor; conference call with respect to Twentieth Report of the Monitor; revise Report
	T. Rangwala	5.00	Preparing for closing; walk through of closing room at Osler; drafting any required closing documents; obtaining signatures for unsigned certificates and agreements
Oct. 26, 2010	D.R. Byers	10.33	Numerous conference calls with [REDACTED] conference calls with Osler and Davies with respect to CRA issues; two conference calls with the [REDACTED] FTI, Osler and Davies; communications with the Court with respect to available judge; work on draft Monitor Report and review comments on same; numerous conference calls with FTI with respect to closing issues; internal meetings with respect to closing issues
	D.J. MacKenzie	11.00	Prepare for closing; meetings; review closing documents
	J.G. Lorito	8.00	Review comments on report; conference calls; discussion with D. MacKenzie, D. Byers, M. Konyukhova, A. Taylor; meetings
	A.J. Taylor	5.00	Review News Release; discussion with M. Konyukhova; telephone conversation with P.



<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			Osborne, telephone conversation with R. Schwill; review draft Report; status call; emails regarding tax claims; emails regarding Palumbo; discussion with D. MacKenzie, J. Lorito, and M. Konyukhova regarding [REDACTED] claims; further telephone calls and emails regarding Palumbo
Oct 26, 2010	A. Fransen	14.04	Calls with client; review and draft correspondence; various tasks related to closing deal; pre-closing of deal.
	N. Ramalho	2.75	Telephone call with H. O'Reilly; settlement discussion; emails from and to D. Burton; revise Settlement Agreement
	M. Konyukhova	6.50	Attend to various closing matters
	J. Imrie	0.58	Review of previous fee affidavits; review of invoices for Stikeman fees for same; email to J. Kay regarding FTI invoices
Oct. 27, 2010	T. Rangwala	6.89	Attend to Closing tasks
	D.R. Byers	6.00	Attend on various conference calls and at internal meetings with respect to closing issues; correspondence from [REDACTED]
	D.J. MacKenzie	5.00	Attend to Closing issues
	A.J. Taylor	2.50	Attend to all telephone calls, emails and meetings concerning closing
	N. Ramalho	1.00	Emails from and to H. O'Reilly; emails from and to S. Poysa regarding [REDACTED] emails from and to S. Poysa regarding MOS; telephone call with H. O'Reilly; review revised Agreement
	A. Fransen	7.95	Attend at Closing
	M. Konyukhova	8.50	Attend to various Closing matters; prepare Report and Motion materials for November 2 motion
	J. Imrie	0.42	Preparation of fee affidavits
	T. Rangwala	5.86	Attend at Closing, obtaining all signatures, following-up with client, last minute Closing item preparation
Oct. 28, 2010	D. Dudkiewicz	0.83	Filed Monitor's Certificate
	D.R. Byers	1.75	Review draft Twentieth Report and deal with various post-closing issues
	D.J. MacKenzie	1.00	Review post-closing matters; attend to emails
	M. Konyukhova	3.25	Attend to emails with respect to post-closing matters; prepare draft Report in support of motion for Stay Extension; correspondence with J. Imrie regarding draft notice of motion and order; correspondence with FTI with respect to

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			fee approval
	J. Imrie	3.75	Receipt of instructions with respect to notice of motion and draft order for Stay Extension motion; drafting of materials for Stay Extension
	T. Rangwala	5.14	Closing and post closing tasks, gathering all documents for closing room, closing books
	M. Simonik	2.17	Assisted in collecting closing materials
	D. Tiberini	5.42	Attended closing room to collect documents and compile a list of deficiencies
Oct. 29, 2010	D.R. Byers	4.25	Review comments and draft Twentieth Report and work on same; conference call with W. Sasso; conference call with FTI with respect to Report and other post-closing issues; finalize Report; email from counsel for Shaw and prepare draft response to the same
	D.J. MacKenzie	1.00	Review and comment on Twentieth Report
	A.J. Taylor	0.25	Call with D. Byers re bankruptcies
	N. Ramalho	0.25	Emails from and to J. Kugler
	A. Fransen	1.00	Various post closing tasks; review and draft correspondence.
	M. Konyukhova	2.50	Correspondence concerning Twentieth Report; attend to revising, finalizing, and service of the Report; correspondence with D. Byers with respect to R. Schwill's email
	J. Imrie	0.75	Revisions to Notice of Motion and Draft Order; review of Twentieth Report of the Monitor in relation to the same.
	T. Rangwala	0.73	Attend to post-closing tasks
Nov. 1, 2010	D.R. Byers	1.75	Telephone call with Justice Pepall with respect to scheduling; email from R. Schwill and emails with G. Watson with respect to same; review proposed amendments to draft Order and discussion with M. Konyukhova; prepare for motion
	M. Konyukhova	3.25	Review and respond to various correspondence with respect to wind-ups; attend to telephone calls regarding same; review draft order and revise; review Gluskin Sheff decision from Court of Appeal; review Justice Pepall's decision from motion by Gluskin Sheff; draft reporting email to FTI; correspondence with FTI regarding same; review Plan Sanction Order and PEA regarding various post-implementation matters; correspondence with FTI with respect to same

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
	T. Rangwala	2.40	Post-closing tasks - including filings of solvency and dissolution
	B. Raposo	1.00	Email and discussion with T. Rangwala; reviewed dissolution documents for 1) 4501063 Canada Inc. 2) MBS Productions 3) Global Centre Inc.; prepared letter to Ministry of Finance and authorization with respect to consent to re dissolution; emailed same to T. Rangwala
Nov 2, 2010	D.R. Byers	2.50	Meeting with M. Konyukhova with respect to motion; discuss CRA issues with D. MacKenzie; meeting with G. Watson and J. Rosenberg with respect to outstanding matters
	D.J. MacKenzie	0.75	Review status update with respect to claims
	N. Ramalho	0.25	Receiving and reviewing letter from [REDACTED] and telephone call with D. Shields
	A. Fransen	0.33	Call with T. Rangwala to discuss next steps with respect to dissolutions; review and draft correspondence
	M. Konyukhova	4.25	Attendance at motion to extend stay; attend to entering order; various emails with FTI and T. Rangwala regarding post-closing matters and foreign wind-ups; meeting with G. Watson, J. Rosenberg and D. Byers with respect to reporting to Shaw and post-closing matters; review National Post bankruptcy materials; office conference with J. Imrie regarding duties of trustee; review memo with respect to same; call with J. Rosenberg with respect to National Post bankruptcies
	T. Rangwala	2.48	Post-closing tasks - including filings of solvency and dissolution
	B. Raposo	2.00	Email from T. Rangwala; reviewed documents - name change documents for 4514858 Canada Inc. and for The National Post Company; reviewed filed Form 1s filed for The National Post Company (General Partnership) to determine sequencing of the filings and if name change done correctly; telephone call to Ontario Ministry; reviewed Business Names Act and Forms Section; obtained document replica for The National Post Company prior to filings made in October 2010; various discussions with T. Rangwala
Nov 3, 2010	N. Ramalho	0.25	Telephone call with D. Shields

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Nov 3, 2010	M. Konyukhova	1.50	Telephone call with T. Klinck with respect to Gluskin Sheff; calls and correspondence with FTI regarding National Post bankruptcies; review BIA provisions; correspondence with respect to ██████████ claim; draft email to foreign counsel concerning next steps and other post-implementation issues
Nov 3, 2010	T. Rangwala	2.73	Attend to post-closing tasks
Nov 4, 2010	T. Rangwala	2.17	Attend to post-closing tasks
Nov 4, 2010	C. Newnham	0.33	To the Irish Embassy for document legalization
Nov 5, 2010	M. Konyukhova	2.00	Review Plan, PEA and orders for next steps; meeting with FTI concerning same; correspondence with respect to █████ █████ ██████████ and other claims

#### FEE SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate/Hr</u>	<u>Amount</u>
D.R. Byers	31.83	825.00	26,259.75
D.J. MacKenzie	35.75	775.00	27,706.25
J.G. Lorito	26.50	950.00	25,175.00
A.J. Taylor	10.25	675.00	6,918.75
T.G. Kane	0.75	600.00	450.00
A. Boctor	4.00	\$585.00	\$2,340.00
N. Ramalho	5.33	575.00	3,064.75
A. Fransen	29.24	480.00	14,035.20
M. Konyukhova	42.75	445.00	19,023.75
J. Imrie	5.50	345.00	1,897.50
T. Rangwala	33.40	345.00	11,523.00
S. Furfaro	0.25	275.00	68.75
D. Dudkiewicz	0.83	240.00	199.20
C. Newnham	0.33	240.00	79.20
M. Simonik	2.17	240.00	520.80
D. Tiberini	5.42	240.00	1,300.80
B. Raposo	3.00	195.00	585.00

#### FEES

Professional Services	CAD \$141,147.70
HST @ 13.0%	\$18,349.20
<b>Total Professional Services and Taxes</b>	<b>CAD \$159,496.90</b>

### CHARGES SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Photocopies	97.25		97.25
Telecopier	5.50		5.50
Total Charges	102.75	0.00	102.75
HST @ 13.0%			13.36
<b>Total Charges and Taxes</b>			<b>CAD \$116.11</b>

### DISBURSEMENTS SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Agents' Fees	107.66		107.66
Business Meals - In Town	63.21		63.21
Cash Received		-150,747.65	-150,747.65
Corporate Search N/T		8.00	8.00
Filing Fees - N/T		127.00	127.00
Travel - Out of Town	-637.01		-637.01
Book Binding/Binders	8.52		8.52
Corporate Search	15.00		15.00
Delivery/Mailroom	10.31		10.31
Miscellaneous N/T		60.00	60.00
Telephone	0.20		0.20
Travel - Taxis	74.04		74.04
Total Disbursements	-358.07	-150,552.65	-150,910.72
HST @ 13.0%			-46.55
<b>Total Disbursements and Taxes</b>			<b>CAD \$-150,957.27</b>

**INVOICE SUMMARY**

Invoice No. 4927569

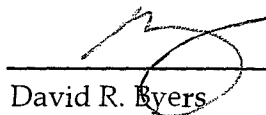
Re: Canwest Media Inc.

File No. 1096791003

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	141,147.70	0.00	\$141,147.70
HST @ 13.0%			18,349.20
Charges	102.75	0.00	102.75
HST @ 13.0%			13.36
Disbursements	-365.15	-150,552.65	-150,917.80
HST @ 13.0%			-47.47
<b>TOTAL</b>			<b>\$8,647.74</b>

Payment received November 11, 2010		\$10,753.30
Less: Amount of this account		-8,647.74
Balance to your credit to be applied to February, 2011 account		\$2,105.56

**STIKEMAN ELLIOTT LLP**

  
 \_\_\_\_\_  
 David R. Byers

Disbursements and charges may not have been posted at the date of this account. Please quote our File number and/or Invoice number when making payment. Accounts are due when rendered. Interest at the rate of 1.00 percent per annum will be charged for amounts unpaid 30 days or more.

# STIKEMAN ELLIOTT

Stikeman Elliott LLP, Barristers & Solicitors  
5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9  
Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

G.S.T./H.S.T. NO. 1214111360001  
Q.S.T. No. 1018978624

## Invoice

FTI Consulting Canada Inc.  
TD Waterhouse Tower  
Suite 2010, P.O. Box 104  
79 Wellington Street, West  
Toronto, ON M5K 1G8  
Attention: Greg Watson

January 24, 2011  
File No. 1096791003  
Invoice No. 4943772

**FOR PROFESSIONAL SERVICES RENDERED** in connection with Canwest Media Inc. for the period up to December 31, 2010.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Nov. 2, 2010	A. Ramsay	1.00	Attend to have documents notarized
Nov 3, 2010	M. MacDonald	0.17	Preparation of documents for legalization
Nov 4, 2010	M. MacDonald	1.92	Preparation of authenticated documents for courier to Ireland; preparation of cover letter, pdfs and packages of documents for submission
Nov 4, 2010	B. Raposo	0.25	Discussion with T. Rangwala regarding director/officer changes for Canwest subsidiaries
Nov 5, 2010	T. Rangwala	2.07	Meeting with FTI with respect to all post-implementation tasks
Nov 8, 2010	M. Konyukhova	0.75	Prepare chart of next steps post-PID; review correspondence regarding various claims
	T. Rangwala	2.30	Attend to post-closing tasks, drafting all outstanding items for domestic dissolutions, organizing extra-provincial registrations and filings
	B. Raposo	0.50	Discussion with T. Rangwala regarding director/officer changes for CanWest subsidiaries; reviewed director resignations
Nov 9, 2010	N. Ramalho	2.00	Email to J. Poysa; email to D. Burton and participate in meeting
	M. Konyukhova	2.75	Prepare chart of next steps; correspondence regarding National Post bankruptcies; review chart of documents to be prepared for Canadian dissolutions; review chart of outstanding

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			claims; meeting with FTI regarding outstanding claims
	T. Rangwala	1.36	Attend to post-closing tasks, drafting all outstanding items for domestic dissolutions, organizing extra-provincial registrations and filings
	K. Kightley	0.33	Discussion with B. Raposo; telephone conversation with T. Rangwala
Nov 10, 2010	D.J. MacKenzie	1.00	Telephone call; review tax matters agreement and CLP partnership agreement; review correspondence regarding [REDACTED]
Nov 11, 2010	N. Ramalho	0.25	Email from and to D. Burton
	M. Konyukhova	0.50	Review amended BNS agreement; call with J. Kay regarding same; calls with J. Rosenberg and J. Imrie with respect to creditors' meeting and issues concerning National Post bankruptcies
Nov 12, 2010	D.J. MacKenzie	0.50	Correspondence with CRA and tax matters agreement
	T. Rangwala	2.10	Post-closing filings, review of documents for evidence of lease transfers
Nov 15, 2010	D.R. Byers	0.17	Emails with G. Watson and R. Schwill
	N. Ramalho	0.25	Emails from and to D. Burton
	M. Konyukhova	1.83	Correspondence with respect to various corporate filings; office conference with T. Rangwala regarding same; correspondence with FTI regarding same; correspondence with FTI regarding foreign counsel and other matters; review and update claims register
	T. Rangwala	0.52	Post-closing filings, review of documents for evidence of lease transfers
Nov 16, 2010	J. Lorito	0.50	Participate on conference call
	N. Ramalho	0.58	Telephone call with D. Burton and telephone call with J. Rosenberg
	M. Konyukhova	0.25	Telephone call with N. Ramalho with respect to [REDACTED] claims; call with J. Rosenberg regarding same
	T. Rangwala	1.03	Attend to post-closing filings, [REDACTED]
	K. Kightley	0.25	Discussion with T. Rangwala regarding updating registrations
	M. Coutinho	0.17	Discussion with K. Kightley with respect to outstanding corporate matters and clean-up to be attended to



<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Nov 17, 2010	D.R. Byers	0.50	Emails with G. Watson and conference call with R. Schwill and P. Johnston
	M. Konyukhova	0.75	Correspondence with J. Rosenberg; review e-mail from J. Kugler; review post-filing Claims Procedure Order; e-mail to J. Kugler; call with H. O'Reilly
	T. Rangwala	2.27	Attend to post-closing filings, [REDACTED] [REDACTED]
Nov 18, 2010	T. Rangwala	1.43	Coordinating mailing of any documents to foreign entities, coordinating filing of extra-provincial registrations
Nov 20, 2010	D. MacKenzie	0.50	Correspondence with respect to post implementation date obligations
	N. Ramalho	0.25	Telephone call with D. Burton
	T. Rangwala	1.85	Review of all purchase documents for reference to records and books as part of purchased assets, review to find any requirements to provide books and records
Nov 22, 2010	D. Byers	0.33	Attend to emails with respect to [REDACTED] claim and discussion with M. Konyukhova
	M. Konyukhova	1.25	Correspondence with respect to Scotiabank Agreement; review revised version of same; call with J. Kay with respect to revised Agreement; review post-filing claims procedure; correspondence with J. Kay with respect to same; review correspondence concerning [REDACTED] claim
	M. Milot	0.33	Evaluation of claims procedure for translation; coordination of assignment
Nov 23, 2010	T. Rangwala	0.33	Correspondence with Luxembourg counsel; courier documents to Luembourg
	M. Konyukhova	2.75	Telephone calls and correspondence with FTI with respect to post-filing Claims Procedure Order, winding-up the Chapter 15 proceedings, Scotiabank Agreement and other post-implementation issues; obtain translation of post-filing notice for newspapers; review correspondence from R. Kravetsky with respect to [REDACTED] claim; correspondence with FTI with respect to same; prepare draft response; review orders and endorsements with respect to Gluskin Sheff claims; email to H. Daley with respect to same; review claims register;

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			correspondence with FTI with respect to outstanding claims
	M. Milot	0.25	Follow-up on status of revision
	F. Comeau	0.75	Revising and proofreading of Notice of Commencement of Post-Filing Claims Procedure and changes thereto
	T. Rangwala	0.37	Attend to regulatory filing issues
	D. Arseneau	1.00	Translation of Notice of Commencement of Post-Filing
Nov 24, 2010	M. Konyukhova	1.75	Correspondence with R. Kravetsky with respect to ██████████ claim; call with J. Rosenberg with respect to same; correspondence with H. Daley with respect to Gluskin Sheff claim; review ██████████ and ██████████ claims; correspondence to A. Boctor with respect to same
	T. Rangwala	2.00	Review of documents relating to 335 Burrard and how the Monitor may assign it to CPI
	K. Kightley	0.33	Emails to and from T. Rangwala with respect to CBCA deficiency notices
	M. Coutinho	1.00	Review communications from T. Rangwala and K. Kightley on the extra-provincial status of various entities; conduct searches and provide information
Nov 25, 2010	D. MacKenzie	1.25	Review Plan and Subscription Agreement; review Orders; review request with respect to 335 Burrard Street; telephone call with FTI; telephone call with Davies
	M. Konyukhova	1.17	Correspondence with T. Rangwala with respect to corporate filings; call with D. MacKenzie concerning lease; call with H. Daley concerning Gluskin Sheff claim; call with J. Rosenberg with respect to Post-Filing Claims Procedure Order and auction of office furniture; review Scotiabank revised agreements; call with J. Rosenberg with respect to same; call with J. Rosenberg concerning contract disclaimers
	T. Rangwala	2.47	Review of document relating to 335 Burrard and how the Monitor may assign same to CPI
	K. Kightley	0.33	Discussion with and email to T. Rangwala
Nov 26, 2010	D. Byers	0.25	Conference call with W. Sasso
	M. Konyukhova	0.17	Telephone call with J. Rosenberg with respect to liquidation of office furniture; review claims register
Nov. 30, 2010	M. Konyukhova	0.84	Call with J. Rosenberg concerning ██████████ claim;

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			correspondence with D. MacKenzie and J. Lorito with respect to meeting regarding same; review correspondence with respect to [REDACTED] and other claims; review email with respect to [REDACTED] correspondence with C. Hill concerning distributions
Dec. 1, 2010	M. Konyukhova	0.50	Call to [REDACTED] with respect to Canwest shares; call with J. Rosenberg with respect to Winnipeg lease and [REDACTED] claims; call with J. Rosenberg with respect to Post-Filing Claims Procedure Order and [REDACTED] claim; review claim and supporting documentation with respect to [REDACTED] claim
	T. Rangwala	0.50	Review of required debenture documents required by Computershare
Dec. 2, 2010	M. Konyukhova	0.50	Call with J. Rosenberg with respect to [REDACTED] claim; draft letter to [REDACTED] review correspondence from T. Rangwala with respect to Global Centre
	T. Rangwala	0.79	Review debenture of Global Centre Inc. required by Computershare and dealing with related issues
Dec. 3, 2010	D. MacKenzie	0.33	Review correspondence with respect to Burrard lease; reply to CPI
	M. Konyukhova	0.50	Review email with respect to Global Centre; telephone call with T. Rangwala with respect to same; call with [REDACTED] with respect to his claim regarding share record date
	T. Rangwala	0.75	Resolving issue with Computershare regarding Global Centre debenture
	K. Kightley	0.17	Telephone conversation with T. Rangwala; emails to and from T. Rangwala
Dec. 6, 2010	D. MacKenzie	1.00	Correspondence to S. Pasternak with respect to Burrard Street
	T. Rangwala	0.17	Meeting with D. MacKenzie with respect to Burrard Street lease
Dec. 7, 2010	D. Byers	0.25	Attend to emails with FTI with respect to status
	N. Ramalho	0.25	Receiving and reviewing letter from [REDACTED]
	M. Konyukhova	0.25	Call with U.S. firm with respect to Chapter 15 proceedings; correspondence with respect to same
	T. Rangwala	0.33	Review of Computershare debenture issue for Global Centre
Dec. 8, 2010	D. Byers	1.33	Meeting with FTI with respect to outstanding issues and next steps; meeting with M.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			Konyukhova with respect to next Monitor's Report
	D. MacKenzie	2.00	Meeting with FTI with respect to post-closing matters; review correspondence with Burrard Street lease
	J. Lorito	1.00	Meeting with FTI
	M. Konyukhova	3.00	Review tax agreement, PEA and various Orders with respect to tax-related matters; meeting with FTI with respect to tax-related issues and other post-closing issues
	T. Rangwala	0.50	Discussions with J. Kay concerning Computershare issue; finding bill of sale for equipment
Dec. 9, 2010	N. Ramalho	0.25	Receive and reviewing letter from D. Burton and email with M. Konyukhova
Dec. 10, 2010	D. Byers	1.25	Email from K. McElcheran with respect to [REDACTED] and [REDACTED] attend to various emails with respect to same; discussion with D. MacKenzie
	D. MacKenzie	0.25	Consider tax inquiries and correspondence
Dec. 12, 2010	D. Byers	0.17	Attend to emails with G. Watson and K. McElcheran
Dec. 13, 2010	D. Byers	0.17	Attend to emails with respect to [REDACTED]
	D. MacKenzie	1.00	Review correspondence with respect to Burrard Street; email correspondence to Postmedia and Shaw; telephone call with D. Winters; correspondence to FTI
Dec. 14, 2010	N. Ramalho	0.42	Review list
	T. Rangwala	0.33	Computershare debenture
Dec. 15, 2010	D. MacKenzie	1.33	Review Assignment of Lease and revise; circulation same to FTI; review Plan and Order
	N. Ramalho	0.58	Emails from and to J. Kay and telephone call with F. Sterling from Shaw; review list of outstanding claims and email to J. Rosenberg
	T. Rangwala	0.90	Consider Computershare issue; filing name changes on Sedar; speaking with the Ontario Securities Commission
Dec. 16, 2010	D. Byers	0.25	Review draft response to K. McElcheran and attend to email with respect to same
	D. MacKenzie	1.75	Review set-off issues; review disputed claims and BIA; telephone call with J. Rosenberg; revise Assignment of Lease; telephone call with J. Rosenberg with respect to Burrard Street
	M. Grottenthaler	0.25	Discussion with D. MacKenzie with respect to

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			set-off of consulting fees against price adjustment
	S. Furfaro	0.67	Emails and telephone calls from and to T. Rangwala; filed security holder document
Dec. 17, 2010	D. Byers	0.25	Attend to emails with respect to K. McElcheran inquiry; email to K. McElcheran
	M. Grottenthaler	0.25	Discussion with D. MacKenzie with respect to set-off
Dec. 20, 2010	N. Ramalho	0.33	Telephone conversation with F. Sterling
	M. Konyukhova	1.00	Review and respond to various emails with respect to corporate documents, employee issues and other post-filing issues
	T. Rangwala	0.56	Review filing requirements with Ontario Securities Commission
	M. Coutinho	0.25	Communications with K. Kightley regarding removal of all directors on MBS Productions Inc.; review Industry Canada record
Dec. 21, 2010	D. Byers	0.42	Discuss schedule with M. Konyukhova and review email to Justice Pepall
	M. Konyukhova	0.50	Correspondence with FTI with respect to various outstanding issues
Dec. 22, 2010	M. Konyukhova	1.50	Review correspondence with respect to [REDACTED] claim; call with J. Rosenberg with respect to same; draft response to R. Kravetsky's email; attend to emails with respect to [REDACTED] notion
	T. Rangwala	0.23	Attend to corporate filings
Dec. 23, 2010	M. Konyukhova	0.33	Call with J. Kay with respect to various issues; review Termination Agreement with respect to [REDACTED]
Dec. 24, 2010	M. Konyukhova	3.25	Review draft Chapter 15 materials; correspondence with respect to outstanding claims and convenience class payments; review correspondence and materials with respect to [REDACTED] application with [REDACTED] correspondence with respect to same
Dec. 29, 2010	M. Konyukhova	0.25	Attend to correspondence with respect to [REDACTED]

## FEE SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate/Hr</u>	<u>Amount</u>
D.R. Byers	5.34	\$825.00	\$4,405.50
D.J. MacKenzie	10.91	775.00	8,455.25
J. Lorito	1.50	950.00	1,425.00
M. Grottenthaler	0.50	750.00	375.00
N. Ramalho	5.16	575.00	2,967.00
M. Milot	0.58	475.00	275.50
D. Arseneau	1.00	450.00	450.00
M. Konyukhova	26.34	445.00	11,721.30
F. Comeau	0.75	410.00	307.50
T. Rangwala	25.16	345.00	8,680.20
S. Furfaro	0.67	275.00	184.25
K. Kightley	1.41	260.00	366.60
A. Ramsay	1.00	240.00	240.00
M. MacDonald	2.09	240.00	501.60
M. Coutinho	1.42	215.00	305.30
B. Raposo	0.75	195.00	146.25

### FEES

Professional Services

CAD \$40,806.25

HST @ 13.0%

5,304.81

**Total Professional Services and Taxes**

**46,111.06**

### CHARGES SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Photocopies	1,610.25		1,610.25
Total Charges	1,610.25	0.00	1,610.25
HST @ 13.0%			209.34
<b>Total Charges and Taxes</b>			<b>CAD \$1,819.59</b>

### DISBURSEMENTS SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Agents' Fees	90.00		90.00
Business Meals - In Town	62.88		62.88
Courier - Taxis	62.37		62.37
Travel - Airfare	-1,008.20		-1,008.20
Travel - In Town	65.78		65.78
Book Binding/Binders	15.82		15.82
Delivery/Mailroom	50.21		50.21
Telephone	291.13		291.13
Travel - Taxis	609.51		569.25
Total Disbursements	239.50	0.00	239.50
HST @ 13.0%			31.14
<b>Total Disbursements and Taxes</b>			<b>CAD \$270.64</b>

**INVOICE SUMMARY**

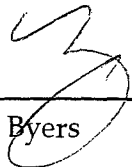
Invoice No. 4932876

Re: Canwest Media Inc.

File No. 1096791003

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	40,500.95	0.00	\$40,806.25
HST @ 13.0%			5,304.81
Charges	1,610.25	0.00	1,610.25
HST @ 13.0%			209.33
Disbursements	239.50		239.50
HST @ 13.0%			31.14
<b>AMOUNT DUE</b>			<b><u>CAD \$48,201.28</u></b>

**STIKEMAN ELLIOTT LLP**

  
\_\_\_\_\_  
David R. Byers

Disbursements and charges may not have been posted at the date of this account.  
Please quote our File number and/or Invoice number when making payment.  
Accounts are due when rendered. Interest at the rate of 1.00 percent per annum  
will be charged for amounts unpaid 30 days or more.



# STIKEMAN ELLIOTT

Stikeman Elliott LLP, Barristers & Solicitors  
5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9  
Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

G.S.T./H.S.T. NO. 1214111360001  
Q.S.T. No. 1018978624

## Invoice

FTI Consulting Canada Inc.  
TD Waterhouse Tower  
Suite 2010, P.O. Box 104  
79 Wellington Street, West  
Toronto, ON M5K 1G8  
Attention: Greg Watson

February 22, 2011  
File No. 1096791003

Invoice No. 4954954

**FOR PROFESSIONAL SERVICES RENDERED** in connection with Canwest Media Inc. for the period up to January 31, 2011.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Jan 4, 2011	M. Konyukhova	0.25	E-mails with N. Ramalho re employee issues;
Jan 5, 2011	D.J. MacKenzie	0.50	Correspondence with respect to RBC license; review assignment document
	N. Ramalho	0.42	Email from and to J. Kay and draft email to F. Sterling
	M. Konyukhova	3.25	Review draft BC agreement with respect to assignment of lease; emails with D. MacKenzie regarding same; review Plan with respect to whether lease can be assigned; correspondence with J. Rosenberg regarding same; correspondence with D. Byers, J. Kugler and Commercial List concerning Bradley motion; call with J. Rosenberg to discuss various issues; call with N. Ramalho regarding employee issues and [REDACTED] call to [REDACTED] regarding [REDACTED]
Jan 6, 2011	D.R. Byers	0.33	Discuss status of [REDACTED] issues and upcoming meeting with [REDACTED]
	D.J. MacKenzie	0.50	Review license assignment; correspondence with M. Konyukhova
	M. Konyukhova	0.75	Office conference with D. Byers; consider issues; correspondence regarding Bradley claim;
Jan 7, 2011	N. Ramalho	0.42	Draft response to F. Sterling and emails from and to J. Kay
Jan 10, 2011	N. Ramalho	0.25	Telephone call with M. Konyukhova regarding

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
	M. Konyukhova	0.33	██████████ Call with Commercial List regarding Bradley claim and emails with respect to same
Jan 11, 2011	D.J. MacKenzie	3.00	Prepare for and attend meeting with ██████████ with respect to ██████ returns and ██████ claims; review claim in dispute and correspondence
	J.G. Lorito	1.50	Meeting
	N. Ramalho	0.25	Emails from and email to M. Konyukhova and send email to F. Sterling
	M. Konyukhova	3.17	Review emails concerning PWC letter; review draft PWC engagement letter; call with J. Porepa regarding same; draft e-mail regarding Gluskin Sheff claim; e-mail to R. Kravetsky regarding ██████████ claim; draft correspondence to convenience class claimants; call with J. Rosenberg regarding lease, foreign wind-ups, and other issues; emails with respect to ██████████
Jan 12, 2011	D.R. Byers	0.17	Attend to emails with respect to ██████████ ██████████
Jan 12, 2011	M. Konyukhova	1.00	Review and respond to various emails regarding post-filing issues; calls with J. Rosenberg with respect to same
	M. Konyukhova	1.17	Research with respect to ██████████ review ██████ claim; call with J. Rosenberg regarding same; call with J. Rosenberg and J. Kay regarding ██████ claim
Jan 17, 2011	D.R. Byers	0.50	Emails from counsel for Shaw; conference call with FTI; telephone discussion with M. Konyukhova
	N. Ramalho	0.33	New file regarding ██████████
	M. Konyukhova	0.92	Emails with FTI with respect to convenience class claims; consider issue of one claimant with two claims; email to FTI regarding same; draft email with respect to ██████ claim for ██████████ ██████████
Jan 18, 2011	D.R. Byers	0.50	Attend to emails with respect to Bradley motion and discuss next steps with respect to same with M. Konyukhova; work on litigation timetable
	M. Konyukhova	0.75	Correspondence regarding Bradley motion and timetable for delivery of materials
	T. Rangwala	0.75	Speaking to various securities commissions regarding filing fees and name change

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			information
Jan 19, 2011	D.R. Byers	0.17	Emails with M. Konyukhova
	T. Rangwala	1.00	Attend to filing issues
Jan 20, 2011	M. Konyukhova	1.33	Correspondence to [REDACTED] counsel; correspondence regarding [REDACTED] review and revise Chapter 15 materials
Jan 21, 2011	D.R. Byers	0.33	Telephone discussion with W. Sasso; meeting with M. Konyukhova with respect to same
Jan 21, 2011	A. Fransen	2.00	Review and draft correspondence; meeting with respect to next steps on [REDACTED] and other matters
Jan 21, 2011	T. Rangwala	1.75	Meeting for handling [REDACTED] documents, reviewing [REDACTED] documents
Jan 24, 2011	M. Konyukhova	1.00	Meeting with J. Rosenberg regarding report to Shaw pursuant to Post-Emergence Agreement
Jan 25, 2011	N. Ramalho	0.25	Telephone call from D. Shields
Jan 26, 2011	D.J. MacKenzie	2.00	Correspondence with [REDACTED] telephone call with FTI regarding [REDACTED] requests and responses
	M. Konyukhova	1.75	Prepare sections for report to Shaw; correspondence with J. Rosenberg; Review report to Shaw and provide comments; review Post-Emergence Agreement and September 27 Order with respect to payment of Irish tax
Jan 27, 2011	D.R. Byers	0.25	Review and comment on report to Plan Sponsor
	D.J. MacKenzie	2.50	Correspondence with [REDACTED] regarding [REDACTED] issues and meetings; conference call with FTI
Jan 28, 2011	D.R. Byers	0.25	Attend to emails with W. Sasso and client with respect to timing of distributions
Jan 28, 2011	T. Rangwala	2.00	Prepare Closing books
Jan 28, 2011	D. Tiberini	1.58	Met with T. Rangwala to discuss closing books; reviewed closing agenda to create a list of outstanding documents
Jan 31, 2011	R. Boessenkool	3.85	Met with N. Ramalho and M. Konyukhova regarding file; research with respect to jurisdiction of claims officer to hear union grievances under a CCAA process, and status of collective bargaining agreement under a CCAA process
Jan 31, 2011	D.R. Byers	0.33	Attend to emails with respect to upcoming motion and discussion with M. Konyukhova
	D.J. MacKenzie	0.50	Telephone call with J. Rosenberg with respect to presentation to [REDACTED] review reports
	N. Ramalho	1.25	Telephone call with D. Shields regarding [REDACTED] further telephone call with D. Shields;

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			review Bradley file and meeting with M. Konyukhova and R. Boessenkool
	N. Ramalho	0.25	Telephone call with D. Shields
	N. Ramalho	0.75	Review Bradley file and meeting with M. Konyukhova and R. Boessenkool
	M. Konyukhova	5.00	Correspondence with D. Byers regarding Bradley motion; call with J. Rosenberg with respect to same; draft reporting email to R. Schwill regarding Bradley motion; correspondence with J. Kugler with respect to materials to be filed for Bradley motion; meeting with N. Ramalho and R. Boessenkool regarding Bradley motion and research; review CMI orders regarding CEP motion with respect to termination pay; review government commentary on purpose of s. 33 of CCAA; review CEP's motion record for Bradley motion; correspondence with J. Rosenberg regarding Winnipeg condo and payment of real estate commission; call to B. Johnston with respect to [REDACTED] claim; correspondence with R. Kravetsky with respect to [REDACTED] claim; call with J. Porepa and J. Rosenberg with respect to [REDACTED] claim
Jan 31, 2011	T. Rangwala	2.00	Prepare Closing books
Jan 31, 2011	D. Tiberini	1.50	Amended closing agenda to reflect outstanding documents

#### FEE SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate/Hr</u>	<u>Amount</u>
D.R. Byers	2.83	950.00	\$2,688.50
D.J. MacKenzie	9.00	825.00	7,425.00
J.G. Lorito	1.50	975.00	1,462.50
N. Ramalho	3.17	575.00	1,822.75
A. Fransen	2.00	525.00	1,050.00
M. Konyukhova	20.67	500.00	10,335.00
T. Rangwala	7.50	375.00	2,812.50
R. Boessenkool	3.85	\$355.00	1,366.75
D. Tiberini	3.08	250.00	770.00

FEES

CAD \$29,733.00

Professional Services	
HST @ 13.0%	3,865.29
<b>Total Professional Services and Taxes</b>	<b>CAD \$33,598.29</b>

**CHARGES SUMMARY**

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Photocopies	81.50		81.50
Total Charges	81.50	0.00	81.50
HST @ 13.0%			10.60
<b>Total Charges and Taxes</b>			<b>CAD \$92.10</b>

**DISBURSEMENTS SUMMARY**

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Travel - Parking	15.93		15.93
Telephone	0.08		0.08
Total Disbursements	16.01	0.00	16.01
HST @ 13.0%			2.08
<b>Total Disbursements and Taxes</b>			<b>CAD \$18.09</b>

INVOICE SUMMARY

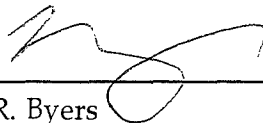
Invoice No. 4954954

Re: Canwest Media Inc.

File No. 1096791003

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	29,908.00	0.00	\$29,733.00
HST @ 13.0%			3,865.29
Charges	81.50	0.00	81.50
HST @ 13.0%			10.60
Disbursements	16.01	0.00	16.01
HST @ 13.0%			2.08
<b>AMOUNT DUE</b>			<b><u>CAD \$33,708.48</u></b>

STIKEMAN ELLIOTT LLP

  
\_\_\_\_\_  
David R. Byers

Disbursements and charges may not have been posted at the date of this account. Please quote our File number and/or Invoice number when making payment. Accounts are due when rendered. Interest at the rate of 1.00 percent per annum will be charged for amounts unpaid 30 days or more.

# STIKEMAN ELLIOTT

Stikeman Elliott LLP, Barristers & Solicitors  
5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9  
Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

G.S.T./H.S.T. NO. 1214111360001  
Q.S.T. No. 1018978624

## Invoice

FTI Consulting Canada Inc.  
TD Waterhouse Tower  
Suite 2010, P.O. Box 104  
79 Wellington Street, West  
Toronto, ON M5K 1G8  
Attention: Greg Watson

March 15, 2011  
File No. 1096791003

Invoice No. 4961448

**FOR PROFESSIONAL SERVICES RENDERED** in connection with Canwest Media Inc. for the period up to February 28, 2011.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Feb 1, 2011	D.J. MacKenzie	1.00	Review [REDACTED] return; consider outstanding claims
	M. Konyukhova	1.00	Review motion record of CEP; draft report opposing CEP's motion
	T. Rangwala	1.00	Attend to compiling closing books; reviewing material on [REDACTED]
	R. Boessenkool	5.42	Research with respect to jurisdiction of claims officer to hear union grievances under a CCAA process, and status of Collective Bargaining Agreement under a CCAA process
Feb 2, 2011	D.J. MacKenzie	1.83	Review correspondence with respect to [REDACTED]; review [REDACTED] correspondence with FTI; conference call with FTI and D. Barfuss
	N. Ramalho	0.25	Review Morton motion materials; telephone call with R. Boessenkool regarding research
	A. Fransen	0.42	Meeting re preparing closing books
	M. Konyukhova	2.75	Draft report with respect to CEP motion regarding Bradley; correspondence with N. Ramalho regarding Factum; call with J. Rosenberg with respect to payment of certain professional fees and foreign windup issues
	T. Rangwala	2.50	Attend to compiling closing books; reviewing material on [REDACTED]
	R. Boessenkool	4.01	Research with respect to jurisdiction of Claims Officer to hear union grievances under a CCAA

## STIKEMAN ELLIOTT

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Feb 3, 2011			process, and status of Collective Bargaining Agreement under a CCAA process
	D. Tiberini	1.00	Met with T. Rangwala; preliminary organization of documents for closing books
	N. Ramalho	2.00	Revise Factum
	M. Konyukhova	7.50	Meeting with N. Ramalho and R. Boessenkool regarding research for Bradley motion; emails and call with J. Kugler with respect to relief being sought on the motion; draft Twenty-First Report of the Monitor in response to CEP motion
	T. Rangwala	1.08	Attend to compiling closing books; reviewing material on [REDACTED]
Feb 4, 2011	R. Boessenkool	1.33	Met with N. Ramalho and M. Konyukhova to discuss research regarding jurisdiction of Claims Officer to hear union grievances under a CCAA process, and status of Collective Bargaining Agreement under a CCAA process; draft of factum for motion regarding same returnable February 11
	D. Tiberini	1.50	Prepared closing books
	D.R. Byers	2.25	Review Motion Record from CEP; review and provide comments on draft Monitor's Report; discuss Factum with M. Konyukhova; email with G. Watson; correspondence from W. Sasso and emails with respect to same
	D.J. MacKenzie	0.50	Review <i>Corporate Information Act</i> (return); correspondence; correspondence with respect to 2010 return
	D.J. MacKenzie	0.25	Review Monitor's Report with respect to Bradley
	N. Ramalho	1.42	Meeting with M. Konyukhova and R. Boessenkool
	M. Konyukhova	2.00	Review comments on draft Twenty-First Report; revise Report; review correspondence with respect to [REDACTED] claim; review letter from W. Sasso concerning distributions; correspondence and calls with D. Byers and N. Ramalho regarding Report
	R. Boessenkool	1.42	Draft of Factum for motion with respect to jurisdiction of Claims Officer to hear union grievances under a CCAA process, and status of Collective Bargaining Agreement under a CCAA process, returnable February 11
	T. Rangwala	1.50	Reviewing material on [REDACTED]



## STIKEMAN ELLIOTT

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
	D. Tiberini	2.17	Prepared closing books
Feb 5, 2011	R. Boessenkool	3.28	Draft of Factum for motion with respect to jurisdiction of claims officer to hear union grievances under a CCAA process, and status of Collective Bargaining Agreement under a CCAA process, returnable February 11
Feb 6, 2011	D.R. Byers	0.42	Review revised draft Report of the Monitor
	R. Boessenkool	4.00	Research question for Monitor's Report with respect to whether the claims officer appointed in a CCAA has the ability to reinstate an employee in accordance with a Collective Agreement; draft of Factum for motion with respect to jurisdiction of Claims Officer to hear union grievances under a CCAA process, and status of Collective Bargaining Agreement under a CCAA process, returnable February 11
Feb 7, 2011	D.R. Byers	1.75	Meeting with M. Konyukhova to deal with issues on draft Report, outline of Factum and letter from W. Sasso; emails with M. Konyukhova; review further revisions to draft Report
	N. Ramalho	1.00	Telephone call with M. Konyukhova regarding Monitor's Report; review [REDACTED] proceedings
	M. Konyukhova	11.00	Draft Factum in response to CEP's motion with respect to Bradley claim; revise and finalize the Twenty-First Report of the Monitor; correspondence with D. Byers, FTI and R. Schwill regarding same; attend to service; correspondence with N. Ramalho and R. Boessenkool regarding Factum and research; office conferences with respect to same; research with respect to extra-CCAA resolution forums; correspondence with CEP concerning delivery of materials
	T. Rangwala	1.08	Attend to compiling closing books; reviewing material on [REDACTED]
	R. Boessenkool	7.91	Revision of Factum for motion with respect to jurisdiction of Claims Officer to hear union grievances under a CCAA process, and status of Collective Bargaining Agreement under a CCAA process, returnable February 11; discussion of same with N. Ramalho and M. Konyukhova
Feb 8, 2011	D. Tiberini	0.67	Prepared closing book index
	D.R. Byers	2.75	Meeting with M. Konyukhova with respect to

## STIKEMAN ELLIOTT

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			letter from W. Sasso and CEP motion; revise draft letter; email counsel for CEP; meeting with M. Konyukhova with respect to draft Factum
	D.J. MacKenzie	1.00	Consider [REDACTED] issues; correspondence with Olser; conference call with FTI
	J.G. Lorito	0.50	Conference call; email K. Wharram
	N. Ramalho	3.50	Revise Factum
	M. Konyukhova	6.50	Review and revise responding Factum regarding CEP's motion; correspondence with J. Kugler with respect to same; draft response to W. Sasso's letter concerning distributions
	R. Boessenkool	0.50	Revision of Factum for motion regarding jurisdiction of Claims Officer to hear union grievances under a CCAA process, and status of Collective Bargaining Agreement under a CCAA process, returnable February 11; discussion of same with N. Ramalho and M. Konyukhova
	D. Tiberini	7.92	Amended closing book index; prepared closing books
Feb 9, 2011	D.R. Byers	3.25	Review CEP Factum and work on draft Monitor's Factum; finalize and forward correspondence to W. Sasso
	N. Ramalho	1.00	Review CEP Factum and meeting with M. Konyukhova
	M. Konyukhova	4.00	Review CEP Factum regarding Bradley motion; office conference with N. Ramalho regarding revisions to Factum; revise Factum; review comments on Factum; further revisions; correspondence with R. Boessenkool with respect to Brief of Authorities and Schedules to Factum
	R. Boessenkool	3.25	Review Factum of CEP; update of Factum for motion regarding jurisdiction of Claims Officer to hear union grievances under a CCAA process, and status of Collective Bargaining Agreement under a CCAA process, returnable February 11; draft Book of Authorities for same; discussion of same with N. Ramalho and M. Konyukhova
Feb 10, 2011	D.R. Byers	4.50	Review comments on draft Factum and further revise the same; review case books and prepare submissions for Motion
	D.J. MacKenzie	0.25	Consider [REDACTED] issues
	N. Ramalho	0.25	Telephone call with M. Konyukhova regarding

## STIKEMAN ELLIOTT

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			[REDACTED]
	M. Konyukhova	3.75	Review and revise Factum for CEP's motion regarding Bradley; attend to service of Factum and Brief of Authorities; office conferences with D. Byers with respect to motion; call with J. Rosenberg and [REDACTED]
Feb 11, 2011	D. Tiberini	0.50	Prepared closing books
	D.R. Byers	3.00	Attend on motion before Justice Pepall
	M. Konyukhova	4.25	Preparation for and attendance at CEP motion regarding Bradley; call with J. Rosenberg concerning wind-up of foreign entities
Feb 14, 2011	T. Rangwala	0.33	Responding to FTI regarding correspondence from regulators
	M. Konyukhova	0.75	Review letters regarding foreign wind-ups; review memos regarding foreign wind-ups; call with J. Rosenberg with respect to same
Feb 15, 2011	D. Tiberini	6.00	Prepared closing books
	M. Konyukhova	0.25	Review correspondence with respect to Irish company wind-ups; call with J. Rosenberg with respect to same
Feb 21, 2011	D. Tiberini	3.00	Prepared closing books
	T. Rangwala	2.00	Discussions with FTI, following up with regulators concerning letters for annual filing fees
Feb 22, 2011	D.J. MacKenzie	0.50	Telephone call with J. Rosenberg; consider [REDACTED] issues; correspondence
	J.G. Lorito	1.00	Review [REDACTED] email D. Barfuss
Feb 23, 2011	D. Tiberini	2.75	Prepared closing books
	D.J. MacKenzie	2.00	Review and correspondence concerning [REDACTED] review claims
Feb 23, 2011	J.G. Lorito	2.00	Emails; telephone conversation with D. Barfuss; review returns
Feb 24, 2011	D.J. MacKenzie	3.00	Review Power Point presentation; review Monitor's Report; meeting with FTI
Feb 24, 2011	J.G. Lorito	1.00	Review returns
Feb 25, 2011	D.J. MacKenzie	0.50	[REDACTED] presentation
Feb 28, 2011	D.J. MacKenzie	2.00	Review and revise [REDACTED] presentation; prepare for meeting in Winnipeg
	J.G. Lorito	2.00	Review [REDACTED] discussion with D. MacKenzie; review PowerPoint presentation
	T. Rangwala	1.61	Research into questions for [REDACTED] and contacting regulators
	D. Tiberini	4.58	Prepared closing books

# STIKEMAN ELLIOTT

## FEE SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate/Hr</u>	<u>Amount</u>
D.R. Byers	17.92	950.00	17,024.00
D.J. MacKenzie	12.83	825.00	10,584.75
J.G. Lorito	6.50	975.00	6,337.50
N. Ramalho	9.42	575.00	5,416.50
A. Fransen	0.42	525.00	220.50
M. Konyukhova	43.75	500.00	21,875.00
T. Rangwala	11.10	375.00	4,162.50
R. Boessenkool	31.12	\$355.00	\$11,047.60
D. Tiberini	30.09	250.00	7,522.50

### FEES

Professional Services	CAD \$84,190.85
HST @ 13.0%	10,944.81
<b>Total Professional Services and Taxes</b>	<b>CAD \$95,135.66</b>

## CHARGES SUMMARY

<u>Description</u>	<u>Total</u>
Photocopies	642.00
Telecopier	0.75
HST @ 13.0%	83.56
<b>Total Charges and Taxes</b>	<b>CAD \$726.31</b>

## DISBURSEMENTS SUMMARY

<u>Description</u>	<u>Total</u>
Agents' Fees	120.00
Business Meals - In Town	58.53
Book Binding/Binders	82.68
Delivery/Mailroom	26.40
Telephone	38.74
Travel - Taxis	112.68
Westlaw Research	14.51
HST @ 13.0%	58.96
<b>Total Disbursements and Taxes</b>	<b>CAD \$512.50</b>

# STIKEMAN ELLIOTT

## INVOICE SUMMARY

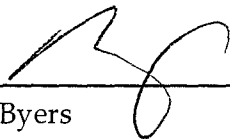
Invoice No. 4961448

Re: Canwest Media Inc.

File No. 1096791003

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	84,190.85	0.00	\$84,190.85
HST @ 13.0%			10,944.81
Charges	642.75	0.00	642.75
HST @ 13.0%			83.56
Disbursements	284.46	0.00	453.54
HST @ 13.0%			58.96
<b>TOTAL AMOUNT</b>			<b>\$96,374.47</b>
<b>Less: Amount of overpayment of November 8, 2010 account</b>			<b><u>-2,105.56</u></b>
<b>TOTAL AMOUNT DUE</b>			<b><u>\$94,268.91</u></b>

STIKEMAN ELLIOTT LLP

  
\_\_\_\_\_  
David R. Byers

Disbursements and charges may not have been posted at the date of this account.  
Please quote our File number and/or Invoice number when making payment.  
Accounts are due when rendered. Interest at the rate of 1.30 percent per annum  
will be charged for amounts unpaid 30 days or more.

# STIKEMAN ELLIOTT

Stikeman Elliott LLP, Barristers & Solicitors  
5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9  
Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

G.S.T./H.S.T. NO. 1214111360001  
Q.S.T. No. 1018978624

## Invoice

FTI Consulting Canada Inc.  
TD Waterhouse Tower  
Suite 2010, P.O. Box 104  
79 Wellington Street, West  
Toronto, ON M5K 1G8  
Attention: Greg Watson

April 15, 2011  
File No. 1096791003  
Invoice No. 4967614

**FOR PROFESSIONAL SERVICES RENDERED** in connection with Canwest Media Inc. for the period up to March 31, 2011.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Mar 1, 2011	D.J. MacKenzie	4.50	Revise PowerPoint presentation; prepare for [REDACTED] meeting; correspondence and telephone call with FTI and [REDACTED]
	J.G. Lorito	1.00	Review PowerPoint presentation; prepare for meeting
Mar 2, 2011	D.J. MacKenzie	7.00	Travel to and from and attend meeting with [REDACTED] review reports; prepare for meeting
	J.G. Lorito	7.00	Prepare for and attend meeting
Mar 3, 2011	D.J. MacKenzie	1.75	Review tax deliveries and Flow of Funds Agreement; meeting with T. Rangwala; correspondence with FTI regarding insurance issues; books and records
	J.G. Lorito	0.50	Draft email regarding meeting; review file
	M. Konyukhova	1.17	Call with J. Rosenberg regarding [REDACTED] emails to T. Rangwala and office conference regarding same; review correspondence with respect to settlement of insured litigation; review Plan and Orders with respect to authority of Monitor to sign
	T. Rangwala	2.35	[REDACTED] sues research, [REDACTED]
	D. Tiberini	1.25	Received instructions from T. Rangwala regarding [REDACTED] memo; amended closing book index
Mar 7, 2011	D.R. Byers	1.33	Conference call with Justice Pepall and counsel

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			for CEP; report to FTI regarding same; meeting with M. Konyukhova with respect to Supplemental Factum requested by Justice Pepall
	D.J. MacKenzie	1.00	Review PID outstanding issues; meeting with J. Lorito; telephone calls with J. Rosenberg
	J.G. Lorito	0.75	Meet with D. MacKenzie
	M. Konyukhova	2.75	Correspondence with D. MacKenzie with respect to tax filings; review Plan and Closing Agenda with respect to same; office conference with D. MacKenzie and J. Lorito regarding same; call with Justice Pepall, D. Byers and CEP counsel with respect to Bradley hearing; discussion with D. Byers with respect to Supplementary Factum
Mar 8, 2011	D.R. Byers	0.42	Conference call with R. Schwill; discussion with M. Konyukhova regarding same; emails from G. Watson and J. Rosenberg
	D.J. MacKenzie	0.25	Considering insured litigation issues
	M. Konyukhova	2.25	Calls with J. Rosenberg regarding foreign wind-up issues, insured litigation and other issues; correspondence and calls with D. Byers with respect to Supplementary Factum regarding Bradley; correspondence to FTI with respect to same; correspondence with J. Imrie concerning required research
	D. Tiberini	1.33	Reviewed Olser memorandum and accompanying materials regarding [REDACTED] valuation
Mar 9, 2011	J.G. Lorito	0.25	Review emails concerning [REDACTED]
	J. Imrie	0.58	Review research request with respect to amending Claims Procedure Order; began preliminary case law research
Mar 10, 2011	M. Konyukhova	2.00	Office conference with J. Imrie concerning research for Supplementary Factum with respect to Bradley motion; draft Supplementary Factum
	J. Imrie	3.20	Research concerning amending Claims Procedure Order in CCAA process; discussion with M. Konyukhova with respect to same
	D. Tiberini	4.50	Reviewed relevant documents regarding [REDACTED]; preliminary review of [REDACTED] Agreements and subsequent agreements
	M. Konyukhova	2.25	Draft Supplementary Factum with respect to

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
	J. Imrie	0.75	Bradley motion Research concerning amending Claims Procedure Order
	T. Rangwala	0.20	[REDACTED] memo
	D. Tiberini	6.50	Reviewed documents regarding [REDACTED] Resources; drafted memorandum summarizing applicable agreements
Mar 12, 2011	D.R. Byers	1.00	Work on Supplemental Factum regarding Bradley/CEP motion and research with respect to same
	M. Konyukhova	0.33	Review comments on draft Supplementary Factum; correspondence with D. Byers regarding same
Mar 13, 2011	D. Tiberini	4.50	Drafted memorandum outlining the chronological steps and agreements [REDACTED]
Mar 14, 2011	M. Konyukhova	1.25	Office conference with J. Imrie concerning research with respect to varying orders; office conference with D. Byers with respect to same; revise Supplementary Factum
	J. Imrie	3.20	Research regarding test to vary or amend injunctions; research regarding test to vary or amend orders generally
	T. Rangwala	0.59	[REDACTED] memo
	D. Tiberini	7.50	Met with T. Rangwala to discuss [REDACTED] memorandum; reviewed emails between client and previous counsel; reviewed notes by previous counsel regarding [REDACTED] amended memorandum
Mar 15, 2011	D.R. Byers	0.75	Meeting with M. Konyukhova and J. Imrie with respect to Supplemental Factum; review revised draft and provide comments on same
	M. Konyukhova	1.25	Office conference with J. Imrie regarding test to vary order; office conference with D. Byers with respect to same; revise Supplementary Factum; correspondence regarding same
	J. Imrie	1.25	Review and prepared brief summary of research; discussion with D. Byers and M. Konyukhova with respect to same
	D. Tiberini	0.33	Correspondence with B. Allgood at Osler regarding missing documents for closing books
Mar 16, 2011	D.R. Byers	0.25	Attend to emails regarding Supplemental Factum
	M. Konyukhova	0.75	Emails regarding Supplementary Factum with respect to Bradley; revise same; circulate to J.



<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
			Kugler
	T. Rangwala	0.57	Reviewing [REDACTED] memo
	D. Tiberini	5.75	Reviewed [REDACTED] documents and amended memorandum
Mar 17, 2011	D.R. Byers	0.25	Emails from P. Johnson with respect to draft Supplemental Factum and emails with M. Konyukhova regarding the same; emails with respect to finalization of Supplemental Factum
	M. Konyukhova	0.25	Correspondence with respect to Supplementary Factum
	T. Rangwala	0.67	[REDACTED] memo review
	D. Tiberini	3.92	Met with T. Rangwala to discuss [REDACTED] entity and transactions; amended memorandum
Mar 18, 2011	D.R. Byers	0.25	Finalization of Supplemental Factum
	D.J. MacKenzie	0.50	Review [REDACTED] correspondence
	M. Konyukhova	0.83	Office conference with T. Rangwala regarding [REDACTED] correspondence with respect to Supplementary Factum concerning Bradley; revise same
	T. Rangwala	2.50	[REDACTED] memo; meeting with M. Konyukhova, meeting with D. Tiberini for memo
	D. Tiberini	2.92	Met with T. Rangwala and M. Konyukhova to discuss [REDACTED] transactions; reviewed documents provided and amended memorandum.
Mar 20, 2011	T. Rangwala	1.23	Review of [REDACTED] and analysis
Mar 21, 2011	D.R. Byers	1.00	Advise Justice Pepall with respect to Supplemental Factum; review March 17 correspondence from [REDACTED] and discuss same with D. MacKenzie; review Supplementary CEP Factum
	D.J. MacKenzie	0.50	Consider [REDACTED] issues; attend to correspondence
	M. Konyukhova	1.00	Attend to finalizing Supplementary Factum; attend to service of same; correspondence with respect to CEP's position; review CEP's Supplementary Factum
	T. Rangwala	2.56	[REDACTED] reviewing and revising memo for [REDACTED]
	D. Tiberini	0.83	Met with T. Rangwala to discuss [REDACTED] transactions; amended memorandum
Mar 22, 2011	D.R. Byers	1.75	Prepare for and meeting with FTI regarding [REDACTED] issues and next steps; review March 22 letter from [REDACTED] and meeting with D. MacKenzie with respect to same
	D.J. MacKenzie	1.50	Prepare for and attend meeting regarding [REDACTED]

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
	J.G. Lorito	1.75	Review letter; meeting; review [REDACTED] letter
	N. Ramalho	0.58	Participate in meeting regarding outstanding claim
	A. Fransen	0.50	Review [REDACTED] memo; review and draft correspondence
	M. Konyukhova	1.75	Office conference with N. Ramalho regarding employee issues; review memo concerning [REDACTED] transaction; correspondence with FTI and A. Fransen with respect to same
	T. Rangwala	1.74	[REDACTED] reviewing and revising memo for [REDACTED]
	D. Tiberini	1.25	Amended [REDACTED] memorandum to include references to outline the steps of the proposed liquidation and dissolution
Mar 24, 2011	D.R. Byers	0.25	Further correspondence from [REDACTED] and discussion with D. MacKenzie
	D.J. MacKenzie	1.00	Revise correspondence from [REDACTED] review interest letter
	J.G. Lorito	0.75	Discussion with D. Muha
	A. Fransen	1.00	Meeting with respect to [REDACTED] transaction
	J. Imrie	0.20	Updating of service list
	T. Rangwala	2.00	Meeting for [REDACTED] revisions to memo
	D. Tiberini	2.33	Reviewed [REDACTED] documents; meeting with A. Fransen, T. Rangwala and M. Konyukhova; amended memo to client
Mar 25, 2011	D.J. MacKenzie	2.00	Review [REDACTED] [REDACTED] and [REDACTED] [REDACTED] issues; review Plan and residual [REDACTED]
	J.G. Lorito	1.75	Conference call; meet with D. Muha and J. O'Connor
	D. Muha	1.50	Prepare for and attend internal meeting with respect to CanWest matters
	J. O'Connor	7.13	Reviewing transaction documents and correspondence; meeting with J. Lorito and D. Muha
Mar 27, 2011	D. Tiberini	4.00	Amended [REDACTED] memo to reflect changes suggested during internal meeting
Mar 28, 2011	D.J. MacKenzie	1.00	Consider [REDACTED] inquiries and back up information
	J.G. Lorito	0.50	Email G. Watson; discussion with D. MacKenzie; discussion with A. Kenigsberg regarding [REDACTED]
	A. Kenigsberg	0.75	Review of [REDACTED] [REDACTED] and analysis

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
Mar 29, 2011	D. Muha	3.00	Initial review of Plan documents and consideration of [REDACTED] issues
	J. O'Connor	4.17	Consideration of [REDACTED] questions
	D. Tiberini	0.75	Amended [REDACTED] memo
	D.R. Byers	2.00	Review material from D. MacKenzie with respect to [REDACTED] issues and meeting with FTI with respect to the same
	D.J. MacKenzie	2.00	Prepare for meeting; review agenda and attend to email; discussion with D. Muha; discussion with D. Byers
	J.G. Lorito	3.00	Meet with D. Muha, J. O'Connor; meet with client
	A. Kenigsberg	0.08	Discussion with J. Lorito regarding [REDACTED] issues
	D. Muha	10.00	Review Plan of Arrangement; review tax matters agreement; review Osler memos; review [REDACTED] correspondence; internal meetings regarding strategy for responding to [REDACTED] [REDACTED] review [REDACTED] with respect to [REDACTED] attend to related matters
	J. O'Connor	8.58	Consideration of [REDACTED] meeting with J. Lorito and D. Muha; meeting with FTI
	T. Rangwala	1.00	Review of Plan for [REDACTED] [REDACTED]
Mar 30, 2011	D.J. MacKenzie	0.33	Consider [REDACTED] and [REDACTED] telephone call with J. Porepa and J. Rosenberg
	J.G. Lorito	2.25	Meeting with FTI
	D. Muha	4.33	Prepare for and attend meeting with working group from FTI
	J. O'Connor	4.08	Consideration of [REDACTED] meeting with J. Rosenberg
Mar 31, 2011	D.J. MacKenzie	0.50	Telephone call with J. Rosenberg with respect to [REDACTED] agreement; review correspondence regarding [REDACTED]

## FEE SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate/Hr</u>	<u>Amount</u>
D.R. Byers	9.25	\$950.00	\$8,787.50
D.J. MacKenzie	23.83	825.00	19,659.75
J.G. Lorito	19.50	975.00	19,012.50
D. Muha	18.83	900.00	16,947.00
A. Kenigsberg	0.83	800.00	664.00
N. Ramalho	0.58	575.00	333.50
A. Fransen	1.50	525.00	787.50
M. Konyukhova	17.83	500.00	8,915.00
J. O'Connor	23.96	500.00	11,980.00
J. Imrie	9.18	400.00	3,672.00
T. Rangwala	15.41	375.00	5,778.75
D. Tiberini	47.66	250.00	11,915.00

### FEES

Professional Services	CAD \$108,452.50
HST @ 13.0%	14,098.83
<b>Total Professional Services and Taxes</b>	<b>CAD \$122,551.33</b>

## CHARGES SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Photocopies	2,146.50		2,146.50
Total Charges	2,146.50	0.00	2,146.50
HST @ 13.0%			279.05
<b>Total Charges and Taxes</b>			<b>CAD \$2,425.55</b>

## DISBURSEMENTS SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Business Meals - In Town	32.48		32.48
Travel - Out of Town	2,094.83		2,094.83
Delivery/Mailroom	120.73		120.73
Quicklaw Search	298.56		298.56
Telephone	12.01		12.01
Travel - Taxis	86.73		86.73
Total Disbursements	2,645.34	0.00	2,645.34
HST @ 13.0%			343.89
<b>Total Disbursements and Taxes</b>			<b>CAD \$2,989.23</b>

INVOICE SUMMARY

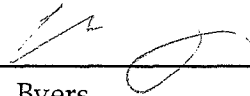
Invoice No. 4967614

Re: Canwest Media Inc.

File No. 1096791003

	<u>Taxable</u>	<u>Non-Taxable</u>	<u>Total</u>
Professional Services	108,452.50	0.00	\$108,452.50
HST @ 13.0%			14,098.83
Charges	2,146.50	0.00	2,146.50
HST @ 13.0%			279.05
Disbursements	2,645.34	0.00	2,645.34
HST @ 13.0%			343.89
<b>AMOUNT DUE</b>			<b><u>CAD \$127,966.11</u></b>

STIKEMAN ELLIOTT LLP

  
\_\_\_\_\_  
David R. Byers

Disbursements and charges may not have been posted at the date of this account. Please quote our File number and/or Invoice number when making payment. Accounts are due when rendered. Interest at the rate of 1.30 percent per annum will be charged for amounts unpaid 30 days or more.



This is **Exhibit "B"** referred to in the  
Affidavit of Daphne J. McKenzie,  
sworn on April 26, 2011.

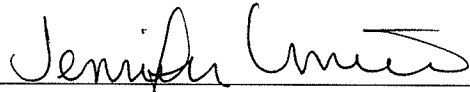
  
\_\_\_\_\_  
*Commissioner for Taking Affidavits*

EXHIBIT "B"

Summary of Stikeman Elliott Invoices  
Invoices dated from September 24, 2010 to April 15, 2011

Invoice #	Invoice Date	Fees	Expenses	HST	Total
4890213	24-Sep-10	\$ 63,310.10	\$ 444.33	\$ 8,288.08	\$ 72,042.51
4896220	19-Oct-10	\$ 135,640.25	\$ 1,043.12	\$ 17,768.83	\$ 154,452.20
4900045	25-Oct-10	\$ 150,784.10	\$ 9,778.28	\$ 20,873.10	\$ 181,435.48
4901152	8-Nov-10	\$ 141,147.70	\$ 576.69	\$ 18,398.82	\$ 160,123.21
4906145	24-Jan-11	\$ 40,806.25	\$ 1,849.75	\$ 5,545.28	\$ 48,201.28
4911791	22-Feb-11	\$ 29,733.00	\$ 97.51	\$ 3,877.97	\$ 33,708.48
4913627	15-Mar-11	\$ 84,190.85	\$ 1,096.29	\$ 11,087.33	\$ 96,374.47
4913627	15-Apr-11	\$ 108,452.50	\$ 4,791.84	\$ 14,721.77	\$ 127,966.11
<b>TOTAL</b>		<b>\$ 754,064.75</b>	<b>\$ 19,677.81</b>	<b>\$ 100,561.18</b>	<b>\$ 874,303.74</b>





This is **Exhibit "C"** referred to in the  
Affidavit of Daphne J. McKenzie,  
sworn on April 26, 2011.

A handwritten signature in cursive script, appearing to read "Jennifer L. ...", is written over a horizontal line.  
*Commissioner for Taking Affidavits*

Exhibit "C"

Summary of Stikeman Elliott Fees  
Services Rendered from August 27, 2010 to March 31, 2011

NAME	POSITION	TOTAL HOURS	HOURLY RATE	TOTAL
A. Boctor	Employ. Associate	6.17	585	\$ 3,609.45
A. Fransen	Corp. Associate	136.57	480	\$ 65,553.60
A. Fransen	Corp. Associate	3.92	525	\$ 2,058.00
A. Kenigsberg	Tax Partner	0.83	800	\$ 664.00
A. Ramsay	Articling Student	1.00	240	\$ 240.00
A. Taylor	Lit. Partner	95.67	675	\$ 64,577.25
B. Raposo	Corporate Services Clerk	3.75	195	\$ 731.25
C. Newnham	Articling Student	0.33	240	\$ 79.20
D. AreNSEAU	Linguistic Services	1.00	450	\$ 450.00
D. Byers	Sr. Lit. Partner	76.83	825	\$ 63,384.75
D. Byers	Sr. Lit. Partner	30.00	950	\$ 28,500.00
D. Dudkiewicz	Articling Student	0.83	240	\$ 199.20
D. MacKenzie	Sr. Corp. Partner	146.33	775	\$ 113,405.75
D. MacKenzie	Sr. Corp. Partner	45.66	825	\$ 37,669.50
D. Muha	Tax Partner	18.83	900	\$ 16,947.00
D. Tiberini	Articling Student	6.50	240	\$ 1,560.00
D. Tiberini	Articling Student	80.83	250	\$ 20,207.50
F. Comeau	Linguistic Services	0.75	410	\$ 307.50
J. Imrie	Lit. Associate	12.63	345	\$ 4,357.35
J. Imrie	Lit. Associate	9.18	400	\$ 3,672.00
J. Lorito	Sr. Tax Partner	40.75	950	\$ 38,712.50
J. Lorito	Sr. Tax Partner	27.50	975	\$ 26,812.50
J. O'Connor	Corp. Associate	23.96	500	\$ 11,980.00
K. Kightley	Corp. Service Clerk	1.74	260	\$ 452.40
M. Bassani	Corp. Associate	0.45	375	\$ 168.75
M. Coutinho	Securities Law Clerk	1.42	215	\$ 305.30
M. Grottenthaler	Research Partner	0.50	750	\$ 375.00
M. Konyukhova	Lit. Associate	210.84	445	\$ 93,823.80
M. Konyukhova	Lit. Associate	82.25	500	\$ 41,125.00
M. MacDonald	Articling Student	2.09	240	\$ 501.60
M. Milot	Linguistic Services	0.58	475	\$ 275.50
M. Nixon	Tax Associate	13.50	550	\$ 7,425.00
M. Simonik	Articling Student	2.17	240	\$ 520.80
N. Ramalho	Employ. Partner	40.59	575	\$ 23,339.25
R. Boessenkool	Employ. Associate	34.97	355	\$ 12,414.35
S. Furfaro	Securities Law Clerk	0.92	275	\$ 253.00
S. Hutton	Comp. Partner	0.40	750	\$ 300.00
T. Kane		33.83	600	\$ 20,298.00
T. Rangwala	Corp. Associate	98.71	345	\$ 34,054.95
T. Rangwala	Corp. Associate	34.01	375	\$ 12,753.75
<b>TOTAL</b>		<b>1328.79</b>		<b>\$ 754,064.75</b>

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, C. c-36,  
AS AMENDED  
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF CANWEST GLOBAL  
COMMUNICATIONS CORP. AND THE OTHER APPLICANTS LISTED ON SCHEDULE "A"

Court File No: CV-09-8396-00CL

Applicants

**ONTARIO  
SUPERIOR COURT OF JUSTICE - COMMERCIAL  
LIST**

Proceeding commenced at Toronto

**AFFIDAVIT OF DAPHNE J. MACKENZIE  
(SWORN APRIL 26, 2011)**

**STIKEMAN ELLIOTT LLP**  
Barristers & Solicitors  
5300 Commerce Court West  
199 Bay Street  
Toronto, Canada M5L 1B9

**David Byers** LSUC#: 22992W  
Tel: (416) 869-5697  
**Maria Konyukhova** LSUC #52880V  
Tel: (416) 869-5230  
Fax: (416) 947-0866

Lawyers for the Monitor

**ONTARIO  
SUPERIOR COURT OF JUSTICE - COMMERCIAL LIST**

THE HONOURABLE ) TUESDAY, THE 3<sup>RD</sup>  
)  
MADAM JUSTICE PEPALL ) DAY OF MAY, 2011

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,  
R.S.C., 1985, C. c-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT  
OF CANWEST GLOBAL COMMUNICATIONS CORP., AND THE OTHER  
APPLICANTS LISTED ON SCHEDULE "A"**

Applicants

**ORDER  
(STAY EXTENSION)**

**THIS MOTION**, made by FTI Consulting Canada Inc. in its capacity as the Court-appointed Monitor ("**Monitor**") of Canwest Global Communications Corp. and the other Applicants listed on **Schedule "A"** hereto (other than Canwest Global Broadcasting Inc./Radiodiffusion Canwest Global Inc., Canwest Television GP Inc. & Fox Sports World Canada Holdco Inc.) and The National Post Company/La Publication National Post (collectively, the "**Remaining CMI Entities**"), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, for an order extending the Stay Period (as defined below) was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Twenty-Second Report of the Monitor and on hearing the submission of counsel to the Monitor and such other counsel as were present, and on being advised that the Service List was served with the Motion Record herein:

1. **THIS COURT ORDERS** that the time for service of the Motion Record shall be and is hereby abridged, if necessary, and that the motion is properly returnable

today and that service thereof upon any interested party other than the persons served with the Motion Record is hereby dispensed with.

2. **THIS COURT ORDERS** that the Stay Period (as defined in paragraph 15 of the Initial Order of the Honourable Madam Justice Pepall dated October 6, 2009) is hereby extended in respect of the Remaining CMI Entities until and including September 26, 2011.

3. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and its counsel as particularized in the Affidavits of Jeffrey Rosenberg and Daphne J. MacKenzie sworn April 26, 2011, are hereby approved.

4. **THIS COURT ORDERS** that the Nineteenth Report of the Monitor dated September 23, 2010, Supplement to the Nineteenth Report dated September 27, 2010, Twentieth Report of the Monitor dated October 23, 2010, Twenty-First Report of the Monitor dated February 7, 2011, and the Twenty-Second Report of the Monitor dated April 26, 2011, and the activities of the Monitor described therein, are hereby approved.

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## Schedule "A"

### **The Applicants**

1. Canwest Global Communications Corp.
2. Canwest Media Inc.
3. 30109, LLC
4. 4501063 Canada Inc.
5. 4501071 Canada Inc.
6. Canwest Finance Inc./Financiere Canwest Inc.
7. Canwest Global Broadcasting Inc./Radiodiffusion Canwest Global Inc.
8. Canwest International Communications Inc.
9. Canwest International Distribution Limited
10. Canwest International Management Inc.
11. Canwest Irish Holdings (Barbados) Inc.
12. Canwest MediaWorks Turkish Holdings (Netherlands) B.V.
13. Canwest MediaWorks (US) Holdings Corp.
14. Canwest Television GP Inc.
15. CGS Debenture Holding (Netherlands) B.V.
16. CGS International Holdings (Netherlands) B.V.
17. CGS NZ Radio Shareholding (Netherlands) B.V.
18. CGS Shareholding (Netherlands) B.V.
19. Fox Sports World Canada Holdco Inc.
20. Global Centre Inc.
21. MBS Productions Inc.
22. Multisound Publishers Ltd.
23. National Post Holdings Ltd.
24. Western Communications Inc.
25. Yellow Card Productions Inc.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C., 1985, C. c-36, AS  
AMENDED

Court File No: CV-09-8396-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF CANWEST GLOBAL  
COMMUNICATIONS CORP., AND THE OTHER APPLICANTS LISTED ON SCHEDULE "A"

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceeding commenced at Toronto

**ORDER  
(STAY EXTENSION)**

**STIKEMAN ELLIOTT LLP**  
Barristers & Solicitors  
5300 Commerce Court West  
199 Bay Street  
Toronto, Canada M5L 1B9

**David R. Byers** LSUC#: 22992W  
Tel: (416) 869-5697

**Maria Konyukhova** LSUC#: 52880V  
Tel: (416) 869-5230  
Fax: (416) 947-0866

Lawyers for the Monitor



IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, C. c-36,  
AS AMENDED  
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF CANWEST GLOBAL  
COMMUNICATIONS CORP. AND THE OTHER APPLICANTS LISTED ON SCHEDULE "A"

Applicants

Court File No: CV-09-8396-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE - COMMERCIAL  
LIST**

Proceeding commenced at Toronto

**MOTION RECORD**

**STIKEMAN ELLIOTT LLP**  
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199 Bay Street  
Toronto, Canada M5L 1B9

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