

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) WEDNESDAY, THE 28TH DAY
)
MADAM JUSTICE PEPALL) OF JULY, 2010

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

POST-FILING CLAIMS PROCEDURE ORDER

THIS MOTION made by Canwest Global Communications Corp. ("**Canwest Global**") and the other applicants listed on Schedule "A" (the "**Applicants**") and the partnerships listed on Schedule "B" (collectively and together with Canwest Global and the Applicants, the "**CMI Entities**", and each a "**CMI Entity**"), for an order establishing a claims procedure for the identification and quantification of certain post-filing claims against the CMI Entities was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Affidavit of Thomas C. Strike sworn July 20 , 2010 (the "**Strike Affidavit**"), the Seventeenth Report dated July 21, 2010 (the "**Monitor's 17th Report**") of FTI Consulting Canada Inc. in its capacity as Court-appointed monitor of the CMI Entities (the "**Monitor**") and on hearing the submissions of counsel for the CMI Entities, the Monitor, the *ad hoc* committee of holders of 8% senior subordinated notes due 2012 issued by CMI (the "**Ad Hoc Committee**"), CIBC Asset-Based Lending Inc. ("**CIBC**"), Shaw Communications Inc. ("**Shaw**") and such other counsel as were present, no one else appearing although duly served with the Motion Record as appears from the Affidavit of Service, filed.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and Motion Record herein be and is hereby abridged and that the motion is properly returnable today and service upon any interested party other than those parties served is hereby dispensed with.

DEFINITIONS

2. **THIS COURT ORDERS** that, for the purposes of this Order establishing a post-filing claims procedure for the CMI Entities (“**Post-Filing Claims Procedure**”), in addition to terms defined elsewhere herein, the following terms shall have the following meanings:
 - (a) “9:30 Appointment” means an appearance before a Justice of the Court in chambers which may be made at 9:30 a.m. on each day;
 - (b) “Business Day” means a day, other than a Saturday, Sunday or a statutory holiday, on which banks are generally open for business in Toronto, Ontario;
 - (c) “Calendar Day” means a day, including Saturday, Sunday and any statutory holidays in the Province of Ontario, Canada;
 - (d) “Claim” has the meaning ascribed thereto in the Plan;
 - (e) “Claims Officer” means the individuals designated by the Court pursuant to paragraph ~~21~~22 of this Post-Filing Claims Procedure Order and any other individual appointed by further order of the Court to act as a Claims Officer for purposes of the Post-Filing Claims Procedure;
 - (f) “Court” means the Superior Court of Justice (Commercial List) in the City of Toronto in the Province of Ontario;
 - (g) “CTLP Plan Entities” means Canwest Television Limited Partnership, Canwest Television GP Inc., Canwest Global Broadcasting Inc./Radiodiffusion Canwest Global Inc., Fox Sports World Canada Holdco Inc., and Fox Sports World Canada Partnership;

- (h) “Dispute Package” means, with respect to any Post-Filing Claim, a copy of the related Proof of Claim, Notice of Revision or Disallowance and Notice of Dispute;
- (i) “Excluded Claim” means (i) claims secured by any of the “Charges”, as defined in the Initial Order, (ii) Intercompany Claims, (iii) that portion of a Claim arising from a cause of action for which the applicable CMI Entities are fully insured, (iv) any claims arising from the obligations of the CMI Entities under the Plan; and (v) any claims assumed by the CTLP Plan Entities;
- (j) “Filing Date” means October 6, 2009;
- (k) “Initial Order” means the Initial Order of the Honourable Madam Justice Pepall made in these proceedings on October 6, 2009, as amended, restated or varied from time to time;
- (l) “Instruction Letter” means the letter regarding completion of a Proof of Claim, which letter shall be substantially in the form attached hereto as **Schedule “AC”**;
- (m) “Intercompany Claim” has the meaning ascribed thereto in the Plan;
- (n) “New Canwest” means 7509014 Canada Inc.;
- (o) “Notice of Dispute” means the notice that may be delivered by a Post-Filing Creditor who has received a Notice of Revision or Disallowance disputing such Notice of Revision or Disallowance, which notice shall be substantially in the form attached hereto as **Schedule “DF”**;
- (p) “Notice of Revision or Disallowance” means the notice that may be delivered by the Monitor to a Post-Filing Creditor revising or rejecting such Post-Filing Creditor’s Post-Filing Claim as asserted in the Proof of Claim in whole or in part, which notice shall be substantially in the form attached hereto as **Schedule “CE”**;
- (q) “Notice to Post-Filing Creditors” means the notice substantially in the form attached hereto as **Schedule “BD”**;

- (r) “PIF Schedule” means the PIF Schedule appended as schedule 5.1 to the Plan Emergence Agreement;
- (s) “Person” means any individual, corporation, limited or unlimited liability company, general or limited partnership, association, trust, unincorporated organization, joint venture, government or any agency or instrumentality thereof or any other entity;
- (t) “Plan” means the restated consolidated plan of compromise, arrangement and reorganization accepted for filing by this Court in these proceedings on June 23, 2010, and 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., 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 further amended;
- (u) “Plan Emergence Agreement” means the Plan Emergence Agreement dated June 25, 2010 between, *inter alia*, Canwest Global, CMI, Shaw Communication Inc., New Canwest and the Monitor together with all schedules appended thereto including the PIF Schedule;
- (v) “Plan Implementation Date” means the day on which the Monitor delivers the Monitor’s certificate pursuant to Section 6.4 of the Plan;
- (w) “Plan Implementation Fund” means the fund established pursuant to the Plan and the Plan Emergence Agreement;
- (x) “Post-Filing Claim” means any right or claim of any Person against one or more of the CMI Entities in ~~connection with~~ respect of any indebtedness, liability or obligation of any kind whatsoever of one or more of the CMI Entities that arises after the Filing Date but before the Plan Implementation Date and remains unpaid as of the Post-Filing Claims Procedure Commencement Date from or in respect of

- (a) any contract or unexpired lease that has not been restructured, terminated, disclaimed, repudiated or resiliated by a CMI Entity, (b) the supply of services or goods, or funds advanced, to any of the CMI Entities on or after the Filing Date, but before the Plan Implementation Date, or (c) all amounts to be remitted to a tax authority pursuant to paragraph 9 of the Initial Order during the period after the Filing Date to but excluding the Plan Implementation Date; provided that, for greater certainty, “Post-Filing Claim” shall not include any Claim or Restructuring Period Claim or any Excluded Claim;
- (y) “Post-Filing Claims Bar Date” means 5:00 p.m. on a day that is 30 Calendar Days after the Post-Filing Claims Procedure Commencement Date;
- (z) “Post-Filing Claims Package” means the document package which shall include a copy of the Instruction Letter, a Proof of Claim and such other materials as the Monitor considers necessary or appropriate;
- (aa) “Post-Filing Claims Procedure Commencement Date” means ~~a~~the day that is 30 Calendar Days after the Plan Implementation Date;
- (bb) “Post-Filing Creditor” means any Person asserting a Post-Filing Claim;
- (cc) “Proof of Claim” means the form to be completed and filed by a Post-Filing Creditor setting forth its purported Post-Filing Claim which shall be substantially in the form attached hereto as **Schedule “AG”**;
- (dd) “Proven Post-Filing Claim” means a Post-Filing Claim as finally determined in accordance with this Post-Filing Claims Procedure Order; and
- (ee) “Restructuring Period Claim” has the meaning ascribed thereto in the Plan.
3. **THIS COURT ORDERS** that all references as to time herein shall mean local time in Toronto, Ontario, Canada, and any reference to an event occurring on a Business Day shall mean prior to 5:00 p.m. on such Business Day unless otherwise indicated herein.

4. **THIS COURT ORDERS** that all references to the word “including” shall mean “including without limitation”.
5. **THIS COURT ORDERS** that all references to the singular herein include the plural, the plural include the singular, and any gender includes the other gender.
6. **THIS COURT ORDERS** that, notwithstanding anything to the contrary in this Post-Filing Claims Procedure Order, the Monitor may not accept any Post-Filing Claim that exceeds \$10,000 without either the consent of New Canwest or an Order of this Court.
7. **THIS COURT ORDERS** that in accordance with the Plan Emergence Agreement and subject to adequate funds being available in Account 1 referred to in Section 2 of the PIF Schedule, the Monitor shall pay to each Post-Filing Creditor holding a Proven Post-Filing Claim the amount of its Proven Post-Filing Claim from Account 1 referred to in Section 2 of the PIF Schedule.
8. **THIS COURT ORDERS** that notwithstanding any provision of the Plan Emergence Agreement or this Post-Filing Claims Procedure Order, the Monitor shall have no obligation to make any payment contemplated herein, and nothing in this Order 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 Account 1 referred to in Section 2 of the PIF Schedule.
9. [THIS COURT ORDERS that all references to “Sanction Order” in Section 5.5 of the Plan Emergence Agreement shall be deemed to be references to this Post-Filing Claims Procedure Order.](#)

NOTICE OF CLAIMS

10. ~~9.~~ **THIS COURT ORDERS** that on ~~or before~~ the Post-Filing Claims Procedure Commencement Date, the Monitor shall publish the Notice to Post-Filing Creditors, for at least ~~two~~ Business Days in *The Globe & Mail* (National Edition), *The National Post* (National Edition), *La Presse* and *The Wall Street Journal*.

11. ~~10.~~ **THIS COURT ORDERS** that the Monitor shall cause the Notice to Post-Filing Creditors and the Post-Filing Claims Package to be posted on the Monitor's website for these proceedings (at <http://cfcanada.fticonsulting.com/cmi>) from the Post-Filing Claims Procedure Commencement Date.
12. ~~11.~~ **THIS COURT ORDERS** that on or before the Post-Filing Claims Procedure Commencement Date the Monitor shall send a Post-Filing Claims Package to each Post-Filing Creditor as evidenced by the books and records of the CMI Entities as at 11:59 p.m. on the day that is two Business Days before the Post-Filing Claims Procedure Commencement Date.
13. ~~12.~~ **THIS COURT ORDERS** that the Monitor shall cause a copy of the Post-Filing Claims Package to be sent to any Person requesting such material as soon as practicable.

FILING OF PROOFS OF CLAIM

14. ~~13.~~ **THIS COURT ORDERS** that every Post-Filing Creditor asserting a Post-Filing Claim against one or more of the CMI Entities shall set out its aggregate Post-Filing Claim in a Proof of Claim and deliver that Proof of Claim so that it is received by the Monitor by no later than the Post-Filing Claims Bar Date or such later date as the Monitor, New Canwest and such Post-Filing Creditor may agree in writing.
15. ~~14.~~ **THIS COURT ORDERS** that any Post-Filing Creditor who does not deliver a Proof of Claim in respect of a Post-Filing Claim in accordance with paragraph ~~13~~14 hereof shall be forever barred from making or enforcing a Post-Filing Claim, including against the CMI Entities and the Plan Implementation Fund, and any such Post-Filing Claim shall be forever extinguished and all such Post-Filing Creditors shall be deemed to have fully and finally released and discharged all such Post-Filing Claims.

FORM OF PROOFS OF CLAIM

16. ~~15.~~ **THIS COURT ORDERS** that the Monitor is hereby authorized and directed to use reasonable discretion as to the adequacy of compliance in the manner in which Proofs of Claim are completed and executed and may, where it is satisfied, in consultation with

New Canwest, that a Post-Filing Claim has been adequately proven, waive strict compliance with the requirements of this Order as to the completion and execution of the Proof of Claim.

DETERMINATION OF CLAIMS

17. ~~16.~~ **THIS COURT ORDERS** that the Monitor shall review each Proof of Claim received by the Post-Filing Claims Bar Date and subject to paragraphs 6 and ~~17~~18 shall accept, revise or disallow the Post-Filing Claim.
18. ~~17.~~ **THIS COURT ORDERS** that the Monitor, in consultation with New Canwest, may attempt to consensually resolve the classification and amount of any Post-Filing Claim with the Post-Filing Creditor prior to accepting, revising or disallowing such Post-Filing Claim.
19. ~~18.~~ **THIS COURT ORDERS** that if the Monitor, in consultation with New Canwest, determines to revise or disallow a Post-Filing Claim, the Monitor shall send a Notice of Revision or Disallowance to the Post-Filing Creditor.
20. ~~19.~~ **THIS COURT ORDERS** that any Post-Filing Creditor who disputes the classification or amount of its Post-Filing Claim as set forth in a Notice of Revision or Disallowance shall deliver a Notice of Dispute to the Monitor by 5:00 p.m. on the day which is fourteen Calendar Days after the date of the Notice of Revision or Disallowance or such later date as the Monitor, New Canwest and the Post-Filing Creditor may agree in writing.
21. ~~20.~~ **THIS COURT ORDERS** that any Post-Filing Creditor who fails to deliver a Notice of Dispute by the deadline set forth in paragraph ~~19~~20 shall be deemed to accept the classification and the amount of its Post-Filing Claim as set out in the Notice of Revision or Disallowance and such Post-Filing Claim as set out in the Notice of Revision or Disallowance shall constitute a Proven Post-Filing Claim.

RESOLUTION OF CLAIMS

22. ~~21.~~ **THIS COURT ORDERS** that the ~~{~~Honourable Coulter Osborne~~}~~ be and is hereby appointed as a Claims Officer for the purposes of the Post-Filing Claims Procedure.

23. ~~22.~~ **THIS COURT ORDERS** that upon receipt of a Notice of Dispute, the Monitor may, in consultation with New Canwest:

- (a) attempt to consensually resolve the classification and amount of the Post-Filing Claim with the Post-Filing Creditor;
- (b) deliver a Dispute Package to a Claims Officer; and/or
- (c) schedule a 9:30 Appointment with the Court for the purpose of scheduling a motion to resolve the Post-Filing Claim and at such motion the Post-Filing Creditor shall be deemed to be the applicant and the Monitor shall be deemed to be respondent.

24. ~~23.~~ **THIS COURT ORDERS** that upon receipt of a Dispute Package the Claims Officer shall schedule and conduct a hearing to determine the classification and/or amount of the Post-Filing Claim and shall as soon as practicable thereafter notify the Monitor, New Canwest and the Post-Filing Creditor of his or her determination.

25. ~~24.~~ **THIS COURT ORDERS** that the determination of the value of Post-Filing Claim by the Court or the Claims Officer shall be deemed to be the Post-Filing Creditor's Proven Post-Filing Claim.

26. ~~25.~~ **THIS COURT ORDERS** that that the Monitor, New Canwest or the Post-Filing Creditor may appeal a Claims Officer's determination to this Court within seven Calendar Days of notification of the Claims Officer's determination of the value of such Post-Filing Creditor's Post-Filing Claim by serving upon Monitor or the Post-Filing Creditor, as applicable, and filing with this Court a notice of motion returnable on a date to be fixed by this Court. If an appeal is not filed within such period then the Claims Officer's determination shall, subject to a further order of the Court, be deemed to be final and binding on the Post-Filing Creditor and the Monitor and shall be a Proven Post-Filing Claim.

27. ~~26.~~ **THIS COURT ORDERS** that, subject to further order of the Court, each Claims Officer shall determine the manner in which evidence may be brought before him or her

as well as any other procedural matters which may arise in respect of the determination of any Post-Filing Claim.

NOTICE OF TRANSFEREES

28. ~~27.~~ **THIS COURT ORDERS** that if a Post-Filing Creditor, or any subsequent holder of a Post-Filing Claim, who has been acknowledged by the Monitor as the holder of the Post-Filing Claim, transfers or assigns that Post-Filing Claim to another Person the Monitor shall not be obligated to give notice to or to otherwise deal with the transferee or assignee of the Post-Filing Claim as the holder of such Post-Filing Claim unless and until actual notice of transfer or assignment, together with satisfactory evidence of such transfer or assignment, has been delivered to the Monitor. Thereafter, such transferee or assignee shall, for all purposes hereof, constitute the holder of such Post-Filing Claim and shall be bound by notices given and steps taken in respect of such Post-Filing Claim in accordance with the provisions of this Order.

29. ~~28.~~ **THIS COURT ORDERS** that if a Post-Filing Creditor or any subsequent holder of a Post-Filing Claim who has been acknowledged by the Monitor as the holder of the Post-Filing Claim transfers or assigns the whole of such Post-Filing Claim to more than one Person or part of such Post-Filing Claim to another Person, such transfers or assignments shall not create separate Post-Filing Claims and such Post-Filing Claims shall continue to constitute and be dealt with as a single Post-Filing Claim notwithstanding such transfers or assignments. The Monitor shall, in each case, be required to recognize or acknowledge any such transfers or assignments and shall be entitled to give notices to and to otherwise deal with such Post-Filing Claim only as a whole and then only to and with the Person last holding such Post-Filing Claim, provided such Post-Filing Creditor may, by notice in writing delivered to the Monitor, direct that subsequent dealings in respect of such Post-Filing Claim, but only as a whole, shall be dealt with by a specified Person and in such event such Person shall be bound by any notices given or steps taken in respect of such Post-Filing Claim with such Post-Filing Creditor in accordance with the provisions of this Order.

GENERAL PROVISIONS

30. ~~29.~~ **THIS COURT ORDERS** that any Post-Filing Claim denominated in any currency other than Canadian dollars shall, for the purposes of this Order, be converted to and shall constitute obligations in Canadian dollars, such calculation to be effected using the Bank of Canada noon spot rate on the Plan Implementation Date.

31. ~~30.~~ **THIS COURT ORDERS** that the Monitor, in addition to its prescribed rights and obligations under the CCAA and under the Initial Order, shall administer the Post-Filing Claims Procedure and is hereby authorized and directed to take such other actions and fulfill such other roles as are contemplated by this Order.

32. ~~31.~~ **THIS COURT ORDERS** that any notice or other communication to be given under this Order by a Post-Filing Creditor to the Monitor shall be in writing in substantially the form, if any, provided for in this Order and will be sufficiently given only if delivered by facsimile transmission, electronic mail, courier, personal delivery or prepaid mail addressed to:

FTI Consulting Canada Inc.,
Court-appointed Monitor of the CMI Entities

Attention: Mr. Jonathan Kay
Facsimile number: (416) 649-8101
Telephone number: (888) 318-4018 or 416-649-8059
E-mail: jonathan.kay@fticonsulting.com

33. ~~32.~~ **THIS COURT ORDERS** that any notice or other communication to be given under this Order to a Post-Filing Creditor shall be addressed to the last recorded address appearing in the books and records of the CMI Entities or in any Proof of Claim filed by the Post-Filing Creditor.

34. ~~33.~~ **THIS COURT ORDERS** that in the event that the day on which any notice or communication required to be delivered pursuant to the Post-Filing Claims Procedure is not a Business Day then such notice or communication shall be required to be delivered on the next following Business Day.

35. ~~34.~~ **THIS COURT ORDERS** that in the event of any strike, lock-out or other event which interrupts postal service in any part of Canada, all notices and communications

during such interruption may only be delivered by facsimile transmission, [electronic mail](#), personal delivery or courier and any notice or other communication given or made by prepaid mail within the five Business Day period immediately preceding the commencement of such interruption, unless actually received, shall be deemed not to have been delivered. All such notices and communications shall be deemed to have been received, in the case of notice by facsimile transmission, [electronic mail](#), personal delivery or courier prior to 5:00 p.m. on a Business Day, when received, if received after 5:00 p.m. on a Business Day or at any time on a non-Business Day, on the next following Business Day, and in the case of a notice mailed as aforesaid, on the fourth Business Day following the date on which such notice or other communication is mailed.

Schedule “A”

The Applicants

Canwest Global Communications Corp.

Canwest Media Inc.

30109, LLC

4501063 Canada Inc.

4501071 Canada Inc.

Canwest Finance Inc./Financiere Canwest Inc.

Canwest Global Broadcasting Inc./Radiodiffusion Canwest Global Inc.

Canwest International Communications Inc.

Canwest International Distribution Limited

Canwest International Management Inc.

Canwest Irish Holdings (Barbados) Inc.

Canwest MediaWorks Turkish Holdings (Netherlands) B.V.

Canwest MediaWorks (US) Holdings Corp.

Canwest Television GP Inc.

CGS Debenture Holding (Netherlands) B.V.

CGS International Holdings (Netherlands) B.V.

CGS NZ Radio Shareholding (Netherlands) B.V.

CGS Shareholding (Netherlands) B.V.

Fox Sports World Canada Holdco Inc.

Global Centre Inc.

MBS Productions Inc.

Multisound Publishers Ltd.

National Post Holdings Ltd.

Western Communications Inc.

Yellow Card Productions Inc.

Schedule “B”

Partnerships

Canwest Television Limited Partnership

Fox Sports World Canada Partnership

The National Post Company/La Publication National Post

Schedule "C"

~~Claims Package including the Instruction Letter and Proof of Claim~~

INSTRUCTION LETTER FOR THE POST-FILING CLAIMS PROCEDURE FOR POST-FILING CREDITORS OF CANWEST GLOBAL COMMUNICATIONS CORP. ("Canwest Global") AND CERTAIN OF ITS SUBSIDIARIES (collectively, the "CMI Entities")

POST-FILING CLAIMS PROCEDURE

By Order of the Honourable Madam Justice Pepall dated July 28, 2010, as may be amended from time to time (the "Post-Filing Claims Procedure Order") under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (the "CCAA"), FTI Consulting Canada Inc., in its capacity as the Court-appointed Monitor of the CMI Entities (the "Monitor") has been authorized to conduct a claims procedure (the "Post-Filing Claims Procedure") for the identification and quantification of certain post-filing claims against the CMI Entities. A copy of the Post-Filing Claims Procedure Order and other public information concerning these proceedings can be obtained from the website of the Monitor for these proceedings at <http://cfcanada.fticonsulting.com/cmi>.

Defined terms not defined within this instruction letter shall have the meaning ascribed thereto in the Post-Filing Claims Procedure Order.

The Post Filing Claims Procedure applies to any Person with a right or claim against one or more of the CMI Entities in respect of any indebtedness, liability or obligation of any kind whatsoever of one or more of the CMI Entities that arises after the Filing Date but before the Plan Implementation Date and remains unpaid as of the Post-Filing Claims Procedure Commencement Date from or in respect of (a) any contract or unexpired lease that has not been restructured, terminated, disclaimed, repudiated or resiliated by a CMI Entity, (b) the supply of services or goods, or funds advanced, to any of the CMI Entities on or after the Filing Date, but before the Plan Implementation Date, or (c) all amounts to be remitted to a tax authority pursuant to paragraph 9 of the Initial Order during the period after the Filing Date to but excluding the Plan Implementation Date; provided that, for greater certainty, "Post-Filing Claim" does not include any Claim or Restructuring Period Claim or any Excluded Claim. Please review the Post-Filing Claims Procedure Order for the complete definition of Claim, Excluded Claim and Restructuring Period Claim.

If you believe you have a Post-Filing Claim against one or more of the CMI Entities, you must deliver a Proof of Claim to the Monitor so that it is received by the Monitor no later than the Post-Filing Claims Bar Date or [●, 2010].

Any creditor who does not deliver a Proof of Claim in respect of a Post-Filing Claim by the Post-Filing Claims Bar Date shall be forever barred from making or enforcing the Post-Filing Claim, including against the CMI Entities and the Plan Implementation Fund, and any such Post-Filing Claim shall be forever extinguished and all such creditors shall be deemed to have fully and finally released and discharged all such Post-Filing Claims.

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

FTI Consulting Canada Inc.,
Court-appointed Monitor of Canwest Global Communications Corp. et al
Post-Filing Claims Process

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

Attention: Jonathan Kay
Telephone: 1-888-318-4018
International: 416-649-8059
Fax: 416-649-8101
Email: jonathan.kay@fticonsulting.com

DATED this [●, 2010]

Schedule "D"

NOTICE TO POST-FILING CREDITORS OF Canwest Global Communications Corp., Canwest Media Inc., 30109, LLC, 4501063 Canada Inc., 4501071, Canada Inc., Canwest Finance Inc./Financiere Canwest Inc., Canwest Global Broadcasting Inc./Radiodiffusion, Canwest Global Inc., Canwest International Communications Inc., Canwest International Distribution Limited, Canwest International Management Inc., Canwest Irish Holdings (Barbados) Inc., Canwest MediaWorks, Turkish Holdings (Netherlands) B.V., Canwest MediaWorks (US) Holdings Corp., Canwest Television GP Inc., CGS Debenture Holding (Netherlands) B.V., CGS International Holdings (Netherlands) B.V., CGS NZ Radio, Shareholding (Netherlands) B.V., CGS Shareholding (Netherlands) B.V., Fox Sports World Canada Holdco Inc., Global Centre Inc., MBS Productions Inc., Multisound Publishers Ltd., National Post Holdings Ltd., Western Communications Inc., Yellow Card Productions Inc., Canwest Television Limited Partnership, Fox Sports World Canada Partnership, and The National Post Company/La Publication National Post (collectively, the "CMI Entities")

NOTICE OF COMMENCEMENT OF POST-FILING CLAIMS PROCEDURE

On July 19, 2010, the Affected Creditors of Canwest Media Inc. and certain of its subsidiaries (the "Plan Entities") voted in favour of approval of the restated consolidated plan of compromise, arrangement and reorganization pursuant to the *Companies Creditors' Arrangement Act* (Canada) and the *Canada Business Corporations Act* (the "Plan"). On July 28, 2010, the Court issued an Order sanctioning the Plan. The Plan Implementation Date occurred on [●, 2010].

On July 28, 2010, the Court also approved a Post-Filing Claims Procedure Order establishing a claims procedure for the identification and quantification of certain post-filing claims against the CMI Entities.

The Post-Filing Claims Procedure Commencement Date (as defined in the Post-Filing Claims Procedure Order) is [●, 2010].

Every person asserting a Post-Filing Claim (as defined in the Post-Filing Claims Procedure Order) against one or more of the CMI Entities must deliver a Proof of Claim to the Monitor so that it is received by the Monitor no later than the Post-Filing Claims Bar Date or [●, 2010]. Any creditor who does not deliver a Proof of Claim in respect of a Post-Filing Claim by the Post-Filing Claims Bar Date shall be forever barred from making or enforcing the Post-Filing Claim, including against the CMI Entities and the Plan Implementation Fund, and any such Post-Filing Claim shall be forever extinguished and all such creditors shall be deemed to have fully and finally released and discharged all such Post-Filing Claims (as such terms are defined in the Post-Filing Claims Procedure Order).

This Notice ~~to Post-Filing Creditors~~ is given by the Monitor pursuant to the Post-Filing Claims Procedure Order. You may view copies of the Order and documents relating to this process on the Monitor's website at <http://cfcanada.fticonsulting.com/cmi> or request copies by telephone at 416-649-8059.

Schedule "E"

Notice of Revision or Disallowance

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

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" AND "B"

APPLICANTS

NOTICE OF REVISION OR DISALLOWANCE

TO: [insert name and address of creditor]

The Monitor has reviewed your Proof of Claim dated [insert date], 2010, and has revised or rejected your Post-Filing Claim for the following reasons:

Subject to further dispute by you in accordance with the provisions of the Post-Filing Claims Procedure Order, your Post-Filing Claim will be allowed as a Proven Post-Filing Claim as follows:

<u>Applicable CMI Entity</u>	<u>Claim per CMI Entity Records</u>	<u>Claim per Proof of Claim</u>	<u>Revised/Rejected</u>	<u>Allowed as Revised</u>
	[S]	[S]	[S]	[S]

If you intend to dispute this Notice of Revision or Disallowance, you must, no later than 5:00 p.m. (Toronto Time) on the day which is fourteen Calendar Days after the date of the Notice of Revision or Disallowance or such later date as the Monitor, New Canwest and the Post-Filing Creditor may agree in writing, deliver a Notice of Dispute of Revision or Disallowance at the following address or facsimile:

FTI Consulting Canada Inc.,
Court-appointed Monitor of Canwest Global Communications Corp. et al
Post-Filing Claims Procedure
TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON
M5K 1G8

Attention: Jonathan Kay
Telephone: 1-888-318-4018
International: 416-649-8059
Fax: 416-649-8101
Email: jonathan.kay@fticonsulting.com

Any Post-Filing Creditor who fails to deliver a Notice of Dispute by the deadline set forth in paragraph 20 of the Post-Filing Claims Procedure Order shall be deemed to accept the classification and the amount of its Post-Filing Claim as set out in the Notice of Revision or Disallowance and such Post-Filing Claim as set out in the Notice of Revision or Disallowance shall constitute a Proven Post-Filing Claim.

DATED at Toronto, this [●, 2010]

Schedule "F"

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

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" AND "B"

APPLICANTS

NOTICE OF DISPUTE OF REVISION OR DISALLOWANCE

36. PARTICULARS OF CREDITOR:

(a) Full Legal Name of Creditor: _____

(b) Full Mailing Address of Creditor: _____

(c) Telephone Number of Creditor: _____

(d) Facsimile Number of Creditor: _____

(e) E-mail Address of Creditor: _____

(f) Attention (Contact Person): _____

37. PARTICULARS OF ORIGINAL CREDITOR FROM WHOM YOU ACQUIRED CLAIM, IF APPLICABLE:

(a) Have you acquired this Post-Filing Claim by assignment? Yes No
(if yes, attach documents evidencing assignment)

(b) Full Legal Name of original creditor(s): _____

38. DISPUTE OF REVISION OR DISALLOWANCE OF CLAIM FOR DISTRIBUTION PURPOSES:

(Any claims denominated in any currency other than Canadian dollars shall, for the purposes of this Order, be converted to and shall constitute obligations in Canadian dollars, such calculation to be effected using the Bank of Canada noon spot rate on the Plan Implementation Date.)

We hereby disagree with the value of our Post-Filing Claim as set out in the Notice of Revision or Disallowance dated _____, as set out below:

(Insert particulars of Post-Filing Claim per Notice of Revision or Disallowance and the value of your Post-Filing Claim as asserted)

39. REASONS FOR DISPUTE:

(Provide full particulars of the Post-Filing Claim and supporting documentation, including amount, description of transaction(s) or agreement(s) giving rise to the Post-Filing Claim, name of any guarantor(s) which has guaranteed the Post-Filing Claim, and amount of Post-Filing Claim allocated thereto, date and number of all invoices, particulars of all credits, discounts, etc. claimed.)

If you intend to dispute the Notice of Revision or Disallowance, you must, no later than 5:00 p.m. (Toronto Time) on the day which is fourteen Calendar Days after the date of the Notice of Revision or Disallowance or such later date as the Monitor, New Canwest and the Post-Filing Creditor may agree in writing, notify the Monitor of such intent by delivery of a Notice of Dispute of Revision or Disallowance in accordance with the Post-Filing Claims Procedure Order at the following address or facsimile:

FTI Consulting Canada Inc.,
Court-appointed Monitor of Canwest Global Communications Corp. et al
Post-Filing Claims Procedure
TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON
M5K 1G8

Attention: Jonathan Kay
Telephone: 1-888-318-4018
International: 416-649-8059
Fax: 416-649-8101
Email: jonathan.kay@fticonsulting.com

Dated at Toronto this [●, 2010]

SCHEDULE "G"

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

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" AND "B"

APPLICANTS

PROOF OF CLAIM

40. ENTITY AGAINST WHICH YOU ASSERT A POST-FILING CLAIM:

Check only one entity for each Proof of Claim. If you have claims against more than one entity, you must file a separate Proof of Claim for each.

<u>Canwest Global Communications Corp.</u>	<input type="checkbox"/>	<u>Western Communications Inc.</u>	<input type="checkbox"/>	<u>4501071 Canada Inc.</u>	<input type="checkbox"/>
<u>Canwest Media Inc.</u>	<input type="checkbox"/>	<u>Canwest Finance Inc./Financiere Canwest Inc.</u>	<input type="checkbox"/>	<u>30109, LLC</u>	<input type="checkbox"/>
<u>MBS Productions Inc.</u>	<input type="checkbox"/>	<u>National Post Holdings Ltd.</u>	<input type="checkbox"/>	<u>CanWest MediaWorks (US) Holdings Corp.</u>	<input type="checkbox"/>
<u>Yellow Card Productions Inc.</u>	<input type="checkbox"/>	<u>Canwest International Management Inc.</u>	<input type="checkbox"/>	<u>Canwest Television Limited Partnership</u>	<input type="checkbox"/>
<u>Canwest Global Broadcasting Inc./Radiodiffusion Canwest Global Inc.</u>	<input type="checkbox"/>	<u>Canwest International Distribution Limited</u>	<input type="checkbox"/>	<u>Fox Sports World Canada Partnership</u>	<input type="checkbox"/>
<u>Canwest Television GP Inc.</u>	<input type="checkbox"/>	<u>Canwest MediaWorks Turkish Holdings (Netherlands) B.V.</u>	<input type="checkbox"/>	<u>The National Post Company/La Publication National Post</u>	<input type="checkbox"/>
<u>Fox Sports World Canada Holdeo Inc.</u>	<input type="checkbox"/>	<u>CGS International Holdings (Netherlands) B.V.</u>	<input type="checkbox"/>		
<u>Global Centre Inc.</u>	<input type="checkbox"/>	<u>CGS Debenture Holding (Netherlands) B.V.</u>	<input type="checkbox"/>		
<u>Multisound Publishers Ltd.</u>	<input type="checkbox"/>	<u>CGS Shareholding (Netherlands) B.V.</u>	<input type="checkbox"/>		
<u>Canwest International Communications Inc.</u>	<input type="checkbox"/>	<u>CGS NZ Radio Shareholding (Netherlands) B.V.</u>	<input type="checkbox"/>		
<u>Canwest Irish Holdings (Barbados) Inc.</u>	<input type="checkbox"/>	<u>4501063 Canada Inc.</u>	<input type="checkbox"/>		

41. **PARTICULARS OF CREDITOR:**

(a) Full Legal Name of Creditor: _____

(b) Full Mailing Address of Creditor: _____

(c) Telephone Number of Creditor: _____

(d) Facsimile Number of Creditor: _____

(e) E-mail Address of Creditor: _____

(f) Attention (Contact Person): _____

42. **PARTICULARS OF ORIGINAL CREDITOR FROM WHOM YOU ACQUIRED POST-FILING CLAIM, IF APPLICABLE:**

(a) Have you acquired this Post-Filing Claim by assignment?

_____ Yes No

(if yes, attach documents evidencing assignment)

(b) Full Legal Name of original creditor(s): _____

43. **PROOF OF CLAIM**

THE UNDERSIGNED CERTIFIES AS FOLLOWS:

(a) That I am a creditor of/hold the position of _____ of the creditor and have knowledge of all the circumstances connected with the Post-Filing Claim described herein;

(b) That I have knowledge of all the circumstances connected with the Post-Filing Claim described and set out below;

(c) The CMI Entity was and still is indebted to the creditor as follows *(Any claims denominated in any currency other than Canadian dollars shall, for the purposes of this Order, be converted to and shall constitute obligations in Canadian dollars, such calculation to be effected using the Bank of Canada noon spot rate on the Plan Implementation Date.)*

Total Post-Filing Claims: _____

\$ _____

44. NATURE OF CLAIM

(CHECK AND COMPLETE APPROPRIATE CATEGORY)

Unsecured Post-Filing Claim of \$ _____

Secured Post-Filing Claim of \$ _____

In respect of this debt, I hold security over the assets of the CMI Entity valued at \$ _____, the particulars of which security and value are attached to this Proof of Claim form.

(Give full particulars of the security, including the date on which the security was given the value for which you ascribe to the assets charged by your security, the basis for such valuation and attach a copy of the security documents evidencing the security.)

45. PARTICULARS OF POST-CLAIM:

The Particulars of the undersigned's total Post-Filing Claim are attached.

(Provide full particulars of the Post-Filing Claim and supporting documentation, including amount, description of transaction(s) or agreement(s) giving rise to the Post-Filing Claim, name of any guarantor(s) which has guaranteed the Post-Filing Claim, and amount of Post-Filing Claim allocated thereto, date and number of all invoices, particulars of all credits, discounts, etc. claimed).

46. FILING OF PROOF OF CLAIM

This Proof of Claim must be returned to and received by the Monitor by **5:00 p.m. (Toronto Time) on a day that is 30 Calendar Days after the Post-Filing Claims Procedure Commencement Date or [●, 2010]**, at the following address:

FTI Consulting Canada Inc.,
Court-appointed Monitor of Canwest Global Communications Corp. et al
Post-Filing Claims Procedure
TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON
M5K 1G8

Attention: Jonathan Kay
Telephone: 1-888-318-4018
International: 416-649-8059
Fax: 416-649-8101
Email: jonathan.kay@fticonsulting.com

Dated at _____ this _____ day of _____, 2010.

Per: _____

~~Notice of Dispute~~

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"

APPLICANTS

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding commenced at Toronto

POST-FILING CLAIMS PROCEDURE ORDER

OSLER, HOSKIN & HARCOURT LLP

Box 50, 1 First Canadian Place
Toronto, Ontario, Canada M5X 1B8

Lyndon A.J. Barnes (LSUC#: 13350D)

Tel: (416) 862-6679

Jeremy E. Dacks (LSUC#: 41851R)

Tel: (416) 862-4923

Shawn T. Irving (LSUC#: 50035U)

Tel: (416) 862-4733

Fax: (416) 862-6666

Lawyers for the Applicants

F. 1114233

Document comparison by Workshare Professional on Tuesday, July 27, 2010 4:26:26 PM

Input:	
Document 1 ID	PowerDocs://SETOR1/5705558/4
Description	SETOR1-#5705558-v4-Canwest.CMI_-_Post-filing_Claims_Procedure_Order
Document 2 ID	PowerDocs://SETOR1/5705558/6
Description	SETOR1-#5705558-v6-Canwest.CMI_-_Post-filing_Claims_Procedure_Order
Rendering set	standard

Legend:	
Insertion	
Deletion	
Moved from	
<u>Moved to</u>	
Style change	
Format change	
Moved deletion	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
	Count
Insertions	313
Deletions	58
Moved from	0
Moved to	0
Style change	0
Format changed	0
Total changes	371