

On April 12, 2010, the Ontario Superior Court of Justice (the “Court”) made an Order (the “LP Claims Procedure Order”) under the *Companies’ Creditors Arrangement Act* (the “CCAA”) authorizing Canwest Publishing Inc., Canwest Books Inc., Canwest (Canada) Inc. and Canwest Limited Partnership (the “LP Entities”) to conduct a claims procedure for the identification and quantification of certain claims against the LP Entities (the “LP Claims Process”).

In this letter you will find general information about the contents of this package, the status of the claims process and forms you will need to complete in order to participate in the claims process. Please read through the package carefully. It contains time-sensitive materials and details actions that you need to take in order to participate in this process.

This package provides you information with respect to your Claim and the LP Claims Process, including:

- Creditors participating in the LP Claims Process
- The amount of your Claim
- Next Steps
- Operating Units of the LP Entities – Appendix “A”
- The LP Proof of Claim Instruction Letter – Schedule “B”;
- The LP Proof of Claim form including filing instructions – Schedule “C”

Please note that Capitalized Terms not defined in this letter have the meaning given to them in the LP Claims Procedure Order. It is recommended that you read the LP Claims Procedure Order in conjunction with this letter, and before completing any forms included in this LP Claims Package.

Creditors Participating in the LP Claims Process

Creditors called to participate in the LP Claims Process include those holding Prefiling and/or Restructuring Claims against the LP Entities.

Prefiling Claim and Restructuring Claim are terms defined in section 2(f)(i) and 2(f)(ii), respectively, of the LP Claims Procedure Order. Generally, Prefiling Claims are claims against the LP Entities which arose prior to the date on which the LP Entities obtained protection from their creditors under the CCAA, or January 8, 2010 (the "Filing Date"). Restructuring Claims are claims that have arisen on or after the Filing Date as a result of the restructuring, disclaimer, rescission, termination or breach of any contract, lease or other type of agreement. Please refer to the LP Claims Procedure Order for the detailed definitions of these terms.

Calculating Your Claim(s)

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

As indicated in the LP Claims Procedure Order issued by the Court, your Claim does not include interest and/or penalties that would have otherwise accrued on or after the Filing Date.

Next Steps

a) Complete your LP Proof of Claim form and send to the Monitor before the respective claims bar date (or deadline). The deadline for submitting your LP Proof of Claim depends on whether you hold a Prefiling Claim or a Restructuring Claim. The claims bar dates for filing your LP Proof of Claim, are:

- **Prefiling Claims:** 5:00 pm on May 7, 2010; and
- **Restructuring Claims:** 21 days after the deemed receipt (as defined in the LP Claims Procedure Order) of this LP Claims Package.

If you do not file an LP Proof of Claim by the claims bar dates listed above, you will not be entitled to vote at any meeting of creditors regarding any CCAA plan proposed by the LP Entities or participate in any distribution under such plan, and any Claims you may have against any of the LP Entities will be forever extinguished and barred.

b) The process for adjudicating and resolving any differences with respect to the amount of your Claim will not begin unless the Monitor determines that it is necessary based on the criteria laid out in section 34 of the LP Claims Procedure Order;

- c) If the Monitor determines that the process should proceed, the Monitor will post notice of such determination on the Monitor's website as soon as possible at <http://cfcanada.fticonsulting.com/clp>.
- d) If you have any questions or comments on the LP Claims Process, you should visit the Monitor's website where we will continue to post various CCAA and Claims Process-related documents. If you require further assistance with respect to the LP Claims Process, please direct your inquiries to the Monitor by prepaid registered mail, courier, personal delivery, facsimile transmission or email at the address below:

FTI Consulting Canada Inc., Court-appointed Monitor of Canwest Publishing Inc./Publications Canwest Inc. et al
Claims Process
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON
M5K 1G8

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

Please note, the Monitor has also prepared a list of Frequently Asked Questions with respect to the LP Claims Process ("FAQs") which are posted on our website at <http://cfcanada.fticonsulting.com/clp>.

Appendix A - Operating Units of the LP Entities

The LP Entities include Canwest Publishing Inc., Canwest Books Inc., Canwest (Canada) Inc. and Canwest Limited Partnership. Your records may indicate that you are owed amounts from an entity other than the LP Entities. Certain of the LP Entities include operating units, or may refer to themselves using division identifiers.

The LP Claims Process **does not include** claims against National Post Inc., Canwest Global Communications Corporation (“CGCC”), Canwest Media Inc. (“CMI”), or any other CGCC entity or affiliate not named in the LP Claims Procedure Order.

Canwest Limited Partnership

The following Canadian operating units form part of Canwest Limited Partnership and may refer to themselves using the following division identifiers (sorted alphabetically):

- Canwest Business Services;
- Canwest Directories;
- Canwest Information Technology Group; and
- ReachCanada Contact Centre.

Canwest Publishing Inc.

The following Canadian operating units form part of Canwest Publishing Inc. and may refer to themselves using the following division identifiers (sorted alphabetically):

Abbotsford Times;	Delta Optimist;	Pacific Newspaper Group;
Alberni Valley Pennyworth;	Edmonton Flyer Force;	Parksville/Qualicum Beach Morning Sun;
Alberni Valley Times;	Edmonton Journal;	Pennyworth Shopper;
Burnaby Now;	FP Infomart;	Richmond News;
Calgary Flyer Force;	Harbour City Star;	The Gazette;
Calgary Herald;	Lake Cowichan News;	The North Islander;
Campbell River Courier-Islander;	Langley Advance;	The Now Newspaper;
Canadian Classified Publishers;	Leader-Post;	The Province;
Canwest Commercial Printers;	Lower Mainland Digest Publishers;	The Record;
Canwest Digital Media;	Maple Ridge Times;	The StarPhoenix;
Canwest Editorial Services;	Nanaimo Daily News;	The Vancouver Sun;
Canwest Interactive;	North Shore News;	The Windsor Star;
Canwest News Service;	Oceanside Star;	Times Colonist;
Chilliwack Times;	Ottawa Citizen;	Van Net Newspapers;
College Printers;	Ottawa Flyer Force;	Vancouver Courier;
Comox Valley Echo;		Westerly News; and
Coquitlam Now;		Windsor-Essex Community Publishing
Cowichan Valley Citizen;		

SCHEDULE "B"

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

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

LP CLAIMS PROCESS

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

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

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

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

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

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

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

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

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

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

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

ADDITIONAL FORMS

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

SCHEDULE "C"

Court File No. CV-10-8533-00CL

**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 PUBLISHING
INC./PUBLICATIONS CANWEST INC., CANWEST BOOKS
INC. AND CANWEST (CANADA) INC.**

APPLICANTS

LP PROOF OF CLAIM

1. PARTICULARS OF CREDITOR:

(a) Full Legal Name of Creditor:

_____ (the "Creditor").

(Full legal or Corporate name should be the name of the original Creditor. Do not file separate Proofs of Claim for divisions of the same 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): _____

(g) Has the Claim been sold or assigned by Creditor to another party?

Yes _____ No _____ (If yes please completed section 5)

***In order to ensure that all claims are processed in an expedited manner you must provide one (1) or more of your telephone number, fax number or email address.**

2. 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 Claim described herein;
- (b) That I have knowledge of all the circumstances connected with the Claim described and set out below;
- (c) That the LP Entity was and still is indebted to the Creditor as follows (*Claims denominated in a foreign currency other than U.S. dollars shall be converted to Canadian dollars at the Bank of Canada noon exchange rate in effect at the Filing Date. U.S. dollar denominated claims shall be converted at the Bank of Canada Canadian/U.S.dollar noon exchange rate in effect at the Filing Date which rate was Cdn \$1.0344: \$1 U.S.*)

	Prefiling Claims	Restructuring Period Claims	Total Claims
Canwest Publishing Inc./ Publications Canwest Inc.	\$	\$	\$
Canwest Books Inc.	\$	\$	\$
Canwest (Canada) Inc.	\$	\$	\$
Canwest Limited Partnership	\$	\$	\$
Total Claims	\$	\$	\$

3. NATURE OF CLAIM

(CHECK AND COMPLETE APPROPRIATE CATEGORY)

- Unsecured Claim of \$_____
- Secured Claim of \$_____

In respect of this debt, I hold security over the assets of the LP 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 that you ascribe to the assets charged by your security and the basis for such valuation, and attach a copy of the security documents evidencing the security.)

4. PARTICULARS OF CLAIM:

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

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

5. PARTICULARS OF ASSIGNEE(S) (only to be completed if your claim has been sold or assigned to another party):

(a) Full Legal Name of Assignee(s) of Claim (if all or a portion of the Claim has been sold). If there is more than one assignee, please attach separate sheets with the following information:

(the "Assignee(s)")

Amount of Total Claim Assigned \$ _____

Amount of Total Claim Not Assigned \$ _____

Total Amount of Claim \$ _____
(should equal "Total Claim" as entered in Section 2)

(b) Full Mailing Address of Assignee(s):

(c) Telephone Number of Assignee(s):

(d) Facsimile Number of Assignee(s):

(e) Attention (Contact Person):

6. FILING OF CLAIM

This LP Proof of Claim must be returned to and received by the Monitor by **5:00 p.m. (Toronto Time) on May 7, 2010** or, **IF YOU HAVE A RESTRUCTURING PERIOD CLAIM, 21 DAYS AFTER YOU ARE DEEMED TO HAVE RECEIVED THE LP CLAIMS PACKAGE PURSUANT TO THE ORDER** (unless the Monitor and the LP Entities agree in writing or the Court Orders that the LP Proof of Claim be accepted after that date) at the following address:

FTI Consulting Canada Inc., Court-appointed Monitor of Canwest Publishing Inc./Publications Canwest Inc. et al
Claims Process
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON
M5K 1G8

Attention: Pamela Luthra

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

Dated at _____ this _____ day of _____, 2010.

Per: _____