

**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. (collectively, the "APPLICANTS")**

**NOTICE TO AFFECTED CREDITORS OF THE APPLICANTS and
CANWEST LIMITED PARTNERSHIP / CANWEST SOCIETE EN COMMANDITE
(collectively, the "LP ENTITIES")**

NOTICE IS HEREBY GIVEN that LP Entities have filed with the Ontario Superior Court of Justice (Commercial List) (the "**Court**") a plan of compromise or arrangement dated May 20, 2010 (as amended from time to time, the "**Plan**") pursuant to the *Companies' Creditors Arrangement Act* (the "**CCAA**").

The Plan contemplates the compromise of rights and claims of certain creditors of the LP Entities (as defined in the Plan, the "**Affected Creditors**"). Affected Claims (as that term is defined in the Plan) of Affected Creditors constitute one (1) class as established in the Plan, (the "**Affected Creditors' Class**").

Capitalized terms not otherwise defined hereof shall have the meanings ascribed thereto in the Plan.

NOTICE IS ALSO HEREBY GIVEN that a meeting of the Affected Creditors (the "**Creditors' Meeting**") will be held in the Simcoe-Dufferin Room at the Sheraton Centre Toronto, 123 Queen Street West, Toronto, Ontario, Canada, on June 10, 2010 beginning at 10 o'clock a.m. (Toronto time), for the purpose of considering and, if thought advisable by Affected Creditors, voting in favour of, with or without variation, a resolution to approve the Plan and to transact such other business as may properly come before the Creditors' Meeting or any adjournment thereof. The Creditors' Meeting is being held pursuant to an Order of the Court made on May 17, 2010 by the Honourable Madam Justice Pepall (the "**Creditors' Meeting Order**").

The quorum for the Creditors' Meeting has been set by the Creditors' Meeting Order as the presence, in person or by proxy, at the Creditors' meeting of one (1) Affected Creditor.

To become effective, in respect of the Affected Creditors' Class, the Plan must be approved by a majority in number of Affected Creditors who represent at least two-thirds in value of the Voting Claims (as defined in the Plan) of the Affected Creditors who actually vote on the resolution approving the Plan (in person, by ballot or by proxy) at the Creditors' Meeting. The Plan must also be sanctioned by a final order of the Court under the CCAA.

NOTICE IS ALSO HEREBY GIVEN that the order sanctioning the Plan will be sought in a motion to be brought by the LP Entities on June 18, 2010, or such later date as is set by the Court, which date shall also be posted on the website of the court-appointed Monitor as set out below. At that time, the LP Entities will also seek the other relief specified in the Plan. Subject to the satisfaction of the conditions to implementation of the Plan, all Affected Claims of Affected

Creditors will then receive the treatment set out in the Plan unless otherwise ordered by the Court.

The value of each Affected Claim for voting purposes has or will be determined according to the Creditors' Meeting Order, the Amended Claims Procedure Order, the Plan, the CCAA and any further order of the Court.

Any Affected Creditor, other than beneficial owners of any of the 9.25% senior subordinated notes due July 2015 issued by Canwest Limited Partnership (collectively, the "**LP Noteholders**") and Affected Creditors that have elected to receive the Cash Elected Amount, who is entitled to vote at the Creditors' Meeting but is unable to attend the Creditors' Meeting is requested to date, sign and return a proxy by courier, e-mail or fax. In order to be used at the Creditors' Meeting, a proxy must be received by the Monitor, at the address below, at any time prior to 5:00 o'clock p.m. (Toronto time) on June 7, 2010 or 5:00 o'clock p.m. three (3) business days in advance of any adjournment of the Creditors' Meeting. LP Noteholders should follow the voting instructions on the forms that they receive and contact their intermediaries promptly if they require assistance.

The Monitor's address for the purpose of filing forms of proxy and for obtaining any additional information or materials related to the Creditors' Meeting is:

FTI Consulting Canada Inc., Court-Appointed Monitor of the LP Entities
79 Wellington Street West
Suite 2010, P.O Box 104
Toronto, Ontario, M5K 1G8

Attention: Pamela Luthra
Tel: (888) 310-7627
Fax: (416) 649-8101

CanwestLP@fticonsulting.com

This notice is given by the LP Entities pursuant to the Creditors' Meeting Order.

You may view copies of the documents relating to this process on the Monitor's website at <http://cfcanada.fticonsulting.com/clp>.

DATED this 20th day of May, 2010.