

TAB 4

APPENDIX "D"

**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.

**AFFIDAVIT OF PAUL BISHOP
(sworn April 6, 2010)**

I, Paul Bishop, of the City of Toronto, in the Province Ontario MAKE OATH
AND SAY:

1. I am a Senior Managing Director of FTI Consulting Inc. ("**FTI**") and, as such, I have knowledge of the matters to which I hereinafter depose.
2. On January 8, 2010, Canwest Publishing Inc./Publications Canwest Inc., Canwest Books Inc., Canwest (Canada) Inc. and Canwest Limited Partnership/Canwest Societe en Commandite (collectively the "**LP Entities**"), obtained protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36, as amended, (the "**CCAA**") pursuant to the initial order granted by the Honourable Madam Justice Pepall (the "**Initial Order**"). FTI was appointed as monitor (the "**Monitor**") of the LP Entities. The proceedings commenced by the LP 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 fees and disbursements of FTI for the period of January 8, 2010 to March 21, 2010. Attached and marked collectively as **Exhibit "A"** to this affidavit are true copies of

the accounts rendered to the LP Entities for the period of January 8, 2010 to March 21, 2010 (redacted for confidential information), in the total amount of \$1,204,288.54, including Goods and Services Tax ("GST").

4. Attached hereto as **Exhibit "B"** is a schedule summarizing each invoice in Exhibit "A", the fees, disbursements, GST and total fees charged for each invoice.

5. 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.

6. 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.

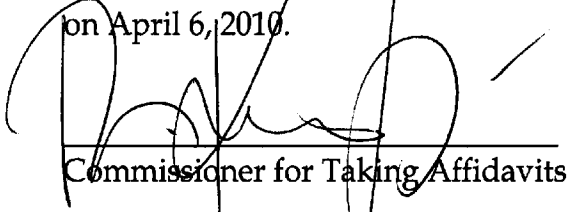
7. The hours spent on this matter involved monitoring the LP Entities and dealing with a number of CCAA issues (as more particularly described in the Monitor's reports) and I believe that the total hours incurred by FTI were reasonable and appropriate in the circumstances.

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

9. FTI requests that the Court approve its accounts for the period of January 8, 2010 to March 21, 2010 for fees in the amount of \$1,121,982.50, expenses of \$24,959.35 and GST of \$57,347.09.

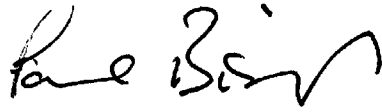
10. This Affidavit is sworn in support of a motion for the approval of the fees and disbursements and for no improper purpose.

SWORN BEFORE ME at the City of
Toronto, in the Province of Ontario
on April 6, 2010.



Commissioner for Taking Affidavits

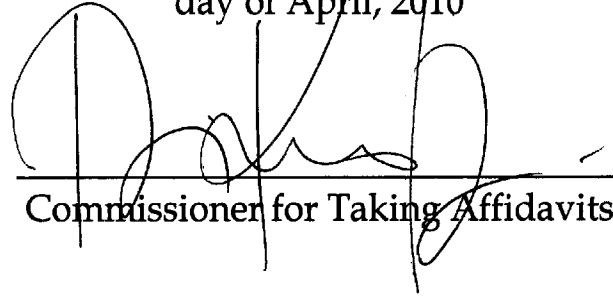
MARIA KONYAKOVA



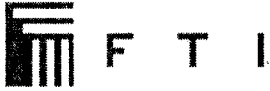
Paul Bishop

TAB A

This is **Exhibit "A"** referred to in the
Affidavit of Paul Bishop
sworn before me on this 6th
day of April, 2010



Commissioner for Taking Affidavits



Mr. Doug Lamb
Canwest Limited Partnership
1450 Don Mills Road
Don Mills, ON M3B 2X7

Invoice # 7223272
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Hours	Standard Rates	Amount
Paul Bishop	53.10	805	42,745.50
Steven Bissell	66.70	680	45,356.00
Jodi Porepa	81.30	550	44,715.00
Anna-Liisa Sisask	5.30	500	2,650.00
Pamela Luthra	69.30	500	34,650.00
Ivan Gonzalez	5.40	295	1,593.00
Total Hours and Fees	281.10		\$ 171,709.50
Expenses			
Airfare			\$ 918.33
Lodging			625.33
Meals – Incurred in Office			-
Meals – Out of Office			176.14
Taxi			174.28
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services			806.25
Miscellaneous Expenses			-
Total Expenses			\$ 2,700.33
Total Fees and Expenses			\$ 174,409.83
5% GST #835718024RT0001			8,720.49
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 183,130.32

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
GST #: 835718024RT0001

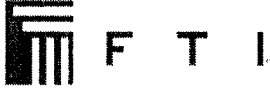
Please Reference Matter # 012660.0008 and invoice # 7223272 in your remittance.

Canwest Limited Partnership
012660.0008 - January 17, 2010
Invoice # 7223272

Date	TK#	Name	Hours	Amount	Narrative
01/08/10	14800	Paul Bishop	2.30	\$ 1,851.50	Calls and meeting with counsel
01/08/10	14856	Steven Bissell	11.30	\$ 7,684.00	Pre-Court meetings with Stikeman. LP Court proceedings for Initial Order. Review of first-day filing materials and internal meeting regarding same. Calls with DLamb regarding critical suppliers.
01/08/10	15532	Jodi Porepa	11.50	\$ 6,325.00	Internal status call. Conference call. Meeting with Corporate Finance staff. Answering questions from Canwest staff. Finalizing website and hotline. Dealing with supplier calls.
01/09/10	15532	Jodi Porepa	1.50	\$ 825.00	Drafting ad for SISP. Setting up website.
01/09/10	14856	Steven Bissell	0.80	\$ 544.00	Review and comments on RBC teaser and telephone script documents.
01/09/10	14800	Paul Bishop	2.60	\$ 2,093.00	Review and comment on SISP teaser and Script, review of Ad for sale purposes
01/10/10	14800	Paul Bishop	0.70	\$ 563.50	Emails re SISP teaser and Ad, review of drafts
01/10/10	14856	Steven Bissell	2.25	\$ 1,530.00	Travel from Toronto to Winnipeg.
01/10/10	14856	Steven Bissell	0.50	\$ 340.00	Internal planning call.
01/10/10	15532	Jodi Porepa	4.50	\$ 2,475.00	Drafting ad for SISP. Responding to email inquiries. Reviewing court documentation.
01/10/10	14888	Pamela Luthra	0.40	\$ 200.00	Status update call
01/11/10	14888	Pamela Luthra	13.40	\$ 6,700.00	Coordination of Notice to Creditors, Newspaper ads, listing of known creditors, and coordination with French translation for documents
01/11/10	14845	Anna-Liisa Sisask	1.50	\$ 750.00	Organize the printing of statutory notices by the Print House. Internal calls to understand exact requirements for the printing.
01/11/10	15532	Jodi Porepa	12.50	\$ 6,875.00	Responding to critical suppliers. Managing Monitor requirements. Coordinating SISP ad. Responding to supplier enquiries. Discussions with DLamb and CBarnard.
01/11/10	14856	Steven Bissell	12.80	\$ 8,704.00	Meetings with LMcLeod and AManaigne regarding treatment of pre-filing payables. Discussions with various suppliers re: status of pre-filing payables
01/11/10	14800	Paul Bishop	10.70	\$ 8,613.50	Review and edit teaser and script and newspaper ads. D&O certificate Calls with counsel and company. Multiple emails and correspondence Critical supplier. Review of NDA and calls thereon.
01/12/10	14800	Paul Bishop	11.20	\$ 9,016.00	Meeting with counsel regarding governance issues. Meeting with [REDACTED], Monitors counsel, [REDACTED] Multiple calls and emails regarding NDA. Meeting with DSkulsky and DLamb regarding reporting etc preparation for same. Finalize docs for distribution. Calls and emails.
01/12/10	14856	Steven Bissell	11.50	\$ 7,820.00	Internal CCAA planning discussions. Review of National Post reporting prepared by BToombs. Review of Initial Order (final version) to address supplier concerns. Call with [REDACTED]. Review of critical suppliers status for approval of pre-filing payments.
01/12/10	15532	Jodi Porepa	14.00	\$ 7,700.00	Responding to critical suppliers. Managing Monitor requirements. Coordinating SISP ad. Following up on issues raised in respect of listing of known creditors. Responding to supplier enquiries. Discussions with DLamb and CBarnard.
01/12/10	14888	Pamela Luthra	17.40	\$ 8,700.00	Coordination of notice to creditors, known creditor listing, newspaper ads
01/12/10	4732	Ivan Gonzalez	3.00	\$ 885.00	Setup new website to host CLP information. Created empty template to hold document and information as they are provided. Uploaded all documents from first day of trial into corresponding section of the website
01/13/10	14888	Pamela Luthra	13.80	\$ 6,900.00	Notice to creditors, website maintenance
01/13/10	14845	Anna-Liisa Sisask	3.80	\$ 1,900.00	Arrange the printing of stat. notices at the Print House; review, provide comments on and arrange the signing of APoulos Affidavit, assist PLuthra with the mailing of special notices at FTI.
01/13/10	15532	Jodi Porepa	11.00	\$ 6,050.00	Responding to supplier calls. Discussions with DLamb, CBarnard, BToombs. Conference call with Stikemans in respect of sale leaseback. Review of Form 2. Review of materials included in stat notice posting and mailing. Internal discussions. Drafting timeline.
01/13/10	14856	Steven Bissell	9.50	\$ 6,460.00	Discussions, analysis and calls of suppliers for critical status and approval of pre-filing payments including: [REDACTED]

Canwest Limited Partnership
012660.0008 - January 17, 2010
Invoice # 7223272

Date	TK#	Name	Hours	Amount	Narrative
01/13/10	14800	Paul Bishop	8.20	\$ 6,601.00	Review of NDA, calls with counsel regarding same, meeting with McMillan, Bank, Osiers and Stikemans regarding same. Multiple calls and emails. [REDACTED]
01/13/10	4732	Ivan Gonzalez	1.50	\$ 442.50	Created new section on CLP website called Senior Lenders Claim Process. Posted documents and descriptions to Senior Lenders Claim Process section. Posted Factum of the Applicants.
01/14/10	14800	Paul Bishop	8.60	\$ 6,923.00	Meeting with Bondholders, preparation for same. Call with counsel regarding [REDACTED]. Internal call regarding status and timetable. Critical suppliers.
01/14/10	14856	Steven Bissell	7.50	\$ 5,100.00	Review, analysis and communications with critical suppliers regarding payment of pre-filing payables [REDACTED]. Review of other pre-filing payments scheduled for Jan. 15th.
01/14/10	14856	Steven Bissell	2.25	\$ 1,530.00	Return trip to Toronto from Winnipeg.
01/14/10	15532	Jodi Porepa	13.20	\$ 7,260.00	Responding to supplier calls. Drafting [REDACTED]. Discussions with Stikemans. Internal discussions. Reviewing Form 2. Discussions with CBarnard.
01/14/10	14888	Pamela Luthra	13.70	\$ 6,850.00	Form 2 for the Superintendent of Bankruptcy, Monitor's Hotline, website maintenance
01/14/10	4732	Ivan Gonzalez	0.50	\$ 147.50	Posted 3 documents and descriptions to Other Documents and Notices
01/15/10	14888	Pamela Luthra	9.80	\$ 4,900.00	Form 2 for the Superintendent of Bankruptcy, Responding to Monitor's Hotline, Status call
01/15/10	15532	Jodi Porepa	9.30	\$ 5,115.00	Conference call in respect of claims process. Drafting register for claims. Discussions with WHassenrueck and Stikemans in respect of swaps.
01/15/10	14856	Steven Bissell	8.30	\$ 5,644.00	Review of final SISP document to ensure Monitor complying with roles and responsibilities. Analysis, discussions and communications regarding critical suppliers [REDACTED]
01/15/10	14800	Paul Bishop	7.70	\$ 6,198.50	To Don Mills, meet with GFisher, DLamb, DSkulsky. Critical suppliers, NDA issues, CIM review, numerous emails and correspondence, weekly update on sales process with RBC & A&M.
01/15/10	4732	Ivan Gonzalez	0.40	\$ 118.00	Posted Service list from Jan 14, 2010 to the Service List Section. Updated the Status Update page with latest Future Motion Date information. Posted updated version of Initial Order.
01/17/10	14800	Paul Bishop	1.10	\$ 885.50	Review of correspondence, review of court report
01/17/10	15532	Jodi Porepa	3.80	\$ 2,090.00	Review of Monitor's Report. Review of quarterly financial statements. Review of responses to suppliers prepared by FTI.
01/17/10	14888	Pamela Luthra	0.80	\$ 400.00	Responding to Monitor's Hotline
GRAND TOTAL			281.10	\$ 171,709.50	



Mr. Doug Lamb
Canwest Limited Partnership
1450 Don Mills Road
Don Mills, ON M3B 2X7

Invoice # 7224316
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Standard		Amount
	Hours	Rates	
Paul Bishop	41.60	805	33,488.00
Steven Bissell	36.50	680	24,820.00
Jodi Porepa	49.60	550	27,280.00
Pamela Luthra	57.50	500	28,750.00
Ana Arevalo	2.70	110	297.00
Total Hours and Fees	187.90		\$ 114,635.00
Expenses			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			290.82
Taxi			170.94
Mileage			128.80
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			19,752.92
Miscellaneous Expenses			-
Total Expenses			\$ 20,343.48
Total Fees and Expenses			\$ 134,978.48
5% GST #835718024RT0001			6,748.92
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 141,727.40

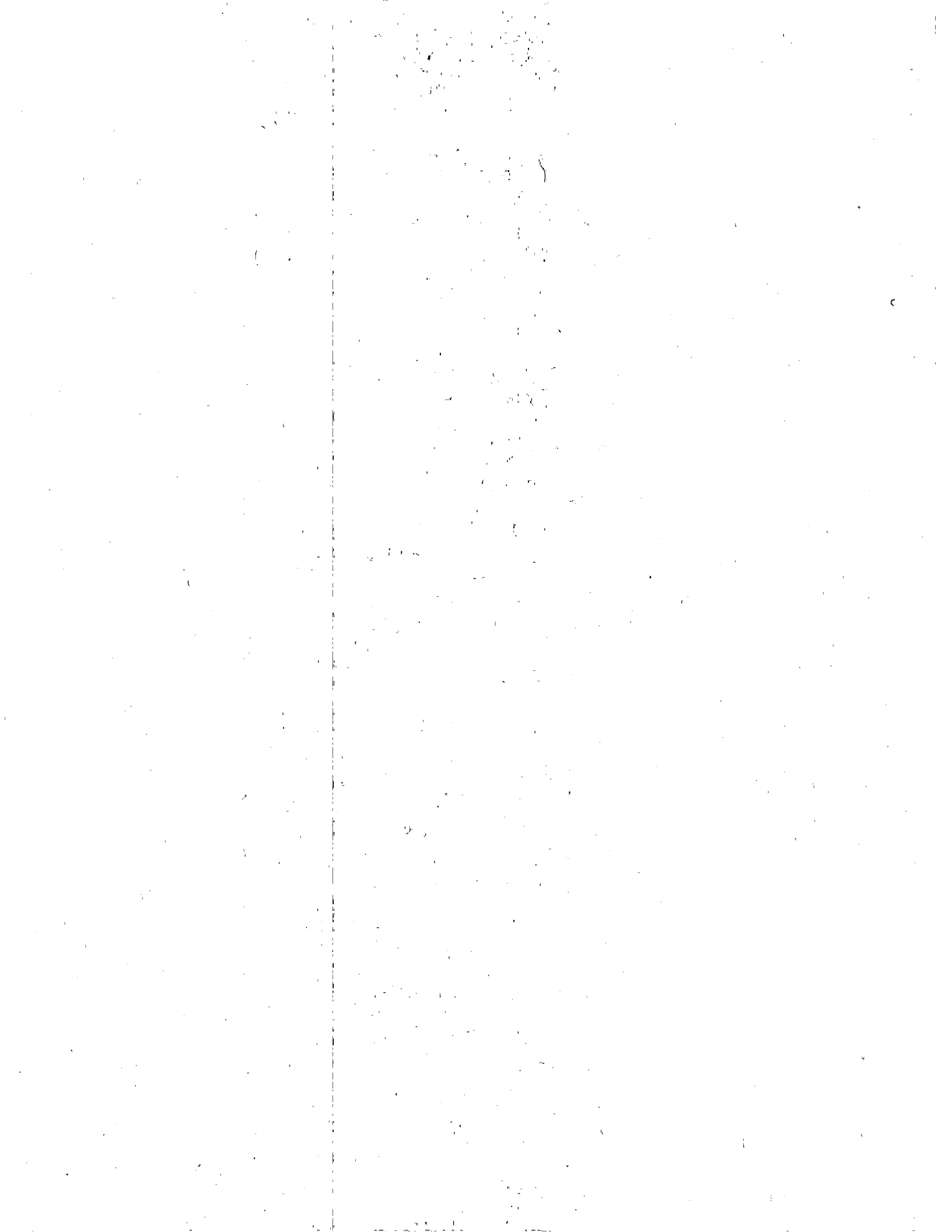
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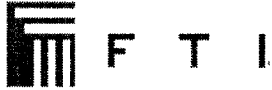
Bank Name: Bank of Nova Scotia
Scotia Plaza, 44 King Street West
Toronto, ONT M5H 1H1
SWIFT Code: NOSCCATT
Bank Number: 002
Beneficiary name: FTI Consulting Canada, Inc.
Beneficiary Account Number: 476960861715
GST #: 835718024RT0001

Please Reference Matter # 012660.0008 and invoice # 7224316 in your remittance.

Canwest Limited Partnership
012660.0008 - January 24, 2010
Invoice # 7224316

Date	TK#	Name	Hours	Amount	Narrative
01/18/10	14888	Pamela Luthra	11.60	\$ 5,800.00	Responding to the Monitor's Hotline and e-mail, follow up regarding critical suppliers and contractors
01/18/10	15532	Jodi Porepa	10.20	\$ 5,610.00	Preparing claims register. Reviewing proxies. Reviewing Court's reasons for issuing order. Returning supplier calls. Conference call with A&M. Internal discussions on status.
01/18/10	14800	Paul Bishop	8.60	\$ 6,923.00	To Don Mills, multiple calls and emails re critical suppliers, calls and emails regarding NDA and SISP, review of report, status update with FTI team
01/18/10	14856	Steven Bissell	9.50	\$ 6,460.00	Status update calls and planning with FTI LP team. Review of pre-filing cheque requests. Review, analysis and discussions regarding critical supplier payments [REDACTED]
01/19/10	14800	Paul Bishop	8.10	\$ 6,520.50	Status call with Osiers and company, meet with FTI team regarding suppliers, leases, repudiations etc, finalize report for circulation, multiple calls and emails, review of proxies received, calls with monitor counsel, review of NDA amendments
01/19/10	15532	Jodi Porepa	8.50	\$ 4,675.00	Conference call with Osiers and Carwest to touch base. Follow up with suppliers. Reviewing proxies received and updating claims register.
01/19/10	14888	Pamela Luthra	11.40	\$ 5,700.00	Responding to Monitor's Hotline and e-mails, Status Call with Osiers
01/20/10	14888	Pamela Luthra	12.20	\$ 6,100.00	Responding to Monitor's Hotline, Status call with Carwest Business Services, Log of updated credit terms
01/20/10	15532	Jodi Porepa	11.00	\$ 6,050.00	Reviewing proxies. Discussions with SBissell. Conference call with LMcleod in respect of critical suppliers. Touching base with FTI team.
01/20/10	14800	Paul Bishop	7.90	\$ 6,359.50	Update call with company A&M and CRA, multiple calls and emails, call with RBC, review of proxies email to AKent regarding same, final report, [REDACTED], call to ML regarding same, review of proxy summary email to GColter regarding same, call with MWasserma and DMackKenzie.
01/20/10	14856	Steven Bissell	10.50	\$ 7,140.00	Meetings with FTI LP team regarding deliverables and priorities. Review of pre filing cheque requests. Discussions and follow-up regarding critical suppliers including [REDACTED] among others. Call with ACobb (Osler).
01/20/10	15273	Ana Arevalo	1.00	\$ 110.00	Preparing draft invoice for period ending January 17, 2010.
01/21/10	15273	Ana Arevalo	1.00	\$ 110.00	Updating and finalizing bill for period ending January 17, 2010.
01/21/10	14856	Steven Bissell	9.00	\$ 6,120.00	Review of the first report of the Monitor. Call with [REDACTED] regarding treatment of certain suppliers. Discussions with [REDACTED] regarding FPInfomart.ca and treatment of content providers. Call with DLamb and LMcleod regarding critical suppliers.
01/21/10	14800	Paul Bishop	7.10	\$ 5,715.50	To Don Mills to meet with DLamb regarding supplier issues, and other finance related matters, multiple calls and emails regarding NDA review changes to same, review of Edmonton Lease issue and other lease questions, commence out line of report, calls with counsel.
01/21/10	14888	Pamela Luthra	11.60	\$ 5,800.00	Review of freelancer payments, Responding to Monitor's Hotline and e-mails
01/21/10	15532	Jodi Porepa	10.10	\$ 5,555.00	Discussions with suppliers. Updating claims register. Reviewing list of freelancers and contractors. Discussions with Carwest in respect of suppliers.
01/22/10	15532	Jodi Porepa	9.80	\$ 5,390.00	Conference call with Corporate Finance Group. Review of contractors. Returning phone calls. Weekly update call with Osiers and Company. Reviewing variance analysis and providing comments to BTcoombs. Updating and maintaining claims register.
01/22/10	14888	Pamela Luthra	8.10	\$ 4,050.00	Responding to Monitor's Hotline and E-mails, Osiers status call, Review of freelancer balances
01/22/10	14800	Paul Bishop	7.40	\$ 5,957.00	Conference call for SISP update, conference call with company and finance staff regarding supplier and other issues, update conference call with Osiers and company, preparation for these meetings, multiple calls and emails, review of amendments to NDA's call regarding same.
01/22/10	14856	Steven Bissell	7.50	\$ 5,100.00	Internal meeting regarding critical supplier payments, revenue sharing agreements and request to lift stay for insured claims. Discussions with PBrennan regarding Impritech. Conference call with LP finance teams regarding status of critical suppliers. Update call
01/22/10	15273	Ana Arevalo	0.70	\$ 77.00	Updating and finalizing invoice for period ending January 17, 2010.
01/23/10	14800	Paul Bishop	1.30	\$ 1,046.50	Review of correspondence, commence report draft
01/23/10	14888	Pamela Luthra	2.60	\$ 1,300.00	Review of freelancer outstanding balances
01/24/10	14800	Paul Bishop	1.20	\$ 966.00	Review of correspondence and suggested amendments to NDA
GRAND TOTAL			187.90	\$ 114,635.00	





Mr. Doug Lamb
Canwest Limited Partnership
1450 Don Mills Road
Don Mills, ON M3B 2X7

Invoice # 7224682
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Standard		Amount
	Hours	Rates	
Paul Bishop	45.60	805	36,708.00
Steven Bissell	48.60	680	33,048.00
Jodi Porepa	59.30	550	32,615.00
Pamela Luthra	61.70	500	30,850.00
Ana Arevalo	1.60	110	176.00
Total Hours and Fees	216.80		\$ 133,397.00
Expenses			
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			-
Total Expenses			\$ -
Total Fees and Expenses			\$ 133,397.00
5% GST #835718024RT0001			6,669.85
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 140,066.85

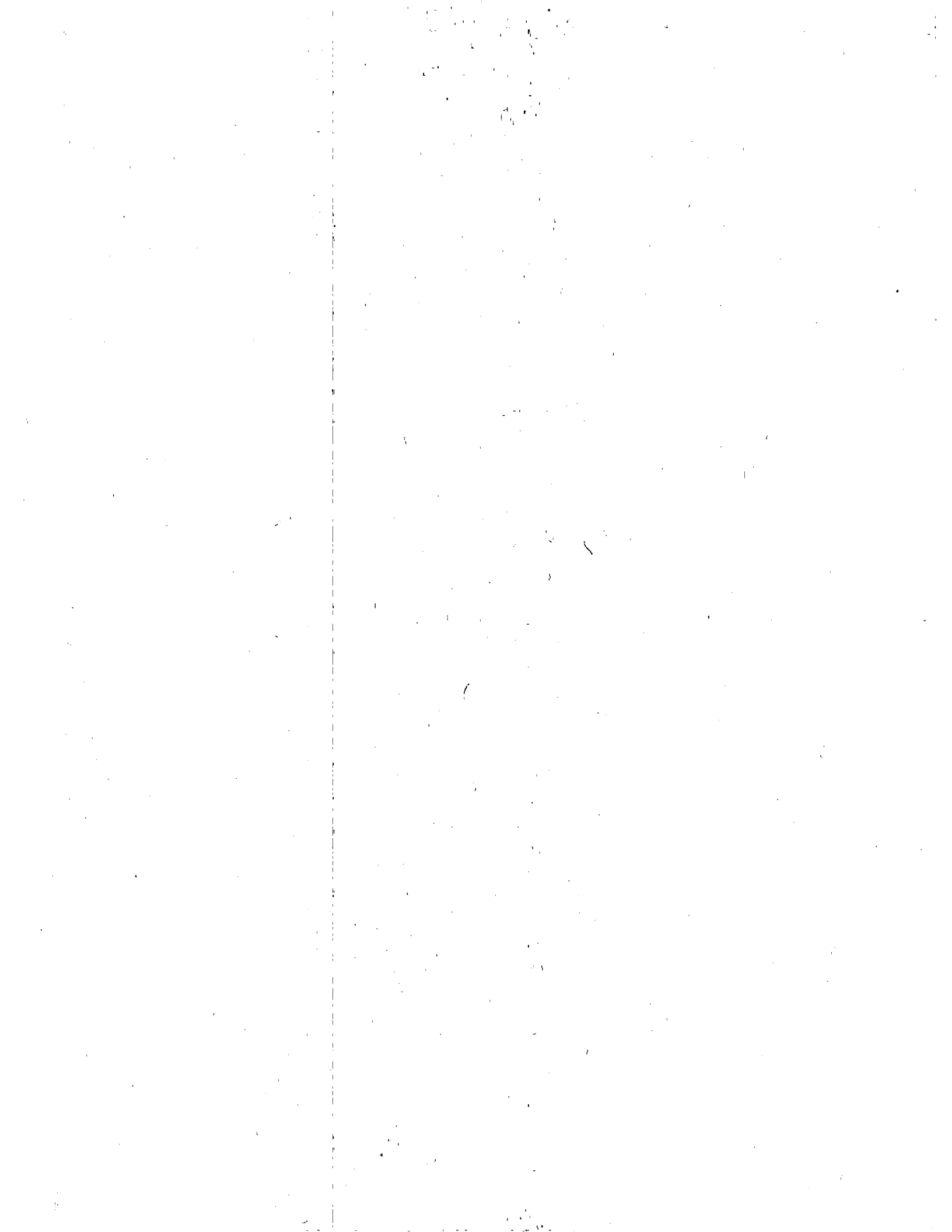
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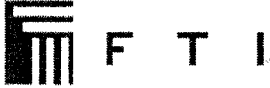
Bank Name: Bank of Nova Scotia
Scotia Plaza, 44 King Street West
Toronto, ONT M5H 1H1
SWIFT Code: NOSCCATT
Bank Number: 002
Beneficiary name: FTI Consulting Canada, Inc.
Beneficiary Account Number: 476960861715
GST #: 835718024RT0001

Please Reference Matter # 012660.0008 and invoice # 7224682 in your remittance.

Canwest Limited Partnership
012660.0008 - January 31, 2010
Invoice # 7224682

Date	TK#	Name	Hours	Amount	Narrative
01/25/10	14800	Paul Bishop	8.30	\$ 6,681.50	Call with Banks and RBC regarding SISP, call with Stikemans regarding various outstanding items, call with RBC regarding NDA's review of status of same, preparation for calls. Review of DIP docs, review of court report, multiple calls and emails.
01/25/10	14888	Pamela Luthra	13.30	\$ 6,650.00	Review of outstanding amounts relating to freelancers, cash flow meeting, meeting with Stikemans, responding to the Monitor's hotline
01/25/10	14856	Steven Bissell	8.50	\$ 5,780.00	Email relating treatment of critical contractors. Discussions regarding [REDACTED]. Discussions with FTI team regarding updating weekly cash flow forecast. Review of SISP process documents. On-going analysis, discussions and approvals/rejections of pre-filing payables.
01/25/10	15532	Jodi Porepa	13.50	\$ 7,425.00	Updating Claims Register. Reviewing and drafting 2nd court report. Reviewing BToombs' variance analysis. Meeting to discuss Cash flow forecast for next court report. Conference call with Stikemans.
01/26/10	15532	Jodi Porepa	13.00	\$ 7,150.00	Revising court report. Working on Claims Register.
01/26/10	14856	Steven Bissell	8.80	\$ 5,984.00	Review and comments on Strike affidavit for stay extension hearing. Call regarding treatment of certain freelancers' pre-filing payments. Discussions regarding [REDACTED] and other payments to pre-filing suppliers. Discussions with [REDACTED] regarding [REDACTED]
01/26/10	14888	Pamela Luthra	15.20	\$ 7,600.00	Review of outstanding balances relating to freelancers, Review of cash flow forecast, Monitor's report
01/26/10	14800	Paul Bishop	9.30	\$ 7,486.50	To Don Mills meeting with DSkulsky regarding labour issues, call with Osiers regarding various matters, credit bid proxy review, report draft, multiple calls and emails
01/27/10	14800	Paul Bishop	8.60	\$ 6,923.00	Creditor vote meeting, preparation for same, review of bond material, review and re-draft report, calls with counsel, multiple calls and emails
01/27/10	14888	Pamela Luthra	13.40	\$ 6,700.00	Creditor's meeting and preparation, responding to Monitor's hotline, review of cash flow forecast, bridge analysis
01/27/10	14856	Steven Bissell	11.00	\$ 7,480.00	Review and comments on revised DIP documents. Review and comments on pre- and postfiling disbursements. Review and comments on Critical Contractor list. Call with LMcLeod regarding Critical Contractors list. Review and comments on Monitor's second report.
01/27/10	15532	Jodi Porepa	12.70	\$ 6,985.00	Prepare for and attend creditor meeting. Revise court report. Consolidate comments from FTI regarding court report. Discussions with Stikemans regarding Court Report. Review of variance analysis.
01/27/10	15273	Ana Arevalo	1.00	\$ 110.00	Preparing invoice for period ending January 24, 2010.
01/28/10	15532	Jodi Porepa	9.50	\$ 5,225.00	Provide comments on court report. Prepare scrutineer reports. Review motion materials. Conference Call with Osiers, FTI and Stikemans regarding SISP. Preparing/reviewing contract repudiation protocol. Returning phone calls to suppliers.
01/28/10	14856	Steven Bissell	10.00	\$ 6,800.00	Call with DLamb regarding DIP agreement of Senior Lenders. Call with WCable and DKoo regarding treatment of FPinfomart.ca suppliers. [REDACTED] Internal call regarding Ad Hoc motion. Meeting with Stikemans and Davies re: Ad Hoc Motion.
01/28/10	14888	Pamela Luthra	11.20	\$ 5,600.00	Review of cash flow forecast, Responding to Monitor's hotline, call with A&M, review of outstanding balances relating to freelancers, obtaining pension plan information for the Superintendent of Bankruptcy
01/28/10	14800	Paul Bishop	6.20	\$ 4,991.00	Calls with counsel and company regarding bond motion, call with DSkulsky regarding SISP, review and re-draft report, Multiple calls and emails regarding bond motion, review of same.
01/29/10	14800	Paul Bishop	9.60	\$ 7,728.00	Conference call regarding SISP with RBC, A&M, conference calls with counsel (Osiers, Stikemans, Davies, McMillan) regarding bond motion, conference call with MAbbot and DM regarding bonds, final report.
01/29/10	14888	Pamela Luthra	8.60	\$ 4,300.00	Responding to the Monitor's hotline, obtaining pension plan information for the Superintendent of Bankruptcy, cash flow forecast discussions
01/29/10	14856	Steven Bissell	10.30	\$ 7,004.00	Correspondence regarding critical suppliers, contractors and other CCAA items. Review of Davies' motion materials (Hootnick affidavit, Ted Lodge affidavit). Meeting with Osier, McMillan, Stikemans and Davies regarding Ad Hoc Committee. LP Support Agreement reporting on critical suppliers.
01/29/10	15532	Jodi Porepa	9.00	\$ 4,950.00	Conference call with Osiers and Stikemans. Conference call with Osiers, Stikemans, McMillan and bond holders. Reviewing bondholder documents. Reviewing DIP documents.
01/29/10	15273	Ana Arevalo	0.60	\$ 66.00	Updated draft invoice for period ending January 24, 2010.
01/30/10	14800	Paul Bishop	1.70	\$ 1,368.50	Agreement with bonds on SISP process, documentation of same
01/31/10	14800	Paul Bishop	1.90	\$ 1,528.50	Completion of SISP amendments
01/31/10	15532	Jodi Porepa	1.60	\$ 880.00	Read through bondholder motion material. Read through Agert motion material.
GRAND TOTAL			216.90	\$ 133,397.00	





Mr. Doug Lamb
Canwest Limited Partnership
1450 Don Mills Road
Don Mills, ON M3B 2X7

Invoice # 7224798
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Hours	Standard Rates	Amount
Paul Bishop	46.80	805	37,674.00
Steven Bissell	26.10	680	17,748.00
Jodi Porepa	39.90	550	21,945.00
Pamela Luthra	56.10	500	28,050.00
Ivan Gonzalez	0.40	295	118.00
Ana Arevalo	0.70	110	77.00
Total Hours and Fees	170.00		\$ 105,612.00
Expenses			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			20.90
Taxi			207.00
Mileage			110.40
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			-
Miscellaneous Expenses			-
Total Expenses			\$ 338.30
Total Fees and Expenses			\$ 105,950.30
5% GST #835718024RT0001			5,297.52
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 111,247.82

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
GST #: 835718024RT0001

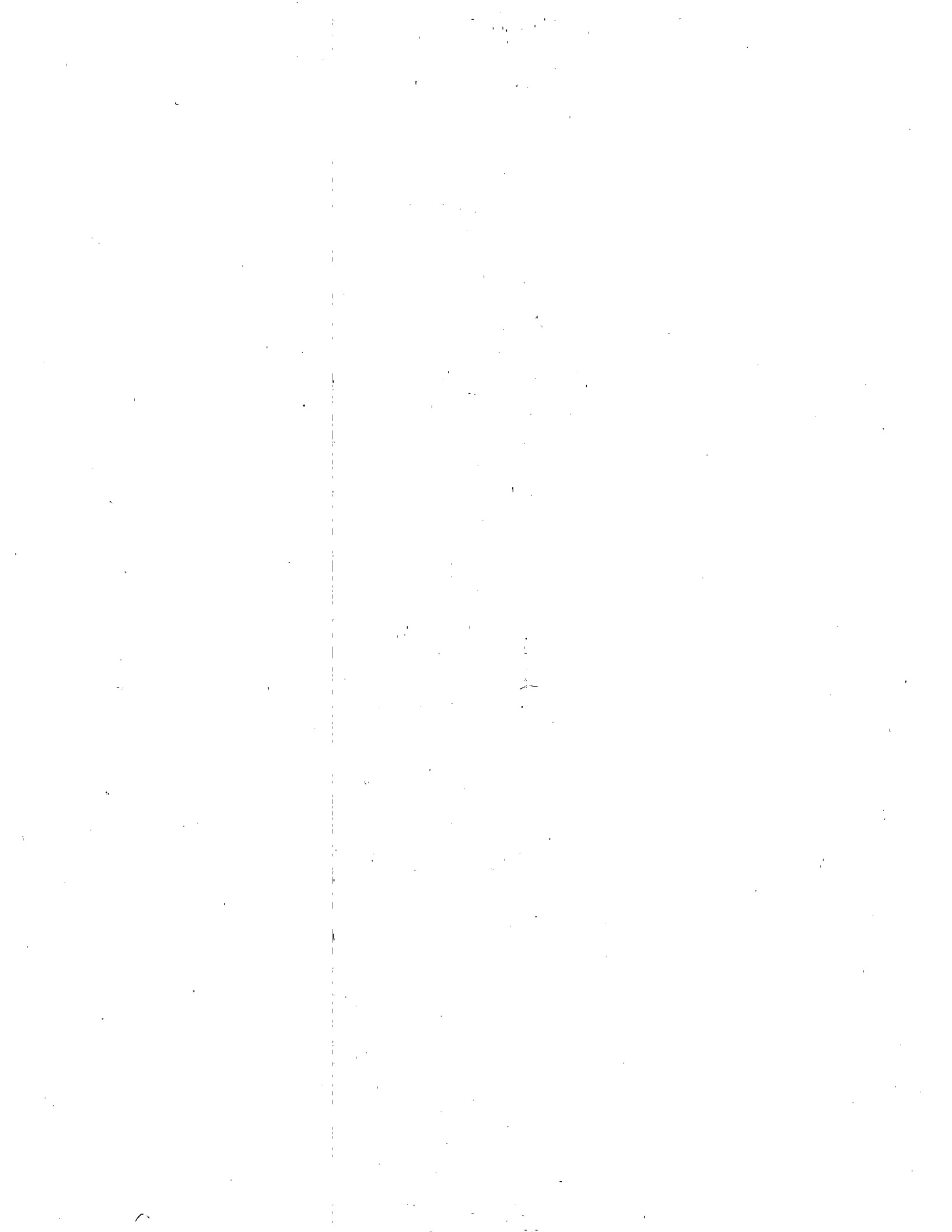
Please Reference Matter # 012660.0008 and invoice # 7224798 in your remittance.

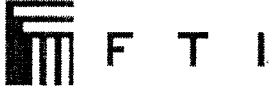
Canwest Limited Partnership
012660.0008 - February 7, 2010
Invoice # 7224798

Date	TK#	Name	Hours	Amount	Narrative
02/01/10	14800	Paul Bishop	9.20	\$ 7,406.00	Multiple calls and emails regarding NDA's, review of NDA's, call with Stikemans regarding various legal issues, calls with RBC regarding SISP, call with Stikemans regarding SISP, calls with Oslers regarding SISP, review of distribution matter, call with A&M regarding SISP.
02/01/10	15532	Jodi Porepa	9.00	\$ 4,950.00	Conference call with Stikemans. Discussions with newspaper staff regarding individual case pre-filing payments. Review of motion materials.
02/01/10	14856	Steven Bissell	5.30	\$ 3,604.00	Internal strategy meetings and discussions. Status call with LMcLeod and AManagre regarding freelancers and contractors for critical supplier payments. Analysis and discussions on regarding critical suppliers including [REDACTED]
02/01/10	14888	Pamela Luthra	15.60	\$ 7,800.00	Call to discuss treatment of freelancers and contractors, update call with legal counsel, maintenance of Monitor's website, responding to calls/e-mails to the Monitor's hotline, review of National Post cash flow projections
02/01/10	4732	Ivan Gonzalez	0.20	\$ 59.00	Upload and display 2nd Report of the monitor to CLP site
02/02/10	14888	Pamela Luthra	11.90	\$ 5,950.00	Responding to calls/e-mails to the Monitor's hotline, review of National Post cash flow forecast, update call with Oslers, obtaining pension plan information for the OSB, maintenance of the Monitor's website
02/02/10	14856	Steven Bissell	9.80	\$ 6,664.00	Review of Justice Peppal decision regarding initial order in preparation for Tuesday Court hearing regarding extension. Review of pre-filing payment requests. Attendance at Canwest LP extension hearing. Review of borrowing base calculation. Review of court motion materials.
02/02/10	15532	Jodi Porepa	9.50	\$ 5,225.00	Conference call with Oslers, Stikemans, Company. Discussions with BToombs. Discussions with CBarnard. Review of material filed with courts. Discussions with DLamb regarding distributions.
02/02/10	14800	Paul Bishop	9.20	\$ 7,406.00	Multiple calls and emails regarding SISP and NDA's, review multiple amendments to SISP, appearance in court, meeting with GColter, TO'Sullivan, DByers regarding distribution claim, calls with RBC regarding SISP, update call with Oslers regarding various legal issues.
02/02/10	4732	Ivan Gonzalez	0.20	\$ 59.00	Created a new motion section for Representation Motion Record of the CanWest Salaried Employees and Retirees Group January 31, 2010. Uploaded the motion and displayed in the new section
02/03/10	14800	Paul Bishop	9.40	\$ 7,567.00	Call with RGrudzinski regarding [REDACTED] conference call with DSkulsky, DLamb, GColter and Reynolds. Multiple calls and emails, review of amended NDA's review of DIP final agreement, review of critical suppliers and related report
02/03/10	15532	Jodi Porepa	9.40	\$ 5,170.00	Review post filing payments. Review variance analysis. Review financial statements and Management Operating Reports. Review partnership agreement.
02/03/10	14856	Steven Bissell	7.00	\$ 4,760.00	Review of SERA rep counsel motion. Financial/operational update call with LP and its financial and other advisors. Call with LMcLeod regarding critical suppliers. Call with [REDACTED] Call with EAmunds
02/03/10	14888	Pamela Luthra	11.10	\$ 5,550.00	Review of National Post cash flow forecast, maintenance of Monitor's website, review of amendments to the intercompany loan agreement, critical supplier calls, responding to calls/e-mails to the Monitor's hotline
02/04/10	14888	Pamela Luthra	10.40	\$ 5,200.00	Responding to calls/e-mails to the Monitor's hotline, review of variance reporting, maintenance of the Monitor's website
02/04/10	15532	Jodi Porepa	5.50	\$ 3,025.00	Discussion with DLamb regarding distributions. Reviewing Management Operating Report. Discussions with BToombs regarding variance analysis. Review of information requested by OSB.
02/04/10	14800	Paul Bishop	7.70	\$ 6,198.50	Multiple calls and emails regarding SISP, review and approval of National Post loan agreement amendment, review and approval of NDA amendments.
02/04/10	15273	Ana Arevalo	0.70	\$ 77.00	Preparing draft invoice for period ending January 31, 2010.
02/05/10	14800	Paul Bishop	7.90	\$ 6,359.50	Call with A&M regarding SISP and preparation for same, call with company and counsel regarding various update matters and preparation for same, call with MVasserman regarding RLeipsic request for updates, multiple calls and emails, review of cash flow variances and review of critical supplier issues

Canwest Limited Partnership
012660.0008 - February 7, 2010
Invoice # 7224798

Date	TK#	Name	Hours	Amount	Narrative
02/05/10	15532	Jodi Porepa	6.50	\$ 3,575.00	Conference call with Oslers and Company to touch base and go over pending issues. Conference call regarding status of DIP sheet. Review of Management Operating Results. Discussions with Stikemans regarding distributions. Review of repudiation protocol. Review of repudiation summary provided
02/05/10	14856	Steven Bissell	4.00	\$ 2,720.00	Analysis and discussions regarding critical suppliers including [REDACTED]. Call with [REDACTED]. Call with [REDACTED]. Discussions with DLamb [REDACTED]
02/05/10	14888	Pamela Luthra	7.10	\$ 3,550.00	Update call with Oslers, responding to calls/e-mails to the Monitor's hotline, coordination of pension plan information for the OSB, critical supplier discussions
02/06/10	14800	Paul Bishop	2.20	\$ 1,771.00	Correspondence review and catch up, review NDA status
02/07/10	14800	Paul Bishop	1.20	\$ 966.00	[REDACTED]
GRAND TOTAL			170.00	\$ 105,612.00	





Mr. Doug Lamb
Canwest Limited Partnership
1450 Don Mills Road
Don Mills, ON M3B 2X7

Invoice # 7227049
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Hours	Standard Rates	Amount
Paul Bishop	83.50	805	67,217.50
Steven Bissell	43.90	680	29,852.00
Jodi Porepa	70.90	550	38,995.00
Pamela Luthra	72.90	500	36,450.00
Ana Arevalo	2.70	110	297.00
Total Hours and Fees	273.90		\$ 172,811.50
Expenses			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			29.10
Taxi			163.09
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			-
Miscellaneous Expenses			-
Total Expenses			\$ 192.19
Total Fees and Expenses			\$ 173,003.69
5% GST #835718024RT0001			8,650.18
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 181,653.87

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
GST #: 835718024RT0001

Please Reference Matter # 012660.0008 and invoice # 7227049 in your remittance.

Canwest Limited Partnership
012660.0008 - February 14, 2010
Invoice # 7227049

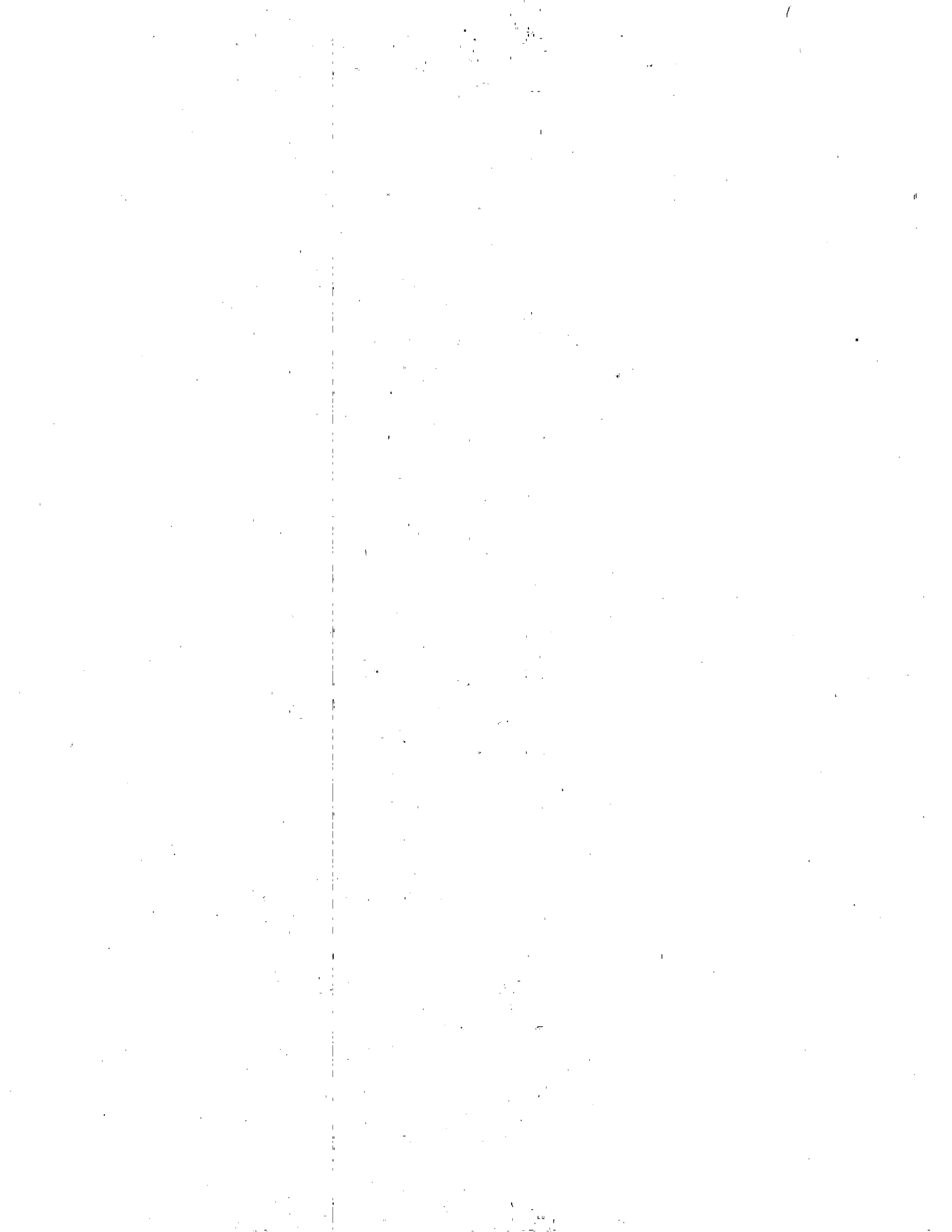
Date	TK#	Name	Hours	Amount	Narrative
02/08/10	14800	Paul Bishop	9.60	\$ 7,728.00	Conference call with Special Committee, Conference call with Steering Committee, Conference call regarding broadcast transitions, Conference call regarding SISP, Conference call with Stikemans, further conference call with Oslers, Stikemans and RBC regarding SISP, preparation for all these calls. Read claim regarding distributions.
02/08/10	14856	Steven Bissell	7.00	\$ 4,760.00	Email correspondence, review and comments regarding: pre-filing payment request. Discussions and analysis regarding: [REDACTED]. Internal discussion and updates regarding cash flow reporting and freelancer approvals. Review of BNS claim.
02/08/10	14888	Pamela Luthra	10.70	\$ 5,350.00	Review of freelancer balances, responding to the Monitor's Hotline, status call with legal counsel, maintenance of updated credit terms log
02/08/10	15273	Ana Arevalo	0.50	\$ 55.00	Finalizing invoice for period ending January 31, 2010.
02/08/10	15532	Jodi Porepa	9.80	\$ 5,390.00	Conference call with Stikemans. Review quarterly financials. Discussions with DLamb and BToombs. Review claims material.
02/09/10	15532	Jodi Porepa	9.60	\$ 5,280.00	Review of quarterly financials in respect of distribution claim. Discussions with Stikemans regarding solvency definition. Discussions with LP CRA and Stikemans regarding distribution claim. Review of correspondence in respect of claim.
02/09/10	15273	Ana Arevalo	1.50	\$ 165.00	Preparing and finalizing invoice for period ending February 7, 2010.
02/09/10	14888	Pamela Luthra	9.10	\$ 4,550.00	Review of freelancer balances, responding to the Monitor's Hotline, status call with legal counsel, critical supplier analysis
02/09/10	14856	Steven Bissell	7.30	\$ 4,964.00	Discussions with [REDACTED]. Review of [REDACTED]. Call with [REDACTED]. Review of various filing and other transaction documents.
02/09/10	14800	Paul Bishop	10.90	\$ 8,774.50	Conference call regarding distributions, Conference call with company regarding various matters, follow up calls with Oslers and GColter regarding distributions, review of claim and defense, review of financial information and document request, draft email response to [REDACTED]
02/10/10	14800	Paul Bishop	7.30	\$ 5,876.50	Review of revised NDA's phone calls regarding same, Conference call with RLeipsic and RRichard regarding transition, preparation for same, Canwest Business Services retention considerations, multiple calls and emails.
02/10/10	14888	Pamela Luthra	7.50	\$ 3,750.00	Review of freelancer balances, responding to the Monitor's Hotline, review of reporting requirements
02/10/10	14856	Steven Bissell	5.00	\$ 3,400.00	Review and comments regarding distribution analysis prepared by JPorepa. Review of January 2010 financial results. Internal discussions with regarding FTI deliverables and next steps. Review and comments on pre-filing payment requests.
02/10/10	15532	Jodi Porepa	9.00	\$ 4,950.00	Review of distributions. Reviewing variance analysis. Reviewing post filing payments.
02/11/10	15532	Jodi Porepa	6.20	\$ 3,410.00	Review of documents. preparing financial info for distributions. Discussions with Beth regarding repudiations. Dealing with GST issue.
02/11/10	14888	Pamela Luthra	10.10	\$ 5,050.00	Review of freelancer balances, responding to the Monitor's Hotline, website maintenance, review of National Post reporting requirements.
02/11/10	14856	Steven Bissell	5.80	\$ 3,944.00	Review of project timeline prepared by BStedman. Financial update call with LP Senior Executives, A&M, Gary Colter and FTI. Preparation of LP Support Agreement reporting regarding critical suppliers. Discussions with RPhilipose and DKoo regarding critical suppliers.
02/11/10	14800	Paul Bishop	8.10	\$ 6,520.50	Review of [REDACTED], review of lift stay request call with Company, CRA and A&M, review of NDA's calls regarding same, review of distribution data and calls regarding same, Multiple calls and emails
02/12/10	14800	Paul Bishop	8.40	\$ 6,762.00	Multiple calls and emails regarding NDA's, review of revised documents, lift stay document, calls with A&M preparation for same, calls with Oslers and company regarding various matters, calls with Oslers and Stikemans

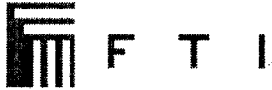
Canwest Limited Partnership
012660.0008 - February 14, 2010
Invoice # 7227049

Date	TK#	Name	Hours	Amount	Narrative
02/12/10	14856	Steven Bissell	2.80	\$ 1,904.00	Review and comments on pre-filing payment requests. Review of ██████████ and associated pre-filing payable. Internal discussions regarding same. SISP update call with RBC, A&M and FTI. Further analysis and discussions.
02/12/10	15532	Jodi Porepa	6.30	\$ 3,465.00	██████████. Conference call with Oslers and Company to touch base.
02/13/10	14800	Paul Bishop	2.30	\$ 1,851.50	Call with company & counsel regarding NDA, review of documents, multiple emails
02/14/10	14800	Paul Bishop	0.90	\$ 724.50	Email correspondence regarding NDA
02/15/10	14800	Paul Bishop	2.30	\$ 1,851.50	NDA matters, review of results of distribution data
02/16/10	14800	Paul Bishop	7.90	\$ 6,359.50	Conference calls regarding NDA, Conference call with company and Oslers regarding ██████████ employees and other issues, Conference call with Stikemans regarding report, employee, land transfers, legal claims and other issues. 9 pm call with Oslers regarding employee issues, commence outline of court report.
02/16/10	14856	Steven Bissell	8.00	\$ 5,440.00	Review of pre-filing payment requests and email correspondence regarding critical suppliers. Internal discussions regarding status of SISP. Discussions with LMcleod regarding critical supplier payments. Review of final Acquisition and Assumption Agreement.
02/16/10	14888	Pamela Luthra	10.50	\$ 5,250.00	Responding to the hotline, website maintenance, critical supplier follow-up, Oslers status call, Stikemans status call, Third Report of the Monitor
02/16/10	15532	Jodi Porepa	9.00	\$ 4,950.00	Drafting memo for ongoing litigation. Dealing ██████████. Following up with Stikemans. Following up with Oslers. Conference call with Oslers. Conference call with Stikemans. Reviewing post-filing payments.
02/17/10	15532	Jodi Porepa	8.00	\$ 4,400.00	Reviewing draft of Court Report. Reviewing variance analysis. Reviewing post filing payments. Conference call regarding update status of company. Discussions with BToombs in respect of repudiations. Discussions with Stikemans regarding court report.
02/17/10	14888	Pamela Luthra	9.10	\$ 4,550.00	Third report of the Monitor, review of reporting requirements, maintenance of the website, review of D&O certificates, update call
02/17/10	14856	Steven Bissell	8.00	\$ 5,440.00	Call with MHall regarding ██████████ retention payments. preparation of Canwest Business Services retention payment Confidential support schedule for Monitor's Third report. Call with Osler and MHall regarding affidavit of DLamb for the Monitor's Third report.
02/17/10	15273	Ana Arevalo	0.70	\$ 77.00	Preparing draft invoice for period ending February 14, 2010.
02/17/10	14800	Paul Bishop	7.90	\$ 6,359.50	To Don mills to meet with DLamb and DSKulsky, weekly update call. Multiple calls with Oslers regarding ██████████, business case for reach deal, call with Stikemans regarding report, calls with ██████████ review of results and information provided by DSKulsky.
02/18/10	14800	Paul Bishop	7.20	\$ 5,796.00	Finalize report, calls with counsel and company regarding SISP, review bid letter, comment on same Conference call with Stikemans regarding bid letter, review of critical suppliers, review of ██████████ multiple calls and emails
02/18/10	14888	Pamela Luthra	8.90	\$ 4,450.00	Review of ██████████ responding to Monitor's hotline, review of D&O certificates
02/18/10	15532	Jodi Porepa	6.70	\$ 3,685.00	Review of court report. Review of hedging claims. Review of ██████████ and drafting letter to Confirm claim amounts. Reviewing post-filing disbursements. Reviewing rep counsel motions and draft Monitor's Court Report.
02/19/10	15532	Jodi Porepa	6.30	\$ 3,465.00	Discussions with DLamb. Conference call with Oslers and Company. Conference call with AManaigre. Discussions with FTI and Canwest regarding ██████████
02/19/10	14888	Pamela Luthra	7.00	\$ 3,500.00	Responding to the Monitor's hotline, Osler status call, review of freelancer payments
02/19/10	14800	Paul Bishop	6.50	\$ 5,232.50	Calls with counsel and company regarding ██████████ and other employee issues, emails and correspondence regarding critical suppliers, review of union request regarding guarantee of severance, review of order regarding ██████████ review of ██████████ multiple calls and e-mails.

Canwest Limited Partnership
012660.0008 - February 14, 2010
Invoice # 7227049

Date	TK#	Name	Hours	Amount	Narrative
02/20/10	14800	Paul Bishop	2.10	\$ 1,690.50	Review emails and correspondence, [REDACTED]
02/21/10	14800	Paul Bishop	2.10	\$ 1,690.50	Correspondence and emails, [REDACTED] and financial information for SISP
GRAND TOTAL			273.90	\$ 172,811.50	





Mr. Doug Lamb
Canwest Limited Partnership
1450 Don Mills Road
Don Mills, ON M3B 2X7

Invoice # 7228491
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Hours	Standard Rates	Amount
Paul Bishop	119.70	805	96,358.50
Steven Bissell	55.60	680	37,808.00
Jodi Porepa	88.20	550	48,510.00
Pamela Luthra	71.60	500	35,800.00
Ivan Gonzalez	1.00	295	295.00
Ana Arevalo	1.70	110	187.00
Total Hours and Fees	337.80		\$ 218,958.50
Expenses			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			630.77
Mileage			184.00
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			-
Miscellaneous Expenses			-
Total Expenses			\$ 814.77
Total Fees and Expenses			\$ 219,773.27
5% GST #835718024RT0001			10,988.67
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 230,761.94

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
GST #: 835718024RT0001

Please Reference Matter # 012660.0008 and invoice # 7228491 in your remittance.

Canwest Limited Partnership
012660.0008 - March 7, 2010
Invoice # 7228491

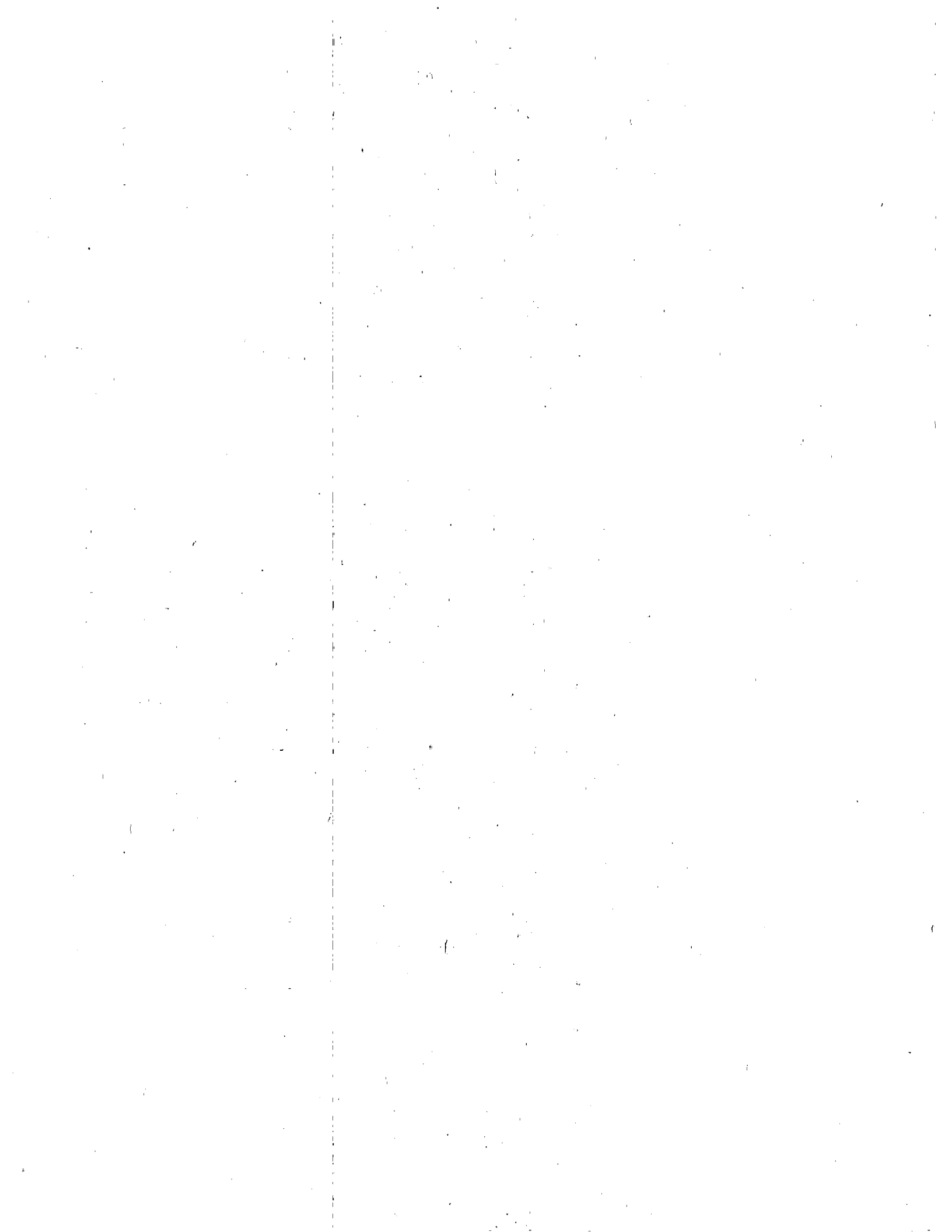
Date	TK#	Name	Hours	Amount	Narrative
02/22/10	14800	Paul Bishop	7.90	\$ 6,359.50	Court regarding rep counsel. Conference call with RBC regarding investment process, conference call with RBC regarding January results, conference call with Stikemans regarding various matters, conference call with RBC and Steering Committee regarding SISF, commence review of memo regarding distributions.
02/22/10	14888	Pamela Luthra	8.90	\$ 4,450.00	Website maintenance, conference call with Stikemans, responding to the Monitor's hotline and e-mails.
02/22/10	14856	Steven Bissell	7.50	\$ 5,100.00	Review and discussions regarding critical suppliers. conference call with LMcleod, RPhillipose, DKoo. Review and comments regarding transition memo (New Shared Services Agreement). Review of January financial results.
02/22/10	15532	Jodi Porepa	9.50	\$ 5,225.00	Attendance in court for February 22 motion. Review of email correspondence with CBarnard. Review emails received. [REDACTED]
02/22/10	4732	Ivan Gonzalez	1.00	\$ 295.00	Removed text from Status section. Created new motion section Factum of the CanWest Salaried Employees and Retirees Group, Returnable February 22, 2010 and added document to that section.
02/23/10	15532	Jodi Porepa	7.50	\$ 4,125.00	Review of Stikemans memo regarding distributions. Review Oslers memo regarding D&O liabilities.
02/23/10	14856	Steven Bissell	9.00	\$ 6,120.00	Conference call with [REDACTED]. Update call with LP management, Osler, GColter and FTI. Update of professional fees schedule and circulation of actual results to conference call participants. Review of updated SISF.
02/23/10	14888	Pamela Luthra	7.40	\$ 3,700.00	Responding to the Monitor's hotline and e-mails, Oslers status call, review of reporting requirements, review of D&O certificates.
02/23/10	14800	Paul Bishop	9.30	\$ 7,486.50	Weekly call with company, CRA and A&M. Status call with Oslers. Read reviewed and commented on legal issues memo. Review of affidavit regarding retention. Multiple calls and emails.
02/24/10	14800	Paul Bishop	10.20	\$ 8,211.00	Call with RBC & Oslers regarding [REDACTED] call with Stikemans regarding multiple issues, draft response regarding SISF, multiple phone calls regarding SISF, multiple phone calls regarding directors, and senior employees. Calls regarding motion regarding employees, review of affidavit, Multiple calls and emails.
02/24/10	14888	Pamela Luthra	5.10	\$ 2,550.00	Call with Stikemans, responding to the Monitor's hotline and e-mails, review of D&O certificates.
02/24/10	14856	Steven Bissell	5.50	\$ 3,740.00	Review and comments regarding Osler Canwest Business Services retention payment affidavit. Conference call with Stikemans regarding Canwest Business Services. Review of pre-filing check run request. Discussions with LMcleod regarding critical suppliers (timing and amount of future payments).
02/24/10	15532	Jodi Porepa	7.00	\$ 3,850.00	Review of variance analysis. Conference call regarding Monday motion. Review of transition agreement overview. Reviewing post filing payments. Reviewing email communication. Update call with Stikemans. Discussions regarding GST issue.
02/24/10	15273	Ana Arevalo	0.70	\$ 77.00	Preparing draft invoice for period ending February 21, 2010.
02/25/10	15273	Ana Arevalo	1.00	\$ 110.00	Finalizing invoice for period ending February 21, 2010.
02/25/10	15532	Jodi Porepa	8.50	\$ 4,675.00	Conference call in respect of sales process. Review of D&O support. Review of March 2 motion material. Review of January MOR. [REDACTED]
02/25/10	14856	Steven Bissell	1.00	\$ 680.00	Review of actual vs. budget cash flow results. Internal discussions regarding detailed assessment of variances.
02/25/10	14888	Pamela Luthra	5.20	\$ 2,600.00	Responding to the Monitor's hotline and e-mails, budget to actual analysis.
02/25/10	14800	Paul Bishop	10.30	\$ 8,291.50	Meeting [REDACTED] and preparation for same, conference call with chairman and others regarding senior management, Calls with DSkulsky, multiple calls and emails regarding NDA's, draft email response to AKent regarding SISF, calls and emails regarding the same, review of MIP and possible additions.

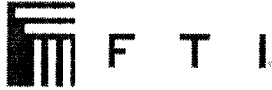
Canwest Limited Partnership
012660.0008 - March 7, 2010
Invoice # 7228491

Date	TK#	Name	Hours	Amount	Narrative
02/26/10	14800	Paul Bishop	9.10	\$ 7,325.50	Conference calls regarding senior management, conference call with A&M regarding SISP. Multiple calls and emails regarding NDA's review of correspondence regarding the same, review of updated financial statements, review of communication regarding the same, status update call, calls with DLamb regarding enhanced retention, internal calls regarding the same.
02/26/10	14888	Pamela Luthra	4.20	\$ 2,100.00	Responding to the Monitor's hotline and e-mails, review of D&O certificates, budget to actual analysis.
02/26/10	14856	Steven Bissell	7.00	\$ 4,760.00	Preparation of revised MIP assumptions and support schedule. Review of cash flow reporting. Review of D&O liability estimates.
02/26/10	15532	Jodi Porepa	8.00	\$ 4,400.00	Conference call with professionals. Update call with Company and Oslers. Reviewing distributions memo. [REDACTED]
02/27/10	14800	Paul Bishop	3.20	\$ 2,576.00	Call with MWasserma n and GColter regarding senior management, preparation for the same, read and review credit bid document analysis, multiple emails.
02/28/10	14800	Paul Bishop	3.70	\$ 2,978.50	Multiple emails regarding [REDACTED] review of draft letter regarding the same, conference call regarding the same, conference call with [REDACTED].
03/01/10	14800	Paul Bishop	9.30	\$ 7,486.50	Attend premises Call with Chair and others regarding senior management, multiple phone calls and emails regarding the same, conference calls with counsel regarding various, review of multiple NDA's calls with CRA, meeting with counsel.
03/01/10	14888	Pamela Luthra	7.10	\$ 3,550.00	Responding to the Monitor's hotline and e-mails, call with RBC, update call with Stikemans, Forecast vs. Actual analysis, review of D&O certificates.
03/01/10	15532	Jodi Porepa	8.00	\$ 4,400.00	Reviewing post filing expenses. Reviewing email correspondence. Following up on [REDACTED] conference call with Stikemans.
03/01/10	15532	Jodi Porepa	1.50	\$ 825.00	Run through of presentation for [REDACTED] with AMaerov.
03/01/10	14856	Steven Bissell	2.30	\$ 1,564.00	Internal LP CCAA strategy discussions. Review and comments regarding pre-filing cheque run. Discussion with MHall regarding [REDACTED] Call with a critical supplier. Update call with Stikemans and FTI.
03/02/10	14856	Steven Bissell	6.50	\$ 4,420.00	Discussions regarding [REDACTED] Call with MBeluscjo to discuss same. Review of [REDACTED] labour issues memo prepared by [REDACTED]. Discussions with MHall regarding same. Update call with Osler, FTI, CRA and LP. [REDACTED].
03/02/10	15532	Jodi Porepa	7.00	\$ 3,850.00	Reviewing post-filing cheques. Review of enhanced MIP. Review of monthly operating report.
03/02/10	14888	Pamela Luthra	8.30	\$ 4,150.00	Responding to the Monitor's hotline and e-mail, review of freelancer payments, Oslers status call.
03/02/10	14800	Paul Bishop	10.30	\$ 8,291.50	Attend company premises conference call with RBC, Counsel, Chair regarding senior management, meet DLamb et al regarding same, discuss people and amount for retention, status call with Oslers, call with counsel and RBC [REDACTED], [REDACTED] multiple calls and emails.
03/03/10	14800	Paul Bishop	10.60	\$ 8,533.00	Attend premises, meet with DSkulsky. Meet with A&M. Meet with DSkulsky, CRA, DLamb and A&M for weekly update. Review and discuss retention with GColter and company. Conference call with RBC regarding financial results, conference call with RBC regarding the data room, Conference call with Oslers and RBC.
03/03/10	14888	Pamela Luthra	4.30	\$ 2,150.00	Responding to Monitor's hotline, D&O certificates.
03/03/10	15532	Jodi Porepa	8.00	\$ 4,400.00	Review of KPMG valuation report. [REDACTED]
03/03/10	14856	Steven Bissell	5.80	\$ 3,944.00	Dealing with GST issues. Discussion with [REDACTED] on timing and upcoming milestones. Review of post filing payments. Review and comments on pre-filing check run. Call with LMLeod regarding same. Internal call regarding post-filing check run. Review of motion materials regarding rep counsel. Preparation of Phase I bid summary template. Review of SISP and Phase I bid letter.

Canwest Limited Partnership
012660.0008 - March 7, 2010
Invoice # 7228491

Date	TK#	Name	Hours	Amount	Narrative
03/04/10	14856	Steven Bissell	3.50	\$ 2,380.00	Internal discussions regarding LP weekly cash flows and actual vs. budget variance reporting. Discussions with MHall regarding [REDACTED]. Email to PBishop and GColter regarding same. Review of Initial Order.
03/04/10	15532	Jodi Porepa	8.20	\$ 4,510.00	Review of KPMG valuation report. Dealing with [REDACTED]. Conference call with McMillan. Review of variance analysis of LP. Review of variance analysis of National Post- all for reporting requirements.
03/04/10	14888	Pamela Luthra	8.50	\$ 4,250.00	Responding to the Monitor's hotline and e-mails, review of freelancer payments, review of National Post and Limited Partnership reporting requirements.
03/04/10	14800	Paul Bishop	9.70	\$ 7,808.50	Meeting with JRowe, preparation for same, calls with DSkulsky and DLamb, voicemails and emails with GColter, call with Chair, memo regarding employee issues, letter [REDACTED], call regarding [REDACTED] call with MWasserman regarding same, conference call regarding same.
03/05/10	14800	Paul Bishop	10.70	\$ 8,613.50	Attend client premises, meet with DSkulsky, conference call with company counsel and RBC regarding status, conference call with CRA and A&M regarding retention, review of bids, calls with counsel, emails with counsel and RBC regarding covering memo to bids, multiple calls and emails.
03/05/10	14888	Pamela Luthra	8.30	\$ 4,150.00	Summary of bids, status call with Oslers, responding to the Monitor's hotline and e-mails, review of the management presentation deck.
03/05/10	15532	Jodi Porepa	8.80	\$ 4,840.00	Review of draft management presentation. Review of bids. Conference call with Oslers regarding bids. Conference call with Oslers regarding status update. Review of updated National Post variance analysis.
03/05/10	14856	Steven Bissell	5.00	\$ 3,400.00	Review and comments on RBC Management presentation for Phase II. Update call with Osler, LP, FTI and RBC. Preparation of MIP comparison schedule for inclusion in memo to Agent and Special Committee of the BOD. Review of Phase I bids.
03/06/10	14856	Steven Bissell	1.50	\$ 1,020.00	Review and comments regarding revised MIP. Summaries of Phase I bids for FTI summary.
03/06/10	15532	Jodi Porepa	6.20	\$ 3,410.00	Review of bids. Drafting summary of bids. Review of MIP memo.
03/06/10	14888	Pamela Luthra	4.30	\$ 2,150.00	Summary of bids, review of the RBC presentation, review of the MIP recommendations.
03/06/10	14800	Paul Bishop	11.10	\$ 8,935.50	Emails with AKent regarding covering memo, preparation of memo to Board and Special Committee regarding MIP, review of bid summary, multiple emails.
03/07/10	14800	Paul Bishop	4.30	\$ 3,461.50	Complete board memo and BNS memo regarding MIP, review offers, multiple emails, call with MWasserman.
03/07/10	14856	Steven Bissell	1.00	\$ 680.00	Review of RBC summary of Phase I bids.
GRAND TOTAL			337.80	\$ 218,958.50	





Mr. Doug Lamb
Canwest Limited Partnership
1450 Don Mills Road
Don Mills, ON M3B 2X7

Invoice # 7229615
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Hours	Standard Rates	Amount
Paul Bishop	84.90	805	68,344.50
Steven Bissell	85.80	680	58,344.00
Jodi Porepa	72.20	550	39,710.00
Pamela Luthra	76.20	500	38,100.00
Ivan Gonzalez	0.70	295	206.50
Ana Arevalo	1.40	110	154.00
Total Hours and Fees	321.20		\$ 204,859.00
Expenses			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			478.28
Mileage			92.00
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			-
Miscellaneous Expenses			-
Total Expenses			\$ 570.28
Total Fees and Expenses			\$ 205,429.28
5% GST #835718024RT0001			10,271.46
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 215,700.74

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
GST #: 835718024RT0001

Please Reference Matter # 012660.0008 and invoice # 7229615 in your remittance.

Canwest Limited Partnership
012660.0008 - March 21, 2010
Invoice # 7229615

Date	TK#	Name	Hours	Amount	Narrative
03/08/10	14800	Paul Bishop	10.70	\$ 8,613.50	Review of non-binding indications of interest. Meet GColter. Meet Canwest, RBC and Counsel. Meet Agent. Meet Steering committee. Meet Special Committee and prepare for same.
03/08/10	14888	Pamela Luthra	6.80	\$ 3,400.00	Review of summary of non-binding indications of interest. Responding to hotline calls.
03/08/10	15532	Jodi Porepa	8.60	\$ 4,730.00	Meeting to review non-binding indications of interest. Review post filing cheques. Read reasons for judge's decision. Review proposed order and provide comments. Review KPMG impairment test. Conference call regarding Special Committee. Internal FTI discussions regarding non-binding indications of interest. Review of non-binding indications of interest.
03/08/10	14856	Steven Bissell	11.30	\$ 7,684.00	Review of RBC summary of non-binding indications of interest. Meeting with FTI team to discuss the same. Meeting with LP Senior Management, CRA, Osler and RBC regarding non-binding indications of interest received in Phase 1. Meeting with BNS (Agent) regarding same.
03/08/10	4732	Ivan Gonzalez	0.50	\$ 147.50	Added 2 documents to Court Orders Section
03/09/10	14856	Steven Bissell	6.00	\$ 4,080.00	Review and comment on RBC clarification questions for Phase 1 bidders. Review and prepare list of questions for call regarding next Monitor's report. Conference call with Stikemans regarding next Monitor's report. Email to MKonyukhova regarding support documents and other information.
03/09/10	15532	Jodi Porepa	8.20	\$ 4,510.00	Conference call with Stikemans regarding update and court report. Review of non-binding indications of interest and follow up questions. Discussion with BToombs. Discussion with CBarnard.
03/09/10	15273	Ana Arevalo	0.70	\$ 77.00	Preparing draft invoice for period ending March 7, 2010.
03/09/10	14888	Pamela Luthra	8.70	\$ 4,350.00	Status call with Stikemans. Responding to the Monitor's hotline. Follow up on supplier questions. Conference call to discuss a potential claims process. Status call with Oslers.
03/09/10	14800	Paul Bishop	10.60	\$ 8,533.00	Conference calls with Company, Oslers and RBC. Conference call with Stikemans. Call with DSkulsky regarding announcements. Call with DMacintosh regarding MIP. Emails with GColter regarding MIP. Call with MWasserman. Commence framing Report.
03/10/10	14800	Paul Bishop	10.60	\$ 8,533.00	Conference call regarding non-binding indications of interest. Attend company meeting with DSkulsky, A&M, GColter regarding operations. Conference call with Oslers and Company regarding update. Conference call with and meeting with lenders regarding MIP prepare for same. Review of Report. Multiple calls and emails.
03/10/10	14888	Pamela Luthra	9.10	\$ 4,550.00	Forecast vs. actual analysis. Responding to the Monitor's hotline. Discussions about potential claims process.
03/10/10	15532	Jodi Porepa	6.50	\$ 3,575.00	Conference call for update on sales process. Weekly update conference call. Review of post filing payments. Review of variance analysis for National Post. Review of variance analysis for LP Entities. Review of repudiation of contracts.
03/10/10	14856	Steven Bissell	8.30	\$ 5,844.00	Participation on SISP update calls with FTI and RBC. Weekly update call with DSkulsky, GColter, A&M, FTI. Review of February 2010 preliminary financial results. Drafting of Monitor's Fourth report. Call with Stikemans regarding Monitor's Fourth
03/11/10	14856	Steven Bissell	7.80	\$ 5,304.00	Review and comments on current draft of Monitor's Fourth report. Email and other LP CCAA correspondence [REDACTED] Call with Osler, Stikemans and LP Senior Management regarding : LP claims process.
03/11/10	15532	Jodi Porepa	8.20	\$ 4,510.00	Consolidating and providing comments on Report. Reviewing and providing comments on variance analysis. Conference call to discuss claims process with Oslers, Stikemans, Canwest.
03/11/10	14888	Pamela Luthra	8.80	\$ 4,400.00	Responding to the Monitor's hotline. Review of reporting requirements. Review of news releases.
03/11/10	14800	Paul Bishop	15.70	\$ 12,838.50	Conference call regarding SISP. Calls with A&M regarding DSkulsky and MIP. Draft emails regarding MIP conditions. 4th Report draft review. Multiple calls and emails [REDACTED] Draft releases regarding same.

Canwest Limited Partnership
 012660.0008 - March 21, 2010
 Invoice # 7229615

Date	TK#	Name	Hours	Amount	Narrative
03/12/10	14800	Paul Bishop	10.20	\$ 8,211.00	Attend at premises. Fourth report prepare and review. Recommendation regarding SISP. Recommendation regarding participants. Press releases. Conference calls regarding all of the above. Multiple calls and emails.
03/12/10	14888	Pamela Luthra	8.20	\$ 4,100.00	Follow up on supplier questions. Responding to the Monitor's hotline. Review of news releases. Fourth Report of the Monitor.
03/12/10	15273	Ana Arevalo	0.70	\$ 77.00	Finalizing invoice for period ending March 7, 2010.
03/12/10	14856	Steven Bissell	5.00	\$ 3,400.00	Review and comment on Monitor's Fourth report. Internal emails regarding next steps and edits to report. Conference call with RBC, Stikemans and Osler regarding announcement of resignation of DSkulsky and [REDACTED]
03/12/10	4732	Ivan Gonzalez	0.20	\$ 59.00	Posted 4th report of the monitor to Reports section
03/13/10	14800	Paul Bishop	2.60	\$ 2,093.00	Calls and emails regarding Senior Management [REDACTED] Calls and emails with DSkulsky regarding consulting. Review of agreement.
03/15/10	14800	Paul Bishop	2.90	\$ 2,334.50	Calls and emails regarding Senior Management. Call with DSkulsky regarding same. Multiple emails regarding various.
03/15/10	15532	Jodi Porepa	8.50	\$ 4,675.00	Conference call with Canwest, A&M and CRA. Conference call update with Oslers. Conference call to discuss grievances. Review of [REDACTED]. Review of [REDACTED].s. Review of variance analysis. Email correspondence and review and comments on pre-filing check run. Call with FTI project team regarding next Monitor's report and deliverables regarding same. Review of PLuthra actual vs. budget cash flow analysis and discussions regarding same. Conference call with FTI and LP Management regarding reforecast of weekly cash flows. Review of March sales results. Review of critical supplier payments to [REDACTED] and message to contact to discuss credit terms."
03/15/10	14856	Steven Bissell	7.50	\$ 5,100.00	
03/15/10	14888	Pamela Luthra	8.70	\$ 4,350.00	Internal call to discuss deliverables. Variance analysis. Cash flow forecast. Call with Management to discuss variances. Status call with Stikemans.
03/16/10	14888	Pamela Luthra	3.80	\$ 1,900.00	Responding to the Monitor's hotline and e-mails. Follow up on supplier questions. Review of supplier contracts.
03/16/10	14856	Steven Bissell	11.30	\$ 7,684.00	Internal meeting regarding Fifth Report of the Monitor. Review and comments on draft Rep Counsel Order. Meeting with LP Senior Management, LP CRA and A&M for weekly updates. Review, analysis, discussions and write up of memo re: Edmonton Journal Building.
03/16/10	15532	Jodi Porepa	6.10	\$ 3,355.00	Update call with FTI to plan for week. Update call with Stikemans. Call with Canwest in respect of variance analysis and revised cash flow forecast. Conference call with Stikemans regarding update and next court report. Review of bids moving forward.
03/16/10	14800	Paul Bishop	4.30	\$ 3,461.50	Call with counsel regarding Senior Management. Weekly update call with DSkulsky, GColter et al. Review of repudiations. Review of correspondence. Call with Senior Management regarding [REDACTED] Multiple emails regarding various items.
03/17/10	14800	Paul Bishop	4.40	\$ 3,542.00	Calls and emails regarding Senior Management. Calls and emails regarding DSkulsky. Review of Edmonton lease matter. Review of D&O. Omnibus orders and affidavit. Multiple emails regarding D&O process.
03/17/10	15532	Jodi Porepa	8.00	\$ 4,400.00	Review of Claims Procedure Order. Review D&O Order. Conference call with Oslers to go over Order. Conference call with Stikemans to walk through the Order.
03/17/10	14856	Steven Bissell	8.80	\$ 5,984.00	Review and comments on pre-filing check run. Review and comments on draft claims process order and D&O and retention payments affidavit and order. Draft email regarding [REDACTED] and comments on approach with respect to [REDACTED].
03/17/10	14888	Pamela Luthra	4.90	\$ 2,450.00	Call with Stikemans to discuss claims. Call to discuss the affidavit and order with Stikemans. Claims order call with Oslers. Responding to the Monitor's hotline.

Canwest Limited Partnership
012660.0008 - March 21, 2010
Invoice # 7229615

Date	TK#	Name	Hours	Amount	Narrative
03/18/10	14888	Pamela Luthra	9.90	\$ 4,950.00	Review of reporting requirements. Forecast vs. Actual analysis. Call to discuss the cash flow forecast. Responding to the Monitor's hotline.
03/18/10	14856	Steven Bissell	7.80	\$ 5,304.00	Correspondence with PBishop regarding status of CCAA proceedings and claims process. Preparation of LP MIP revised schedule for inclusion in the Confidential Supplement to the Monitor's Fifth Report. Review and comments on next draft of the Claims Process Order.
03/18/10	15532	Jodi Porepa	10.00	\$ 5,500.00	Review of Claims Procedure Order. [REDACTED] [REDACTED] Redraft claims forms. Conference call with Stikemans to review draft. Review variance analysis and discussions with BToombs on the same.
03/18/10	14800	Paul Bishop	4.20	\$ 3,381.00	Review and comment on DSkulsky consulting agreement and emails regarding same. Multiple emails regarding claims process. Conference call with Stikemans regarding same. Read draft email, edit and send to AKent. Read and comment on [REDACTED], [REDACTED], multiple emails.
03/19/10	14800	Paul Bishop	5.30	\$ 4,266.50	Conf calls regarding claims process. Review of various orders. Review and revise Report. Review of multiple emails.
03/19/10	15532	Jodi Porepa	8.10	\$ 4,455.00	Review claims process. Review forms. [REDACTED]. Review management presentation. [REDACTED]
03/19/10	14856	Steven Bissell	9.00	\$ 6,120.00	Review of current events/news articles regarding Canwest LP CCAA proceedings. RBC update call regarding Phase 2 of the SISP. Review and comments on the current drafts of: Claims Process Order, Retention Payments Order, DLamb Affidavit. Calls with BPutnam and LMcLeod.
03/19/10	14888	Pamela Luthra	7.30	\$ 3,650.00	Responding to the Monitor's Hotline. Preparation and review of D&O certificates.
03/20/10	14856	Steven Bissell	2.00	\$ 1,360.00	Review and comments on Monitor's Fifth Report.
03/20/10	14800	Paul Bishop	2.60	\$ 2,093.00	Drafting and reviewing Report.
03/21/10	14800	Paul Bishop	0.80	\$ 644.00	Various emails
03/21/10	14856	Steven Bissell	1.00	\$ 680.00	Review and comments regarding Monitor's Fifth Report.
GRAND TOTAL			321.20	\$ 204,859.00	

TAB B

This is Exhibit "B" referred to in the
Affidavit of Paul Bishop
sworn before me on this 6th
day of April, 2010



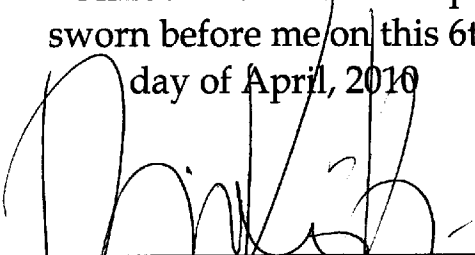
Commissioner for Taking Affidavits

FTI- Summary of invoices
January 8, 2010 to March 21, 2010

Invoice #	Date	Fee	Disbursements	GST	Total
7223272	January 20, 2010	\$ 171,709.50	\$ 2,700.33	\$ 8,720.49	\$ 183,130.32
7224316	February 1, 2010	\$ 114,635.00	\$ 20,343.48	\$ 6,748.92	\$ 141,727.40
7224682	February 8, 2010	\$ 133,397.00	\$ -	\$ 6,669.85	\$ 140,066.85
7224798	February 9, 2010	\$ 105,612.00	\$ 338.30	\$ 5,297.52	\$ 111,247.82
7227049	February 26, 2010	\$ 172,811.50	\$ 192.19	\$ 8,650.18	\$ 181,653.87
7228491	March 12, 2010	\$ 218,958.50	\$ 814.77	\$ 10,988.67	\$ 230,761.94
7229615	March 26, 2010	\$ 204,859.00	\$ 570.28	\$ 10,271.46	\$ 215,700.74
Total		\$ 1,121,982.50	\$ 24,959.35	\$ 57,347.10	\$ 1,204,288.95

TAB C

This is **Exhibit "C"** referred to in the
Affidavit of Paul Bishop
sworn before me on this 6th
day of April, 2010



Commissioner for Taking Affidavits

FTI- Summary of personnel
January 8, 2010 to March 21, 2010

Name	Hours	Hourly Rate	Total
P. Bishop	475.2	\$ 805.00	\$ 382,536.00
S. Bissell	363.2	\$ 680.00	\$ 246,976.00
J. Porepa	461.4	\$ 550.00	\$ 253,770.00
P. Luthra	465.3	\$ 500.00	\$ 232,650.00
A. Sisask	5.3	\$ 500.00	\$ 2,650.00
I. Gonzalez	7.5	\$ 295.00	\$ 2,212.50
A. Arevalo	10.8	\$ 110.00	\$ 1,188.00
Totals	1788.7		\$ 1,121,982.50

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.

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

**ONTARIO
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at Toronto

**AFFIDAVIT OF PAUL BISHOP
(SWORN APRIL 6, 2010)**

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
Ashley John Taylor LSUC#: 39932E
Tel: (416) 869-5236
Maria Konyukhova LSUC#: 52880V
Tel: (416) 869-5230
Fax: (416) 861-0445

Lawyers for the Monitor

TAB 5

APPENDIX "E"

**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.

**AFFIDAVIT OF DAPHNE J. MACKENZIE
(sworn April 6, 2010)**

I, Daphne J. Mackenzie, of the City 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 Inc. ("**FTI**"), in its capacity as the court appointed monitor for Canwest Publishing Inc./Publications Canwest Inc., Canwest Books Inc., Canwest (Canada) Inc. and Canwest Limited Partnership/Canwest Societe en Commandite (collectively the "**LP Entities**"), and, as such, I have knowledge to the matters to which I hereinafter depose.
2. On January 8, 2010, the LP Entities obtained protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36, as amended, (the "**CCAA**") pursuant to the initial order granted by the Honourable Madam Justice Pepall (the "**Initial Order**"). FTI was appointed as monitor (the "**Monitor**") of the LP Entities. The proceedings commenced by the LP 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 Stikeman Elliott for the period from January 9, 2010 to March 19, 2010.

4. During the period from January 9, 2010 to March 19, 2010 Stikeman Elliott docketed 752.70 hours in respect of FTI, amounting to legal fees of \$429,185.40 and disbursements and other charges of \$3,818.06 plus Goods and Services Tax ("GST") of \$21,647.79. Attached and marked collectively as **Exhibit "A"** to this affidavit are true copies of the accounts rendered to FTI for the period from January 9, 2010 to March 19, 2010 (redacted for confidential information).

5. Attached hereto as **Exhibit "B"** is a schedule summarizing each invoice in Exhibit "A", the fees, disbursements, GST and total fees charged for each invoice.

6. Attached hereto as **Exhibit "C"** is a schedule summarizing the billing rates of each of the members of Stikeman Elliott who acted on behalf of FTI in the CCAA Proceedings.

7. The hourly billing rates applied in the invoices of Stikeman Elliott are Stikeman Elliott's normal hourly rates which were in effect from January 9, 2010 to March 19, 2010 and are comparable to the hourly rates charged by Stikeman Elliott for services rendered in relation to similar proceedings.

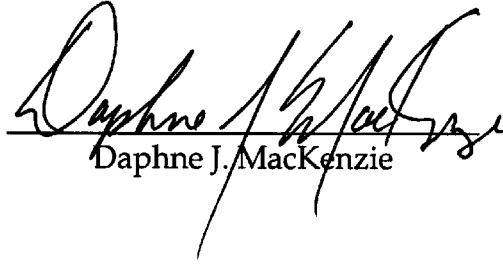
8. The rates charged by Stikeman Elliott throughout the course of the CCAA Proceedings are comparable to the rates charged by other law firms in the Toronto market for the provision of similar services.

9. Stikeman Elliott's fees and disbursements for the period of March 20, 2010 up to and including the effective date of the Monitor's discharge will be calculated and billed at Stikeman Elliott's standard rates.

SWORN BEFORE ME at the City of
Toronto, in the Province of Ontario
on April 6, 2010.

Commissioner for Taking Affidavits

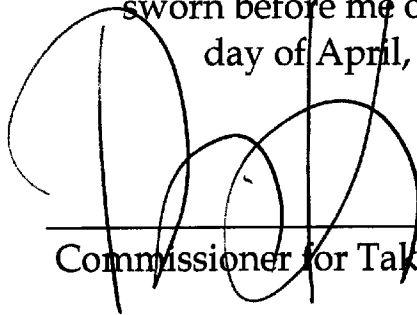
MARIA KONUKHOVA



Daphne J. MacKenzie

TAB A

This is **Exhibit "A"** referred to in the
Affidavit of Daphne J. MacKenzie
sworn before me on this 6th
day of April, 2010



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. NO. R121411136

Invoice

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

January 19, 2010

File No.: 1096791004

Invoice No.: 4856855

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period January 7 to 15, 2010, including:

Date	Tkpr Initials	hrs	Description
01/07/10	EJ	0.67	Updated Schedule D-5 with real property sub-search results; emails to and from J. Legge and C. Broadhurst; emails to and from E. Yuen
01/09/10	DRB	0.25	Email from A. Kent; emails with P. Bishop
01/10/10	DRB	0.33	Attend to emails with respect to [REDACTED] and questions from A. Kent; review memorandum from M. Konyukhova with respect to "next steps" by the Monitor
	MK	1.25	Review Initial Order and SISP and CCAA and revise list of notices, etc. to be filed/delivered by the Monitor; correspondence with J. Porepa with respect to website; revise service list
01/11/10	DRB	0.50	Conference call with P. Bishop; telephone discussion with M. Wasserman; conference call with P. Bishop and D. MacKenzie
	DJM	1.50	Review NDA; consider [REDACTED] conference call with FTI and Osler
	MK	3.50	Correspondence with respect to and review of various forms to be filed with the OSB; correspondence with McMillan and FTI with respect to meeting materials and other notices to be sent by January 12; attend to preparation of service list and website maintenance; telephone call with McMillan and FTI with respect to meeting materials; correspondence with McMillan with respect to resolution for senior lenders meeting; correspondence with respect to interest on Hedging

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			Agreements, Notices of Claim and telephone conference with D. MacKenzie with respect to same
	SC	1.44	Review email correspondence with FTI; review notice requirements; update service list
01/12/10	DRB	1.00	Review draft resolution from McMillan; discussion with P. Bishop with respect to NDA issues and review same with D. MacKenzie
	DJM	4.00	Review numerous drafts of NDA; conference calls with Osler and FTI; review SISP and market precedents
	MK	3.50	Revise and finalize form of proxy and notice of senior lenders meeting; compile meeting materials; correspondence with respect to Initial Order and various notices to be delivered; review notice of syndicate claims; correspondence with J. Porepa and P. Luthra with respect to various issues concerning creditor listing and service of notice; review affidavits of service; review service list; correspondence with respect to website content
	SC	1.54	Drafted affidavit for printing house; updated service list; reviewed notice
01/13/10	DRB	1.25	Discussion with P. Bishop and D. MacKenzie with respect to Confidentiality Agreement issues; voicemails and emails with J. Payne with respect to possible representative counsel issues; various emails with respect to new parties to service list
	DJM	2.00	Review NDA; various conference calls; attend meeting at Osler
	JGGL	0.25	Email from M. Konyukhova; office conference with M. Konyukhova regarding trust indenture
	MK	4.50	Various correspondence with respect to notices, lists and forms to be filed, translated, delivered, etc.; review Edmonton lease and Initial Order with respect to payment of pre-filing amount; emails with S. Bissel with respect to same; conference call with S. Bissel and J. Porepa with respect to same; review request to consent to lift the stay for arbitration proceeding; various correspondence and calls with FTI with respect to post-filing matters
	AJT	0.25	Telephone discussion with N. Meakin and M. Konyukhova with respect to SISP
	SC	2.40	Reviewed and revised affidavit of service; discussion with P. Luthra; updated service list
	AH	0.25	Picking up affidavits of service
01/14/10	DRB	2.50	Conference call with A. Jacques and J. Payne with

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			respect to representative counsel role and email to Oslers with respect to same; email with respect to ██████████ attend before Justice Pepall to reissue Initial Order with corrected schedules
	MK	3.00	Various correspondence with respect to notices and claims procedure; review forms to be filed with OSB; review CAIRP guidelines for s.23(1)(d.1) report; draft report; correspondence with respect to hedging lender interest rate
	SC	0.79	Organized the swearing and commissioning of the affidavits of service; updated service list
	AH	1.57	Attend to have affidavits of service sworn and commissioned
01/15/09	DRB	0.75	Meeting with M. Konyukhova with respect to lenders claims process; lender meeting and report to be filed in advance of the meeting; review material with respect to hedge lender interest rate
	DJM	1.50	Review claims issues and notices of claims; consider regulatory issues; review NDA
	MK	7.00	Correspondence with respect to rate of interest on hedging agreements; review hedging agreements and notices of claims with respect to same; telephone calls and correspondence with D. MacKenzie, Oslers and FTI with respect to same; draft report for s.23(1)(d.1); review corrected Initial Order and circulate same

Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	6.58		825.00		5,428.50
DJM	Daphne MacKenzie	9.00		775.00		6,975.00
JGGL	Jennifer Legge	0.25		700.00		175.00
AJT	Ashley John Taylor	0.25		675.00		168.75
MK	Maria Konyukhova	22.75		445.00		10,123.75
SC	Sarah Clarke	6.17		345.00		2,128.65
AH	Andrew Howse	1.82		240.00		436.80
EJ	Erin Jennings	0.67		285.00		190.95

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FEEs	CDN\$
Professional Services	25,627.40
Goods and Services Tax on Professional Services	1,281.37

CHARGES	GST Taxable
Photocopies	25.25
	<hr/> 25.25

Total Charges	25.25
Goods and Services Tax on Charges	1.26
Total Fees/Charges and Taxes on Fees/Charges	<hr/> 26,935.28

SUMMARY OF ACCOUNT

Professional Services	25,627.40
Charges	25.25
Goods and Services Tax on Fees and Charges	1,282.63
	<hr/>

NET AMOUNT DUE	CDN\$ 26,935.28
	<hr/> <hr/>

STIKEMAN ELLIOTT LLP

Per: _____
David R. Byers

Please quote our File No. and/or Invoice No. when making payment. Accounts are due when rendered. Interest at the rate of 0.5 percent per annum will be charged for amounts unpaid 30 days or more.

STIKEMAN ELLIOTT

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G.S.T. NO. R121411136

Invoice

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

January 27, 2010

File No.: 1096791004

Invoice No.: 4858227

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period to January 22, 2010, including:

Date	Tkpr Initials	hrs	Description
12/30/09	EY	0.50	Conduct LTO searches
01/11/10	SV	0.75	Telephone conversation with D. MacKenzie regarding standstill matters
01/12/10	SV	0.50	Telephone conversation with D. MacKenzie regarding Standstill Agreement issues
01/13/10	JOT	0.17	Revision to claims procedure
01/16/10	DRB	0.42	Attend to email with respect to hedge lender interest rate; attend to emails with respect to [REDACTED]
	MK	5.00	Email with respect to hedging rate of interest; draft report pursuant to s. 23(1)(d.1) of <i>Companies' Creditors Arrangement Act</i>
01/18/10	DRB	1.75	Meeting with M. Konyukhova with respect to lender meeting; review reasons of Justice Pepall; review and comment on s. 23(1)(d.1) of report
	AJT	1.00	Review reasons of Justice Pepall with respect to Initial Order
	MK	1.50	Review FTI comments on report; revise report; correspondence to J. Porepa with respect to revisions and report; draft notice to creditors with respect to availability of report under s.23(1)(d.1)
	SC	0.40	Deliver Printing House affidavit to FTI; review reasons

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of Justice Pepall

01/19/10	DRB	1.75	Emails with P. Bishop with respect to SISP; review and comment on revised s.23(1)(d.1) report and attend to emails with respect to same; discuss status with P. Bishop
	MK	3.25	Review and circulate reasons of Justice Pepall; telephone call with J. Porepa with respect to First Report of the Monitor; revise first report; [REDACTED]; [REDACTED]; correspondence with J. Porepa and P. Luthra with respect to notices and proxies for senior lenders' meeting; correspondence with respect to hedging creditors interest rate; correspondence with J. Porepa with respect to adequacy of proxies
	SC	0.08	Reviewed website; correspondence with FTI
01/20/10	DRB	2.25	Attend to emails with respect to draft report; review Osler memorandum on requested amendments to DNA by potential bidders; attend to emails with respect to lien dispute; review comments received on draft report; review financial report from D. Skulsky
	DJM	3.50	Review claims and underlying documentation; conference calls with FTI and Osler
	MK	3.00	Correspondence with McMillan and Osler with respect to First Report of the Monitor; revise report; compile appendices; attend to service and filing of report; correspondence with hedging agreement interest rates
	SC	0.66	Updated services list
	AH	0.62	Delivering Monitors' First Report
01/21/10	DRB	2.25	Attend to emails with respect to amendments to NDA; attend to emails with respect to hedge lender interest rate; conference call with P. Bishop; conference call with H. Clarke with respect to lender proxy issue; receive update with respect to SISP
	DJM	3.50	Review claims; telephone call with Osler; telephone call with FTI; telephone call with McMillan; consider NDA issues; review capital lease
	MK	1.50	Conference call with M. Wasserman and D. MacKenzie with respect to Edmonton lease; correspondence with S. Bissell with respect to same; review correspondence and telephone call with D. MacKenzie with respect to hedging claims interest rates; correspondence with respect to materials to be posted on website
01/22/09	DRB	2.33	Conference call with P. Bishop; attend to emails with respect to stay extension report; correspondence with J. Kugler with respect to representative counsel motion;

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			attend to emails with respect to status of lender proxies; attend to emails with respect to further NDA amendment issues
DJM	3.00		Review claim issues and representative counsel matters; review pension matters; review NDA issues
MK	3.00		Review various proxies; correspondence with J. Porepa with respect to same; review timeline for delivery of reports; correspondence with D. Byers with respect to same; correspondence with J. Porepa with respect to content of report; draft report for stay extension
SC	0.86		Updated FTI affidavit; commissioned Luthera affidavit; update service list

Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	10.75		825.00		8,868.75
DJM	Daphne MacKenzie	10.00		775.00		7,750.00
AJT	Ashley John Taylor	1.00		675.00		675.00
SV	Sean Vanderpol	1.25		625.00		781.25
MK	Maria Konyukhova	17.25		445.00		7,676.25
JOT	Johanne Tanguay	0.17		385.00		65.45
SC	Sarah Clarke	2.00		345.00		690.00
AH	Andrew Howse	0.62		240.00		148.80
EY	Eliza Yuen	0.50		195.00		97.50

FEES	CDN\$
Professional Services	26,753.00
Goods and Services Tax on Professional Services	1,337.65

CHARGES	GST Taxable
Photocopies	7.50
	<hr/> 7.50

Total Charges	7.50
Goods and Services Tax on Charges	.38

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Total Fees/Charges and Taxes on Fees/Charges 28,098.53

DISBURSEMENTS	GST Taxable	Non-Taxable	Total
BC Online Search Charges	24.00		24.00
Business Meals - In Town	68.55		68.55
Canadian Securities Registration	32.00		32.00
Registration Fee - No Tax		48.00	48.00
Book Binding/Binders	5.00		5.00
Delivery/Mailroom	4.00		4.00
Telephone	11.96		11.96
Travel - Taxis	131.60		131.60
	<u>277.11</u>	<u>48.00</u>	

Total Disbursements 325.11

Goods and Services Tax on Disbursements 13.86

Total Disbursements and Taxes on Disbursements **338.97**

SUMMARY OF ACCOUNT

Professional Services 26,753.00

Charges 7.50

Disbursements 325.11

Goods and Services Tax on Fees and Charges and Disbursements 1,351.89

NET AMOUNT DUE **CDN\$ 28,437.50**

STIKEMAN ELLIOTT LLP

Per: _____
David R. Byers

STIKEMAN ELLIOTT

Stikeman Elliott LLP Barristers & Solicitors

5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9

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G.S.T. NO. R121411136

Invoice

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

February 02, 2010

File No.: 1096791004

Invoice No.: 4859503

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period January 13 to 29, 2010, including:

Date	Tkpr Initials	hrs	Description
01/13/10	AMR	0.25	Translation with respect to claims procedures relating to senior secured creditors
01/23/10	DRB	0.25	Review further proposed revisions to NDA
	MK	5.50	Draft report for stay extension motion and reporting on results of vote
01/24/10	DRB	0.42	Attend to email with E. Sellers with respect to SISP; attend to emails with respect to requested changes to the NDA
01/25/10	DRB	3.75	Review revised LP lender proxy list; attend to further emails with respect to NDA issues; conference call with E. Sellers and L. Barnes with respect to bondholder motion concerning SISP; conference call with Davies with respect to SISP motion; conference call with FTI concerning outstanding issues
	DJM	1.50	Conference call with FTI; consider claims; review proxies
	MK	5.00	Revise and update service list; attend to correspondence with respect to Senior Lenders' Meeting and arrangements for same; attend to emails with B. Putnam with respect to SISP Notice; prepare agenda for call with FTI; correspondence with J. Porepa and D. MacKenzie with respect to same; review letter

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with respect to [REDACTED] review CCAA and Initial Order with respect to procedures for Senior Lenders' Meeting; review draft affidavit for stay extension motion and provide comments on same; correspondence with FTI with respect to description of critical suppliers; office conference with D. Byers and D. MacKenzie and conference call with FTI with respect to status

01/26/10 DRB 5.50 Review updated proxy summary; review emails with respect to [REDACTED] swap interest rate; review Osler draft affidavit with respect to stay extension and related documents; further emails with respect to NDA issues; telephone discussion with M. Gottlieb; telephone call from H. Clarke; review news release by Senior Lenders; review and provide comments on draft Second Report of the Monitor; further conference call with L. Barnes; conference call with E. Sellers; further conference call with M. Gottlieb; conference call with respect to late proxies; review meeting documents, agenda, scrutineer draft report, etc.; conference call with H. Clarke

DJM 5.00 Review [REDACTED]
[REDACTED]
[REDACTED] telephone call with prospective bidders' counsel with respect to NDAs; conference call with Osler; review SISP; review DIP; review proxy matters

JGGL 1.25 Office conference with D. MacKenzie; reviewing DIP credit agreement

AB 1.00 Review Notice of Claim and other documents

MK 5.00 Prepare draft minutes and various reports with respect to Senior Lenders' Meeting; correspondence with FTI and D. MacKenzie with respect to proxy issues; finalize arrangements for Senior Lenders' Meeting; review correspondence from AHC with respect to SISP motion

01/27/10 DRB 6.50 Attend before Justice Pepall with respect to AHC SISP motion; attend Senior Lenders Meeting; meeting with P. Bishop; meeting with Osler with respect to document production issues on AHC SISP motion; review AHC SISP motion record; review emails with respect to further revisions to NDAs; review comments on draft Monitor's Report and work on same

DJM 6.50 Prepare for and attend Senior Creditors Meeting; review correspondence with respect to [REDACTED]; telephone call with M. Wasserman; review AHC motion and documentary requests; review proxy and meeting issues; review SISP issues

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	JGGL	3.25	Continue review DIP credit facility and provide comments on same; office conference with D. MacKenzie regarding comments; consolidate
	AB	1.50	Telephone call with Osler; telephone call with [REDACTED]; conduct research on relevant case law
	MK	12.50	Attendance before Justice Pepall and meeting with Davies and McMillan; prepare and revise Second Report of the Monitor; review document disclosure request by the bondholders; review SISP correspondence; office conference with D. Byers and D. MacKenzie with respect to same; meeting at Osler with respect to bondholders motion; revise draft Second Report of the Monitor and correspondence with FTI with respect to same; telephone call with S. Bissel with respect to set-off issues; review J. Porepa's emails concerning revisions to draft Second Report of Monitor and making revisions to same
	SC	0.54	Reviewed February 2 motion material
01/28/10	DRB	4.33	Conference call with P. Bishop with respect to AHC motion; conference call with Osler with respect to same; correspondence from counsel for the AHC; review FTI comparison of DIP terms; meeting with M. Gottlieb, J. Swartz and S. Bissel; conference call with H. Clarke; emails with counsel for CEP; attend to emails with respect to SISP extension; review RBC presentation with respect to SISP
	DJM	3.00	Review AHC affidavit; telephone call with FTI; review [REDACTED] issues; review director compensation issues; review SISP status
	GFN	0.13	Office conference with A. Boctor with respect to [REDACTED] Canwest
	JGGL	2.25	Email with comments on Credit Agreement; office conference with D. MacKenzie; emails with D. Seymour; review Osler comments; email from D. MacKenzie with competing DIP; consider issues; review terms; attend to emails regarding financial comparison
	MK	5.75	Review motion by bondholders; review SISP; various correspondence with Osler with respect to delivery of productions directed by Justice Pepall; receipt and review of productions delivered by Osler; draft letter to Davies explaining selection process; revisions to draft Second Report of the Monitor and correspondence with FTI and McMillan with respect to same
	AB	0.25	Review letter

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	SC	0.99	Reviewed motion material for February 2 nd motion; updated service list
01/29/10	DRB	8.50	Meeting with M. Konyukhova to review documents from Osler to be produced by AHC motion; conference call with Davies; meeting with FTI and Osler with respect to AHC motion; attend settlement meeting with McMillan, Davies, Osler and FTI; emails and attendance before Justice Pepall with respect to scheduling CEP motion; various conference calls to continue settlement discussions and review proposed amendments to the SISP; attend to emails with respect to document production issues on AHC motion; finalize Monitor's report for stay extension motion
	DJM	6.00	SISP update; prepare for AHC motion; telephone call with NDA and with financiers; attend to settlement negotiations with respect to AHC motion; review DIP
	JGGL	3.25	Review revisions to DIP loan; reviewing various documents and analysis regarding new DIP and covenants against same; emails with D. Seymour with comments
	MK	9.00	Review production to AHC; office conference with D. Byers concerning letter with respect to productions and review certain documents; attend meeting at Osler with Davies and McMillan with respect to bondholders motion; review various emails with respect to same; finalize Second Report of the Monitor; correspondence and telephone discussions with FTI and McMillan with respect to same; attend to service and filing of same; various calls and emails with respect to amendments to Initial Order, representative counsel motion and other issues

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Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	29.25		825.00		24,131.25
DJM	Daphne MacKenzie	22.00		775.00		17,050.00
GFN	Gary Nachshen	0.13		850.00		110.50
JGGL	Jennifer Legge	10.00		700.00		7,000.00
AB	Andrea Boctor	2.75		585.00		1,608.75
MK	Maria Konyukhova	42.75		445.00		19,023.75
SC	Sarah Clarke	1.53		345.00		527.85
AMR	Assunta Reda	0.25		245.00		61.25

FEES	CDN\$
Professional Services	69,513.35
Goods and Services Tax on Professional Services	3,475.67

CHARGES	GST Taxable
Photocopies	144.00
	<hr/> 144.00

Total Charges	144.00
Goods and Services Tax on Charges	7.20
Total Fees/Charges and Taxes on Fees/Charges	<hr/> 73,140.22

DISBURSEMENTS	GST Taxable
Business Meals - In Town	234.88
Travel - In Town	7.69
Book Binding/Binders	1.49
	<hr/> 244.06

Total Disbursements	244.06
Goods and Services Tax on Disbursements	12.20
Total Disbursements and Taxes on Disbursements	256.26

SUMMARY OF ACCOUNT

Professional Services	69,513.35
Charges	144.00

STIKEMAN ELLIOTT

Stikeman Elliott LLP Barristers & Solicitors

5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9

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G.S.T. NO. R121411136

Invoice

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

February 10, 2010

File No.: 1096791004

Invoice No.: 5862940

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period January 30 to February 5, 2010, including:

Date	Tkpr Initials	hrs	Description
01/30/10	DRB	2.00	Attend to emails with respect to potential settlement of AHC motion; conference call with interested parties with respect to same; review revisions to SISP and comments with respect to same, as well as draft Agent letter concerning extension of SISP; report to Justice Pepall with respect to same
	DJM	3.00	Review SISP issues and related settlement documents; review NDA, [REDACTED]
	MK	1.50	Review revised SISP and various correspondence with respect to same; review various emails with respect to upcoming motions to seek appointment as representative counsel; attend to emails with respect to further requests to amend NDAs
01/31/10	DRB	0.75	Attend to emails with respect to settlement of bondholder motion; attend to emails with respect to motions to seek appointment as representative counsel; attend to emails with respect to further requests to amend NDAs
	DJM	0.50	Review NDA issues; correspondence with Osler
02/01/10	DRB	4.25	Conference call with A. Cobb with respect to representative counsel motions; emails with respect to settlement of AHC SISP motion; telephone discussion with Court office; emails from McMillan with respect to AHC motion; emails to Court with respect to same; review motion seeking order for representative counsel;

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review draft Order with respect to stay extension and emails to Osler; weekly status call with FTI; emails with A. Kent with respect to [REDACTED] review correspondence from counsel for the CAW union; telephone conference with A. Kent; conference call with T. O'Sullivan; emails with G. Colter

	DJM	2.00	Review draft NDAs, SISP issues
	MK	3.50	Correspondence with FTI and status call; office conference with D. Byers and D. MacKenzie; email with respect to [REDACTED]; review [REDACTED] correspondence with respect to timing of motion; attend to delivery to McMillan of documents produced to Davies; conference call with [REDACTED] [REDACTED] correspondence with Osler with respect to upcoming motions and reports
	SC	0.72	Updated service list; formatted motion materials for website
02/02/10	DRB	4.75	Prepare for and attend on motions before Justice Pepall; meeting with G. Colter, T. O'Sullivan and P. Bishop; attend to various emails with respect to NDA issues; attend to emails with respect to scheduling representative counsel motions; conference call with H. Clarke
	DJM	1.50	Consider distribution issues
	GFN	0.17	Office conference with A. Boctor with respect [REDACTED]
	JGGL	1.50	Emails from D. MacKenzie; office conference with D. MacKenzie; review document/claim; consider issues; emails to begin research process
	AB	1.00	Telephone call with M. Konyukhova; review Osler memorandum; discuss Osler memorandum with M. Konyukhova; discussion with G. Nachshen
	MK	3.00	Attendance at stay extension motion; attend to emails with respect to scheduling; attend to circulating endorsement and order and posting same on website
02/03/10	DRB	0.42	Attend to emails with respect to NDAs; attend to emails with H. Clarke
	JGGL	1.00	Email to A. Willett; office conference with A. Willett; discuss research and issues; email from . MacKenzie with DIP Credit Agreement
	AB	0.75	Call with Osler; conference with M. Konyukhova
	AW	5.53	Review Statement of Claim, legislation and partnership agreement and prepare initial summary of law and list

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			of questions
02/04/10	DRB	0.50	Conference call with A. Kent; attend to emails with respect to ██████████
	JGGL	1.75	Email to A. Willett; office conference with A. Willett; discuss research and issues; email form D. MacKenzie with DIP Credit Agreement
	AB	0.25	Telephone call with D. MacKenzie; review email correspondence
	AW	7.23	Continue to review legislation and case law to create draft memorandum
02/05/10	DRB	0.33	Review emails and issues with respect to NDAs
	JGGL	3.50	Conference call; email from D. MacKenzie; email to J. Rogers; emails from J. Rogers; emails with T. Mandel; email to R. Davidge regarding Limited Partnership registrations; telephone call with R. Davidge; discuss real estate issues; office conference with D. MacKenzie; email from A. Willett with research memorandum; email to D. MacKenzie; review research memorandum and mark up; meet with A. Willett and discuss issues and revisions to memorandum
	MK	1.00	Telephone calls and emails with J. Porepa with respect to distributions; receipt of partnership agreement; brief review of applicable <i>Bankruptcy and Insolvency Act</i> provisions
	AW	3.92	Continue to revise memorandum regarding distributions

Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	13.00		825.00		10,725.00
DJM	Daphne MacKenzie	7.00		775.00		5,425.00
GFN	Gary Nachshen	0.17		850.00		144.50
JGGL	Jennifer Legge	7.75		700.00		5,425.00
AB	Andrea Boctor	2.00		585.00		1,170.00
MK	Maria Konyukhova	9.00		445.00		4,005.00
AW	Amanda Willett	16.68		375.00		6,255.00
SC	Sarah Clarke	0.72		345.00		248.40

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FEEs	CDN\$
Professional Services	33,397.90
Goods and Services Tax on Professional Services	1,669.90

CHARGES	GST Taxable
Photocopies	119.25
	<hr/> 119.25

Total Charges	119.25
Goods and Services Tax on Charges	5.96
Total Fees/Charges and Taxes on Fees/Charges	<hr/> 35,193.01

SUMMARY OF ACCOUNT

Professional Services	33,397.90
Charges	119.25
Goods and Services Tax on Fees and Charges	1,675.86
	<hr/>

NET AMOUNT DUE	CDN\$ 35,193.01
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STIKEMAN ELLIOTT LLP

Per: _____
David R. Byers

Please quote our File No. and/or Invoice No. when making payment. Accounts are due when rendered. Interest at the rate of 0.5 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. NO. R121411136

Invoice

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

February 18, 2010

File No.: 1096791004

Invoice No.: 4865452

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period February 4 to February 12, 2010, including:

Date	Tkpr Initials	hrs	Description
02/04/10	DJM	0.75	Considering claims and DIP issues
02/05/10	DJM	0.50	Review DIP issues and registrations
02/07/10	DRB	0.42	Email from J. Swartz with respect to NDA and other email comments on same
	MK	1.50	Review <i>Limited Partnership Act</i> ; review <i>Bankruptcy and Insolvency Act</i> reviewable transactions provisions; review Partnership Agreement; draft email to J. Porepa
	AW	7.00	Continue legal research for memorandum regarding distributions
02/08/10	DRB	3.33	Emails, voicemails and conference call with J. Swartz; conference call with H. Clarke with respect to intercompany distributions investigation; conference call with P. Bishop with respect to SISP update and NDA issues; emails with M. Forte; conference call with P. Bishop with respect to Noteholders; weekly update call with FTI; telephone discussion with T. O'Sullivan with respect to distribution investigation
	DJM	4.00	Review SISP issues; attend meetings with respect to NDA etc.; participate on conference calls
	JGGL	5.25	Attend to various emails from D. MacKenzie; emails from A. Willett with memorandum; email to A. Willett; review documents; office conference with A. Willett; participate on conference call; email from D. MacKenzie with Statement of Claim and Statement of Defence; email from D. MacKenzie with claims; emails with M. Konyukhova; office conference with M. Konyukhova

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	MK	3.00	Email to J. Porepa with respect to validity of LP distributions to CMI; correspondence with D. MacKenzie and J. Legge with respect to same; review LP Statement of Claim and Statement of Defence; attend on status call with FTI; correspondence with D. Barfuss with respect to GST issues; review case law from CRA
	AW	10.97	Continue to research and revise memorandum and attend internal meeting to discuss preliminary findings
	AS	2.58	Conduct research on the meaning of "disposition of Property" under the <i>Bankruptcy and Insolvency Act</i>
02/09/10	DRB	1.00	Attend on conference call with G. Colter, P. Bishop and T. O'Sullivan with respect to distribution investigation; further emails with G. Colter and T. O'Sullivan
	DJM	2.00	Review SISP issues; review claims
	JGGL	5.75	Email from A. Willett with revised memorandum; office meeting with A. Willett and M. Konyukhova; review documents, etc.; various emails with M. Konyukhova and A. Willett; emails from J. Porepa with financial reports; email from D. MacKenzie with documents; email from M. Konyukhova with CMI Reply; multiple emails from D. Byers
	MK	6.50	Review memorandum with respect to LP distributions; review <i>Bankruptcy and Insolvency Act</i> and related case law; meetings with J. Legge and A. Willett with respect to memorandum; telephone call with G. Colter, T. O'Sullivan and P. Bishop with respect to LP claim concerning distributions; telephone calls with J. Porepa with respect to required financial information and applicable tests; review financial information; review various emails with respect to documentary production requests; review Amended LP Claim; attend to correspondence with respect to same; correspondence with FTI with respect to various issues
	AW	5.75	Continue to research and revise memorandum; attend internal briefing meetings
	WTN	1.33	Conduct research
	TR	2.62	Conduct research with respect to partners rights to share in profit of the company and fair market value and consideration for a dividend
	VV	0.13	Conduct research with respect to rationale for amended s.96 of the <i>Bankruptcy and Insolvency Act</i> and whether dividend is a disposition of property
02/10/10	DRB	1.25	Conference call with P. Bishop; emails with respect to

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			NDA issues; conference call with M. Wasserman
DJM	2.00		Review DIP and retention issues; attend to correspondence; review Order
JGGL	4.25		Multiple emails with M. Konyukhova and A. Willett; reviewing memorandum and mark-up same; consider and discuss issues; meetings with M. Konyukhova and A. Willett to review documents; emails from D. Byers; various emails with documents from M. Konyukhova; email from D. MacKenzie regarding Nominee Agreements; emails with M. Schyven
MK	4.50		Correspondence with Canwest and conference call with CRA with respect to [REDACTED]; correspondence with J. Porepa with respect to same; review memorandum with respect to validity of LP distributions; meeting with J. Legge and A. Willett with respect to same; telephone call with FTI and D. Byers with respect to LP Lenders' claim in CMI; telephone call with Osler, McMillan and M. Barrack with respect to production requests and issues; correspondence with Canwest, FTI and C. Broadhurst with respect to Canwest data rooms, contents thereof and access to same; attend to various emails related to same
AW	6.42		Continue to research and revise memorandum regarding distributions
RB	5.79		Conducting research with respect to test for distribution of dividends under the <i>Ontario Business Corporations Act</i> and the <i>Canadian Business Corporations Act</i> ; consider treatment of long-term debt under same
WTN	3.33		Conduct research
TR	7.13		Conduct research with respect to partners rights to share in profit of the company and fair market value and consideration for a dividend; conduct research on limited partnership laws in all provinces and the rights to share in profits
VV	2.37		Conduct research for rationale behind the amended s. 96 of the <i>Bankruptcy and Insolvency Act</i> /whether a dividend is a disposition of property; note up case law research
CZ	2.33		Reviewing disclosure net to find limited partnerships that have a high debt to equity ratio
02/11/10	DRB	0.33	Attend to emails with respect to NDA and [REDACTED]
DJM	1.00		Participate on conference calls with respect to labour and DIP issues

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	JGGL	2.50	Review revised memorandum and mark-up; meeting with A. Willett; emails with A. Willett with documents; emails with M. Konyukhova and A. Willett; email from M. Konyukhova with document; email from J. Porepa with solvency scenarios
	MS	0.25	Telephone discussion with D. MacKenzie; correspondence with S. Pervin
	MK	2.00	Review revised memorandum with respect to LP distributions; meeting with J. Legge and A. Willett with respect to same
	AW	9.93	Conduct research, draft and revise memorandum regarding distributions and attend internal meeting to discuss same
	WTN	0.42	Conduct research
02/12/10	DRB	0.75	Attend to numerous NDA issues; consider consent to lift Stay
	DJM	0.75	Prepare for and attend conference calls with respect to SISF
	JGGL	0.75	Review revised memorandum; email to A. Willett and M. Konyukhova regarding same; email from M. Konyukhova

Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	7.08		825.00		5,841.00
DJM	Daphne MacKenzie	11.00		775.00		8,525.00
JGGL	Jennifer Legge	18.50		700.00		12,950.00
MS	Melissa Schyven	0.25		550.00		137.50
MK	Maria Konyukhova	17.50		445.00		7,787.50
AW	Amanda Willett	40.07		375.00		15,026.25
WTN	Warren Ng	5.08		240.00		1,219.20
TR	Tariq Rangwala	9.75		240.00		2,340.00
AS	Amy Stein	2.58		240.00		619.20
VV	Vaness Voakes	2.50		240.00		600.00
CZ	Cora Zeeman	2.33		240.00		559.20
RB	Randall Boessenkol	5.79		240.00		1,389.60

FEES	CDN\$
Professional Services	56,994.45
Goods and Services Tax on Professional Services	2,849.72

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CHARGES	GST Taxable
Photocopies	2.75
	<hr/> 2.75
Total Charges	2.75
Goods and Services Tax on Charges	.14
Total Fees/Charges and Taxes on Fees/Charges	<hr/> 59,847.06

DISBURSEMENTS	GST Taxable
Business Meals - In Town	33.99
Telephone	51.50
Travel - Taxis	216.91
	<hr/> 302.40
Total Disbursements	302.40
Goods and Services Tax on Disbursements	15.12
Total Disbursements and Taxes on Disbursements	317.52

SUMMARY OF ACCOUNT

Professional Services	56,994.45
Charges	2.75
Disbursements	302.40
Goods and Services Tax on Fees and Charges and Disbursements	2,864.98
	<hr/>
NET AMOUNT DUE	CDN\$ 60,164.58
	<hr/> <hr/>

STIKEMAN ELLIOTT LLP

Per: _____
David R. Byers

STIKEMAN ELLIOTT

Stikeman Elliott LLP Barristers & Solicitors

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G.S.T. NO. R121411136

Invoice

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

February 25, 2010
File No.: 1096791004
Invoice No.: 4867281

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period February 14 to 19, 2010, including:

Date	Tkpr Initials	hrs	Description
02/14/10	DRB	0.75	Review various issues with respect to NDAs
02/15/10	RVH	0.33	Advise with respect to tax matters in British Columbia
02/16/10	DRB	1.75	Update conference call with FTI concerning outstanding issues; various emails with respect to NDA issues; review draft letter with respect to representative counsel motions; review ██████████
	DJM	2.00	Review SISP and NDA issues; review ██████████ issues
	LAC	1.50	Attend status meeting, employment matters and review various employee/labour issues for call
	MK	10.00	Review and revise memorandum with respect to LP Distributions; meeting with J. Legge and A. Willett with respect to same; attend on status call with FTI and correspondence to FTI; correspondence with Osler with respect to proposed retention payments; draft Third Report of the Monitor; attend to various correspondence with respect to employment issues
	AW	6.07	Review and revise memorandum and circulate internally for review
02/17/10	DRB	1.42	Emails and discussion with M. Konyukhova with respect to proposed retention payments motion; review further emails with respect to same; conference call with L. Barnes with respect to motions for February 22 and discuss content of Monitor's Report with respect to same with FTI
	DJM	1.00	Review SISP issues; conference call with Osler

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	LAC	1.50	Telephone call with S. Bissell regarding retention/severance arrangements; memorandum to M. Konyukhova; revise and circulate severance letters
	AF	0.98	Review Monitor's pre-filing report; attend to various related tasks
	MK	6.50	Review and revise memorandum with respect to LP Distributions; meeting with J. Legge and A. Willett with respect to same; correspondence with Oslers with respect to motion re [REDACTED] and retention payments; revised Report with respect to representative counsel motion
	AW	7.30	Continue to revise memorandum re LP Distributions and attend internal meeting to discuss same
02/18/10	DRB	1.42	Review and comment on draft Monitor's Report with respect to representative counsel motion; attend to emails with respect to NDA issues; review draft Phase I bid instruction letter and comments with respect to same
	DJM	1.50	Review bid instruction letter; conference call with FTI; circulate comments
	AF	2.41	Review proposed bid letter; revise SISP; conference call with FTI
	MK	5.50	Review and revise memorandum with respect to LP Distributions; attend to circulating, revising, finalizing and serving Third Report of the Monitor; correspondence with Oslers, FTI and McMillan with respect to same; correspondence and telephone calls with D. MacKenzie and J. Porepa with respect to confirmation of accepted amounts in claims process
02/19/10	DJM	1.00	Review bid instruction letter and exchange correspondence with RBC, FTI and Osler; review memoranda with respect to governance
	AW	2.35	Review and revise memorandum re LP Distributions
	AF	0.33	Review correspondence

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Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	5.34		825.00		4,405.50
DJM	Daphne MacKenzie	5.50		775.00		4,262.50
LC	Lorna Cuthbert	3.00		650.00		1,950.00
RVH	Rachel V. Hutton	0.33		700.00		231.00
AF	Aaron Fransen	3.72		480.00		1,785.60
MK	Maria Konyukhova	22.00		445.00		9,790.00
AW	Amanda Willett	15.72		375.00		5,895.00

FEES	CDN\$
Professional Services	28,319.60
Goods and Services Tax on Professional Services	1,415.98

CHARGES	GST Taxable
Photocopies	117.50
	<hr/> 117.50

Total Charges	117.50
Goods and Services Tax on Charges	5.88
Total Fees/Charges and Taxes on Fees/Charges	<hr/> 29,858.96

DISBURSEMENTS	GST Taxable
Business Meals - In Town	41.49
Book Binding / Binders	5.54
Quicklaw Search	134.27
Travel - Taxis	25.48
	<hr/> 206.78

Total Disbursements	206.78
Goods and Services Tax on Disbursements	10.34
Total Disbursements and Taxes on Disbursements	217.12

SUMMARY OF ACCOUNT

Professional Services	28,319.60
Charges	117.50

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Disbursements	206.78
Goods and Services Tax on Fees and Charges and Disbursements	1,432.20

NET AMOUNT DUE	CDN\$	<u>30,076.08</u>
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STIKEMAN ELLIOTT LLP

Per: _____
David R. Byers

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. NO. R121411136

Invoice

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

March 3, 2010
File No. 1096791004
Invoice No. 4869354

Attention: Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with Canwest Limited Partnership matter for the period February 20 to February 26, 2010, including:

Date	Timekeeper	Hours	Description
02/20/10	JGGL	5.00	Emails with A. Willett, M. Konyukhova; review, comment and revise LP distributions memo; email from A. Willett with revised draft memo; further email from M. Konyukhova with revised distribution memo; review and mark up
	MK	3.50	Review and revise memo re LP distributions to CMI; circulate; correspondence to D. Byers re representative counsel motions; review e-mail from P. Bishop re retention payments motion; review Initial Order; draft e-mail to D. MacKenzie re same
02/21/10	DRB	0.75	Attend to emails with respect to NDA issues; review revised instruction letter; attend to emails with respect to [REDACTED]
	MK	4.00	[REDACTED] Review and prepare for representative counsel motions; correspondence with J. Payne re same; correspondence with Oslers and FTI [REDACTED] [REDACTED] correspondence with FTI and D. MacKenzie re motion for retention payments; attend to posting of certain materials on website; correspondence with B. Putnam re representative counsel motions; receipt and review additional materials from CEP; review

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Date	Timekeeper	Hours	Description
02/22/10			draft orders
	WTN	1.47	Research for memo re LP distributions
	DRB	3.75	Review and revise memorandum with respect to LP distributions and [REDACTED]; attend on conference call with respect to [REDACTED] and review memoranda from Osler with respect to same; conference call with H. Clarke; attend on outstanding issues update call with FTI; meeting with M. Konyukhova with respect to representative counsel motions
	DJM	4.00	Review SISP bid instruction issues; review governance issues; research; update correspondence re claims and other issues
	SFD	0.25	[REDACTED]
	MK	8.00	Preparation for and attendance at motions re representative counsel appointment; status call with FTI; call with P. Bishop re next steps; review e-mails from FTI re various issues
	WTN	4.22	Research "realizable value" and certain definitions under the OBCA
	DRB	1.25	Emails with A. Kent with respect to SISP; review proposed revisions to the LP distributions memorandum; review draft affidavit from Osler with respect to retention payments motion; attend to emails with respect to NDA issues
	DJM	6.50	[REDACTED] review claims issues; [REDACTED] consider [REDACTED] and LP distributions
	JGGL	1.50	Email from D. MacKenzie re: distributions; email from A. Willett; email from M. Grottenthaler; meet with M. Konyukhova and A. Willett re: memo; discuss issues and further research
02/23/10	MCM	0.17	Coordination of translation of e-mails
	MK	3.00	Calls and e-mails with L. Barnes, H. Clarke, CSER counsel and FTI re CSER motion re representative counsel and funding; correspondence and review of memo re LP Distributions to CMI; meeting with D. Byers and D. MacKenzie re status and various issues; receipt and review of draft affidavit re retention payments; calls and e-mails with FTI, D. Byers

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Date	Timekeeper	Hours	Description
			and Oslers re timing and process for motion
	RG	0.25	Translation of creditors e-mail
	AW	2.50	Coordinate additional research to be done on the memo re LP distributions
	WTN	0.75	Research re LP distributions
	ELW	0.25	Translation of an e-mail
	CL	1.63	Research bankruptcy and insolvency legislation in the U.S.
02/24/10	DRB	2.00	Conference call with P. Bishop with respect to SISP and retention payments motion; meeting with P. Bishop; attend on conference call with Osler, FTI and RBC with respect to SISP status; attend to email with respect to [REDACTED]
	DJM	2.00	Update call; governance and motion issues
	JGGL	3.50	Conference call re: memo re LP distributions; meeting with M. Konyukhova and A. Willett; email from M. Konyukhova with memo; emails to M. Konyukhova, D. MacKenzie, D. Byers; various emails from D. MacKenzie; various emails with M. Schyven, D. MacKenzie, M. Konyukhova; review and revise memo; meet with M. Grottenthaler and A. Willett; office conference with E. Agazzi; mail from H. Rosenoff
	AF	0.50	Call with Osler, FTI and RBC to discuss SISP and responding to A. Kent's email; various tasks
	MK	4.50	Call with L. Barnes and H. Clarke re CSER motion and settlement; call with FTI and D. Byers and D. MacKenzie re status and LP distributions motion; meeting with J. Legge and A. Willett re additional research and revisions to memo; numerous calls and correspondence with Oslers, McMillan and counsel for CSER re proposal for funding and representative counsel order; call with D. MacKenzie re providing SISP materials to non-bidders; e-mails re translation of creditor requests
	AW	5.49	Review additional research, attend meetings and revise memo re LP distributions accordingly
	CL	9.39	Research on U.S. bankruptcy laws for LP distributions memo
	WTN	4.50	Research UK Insolvency Act case law; internal meeting to discuss memo re LP distributions

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Date	Timekeeper	Hours	Description
02/25/10	DJM	3.00	Review governance issues; review securities and standstill issues
	JGGL	4.75	Emails with A. Willett and M. Konyukhova; telephone calls with M. Konyukhova and A. Willett; revise memo; further telephone conversations with A. Willett re: issues; email from C. Lee with document; emails from C. Lee; email from A. Willett with revised memo; email from M. Konyukhova with revision to memo; email to D. Dyers and D. MacKenzie with revised memo; email from D. Byers with comments
	AF	1.04	Call with D. MacKenzie [REDACTED] preliminary research re [REDACTED]; draft correspondence
	MK	5.50	Review revised memo re distributions to CMI; conference call with J. Legge and A. Willett; review U.S. caselaw and provisions of Bankruptcy Code; revise section of memo; related e-mails; correspondence with counsel for Agent, CSER and Oslers re representative counsel motion; call with L. Barnes and H. Clarke re same
	AW	5.02	Continue to review, revise and finalize memo, including meetings and conference calls to discuss
02/26/10	CL	2.75	Research US bankruptcy law; meeting with A. Willett, M. Konyukhova, J. Legge; note up case
	DJM	3.00	SISP issues; conference calls
	AF	0.33	Call with D. MacKenzie; various tasks
	MK	0.75	Various e-mails re retention payments motion; review acknowledgement [REDACTED]; e-mails re memo re LP Distributions to CMI and revisions; [REDACTED]

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FEE SUMMARY

Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	7.75		825.00		6,393.75
DJM	Daphne MacKenzie	18.30		775.00		14,337.5
SFD	Sean Dunphy	0.25		825.00		206.26
JGGL	Jennifer Legge	14.75		700.00		10,325.00
AF	Aaron Fransen	1.87		480.00		897.60
MCM	Marie-Claude Milot	0.17		475.00		80.75
MK	Maria Konyukhova	29.25		445.00		13,016.25
RG	Richard Grenier	0.25		410.00		102.50
AW	Amanda Willett	13.01		375.00		4,878.75
ELW	Elizabeth Wheeler	0.25		330.00		82.50
WTN	Warren Ng	10.94		240.00		2,625.60
CL	Cindy Lee	13.77		240.00		3,304.80

FEES

Professional Services	CAD \$56,251.25
Goods and Services Tax on Professional Services	2,812.56
Total Professional Services and Taxes on Professional Services	CAD \$59,063.81

CHARGES SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Photocopies	119.75		119.75
Total Charges	119.75	0.00	119.75
Goods and Services Tax on Charges			5.99
Total Charges and Tax on Charges			CAD \$125.74

DISBURSEMENTS SUMMARY

<u>Description</u>	<u>Taxable</u>	<u>Non - Taxable</u>	<u>Total</u>
Business Meals - In Town	8.57		8.57
Telephone	54.90		54.90
Total Disbursements	63.47	0.00	63.47
Goods and Services Tax on Disbursements			3.18
Total Disbursements and Tax on Disbursements			CAD \$66.65

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SUMMARY OF ACCOUNT

	<u>Total</u>
Professional Services	\$56,251.25
Charges	119.75
Disbursements	63.47
Goofs and Services Tax on Fees and Charges and Disbursements	2,821.73
AMOUNT DUE	<u>CAD \$59,256.20</u>

STIKEMAN ELLIOTT LLP

David R. Byers

Invoice

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

March 11, 2010
File No.: 1096791004
Invoice No.: 4871476

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period February 27 to March 5, 2010, including:

Date	Tkpr Initials	hrs	Description
02/19/10	JGGL	0.50	Review revised memorandum and revise; telephone call with A. Willett
02/25/10	DRB	2.50	Prepare draft email and circulate; telephone conversation with P. Bishop; emails to Osler; conference call with P. Bishop; revise distributions memorandum; telephone conversation with A. Kent; attend to emails with respect to [REDACTED]; attend to various emails with respect to NDA issues
02/26/10	DRB	4.25	Conference call with respect to [REDACTED]; emails and conference call with A. Kent; emails with respect to comments on SISP letter to A. Kent; emails with respect to NDA issues; correspondence; review acknowledgement with respect to Special Committee and senior management and provide comments on same; correspondence from [REDACTED]; [REDACTED] various emails with respect to same; conference call with respect to same
02/27/10	DRB	1.50	Emails with respect to [REDACTED] issues; review draft letter to [REDACTED] and comment on same; emails and voicemails to M. Wasserman with respect to [REDACTED]; [REDACTED]
	DJM	4.00	Prepare correspondence with respect to SISP issues and related matters
02/28/10	DRB	0.42	Attend to emails with respect to letter [REDACTED]; [REDACTED]

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	DJM	4.00	Revise correspondence with respect to SISP; attend on various conference calls and to numerous emails; review NDAs and acknowledgements
	MK	0.50	Correspondence to and from CSER with respect to representative counsel motion; correspondence to H. Clarke; review and organize correspondence with respect to upcoming motions
03/01/10	DJM	4.00	Review SISP and employment issues; attend on conference calls; review confidentiality and NDA issues
	AF	0.42	Attend to various tasks
	MK	1.00	Correspondence with H. Clarke and J. Payne with respect to representative counsel motion; correspondence with J. Payne with respect to obtaining NDA and confidential SISP materials; attend on status call with FTI
	AW	1.25	Review KPMG valuation report and prepare summary of report
03/02/10	DRB	0.75	Emails with respect to NDA issues and telephone conversation with client with respect to same
	DJM	2.50	Attending to SISP issues
	MCM	0.25	Evaluation of email and letter for translation; coordination of assignment and revising translation
	MK	0.25	Telephone call to J. Payne; email [REDACTED] [REDACTED]
	SC	0.28	Updated service list
03/03/10	DRB	1.50	Review material with respect to distribution review; conference calls with respect to SISP status and NDA issues
	DJM	3.50	Attending to SISP disclaimer issues, etc.; review [REDACTED] [REDACTED] attend on SISP conference calls
	AF	1.75	Review SISP in preparation for Phase 1 bid deadline; telephone call with D. MacKenzie
	MK	1.00	Review and revise correspondence to [REDACTED] [REDACTED] attend to correspondence with respect to translation of creditor enquiries
03/04/10	DJM	2.00	Attend on conference calls; review SISP issues
	AF	0.50	Attend on calls with respect to [REDACTED] [REDACTED]
	MK	0.50	Review correspondence with respect to [REDACTED] [REDACTED] review Initial order with respect to requirement for court approval; review terms of MIP; correspondence with D. MacKenzie with

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			respect to same
	SC	0.23	Updated service list
03/05/10	DRB	0.33	Review Justice Pepall's Reasons on representative counsel motion
	DJM	1.00	Attending to SISP issues
	AF	0.08	Review correspondence related to cover email to Steering Committee enclose Phase 1 bids
	MK	0.75	Receipt and review correspondence from [REDACTED] email correspondence to D. Byers and D. MacKenzie with respect to same; receipt and review of Justice Pepall's Reasons with respect to CSER representative counsel motion and attend to correspondence with respect to same

Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	11.25		825.00		9,281.25
DJM	Daphne MacKenzie	21.00		775.00		16,275.00
JGGL	Jennifer Legge	0.50		700.00		350.00
AF	Aaron Fransen	2.75		480.00		1,320.00
MCM	Marie-Claude Milot	0.25		475.00		118.75
MK	Maria Konyukhova	4.00		445.00		1,780.00
AW	Amanda Willett	1.25		445.00		468.75
SC	Sarah Clarke	0.51		345.00		175.95

FEEs	CDN\$
Professional Services	29,769.70
Goods and Services Tax on Professional Services	1,488.49

CHARGES	GST Taxable
Photocopies	22.50
	<hr/> 22.50

Total Charges	22.50
Goods and Services Tax on Charges	1.12
Total Fees/Charges and Taxes on Fees/Charges	<hr/> 31,281.81

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DISBURSEMENTS	GST Taxable	
Agents' Fees	50.00	
Business Meals - In Town	18.25	
Delivery/Mailroom	6.00	
	<hr/>	
	74.25	
Total Disbursements		74.25
Goods and Services Tax on Disbursements		3.71
Total Disbursements and Taxes on Disbursements		77.96
SUMMARY OF ACCOUNT		
Professional Services		29,769.70
Charges		22.50
Disbursements		74.25
Goods and Services Tax on Fees and Charges and Disbursements		1,493.32
		<hr/>
NET AMOUNT DUE	CDN\$	31,359.77
		<hr/> <hr/>

STIKEMAN ELLIOTT LLP

Per: _____
David R. Byers

Please quote our File No. and/or Invoice No. when making payment. Accounts are due when rendered. Interest at the rate of 0.5 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. NO. R121411136

Invoice

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

March 25, 2010

File No.: 1096791004

Invoice No.: 4872644

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Limited Partnership** matter for the period March 1 to 19, 2010, including:

Date	Tkpr Initials	hrs	Description
03/01/10	JGGL	0.50	Email from D. MacKenzie with valuation report; email from A. Willett
03/02/10	SF	1.42	Translation of Initial Order email and letter with respect to legal claims
03/03/10	JGGL	0.25	Emails with D. Byers and P. Bishop
03/06/10	DJM	0.75	Attend to SISP correspondence
	AF	1.50	Review RBC summary; review SISP bids
03/07/10	DRB	0.75	Review memorandum to the Board and to Bank of Nova Scotia in support of changes to the MIP; review emails with respect to Phase I expressions of interest
	DJM	1.50	Review SISP bids
03/08/10	DRB	1.00	Review bid summary and discuss status with D. MacKenzie; discussion of outline for Monitor's Report with M. Konyukhova
	DJM	9.00	Attend SISP meetings; review bids and bid summary
	MK	1.50	Various correspondence and review of draft Orders with respect to CSER representation order; conference call with H. Clarke and A. Cobb; conference call with various counsel for CSER group and A. Cobb
03/09/10	DRB	1.25	Attend on update call with client; prepare outline for

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			Court report; email client with respect to T. O'Sullivan
	DJM	4.50	Review SISP issues; participate on conference calls
	MK	12.00	Update call with FTI; various correspondence with Osler and McMillan with respect to CSER Order; draft Fourth Report of the Monitor
03/10/10	DRB	1.42	Attend to numerous emails with respect to [REDACTED] NDA; work on draft Fourth Report of the Monitor
	DJM	4.00	Review and revise draft Fourth Report of the Monitor; update calls with respect to SISP and claims process; attend on calls with respect to closing public disclosure issues
	MK	5.00	Office conference with D. MacKenzie with respect to draft Fourth Report of the Monitor; conference call concerning CSER draft order and funding; correspondence with Osler with respect to LP MIP and locate and forward copies of same; conference call with FTI with respect to same; correspondence with Osler and FTI with respect to proposed claims process
03/11/10	DRB	3.50	Email to A. Kent; review status report from P. Bishop; discuss claims procedure with D. MacKenzie; review revisions to draft Fourth Report of the Monitor; attend to emails concerning [REDACTED] expression of interest and NDA; attend to various emails with respect to D. Skulsky and press release; conference call with P. Bishop and M. Wasserman concerning same
	DJM	8.00	Review and revise draft Fourth Report of the Monitor; consider claims process issues; consider SISP issues
	MK	7.50	Attend on conference call concerning claims process; attend to emails and calls with FTI concerning Fourth Report of the Monitor and revising same; circulate same to Osler; review letter from [REDACTED] telephone calls with A. Boctor and A. Cobb with respect to same
03/12/10	DRB	4.75	Attend to emails with respect to press release and Monitor report dealing with SISP and D. Skulsky; conference call with FTI, RBC and Osler; review comments on draft Fourth Report of the Monitor; review revised draft Monitor Report; review Monitor's recommendations to Special Committee with respect to moving to Phase II; conference call with A. Kent; finalize Fourth Report of the Monitor; attend to emails with respect to whether [REDACTED] attend to emails with respect to [REDACTED]; conference call with P. Bishop and M. Konyukhova
	DJM	9.00	Finalize Fourth Report of the Monitor, SISP procedures

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and press releases

	MK	8.00	Various revisions to Fourth Report of the Monitor; various calls with FTI and Osler with respect to report and related issues; attend to finalizing and serving Report
03/14/10	DRB	1.00	Review emails from J. Payne with respect to role of representative counsel and budget and comment on same to FTI; review email from H. O'Reilly with respect to employee issues concerning the SISP; review email with respect to [REDACTED]; review and comment on draft email to J. Payne
	MK	3.00	Review various emails from CSER counsel; correspondence with Osler and FTI; draft reply to CSER counsel; further correspondence with Osler; review email form H. O'Reilly with respect to Acquireco Agreement; emails with Osler and FTI with respect to same; emails with respect to call concerning grievances claims process; review various other correspondence
03/15/10	DRB	4.33	Attend to emails with respect to [REDACTED] and [REDACTED]; review and comment on Litigation Agreement with respect to distribution claims; conference call with respect to production of LP documents in LP Senior Lender claim with counsel on the claim; email with A. Jacques with respect to representative counsel order; update conference call with FTI; conference call with FTI, RBC, Osler and G. Colter with respect to SISP issues
	DJM	3.00	Prepare for and attend on conference calls with respect to SISP and claims process
	MK	2.00	Correspondence with P. Luthra with respect to creditor enquiries; correspondence with Osler and FTI with respect to motion returnable March 26; status call with FTI
03/16/10	DRB	2.75	Conference call with D. MacKenzie with respect to next steps in SISP [REDACTED]; meeting with A. Jacques; email from S. Laubman; attend to various emails with respect to [REDACTED]; attend to emails with respect to claim of [REDACTED]; attend to emails with respect to LP claims process and treatment of grievances
	DJM	1.83	Attend to conference calls and correspondence with respect to SISP [REDACTED]
	AF	0.58	Consider confidentiality issues in context of auction; telephone call with D. MacKenzie

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	MK	9.50	Conference call with Osler, FTI, and Canwest with respect to treatment of grievances in claims process; status update call with FTI and Osler; correspondence with L. Cuthbert and B. Pruden and office conference with A. Taylor with respect to same; meeting with A. Jacques with respect to representative counsel issues; correspondence and calls with respect to various representative counsel issues; correspondence and telephone calls with respect to various representative counsel issues; telephone calls with J. Payne with respect to same; correspondence with P. Luthra with respect to creditor enquiries
03/17/10	DRB	4.50	Conference call with Osler with respect to claims process; various emails with respect to [REDACTED] [REDACTED] review draft claims procedure order from Osler; attend to emails with respect to [REDACTED] [REDACTED] review omnibus motion materials from Osler with respect to retention of payments, amendments to Initial Order, MIP, etc.; conference call with H. Clarke with respect to claims procedure; attend to various email with respect to [REDACTED] [REDACTED]
	DJM	1.00	Consider SISP issues and claims process issues
	MK	8.50	Meeting with H. O'Reilly and M. Wasserman with respect to Acquireco Agreement; telephone calls and correspondence with respect to treatment of grievances in the claims process; office conference with L. Cuthbert with respect to same; various calls and correspondence with respect to [REDACTED] [REDACTED] correspondence and conference calls with representative counsel with respect to various issues; review claims procedure order and comment on same; conference calls with respect to same with FTI and Osler; review draft omnibus motion materials and provide comments; conference calls with respect to same; review representative counsel draft order; provide comments and attend on telephone calls with respect to same
03/18/10	DRB	5.00	Attend to emails with respect [REDACTED] various emails with respect to Director and Officer claims procedure; attend to emails with respect to representative counsel form of order and employee issues; review emails from J. Payne; conference call with P. Bishop; conference call with S. Bissel and M. Konyukhova with respect to claims order; review McMillan comments on claims order; further

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Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	35.25		825.00		29,081.25
DJM	Daphne MacKenzie	45.58		775.00		35,324.50
JGGL	Jennifer Legge	0.75		700.00		525.00
AF	Aaron Fransen	2.08		480.00		998.40
MK	Maria Konyukhova	81.50		445.00		36,267.50
SF	Sabrina Fortier	1.42		255.00		362.10

FEES	CDN\$
Professional Services	102,558.75
Goods and Services Tax on Professional Services	5,127.94

CHARGES	GST Taxable
Photocopies	194.00
	<hr/> 194.00

Total Charges	194.00
Goods and Services Tax on Charges	9.70
Total Fees/Charges and Taxes on Fees/Charges	<hr/> 107,890.39

DISBURSEMENTS	GST Taxable
Postage	2.44
Book Binding / Binders	5.45
LexisNexis Search	915.40
Quicklaw Search	114.86
Westlaw Research	811.34
	<hr/> 1,849.49


Total Disbursements	1,849.49
Goods and Services Tax on Disbursements	92.47
Total Disbursements and Taxes on Disbursements	1,941.96

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SUMMARY OF ACCOUNT

Professional Services	102,558.75
Charges	194.00
Disbursements	1,849.49
Goods and Services Tax on Fees and Charges and Disbursements	5,230.11
	<hr/>
NET AMOUNT DUE	CDN\$ 109,832.35
	<hr/> <hr/>

STIKEMAN ELLIOTT LLP

Per: 
David R. Byers

TAB B

This is **Exhibit "B"** referred to in the
Affidavit of Daphne J. MacKenzie
sworn before me on this 6th
day of April, 2010



Commissioner for Taking Affidavits

EXHIBIT "B "

Stikeman Elliott - Summary of Invoices

Invoice #	Date	Fee	Charges and Disbursements	GST (on Fees, Charges & Disbursements)	Total
4856855	19-Jan-10	\$ 25,627.40	\$ 25.25	\$ 1,282.63	\$ 26,935.28
4858227	27-Jan-10	\$ 26,753.00	\$ 332.61	\$ 1,351.89	\$ 28,437.50
4859503	2-Feb-10	\$ 69,513.35	\$ 388.06	\$ 3,495.07	\$ 73,396.48
5862940	10-Feb-10	\$ 33,397.90	\$ 119.25	\$ 1,675.86	\$ 35,193.01
4865452	18-Feb-10	\$ 56,994.45	\$ 305.15	\$ 2,864.98	\$ 60,164.58
4867281	25-Feb-10	\$ 28,319.60	\$ 324.28	\$ 1,432.20	\$ 30,076.08
4869354	3-Mar-10	\$ 56,251.25	\$ 183.22	\$ 2,821.73	\$ 59,256.20
4871476	11-Mar-10	\$ 29,769.70	\$ 96.75	\$ 1,493.32	\$ 31,359.77
4872644	25-Mar-10	\$ 102,558.75	\$ 2,043.49	\$ 5,230.11	\$ 109,832.35
TOTALS		\$ 429,185.40	\$ 3,818.06	\$ 21,647.79	\$ 454,651.25

See Note 1

Note 1: Invoice 4869354 included an amount of \$155.00 charged in error

TAB C

This is **Exhibit "C"** referred to in the
Affidavit of Daphne J. MacKenzie
sworn before me on this 6th
day of April, 2010



Commissioner for Taking Affidavits

EXHIBIT "C"

Stikeman Elliott Fees - January 9 to March 19, 2010

NAME	POSITION	HOURS	HOURLY RATE	TOTAL
D. Byers	Sr. Lit. Partner	126.25	825 \$	104,156.25
D. MacKenzie	Sr. Corp. Partner	149.38	775 \$	115,924.50 See Note 1
G. Nachshen	Sr. Employ. Partner	0.30	850 \$	255.00
S. Dunphy	Sr. Lit. Partner	0.25	825 \$	206.25
R. Hutton	R.P.&E. Partner	0.33	700 \$	231.00
J. Legge	Corp. Partner	52.50	700 \$	36,750.00
A. Taylor	Lit. Partner	1.25	675 \$	843.75
L. Cuthbert	Employ. Partner	3.00	650 \$	1,950.00
S. Vanderpol	Corp. Partner	1.25	625 \$	781.25
A. Boctor	Employ. Associate	4.75	585 \$	2,778.75
M. Schyven	R.P.&E. Associate	0.25	550 \$	137.50
A. Fransen	Corp. Associate	10.42	480 \$	5,001.60
M. Milot	Sr. Translator	0.42	475 \$	199.50
M. Konyukhova	Lit. Associate	246.00	445 \$	109,470.00
R. Grenier	Reviser	0.25	410 \$	102.50
J. Tanguay	Translator	0.17	385 \$	65.45
A. Willett	Corp. Associate	86.73	375 \$	32,523.75
S. Clarke	Lit. Associate	10.93	345 \$	3,770.85
E. Wheeler	Translator	0.25	330 \$	82.50
E. Jennings	R.P.&E Law Clerk	0.67	285 \$	190.95
S. Fortier	Translator	1.42	255 \$	362.10
A. Reda	Translator	0.25	245 \$	61.25
R. Boessenkool	Articling Student	5.79	240 \$	1,389.60
A. Howse	Articling Student	2.44	240 \$	585.60
C. Lee	Articling Student	13.77	240 \$	3,304.80
W. Ng	Articling Student	16.02	240 \$	3,844.80
T. Rangwala	Articling Student	9.75	240 \$	2,340.00
A. Stein	Articling Student	2.58	240 \$	619.20
V. Voakes	Articling Student	2.50	240 \$	600.00
C. Zeeman	Articling Student	2.33	240 \$	559.20
E. Yuen	Legal Admin. Assistant	0.50	195 \$	97.50
	TOTAL HOURS	752.70	TOTAL \$	429,185.40

Note 1: Additional \$155 was charged in error on Invoice No. 4869354

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.

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

**ONTARIO
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at Toronto

**AFFIDAVIT OF DAPHNE J. MACKENZIE
(SWORN APRIL 6, 2010)**

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

Ashley John Taylor LSUC#: 39932E

Tel: (416) 869-5236

Maria Konyukhova LSUC#: 52880V

Tel: (416) 869-5230

Fax: (416) 861-0445

Lawyers for the Monitor

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

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

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.

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

Proceeding commenced at Toronto

**SIXTH REPORT OF FTI CONSULTING CANADA
INC., IN ITS CAPACITY AS MONITOR OF THE
APPLICANTS**

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

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Fax: (416) 861-0445

Lawyers for the Monitor