

**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 June 14, 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 Canada 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 March 22, 2010 to May 31, 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 March 22, 2010 to May 31, 2010 (redacted for confidential information), in the total amount of \$1,283,147.34, 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 from March 22, 2010 to May 31, 2010.

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.

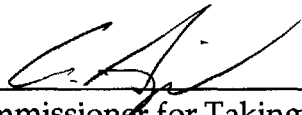
7. The hours spent on this matter involved monitoring the LP Entities and dealing with a number of CCAA issues (as more particularly described in the Monitor's reports) and I believe that the total hours incurred by FTI were reasonable and appropriate in the circumstances.

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

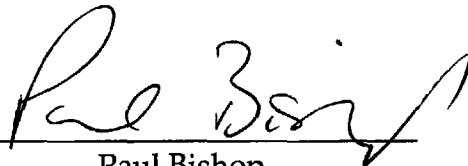
9. FTI requests that the Court approve its accounts for the period of March 22, 2010 to May 31, 2010 for fees in the amount of \$1,075,435.50, expenses of \$146,609.59 and GST of \$61,102.25.

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 June 14, 2010.



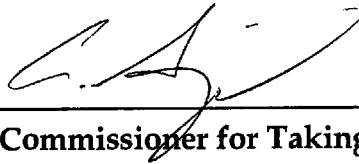
Commissioner for Taking Affidavits



Paul Bishop

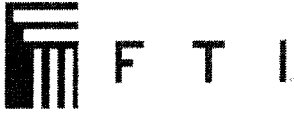
**Aaron Frederick Sigal, a
Commissioner etc., Province of Ontario,
while a student-at-law.
Expires April 12, 2013.**

**THIS IS EXHIBIT "A" TO
THE AFFIDAVIT OF
PAUL BISHOP
SWORN JUNE 14, 2010**



Commissioner for Taking Affidavits

**Aaron Frederick Sigal, a
Commissioner etc., Province of Ontario,
while a student-at-law,
Expires April 12, 2010.**



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

April 8, 2010

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

RE: FTI Matter # 012660.0008
Invoice # 7231100

Dear Mr. Lamb:

In accordance with services that we have provided pursuant to our appointment as Monitor for Canwest Limited Partnership (and the other related Applicants in the CCAA proceedings), please find our invoice for professional services in the amount of \$169,107.48 for the period from March 22, 2010 to April 9, 2010.

The invoice is due upon receipt. Please provide confirmation of the wire transfer once it has been authorized. Please include our GST # 835718024RT0001 and refer to the invoice number (see above) when remitting your payment.

Please do not hesitate to contact me should you have any questions with respect this invoice.

Best regards,

A handwritten signature in black ink, appearing to read 'Steven Bissell', written in a cursive style.

Steven Bissell
Managing Director



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

Invoice # 7231100
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Hours	Standard Rates	Amount
Paul Bishop	69.70	805	56,108.50
Steven Bissell	66.70	680	45,356.00
Jodi Porepa	26.90	550	14,795.00
Pamela Luthra	88.10	500	44,050.00
Ana Arevalo	3.20	110	352.00
Total Hours and Fees	254.60		\$ 160,661.50
Expenses			
Airfare			\$ -
Lodging			269.49
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			123.75
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			-
Miscellaneous Expenses			-
Total Expenses			\$ 393.24
Total Fees and Expenses			\$ 161,054.74
5% GST #835718024RT0001			8,052.74
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 169,107.48

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 # 7231100 in your remittance.

Canwest Limited Partnership
012660.0008 - April 4, 2010
Invoice # 7231100

Date	TK#	Name	Hours		Amount	Narrative
03/22/10	14800	Paul Bishop	8.70	\$	7,003.50	Run through final version of Management presentation. Review and revise DSkulsky agreement. Finalize and issue Monitor's report, and finalize releases. Participate on conference calls with counsel regarding Non Disclosure Agreement and claims process. Participate on conference call with Osiers and GColter regarding claims and Ad Hoc.
03/22/10	14888	Pamela Luthra	4.40	\$	2,200.00	[REDACTED]
03/22/10	14856	Steven Bissell	10.50	\$	7,140.00	Follow-up on weekend email correspondence. Review and finalize edits to Monitor's Fifth Report and schedules to Confidential Supplement. Review of post-filing check run. Page flip of Management Presentation with LP Management, RBC and Osiers.
03/22/10	15532	Jodi Porepa	2.90	\$	1,595.00	Review of Monitor's Report.
03/23/10	15532	Jodi Porepa	9.00	\$	4,950.00	Review claims process order. Review emails. Respond to suppliers. Review billing detail.
03/23/10	14856	Steven Bissell	7.80	\$	5,304.00	Review and comment on Rep Counsel documents. Attendance and comments at Management Presentation "dry run". Participate on update call with Osiers, LP Senior Management and Stikemans. Participate on telephone call with Steve Pastemak regarding Rep Counsel information requests and redacting list of LP.
03/23/10	14888	Pamela Luthra	8.30	\$	4,150.00	Complete website maintenance and Fifth Monitor's Report. Respond to the Monitor's hotline and e-mails. Participate on Osiers status call.
03/23/10	14800	Paul Bishop	8.90	\$	7,164.50	Meet with A&M, Stikemans and Osiers regarding claims process. Attend Management presentation. Participate on telephone call with Osiers regarding Ad Hoc, and participate on a telephone call with Stikemans regarding the same. Participate on conference call regarding issues update.
03/24/10	14800	Paul Bishop	6.90	\$	5,554.50	Attend premises and meet with A&M, and GColter and Company. Finalize consulting agreement. Review and respond to multiple calls and emails.
03/24/10	14888	Pamela Luthra	9.30	\$	4,650.00	Respond to the Monitor's hotline and e-mails. Director & Officer certificate procedures. LP cash flow forecast.
03/24/10	14856	Steven Bissell	6.80	\$	4,624.00	Review and comment on pre-filing check run. Update meeting with Senior Management, A&M, LP CRA and FTI. Participate in meetings and calls with PGelfand and JDouglas regarding revisions to LP Management Incentive Program and public disclosure of same. Critical supplier issues.
03/24/10	15532	Jodi Porepa	7.40	\$	4,070.00	Draft claims register.
03/24/10	15273	Ana Arevalo	1.20	\$	132.00	Prepare draft invoice for period ending March 21, 2010. Prepare Stikemans invoice regarding Canwest LP draft invoice for period ending March 11, 2010.
03/25/10	15532	Jodi Porepa	6.00	\$	3,300.00	Review and respond to GST issues. Draft and review claims register. Review variance analysis and discussion with [REDACTED]
03/25/10	14856	Steven Bissell	8.00	\$	5,440.00	Review and prepare professional fee summary for distribution to LP CRA, LP Senior Management and A&M. Review union Rep counsel letter. Professional fees forecast for LP weekly cash flow model.
03/25/10	14888	Pamela Luthra	7.80	\$	3,900.00	Review reporting requirements. Respond to the Monitor's hotline and e-mails. [REDACTED]

Canwest Limited Partnership
012660.0008 - April 4, 2010
Invoice # 7231100

Date	TK#	Name	Hours	Amount	Narrative
03/25/10	14800	Paul Bishop	5.40	\$ 4,347.00	Participate in calls and meetings regarding [REDACTED], DSkulsky agreement. Review and respond to multiple calls and emails.
03/26/10	14800	Paul Bishop	4.80	\$ 3,864.00	Prepare and attend court. [REDACTED] agreement. Participate on conference call with counsel.
03/26/10	14888	Pamela Luthra	8.20	\$ 4,100.00	[REDACTED]. Monitor's hotline and e-mails. Follow-up on supplier questions.
03/26/10	14856	Steven Bissell	8.80	\$ 5,984.00	Email correspondence with JDouglas regarding disclosure of amendments to the LP Management Incentive Program and DSkulsky special arrangements. Participation in Management Presentations. Review of notes to financial statements.
03/26/10	15273	Ana Arevalo	1.00	\$ 110.00	Finalize invoice for period ending March 21, 2010. Finalizing Stikemans regarding Canwest LP draft invoice for period ending March 11, 2010.
03/28/10	14800	Paul Bishop	2.20	\$ 1,771.00	Review and respond to multiple emails. Review start draft of report.
03/29/10	14800	Paul Bishop	5.70	\$ 4,588.50	Management presentations. Participate on telephone calls and exchange emails regarding the same. Participate on telephone calls and exchange emails regarding [REDACTED].
03/29/10	14888	Pamela Luthra	8.60	\$ 4,300.00	Respond to the Monitor's hotline and e-mails. Participate on update call with Stikemans. Variance analysis. Attendance at Management presentation.
03/29/10	14856	Steven Bissell	8.00	\$ 5,440.00	Review of request [REDACTED]. Review of [REDACTED] agreement. Preparation of memo to AManagre regarding treatment of [REDACTED]. Preparation of professional fees forecast.
03/30/10	14856	Steven Bissell	8.50	\$ 5,780.00	Review of amended SISP in preparation for questions from Phase 2 Bidders at Management Presentation. Attendance at Management Presentations. Participate on conference call with BToombs, PLuckhoo and FTI regarding positive variance in operating receipt.
03/30/10	14888	Pamela Luthra	7.50	\$ 3,750.00	LP cash flow projection discussions with BToombs, LMcLeod, SDearborn. Participate on Osiers status call. Respond to the Monitor's hotline and e-mails. Variance analysis and calculation of permanent versus timing differences.
03/30/10	14800	Paul Bishop	6.60	\$ 5,313.00	Participate on telephone call with AKent regarding Non Disclosure Agreement. Meet with Bank of Nova Scotia and AKent. Participate on telephone call with Counsel regarding same. Respond to multiple calls and emails. Participate on update meeting with staff. Participate on telephone calls with RBC regarding SISP, and calls with counsel regarding the same. Evening conference calls with AKent, Osiers and Stikemans. A separate call with Stikemans and Osiers.
03/31/10	14800	Paul Bishop	4.90	\$ 3,944.50	Participate on conference call with DSkulsky, DLamb et al regarding weekly update. Participate on Special Committee conference call. Participate on telephone calls regarding Non Disclosure Agreement. Calls with GColter regarding Non Disclosure Agreement and Special Committee.
03/31/10	14888	Pamela Luthra	10.50	\$ 5,250.00	Participate on telephone call to discuss SISP process. Respond to the Monitor's hotline and e-mails. Review reporting requirements prepared by BToombs. Variance analysis for the Sixth Report of the Monitor. Participate on conference call to discuss cash flow projection with A&M, BToombs and SDearborn.

Canwest Limited Partnership
012660.0008 - April 4, 2010
Invoice # 7231100

Date	TK#	Name	Hours		Amount	Narrative
03/31/10	14856	Steven Bissell	8.30	\$	5,644.00	Email correspondence with Stikemans and FTI regarding Edmonton Journal Building Lease payment. Review of US-based supplier contract in preparation for call with respect to stayed amounts. Email to AManalgre regarding treatment of pre-filing amounts owed.
04/01/10	14800	Paul Bishop	8.20	\$	6,601.00	Participate in Management presentation to Ad Hoc Committee. Participate on telephone call with GColter regarding Non Disclosure Agreement, and call with counsel regarding same. Review of letter and review of claims process.
04/01/10	14888	Pamela Luthra	9.70	\$	4,850.00	Prepare documentation for the Sixth Report of the Monitor. Participate in discussion with BToombs and SDearborn regarding cash flow projects. Review cash flow projections for National Post. Participate on telephone call with Stikemans regarding the Sixth Report of the Monitor.
04/01/10	15273	Ana Arevalo	1.00	\$	110.00	Process Stikemans invoices regarding CLP. Prepare draft invoice regarding the same.
04/02/10	14888	Pamela Luthra	8.20	\$	4,100.00	Review National Post and LP cash flow projections.
04/02/10	14800	Paul Bishop	3.90	\$	3,139.50	Review and comment on claims process and affidavit.
04/03/10	14800	Paul Bishop	1.60	\$	1,288.00	Review claims procedure and extension documents. Respond to multiple emails.
04/03/10	14888	Pamela Luthra	4.50	\$	2,250.00	Review of National Post and LP cash flow projections. Draft certain sections of the Sixth Report of the Monitor.
04/03/10	15532	Jodi Porepa	1.60	\$	880.00	Review Claims Process Order. Review Company Affidavit. Review Variance Analysis. Review Monitor's Court Report.
04/04/10	14888	Pamela Luthra	1.10	\$	550.00	Draft the variance analysis and cash flow sections for the Sixth Report of the Monitor.
04/04/10	14800	Paul Bishop	1.90	\$	1,529.50	Review report and documents regarding claims and extension.
GRAND TOTAL			254.60	\$	160,661.50	



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

April 22, 2010

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

RE: FTI Matter # 012660.0008
Invoice # 7232268

Dear Mr. Lamb:

In accordance with services that we have provided pursuant to our appointment as Monitor for Canwest Limited Partnership (and the other related Applicants in the CCAA proceedings), please find our invoice for professional services in the amount of \$193,969.52 for the period from April 5, 2010 to April 18, 2010.

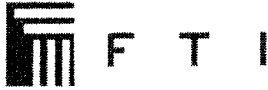
The invoice is due upon receipt. Please provide confirmation of the wire transfer once it has been authorized. Please include our GST # 835718024RT0001 and refer to the invoice number (see above) when remitting your payment.

Please do not hesitate to contact me should you have any questions with respect this invoice.

Best regards,

A handwritten signature in cursive script, appearing to read 'Steven Bissell'.

Steven Bissell
Managing Director



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

Invoice # 7232268
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Standard		Amount
	Hours	Rates	
Paul Bishop	63.30	805	50,956.50
Steven Bissell	89.70	680	60,996.00
Jodi Porepa	3.30	550	1,815.00
Pamela Luthra	100.80	500	50,400.00
Ana Arevalo	5.10	110	561.00
Total Hours and Fees	262.20		\$ 164,728.50
Expenses			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			17.96
Meals – Out of Office			279.55
Taxi			180.75
Mileage			184.00
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			19,342.12
Miscellaneous Expenses			-
Total Expenses			\$ 20,004.38
Total Fees and Expenses			\$ 184,732.88
5% GST #835718024RT0001			9,236.64
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 193,969.52

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 # 7232268 in your remittance.

Canwest Limited Partnership
012660.0008 - April 18, 2010
Invoice # 7232268

Date	TK#	Name	Hours		Amount	Narrative
04/01/10	14856	Steven Bissell	4.50	\$	3,060.00	Review, research and follow-up regarding [REDACTED] liabilities. Draft Sixth Report of the Monitor. Participate on telephone call with Oslers regarding CCAA updates. Review cash flow forecast and bridge analysis.
04/03/10	14856	Steven Bissell	1.50	\$	1,020.00	Review and comment on draft Claims Procedure Order, DLamb Affidavit and Stay Extension Order.
04/05/10	14856	Steven Bissell	11.00	\$	7,480.00	Email correspondence regarding Sixth Report of the Monitor. Participate in meeting with PGelfand regarding LP Claims Process. Internal review and comments on LP weekly cash flow forecast. Participate on conference call with JPorepa and LMcLeod regarding planning for LP Claims Process.
04/05/10	15532	Jodi Porepa	1.60	\$	880.00	Participate on weekly update call with Stikemans. Internal discussions regarding timing of claims process and sales process update.
04/05/10	14800	Paul Bishop	5.80	\$	4,669.00	Participate on telephone call with counsel regarding SISP, report, [REDACTED] matters. Participate on telephone call with RBC regarding [REDACTED] and timeline. Review of affidavit and Asset Purchase Agreement. Further call with Stikemans regarding report. Review of draft of the same. Participate on telephone call with PGodfrey regarding meeting with bidders. Participate on telephone call with RBC.
04/05/10	14888	Pamela Luthra	14.50	\$	7,250.00	LP and National Post cash flow projections. Participate in discussions with SDearborn regarding the same. Draft Sixth Report of the Monitor. Participate in internal discussions regarding deliverables and status. Coordinate with Management to obtain creditor listing.
04/06/10	14888	Pamela Luthra	11.60	\$	5,800.00	LP and National Post cash flow projections. Continue to draft Sixth Report of the Monitor and cash flow bridge analysis. Participate on Oslers status call. Complete analysis of time records and fees. Respond to the Monitor's hotline and e-mails.
04/06/10	14800	Paul Bishop	8.20	\$	6,801.00	Review of Claims Procedure Order and Asset Purchase Agreement. Participate on conference call with banks regarding SISP update. Meet with counsel regarding report, [REDACTED]. Participate on telephone call with RBC and counsel regarding PGodfrey. Participate on telephone call with Oslers regarding update on SISP, [REDACTED] and claims process. Participate on conference call with Oslers, Stikemans, RBC, Company and CRA regarding Asset Purchase Agreement.
04/06/10	14856	Steven Bissell	10.75	\$	7,310.00	Review of LP Claims Process forms attached to Claims Procedure Order. Email correspondence regarding critical suppliers and cash flow forecast to A&M. Participate on update call with RBC regarding SISP. Edits to LP Professional Fees forecast for the LP weekly cash flow forecast.
04/07/10	14856	Steven Bissell	7.50	\$	5,100.00	Participate in discussions with PGelfand regarding LP Claims Process and other documents filed in support of April 12th Court hearing. Participate on conference call with SDowney and DKoo regarding critical suppliers in IT. Participate on Internal update call regarding LP Claims Process and related planning.
04/07/10	15273	Ana Arevalo	1.00	\$	110.00	Prepare draft invoice for period ending April 4, 2010.

Canwest Limited Partnership
012660.0008 - April 18, 2010
Invoice # 7232268

Date	TK#	Name	Hours		Amount	Narrative
04/07/10	14800	Paul Bishop	6.70	\$	5,393.50	Participate in meeting at the Company regarding succession. Participate in weekly update with Company. Meet with Company and RBC, and participate on conference call regarding [REDACTED] and Asset Purchase Agreement. Participate on telephone call with Stikemans regarding the same. Follow-up calls and emails with Stikemans regarding the same. Participate on telephone call with Osiers regarding [REDACTED]. Review and respond to multiple emails.
04/07/10	14888	Pamela Luthra	11.70	\$	5,850.00	Respond to the Monitor's hotline and e-mails. Review claims procedure Motion and Order. Prepare for the claims process. Claims website maintenance.
04/08/10	14888	Pamela Luthra	9.60	\$	4,800.00	Director & Officer certificate procedures, review of Rep counsel opt-outs received. Participate in internal meeting regarding claims procedure. Prepare for claims process, claims register and claims timetable.
04/08/10	14800	Paul Bishop	3.20	\$	2,576.00	Read and review Asset Purchase Agreement, Ad Hoc Committee time line, legal due diligence list, D&O certificates and letter for claims package. Review and respond to multiple calls and emails.
04/08/10	15273	Ana Arevalo	1.10	\$	121.00	Finalize invoice for period ending April 4, 2010.
04/08/10	14856	Steven Bissell	9.75	\$	6,630.00	Preparation and edits made to LP Claims Package letter. Participate on critical supplier telephone call with DLaPierre regarding [REDACTED]. Participate on conference call with DLamb and [REDACTED] due diligence team regarding information request for pro-forma financial statements.
04/09/10	14856	Steven Bissell	8.50	\$	5,780.00	On-going preparation of cover letter for LP Claims Package. Review and comment on draft Asset Purchase Agreement. Participate on conference call with RBC and A&M regarding update of Phase 2 of SISP. Participate on conference call with Stikemans regarding draft Asset Purchase Agreement. Participate on update telephone call with Osiers. Complete analysis of estimated cash flow.
04/09/10	14800	Paul Bishop	2.60	\$	2,093.00	Read and review comments on Asset Purchase Agreement. Participate on telephone call to Stikemans regarding Asset Purchase Agreement and comments thereon. Review estimated cash position. Review Claims Procedure Order language. Participate on telephone call with [REDACTED]. Review and respond to multiple emails.
04/09/10	14888	Pamela Luthra	8.20	\$	4,100.00	Claims register. Respond to the Monitor's hotline and e-mails. Claim website maintenance. Participate on Osiers status call.
04/10/10	14800	Paul Bishop	1.60	\$	1,288.00	Participate on conference call with Stikemans and Osiers regarding Asset Purchase Agreement, [REDACTED]. Preparation for the same.
04/10/10	14856	Steven Bissell	1.00	\$	680.00	Participate on conference call with Stikemans and Osiers regarding Asset Purchase Agreement, [REDACTED]. Preparation for the same.
04/12/10	14856	Steven Bissell	8.30	\$	5,644.00	Review of Claims Procedure and Stay Extension documents filed in support of court motions to be heard in Court. Attendance at court hearing. Preparation of individualized claims letters (legal and CRA). Review of [REDACTED].
04/12/10	15273	Ana Arevalo	1.50	\$	165.00	Format claims package letter for mail merge. Prepare Stikemans regarding CLP invoices.
04/12/10	15532	Jodi Porepa	0.90	\$	495.00	Participate on update call with Stikemans and review of notices and time frame for claims process.

Canwest Limited Partnership
012660.0008 - April 18, 2010
Invoice # 7232268

Date	TK#	Name	Hours	Amount	Narrative
04/12/10	14800	Paul Bishop	3.60	\$ 2,898.00	Participate on conference call with counsel regarding SISP, Claims Procedure Order, claim packages, [REDACTED]. Read, review and comment on Asset Purchase Agreement.
04/12/10	14888	Pamela Luthra	11.30	\$ 5,650.00	Coordinate claims notice in newspapers. Claims register. Participate on telephone call with Stikemans to discuss status updates. Respond to the Monitor's hotline and e-mails. Coordinate the mailing of the LP claims packages and draft FAQ's regarding claims process.
04/13/10	14888	Pamela Luthra	9.60	\$ 4,800.00	Coordinate newspaper ads for claims notice. Prepare claims packages. Draft claims process FAQ's. Claim website maintenance. Respond to the Monitor's hotline and e-mails. Prepare claims process timeline.
04/13/10	14800	Paul Bishop	5.90	\$ 4,749.50	Read and review bid letter and provide comments thereon. Review and analyze cash forecast and provide comments thereon. Participate on conference call with DL amb regarding [REDACTED]. Participate on telephone call with Counsel regarding various process issues. Read and review endorsement. Participate in internal discussions regarding claims process.
04/13/10	14856	Steven Bissell	6.50	\$ 4,420.00	Review of post-filing check runs. Comment on Claims Process timeline circulated by Oslers. Review of [REDACTED] in preparation for discussions with [REDACTED]. Review and comment on working capital analysis. Participate in discussions with PGelfand.
04/14/10	14856	Steven Bissell	9.80	\$ 6,664.00	Review of pre- and post-filing check run requests and comments to LP Management regarding the same. Review of Q2 Management Discussions & Analysis and discussions with PGelfand. Review of Claims Package letter and send comments to PLuthra. Participate in update meeting with LP Senior Management, LP CRA and A&M.
04/14/10	14800	Paul Bishop	9.60	\$ 7,728.00	Participate in meeting at Don Mills with DSkulsky and GColter regarding succession. Participate in meeting with Co, A&M regarding weekly update. Participate on telephone call with Stikemans regarding succession, letter from Lenders, Bid letter, need for Steering and Special Committee approvals.
04/14/10	14888	Pamela Luthra	9.70	\$ 4,850.00	Prepare claims packages and coordinate newspapers advertisements for claims notice. Participate in internal conference call regarding claims site and set-up of claims register. Respond to the Monitor's hotline and e-mails.
04/15/10	14800	Paul Bishop	6.20	\$ 4,991.00	Review of DSkulsky Memo regarding succession and comment thereon. Participate on conference call with PGelfand regarding the same. Review of remuneration memo. Meet with Stikemans, Oslers and Davies regarding Ad Hoc Committee Bid and prepare for the same. Participate on conference call with [REDACTED]. Participate on [REDACTED].
04/15/10	14856	Steven Bissell	6.30	\$ 4,284.00	Review list of Accounts Payable and Accrued Liabilities at February 28, 2010 in order to assess working capital forecast prepared by DLamb. Review other documents posted to Intralinks related to working capital. Review Phase 2 Bidders' due diligence.
04/15/10	15273	Ana Arevalo	1.50	\$ 165.00	Prepare tracking file for opt-outs.
04/14/10	14888	Pamela Luthra	7.90	\$ 3,950.00	Preparation of LP claims packages, website maintenance, responding to the Monitor's hotline and e-mails
04/16/10	15532	Jodi Porepa	0.80	\$ 440.00	Internal review and discussions regarding claims process planning.

Canwest Limited Partnership
012660.0008 - April 18, 2010
Invoice # 7232268

Date	TK#	Name	Hours	Amount	Narrative
04/16/10	14856	Steven Bissell	4.30	\$ 2,924.00	Review of revised Asset Purchase Agreement, discussions and conference call regarding the same. Initiate data collection including discussions with LP Management regarding assessment of claims subject to compromise split between CPI and CLP. Review and comment on DLamb revised working capital projections.
04/16/10	14800	Paul Bishop	7.80	\$ 6,279.00	Participate on conference call regarding Asset Purchase Agreement. Read amendments and prepare for the same. Review amended and final bid letter and Asset Purchase Agreement. Review and analyze working capital projections. Review shared services clauses impacting Asset Purchase Agreement. Review and comment on Non Disclosure Agreements, review data room information.
04/16/10	14888	Pamela Luthra	6.70	\$ 3,350.00	Restructuring claims packages. Participate on status call with Oslers. Coordinate with newspapers regarding claims notice. Respond to the Monitor's hotline and e-mails. Follow-up on supplier questions.
04/17/10	14800	Paul Bishop	1.50	\$ 1,207.50	Participate on conference call with Stikemans, Oslers, Company and RBC regarding ██████ request, followed by call with Stikemans regarding competition aspects of ██████ and prepare for the same.
04/18/10	14800	Paul Bishop	0.60	\$ 483.00	Review and respond to multiple emails.
GRAND TOTAL			262.20	\$ 164,728.50	



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

May 6, 2010

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

RE: FTI Matter # 012660.0008
Invoice # 7233965

Dear Mr. Lamb:

In accordance with services that we have provided pursuant to our appointment as Monitor for Canwest Limited Partnership (and the other related Applicants in the CCAA proceedings), please find our invoice for professional services in the amount of \$182,835.88 for the period from April 19, 2010 to April 30, 2010.

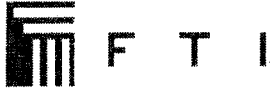
The invoice is due upon receipt. Please provide confirmation of the wire transfer once it has been authorized. Please include our GST # 835718024RT0001 and refer to the invoice number (see above) when remitting your payment.

Please do not hesitate to contact me should you have any questions with respect this invoice.

Best regards,

A handwritten signature in cursive script, appearing to read 'Steven Bissell'.

Steven Bissell
Managing Director



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

Invoice # 7233965
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Hours	Standard Rates	Amount
Paul Bishop	83.20	805	66,976.00
Steven Bissell	59.80	680	40,664.00
Pamela Luthra	79.60	500	39,800.00
Scott Stegenga	5.60	495	2,772.00
Ana Arevalo	9.60	110	1,056.00
Golnaz Haghiri	13.00	100	1,300.00
Total Hours and Fees	250.80		\$ 152,568.00
Expenses			
Airfare			\$ -
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			50.00
Mileage			55.20
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			21,456.21
Miscellaneous Expenses			-
Total Expenses			\$ 21,561.41
Total Fees and Expenses			\$ 174,129.41
5% GST #835718024RT0001			8,706.47
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 182,835.88

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 # 7233965 in your remittance.

Canwest Limited Partnership
012660.0008 - April 30, 2010
Invoice # 7233965

Date	TK#	Name	Hours	Amount	Narrative
04/19/10	14856	Steven Bissell	5.30	\$ 3,604.00	Employee Claims Packages correction letters. Discussions with Oslers and Stikemans regarding the same. Review and comment on request from Ad Hoc Committee regarding stratification of claims subject to compromise. Discussions regarding intercompany litigation claims.
04/19/10	14800	Paul Bishop	6.70	\$ 5,393.50	Participate on conference call with Steering Committee regarding SISP. Participate on conference call with Stikemans and [REDACTED] regarding SISP. Participate on conference call with Stikemans and Davies regarding SISP and working capital forecast. Additional conference call with Stikemans and Oslers regarding Ad Hoc bid. Review competition and tax issues.
04/19/10	14888	Pamela Luthra	9.30	\$ 4,650.00	Respond to the Monitor's hotline and e-mails. Monitor's website maintenance. Preparation of summary of estimated claims. Participate on status call with Stikemans. Participate on telephone calls regarding employee claims issues.
04/20/10	14888	Pamela Luthra	8.70	\$ 4,350.00	Prepare letters to employees. Respond to the Monitor's hotline and e-mails. Prepare claim summaries. Participate on internal telephone call regarding claim website. Follow-up on claims questions. Participate on telephone call with Oslers to discuss status.
04/20/10	14800	Paul Bishop	9.20	\$ 7,406.00	Participate on telephone call with GColter regarding Ad Hoc bid and call with Stikemans regarding the same. Participate in meeting with GColter, Stikemans and Oslers regarding Ad Hoc bid, timeline, and competition aspects and alternatives. Review creditor stratification information. Participate in meeting with bank, McMillan and GColter regarding bids.
04/20/10	14856	Steven Bissell	4.80	\$ 3,264.00	Set up of Bid Deposit bank accounts with Scotia Bank. Review of [REDACTED] due diligence requests and questions regarding working capital. Participate on Oslers update call. Review and complete updates regarding intercompany claims analysis.
04/20/10	15273	Ana Arevalo	0.70	\$ 77.00	Prepare draft invoice for period ending April 18, 2010.
04/21/10	14856	Steven Bissell	7.80	\$ 5,304.00	Further work on intercompany claims analysis. Review pre- and post-filing check run request. Analysis of claims split between CPI and CLP. Review due diligence requests lists. Participate in internal discussions regarding pre-filing payables due to sales representative agency.
04/21/10	14800	Paul Bishop	9.20	\$ 7,406.00	Attend company premises for meeting with DSkulsky, DLamb, SPasternak, A&M and GColter. Review information request submitted by Ad Hoc Committee. Participate on telephone calls with Stikemans regarding timelines. Participate on telephone call with Oslers regarding timelines. Participate on telephone calls with RBC regarding timelines. Meeting at Oslers with Oslers, Stikemans, GColter and McMillan.
04/21/10	14888	Pamela Luthra	6.80	\$ 3,400.00	Respond to the Monitor's hotline and e-mails. Follow-up on questions regarding the claims process. Participate in internal discussions regarding the claims process. Meeting with Oslers and McMillan to discuss timelines.
04/22/10	14888	Pamela Luthra	10.30	\$ 5,150.00	Respond to the Monitor's hotline and e-mails. Respond to questions regarding the claims process. Prepare summary of assets and claims by legal entity. Prepare opt-out listing. Prepare letters to employees.

Canwest Limited Partnership
012660.0008 - April 30, 2010
Invoice # 7233965

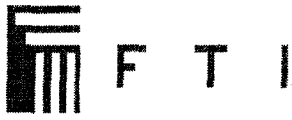
Date	TK#	Name	Hours	Amount	Narrative
04/22/10	14800	Paul Bishop	8.40	\$ 6,762.00	Participate on telephone call with Osiers regarding management presentations. Attend Management presentation to Ad Hoc. Participate on due diligence telephone call with ██████ regarding working capital and cash balances. Participate on telephone calls with Stikemans regarding working capital and ██████ position. Participate on telephone call and email parties regarding timeline.
04/22/10	14856	Steven Bissell	9.30	\$ 6,324.00	Further edits, reviews and discussions with Osiers regarding ██████ ██████ Letters. Participate in internal staffing meetings. Review of LP Support Agreement reporting cash flows. Further work on intercompany claims analysis.
04/22/10	15273	Ana Arevalo	0.70	\$ 77.00	Finalize invoice for period ending April 18, 2010.
04/23/10	15273	Ana Arevalo	1.00	\$ 110.00	Prepare 2009/Jan-Feb 2010 re-billing invoices for Stikemans regarding CLP.
04/23/10	14856	Steven Bissell	5.50	\$ 3,740.00	Participate in internal staffing and project planning meeting. Review of ██████ release letter. Review and respond to emails regarding ██████. Further reviews and edits regarding claims subject to compromise and intercompany claims split between CPI and CLP.
04/23/10	14800	Paul Bishop	8.80	\$ 7,084.00	Review of press release and comment thereon. Correspondence regarding ██████ release letter. Attend board meeting regarding DSkulsky succession and bid timing. Participate on telephone call prior to board meeting to discuss and prepare for the same. Participate on conference call with Stikemans & ██████ regarding working capital.
04/23/10	14888	Pamela Luthra	8.10	\$ 4,050.00	Internal meeting to discuss claims process. Input claims received to date. Prepare summary of claims received to date. Respond to the Monitor's hotline and e-mails.
04/24/10	14800	Paul Bishop	2.80	\$ 2,254.00	Read and review Stikemans draft correspondence regarding Ad Hoc Committee. Review multiple bidder due diligence requests.
04/26/10	14800	Paul Bishop	6.60	\$ 5,313.00	Participate on conference call with Stikemans, Osiers and Ad Hoc Committee regarding pensions, and prepare for the same. Participate on conference call with Stikemans regarding the timing of motions and transition issues. Participate on telephone calls with Osiers regarding the same. Review correspondence regarding the same. Participate on telephone call with Stikemans to discuss agenda.
04/26/10	15273	Ana Arevalo	2.00	\$ 220.00	Prepare 2009/Jan-Feb 2010 re-billing invoices for Stikemans regarding CLP.
04/26/10	14888	Pamela Luthra	3.20	\$ 1,600.00	Respond to Monitor's hotline and e-mails. Input claims received to date.
04/26/10	15768	Goinaz Haghir	2.00	\$ 200.00	Complete general administrative duties related to Company's CCAA proceedings.
04/26/10	14856	Steven Bissell	9.50	\$ 6,460.00	Review of due diligence request lists. Review and comment on pre- and post-filing check runs. Participate on sales due diligence conference call with KAllen and Phase 2 Bidder. Draft amendment letter to Phase 2 Bidders regarding Phase 2 Bid Deposit wiring instructions.
04/27/10	14856	Steven Bissell	0.50	\$ 340.00	Participate on internal telephone calls regarding update on Phase 2 Bid Deposits. Email correspondence with ██████ regarding the same.

Canwest Limited Partnership
012660.0008 - April 30, 2010
Invoice # 7233965

Date	TK#	Name	Hours	Amount	Narrative
04/27/10	15768	Golnaz Haghiri	2.00	\$ 200.00	Complete general administrative duties related to Company's CCAA proceedings.
04/27/10	14888	Pamela Luthra	3.20	\$ 1,600.00	Respond to Monitor's hotline. Administration of the claims process.
04/27/10	15273	Ana Arevalo	1.90	\$ 209.00	Prepare draft invoice for period ending April 25, 2010. Finalize 2009/Jan-Feb 2010 re-billing invoices for Stikemans regarding CLP.
04/27/10	14800	Paul Bishop	8.90	\$ 7,164.50	Participate on conference call with Oslers, Stikemans and RBC regarding Ad Hoc Committee bid structure. Follow-up calls with Stikemans regarding the same. Participate on conference call with Oslers and RBC regarding bid structures and timing of evaluations and court process. Participate on telephone call with Stikemans regarding motion dates.
04/28/10	14800	Paul Bishop	8.10	\$ 6,520.50	Meet with GColter regarding bids, evaluation, dual track issue and discuss operations and new board. Attend presentation to potential board members. Participate on conference call with Oslers, Stikemans, RBC and Company regarding employee matters and [REDACTED]
04/28/10	14888	Pamela Luthra	3.40	\$ 1,700.00	Administration of the claims process. Respond to the Monitor's hotline and e-mails.
04/28/10	15768	Golnaz Haghiri	3.00	\$ 300.00	Complete general administrative duties related to Company's CCAA proceedings.
04/28/10	14856	Steven Bissell	5.80	\$ 3,944.00	Review and comment on pre- and post-filing check runs. Email correspondence with FTI treasurer regarding set-up of Scotia Bank accounts regarding Phase 2 Bid Deposits. Participate in internal update meeting. Review potential set off issues.
04/29/10	14856	Steven Bissell	6.80	\$ 4,624.00	Participate in internal meeting to discuss claims process, including staffing. Review Master Shared Services contract summary and action items. Prepare Phase 2 Bid assessment matrix. Review Davies' fee cap and email to GColter regarding the same.
04/29/10	15768	Golnaz Haghiri	3.00	\$ 300.00	Complete general administrative duties related to Company's CCAA proceedings.
04/29/10	14888	Pamela Luthra	12.80	\$ 6,400.00	Administration of the claims process, set up claims site and respond to the Monitor's hotline and e-mails.
04/29/10	15273	Ana Arevalo	3.30	\$ 363.00	Enter proof of claim information in database system for all claims received to date.
04/29/10	14800	Paul Bishop	8.20	\$ 6,601.00	Participate in meeting with [REDACTED]. Receive proposals and discuss the same. Attend client premises and meet with DSkulsky, DLamb GColter and A&M. Due diligence requests. Participate on telephone call with GColter regarding employees. Follow-up call to DLamb. Participate on telephone call with Stikemans regarding response to Mcmillan. Review and respond to multiple emails.
04/29/10	14730	Scott Stegenga	2.10	\$ 1,039.50	Participate on internal review of claims process and become familiar with the claims website procedures.
04/30/10	14730	Scott Stegenga	3.50	\$ 1,732.50	Process all proof of claim forms that have been received to date.
04/30/10	14800	Paul Bishop	6.30	\$ 5,071.50	Participate on conference call with DLamb regarding employees. Participate on telephone call with Stikemans regarding the same. Participate on conference call with Davies regarding bid. Participate on conference call with RBC regarding bid. Participate on conference call with GColter regarding employees and As Hoc Committee bid. Receipt of bids, read and review of bids.

Canwest Limited Partnership
012660.0008 - April 30, 2010
Invoice # 7233965

Date	TK#	Name	Hours	Amount	Narrative
04/30/10	14888	Pamela Luthra	13.80	\$ 6,900.00	Respond to the Monitor's hotline and e-mails. Administration of the claims process. Follow-up on supplier questions. Participate on conference call with LMcLeod and AManaigre regarding the claims process and preparation for the same. Preparation of the claims summary.
04/30/10	15768	Golnaz Haghiri	3.00	\$ 300.00	Complete general administrative duties related to Company's CCAA proceedings.
04/30/10	14856	Steven Bissell	4.50	\$ 3,060.00	Coordinate and organize receipt of Phase 2 Bid Deposits. Prepare and participate in conference calls to discuss transitional next steps. Review and comment on [REDACTED]. Track receipt of Phase 2 Bids.
GRAND TOTAL			250.80	\$ 152,568.00	



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

May 19, 2010

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

RE: FTI Matter # 012660.0008
Invoice # 7235360

Dear Mr. Lamb:

In accordance with services that we have provided pursuant to our appointment as Monitor for Canwest Limited Partnership (and the other related Applicants in the CCAA proceedings), please find our invoice for professional services in the amount of \$377,541.34 for the period from May 1, 2010 to May 16, 2010.

The invoice is due upon receipt. Please provide confirmation of the wire transfer once it has been authorized. Please include our GST # 835718024RT0001 and refer to the invoice number (see above) when remitting your payment.

Please do not hesitate to contact me should you have any questions with respect this invoice.

Best regards,

A handwritten signature in black ink, appearing to read 'Steven Bissell', written in a cursive style.

Steven Bissell
Managing Director



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

Invoice # 7235360
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Hours	Standard Rates	Amount
Paul Bishop	153.60	805	123,648.00
Steven Bissell	88.30	680	60,044.00
Jodi Porepa	24.00	550	13,200.00
Pamela Luthra	143.40	500	71,700.00
Scott Stegenga	85.20	495	42,174.00
Lara Nemerov	7.40	355	2,627.00
Colleen McCaughan	66.20	355	23,501.00
Patrick Leimkuehler	44.00	355	15,620.00
Ana Arevalo	14.50	110	1,595.00
Golnaz Haghiri	2.00	100	200.00
Total Hours and Fees	628.60		\$ 354,309.00
Expenses			
Airfare			\$ 5,216.04
Lodging			-
Meals – Incurred in Office			-
Meals – Out of Office			-
Taxi			38.14
Mileage			-
Parking			-
Auto Rental			-
Attenex Data Processing			-
Purchased Services (advertising of CCAA process)			-
Miscellaneous Expenses			-
Total Expenses			\$ 5,254.18
Total Fees and Expenses			\$ 359,563.18
5% GST #835718024RT0001			17,978.16
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 377,541.34

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 # 7235360 in your remittance.

Canwest Limited Partnership
012660.0008 - May 16, 2010
Invoice # 7235360

Date	TK#	Name	Hours	Amount	Narrative
05/01/10	14856	Steven Bissell	3.30	\$ 2,244.00	Meet with Stikemans for preliminary discussions regarding Phase 2 Bids. Email correspondence to DLamb regarding various information and reporting conditions in the [REDACTED].
05/01/10	14888	Pamela Luthra	4.10	\$ 2,050.00	Meet with Stikemans and FTI to discuss Phase 2 Bids and prepare the claims summary.
05/01/10	14800	Paul Bishop	7.80	\$ 6,279.00	Review Phase 2 Bids and meet with Stikemans to discuss the same.
05/02/10	14800	Paul Bishop	8.30	\$ 6,681.50	Attend meeting at Stikemans with Company, Counsel, CRA and RBC regarding bids received. Continue analysis of Phase 2 Bids.
05/02/10	14888	Pamela Luthra	4.40	\$ 2,200.00	Meet with DLamb, SPastemak, Osiers, Stikemans, RBC and FTI to discuss Phase 2 Bids.
05/02/10	14856	Steven Bissell	5.50	\$ 3,740.00	Meet with Stikemans, Osiers, RBC, LP CRA and Senior Management regarding Phase 2 Bids.
05/03/10	14856	Steven Bissell	11.50	\$ 7,820.00	Review of claims summary prepared by FTI. Review and comment regarding pre- and post-filing check runs. Discussions with LP public relations contact regarding results of Phase 2. Meetings with LP advisors to discuss Phase 2 Bids.
05/03/10	14638	Colleen McCaughan	1.50	\$ 532.50	Travel time.
05/03/10	14638	Colleen McCaughan	3.40	\$ 1,207.00	Begin review of proof of claim forms received to date and input all necessary information and disputes into claim database.
05/03/10	14638	Colleen McCaughan	3.60	\$ 1,278.00	Continue to review proof of claim forms received to date and input all necessary information and disputes into claim database.
05/03/10	15768	Golnaz Haghiri	2.00	\$ 200.00	Complete general administrative duties related to Company's CCAA proceedings.
05/03/10	14730	Scott Stegenga	1.50	\$ 742.50	Travel time.
05/03/10	14730	Scott Stegenga	7.20	\$ 3,564.00	Claims processing, including opening, entering and determining legitimacy of claims according to Company records.
05/03/10	14888	Pamela Luthra	10.10	\$ 5,050.00	Administration of the claims process. Prepare claims summary and respond to the Monitor's hotline and e-mails.
05/03/10	14800	Paul Bishop	12.20	\$ 9,821.00	Review issues list and timelines. Meet with Stikemans to discuss bids and timelines. Meet with Osiers, GColter and Company to discuss bids. Meet with Agent, advisors and counsel to discuss bids. Meet with Steering Committee to discuss bids.
05/04/10	14800	Paul Bishop	11.80	\$ 9,499.00	Meet with Stikemans regarding AHC and credit bid. Meet with Osiers, Stikemans, GColter and Company regarding the same. Meet with Osiers, Company, GColter, Stikemans, Agent and advisors regarding the same. Meet with Osiers, Stikemans and Company as follow-up.
05/04/10	14888	Pamela Luthra	10.30	\$ 5,150.00	Administration of the claims process. Prepare claims summary, and respond to the Monitor's hotline and e-mails. Participate on telephone call with Osiers regarding excluded claims and reconciliation of claims received.
05/04/10	14730	Scott Stegenga	9.40	\$ 4,653.00	Claims processing, including opening, entering and determining legitimacy of claims according to Company records.
05/04/10	14638	Colleen McCaughan	1.50	\$ 532.50	Administration of claims process, including printing all emailed proof of claim forms received and sort for accuracy in preparation of claim review.

Canwest Limited Partnership
012660.0008 - May 16, 2010
Invoice # 7235360

Date	TK#	Name	Hours	Amount	Narrative
05/04/10	14638	Colleen McCaughan	3.50	\$ 1,242.50	Begin review of proof of claim forms received to date and input all necessary information and disputes into claim database.
05/04/10	14638	Colleen McCaughan	1.90	\$ 674.50	Continue review of proof of claim forms received to date and input all necessary information and disputes into claim database.
05/04/10	14638	Colleen McCaughan	1.10	\$ 390.50	Continue review of proof of claim forms received to date and input all necessary information and disputes into claim database.
05/04/10	14856	Steven Bissell	10.80	\$ 7,344.00	Email correspondence regarding claims process and employee terminations. Participate on telephone call with Stikemans regarding employee claims and treatment of certain employees post-filing. Review and comment on Ad Hoc Committee Asset Purchase Agreement. Meet with Stikemans, Osiers and McMillan regarding dual tracking process.
05/05/10	14856	Steven Bissell	9.30	\$ 6,324.00	Review and comment regarding pre- and post-filing check runs. Review and comment on Asset Purchase Agreement. Meet with Osiers and LP advisors regarding negotiations of Phase 2 Bids. Update meeting with Senior Management, LP CRA, A&M and FTI.
05/05/10	14638	Colleen McCaughan	2.70	\$ 958.50	Continue review of proof of claim forms received to date and input all necessary information and disputes into claim database.
05/05/10	14638	Colleen McCaughan	3.50	\$ 1,242.50	Continue review of proof of claim forms received to date and input all necessary information and disputes into claim database.
05/05/10	14638	Colleen McCaughan	0.60	\$ 213.00	Open and process all proof of claim mail received and sort all claim faxes received in preparation of claim review.
05/05/10	14638	Colleen McCaughan	1.40	\$ 497.00	Continue review of proof of claim forms received to date and input all necessary information and disputes into claim database.
05/05/10	14730	Scott Stegenga	8.60	\$ 4,257.00	Claims processing, including opening, entering and comparing claims to Company records.
05/05/10	14888	Pamela Luthra	10.20	\$ 5,100.00	Administration of the claims process. Respond to the Monitor's hotline and e-mails. Participate on conference call with MHall and Osiers regarding [REDACTED]
05/05/10	14800	Paul Bishop	12.90	\$ 10,384.50	Meet with Ad Hoc Committee regarding Asset Purchase Agreement. Meet with Senior Lenders and GColter regarding Company employees. Meet with Stikemans, GColter Osiers, RBC and McMillan regarding dual track. Meet with Stikemans Ad Hoc Committee, Osiers, RBC GC, Goodmans and other stakeholders.
05/06/10	14800	Paul Bishop	12.10	\$ 9,740.50	Meet with Counsel, Osiers, CRA and RBC to review Ad Hoc Committee terms. Review of Asset Purchase Agreement. Prepare materials for board presentation. Participate on conference calls with Stikemans and other advisors regarding discussions with Senior Lenders. Further conference calls with Stikemans.
05/06/10	14888	Pamela Luthra	9.90	\$ 4,950.00	Administration of the claims process. Respond to the Monitor's hotline and e-mails. Participate on telephone call with SPasternak regarding litigation claims received. Reconciliation of claims received, summary of employee claims per LP books and records.
05/06/10	14730	Scott Stegenga	7.10	\$ 3,514.50	Claims processing, including opening, entering and comparing claims to Company records.
05/06/10	14730	Scott Stegenga	1.50	\$ 742.50	Travel time.
05/06/10	14638	Colleen McCaughan	1.50	\$ 532.50	Travel time.

Canwest Limited Partnership
012660.0008 - May 16, 2010
Invoice # 7235360

Date	TK#	Name	Hours	Amount	Narrative
05/06/10	14638	Colleen McCaughan	2.90	\$ 1,029.50	Review proof of claim forms received to date and input all information and disputes into claim database.
05/06/10	14638	Colleen McCaughan	3.10	\$ 1,100.50	Continue review of all proof of claim forms received to date and input all information and disputes into claim database.
05/06/10	14856	Steven Bissell	2.50	\$ 1,700.00	Participate on update call with Stikemans regarding credit bid. Review LP litigation claims received in the LP claims process. [REDACTED] with Ad Hoc advisors and RBC. Participate on shared services conference call.
05/06/10	15273	Ana Arevalo	1.00	\$ 110.00	Prepare and finalize invoice for period ending April 30, 2010.
05/07/10	14856	Steven Bissell	5.30	\$ 3,604.00	[REDACTED]
05/07/10	14638	Colleen McCaughan	0.80	\$ 284.00	Administration of claims process, including printing all emailed proof of claim forms received and sort for accuracy in preparation of claim review.
05/07/10	14638	Colleen McCaughan	3.00	\$ 1,065.00	Continue review of all proof of claim forms received to date and input all information and disputes into claim database.
05/07/10	14730	Scott Stegenga	8.10	\$ 4,009.50	Claims processing, including opening, entering and comparing claims to Company records.
05/07/10	15532	Jodi Porepa	3.00	\$ 1,650.00	Internal update meeting to discuss progress and timelines. Review of memo drafted by FTI. Review of Osiers memo.
05/07/10	14888	Pamela Luthra	9.40	\$ 4,700.00	Administration of the claims process. Respond to the Monitor's hotline and e-mails.
05/07/10	14800	Paul Bishop	10.60	\$ 8,533.00	[REDACTED] Participate in meetings and telephone calls with Stikemans regarding Asset Purchase Agreement, claims process and court materials. Respond to multiple emails. Draft court report and review advisors Board materials. Review letter to Ad Hoc Committee and McMillan regarding due diligence.
05/08/10	14800	Paul Bishop	8.70	\$ 7,003.50	Court report, Board presentation and document review. Review and respond to multiple emails. Participate on telephone calls with Stikemans regarding dual track process. Further drafting of court report.
05/08/10	14888	Pamela Luthra	8.40	\$ 4,200.00	Administration of the claims process. Summary of employee claims. Review of draft Meeting Order and draft Amended Claims Procedure Order. Review of draft Seventh Report of the Monitor.
05/08/10	14856	Steven Bissell	3.00	\$ 2,040.00	Review and comments regarding Ad Hoc Committee Asset Purchase Agreement, Monitor's Seventh Report and Meeting Order.
05/09/10	14856	Steven Bissell	3.50	\$ 2,380.00	Review and comment on draft Seventh Report of the Monitor. Participate on conference call with FTI and Stikemans regarding Seventh Report of the Monitor. Review and comment on Motion materials to be filed in respect of May 17th hearing (Meeting Order, Amended Claims Procedure Order).
05/09/10	14888	Pamela Luthra	5.20	\$ 2,600.00	Review Seventh Report of the Monitor. Participate on conference call with FTI and Stikemans regarding comments on the Seventh Report of the Monitor. Prepare claims timetable per Amended Claims Procedure Order. Administration of the claims process.

Canwest Limited Partnership
012660.0008 - May 16, 2010
Invoice # 7235360

Date	TK#	Name	Hours	Amount	Narrative
05/09/10	14800	Paul Bishop	5.30	\$ 4,266.50	Further revisions to court reports. Participate on telephone calls with Stikemans regarding negotiations with lenders and Ad Hoc Committee, and Stikemans letter to same parties. Review of press release. Participate on telephone calls with Stikemans regarding litigation strategy and review of Asset Purchase Agreement.
05/09/10	15532	Jodi Porepa	1.50	\$ 825.00	Participate on conference call with Stikemans. Review Monitor's Report and provide comments.
05/10/10	14856	Steven Bissell	7.30	\$ 4,964.00	Review and comment on revised Court Orders and motion materials. Participate in internal discussions regarding claims process, claims received and Amended Claims Procedure Order. Review and comment on Amended Claims Procedure Order.
05/10/10	14800	Paul Bishop	14.40	\$ 11,592.00	Participate on telephone call with ██████ regarding ██████. Attend meeting with Stikemans, Oslers, RBC CRA and Company to prepare for Steering Committee Meeting. Attend Steering Committee Meeting. Participate on telephone call with Davies regarding mezzanine conversion. Participate on telephone calls with RBC regarding report. Participate on telephone call with Stikemans regarding equity investors.
05/10/10	14888	Pamela Luthra	12.20	\$ 6,100.00	Administration of the claims process. Participate on telephone call with Oslers regarding the Amended Claims Procedure Order. Complete summary of claims for Oslers.
05/10/10	14648	Patrick Leimkuehler	1.50	\$ 532.50	Travel time.
05/10/10	14648	Patrick Leimkuehler	7.00	\$ 2,485.00	Review proof of claim forms received to date and input all information and disputes into claim database.
05/10/10	15532	Jodi Porepa	3.50	\$ 1,925.00	Review Amended Claims Procedure. Review Creditors Meeting document.
05/10/10	14730	Scott Stegenga	1.50	\$ 742.50	Travel time.
05/10/10	14730	Scott Stegenga	8.30	\$ 4,108.50	Claims processing, including opening, entering and comparing claims to Company records.
05/10/10	14638	Colleen McCaughan	1.50	\$ 532.50	Travel time.
05/10/10	14638	Colleen McCaughan	3.10	\$ 1,100.50	Begin review of all proof of claim forms received to date and input all information and disputes into claim database.
05/10/10	14638	Colleen McCaughan	3.40	\$ 1,207.00	Continue review of all proof of claim forms received to date and input all information and disputes into claim database.
05/10/10	14638	Colleen McCaughan	1.00	\$ 355.00	Administration of claims process, including printing all emailed proof of claim forms received and sort for accuracy in preparation of claim review.
05/10/10	14637	Lara Nemerov	2.00	\$ 710.00	Assistance for Claims website
05/11/10	14637	Lara Nemerov	1.00	\$ 355.00	Assistance for Claims website
05/11/10	14637	Lara Nemerov	1.00	\$ 355.00	Discussions in respect of follow up with the Claims website.
05/11/10	14638	Colleen McCaughan	3.30	\$ 1,171.50	Continue review of all proof of claim forms received to date and input all information and disputes into claim database.
05/11/10	14638	Colleen McCaughan	3.20	\$ 1,136.00	Input information on all proof of claim forms in which follow-up from the claimant was requested.
05/11/10	14638	Colleen McCaughan	1.50	\$ 532.50	Continue review of all proof of claim forms received to date and input all information and disputes into claim database.
05/11/10	14730	Scott Stegenga	8.20	\$ 4,059.00	Claims processing, including opening, entering and comparing claims to Company records.

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Date	TK#	Name	Hours	Amount	Narrative
05/11/10	15532	Jodi Porepa	3.50	\$ 1,925.00	Participate on conference call with Stikemans and Oslers. Participate in internal discussion regarding staffing for the engagement. Review of documents filed with the Courts.
05/11/10	14648	Patrick Leimkuehler	8.00	\$ 2,840.00	Begin review of all proof of claim forms received to date and input all information and disputes into claim database.
05/11/10	14888	Pamela Luthra	11.70	\$ 5,850.00	Maintenance of the Monitor's website. Prepare and complete claims summary Administration of the claims process. Participate in internal planning meeting. Participate on conference call with LMcLeod and AManaigre regarding the claims process.
05/11/10	14800	Paul Bishop	7.20	\$ 5,796.00	Final review of report. Re-draft certain items, approve and finalize report. Multiple phone calls regarding transactions. Follow-up calls regarding financial commitments. Participate on telephone calls with GCoitar. Participate on telephone calls with Stikemans regarding Participate on telephone calls with PGodfrey.
05/11/10	14856	Steven Bissell	6.50	\$ 4,420.00	Review and comment on Omnibus Transition and Reorganization Agreement. Review Canwest LP press releases and revised Seventh Report of the Monitor. VTC post-filing check run review and comments. Participate on status update call with LP Senior Management and Oslers.
05/11/10	15273	Ana Arevalo	0.50	\$ 55.00	Finalize invoice for Stikemans regarding CLP invoice.
05/12/10	15273	Ana Arevalo	1.50	\$ 165.00	Cross-reference emailed proof of claim forms against database entries to ensure all claims have been identified.
05/12/10	14856	Steven Bissell	8.00	\$ 5,440.00	Write-up of Bid Deposit email for Participate on conference call regarding next steps in the closing of the Asset Purchase Agreement. Participate on conference call regarding shared services. Review and comment on Amended Claims Procedure Order and Ad Hoc Committee CCAA Plan. Review claims summary.
05/12/10	14800	Paul Bishop	7.00	\$ 5,635.00	Participate on telephone call with Stikemans regarding Report. Exchange emails with CRA regarding information requests. Participate on conference call with Stikemans, Oslers, Company and Davies regarding timeline. Participate on conference calls regarding claims process, D&O process, claims review and update. Review of claims process.
05/12/10	14888	Pamela Luthra	15.70	\$ 7,850.00	Administration of claims process. Respond to the Monitor's hotline. Participate on conference call with Oslers and MHall regarding Reach Canada. Review and comment on the Amended Claims Procedure Order. Prepare claims summary and summary of late claims.
05/12/10	14648	Patrick Leimkuehler	9.50	\$ 3,372.50	Review all proof of claim forms received to date and input all information and disputes into claim database.
05/12/10	15532	Jodi Porepa	3.50	\$ 1,925.00	Review Amended Claims Procedure Order. Discussions with FTI regarding timing. Discussions regarding follow-up on claims in dispute.
05/12/10	14730	Scott Stegenga	9.40	\$ 4,653.00	Claims processing, including opening, entering and comparing claims to Company records.
05/12/10	14638	Colleen McCaughan	2.80	\$ 994.00	Begin to review agreed claims against the claim database for inputting errors.
05/12/10	14638	Colleen McCaughan	2.50	\$ 887.50	Continue to review agreed claims against the claim database for inputting errors.

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Date	TK#	Name	Hours	Amount	Narrative
05/12/10	14638	Colleen McCaughan	3.20	\$ 1,136.00	Review of all proof of claim forms received to date and input all information and disputes into claim database.
05/12/10	14637	Lara Nemerov	0.40	\$ 142.00	Claims assistance
05/13/10	14638	Colleen McCaughan	1.50	\$ 532.50	Travel time.
05/13/10	14638	Colleen McCaughan	3.20	\$ 1,136.00	Review disputed claims against claim database for inputting errors.
05/13/10	14730	Scott Stegenga	1.50	\$ 742.50	Travel time.
05/13/10	14730	Scott Stegenga	6.70	\$ 3,316.50	Claims processing, including opening, entering and comparing claims to Company records.
05/13/10	15532	Jodi Porepa	2.00	\$ 1,100.00	Review Creditor Meeting Order and provide comments.
05/13/10	14648	Patrick Leimkuehler	1.50	\$ 532.50	Travel time.
05/13/10	14648	Patrick Leimkuehler	7.50	\$ 2,662.50	Review disputed claims against claim database for inputting errors.
05/13/10	14888	Pamela Luthra	11.70	\$ 5,850.00	Review and comment on the Meeting Order. Administration of the claims process. Maintenance of the Monitor's website.
05/13/10	14800	Paul Bishop	14.10	\$ 11,350.50	Attend premises at 1450 Don Mills. Meeting with Company, A&M and CRA. Meet with Stikemans and CRA regarding lender proposal. Meet with Stikemans, Oslers and CRA regarding the same. Meet with Stikemans to draft supplemental report.
05/13/10	14856	Steven Bissell	3.30	\$ 2,244.00	Review email correspondence regarding Amended Claims Procedure Order. Participate on telephone call with JPorepa regarding Claims Procedure Order. Update meeting with Senior Management, LP CRA, A&M and FTI. Review Amended Creditors' Meeting Order. Discussions with LMcleod regarding pre-filing claims.
05/13/10	15273	Ana Arevalo	6.50	\$ 715.00	Cross-reference emailed proof of claim forms against database entries to ensure all claims have been identified.
05/14/10	15273	Ana Arevalo	5.00	\$ 550.00	Cross-reference emailed proof of claim forms against database entries to ensure all claims have been identified.
05/14/10	14856	Steven Bissell	8.50	\$ 5,780.00	Email correspondence regarding Amended Claims Procedure Order and Creditors' Meeting Order. Participate on conference call with Stikemans, Cleary Gotlieb and Oslers regarding Noteholder claims process. Participate on hedging conference call with committed financing providers and Senior Management.
05/14/10	14800	Paul Bishop	8.80	\$ 7,084.00	Meet with Stikemans and review proposed amendments to May 7, 2010 letter. Review Asset Purchase Agreement and McMillan letter, and respond. Read and respond to multiple emails. Attend meeting at Oslers with Stikemans, Colter and RBC regarding proposed deal with Ad Hoc Committee and Lenders.
05/14/10	14888	Pamela Luthra	9.40	\$ 4,700.00	Review and comment on the Amended Claims Procedure Order and Meeting Order. Participate on conference call with Oslers and Stikemans regarding the Noteholder claims process. Administration of the claims process. Respond to the Monitor's hotline.
05/14/10	14648	Patrick Leimkuehler	7.00	\$ 2,485.00	Review claims entered into database against proof of claim forms received for accuracy. Create claims report template. Begin check for duplicate claims.
05/14/10	15532	Jodi Porepa	6.00	\$ 3,300.00	Review Amended Claims Procedure Order. Participate on conference call with Stikemans and Oslers regarding Noteholder proxies and ballots. Review of documentation circulated.

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Date	TK#	Name	Hours	Amount	Narrative
05/14/10	14730	Scott Stegenga	6.20	\$ 3,069.00	Claims processing, including opening, entering and comparing claims to Company records.
05/14/10	14637	Lara Nemerov	1.00	\$ 355.00	Follow up with claims for website.
05/14/10	14637	Lara Nemerov	0.40	\$ 142.00	Assistance for Claims website
05/14/10	14637	Lara Nemerov	0.60	\$ 213.00	Discussions with FTI team members regarding online claims database.
05/14/10	14637	Lara Nemerov	1.00	\$ 355.00	Assistance for Claims website
05/15/10	14888	Pamela Luthra	6.40	\$ 3,200.00	Review and comment on the Amended Claims Procedure Order and Meeting Order. Review the Noteholder claims process. Administration of the claims process.
05/15/10	14800	Paul Bishop	7.70	\$ 6,198.50	Participate on telephone calls with Stikemans to discuss response to proposals. Draft Monitor's supplemental report. Review various draft order language. Participate on telephone call with Oslers regarding status. Participate on telephone call with PGodfrey regarding status. Review and respond to multiple emails.
05/16/10	14800	Paul Bishop	4.70	\$ 3,783.50	Participate on telephone calls with Stikemans to discuss proposed agreement and various matters arising from McMillan correspondence. Review and finalize Monitor's report. Review proposed orders. Review email regarding access to Management comment on same. Review and respond to emails regarding the same.
05/16/10	14888	Pamela Luthra	4.30	\$ 2,150.00	Maintenance of the Monitor's website. Administration of the claims process.
05/16/10	15532	Jodi Porepa	1.00	\$ 550.00	Review Claims Procedure forms, and Noteholder proxies and ballots.
05/16/10	14648	Patrick Leimkuehler	2.00	\$ 710.00	Create list of all duplicate claims received.
GRAND TOTAL			628.60	\$ 354,309.00	



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

May 31, 2010

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

RE: FTI Matter # 012660.0008
Invoice # 7236742

Dear Mr. Lamb:

In accordance with services that we have provided pursuant to our appointment as Monitor for Canwest Limited Partnership (and the other related Applicants in the CCAA proceedings), please find our invoice for professional services in the amount of \$359,693.12 for the period from May 17, 2010 to May 31, 2010.

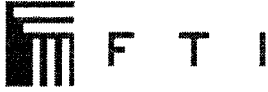
The invoice is due upon receipt. Please provide confirmation of the wire transfer once it has been authorized. Please include our GST # 835718024RT0001 and refer to the invoice number (see above) when remitting your payment.

Please do not hesitate to contact me should you have any questions with respect this invoice.

Best regards,

A handwritten signature in black ink, appearing to read 'Steven Bissell'. The signature is fluid and cursive, written over a horizontal line.

Steven Bissell
Managing Director



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

Invoice # 7236742
FTI Matter # 012660.0008
GST # 835718024RT0001

Professional	Hours	Standard Rates	Amount
Paul Bishop	82.00	805	66,010.00
Steven Bissell	81.80	680	55,624.00
Jodi Porepa	19.00	550	10,450.00
Pamela Luthra	159.60	500	79,800.00
Scott Stegenga	0.90	495	445.50
Lara Nemerov	4.70	355	1,668.50
Colleen McCaughan	20.00	355	7,100.00
Patrick Leimkuehler	48.50	355	17,217.50
Ana Arevalo	22.30	110	2,453.00
Golnaz Haghiri	24.00	100	2,400.00
Total Hours and Fees	462.80		\$ 243,168.50
Expenses			
Airfare			\$ 2,618.66
Lodging			2,662.56
Meals – Incurred in Office			-
Meals – Out of Office			912.76
Taxi			603.23
Mileage			-
Parking			-
Auto Rental			-
Purchased Services (advertising of CCAA process)			92,478.73
Miscellaneous Expenses			120.44
Total Expenses			\$ 99,396.38
Total Fees and Expenses			\$ 342,564.88
5% GST #835718024RT0001			17,128.24
TOTAL DUE AND PAYABLE UPON RECEIPT			\$ 359,693.12

REMITTANCE COPY – PLEASE WIRE TRANSFER TO:

Bank Name: Bank of Nova Scotia
Scotia Plaza, 44 King Street West
Toronto, ON 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 # 7236742 in your remittance.

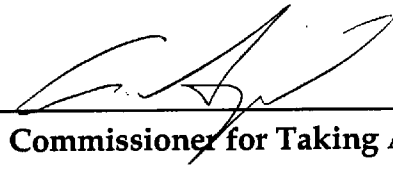
Canwest Limited Partnership
012660.0008 - May 31, 2010
invoice # 7236742

Date	TK#	Name	Hours	Amount	Narrative
05/16/10	14856	Steven Bissell	3.00	\$ 2,040.00	Review and comments on Information Circular, Review of Amended Claims Procedure Order and Meeting Order. Call with Stikemans and FTI regarding Omnibus Transition and Reorganization Agreement and shared services.
05/17/10	14856	Steven Bissell	6.80	\$ 4,624.00	Pre and post-filing check run review and comments. Due diligence regarding Omnibus Transition and Reorganization Agreement and impact on the LP Entities. Researching responses for A&M information request regarding the Omnibus Transition and Reorganization Agreement. Calls with SAnderson regarding CTLP sublease in Ottawa. Call with JStroiz.
05/17/10	15273	Ana Arevalo	4.00	\$ 440.00	Entering proof of claim forms in database.
05/17/10	14800	Paul Bishop	8.80	\$ 7,084.00	Attend court for Ad Hoc Committee/Credit bid orders. Meeting thereafter with Osiers, Stikemans and CRA. Review Asset Purchase Agreement and Circular, claims update, multiple emails and calls.
05/17/10	14888	Pamela Luthra	8.70	\$ 4,350.00	Website maintenance, administering the claims process, review of the Supplement to the Seventh Report of the Monitor, attendance in Court regarding the Motion for the Amended Claims Procedure Order, Meeting Order, and Approval of the Ad Hoc Committee Transaction.
05/17/10	14730	Scott Stegenga	0.90	\$ 445.50	Follow up calls and emails on incomplete Proof of Claim forms. Updating the claims requiring reconciliation.
05/17/10	15768	Goinaz Haghiri	3.00	\$ 300.00	Administrative duties.
05/17/10	14637	Lara Nemerov	0.40	\$ 142.00	Discussions with FTI regarding follow up on claims.
05/17/10	14637	Lara Nemerov	0.40	\$ 142.00	Making changes to claims system.
05/18/10	14637	Lara Nemerov	0.20	\$ 71.00	Discussions with FTI regarding follow up on claims.
05/18/10	14637	Lara Nemerov	0.50	\$ 177.50	Making changes to claims system.
05/18/10	15532	Jodi Porepa	5.60	\$ 3,080.00	Conference call with Stikemans. Review of Plan. Internal discussions regarding claims process, etc.
05/18/10	14888	Pamela Luthra	15.50	\$ 7,750.00	Administering the claims process, call regarding the Plan of Arrangement, timeline and planning for upcoming deadlines per the Claims Procedure Order and Meeting Order.
05/18/10	14800	Paul Bishop	7.90	\$ 6,359.50	Read and review latest Plan, circular and notices, claims updates, conference call with Stikemans regarding the Plan & Circular, discussion regarding claims of [REDACTED] meeting with Osiers, Davies and Stikemans regarding plan document, review of Omnibus order.
05/18/10	15273	Ana Arevalo	4.00	\$ 440.00	Entering proof of claim forms in database, checking duplicates and filing.
05/18/10	14856	Steven Bissell	9.30	\$ 6,324.00	Review and comments on CCAA Plan. Emails regarding shared services and A&M request list regarding same. Victoria Times Colonist post-filing check run review and approval. Call with Senior Management and A&M regarding Omnibus Transition and Restructuring Agreement and transition of Shared Services. Discussions with Stikemans.
05/19/10	14856	Steven Bissell	11.50	\$ 7,820.00	Letter regarding referral of claims to Claims Officer. Coordination of return of Bid Deposits. Review of on-line claims process. Update call with Stikemans regarding claims resolution. Update call with Senior Management, A&M, LP CRA, FTI.
05/19/10	15273	Ana Arevalo	1.30	\$ 143.00	Preparing and finalizing invoice for period ending May 16, 2010.
05/19/10	14800	Paul Bishop	10.40	\$ 8,372.00	Review of Omnibus Order, review of Plan documents, conference call with Management, A&M and GCoiter regarding weekly update. Conference call with Minister of Justice regarding LP tax claim conference call with Stikemans and Osiers regarding same. Meet at Osiers with Stikemans.

05/19/10	14888	Pamela Luthra	15.70	\$	7,850.00	Administering the claims process, preparation for mailing of the Notice of the Meeting Order, coordinating notices in the newspapers as required by the Amended Claims Procedure Order and the Meeting Order. Review and comments on the forms.
05/19/10	15532	Jodi Porepa	9.00	\$	4,950.00	Claims Process. Reviewing legal documents.
05/19/10	15768	Golnaz Haghiri	7.00	\$	700.00	Administrative duties.
05/19/10	14637	Lara Nemerov	0.40	\$	142.00	Discussions with FTI regarding follow up on claims. Making changes to claims system.
05/20/10	15768	Golnaz Haghiri	7.00	\$	700.00	Administrative duties.
05/20/10	15532	Jodi Porepa	2.80	\$	1,540.00	Review of claims process online. Review of Notices of Disallowance.
05/20/10	14888	Pamela Luthra	12.90	\$	6,450.00	Responding to the Monitor's hotline and e-mails, Review and comments on forms, coordinating notices of the Amended Claims Procedure Order and Meeting Order, preparation of LP Claims Packages for Employee Claims, maintenance of the website
05/20/10	14800	Paul Bishop	8.60	\$	6,923.00	Plan and Circular finalization and distribution of drafting, multiple phone calls and emails regarding same, many call and discussions with Stikemans re Monitor's recommendation.
05/20/10	15273	Ana Arevalo	4.00	\$	440.00	Helping with creditor meeting notice mailings.
05/20/10	14856	Steven Bissell	3.80	\$	2,584.00	Discussions and coordination of employee claims packages. Discussions regarding deliverables for claims process. Review of CCAA Plan and conference call regarding same. Call with Senior Management and Stikemans regarding Company Pension Plan and proposed transactions.
05/21/10	14856	Steven Bissell	5.50	\$	3,740.00	Review of final information Circular and CCAA Plan. Defined Benefits pension plan call with A&M and McMillan.
05/21/10	14800	Paul Bishop	3.60	\$	2,898.00	Multiple calls and emails. Commence drafting report
05/21/10	14888	Pamela Luthra	7.40	\$	3,700.00	Administering the claims process, mailing of LP Claims Packages for Employee Claims, website maintenance.
05/21/10	15768	Golnaz Haghiri	6.00	\$	600.00	Administrative duties.
05/21/10	14648	Patrick Leimkuehler	2.00	\$	710.00	Email address updates and review of adjudication process.
05/21/10	14638	Colleen McCaughan	3.00	\$	1,065.00	Review Amended Claims Process Order.
05/22/10	14888	Pamela Luthra	4.30	\$	2,150.00	Reconciling proof of claims to the LP Entities' books and records.
05/23/10	14800	Paul Bishop	1.10	\$	885.50	Email correspondence, claims review, review decision reasons.
05/23/10	14888	Pamela Luthra	2.10	\$	1,050.00	Website maintenance, responding to e-mails sent to the Monitor, administering the claims process.
05/23/10	14637	Lara Nemerov	1.50	\$	532.50	Discussions with FTI regarding follow up on claims. Making changes to claims system.
05/23/10	14648	Patrick Leimkuehler	1.50	\$	532.50	Travel
05/24/10	14648	Patrick Leimkuehler	7.00	\$	2,485.00	Updates in system, Director and Officer Certificates.
05/24/10	15532	Jodi Porepa	0.60	\$	330.00	Drafting Notices of Disallowance.
05/24/10	14638	Colleen McCaughan	6.50	\$	2,307.50	Update cash flow forecast, prepare fee application, review and categorize employee claims.
05/24/10	14888	Pamela Luthra	6.20	\$	4,100.00	Responding to the Monitor's hotline, review of variance analysis, D&O certificates, summary of claims issues
05/25/10	14888	Pamela Luthra	13.60	\$	6,900.00	Administering the claims process, D&O certificate, responding to the Monitor's hotline, claims reconciliation, Osiers status call.
05/25/10	14856	Steven Bissell	7.30	\$	4,984.00	Review of Court endorsement of Ad Hoc Committee Plan and Amended Claims Procedure Order. Review of insured litigation letter prepared by Osiers. Review and diligence of pre and post-filing check requests. Discussions with FTI regarding cash flow reforecast.
05/25/10	14800	Paul Bishop	8.50	\$	6,842.50	Review of claims in dispute, review of late claims, conference call with Osiers, Stikemans, RBC and Company regarding claims, non disclosure agreements and cleansing, call with Stikemans regarding Claims, review of status of major claims, discussion regarding Cleansing statement.
05/25/10	14638	Colleen McCaughan	7.00	\$	2,485.00	Prepare and finalize fee application, create purpose descriptions for reports on website.
05/25/10	14637	Lara Nemerov	0.20	\$	71.00	Discussions with FTI regarding follow up on claims. Making changes to claims system.
05/25/10	15768	Golnaz Haghiri	1.00	\$	100.00	General Administrative Duties.
05/25/10	14648	Patrick Leimkuehler	12.00	\$	4,260.00	D&O Certificate, Hotline calls and responses.
05/26/10	14648	Patrick Leimkuehler	10.00	\$	3,550.00	D&O Certificate, Hotline responses.
05/26/10	15532	Jodi Porepa	1.00	\$	550.00	Drafting Notices of Disallowance. Following up with LMcLeod regarding Notices. Handover to FTI team.
05/26/10	14637	Lara Nemerov	0.10	\$	35.50	Discussions with FTI regarding follow up on claims. Making changes to claims system.
05/26/10	14637	Lara Nemerov	0.20	\$	71.00	Discussions with FTI regarding follow up on claims. Making changes to claims system.
05/26/10	14638	Colleen McCaughan	2.50	\$	887.50	Finalize purpose descriptions for reports on website, respond to hotline emails.
05/26/10	14800	Paul Bishop	6.80	\$	5,474.00	Claims analysis, calls with Stikemans regarding claims, call with Osiers regarding claims, review of claims submitted, teleconference calls with Stikemans regarding claims in dispute, emails with GColter regarding cleansing, calls with Stikemans regarding same, commence draft of June 3 Report.
05/26/10	14856	Steven Bissell	9.50	\$	6,480.00	Review of Claims issue list prepared internally and discussions regarding same. Claims conference call regarding Notices of Disallowance. Call with LMcLeod regarding process to resolve and adjudicate claims. Call with external auditors regarding legal claims and pro forma financials.
05/26/10	14888	Pamela Luthra	14.50	\$	7,250.00	Administering the claims process, Internal call regarding the claims process, call with LMcLeod regarding claims, call with Osiers regarding the Noteholders claim, responding to the Monitor's hotline, claims reconciliation, call with PwC and AManaigre.
05/26/10	15273	Ana Arevalo	2.00	\$	220.00	Compiling invoices for Court Report.
05/27/10	15273	Ana Arevalo	2.00	\$	220.00	Assisting with Claims Process.
05/27/10	14888	Pamela Luthra	14.70	\$	7,350.00	Administering the claims process, review of claims submitted by representative counsel, claims reconciliation.
05/27/10	14856	Steven Bissell	6.50	\$	4,420.00	Email correspondence with SPastemak regarding contract assignments. Email correspondence with external auditors regarding pro forma financial statements. Update call with Osier and Stikemans regarding claims process. Conference call with external auditors regarding legal claims.

05/27/10	14800	Paul Bishop	7.80	\$ 6,279.00	Claims resolution, call with Stikemans and Osiers regarding claims, travel to Don Mills, meet with Company, CRA, A&M regarding weekly update on operations, call regarding progress, review of claims settlements, GST regarding input credit.
05/27/10	14848	Patrick Leimkuehler	9.50	\$ 3,372.50	Hotline responses, other CCAA work.
05/28/10	14848	Patrick Leimkuehler	1.50	\$ 532.50	Travel.
05/28/10	14848	Patrick Leimkuehler	5.00	\$ 1,775.00	Hotline responses, CCAA work.
05/28/10	14638	Colleen McCaughan	1.00	\$ 355.00	Review list of assigned contracts against claims filed by creditors and document amounts owed.
05/28/10	14637	Lara Nemerov	0.80	\$ 284.00	Discussions with FTI regarding follow up on claims. Making changes to claims system.
05/28/10	14800	Paul Bishop	7.50	\$ 6,037.50	Claims review, calls and correspondence regarding same, conference call with Osiers, RBC and company on claims, [REDACTED] call with Osiers regarding same, calls with JGage regarding BNY, [REDACTED]
05/28/10	14856	Steven Bissali	8.30	\$ 5,644.00	Review and preparation of Notices of Revision and Disallowance. Information request regarding LP Management Incentive Program for AManaigre. Osier update call. Conference call regarding status of Omnibus Transition and Reorganization Agreement.
05/28/10	14888	Pamela Luthra	9.80	\$ 4,950.00	Administering the claims process, responding to the Monitor's hotline, claims reconciliation, Osiers status call, claims call with FTI/Osiers/Stikemans, call with MHali & SPoysa regarding employee claims and SERA claims, review of insured litigation.
05/29/10	14800	Paul Bishop	2.10	\$ 1,690.50	Claims analysis and review, [REDACTED]
05/29/10	14888	Pamela Luthra	8.40	\$ 4,200.00	Preparation of notice of revision and disallowance, claims reconciliation.
05/30/10	14888	Pamela Luthra	5.20	\$ 2,600.00	Administering the claims process, preparation of notices of revision or disallowance, claims reconciliation, responding to the Monitor's hotline.
05/30/10	14800	Paul Bishop	2.30	\$ 1,851.50	Report review, claims review, emails and correspondence.
05/30/10	14856	Stevan Bissell	3.30	\$ 2,244.00	Review and preparation of Notices of Revision and Disallowance. Correspondence with LMcLeod regarding sama. Conference Call regarding Omnibus Transition and Restructuring Agreement.
05/31/10	14856	Steven Bissell	7.00	\$ 4,760.00	Meeting regarding Notices of Disallowance and next steps for issuance by end of day May 31. Review and comments to LMcLeod regarding post-filing check run for CPI and Victoria Times Colonist. Review and preparation of Notices of Disallowance and Revision.
05/31/10	15273	Ana Arevaio	5.00	\$ 550.00	Assisting with Claims Process.
05/31/10	14800	Paul Bishop	6.60	\$ 5,313.00	Read and review and amend report, board meeting and preparation for same, call with Stikeman regarding D&O claims, Call with Stikemans regarding CMI claim, Call with Stikemans regarding Omnibus Transition and Restructuring Agreement, multiple calls with company counsel.
05/31/10	14888	Pamela Luthra	18.30	\$ 9,150.00	Preparing and sending Notices of Revision or Disallowance.
GRAND TOTAL			462.80	\$ 243,168.50	

**THIS IS EXHIBIT "B" TO
THE AFFIDAVIT OF
PAUL BISHOP
SWORN JUNE 14, 2010**




Commissioner for Taking Affidavits

Aaron Frederick Sigal, a
Commissioner etc., Province of Ontario,
while a student-at-law.
Expires April 12, 2013.

FTI- Summary of Invoices
March 22, 2010 to May 31, 2010

Invoice #	Date	Fee	Disbursements	GST	Total
7231100	April 4, 2010	\$ 160,661.50	\$ 393.24	\$ 8,052.74	\$ 169,107.48
7232268	April 18, 2010	\$ 164,728.50	\$ 20,004.38	\$ 9,236.64	\$ 193,969.52
7233965	April 30, 2010	\$ 152,568.00	\$ 21,561.41	\$ 8,706.47	\$ 182,835.88
7235360	May 16, 2010	\$ 354,309.00	\$ 5,254.18	\$ 17,978.16	\$ 377,541.34
7236742	May 31, 2010	\$ 243,168.50	\$ 99,396.38	\$ 17,128.24	\$ 359,693.12
Total		\$ 1,075,435.50	\$ 146,609.59	\$ 61,102.25	\$ 1,283,147.34

**THIS IS EXHIBIT "C" TO
THE AFFIDAVIT OF
PAUL BISHOP
SWORN JUNE 14, 2010**



Commissioner for Taking Affidavits

**Aaron Frederick Sigal, a
Commissioner etc., Province of Ontario,
~~while a student at law.~~
Expires April 12, 2013.**

**FTI- Summary of personnel
March 22, 2010 to May 16, 2010**

Name	Hours	Hourly Rate		Total
P. Bishop	451.8	\$	805.00	\$ 363,699.00
S. Bissell	386.3	\$	680.00	\$ 262,684.00
J. Porepa	73.2	\$	550.00	\$ 40,260.00
P. Luthra	571.5	\$	500.00	\$ 285,750.00
S. Stegenga	91.7	\$	495.00	\$ 45,391.50
L. Nemerov	12.1	\$	355.00	\$ 4,295.50
P. Leimkuehler	92.5	\$	355.00	\$ 32,837.50
C. McCaughan	86.2	\$	355.00	\$ 30,601.00
A. Arevalo	54.7	\$	110.00	\$ 6,017.00
G. Haghiri	39	\$	100.00	\$ 3,900.00
Totals	1,859			\$ 1,075,435.50

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 JUNE 14, 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

**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 June 14, 2010)**

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

1. I am a Partner in the law firm of Stikeman Elliott LLP ("**Stikeman Elliott**"), solicitors for FTI Consulting Canada Inc. ("**FTI**"), in its capacity as the court appointed monitor 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 March 20, 2010 to May 29, 2010.

4. During the period from March 20, 2010 to May 29, 2010 Stikeman Elliott docketed 1,592.01 hours in respect of the CCAA Proceeding and billed a total of \$992,903.12, amounting to legal fees of \$938,671.60 and disbursements and other charges of \$6,950.41 plus Goods and Services Tax ("GST") of \$47,281.11. Attached and marked collectively as **Exhibit "A"** to this affidavit are true copies of the accounts rendered to FTI in connection with the CCAA Proceedings for the period of March 20, 2010 to May 29, 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 from March 20, 2010 to May 29, 2010.

7. The hourly billing rates applied in the invoices of Stikeman Elliott are Stikeman Elliott's normal hourly rates which were in effect from March 20, 2010 to May 29, 2010 and are comparable to the hourly rates charged by Stikeman Elliott for services rendered in relation to similar proceedings.

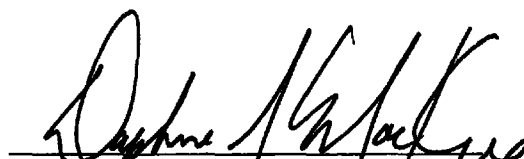
8. The rates charged by Stikeman Elliott throughout the course of the CCAA Proceedings are comparable to the rates charged by other law firms in the Toronto market for the provision of similar services.

9. Stikeman Elliott's fees and disbursements for the period of May 30, 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, Province of Ontario on
June 14, 2010.



Commissioner for Taking Affidavits



Daphne J. MacKenzie

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 -
COMMERCIAL LIST**

Proceeding commenced at Toronto

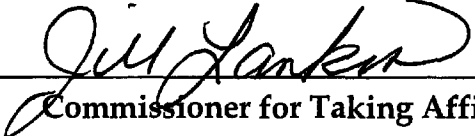
**AFFIDAVIT OF DAPHNE J. MACKENZIE
(SWORN JUNE 14, 2010)**

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

**THIS IS EXHIBIT "A" TO
THE AFFIDAVIT OF
DAPHNE J. MACKENZIE
SWORN JUNE 14, 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. 121411136RT0001

Invoice

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

April 08, 2010
File No.: 1096791004
Invoice No.: 4876405

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period March 20 to April 2, 2010, including:

Date	Tkpr Initials	hrs	Description
03/17/10	LAC	0.83	Meet with M. Konyukhova regarding grievance claims procedure
03/18/10	LAC	0.67	Revise release regarding retention arrangements
03/19/10	LAC	0.50	Discuss retention arrangements and release with M. Konyukhova
03/20/10	DRB	2.00	Review report from Osler with respect to [REDACTED] and [REDACTED] and other emails with respect to same; review and comment on draft Fifth Report of the Monitor; review finalized omnibus motion record; review proposed revisions to Skulsky Consulting Agreement; attend to numerous emails with respect to representative counsel issues and correspondence
	MK	4.50	Review and draft responding correspondence to representative counsel; review and discuss FTI comments on draft Fifth Report of the Monitor and revise same; correspondence with Osler, McMillan and representative counsel with respect to correspondence with Justice Pepall; draft correspondence to Justice Pepall with respect to requirement for 9:30 a.m. attendance
	SC	0.09	Forwarded motion material to the Monitor
03/21/10	DRB	1.00	Review comments on draft Fifth Report of the Monitor; review correspondence from representative counsel and prepare for attendance before Justice Pepall

STIKEMAN ELLIOTT

	MK	4.50	Correspondence to and from representative counsel and Osler with respect to same; correspondence with FTI with respect to draft Fifth Report of the Monitor and revise and circulate same
03/22/10	DRB	4.00	Review correspondence from Osler with respect to representative counsel issues; attend before Justice Pepall with respect to same; emails with respect to [REDACTED] review comments with respect to draft Fifth Report of the Monitor; update call with FTI; meeting with M. Konyukhova with respect to representative counsel issues; various conference calls with respect to claims process
	DJM	4.00	Considering SISP issues
	MK	12.75	Attendance at 9:30 a.m. appointment before Justice Pepall; meeting at Osler with representative counsel; attendance before Justice Pepall with respect to funding; correspondence and calls with respect to draft Fifth Report of the Monitor and revisions to same; correspondence with respect to claims process and inclusion of employee claims; various calls and emails with H. Clarke with respect to representative counsel issues; attend on status call with FTI; correspondence and review of various notices to employees; finalize and serve Fifth Report of the Monitor; review latest drafts of the claims process order; correspondence with Osler with respect to March 26 motion; attend on update call with Osler
03/23/10	DRB	1.33	Briefing by D. MacKenzie with respect to meeting with McMillan on claims process issues; discussion with M. Konyukhova with respect to March 26 motion; attend on update call with Osler
	DJM	5.00	Considering SISP issues and claims process; attend at various meetings and on various conference calls
	MK	8.00	Meeting at McMillan with respect to claims process issues; review draft language for termination of claims process order; correspondence with FTI and Osler with respect to same; draft replacement language; telephone call with A. Maerov with respect to same; conference call with A. Maerov and B. Putnam with respect to McMillan comments on claims procedure order; attend on status call with FTI and Osler; correspondence with respect to documents to be included in confidential supplement; correspondence with representative counsel to provide parts of confidential supplement
03/24/10	DRB	2.50	Meeting with P. Bishop and D. MacKenzie; review emails with respect to [REDACTED] issue; review factum

STIKEMAN ELLIOTT

of Osler with respect to March 26 motion

	DJM	5.00	Considering SISP issues; meeting with AHC; participating on conference calls; considering claims issues
	LAC	1.00	Review release; review [REDACTED]'s [REDACTED]; revise and circulate release with cover note
	MK	1.00	Attend to various emails with Osler and representative counsel with respect to materials for omnibus motion and draft releases; [REDACTED] [REDACTED] correspondence to McMillan with respect to same
03/25/10	DRB	0.50	Attend to emails with respect to [REDACTED] and [REDACTED]; review correspondence from [REDACTED]
	DJM	4.00	Considering SISP issues; participate on conference calls and at meetings
	MK	1.00	Correspondence and calls with respect to finalizing documents to be included in confidential supplement; attend to finalizing and filing of confidential supplement
	SC	0.49	Updated service list; forwarded motion materials for website
03/26/10	DJM	2.00	Considering SISP issues
	MK	3.00	Preparation for and attendance at motion with respect to retention payments to employees, etc.; attend to circulation of Order; telephone calls with M. Wasserman and B. Putnam
03/28/10	MK	0.50	Review various issues and prepare outline for report with respect to stay extension; correspondence with FTI with respect to same
03/29/10	DRB	1.00	Attend on weekly update call with FTI; attend to emails with respect to [REDACTED]
	DJM	6.00	Attend on conference calls with respect to SISP and NDAs and update with respect to claims
	MK	1.50	Attend on status call with FTI; calls and emails to Osler with respect to claims process and Gluskin Sheff claim; meeting with S. Clarke with respect to fee affidavits
	SC	0.20	Meeting with M. Konyukhova with respect to affidavit of fees; email to client regarding same
03/30/10	DRB	0.42	Attend to emails with respect to [REDACTED] process and discuss same with D. MacKenzie
	DJM	12.00	Considering SISP issues, [REDACTED] and lease issues
	LAC	0.25	Discuss conciliation process with N. Ramalho

STIKEMAN ELLIOTT

	MK	0.75	Office conference with D. MacKenzie with respect to tax issues and payment to Edmonton lease landlord; telephone call with S. Bissell; [REDACTED] related issues
03/31/10	DJM	7.00	Considering SISP issues; participating on conference calls and at meetings
	MK	0.50	Review various emails with respect to claims process and draft Sixth Report of the Monitor; office conference with D. MacKenzie with respect to structure of proposed acquisition
	SC	0.36	Email to FTI with respect to account information; reviewed accounting charts for affidavit of fees
04/01/10	DRB	0.75	Emails with P. Bishop; discuss [REDACTED] issues with D. MacKenzie; telephone discussion with P. Bishop
	DJM	5.00	Review NDAs; review correspondence; attend on status calls; review bid process
	MK	4.50	Telephone calls with Commercial List office with respect to scheduling; attend on status call with FTI, Canwest and Osler; attend on telephone calls with respect to claims procedure and Edmonton lease; attend on status call with respect to draft Sixth Report of the Monitor; telephone calls with Osler and D. Bernstein with respect to draft Sixth Report of the Monitor
	SC	4.53	Drafted affidavits of fees; reviewed fee charts
04/02/10	DRB	1.00	Emails with P. Bishop; review draft affidavit and order with respect to claims procedure and stay extension

STIKEMAN ELLIOTT

Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	14.50		825.00		11,962.50
DJM	Daphne MacKenzie	50.00		775.00		38,750.00
LAC	Lorna Cuthbert	3.25		650.00		2,112.50
MK	Maria Konyukhova	42.50		445.00		18,912.50
SC	Sarah Clarke	5.67		345.00		1,956.15

FEES	CDN\$
Professional Services	73,693.65
Goods and Services Tax on Professional Services	3,684.68

CHARGES	GST Taxable
Photocopies	276.25
	<hr/> 276.25

Total Charges	276.25
Goods and Services Tax on Charges	13.81
Total Fees/Charges and Taxes on Fees/Charges	<hr/> 77,668.39

DISBURSEMENTS	GST Taxable
Agents' Fees	50.00
Business Meals - In Town	141.53
Travel - Parking	34.62
Book Binding / Binders	6.93
Telephone	88.62
Travel - Taxis	475.33
	<hr/> 797.03

Total Disbursements	797.03
Goods and Services Tax on Disbursements	39.85
Total Disbursements and Taxes on Disbursements	836.88

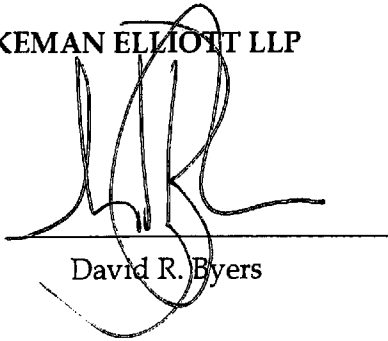
SUMMARY OF ACCOUNT

STIKEMAN ELLIOTT

Professional Services		73,693.65
Charges		276.25
Disbursements		797.03
Goods and Services Tax on Fees and Charges and Disbursements		<u>3,738.34</u>
NET AMOUNT DUE	CDN\$	<u>78,505.27</u>

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. 121411136RT0001

Invoice

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

April 22, 2010

File No.: 1096791004

Invoice No.: 4880363

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period April 3 to 16, 2010, including:

Date	Tkpr Initials	hrs	Description
04/03/10	DRB	0.42	Review comments on draft stay extension and claims procedure motion
	MK	7.00	Review Claims Procedure Order; telephone call with B. Putnam with respect to same; attend to emails regarding Claims Procedure Order; draft Sixth Report of the Monitor and circulate same to FTI
04/04/10	DRB	1.33	Review McMillan comments on draft Claims Procedure Order; review draft Sixth Report of the Monitor
	MK	1.50	Attending to various emails regarding Claims Procedure Order; review draft affidavit in support of stay extension motion and provide comments
04/05/10	DRB	4.75	Attend to emails with respect to revisions to draft Sixth Report of the Monitor; conference call with FTI; review [REDACTED] with D. MacKenzie; discuss further revisions to draft Sixth Report of the Monitor
	DJM	6.00	Review and comment on Claims Procedure Order; attend on conference calls regarding structure of bids; review and comment on SISP issues in draft Sixth Report of the Monitor
	MK	9.00	Revising draft Sixth Report of the Monitor; attend to various correspondence and calls regarding claims procedure; attend on status call with FTI; revise draft Sixth Report of the Monitor and circulate same; review comments; meeting with S. Clarke regarding fee affidavits; review and revise fee affidavits; review

STIKEMAN ELLIOTT

accounts to be included as exhibits to affidavits and redact for confidential information

	SC	0.83	Reviewed accounts for fees and revised affidavits
04/06/10	DRB	5.50	Review McMillan comments on draft Report; emails with FTI with respect to draft Report; review revised draft Claims Procedure Order from Osler; emails and conference calls with respect to pension issues; review revised draft affidavit; review further revised draft report and proposed amendments with respect to same; review finalized motion record
	DJM	6.00	Consider SISP issues; review Asset Purchase Agreement and claims process
	AF	3.70	Prepared for call on Asset Purchase Agreement; meeting with D. MacKenzie; review [REDACTED]
	MK	9.25	Various calls and correspondence regarding claims process and stay extension motion; review comments on draft Report and revise same; various revisions to claims process order; revising draft Sixth Report of the Monitor; attend to finalizing the Report; attend to revising the fee affidavits and further redactions to invoices; attend to compiling exhibits to Report, finalizing and serving same
	SC	3.00	Reviewed fee charts; finalized affidavits of P. Bishop and D. MacKenzie
04/07/10	DRB	3.50	Review Osler memorandum with respect to <i>Competition Act</i> issues and email to S. Hutton with respect to same; review issues with respect to [REDACTED]
	DJM	7.00	Mark-up Asset Purchase Agreement and circulate SISP issues; review bid structure
	SMH	2.00	Various correspondence with D. MacKenzie; review Osler [REDACTED] and [REDACTED]
	AF	2.75	Attend on Asset Purchase Agreement call with Osler; telephone call with P. Bishop; attending to various tasks
	SC	0.25	Attend to email correspondence with FTI regarding fee schedules and motion materials
04/08/10	DRB	3.75	Meeting at Osler with respect to SISP issues; emails with FTI; review Osler memorandum of law
	DJM	5.00	Considering SISP issues; review <i>Companies' Creditors Arrangement Act</i> ; attend Asset Purchase Plan discussions
	AF	3.43	Telephone calls with Osler; call with [REDACTED]

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			review revised draft form of Asset Purchase Agreement
	MK	2.00	Telephone call with D. MacKenzie regarding claims process; review Initial Order regarding senior lenders claim process; review CMI claims process regarding bondholder process; telephone calls with B. Putnam regarding same; review draft memorandum of law; telephone call with B. Putnam regarding same
04/09/10	DRB	2.50	Emails with P. Bishop; review proposed amendments to draft Claims Procedure Order; emails with M. Konyukhova concerning motion; review language and comments on same with respect to notice to bondholders and Term C lenders for claims process
	DJM	3.75	Consider Asset Purchase Agreement issues; conference calls; review correspondence; consider Claims Procedure Order issues
	AF	3.12	Review and mark-up revised form of Asset Purchase Agreement; telephone calls with D. MacKenzie; telephone calls with FTI; review and draft correspondence
	MK	2.00	Correspondence and calls with respect to [REDACTED] concerns and amendments to Claims Procedure Order; telephone calls and correspondence with respect to process for bondholders and Term C lenders; review draft language for the Claims Procedure Order; correspondence with FTI with respect to same and other issues concerning service of claims packages
	SC	0.14	Website email update; email correspondence with P. Luthra
04/10/10	DJM	3.00	Review draft Asset Purchase Agreement; conference call
	AF	1.50	Telephone call with Osler and FTI to discuss form of Asset Purchase Agreement
	MK	0.50	Review of revised Claims Procedure Order and provide comments; correspondence with B. Putnam with respect to same
04/11/10	MK	0.75	Correspondence to and from Osler with respect to Claims Procedure Order; review motion materials for stay extension, etc. motion
04/12/10	DRB	4.50	Various emails with respect to amendments to Claims Procedure Order; attend motions before Justice Pepall; attend on weekly update call with FTI
	DJM	3.00	Attend update calls; consider SISP issues; correspondence
	MK	3.75	Preparation for and attendance at motion for stay

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extension, etc.; correspondence with FTI regarding various claims process issues; attend to circulating and posting orders; attend on status call with FTI

04/13/10	DJM	3.00	Review bid instruction letter; consider SISP issues; attend to correspondence
	AJT	1.75	Review orders and endorsements; discussion with D. Byers; review Monitor's Reports
	AF	1.50	Telephone call with D. MacKenzie; attend to various tasks; review and draft correspondence; review and comment on [REDACTED]
	MK	0.33	Review letter with respect to lifting of the stay; correspondence with P. Luthra and B. Putnam regarding certain claims procedure issues
04/14/10	DJM	5.00	Consider SISP issues; discussions regarding Asset Purchase Agreement and Bid Instruction letter; review
	AJT	6.00	Review file; discussion with M. Konyukhova
	SMH	0.20	Correspondence from D. MacKenzie
	AF	7.00	Telephone calls with working group to discuss Asset Purchase Agreement and Bid Instruction letter; review and draft correspondence; attending to various tasks
	MK	3.00	Telephone call and emails regarding request to lift stay for arbitration; correspondence regarding Gluskin Sheff motion; correspondence regarding representative counsel fees; correspondence regarding treatment of insured litigation; review memorandum of law regarding same; consider [REDACTED] issues; review Initial Order; office conference with A. Taylor regarding same; correspondence to D. MacKenzie
04/15/10	DRB	0.75	Meeting with D. MacKenzie with respect to various issues on the SISP; attend to emails with respect to NDA for [REDACTED]
	DJM	6.00	Consider SISP issues; meeting with bidders; review comments on Asset Purchase Agreement and bid letters and advise
	AJT	5.75	Review file; discussion with M. Konyukhova; telephone conversation with D. MacKenzie; discussion with D. Byers
	AF	3.92	Attend meeting at Osler to discuss transaction structure and meeting with Davies; review and draft correspondence; attend to various tasks
04/16/10	DJM	4.00	Participating on SISP calls; review and comment on Asset Purchase Agreement and related documents; participate on conference calls; review revised drafts

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AJT	5.00	Review SISP amendments; emails with D. MacKenzie; review reports; review [REDACTED] with respect to SISP; conference call with respect to tax issue
AF	4.61	Telephone calls with respect to Asset Purchase Agreement; comment on same; review and draft correspondence; attend to various tasks
MK	1.25	Status call with Osler and FTI; correspondence with representative counsel and others regarding fees and scheduling call/attendance before Justice Pepall; telephone calls with B. Putnam regarding transition services and motion regarding same; correspondence with FTI regarding claims process mailing, etc.

Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	27.00		825.00		22,275.00
DJM	Daphne MacKenzie	51.75		775.00		40,106.25
SH	Susan Hutton	2.20		750.00		1,650.00
AJT	Ashley John Taylor	18.50		675.00		12,487.50
AF	Aaron Fransen	31.53		480.00		15,134.40
MK	Maria Konyukhova	40.33		445.00		17,946.85
SC	Sarah Clarke	4.22		345.00		1,455.90

FEES	CDN\$
Professional Services	111,055.90
Goods and Services Tax on Professional Services	5,552.80

CHARGES	GST Taxable
Photocopies	286.00
	286.00

Total Charges	286.00
Goods and Services Tax on Charges	14.30
Total Fees/Charges and Taxes on Fees/Charges	116,909.00

DISBURSEMENTS	GST Taxable
Agents' Fees	40.00
Business Meals - In Town	120.96

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Travel - In Town	38.46
Book Binding / Binders	13.48
Delivery / Mailroom	52.53
Telephone	125.80
	<hr/> 391.23

Total Disbursements	391.23
Goods and Services Tax on Disbursements	19.56
Total Disbursements and Taxes on Disbursements	410.79

SUMMARY OF ACCOUNT

Professional Services	111,055.90
Charges	286.00
Disbursements	391.23
Goods and Services Tax on Fees and Charges and Disbursements	5,586.66
AMOUNT DUE	<hr/> 117,319.79
NET AMOUNT DUE	CDN\$ 117,319.79

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. 1214111360001

Invoice

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

May 12, 2010
File No.: 1096091004
Invoice No.: 4884254

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period April 16 to 30, 2010, including:

Date	Tkpr Initials	hrs	Description
04/16/10	SMH	4.00	Telephone discussion with A. Fransen with respect to the <i>Competition Act</i> analysis and [REDACTED] review draft Asset Purchase Agreement; various teleconferences with A. Fransen and M. Lally; reporting email to D. MacKenzie and A. Fransen; reply to inquiry regarding request for [REDACTED] email to D. MacKenzie regarding M. Lally correspondence
04/17/10	DRB	1.00	Review material with respect to potential structures for Noteholder bid
	DJM	3.50	Review bid structures and regulatory issues; attend on conference calls; correspondence with FTI
	SMH	2.50	Attend on conference call concerning <i>Competition Act</i> issues; correspondence with M. Lally; telephone call with M. Lally and report to D. MacKenzie
	AF	1.00	Telephone call with internal group and FTI with respect to <i>Competition Act</i> issues with strategic bid and outline [REDACTED]
	MK	0.75	Attend on conference call regarding [REDACTED] [REDACTED] correspondence with A. Cobb with respect to Gluskin and Sheff claim and request for lifting the stay for arbitration; correspondence with FTI with respect to same
04/18/10	DJM	2.00	Review bid structures and claims; correspondence; attend on conference calls
	MK	1.50	Review memorandum [REDACTED] [REDACTED] conference call with D. MacKenzie, A.

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Taylor and J. Lorito [REDACTED]
[REDACTED]; email correspondence with
A. Rose and S. Dunphy [REDACTED]

04/19/10 DRB 1.00 Conference call with FTI; meeting with D. MacKenzie regarding SISP issues

DJM 6.00 Considering SISP issues; discussions with bidders; attend on conference calls and at meetings

SFD 0.67 Discuss [REDACTED] with A. J. Taylor and M. Konyukhova

SH 2.70 Correspondence with M. Lally; teleconference with M. Lally; lengthy teleconference with M. Lally and B. Facey; follow-up call with M. Lally; provide comments on reporting email

AK 0.08 Telephone discussion with respect to [REDACTED]
[REDACTED]

AJT 6.00 [REDACTED] conversation with S. Dunphy and M. Konyukhova; conference call regarding LP

AF 5.33 Telephone call with Steering Committee; telephone call with [REDACTED] update call with FTI; review [REDACTED] consent letter; review [REDACTED]; draft correspondence

MK 1.75 Various correspondence with A. Taylor and D. MacKenzie [REDACTED]; meeting with J. Bergman regarding research; meeting with S. Dunphy and A. Taylor regarding [REDACTED] correspondence with respect to same; correspondence with FTI and Osler regarding certain employee claims packages; review and revise draft letters regarding same

JB 2.89 Reviewed instructions from M. Konyukhova; reviewed memorandum on whether [REDACTED]
[REDACTED]; updated memorandum and case law; conducted research concerning when [REDACTED]

04/20/10 DRB 2.00 Attend to emails with respect to [REDACTED]
[REDACTED] and discussion with D. MacKenzie regarding same; conference call with FTI regarding status; conference call with P. Bishop regarding SISP

DJM 7.00 Considering SISP issues; attend on conference calls and at meetings; review structure of bids and requests; considering regulatory issues

AJT 4.00 Conduct research; discussion with M. Konyukhova; [REDACTED], attending to various emails

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	SMH	1.70	Various correspondence with M. Lally; telephone call with A. Fransen; correspondence with D. MacKenzie; correspondence regarding call with Canwest and participating on call; teleconference with M. Lally; call to D. MacKenzie
	AF	4.24	Attending on various calls, at various meetings and to various tasks
	MK	6.00	Office conference with A. Taylor regarding [REDACTED] various emails regarding same; telephone call with D. MacKenzie concerning need for consent of [REDACTED] [REDACTED] review Support Agreement and Initial Order regarding same; status call with Osler, FTI, RBC, and Canwest; office conference with D. MacKenzie regarding next steps, [REDACTED] and other issues; various correspondence and calls regarding [REDACTED] [REDACTED] review endorsement from Initial Order regarding same; review notes from Initial Order hearing; emails with D. MacKenzie with respect to same; telephone calls with B. Putnam regarding upcoming motions and other issues concerning employees; telephone call from T. McRae regarding representative counsel fees; telephone call with A. Cobb regarding various scheduling issues and treatment of grievance claims under Claims Procedure order
	JB	0.50	Continued research and reviewing case law pertaining [REDACTED]
	JI	1.25	Conducting research regarding [REDACTED] and [REDACTED] [REDACTED]
04/21/10	DRB	2.50	Attend meeting regarding SISP issues; emails with client regarding same; emails with Osler regarding scheduling; emails regarding motion to amend Initial Order; attend to emails regarding claims
	DJM	7.00	Considering SISP issues and time line
	AJT	8.00	Conduct research regarding [REDACTED]; telephone conversation with J. Lorito; meeting with D. Byers, D. MacKenzie and M. Konyukhova; review Support Agreement; attend to emails [REDACTED] conduct further research; review memorandum
	SMH	1.90	Correspondence with M. Lally and B. Facey; various correspondence to Osler, Blakes and FTI regarding the <i>Competition Act</i> issues; correspondence with Blakes with respect to Bureau submissions; review documents;

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attend to various correspondence; review documents

AF 7.00 Review and draft correspondence; various tasks in preparation for Phase 2 bid deadline; attend meeting at Osler

MK 5.00 Review draft affidavit with respect to interim CEO and provide comments; email correspondence with FTI regarding report; telephone calls and emails with FTI, Osler and N. Ramalho [REDACTED]; office conference with A. Taylor regarding provisions of Initial Order regarding excluded claims; various discussion regarding [REDACTED] office conference with J. Bergman concerning research regarding [REDACTED] office conference with A. Taylor regarding same; review various letters and cases [REDACTED], consider [REDACTED] telephone call with N. Ramalho regarding exclusion of grievances; telephone call with Osler with respect to same; email to FTI; attend on telephone calls with respect to next steps

JL 5.75 Conduct research and draft memorandum regarding whether [REDACTED]

JB 0.46 Continued research concerning when [REDACTED]; discussion with M. Konyukhova

CB 0.50 Discussion with A. Fransen regarding bidding process

04/22/10 DRB 0.75 Meeting with D. MacKenzie regarding SISP issues

DJM 9.00 Considering SISP issues; telephone calls with bidders

AJT 4.25 Review case law; attend meeting regarding [REDACTED] attend meeting regarding offers

SMH 1.20 Telephone call with Blakes and Osler; report to D. MacKenzie and A. Fransen

AF 5.68 Attend on calls with various tasks; internal meetings; review and draft correspondence

MK 4.00 Review letters to employees; correspondence regarding unionized employees; review case law regarding [REDACTED]; meeting with D. MacKenzie, J. Lorito and A. Taylor regarding [REDACTED] review [REDACTED]

CB 3.18 Review of SISP and Senior Creditor Plan of Arrangement for timing deadlines; review of other documents related to bidding process

04/23/10 DJM 6.00 Attend on conference calls and at meetings regarding SISP issues

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	AJT	4.00	Review Support Agreement; review Plan; attend on conference calls; attend to emails; draft timeline
	SMH	1.40	Correspondence with Blakes; various correspondence with Osler and Blakes regarding competition meeting; correspondence with D. MacKenzie regarding lenders counsel; review overlap markets
	AF	3.75	Attend on calls; review and draft correspondence; attend to various tasks
	MK	3.50	Review letter regarding lifting of stay for arbitration; draft responding letter; draft affidavit of mailing regarding claims process; review letter from [REDACTED] [REDACTED] correspondence with respect to same; office conference and telephone calls regarding SISP and bids; consider motion for directions; correspondence with FTI and D. MacKenzie regarding various issues; telephone calls and emails with Osler and Commercial List regarding scheduling; correspondence with representative counsel, Osler and Commercial List regarding scheduling; review draft order
	SC	0.17	Reviewed motion record of the applications regarding amending Initial Order
	CB	3.95	Review of bid-related documents; discussion with A. Fransen; discussion with M. Konyukhova; preparing timetable of deadlines
04/24/10	AF	0.50	Review and draft correspondence
	MK	5.00	Draft [REDACTED] [REDACTED] consider next steps under the SISP; review contracts, etc. regarding claim by [REDACTED] draft email to P. Luthra regarding same
	CB	4.67	Review of LP Support Agreement; Senior Creditor Support Agreement and Acquisition Agreement for timing deadlines; preparing timetable of deadlines; review Ad Hoc Committee bid
04/25/10	CB	5.10	Drafting table of deadlines; review Ad Hoc Committee bid
04/26/10	DRB	1.50	Attend scheduling meeting at Osler; attend on weekly conference call with FTI; conference call with P. Bishop
	DJM	5.00	Consider SISP bidder issues; participate on update calls; review Support Agreements and timetable
	AJT	1.75	Attend on update call regarding LP bid process
	SMH	1.50	Telephone call with J. Clifford and M. Lally regarding [REDACTED] telephone call with M. Lally regarding [REDACTED] correspondence with Blakes; report to P. Bishop

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	KR	2.80	Meeting with D. MacKenzie and A. Fransen regarding proposed process for sale of assets; reviewing Initial Order and Sale and Investor Solicitation Process
	AF	5.75	Attend on calls and at meetings; review and draft correspondence; attend to various tasks; review documents in preparation for receipt of bids
	MK	2.50	Attend meeting at Osler regarding timetable for motions; attend on status call with FTI
	CB	1.95	Drafting summary table of deadlines; drafting summary of Ad Hoc Committee bid
04/27/10	DRB	2.75	Conference call with P. Bishop; work on timetable; email Osler regarding timetable; numerous emails regarding transition services motion; conference call regarding SISP issues; email and conference call with A. Kent; conference call with P. Bishop; conference call with A. Kent; conference call with D. MacKenzie and P. Bishop
	DJM	4.00	Attend meeting regarding claims
	AJT	3.50	Review emails regarding timetable; preparation for and attendance at meeting regarding LP bids; [REDACTED] review motion to amend Initial Order; attending to various emails and telephone calls
	GFN	0.25	Office conference with A. Boctor regarding Gluskin and Sheff claim
	SMH	1.00	Correspondence regarding [REDACTED] information request
	AB	4.00	Telephone calls regarding bid; review court materials for Gluskin and Sheff matter
	MK	2.00	Attend to emails regarding scheduling; attend to emails with P. Luthra regarding translating claims package; review summaries prepared by C. Broadhurst regarding report; attend on status call with FTI and Osler
	KR	5.80	Review SISP and other related documentation related to SISP and Initial Order and sale process
	MB	4.00	Attend on due diligence calls with [REDACTED]; reviewed Canwest Limited Partnership documents
04/27/10	DRB	1.50	Review documents regarding end date for approval; emails with H. Clarke; attend before Justice Pepall; report on attendance before Justice Pepall
	DJM	1.00	Telephone calls with bidders
	SMH	0.50	Correspondence with Canwest counsel regarding <i>Competition Act</i> issues
	AB	3.00	Attend on telephone call on bid and Gluskin Sheff

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matter

	KR	3.50	Reviewing SISP Credit Bid Plan and Assumption and Acquisition Agreements
	AF	1.00	Telephone call with Osler, RBC and [REDACTED] regarding [REDACTED]; meeting with D. MacKenzie to discuss bid structures and potential issues with bids; attend to various tasks
	MK	3.00	Attendance on motion regarding appointment of K. Bent and various scheduling matters; correspondence with respect to scheduling matters; email from S. Bissell regarding set-off issues; correspondence with N. Ramalho regarding employment matters and letter [REDACTED]
	JD	6.00	Translation of Schedules B and C for Claims Package
	MB	1.00	Reviewed LP documentation
04/29/10	DRB	0.67	Discussion with D. MacKenzie regarding SISP issues; review affidavit of Steven Levitt and discussion with M. Konyukhova; attend on conference call regarding SISP issues
	DJM	3.00	Considering SISP issues
	SMH	0.40	Various correspondence with D. MacKenzie, M. Lally and Blakes
	AB	1.50	Telephone call with Osler; conference call with A. Fransen
	NR	0.25	Telephone call with M. Konyukhova
	AF	2.33	Attend to various tasks in preparation for bids
	MK	2.50	Revise draft report for motion for advice and directions; office conference with D. Byers and A. Taylor regarding next steps; review email regarding set-off re [REDACTED] quick review of relevant case law; review affidavit regarding fees from representative counsel; discussion with D. Byers regarding same; reply correspondence to J. Payne; circulate Order regarding appointment of K. Bent
	MCM	0.67	Follow up on revision of documents with revisor
	JD	3.00	Translation of Schedules A and B for Claims Package
	CB	0.08	Finding master transaction list on data site and related correspondence
	MB	2.75	Read LP documentation; meeting with A. Fransen regarding bids
	FR	2.67	Revision - LP Proof of Claim and LP Proof of claim instruction letter for the Claims Procedure; terminological researches; proofreading of both

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documents

04/30/10	DRB	0.50	Conference call with respect to bids; correspondence [REDACTED]
	DJM	3.00	Review bids
	AB	1.25	Telephone call with Osler; conference call with N. Ramalho and A. Fransen
	SMH	1.50	Meeting with M. Lally regarding competition law issues
	AF	6.50	Attend to various tasks in preparation for receipt of bids; review and draft correspondence; review bid documents
	MK	1.00	Conference call with representative counsel regarding fees; emails with FTI and Osler regarding [REDACTED] [REDACTED]
			other payment issues
	MB	3.50	Reviewed bids

Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	14.17		825.00		11,690.25
DJM	Daphne MacKenzie	56.50		775.00		43,787.50
SFD	Sean Dunphy	0.67		825.00		552.75
GFN	Gary Nachshen	0.25		850.00		212.50
SMH	Susan Hutton	20.30		750.00		15,225.00
AK	Alan Kenigsberg	0.08		725.00		58.00
AJT	Ashley John Taylor	31.50		675.00		21,262.50
KR	Kenton Rein	12.10		650.00		7,865.00
AB	Andrea Boctor	9.75		585.00		5,703.75
NR	Nancy Ramalho	0.25		575.00		143.75
AF	Aaron Fransen	43.08		480.00		20,678.40
MCM	Marie-Claude Milot	0.67		475.00		318.25
MK	Maria Konyukhova	38.50		445.00		17,132.50
FR	France Rochon	2.67		385.00		1,027.95
JD	Joan Durand	9.00		345.00		3,105.00
MB	Matthew Bassani	11.25		375.00		4,218.75
SC	Sarah Clarke	0.17		345.00		58.65

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JB	Jordana Bergman	3.85	345.00	1,328.25
CB	Craig Broadhurst	19.43	345.00	6,703.35
JI	Jennifer Imrie	7.00	345.00	2,415.00

FEES	CDN\$
Professional Services	163,487.10
Goods and Services Tax on Professional Services	8,174.36

CHARGES	GST Taxable
Photocopies	611.25
	<hr/> 611.25

Total Charges	611.25
Goods and Services Tax on Charges	30.56
Total Fees/Charges and Taxes on Fees/Charges	<hr/> 172,303.27

DISBURSEMENTS	GST Taxable
Agents' Fees	50.00
Book Binding / Binders	13.62
Telephone	.05
Travel - Taxis	143.14
Business Meals - In Town	14.48
Travel - Parking	34.62
	<hr/> 255.91

Total Disbursements	255.91
Goods and Services Tax on Disbursements	12.80
Total Disbursements and Taxes on Disbursements	268.71

SUMMARY OF ACCOUNT

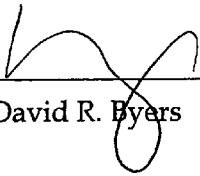
Professional Services	163,487.10
Charges	611.25
Disbursements	255.91
Goods and Services Tax on Fees and Charges and Disbursements	8,217.72
	<hr/>

STIKEMAN ELLIOTT

NET AMOUNT DUE

CDN\$ 172,571.98

STIKEMAN ELLIOTT LLP

Per: 
David R. Byers

STIKEMAN ELLIOTT

Stikeman Elliott LLP Barristers & Solicitors

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Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

G.S.T. NO. 1214111360001

Invoice

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

May 20, 2010

File No.: 1096791004

Invoice No.: 4888299

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period May 1 to May 14, 2010, including:

Date	Tkpr Initials	hrs	Description
05/01/10	DRB	2.00	Review bids and discussion with D. MacKenzie
	DJM	6.00	Review bids; meetings with FTI
	SMH	2.50	Review [REDACTED] [REDACTED] bids; review agreement for Torstar bid; correspondence with M. Lally
	AB	1.00	Review bid; email to A. Fransen
	NR	5.17	Review bids and prepare insert
	AF	10.00	Review bid documents; meeting with FTI; review and draft correspondence; attend to various tasks with respect to bids
05/02/10	MK	5.00	Review bids; meeting with FTI to review bids; prepare timeline for obtaining approvals, etc. and closing of AHC bid; various correspondence with D. MacKenzie and A. Fransen with respect to same
	MB	13.00	Reviewed bids; meeting with FTI to discuss bids; drafted timetable for AHC bid; compared presentations and warranties in AHC bid to the credit bid
05/02/10	DRB	1.00	Attend to emails with Osler regarding bids; meeting with D. MacKenzie with respect to evaluation meeting
	DJM	9.00	Review bids; attend meetings regarding bid definitive agreements with FTI, Osler, RBC and Canwest LP

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	SMH	2.00	Correspondence with A. Fransen and M. Lally; telephone call with M. Lally; various correspondence regarding Torstar bid and meeting on competition issues
	AF	12.00	Prepare for and attend all party meeting; draft issues list
	MK	9.00	Revisions to timeline of AHC Bid and correspondence with respect to same; meeting with Osler, FTI, Canwest and RBC regarding AHC Bid; revise timeline for obtaining plan approval; review of bid; review issues list; office conference regarding same; correspondence with D. MacKenzie regarding applicable appeal periods; conducting research with respect to same
	MB	9.00	Organized binders for meeting; meeting to discuss bids with FTI, RBC and Osler
05/03/10	DRB	8.00	Attend meeting with FTI, RBC, Osler and the CRA; attend meeting with FTI, RBC, Osler, the CRA Agent and McMillan; attend meeting with FTI, RBC, Osler, the CRA, the Senior Lender Steering Committee and McMillan; conference call with L. Barnes; conference call regarding meeting with Ad Hoc Committee of note holders regarding its bid
	DJM	14.00	Considering SISP issues; attend on and at various conference calls and meetings; review and mark-up bid documentation
	IP	0.33	Conference call with A. Fransen regarding [REDACTED]
	AJT	1.25	Conversation with M. Konyukhova regarding bid process; telephone conversation with D. Ferguson; further conversation with M. Konyukhova
	SMH	0.30	Attend to correspondence with respect to Blakes' request
	NR	0.25	Meeting with M. Bassani regarding [REDACTED]
	AF	11.75	Attend meetings at Osler; review [REDACTED] v [REDACTED]; attend to various related tasks
	MK	8.00	Attendance before Justice Pepall with respect to representative counsel fees; various discussions with D. MacKenzie and A. Fransen regarding LP bids; review and revise timeline for closing; attend to various correspondence regarding review of SISP documents; office conference with N. Shapiro regarding [REDACTED]; telephone call with M. De Lillis regarding SISP and timeline; telephone calls and

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correspondence with P. Luthra regarding certain claims and letter concerning grievance claims; review letter regarding [REDACTED]

	NS	7.33	Discussed issues and required research with A. Fransen; discussion with D. MacKenzie and M. Konyukhova regarding finding precedent Asset Purchase Agreements; reviewed same with focus on deposit terms; created chart outlining relevant deposit terms from precedent Asset Purchase Agreements and emailed same to A. Fransen; further email to A. Fransen with data on deposits; discussion with A. Fransen
	MB	1.75	Revised timetable; meeting with N. Ramalho and A. Kenigsberg
05/04/10	DRB	7.75	Conference call with Justice Pepall regarding scheduling; meeting with FTI regarding bids; correspondence from [REDACTED]; attend meeting with FTI, RBC, Osler, the CRA, the Agent for the Senior Lenders and McMillan; conference call with A. Kent; conference call with FTI, Osler, RBC, the CRA and McMillan
	DJM	14.00	Considering SISP issues; attend meetings, consider Asset Purchase Agreement negotiations; attend on conference calls
	GFN	0.25	Office conference with A. Boctor regarding Gluskin Sheff counterclaim
	AJT	1.50	Attend meeting regarding plan timeline and SISP; attending to numerous emails
	AF	11.88	Attend all day meetings at Osler; meeting with Davies regarding Asset Purchase Agreement; meeting at McMillan; attend to various related tasks
	MK	7.00	Attend to various correspondence and telephone calls and to from J. Payne, H. Clarke, FTI and the Court regarding representative counsel fee issue; telephone calls and correspondence regarding SISP and bids; review and revise timelines for closing; meeting at Osler; office conference with M. Bassani regarding report and provisions of Asset Purchase Agreement; review same; various correspondence regarding same
	MB	4.00	Reviewed AHC bid against SISP requirements; meeting with A. Fransen to discuss Monitor's Report; prepared summary of AHC bid for Monitor's Report
05/05/10	DRB	8.00	Conference call with P. Bishop and D. MacKenzie; meeting with D. MacKenzie; conference call with L. Barnes; review draft timetable with M. Konyukhova; review emails regarding conflict waiver regarding

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			Goodmans; attend meeting at Osler with Senior Lender Agent and McMillan; attend meeting at Osler with Ad Hoc Committee and its counsel
	DJM	14.00	Review SISP issues; negotiations with AHC and Senior Lenders; attend at meetings and on conference calls
	NR	3.58	Review documents and revise charts; meeting with S. Poysa; telephone call with M. Grech; telephone call with M. Konyukhova
	AF	13.17	Attend negotiations and meetings at Osler; review and draft correspondence; attend to various related tasks
	MK	7.00	Revise timeline; meeting at Osler regarding strategy and timeline to close; revise report regarding AHC bid; telephone call with B. Putnam regarding motions for May 17; review Asset Purchase Agreement for summary in report; telephone calls with M. Bassani regarding same; office conference with D. Byers regarding Gluskin Sheff claim; review [REDACTED] Proof of Claim; correspondence with P. Luthra regarding claims issues; revisions to report
	MB	10.42	Prepared summary of the AHC Bid; telephone discussion with M. Konyukhova regarding [REDACTED] and [REDACTED] meeting with A. Fransen to discuss AHC bid
05/06/10	DRB	9.50	Conference call with A. Kent; conference call with FTI, Osler and RBC with respect to same; outline proposal to A. Kent and J. Swartz; prepare report on call; two conference calls with L. Barnes; three conference calls with J. Swartz; review draft CCAA Plan; conference call with A. Kent and G. Colter; conference call with FTI, RBC and Osler
	DJM	14.00	Attending to SISP issues; attend meetings; attend on conference calls
	AJT	1.25	Conversation with M. Konyukhova [REDACTED] emails with D. Byers; discussion with M. Konyukhova regarding directors and officers claims
	AF	12.37	Attend meetings at Osler; review and draft correspondence; telephone calls with working group; attend to various tasks; drafting session with Davies
	MK	10.00	Review and revise recommendation memorandum regarding SISP; draft report regarding SISP; office conference with D. MacKenzie, D. Byers and A. Fransen regarding various issues on SISP; telephone call with M. Wasserman regarding directors and officers claims process and considering same; telephone calls with B. Putnam regarding motion materials and next steps;

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attend to various emails and telephone calls regarding motion with respect to SISP; review Claims Procedure Order regarding adjudication of claims; draft reporting email; office conference with A. Taylor regarding [REDACTED]; [REDACTED] review memorandum regarding same; review draft CCAA plan; telephone call with respect to update regarding call with Agent; draft report with respect to SISP; review Claims Procedure Order and attend to correspondence with respect to same; conduct research with respect to ability to withhold consent provided for in contract

	NS	0.83	Conduct research in accordance with request from A. Fransen; discussion with A. Fransen regarding same
	MB	3.83	Reviewed [REDACTED]; drafted summaries regarding same
05/07/10	DRB	8.00	Meeting with FTI, Osler, RBC and the CRA regarding next steps; conference call with J. Swartz; correspondence to A. Kent and J. Swartz; meeting with A. Kent and G. Colter; prepare for and attend on Special Committee conference call; comment on draft Monitor's Report to the Special Committee; conference call with J. Swartz; meeting with L. Barnes regarding Court material; conference call with A. Kent; review Osler draft memorandum to Special Committee
	DJM	10.00	Numerous meetings and conference calls with Osler and Davies; review of Asset Purchase Agreement; consider SISP issues
	AJT	0.92	Attend to emails regarding claims; conversation with M. Konyukhova
	NR	0.25	Telephone call with M. Konyukhova
	AF	2.98	Attend meetings; telephone call regarding debt commitment letter; attend to various tasks
	MK	15.50	Meeting with Osler regarding motion materials; draft report; meeting with Osler regarding various bid issues and to review meeting order; [REDACTED] telephone call with J. Swartz regarding same; review draft Lamb Affidavit; correspondence with FTI regarding reports, claims, amendments to claims procedure, etc.; draft report; review meeting order and provide comments; draft report for motion to approve AHC bid
	NS	3.92	Conduct case research for A. Fransen; inter-office discussions regarding same; discussed findings with A. Fransen and M. Konyukhova
	MB	4.00	Meeting with A. Fransen; reviewed and commented on

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revised Ad Hoc Asset Purchase Agreement

05/08/10	DRB	5.00	Review draft affidavit and Order from Osler; meeting with Osler regarding Court material; work on Monitor's Report
	DJM	9.00	Reviewed revised draft Asset Purchase Agreement; conference calls with Osler; review and comment on draft Seventh Report of the Monitor
	AF	6.00	Review comments on Asset Purchase Agreement; telephone call with Osler regarding Asset Purchase Agreement; review and comment on draft Monitor's Seventh Report; review and comment on draft affidavit
	MK	9.50	Draft report regarding approval of AHC bid, etc; review various orders and correspondence regarding same; correspondence with FTI; review Lamb Affidavit and comment; meeting with Osler regarding motion materials and strategy; review comments; revise draft Seventh Report and circulate
05/09/10	DRB	11.50	Work on draft Monitor's Seventh Report and review comments on draft from P. Bishop; conference call with FTI regarding draft Report; review and comment on revised Lamb Affidavit; email with J. Swartz regarding dual track and to A. Kent regarding same; continue to work on draft Monitor's Report; various emails and conference calls with J. Swartz regarding dual track process; emails from A. Kent; emails from others regarding next steps; conference call with respect to Asset Purchase Agreement; emails regarding draft Conditional Sanction Order; prepare draft response to A. Kent for comment
	DJM	12.00	Consider SISP issues; attend to Asset Purchase Agreement negotiations and telephone calls; review and revise draft Monitor's Seventh Report; review order issues; review motion materials
	AF	5.00	Review draft Asset Purchase Agreements; review and draft correspondence; attend on telephone calls regarding Asset Purchase Agreement; attend on telephone call with respect to draft Monitor's Seventh Report
	MK	12.00	Correspondence with respect to comments on draft Report and Plan provisions; review comments on draft orders; conference call with respect to draft Seventh Report; revise Report; correspondence regarding various parts of the Report; circulate; correspondence regarding draft orders, affidavit, etc.; emails and calls regarding various outstanding issues; review draft

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Conditional Sanction Order and provide comments; conference call with respect to directors and Officers claims process with M. Wasserman and P. Osborne; telephone call with D. MacKenzie with respect to Conditional Sanction Order mechanics; review comments with respect to Report and revising Report

05/10/10 DRB 10.00 Attend meeting at Osler to prepare for Special Committee meeting; attend on Special Committee meeting conference call; meeting with L. Barnes regarding finalization of draft motion material; work on draft Monitor's Report; review comments and inserts with respect to the same; review draft Conditional Sanction Order with respect to credit bid; attend before Justice Pepall regarding scheduling; emails with A. Kent; emails with J. Swartz; work on draft Monitor's Seventh Report; review further revisions to Osler material; correspondence from Agent for Senior Lenders; conference call with FTI, RBC, Osler and the CRA; draft response to correspondence from the Agent

DJM 15.00 Dealing with SISP issues; review and revise motion materials; prepare for and attend Board meeting; review and revise Seventh Report of the Monitor

NR 0.17 Telephone call with P. Laurisen

AF 11.57 Assist in drafting Monitor's Seventh Report; [REDACTED]; review and draft correspondence; participating on calls with the working group; attend to various related tasks

MK 16.50 Review Meeting Order and provide comments; attend on various calls and to various correspondence regarding motion materials and orders; revise draft Seventh Report; conference calls with Oslers, RBC, and FTI to review draft report; meeting with P. Bishop to review draft Seventh Report and revise same; review letter from R. King; conference call with respect to same; various calls and correspondence regarding various other issues; revise Report; telephone calls with Oslers with respect to Motion Record

MB 3.50 Reviewed reports [REDACTED]
[REDACTED]
[REDACTED]

05/11/10 DRB 5.00 Conference call with J. Swartz; finalize draft Seventh Report of the Monitor and attend on various conference calls and to various emails regarding same; finalize correspondence to the Agent; further telephone call and emails with Davies; telephone call with R. Chadwick

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	DJM	9.00	Finalize draft Seventh Report; review claims process issues; review Noteholder Indenture and notice mechanics
	AJT	0.42	Conversation with M. Konyukhova regarding Bondholder Claims
	AF	3.48	Attend to various tasks; review and draft correspondence; attend to creditor meeting issues
	MK	8.00	Revise draft Seventh Report and finalize; attend to service; telephone calls regarding Claims Procedure Order, Meeting Order and Sanction Order; telephone calls and correspondence with representative counsel; telephone calls with Osler regarding various outstanding issues; telephone calls with respect to notice provisions for Term C Lenders and Bondholders; conference call with D. MacKenzie and A. Fransen regarding claims process for bonds; office process in SemCanada and Air Canada; telephone call with A. Dale regarding grievance claims; review Claims Procedure Order and provide comments; review Meeting Order and provide comments; correspondence and telephone calls to P. Osborne regarding directors and officers claims process; review Proofs of Claim in large claims; draft email to D. Byers regarding resolution and strategy
	MB	4.50	Received reports provided by RBC and prepared summary of each; [REDACTED] [REDACTED]
	SC	1.25	Reviewed motion materials; updated service list
05/12/10	DRB	6.50	Emails with J. Swartz regarding status; emails with P. Bishop and G. Colter regarding document protocol; conference call with Osler regarding factum; conference call to discuss claims; conference call with L. Barnes regarding factum; conference call with J. Swartz regarding claims; conference call with P. Bishop; various conference calls with Osler regarding next steps
	DJM	9.00	Attend meetings; consider claims process, and voting mechanics; review orders and consider related issues
	AJT	1.50	Consider bondholder voting issues; meeting with D. MacKenzie
	NR	0.42	Emails from and to S. Poysa; meeting with M. Konyukhova
	AF	9.00	Meeting at Osler with Osler and Davies; attend to various tasks in preparation for meeting; review and comment on Plan of Arrangement; attend to various

related tasks

MK	17.50	Review Claims Procedure Order amendment; attend numerous calls with Osler and FTI with respect to same; meetings and telephone calls with respect to claims process for noteholders; correspondence with respect to Term C claims process; conference call with representative counsel with respect to Amended Claims Procedure Order and Asset Purchase Agreement of Ad Hoc Committee; attend meetings with respect to bondholder notice provisions; review draft assignment request and provide comments; review provisions applicable to assignment of contracts; telephone calls with respect to and review and revisions to draft Claims Procedure Order amendment; discussions with respect to directors and officers process; numerous calls with P. Osborne, Osler, and FTI with respect to same; conference call with respect to omnibus motion regarding transition; review Meeting Order; review draft Plan; various related telephone calls and correspondence	
MB	2.35	Reviewed CCAA Plan and Limited Partnership Note Indenture; reviewed and commented on consent letter	
05/13/10	DRB	13.00	Emails with L. Barnes concerning claims; conference call with M. Wasserman; [REDACTED] and advise Osler with respect to same; conference call with Davies concerning claims; conference call with L. Barnes; conference call with A. Kent; meeting with G. Colter; work on Supplement to Seventh Report of the Monitor and revisions to May 7 letter; meeting with Osler, G. Colter and P. Bishop; meeting with A. Kent and H. Clarke; numerous conference calls with P. Bishop; emails with A. Kent in effort to resolve issues; emails with L. Barnes regarding factum
DJM	11.50	Attend various meetings and conference calls regarding Approval Motion; reviewing and commenting on numerous drafts of supplement letter	
AF	8.15	Attend meetings; review and revise Meeting Order materials; attend to various tasks	
MK	14.25	Correspondence, telephone calls and meetings regarding provisions of Meeting Order; telephone call [REDACTED] meeting with D. Byers regarding claims; telephone call with M. Gottlieb regarding claims; office conference with D.	

Byers and D. MacKenzie regarding Meeting Order and Bond Notice and voting provisions; detailed review of Plan and provide comments; revise Meeting Order; meeting with P. Bishop , D. Byers and D. MacKenzie regarding discussions with the Agent; draft letter for Supplementary Report of the Monitor; telephone calls with P. Bishop, D. Byers and D. MacKenzie to revise and finalize correspondence regarding revisions to Meeting Order; review Meeting Order and further revise same; various telephone calls and email correspondence regarding various outstanding issues

05/14/10 SC 0.67 Reviewed Supplementary Motion Record; updated service list

05/14/10 DRB 8.00 Revise May 7 letter; various conference calls with L. Barnes [REDACTED]; filing of factum and email from McMillan with respect to same; review draft Osler factum; conference call with A. Kent and mails with P. Bishop and G. Colter regarding same; attend meeting at Osler; attend meeting at Bank of Nova Scotia with Agent, McMillan, Osler the CRA and P. Bishop; further amend May 7 letter; further amend letter to McMillan regarding Supplemental Report; meeting with Davies and McMillan regarding potential resolution; conference call with A. Kent

 DJM 7.00 Attend meetings; participate on conference calls; review and comment on Meeting Order, Approval Order and motion materials

 AF 6.04 Telephone calls with respect to Noteholder mechanics; attend to various tasks

 MK 11.00 Review draft factum; telephone call with C. Rusaw regarding employee issues; conference call with Osler and Clearys regarding Notice and voting provisions with respect to bondholders; meeting with respect to Supplementary Report of the Monitor; telephone call and correspondence with D. Berstein regarding claim by Gluskin and Sheff; draft Supplementary Report; telephone call with respect to transition and Omnibus Motion; revise response to request for Supplementary Report; telephone call with representative counsel and correspondence with respect to employee issues; office conference with D. Byers and D. MacKenzie regarding next steps; correspondence with respect to request for Supplementary Report; draft Supplementary Report; review draft provisions with respect to bondholder notice and voting; draft Supplementary Report; revise

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draft Meeting Order provisions with respect to bondholder voting; telephone call with A. Fransen with respect to same; revise meeting order

SC 0.17 Reviewed Second Supplementary Motion Record of the Applicants

Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	103.25		825.00		85,181.25
DJM	Daphne MacKenzie	153.50		775.00		118,962.50
GFN	Gary Nachshen	0.25		850.00		212.50
IP	Ian Putnam	0.33		775.00		255.75
SMH	Susan Hutton	4.80		750.00		3,600.00
AJT	Ashley John Taylor	6.84		675.00		4,617.00
AB	Andrea Boctor	1.00		585.00		585.00
NR	Nancy Ramalho	9.84		575.00		5,658.00
AF	Aaron Fransen	123.39		480.00		59,227.20
MK	Maria Konyukhova	155.25		445.00		69,086.25
MB	Matthew Bassani	56.35		375.00		21,131.25
SC	Sarah Clarke	2.09		345.00		721.05
NS	Neil Shapiro	12.08		240.00		2,899.20

FEEES	CDN\$
Professional Services	372,136.95
Goods and Services Tax on Professional Services	18,606.85

CHARGES	GST Taxable
Photocopies	1,913.25
	<u>1,913.25</u>

Total Charges	1,913.25
Goods and Services Tax on Charges	95.66
Total Fees/Charges and Taxes on Fees/Charges	<u>392,752.71</u>

DISBURSEMENTS	GST Taxable
Business Meals - In Town	723.12

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Travel - In Town	19.23
Travel - Parking	15.38
Book Binding/Binders	25.55
Telephone	105.78
Travel - Taxis	96.48
	<hr/> 985.54

Total Disbursements	985.54
Goods and Services Tax on Disbursements	49.28
Total Disbursements and Taxes on Disbursements	1,034.82

SUMMARY OF ACCOUNT

Professional Services	372,136.95
Charges	1,913.25
Disbursements	985.54
Goods and Services Tax on Fees and Charges and Disbursements	18,751.79
	<hr/>

NET AMOUNT DUE CDN\$ **393,787.53**

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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.

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G.S.T. NO. 1214111360001

Invoice

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

June 03, 2010
File No.: 1096791004
Invoice No.: 4890214

Attention: Mr. Paul Bishop

FOR PROFESSIONAL SERVICES RENDERED in connection with the **Canwest Limited Partnership** matter for the period May 3 to 29, 2010, including:

Date	Tkpr Initials	hrs	Description
05/03/10	AB	1.00	Review note from T. Klinck with respect to claim
05/04/10	AB	0.75	Telephone call with Hicks Morley and D. Byers
05/06/10	AB	2.00	Review Osler memorandum with respect to [REDACTED] [REDACTED] telephone call with M. Konyukhova; confer with A. Taylor; telephone call to T. Devir at Osler
05/10/10	AB	3.17	Review [REDACTED] email correspondence with A. Taylor [REDACTED]
05/11/10	JCD	1.83	Consider Noteholder claims process and related discussions
	AB	0.50	Email correspondence with respect to [REDACTED]
05/12/10	KR	1.00	Review May 11 Monitor's Report forwarded by A. Fransen
05/13/10	SMH	0.30	Correspondence with M. Lally with respect to draft ARC request
	AB	1.17	Review documents regarding CH plan from Osler
	MB	3.00	Reviewed CCAA AHC Plan and meeting materials
05/14/10	IP	0.42	Conference call with A. Fransen with respect to Canwest solicitation issues
	AF	6.50	Reviewing and revising meeting order; drafting master ballot and beneficial owner ballot; telephone calls ti

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			discuss foregoing; attend to various related tasks
05/15/10	DRB	5.00	Review and revise draft Supplement Report of the Monitor; conference call with R. Grudzinski; numerous emails with A. Kent; conference call with <i>P. Bishop</i> ; emails with Osler, Davies and McMillan regarding draft orders; emails with Osler and [REDACTED] status and next steps; conference call with L. Barnes
	DJM	5.00	Review and comment on draft orders
	AF	6.00	Review and draft meeting order; review and draft correspondence; attend to various related tasks
	MK	4.00	Numerous email correspondence and telephone calls with respect to Meeting Order, Sanction Order and Approval Order; correspondence with respect to and revisions to Supplementary Report; review draft orders; review materials for Omnibus Motion
05/16/10	DRB	12.00	Attend on conference call with McMillan, Osler, Goodmans and Davies; revise draft report; review draft orders; numerous emails with A. Kent and J. Swartz with respect to trying to negotiate forms of orders; meeting with M. Konyukhova regarding draft orders; numerous conference calls with L. Barnes regarding court materials and submissions; numerous conference calls and email with M. Wasserman; conference calls and emails with P. Bishop regarding form of orders and Supplement to Seventh Report of the Monitor; conference call regarding Meeting Order; emails and conference calls regarding next steps and filing further material; update G. Colter and R. Grudzinski; review document protocol as contained in A&M email and comments on same; prepare submissions for court
	DJM	6.00	Review draft orders; prepare for May 1 motion; attend on conference calls
	AF	6.00	Attend on calls with respect to Meeting Order; review and draft correspondence; review precedent meeting orders; review and comment on Plan Circular; attend to various related tasks
	MK	17.00	Conference call with respect to Sanction and Vesting Order; review various drafts of orders and provide comments; various revisions to Meeting Order; various correspondence with respect to upcoming motion, draft orders, and claims process; telephone calls with Osler with respect to same; review Omnibus Transition Agreement; conference call with J. Rosenberg and S. Bissell with respect to same; email to A. Boctor with respect to same; draft Monitor's Certificate; numerous

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discussions with respect to Meeting Order bondholder provisions and related schedules; assist with preparation for motion; compile and finalize Supplement to Report and Confidential Supplement; review and provide comments on draft circular

	MB	6.25	Reviewed and provided comments on Canwest Management Information Circular
05/17/10	DRB	6.75	Attend to and on various emails and conference calls to finalize agreement; attend motion before Justice Pepall; conference call with FTI regarding next steps; conference call with J. Swartz; conference call with L. Barnes regarding claims
	DJM	8.50	Review final orders; attend court; review DTC meeting mechanics; conference calls with FTI
	AB	1.00	Review agreement with respect to shared services
	NR	1.25	Review materials; participate on conference calls
	AF	10.42	Telephone discussion with solicitor agent with respect to Meeting Order; attend court with respect to Approval Order and Conditional Sanction Order; review and revise Meeting Order; telephone call with respect to Meeting Order; next steps call; attend to various related tasks; review Plan of Arrangement
	MK	9.50	Preparation for and attendance at court for motion to approve AHC bid; conference calls and review of draft Meeting Order; attend on status call with FTI; further attendance before Justice Pepall with respect to Meeting Order; review various next steps
	MB	9.50	Telephone calls regarding LP Noteholder voting mechanics; reviewed and commented on Meeting Order; attend Court; draft Meeting Order
	RB	0.75	Delivery of Supplementary Affidavit to Commercial List office
05/18/10	DRB	3.75	Emails with A. Kent with respect to [REDACTED] emails with A. Kent with respect to extension of credit bid; conference call with Osler and Davies regarding claims; conference call with P. Bishop
	DJM	11.00	Review Plan; attend on conference calls and at meetings; review outstanding issues
	AB	0.67	Telephone call with respect to [REDACTED] t [REDACTED]
	AF	7.35	Drafting sessions; review Plan; review Circular; various calls to settlement meeting documents; and attend to various related tasks
	MK	11.00	Review and revise Plan, Circular and Notices under

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Claims Procedure and Meeting Order; attend at various meetings, to correspondence and to telephone discussions regarding same; telephone calls and correspondence with respect to claims process

	JI	4.00	Review precedent Plans of Arrangement providing for the issuance as shares
	SC	0.38	Updated service list; reviewed orders
	MB	6.00	Attend meeting to discuss Plan of Compromise; conduct research relating to donation of shares
05/19/10	DRB	1.50	Meeting with M. Konyukhova regarding claims and attend to emails with respect to same; conference call with L. Barnes; conference call with P. Bishop
	DJM	11.25	Review and revise Plan and Circular; review claims issues; attend on conference calls and at meetings
	NR	2.75	Review claims
	AF	13.42	Attend meeting at Osler with respect to Plan of Arrangement; review and comment on Plan; telephone calls with Osler with respect to meeting mechanics; review and draft correspondence; attend to various related tasks
	MK	16.00	Extensive review and revisions to Plan, Circular, various notices under Claims Procedure and Meeting Orders; attend to various meetings, telephone calls and correspondence with respect to same; telephone calls and correspondence with respect to claims process and with respect to specific claims; attendance to various other outstanding matters
	MB	13.42	Attend meeting at Osler regarding Circular; comment on meeting materials; telephone call with FTI regarding Circular; drafted DTC rider; attend to logistical matters relating to mailing; conduct research relating to securities resale rules, uncertified securities and plan precedent language regarding letter of instruction
05/20/10	DRB	6.50	Review revised draft Plan and Circular and various comments on the same and various revisions to the same; conference call with L. Barnes with respect to claims; emails with respect to Gluskin claim; email to Court with respect to filing of the Plan and Information Circular; telephone call and emails with counsel on the [REDACTED] claim
	DJM	15.00	Finalize Plan and Proxy Circular; attendance at various meetings and on various conference calls
	SMH	0.30	Correspondence with M. Lally
	AB	0.58	Telephone call on [REDACTED]

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	AF	14.62	Review and comment on Plan; review and comment on Circular; telephone calls with working group; attend internal meetings; attend to various related tasks
	MK	14.00	Review and revise Circular, Plan and other meeting materials; numerous conference calls and correspondence with respect to same
	MB	10.17	Reviewed and commented on Canwest Circular; telephone calls with Osler and Broadridge regarding logistics of mailing meeting materials; reviewed and commented on meeting materials
05/21/10	DRB	2.00	Review final form of Plan and Circular; attend to various emails and telephone conversations with respect to claims; review reasons of Justice Pepall
	SMH	0.70	Teleconference with M. Lally with respect to ICA; comments on ARC request; update to D. MacKenzie and A. Fransen
	AB	0.33	Telephone call with M. Konyukhova
	AF	2.00	Review and draft correspondence; attend to various tasks
	MK	1.75	Review and respond to various emails and telephone calls with respect to outstanding issues, claims and motion dates; telephone call with respect to ballots
	SC	0.48	Reviewed the Consolidated Plan and website material
05/23/10	MK	1.75	Review and respond to various emails with respect to outstanding issues, claims and motion dates; attend to emails with respect to scheduling; circulate endorsement of Justice Pepall
05/24/10	NR	0.25	Telephone call with M. Konyukhova
	MK	0.50	Attend to emails with respect to claims; telephone call with A. Sambasivam [REDACTED]
05/25/10	DRB	7.00	Attend to emails with respect to [REDACTED] claim and conference calls with P. Osborne and L. Barnes with respect to same; emails with respect to Gluskin claim; email to Ad Hoc Committee counsel with respect to claims; meeting with counsel on the [REDACTED] matter; conference call with FTI with respect to claims and other issues
	DJM	4.00	Review claims issues; attend on update calls; review NDA
	SMH	0.30	Review final draft of ARC request; correspondence with Osler
	JGGL	2.00	Office conference with D. MacKenzie; review

[REDACTED]
draft summary of analysis; email to D. MacKenzie; further office conference with D. MacKenzie; office conference with S. Sharpless regarding further research

	NR	0.25	Emails from and to P. Luthra
	MK	6.00	Review [REDACTED] claim; meeting with P. Osborne and L. Barnes with respect to same; attend on claims status call with FTI; correspondence with respect to various other claims issues; review Claims Procedure Order; telephone call with [REDACTED] counsel and review Late Proof of Claim with respect to [REDACTED] [REDACTED] correspondence with respect to shared services; various correspondence with respect to Gluskin Sheff claim; telephone calls with respect to scheduling of motions
	SS	0.30	Review loan agreements; compare with terms of International Swaps and Derivatives Association (ISDA) master agreement
05/26/10	DRB	2.00	Conference call with J. Field; conference call with L. Barnes with respect to [REDACTED] claim; attend to emails with respect to late claims filed; meeting with L. Barnes with respect to [REDACTED]
	DJM	3.00	Attend on conference calls with respect to claims and AHC Bid; review NDAs etc.
	JGGL	0.25	Emails from and to S. Sharpless
	AF	2.92	Review and draft correspondence; telephone call with Laurel Hill with respect to bondholder voting; telephone call with Laurel Hill, Davies and Osler with respect to solicitation process; review Anchorage NDA; attend to various related tasks
	MK	2.50	Various correspondence with respect to outstanding claims; conference call with Osler and M. Bantey with respect to [REDACTED] claim; conference call with plaintiffs' counsel regarding [REDACTED] review list of outstanding items with respect to claims procedure and revise; various telephone calls and emails with respect to scheduling motions
	SS	1.00	Review credit agreements and compare with ISDA master agreement
05/27/10	DRB	6.00	Various emails and conference calls with respect to potential [REDACTED] settlement and review documents with respect to same; conference call with M. Konyukhova; review correspondence with respect to rejection of claims; review draft Circular

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	DJM	3.00	Consider shared services issues and claims
	NR	2.00	Review SERA claims and reconciliations; participate on conference call; telephone call with S. Poysa
	AF	1.19	Attend to share settlement issues; review and draft correspondence; attend to various related tasks
	MK	7.50	Conference call with Osler and [REDACTED] counsel with respect to [REDACTED] claim; conference call with Osler and FTI with respect to claims status and next steps; telephone call with [REDACTED] with respect to [REDACTED] claim; prepare documents and email correspondence to [REDACTED] with respect to same; various emails to Davies and Osler regarding same; conference call with [REDACTED] counsel and Osler with respect to [REDACTED] hearing; review letters with respect to [REDACTED] claim and [REDACTED] claim; various correspondence relating to employee claims; correspondence and telephone calls with respect to Gluskin Sheff claim
	MB	5.83	Meeting with A. Fransen to discuss letter of instruction and direction; conduct background research regarding same
05/28/10	DJM	2.00	Consider [REDACTED] and offer claims; letter of instruction; withholding issues
	SMH	0.30	Correspondence from Canwest with ARC; copy to D. MacKenzie and A. Fransen
	NR	0.33	Review reconciliation of claims; email to P. Luthra
	AF	1.75	Attend to various tasks, internal meetings, weekly update call; review and draft correspondence
	MK	8.00	Attendance at 9:30 appointment with respect to amendment of Sanction Order to include schedule; correspondence with Davies with respect to [REDACTED] claim; various calls and emails with respect to claims process; conference call with FTI and Osler concerning next steps; telephone call with [REDACTED] plaintiffs' counsel; draft Eighth Report; correspondence with respect to language for various notices of disallowances and other claims procedure issues
	MB	5.00	Drafted letter of instruction; telephone call with Davies regarding same; email correspondence with DTC regarding same
05/29/10	MK	6.00	Various calls and emails with Canwest and [REDACTED] plaintiffs' counsel concerning [REDACTED] claim; draft Fourteenth Report

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Tkpr Initials	Tkpr Name	Total hrs	@	\$Rate	=	\$hrs x rate
DRB	David Byers	52.50		825.00		43,312.50
DJM	Daphne MacKenzie	68.75		775.00		53,281.25
IP	Ian Putnam	0.42		775.00		325.50
JCD	Jamie Davis	1.83		750.00		1,372.50
SMH	Susan Hutton	1.90		750.00		1,425.00
JGGL	Jennifer Legge	2.25		700.00		1,575.00
KR	Kenton Rein	1.00		650.00		650.00
AB	Andrea Boctor	11.17		585.00		6,534.45
NR	Nancy Ramalho	6.83		575.00		3,927.25
AF	Aaron Fransen	72.17		480.00		34,641.60
MK	Maria Konyukhova	105.50		445.00		46,947.50
MB	Matthew Bassani	59.17		375.00		22,188.75
JI	Jennifer Imrie	4.00		345.00		1,380.00
SC	Sarah Clarke	0.86		345.00		296.70
RB	Randall Boessenkool	0.75		240.00		180.00
SS	Stephen Sharpless	1.30		200.00		260.00

FEES	CDN\$
Professional Services	218,298.00
Goods and Services Tax on Professional Services	10,914.90

CHARGES	GST Taxable
Photocopies	246.75
	<hr/> 246.75

Total Charges	246.75
Goods and Services Tax on Charges	12.34
Total Fees/Charges and Taxes on Fees/Charges	<hr/> 229,471.99

DISBURSEMENTS	GST Taxable
Business Meals - In Town	144.05

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Travel - Parking	23.07
Book Binding / Binders	49.76
Quicklaw Sarch	103.19
Telephone	2.35
Travel - Taxis	271.00
Westlaw Research	593.78
	<hr/> 1,187.20

Total Disbursements	1,187.20
Goods and Services Tax on Disbursements	59.36
Total Disbursements and Taxes on Disbursements	1,246.56

SUMMARY OF ACCOUNT

Professional Services	218,298.00
Charges	246.75
Disbursements	1,187.20
Goods and Services Tax on Fees and Charges and Disbursements	10,986.60
	<hr/>

NET AMOUNT DUE CDN\$ **230,718.55**

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.

THIS IS EXHIBIT "B" TO
THE AFFIDAVIT OF
DAPHNE J. MACKENZIE
SWORN JUNE 14, 2010

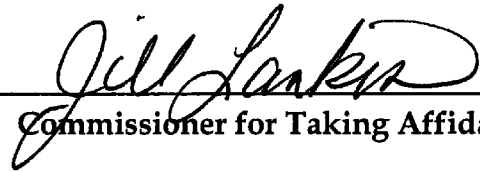

Commissioner for Taking Affidavits

EXHIBIT "B "

Stikeman Elliott - Summary of Invoices

Invoice #	Date	Fee	Charges and Disbursements	GST (on Fees, Charges & Disbursements)	Total
4876405	8-Apr-10	\$ 73,693.65	\$ 1,073.28	\$ 3,738.34	\$ 78,505.27
4880363	22-Apr-10	\$ 111,055.90	\$ 677.23	\$ 5,586.66	\$ 117,319.79
4884254	12-May-10	\$ 163,487.10	\$ 867.16	\$ 8,217.72	\$ 172,571.98
4888299	20-May-10	\$ 372,136.95	\$ 2,898.79	\$ 18,751.79	\$ 393,787.53
4890214	3-Jun-10	\$ 218,298.00	\$ 1,433.95	\$ 10,986.60	\$ 230,718.55
TOTALS		\$ 938,671.60	\$ 6,950.41	\$ 47,281.11	\$ 992,903.12

THIS IS EXHIBIT "C" TO
THE AFFIDAVIT OF
DAPHNE J. MACKENZIE
SWORN JUNE 4, 2010



Commissioner for Taking Affidavits

EXHIBIT "C"

Stikeman Elliott Fees - March 20 to May 29, 2010

NAME	POSITION	HOURS	HOURLY RATE	TOTAL
G. Nachshen	Sr. Employ. Partner	0.50	850 \$	425.00
D. Byers	Sr. Lit. Partner	211.42	825 \$	174,421.50
S. Dunphy	Sr. Lit. Partner	0.67	825 \$	552.75
D. MacKenzie	Sr. Corp. Partner	380.50	775 \$	294,887.50
I. Putnam	Sr. Corporate Partner	0.75	775 \$	581.25
S. Hutton	Competition Partner	29.20	750 \$	21,900.00
J. Davis	Corp. Partner	1.83	750 \$	1,372.50
A. Kenigsberg	Tax Partner	0.08	725 \$	58.00
J. Legge	Corp. Partner	2.25	700 \$	1,575.00
A. Taylor	Lit. Partner	56.84	675 \$	38,367.00
L. Cuthbert	Employ. Partner	3.25	650 \$	2,112.50
K. Rein	Corp. Partner	13.10	650 \$	8,515.00
A. Boctor	Employ. Associate	21.92	585 \$	12,823.20
N. Ramalho	Emply. Partner	16.92	575 \$	9,729.00
A. Fransen	Corp. Associate	270.17	480 \$	129,681.60
M. Milot	Sr. Translator	0.67	475 \$	318.25
M. Konyukhova	Lit. Associate	382.08	445 \$	170,025.60
F. Rochon	Translator	2.67	385 \$	1,027.95
M. Bassani	Corp. Associate	126.77	375 \$	47,538.75
J. Durand	Translator	9.00	345 \$	3,105.00
S. Clarke	Lit. Associate	13.01	345 \$	4,488.45
J. Bergman	Lit. Associate	3.85	345 \$	1,328.25
C. Broadhurst	Corp. Associate	19.43	345 \$	6,703.35
J. Imrie	Lit. Associate	11.00	345 \$	3,795.00
R. Boessenkool	Articling Student	0.75	240 \$	180.00
N. Shapiro	Articling Student	12.08	240 \$	2,899.20
S. Sharpless	Summer Student	1.30	200 \$	260.00
	TOTAL HOURS	1592.01	TOTAL \$	938,671.60

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 -
COMMERCIAL LIST**

Proceeding commenced at Toronto

**AFFIDAVIT OF DAPHNE J. MACKENZIE
(SWORN JUNE 14, 2010)**

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Barristers & Solicitors
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199 Bay Street
Toronto, Canada M5L 1B9

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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