

TAB A

THIS IS EXHIBIT "A" REFERRED TO IN THE
AFFIDAVIT OF JOHN E. MAGUIRE

SWORN BEFORE ME

ON THIS 5TH DAY OF OCTOBER, 2009

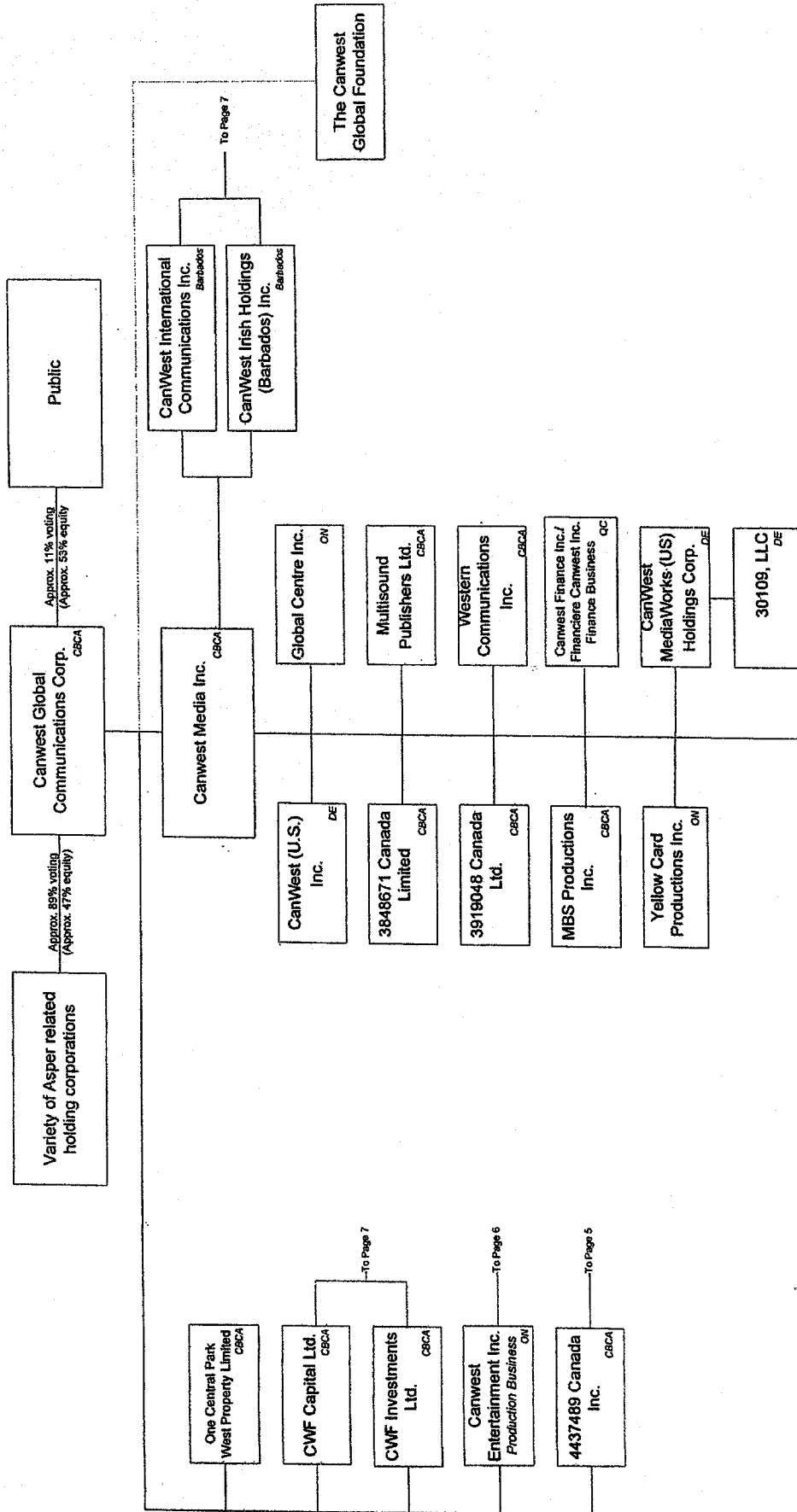
A handwritten signature in black ink, appearing to read 'S. Irving', written over a horizontal line.

A COMMISSIONER FOR TAKING AFFIDAVITS

Shawn Irving

Canadian Operations

All holdings are 100%, unless otherwise noted

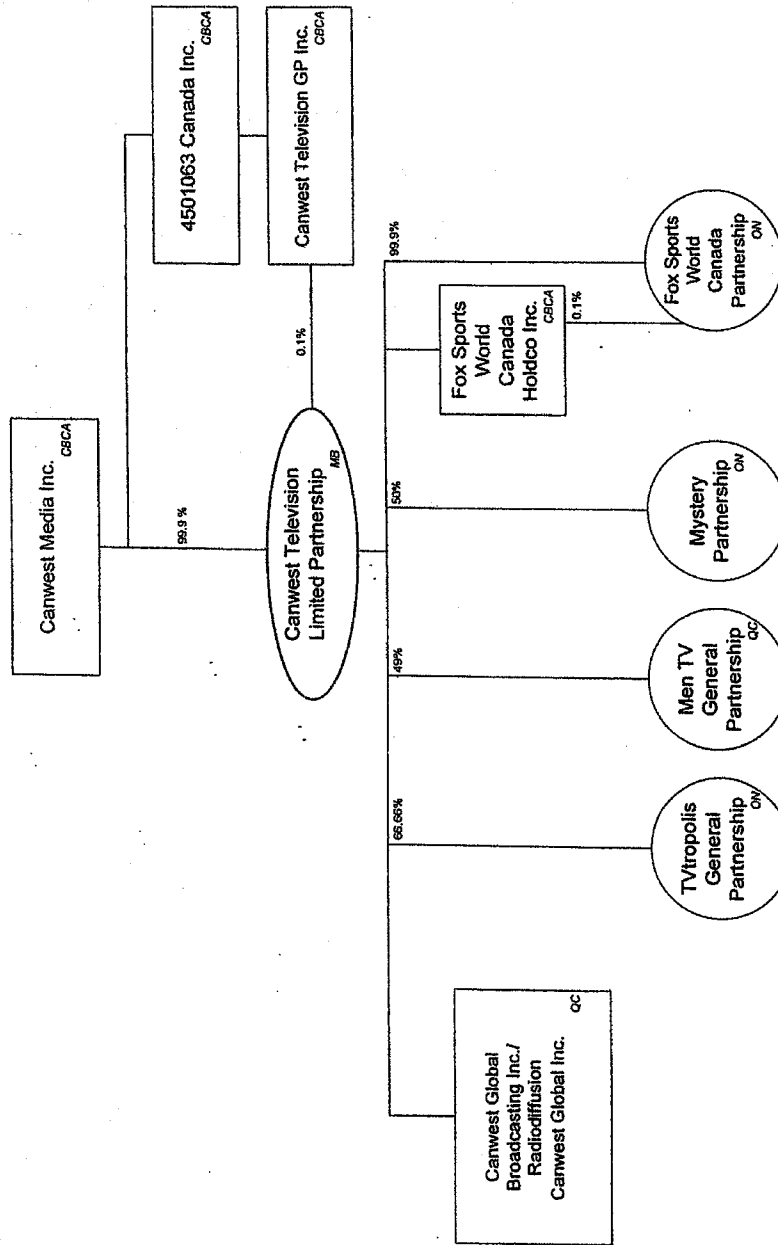


To Pages 2, 3, 4, & 7

as at October 5, 2009

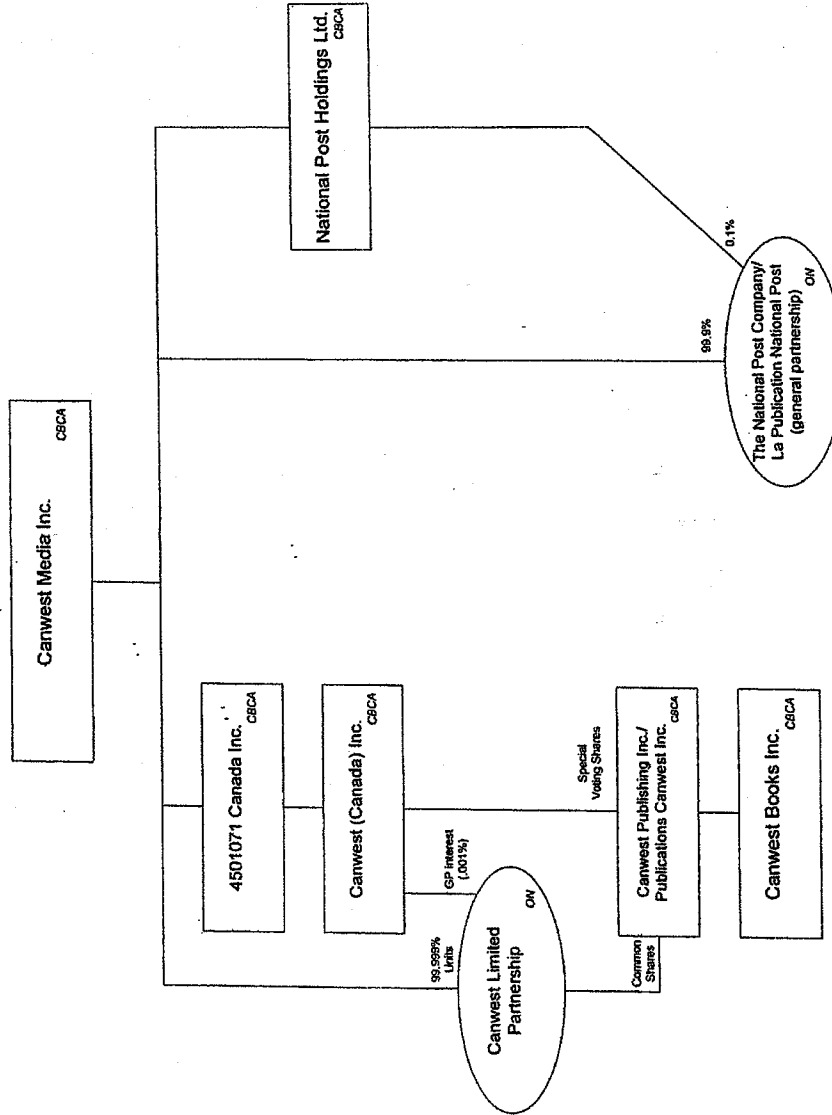
Canadian Operations

All holdings are 100%, unless otherwise noted



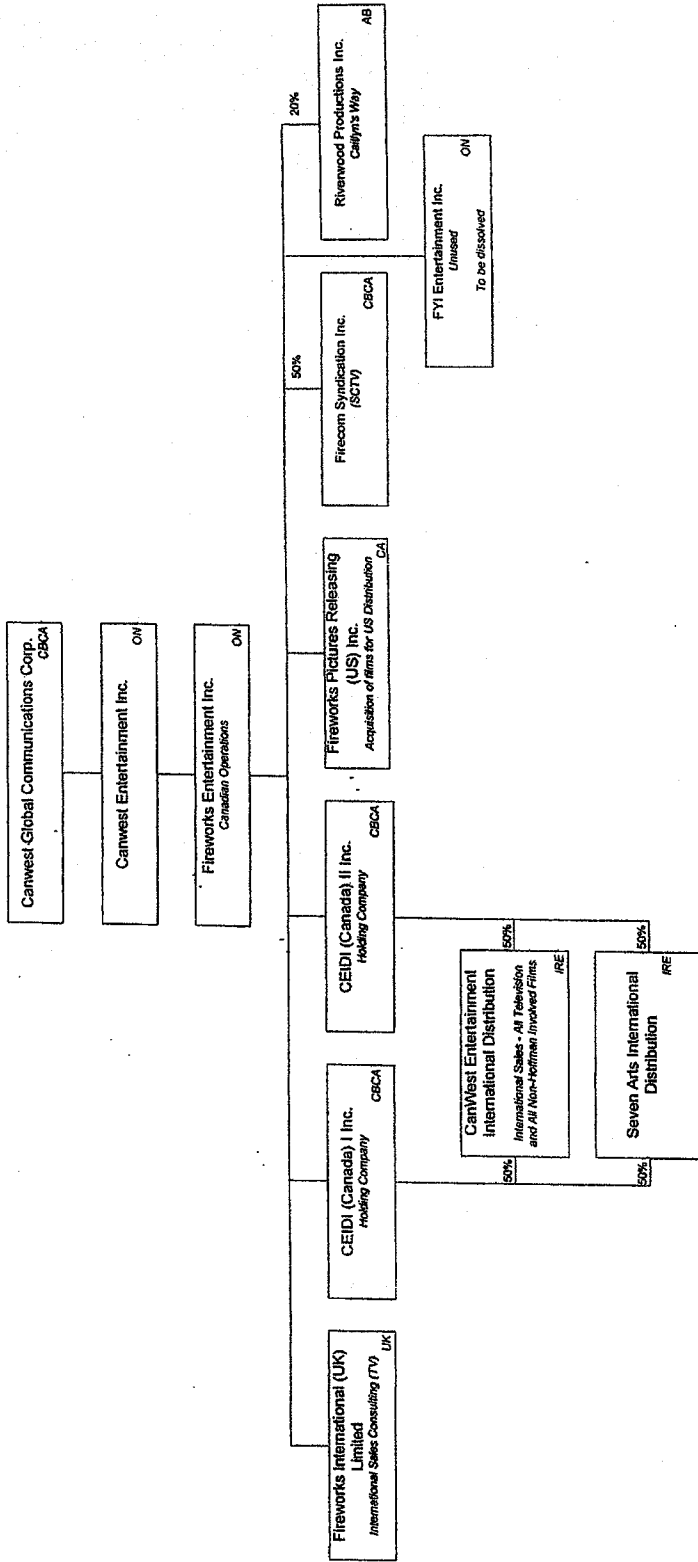
Canadian Operations

All holdings are 100%, unless otherwise noted



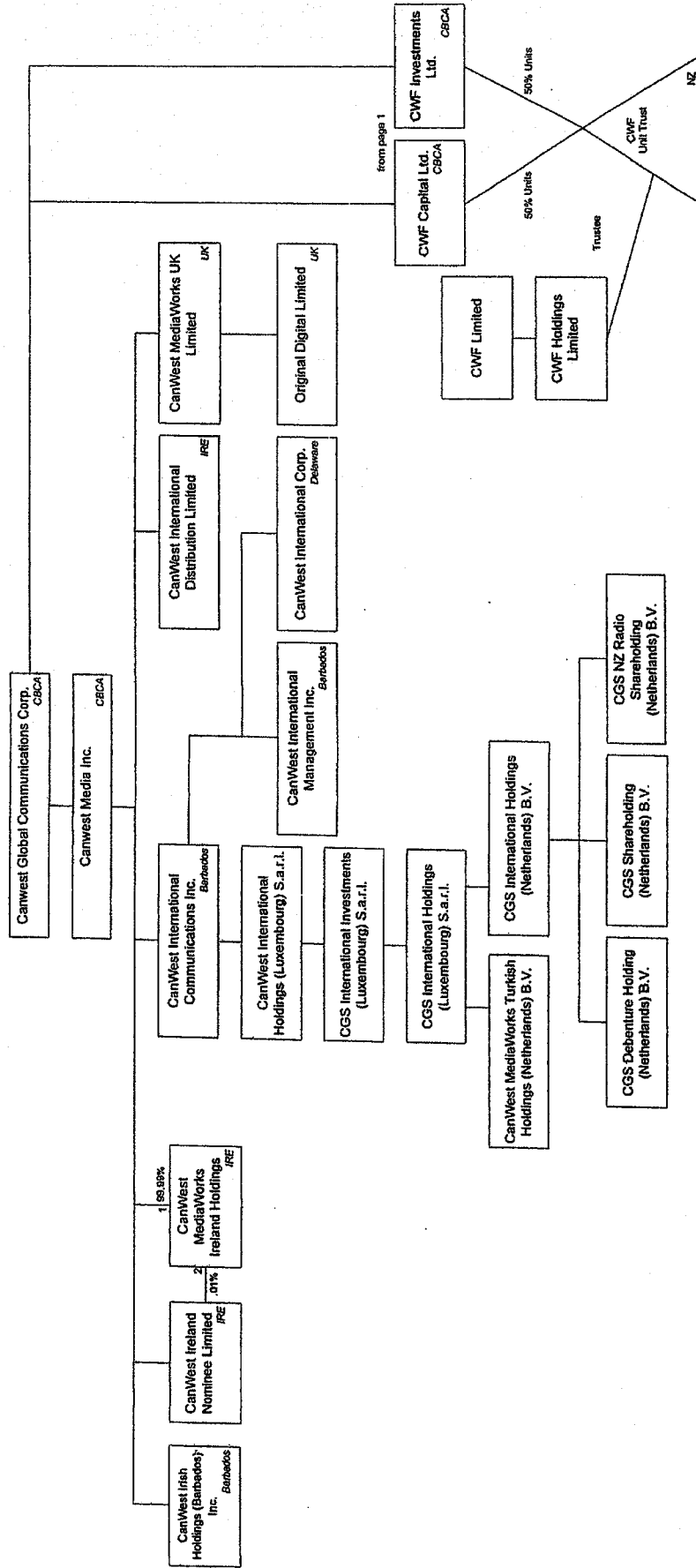
Fireworks Corporate Organization Chart

All holdings are 100%, unless otherwise noted



International Operations

All holdings are 100%, unless otherwise noted



1 999,999 Ordinary shares
109,992 Redeemable Preference shares
2 1 Ordinary share
1 Redeemable Preference share

In liquidation

Barney Production Holdings Inc.

- 1398606 Ontario Inc
- 3793851 Canada Inc.
- 2H Productions Inc.
- 1418886 Ontario Inc. (70%)
- 7061889 Canada Inc.
- Ancestors in the Attic Productions Inc.
- DFL Productions IV Inc. (70%)
- CAG Productions V Inc.
- CHW Productions Inc.
- CLC II Productions Inc.
- CLC IV Productions Inc.
- CLC Productions III Inc.
- CLC Productions Inc.
- CLC V Productions Inc.
- CLT Productions IV Inc.
- Casual Dinner Productions Inc.
- DDIY Productions Inc.
- DDIY 2 Productions Inc.
- DDIY 3 Productions Inc.
- DSSC 4 Productions Inc.
- Design Game Show Productions Inc.
- Design Rivals Productions Inc.
- Design Rivals Productions II Inc.
- Design Rivals Productions III Inc.
- Dessert IV Productions Inc.
- Dessert V Productions Inc.
- Dessert III Productions Inc.
- Dessert II Productions Inc.
- Dessert Productions Inc.
- Doctor In The House Productions Inc.
- Doctor In The House Productions II Inc.
- Expert Productions Inc.
- Fire Valley Productions Inc.
- Fred's Music Publishing Inc.
- HSSC 2 Productions Inc.
- H&H 4 Productions Inc.
- H&H 5 Productions Inc.
- HTF 1 Productions Inc.
- HTS 4 Productions Inc.
- Handyman V Productions Inc.
- Handyman SSC Productions Inc.
- Home to Go IV Productions Inc.
- Home to Go II Productions Inc.
- Home to Go III Productions Inc.
- Home to Go Productions Inc.
- Home to Stay Productions Inc.
- Home to Stay Productions 2 Inc.
- Home to Stay Productions 3 Inc.
- HOTEL IV Productions Inc.
- HOTEL III Productions Inc.
- HOTEL II Productions Inc.
- HOTEL Productions Inc.
- IG Productions III Inc.
- ITW Productions Inc.
- ITW VI Productions Inc.
- JAJE Productions VI Inc.
- KFS Productions Inc.
- Kitchen Show Productions II Inc.
- Kitchen Show Productions III Inc.
- One Meal Two Ways Productions Inc.
- Parenting Show Productions Inc.
- Parenting Show Productions II Inc.
- Parenting Show Productions III Inc.
- Parenting Show Productions IV Inc.
- Parenting Show Productions V Inc.
- Private Tour II Productions Inc.
- Private Tour Productions Inc.
- Real RL Productions Inc.
- Rooms that Rock Productions Inc.
- Rooms that Rock 2 Productions Inc.
- SMD Productions Inc.
- SMD Productions 2 Inc.
- Savory Productions 1 Inc.
- Savory Productions 2 Inc.
- Savory Productions 3 Inc.
- Savory Productions 4 Inc.
- Style Rivals Productions Inc.
- Style Rivals Productions II Inc.
- Style Rivals Productions III Inc.
- Style Rivals Productions IV Inc.
- Style Rivals Productions V Inc.
- Sunnybrook Productions Inc.
- SSC Productions Inc.
- SSC II Productions Inc.
- SSC III Productions Inc.
- SSCHEF 1 Productions Inc.
- SSCHEF II Productions Inc.
- SSCHEF 3 Productions Inc.
- SSCHEF Productions 4 Inc.
- SSHAIR Productions Inc.
- SSHAIR Productions 2 Inc.
- The Kitchen Show Productions Inc.
- Tools & Chocolate Productions Inc.
- Tools & Chocolate Productions II Inc.

HGTV Canada Inc.

- Green Thumb Productions Inc.
- Handyman Productions Inc.
- Toolbox Productions Inc.

NGC Channel Inc.

- Hot Science Productions Inc.
- Olympiad Productions Inc.

U8TV Inc.

- Amalgamated U8TV Subsidiaries Inc.

Schedule B

Alliance Atlantis Equicap Corporation

- 1204332 Ontario Ltd.
- 1203083 Ontario Inc.
- 1990 MOW Productions Inc.
- 1999 MOW Productions Inc.
- 1999 TV Films Inc.
- 1999 TV Films No. 2 Inc.
- 2000 Mow Productions Inc.
- 3100961 Canada Limited
- 3357562 Canada Inc.
- 3367967 Canada Inc.
- 3444678 Canada Inc.
- 578120 B.C. Ltd.
- A.L.A. Production Services Limited
- Academy Production Services Inc.
- Academy Production Services No. 2 Inc.
- Afterglow Production Services Inc.
- Aftershock Production Services Inc.
- Alliance Atlantis Production Management Services Inc.
- Alliance Music Royalty Fund Inc.
- Alliance Production Management Services Inc.
- Alliance Production Management Services No. 2 Inc.
- American Dragons Productions Inc.
- Another White Christmas Productions Inc.
- AOP Productions Inc.
- APS Productions Inc.
- AWHB Productions Inc.
- B&C Productions No. 1 Inc.
- Baby 2000 Production Services Inc.
- Baby Dance Production Services Inc.
- Bait Films Inc.
- Black Jack Productions Inc.
- Black Jack Productions No. 2 Inc.
- Black Jack Productions No. 3 Inc.
- Blouse Man Production Services No. 1 Inc.
- Blue Moose Pictures Inc.
- Blue Vows Productions Inc.
- Bones HR Production Services Inc.
- Border Productions Inc.
- Boyband Productions Inc.
- Breaker Productions Inc.
- Breaker Productions No. 2 Inc.
- Brusier Productions GP Inc.
- CF Productions Inc.
- Child in Question Productions Inc.
- Child in Question Productions No. 2 Inc.
- Cranium Films Inc.
- Cranium Films GP Inc.
- Creature Production Services Inc.
- Creature Production Services No. 2 Inc.
- Crystal Lake Entertainment of Canada Inc.
- Cub One Productions Inc.
- Cub One Productions GP Inc.
- Cub Two Productions Inc.
- Cub Two Productions GP Inc.
- DBR Production Services Inc.
- Dead Last Productions Inc.
- Dirty Work Production Services Inc.
- Dog Show Productions Inc.
- Doomsday Rock Productions Inc.
- East West Pictures Ltd.
- Ellen Production Services Inc.
- Falcone Productions Inc.
- Fall Into Darkness Productions Inc.
- Fear Production Services Inc.
- Fido Production Services Inc.
- Final Run Productions Corp.
- Fire Mountain Productions Inc.
- Four Water Productions Inc.
- Free Willy Production Services Inc.
- Friday X Productions Inc.
- G&H Production Services Inc.
- Hairy Bird Films Inc.
- Hairy Bird Films (No. 2) Inc.
- Homeless Film Productions GP Inc.
- Image Production Services Inc.
- Image Production Services No. 2 Inc.
- Let's Build Production Services Inc.
- Let's Build Productions No. 2 Inc.
- LFN Productions Inc.
- LFN (No. 2) Productions Inc.
- Little Tree Productions Inc.
- LKG Production Services Corporation
- Loser Productions Inc.
- LVC Production Services Inc.
- Marriage Production Services Inc.
- MD Production Services Corporation
- MN Production Services Inc.
- Mulberry Production Services Inc.
- Mulberry Production Services No. 2 Inc.
- Murder At 1600 Inc.
- Nero Wolf Productions Inc.
- Northern Lights Production Inc.
- Panic Productions Inc.
- Penultimate Film Distribution Inc.
- Perfect Body Production Services Inc.
- PK Productions Inc.
- PKVM Production Services Inc.
- Splash Film Productions Inc.
- Poltergeist Production Services Inc.
- PSP Inc.
- Rain Production Services Inc.
- Rain Production Services No. 2 Inc.
- Renovation and Management Productions II Inc.
- RM Production Services Inc.
- RMD Productions Canada Inc.
- Secret Agent Productions Inc.
- Sixth Day Productions GP Inc.
- SNE Productions Inc.
- Sole Survivor Productions Inc.
- Spin Services Inc.
- Stargate Productions III Inc.
- Stargate Production Services Inc.
- Stargate Production Services No. 2 Inc.
- Sweet Moon Productions Inc.
- Sweet Moon Productions (No. 2) Inc.
- Switching Goals Productions Inc.
- The Force Productions Services Inc.
- Thin Air Productions Inc.
- Third Twin Productions Inc.
- Third Twin Productions (No. 2) Inc.
- Time GP Inc.
- Time Productions Services Inc.
- TNM Productions Inc.
- TNM Productions No. 2 Inc.
- Trixie Productions GP Inc.
- TSY Productions Inc.
- Two Out of Three Productions Inc.
- UL2 GP Inc.
- UL2 Productions Inc.
- VZIS: Fairchild Productions Inc.
- VZS: Toronto Pictures Inc.
- Whole Shebang GP Productions Inc.
- Winters Tale Productions Inc.
- Woo Productions Inc.
- Wrongfully Accused Production Services Inc.
- Wrongfully Accused Production Services No. 2 Inc.

Schedule B

4437691 Canada Inc.

- ♦ Alliance Atlantis Equicap Corporation
 - ♦ Alliance Atlantis Equicap Holdings Inc.
 - ♦ Alliance Entertainment Holdings Inc.
 - ♦ Alliance Equicap Holdings, Inc.
 - ♦ Alliance Film Services Corporation
 - ♦ Alliance Film Services No. 2 Corporation
 - ♦ Alliance Film Services No. 3 Corporation
 - ♦ Alliance Film services No. 4 Corporation
 - ♦ Alliance Film Services No. 5 Corporation
 - ♦ Alliance Production Services Corporation
 - ♦ Alliance Releasing Distribution Services Inc.
 - ♦ HMS Film Holdings Inc.
-

Alliance Equicap Holdings, Inc.

- ♦ Alliance Atlantis Distribution Services (U.S.), Inc.
 - ♦ Alliance Distribution Services, Inc.
 - ♦ Alliance Distribution Services No. 2, Inc.
 - ♦ Alliance Distribution Services No. 3, Inc.
 - ♦ Alliance Distribution Services No. 4, Inc.
 - ♦ Alliance Distribution Services No. 5, Inc.
 - ♦ Alliance Distribution Services No. 6, Inc.
 - ♦ Alliance Distribution Services No. 7, Inc.
 - ♦ Alliance Distribution Services No. 9, Inc.
 - ♦ Alliance Distribution Services No. 10, Inc.
 - ♦ Alliance Distribution Services No. 11, Inc.
 - ♦ Alliance Film Holdings No. 1, Inc.
 - ♦ Alliance Film Holdings No. 2, Inc.
 - ♦ Alliance Film Holdings No. 4, Inc.
 - ♦ Alliance Film Holdings No. 5, Inc.
 - ♦ Alliance Film Holdings No. 6, Inc.
 - ♦ Alliance Film Holdings No. 7, Inc.
 - ♦ Alliance Film Holdings No. 8, Inc.
 - ♦ Alliance Film Holdings No. 9, Inc.
 - ♦ Alliance Film Holdings No. 10, Inc.
 - ♦ Alliance Film Holdings No. 11, Inc.
 - ♦ Alliance Film Holdings No. 12, Inc.
 - ♦ Counterstrike Television, Inc.
-

Alliance Equiventures II Corporation and Alliance Equiventures III Corporation

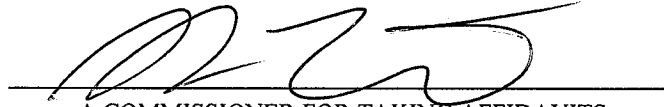
- ♦ Alliance Lending Company, LLC - 75% Alliance Equiventures II Corporation
- 25% Alliance Equiventures III Corporation
-

Alliance Equiventures Corporation

Equiventures B.C. Financial Corporation

TAB B

THIS IS EXHIBIT "B" REFERRED TO IN THE
AFFIDAVIT OF JOHN E. MAGUIRE
SWORN BEFORE ME
ON THIS 5TH DAY OF OCTOBER, 2009

A handwritten signature in black ink, appearing to read "S. Irving", is written over a horizontal line.

A COMMISSIONER FOR TAKING AFFIDAVITS
Shawn Irving

**CANWEST GLOBAL COMMUNICATIONS CORP.
INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE AND NINE MONTHS ENDED MAY 31, 2009 AND 2008
(UNAUDITED)**

PricewaterhouseCoopers LLP
Chartered Accountants
 One Lombard Place, Suite 2300
 Winnipeg, Manitoba
 Canada R3B 0X6
 Telephone +1 (204) 926 2400
 Facsimile +1 (204) 944 1020

July 9, 2009

To the Audit Committee of Canwest Global Communications Corp.

In accordance with our engagement letter dated August 16, 2008, we have reviewed the accompanying interim consolidated balance sheet of **Canwest Global Communications Corp.** (the "Company") as at May 31, 2009 and the related interim consolidated statements of loss, comprehensive loss, retained earnings (deficit) and cash flows for the three and nine month periods ended May 31, 2009 and 2008. These interim consolidated financial statements are the responsibility of the Company's management.

We performed our review in accordance with Canadian generally accepted standards for a review of interim financial statements by an entity's auditor. Such an interim review consists principally of applying analytical procedures to financial data, and making enquiries of, and having discussions with, persons responsible for financial and accounting matters. An interim review is substantially less in scope than an audit, whose objective is the expression of an opinion regarding the interim financial statements; accordingly, we do not express such an opinion. An interim review does not provide assurance that we would become aware of any or all significant matters that might be identified in an audit.

The accompanying balance sheet as at August 31, 2008 is a reproduction of the balance sheet from the complete financial statements of the Company, as at August 31, 2008 and for the year then ended, on which we expressed an opinion without reservation in our report dated November 13, 2008. The fair reproduction of the complete balance sheet is the responsibility of management. Our responsibility is to report on the balance sheet. In our opinion, the accompanying balance sheet as at August 31, 2008 is appropriately reproduced

Based on our review, we are not aware of any material modification that needs to be made for these interim consolidated financial statements to be in accordance with Canadian generally accepted accounting principles.

This report is solely for the use of the Audit Committee of Canwest Global Communications Corp. to assist it in discharging its regulatory obligation to review these interim consolidated financial statements, and should not be used for any other purpose. Any use that a third party makes of this report, or any reliance or decisions made based on it, are the responsibility of such third parties. We accept no responsibility for loss or damages, if any, suffered by any third party as a result of decisions made or actions taken based on this report.

PricewaterhouseCoopers LLP

Chartered Accountants

"PricewaterhouseCoopers" refers to PricewaterhouseCoopers LLP, an Ontario limited liability partnership, or, as the context requires, the PricewaterhouseCoopers global network or other member firms of the network, each of which is a separate and independent legal entity.

CANWEST GLOBAL COMMUNICATIONS CORP.
CONSOLIDATED STATEMENTS OF LOSS
(UNAUDITED)

(In thousands of Canadian dollars except as otherwise noted)

	For the three months ended		For the nine months ended	
	May 31, 2009	May 31, 2008 (Revised note 13)	May 31, 2009	May 31, 2008 (Revised note 13)
Revenue	726,837	846,160	2,243,065	2,405,996
Operating expenses	434,656	435,937	1,259,325	1,242,623
Selling, general and administrative expenses	174,573	228,450	573,407	649,466
Restructuring expenses (note 8)	14,948	4,018	49,242	20,274
Broadcast rights write-downs (note 7)	5,026	-	45,222	-
Retirement plan curtailment expense (note 19)	31,300	-	31,300	-
	66,334	177,755	284,569	493,633
Amortization of intangible assets	1,937	2,191	6,026	6,839
Amortization of property and equipment	25,434	29,141	79,554	82,294
Other amortization	146	50	334	382
Operating income	38,817	146,373	198,655	404,118
Interest expense	(88,396)	(78,722)	(244,592)	(238,926)
Accretion of long-term liabilities	(27,995)	(26,274)	(66,057)	(74,352)
Interest income	804	1,093	1,996	20,763
Interest rate and foreign currency swap losses	(177,461)	(19,842)	(157,491)	(60,772)
Foreign exchange gains	368,270	962	284,891	5,235
Investment gains, losses and write-downs	246	(24,738)	(6,426)	(22,202)
Impairment loss on property and equipment (note 7)	(44)	-	(32,418)	-
Impairment loss on intangible assets (note 7)	-	-	(198,091)	-
Impairment loss on goodwill (note 7)	(246,900)	-	(1,158,339)	-
	(132,659)	(1,148)	(1,377,872)	33,864
Provision for (recovery of) income taxes (note 9)	(34,650)	16,954	151,729	42,060
Loss before the following	(98,009)	(18,102)	(1,529,601)	(8,196)
Minority interest	(2,599)	(9,242)	4,023	(48,088)
Interest in earnings of equity accounted affiliates (note 5)	455	129	1,010	39,706
Realized currency translation adjustments	(609)	-	(825)	(1,062)
Net loss from continuing operations	(100,762)	(27,215)	(1,525,393)	(17,640)
Loss from sale of discontinued operations (note 13)	(8,950)	-	(8,950)	-
Earnings (loss) from discontinued operations (note 13)	115	(1,169)	(44,201)	(3,875)
Net loss from discontinued operations	(8,835)	(1,169)	(53,151)	(3,875)
Net loss for the period	(109,597)	(28,384)	(1,578,544)	(21,515)
Loss per share from continuing operations:				
Basic	(\$0.57)	(\$0.15)	(\$8.59)	(\$0.10)
Diluted	(\$0.57)	(\$0.15)	(\$8.59)	(\$0.10)
Loss per share:				
Basic	(\$0.62)	(\$0.16)	(\$8.89)	(\$0.12)
Diluted	(\$0.62)	(\$0.16)	(\$8.89)	(\$0.12)

The notes constitute an integral part of the consolidated financial statements.

CANWEST GLOBAL COMMUNICATIONS CORP.
CONSOLIDATED BALANCE SHEETS
(UNAUDITED)
(In thousands of Canadian dollars)

	As at May 31, 2009	As at August 31, 2008 (Revised note 13)
ASSETS		
Current Assets		
Cash and cash equivalents	118,997	73,462
Restricted cash (note 6)	46,918	-
Accounts receivable	549,960	552,891
Inventory	8,177	10,710
Investment in broadcast rights	324,487	278,194
Future income taxes	15,607	52,712
Other current assets	38,916	35,839
Assets of discontinued operations (note 13)	-	10,924
	1,103,062	1,014,732
Other investments	8,983	28,308
Investment in broadcast rights	208,913	191,630
Property and equipment	655,011	711,132
Future income taxes	230,573	369,791
Other assets	32,398	111,855
Intangible assets (note 7)	1,479,640	1,691,293
Goodwill (note 7)	1,136,692	2,312,939
Assets of discontinued operations (note 13)	-	83,114
	4,855,272	6,514,794
LIABILITIES		
Current Liabilities		
Accounts payable and accrued liabilities (note 8 and 12)	600,437	525,320
Income taxes payable	28,839	29,311
Broadcast rights payable	139,320	130,279
Deferred revenue	39,789	39,755
Future income taxes	49,338	39,475
Current portion of long-term debt and obligations under capital leases	2,339,337	16,738
Current portion of hedging derivative instruments	20,269	32,737
Current portion of derivative instruments	-	143,821
Liabilities of discontinued operations (note 13)	-	4,683
	3,217,329	962,119
Long-term debt (note 10)	1,359,849	3,461,942
Hedging derivative instruments	83,456	237,786
Derivative instruments	16,004	12,416
Obligations under capital leases	3,950	7,241
Other long-term liabilities	188,534	300,043
Future income taxes	147,285	167,814
Deferred gain	164,727	171,102
Puttable interest in subsidiary (note 11)	604,422	545,394
Minority interest	60,613	78,149
Liabilities of discontinued operations (note 13)	-	3,555
	5,846,169	5,947,561
Going concern (note 1)		
Contingencies (note 20)		
Subsequent events (note 22)		
SHAREHOLDERS' (DEFICIT) EQUITY		
Capital stock	852,375	852,375
Contributed surplus	16,622	14,304
Deficiency	(1,813,099)	(234,555)
Accumulated other comprehensive loss (note 14)	(46,795)	(64,891)
	(1,859,894)	(299,446)
	(990,897)	567,233
	4,855,272	6,514,794

The notes constitute an integral part of the consolidated financial statements.