



Global Television Network
A CanWest Company

81 Barber Greene Road
Don Mills, Ontario
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FAX COVER PAGE

To: Diane Rheaume
Robert Ramsay

Company: CRTC

Fax Number: 819-997-1028

From: Tina-Marie Tatto

Date: December 1, 2003

Total number of pages including this cover page 9. If you do not receive all pages being transmitted, please call Tina-Marie Tatto at (416) 443-3951 as soon as possible.

Comments:

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**Global Television
Network**
A CanWest Company

81 Barber Greene Road
Toronto Ontario
M3C 2A2
Tel (416) 446-5311

November 26, 2003



Ms. Diane Rheume
Secretary General
Canadian Radio-television and
Telecommunications Commission
1 Promenade du Portage
Terrasse de la Chaudière, Central Building
Hull, Quebec K1A 0N2

Re: **GLOBAL TELEVISION NETWORK INC.:**
Category 1 Digital Specialty Television Programming Undertaking
Mystery (Decision #2000-449)

Dear Ms. Rheume:

We are writing to seek Commission approval to the proposed transfer of a 9.9% partnership interest in the Category 1 digital special television service known as "Mystery", by Rogers Broadcasting Limited ("Rogers") to both Global Television Network Inc. ("GTNI") and Group TVA Inc. ("TVA"). As a result of this transaction, GTNI and TVA would each hold 50% ownership interest in this service. Since the 9.9% interest would be divided between two of the current partners, GTNI and TVA, in equal proportions, this transaction does not constitute a change of effective control of the undertaking and, therefore, no tangible benefits are required to be proposed.

Background

"Mystery" is licensed pursuant to CRTC Decision 2000-449 of December 14, 2000 and subsequent CRTC Decision 2001-653 of October 15, 2001.

The ownership of the *Mystery Partnership* is currently as follows:

GTNI	45.05%;
TVA	45.05%;
Rogers	9.90%.

The partners completed their Partnership Agreement effective August 29, 2001 and a copy of the Partnership Agreement was filed with your office on August 30, 2001 (the "Agreement"). The article numbers referred to herein are article numbers from the Agreement.

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The financial requirements of the Partnership were such that the issuance of a Mandatory Capital Contribution Notice was approved at a Management Committee Meeting held February 7, 2003. The Notice was issued in accordance with Article 3.9 of the Agreement, a copy of which is enclosed. Prior to the deadline of February 28, 2003 both GTNI and TVA met the request for funds and advanced their percentage share of the Mandatory Capital Contribution to the Secretary of the Partnership. Rogers did not, and through further discussions with the representative on behalf of Rogers it was determined they did not wish to meet their share of the Mandatory Capital Contribution.

As a result, on September 4, 2003, the Secretary of the Partnership sent the 30-Day Notice referred to in Article 6.1, being notification of a triggering event. As at October 4, 2003, being 30 days from the Notice being received by Rogers, the non-payment of the Mandatory Capital Contribution had not been rectified, and a triggering event had occurred. In accordance with the Agreement, the occurrence of a triggering event authorizes the Secretary of the Partnership to offer to sell all of the Equity Interest held by the Defaulting Partner to the Other Partners.

On October 6, 2003, the Secretary's Notice with Form of Acceptance as described in Article 6.2.2 was delivered to each of GTNI and TVA giving them the right to purchase their Proportionate Entitlement of the Triggered Interest resulting from Rogers' failure to meet the Mandatory Capital Contribution, subject to CRTC approval. Copies of those documents are also enclosed.

The completed GTNI and TVA Acceptance forms were received (copies enclosed) confirming that both parties are interested in acquiring their Proportionate Entitlement of the Triggered Interest. The purchase price for each 4.95% partnership interest being acquired by GTNI and TVA is equal to the amount of capital contributed by Rogers to the Partnership prior to its failure to make the Mandatory Capital Contribution, namely \$4.95.

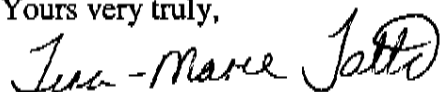
While removing Rogers as a minority partner, this change does not result in only one of the remaining partners assuming or acquiring control over the Partnership, but rather an equal ownership and entitlement to control of:

GTNI	50%
TVA	50%.

Pursuant to Article 6.3 we are now applying for CRTC approval for the removal of Rogers as a partner and the change in the remaining partners' ownership percentages.

If you require additional information, please do not hesitate to contact me at (416) 443-3951 or address correspondence to my attention.

Yours very truly,



Tina-Marie Tatro
Manager, Regulatory Affairs

Enc.

c.c. Robert Ramsay, CRTC

MYSTERY PARTNERSHIP
(the "Partnership")

MANDATORY CAPITAL CONTRIBUTION NOTICE

To: Rogers Broadcasting Limited

Re: Mystery Partnership Agreement entered into between Global Television Network Inc., Groupe TVA Inc. and Rogers Broadcasting Limited on the 29th day of August, 2001 (the "Agreement"). Words or phrases which are capitalized in the notice shall have the same meaning ascribed thereto in the Agreement.

In accordance with Article 3.9 of the Agreement, the Management Committee of the Partnership has determined that Mandatory Capital Contributions in respect of prior years and future cash flow requirements for the periods noted below in the aggregate sum of \$9,709,000 are required by the Partnership and you are herein requested in accordance with your Percentage Interest in the Partnership, to pay 9.90% of the said amount to the Partnership as directed below.

	Mandatory Capital Contribution	Your Percentage Share of Mandatory Capital Contribution
	<hr/>	<hr/>
For the first fiscal year ending August 31, 2001:	\$ 1,013,000	\$ 100,200
For the second fiscal year ending August 31, 2002:	\$ 6,786,000	\$ 671,800
For the three month period ending November 30, 2002:	\$ 1,090,000	\$ 108,000
For the funding requirements anticipated to February 28, 2003:	\$ 435,000	\$ 43,000
For the funding requirements anticipated to May 31, 2003:	\$ 385,000	\$ 38,200
TOTAL to be paid prior to February 28, 2003:		----- \$ 961,200

Payment shall be made by way of cheque payable to: **Mystery Partnership**, c/o Bill Hunt, 30th floor, 201 Portage Avenue, Winnipeg, Manitoba, R3B 3K6.

Dated the 7th day of February, 2003.

On behalf of the Management Committee
of the Mystery Partnership:

Per: _____

President

MYSTERY PARTNERSHIP
(the "Partnership")

30 DAY NOTICE

To: Rogers Broadcasting Limited

Re: Mystery Partnership Agreement entered into between Global Television Network Inc., Groupe TVA Inc. and Rogers Broadcasting Limited on the 29th day of August, 2001 (the "Agreement"). Words or phrases which are used in this notice shall have the same meaning ascribed thereto in the Agreement.

In accordance with Article 3.9 of the Agreement the Management Committee of the Partnership issued a Mandatory Capital Contribution ("MCC") with each Partners' Percentage Interest of the MCC to be paid on or before February 28, 2003.

At the date hereof, the payment of your Percentage Interest of the MCC has not been received.

YOU ARE HEREBY NOTIFIED THAT your payment of \$961,200.00, being your Percentage Interest of the MCC of February 28, 2003, is required to be made and received by the Partnership within 30 days of the date hereof;

AND THAT failure to make such payment will be considered a Triggering Event pursuant to Article 6.1.1 of the Agreement, and further action may be taken in connection therewith without further notice to you.

Dated the 29th day of August, 2003.

GLOBAL TELEVISION NETWORK INC.

Per: 

GROUPE TVA INC.

Per: 

Paul Buron

Vice-président principal et chef de la direction financière
Senior Vice-President and Chief Financial Officer

MYSTERY PARTNERSHIP
(the "Partnership")

SECRETARY'S NOTICE

To: Groupe TVA Inc.

Re: Mystery Partnership Agreement entered into between Global Television Network Inc., Groupe TVA Inc. and Rogers Broadcasting Limited on the 29th day of August, 2001 (the "Agreement"). Words or phrases which are used in this notice shall have the same meaning ascribed thereto in the Agreement.

The undersigned does hereby confirm that Rogers Broadcasting Limited has failed to meet the Mandatory Capital Contribution of \$961,200.00 of February 28, 2003 (the "MCC") as noted in the 30 Day Notice dated August 29, 2003 delivered to Rogers Broadcasting Limited (the "Defaulting Partner") on September 4, 2003 and accordingly, the Triggering Event described in Article 6.1.1 of the Agreement has occurred.

As a consequence of the foregoing, the undersigned Secretary of the Partnership has now been constituted as the Agent for the Defaulting Partner to offer to sell all of the Equity Interest held by the Defaulting Partner (the "Triggered Interest") to the other Partners of the Partnership.

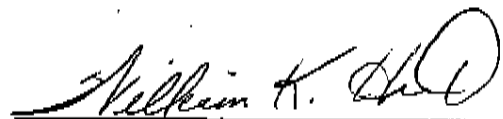
Accordingly, you are being offered the right to purchase your Proportionate Entitlement of the Triggered Interest at the Fair Value thereof. The Triggered Interest is a total of 9.90% of the Equity Interest in the Partnership, the Fair Value of which is \$9.90, being the aggregate capital contribution made by the Defaulting Partner prior to its default which is equivalent to a purchase price of \$1.00 for each 1% of Equity Interest. Groupe TVA Inc.'s Proportionate Entitlement is 50% thereof.

Should you wish to purchase your Proportionate Entitlement, or an amount less or more than your Proportionate Entitlement, the Form of Acceptance attached must be completed and returned to the undersigned accordingly.

This offer is irrevocable, however, the completion of any purchase of the Triggered Interest is subject to any necessary CRTC and Governmental Approvals outlined in Article 6.3 of the Agreement.

This offer shall remain open for acceptance by you for a period of 30 days after receipt hereof in accordance with the Notice provisions of the Agreement.

DATED the 6th day of October, 2003.



William K. Hunt, Secretary of the
Mystery Partnership

MYSTERY PARTNERSHIP
(the "Partnership")

SECRETARY'S NOTICE

To: Global Television Network Inc.

Re: Mystery Partnership Agreement entered into between Global Television Network Inc., Groupe TVA Inc. and Rogers Broadcasting Limited on the 29th day of August, 2001 (the "Agreement"). Words or phrases which are used in this notice shall have the same meaning ascribed thereto in the Agreement.

The undersigned does hereby confirm that Rogers Broadcasting Limited has failed to meet the Mandatory Capital Contribution of \$961,200.00 of February 28, 2003 (the "MCC") as noted in the 30 Day Notice dated August 29, 2003 delivered to Rogers Broadcasting Limited (the "Defaulting Partner") on September 4, 2003 and accordingly, the Triggering Event described in Article 6.1.1 of the Agreement has occurred.

As a consequence of the foregoing, the undersigned Secretary of the Partnership has now been constituted as the Agent for the Defaulting Partner to offer to sell all of the Equity Interest held by the Defaulting Partner (the "Triggered Interest") to the other Partners of the Partnership.

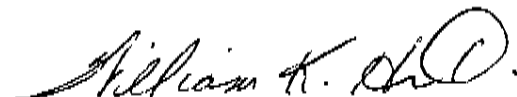
Accordingly, you are being offered the right to purchase your Proportionate Entitlement of the Triggered Interest at the Fair Value thereof. The Triggered Interest is a total of 9.90% of the Equity Interest in the Partnership, the Fair Value of which is \$9.90, being the aggregate capital contribution made by the Defaulting Partner prior to its default which is equivalent to a purchase price of \$1.00 for each 1% of Equity Interest. Global Television Network Inc.'s Proportionate Entitlement is 50% thereof.

Should you wish to purchase your Proportionate Entitlement, or an amount less or more than your Proportionate Entitlement, the Form of Acceptance attached must be completed and returned to the undersigned accordingly.

This offer is irrevocable, however, the completion of any purchase of the Triggered Interest is subject to any necessary CRTC and Governmental Approvals outlined in Article 6.3 of the Agreement.

This offer shall remain open for acceptance by you for a period of 30 days after receipt hereof in accordance with the Notice provisions of the Agreement.

DATED the 6th day of October, 2003.



William K. Hunt, Secretary of the
Mystery Partnership

**MYSTERY PARTNERSHIP
(the "Partnership")**

FORM OF ACCEPTANCE

To: William K. Hunt, Secretary of the Partnership

Re: Mystery Partnership Agreement entered into between Global Television Network Inc., Groupe TVA Inc. and Rogers Broadcasting Limited ("Rogers") on the 29th day of August, 2001 (the "Agreement") and the Mandatory Capital Contribution of February 28, 2003 (the "MCC"). Words or phrases which are used in this form shall have the same meaning ascribed thereto in the Agreement.

The undersigned acknowledges receipt of the Secretary's Notice dated October 6, 2003 pertaining to the Triggered Interest held by Rogers being offered for purchase by the Other Partners.

Pursuant to Article 6.2.3 of the Agreement, the undersigned herein:

 Declines to accept the offer;

 Accepts the offer to purchase its Proportionate Entitlement of the Triggered Interest as follows [mark X beside applicable acceptance]:

 Full Proportionate Entitlement being a 4.95% Partnership Interest by payment of \$4.95;

 Less than Proportionate Entitlement: The undersigned accepts the offer in respect of the amount of a % Partnership Interest by payment of \$, being \$1.00 per 1% of Partnership Interest.

 More than Proportionate Entitlement: The undersigned accepts the offer in respect of the amount of a % Partnership Interest by payment of \$, being \$1.00 per 1% of Partnership Interest.

DATED the 28th day of October, 2003.

GROUPE TVA INC.

Per: 

MYSTERY PARTNERSHIP
(the "Partnership")

FORM OF ACCEPTANCE

To: William K. Hunt, Secretary of the Partnership

Re: Mystery Partnership Agreement entered into between Global Television Network Inc., Groupe TVA Inc. and Rogers Broadcasting Limited ("Rogers") on the 29th day of August, 2001 (the "Agreement") and the Mandatory Capital Contribution of February 28, 2003 (the "MCC"). Words or phrases which are used in this form shall have the same meaning ascribed thereto in the Agreement.

The undersigned acknowledges receipt of the Secretary's Notice dated October 6, 2003 pertaining to the Triggered Interest held by Rogers being offered for purchase by the Other Partners.

Pursuant to Article 6.2.3 of the Agreement, the undersigned herein:

 Declines to accept the offer;

 Accepts the offer to purchase its Proportionate Entitlement of the Triggered Interest as follows [mark X beside applicable acceptance]:

Full Proportionate Entitlement being a 4.95% Partnership Interest by payment of \$4.95;

 Less than Proportionate Entitlement: The undersigned accepts the offer in respect of the amount of a % Partnership Interest by payment of \$, being \$1.00 per 1% of Partnership Interest.

 More than Proportionate Entitlement: The undersigned accepts the offer in respect of the amount of a % Partnership Interest by payment of \$, being \$1.00 per 1% of Partnership Interest.

DATED the 28th day of October, 2003.

GLOBAL TELEVISION NETWORK INC.

Per: 