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Schedule 5

CJAD Limited, the licensee company, is a wholly-owned subsidiary of Standard Broadcasting Corporation Limited, a public company quoted on the Toronto Stock Exchange.

At February 26, 1979, Argus Corporation Limited held 2,687,475 shares or approximately 47.54% of the common stock of Standard Broadcasting Corporation Limited.

At March 31, 1979, The Ravelston Corporation Limited and its' wholly-owned subsidiary 89211 Canada Limited, held respectively 1,043,679 and 441,227 shares or 87.73% of the common stock of Argus Corporation Limited.

At April 7, 1979, Mr. Conrad Black and Mr. G. Montegu Black III each held 30,260 shares or a total of 47.2% of the common shares of The Ravelston Corporation Limited, which together with majority shareholdings in Warspite Corporation Limited (which holds 34,000 shares or 26.5% of the common stock of Ravelston) and further majority shareholdings in Western Dominion Investment Limited (23,730 shares or 22.4% of the common stock of Ravelston), give them control of The Ravelston Corporation.

At April 7, 1979, The Warspite Corporation Limited, a private company, held 4,372 shares or 56.2% of the common stock of Western Dominion Investment Company Limited.

At April 7, 1979, Warspite Securities Limited, a private company, held 1,611,126, shares or 100% of the common stock of The Warspite Corporation Limited.

At April 7, 1979, Mr. G. Montegu Black, III held 815,238 shares or 53.49% of the common stock of Warspite Securities Limited, and Mr. Conrad M. Black held 708,788 shares or 46.51% of the common stock of Warspite Securities Limited

Further information with respect to the above will be found on pages 4 and 6, and in schedules 2, 9, 11, 13 and 15

Schedule 11

CJAD LIMITED is a wholly-owned subsidiary of Standard Broadcasting Corporation Limited, a constrained share company under the provisions of the Canada Corporations Act.

Standard Broadcasting Corporation Limited is controlled by Argus Corporation Limited, an investment holding company.

Argus Corporation Limited is controlled by The Ravelston Corporation Limited, an investment holding company.

As delineated in Schedules 2 and 13 of this application, The Ravelston Corporation is controlled by Mr. G. Montegu Black III and by his brother Mr. Conrad M. Black, both Canadian citizens and residents of Canada.

Standard Broadcasting Corporation Limited, Argus Corporation Limited and The Ravelston Corporation Limited, each comply with the Direction to the Canadian Radio-Television and Telecommunications Commission, made by Order-in-Council PC 1969-2229 as revised.

1 - IDENTIFICATION OF APPLICANT

1 CHECK THE APPROPRIATE BOX TO INDICATE THE STATUS OF THE APPLICANT AND PROVIDE THE REQUESTED INFORMATION IN ORDER TO IDENTIFY THE APPLICANT

1.1 a) INDIVIDUAL:
 NAME _____
 OCCUPATION: _____
 ADDRESS _____
 POSTAL CODE _____ TELEPHONE (AREA CODE _____) _____ TELEX _____

NOTE: Complete the application except the following questions: 2.3 a), 3.1 a) 3.3

1.1 b) COMPANY COMPANY TO BE INCORPORATED
 NAME: CFRB Limited
 ADDRESS: 2 St. Clair Avenue West, Toronto, Ontario
 POSTAL CODE: M4V 1L6 TELEPHONE (AREA CODE: 416, 924-5711) TELEX: 06-22355

DATE OF INCORPORATION: _____

LEGISLATIVE AUTHORITY UNDER WHICH THE APPLICANT IS INCORPORATED OR PROPOSES TO BE INCORPORATED:

FEDERAL PROVINCIAL OR TERRITORIAL; SPECIFY _____

NOTES: I. If the applicant is a company to be incorporated, give the name of the representative (individual or company).
 II. If the applicant is an incorporated company for which the incorporating documents contain the name of the company in both official languages, enter both names.
 III. For the purposes of this application, a company to be incorporated will be treated as if it were incorporated and the applicant must complete the application as such.
 IV. Include, as Schedule "1", copies of all incorporating documents (or proposed incorporating documents) and copies of all general by-laws certified by the Secretary of the Company, (or proposed general by-laws related thereto.)

1.1 c) OTHER
 SPECIFY: _____
 ADDRESS: _____
 POSTAL CODE: _____ TELEPHONE (AREA CODE: _____) _____ TELEX: _____

NOTE: The applicant is to reply only to questions pertaining to his status and provide, as Schedule "1", copies of all documents establishing its existence, including incorporating documents and general by-laws certified by the Secretary of the organization, if applicable.

1.2
 a) IDENTIFY THE PERSON TO WHOM THE COMMISSION MAY DIRECT ANY QUESTIONS CONCERNING THIS APPLICATION
 NAME: Mr. Donald H. Hartford at above address OR
 OCCUPATION: Mr. Sidney Margles, Vice-President, Standard Broadcast Productions Ltd.
 ADDRESS: #400, 150 Wellington Street, Ottawa, Ontario
 POSTAL CODE: K1P 5A4 TELEPHONE (AREA CODE: 613, 238-6585) TELEX: _____

b) INDICATE A LOCATION WITHIN THE AREA TO BE SERVED, WHERE THE APPLICATION MAY BE INSPECTED BY THE GENERAL PUBLIC IN THE EVENT OF A PUBLIC HEARING.
 ADDRESS: Standard Broadcast News, Room 400, 150 Wellington Street, Ottawa, Ontario
 POSTAL CODE: K1P 5A4 TELEPHONE (AREA CODE: 613, 238-6585) TELEX: _____

Call letters: CJSB

Date: JAN 20 1981 Initialled by applicant: [Signature]

2 - MANAGEMENT AND DIRECTORS

31/10/80

COMPLETE THE FOLLOWING TABLE CONCERNING THE ACTUAL AND/OR PROPOSED DIRECTORS AND OFFICERS

DEFINITION: Officers: those persons designated by the company as chairman, president, vice president, general manager, secretary, assistant secretary, comptroller, treasurer, assistant-treasurer or any others under similar titles.

- NOTES: I. If any of these persons hold public office, by election or appointment, indicate the office held under the name of the person(s). II. Attach a similar table, as Schedule "2", for each company holding ten percent or more of each class of shares of the applicant company and for any corporation which indirectly controls the applicant. III. Information submitted as Schedule "3" on prospective employees may be treated on a confidential basis as per Section 20 of the CRT C Rules of Procedure.

Table with 5 columns: NAME, HOME ADDRESS, CITIZENSHIP, DIRECTORS: DATE OF APPOINTMENT, OFFICERS: POSITION HELD. Rows include Conrad M. Black, G. Montegu Black, G. Allan Burton, Ron S. Chant, Donald H. Hartford, W. Leo Knowlton, Hollis T. McCurdy, William Ballentine, G. Clive Eastwood, Jerry Good, and William E. Hall.

Continued.....2 (2)

31/10/80

22 GIVE, AS SCHEDULE "4", A BRIEF BIOGRAPHICAL NOTE ON EACH OF THE PERSONS LISTED ABOVE WITH PARTICULAR EMPHASIS ON SUCH EXPERIENCE AS MAY BE CONSIDERED USEFUL IN THE MANAGEMENT AND DIRECTION OF THE APPLICANT'S UNDERTAKING.

23a) SET OUT AND ATTACH, AS SCHEDULE "5", A STATEMENT REGARDING WHO WILL CONTROL THE LICENSEE AND BY WHAT MEANS. IF CONTROL IS TO BE HELD BY A SHAREHOLDER COMPANY, ALSO ADVISE WHO CONTROLS IT AND BY WHAT MEANS. IF APPLICABLE ATTACH ALL RELATED DOCUMENTS OR AGREEMENTS.

IF APPLICANT PROPOSES TO DELEGATE BY CONTRACT ANY RESPONSIBILITY FILE AS SCHEDULE "6" COPIES OF THE CONTRACTS OR PROPOSED CONTRACTS AND, IF APPLICABLE, INDICATE THE LEGISLATIVE AUTHORITY UNDER WHICH THE PARTIES TO SUCH CONTRACTS ARE INCORPORATED OR REGISTERED

Date: JAN 20 1981

Initiated by
applicant:

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2 - MANAGEMENT AND DIRECTORS

31/10/80

The company to which the following table pertains: CFRB LIMITED

NAME	HOME ADDRESS	CITIZENSHIP	DIRECTORS: DATE OF APPOINTMENT	OFFICERS: POSITION HELD
William Herz	93 Burnaby Blvd., Toronto, Ontario M5N 1G3	Canadian	N/A	V.P.-Sales CKFM-FM
Donald Insley	41 Norden Crescent, Don Mills, Ontario M3B 1B7	Canadian	N/A	V.P.-Radio Division
Patrick J. Kiely	56 Plateau Crescent, Don Mills, Ontario M3C 1M8	Canadian	N/A	Secretary & Treasurer
Peter F. Searle	11 D'Arcy Magee Crescent West Hill, Ontario M1C 2T4	Canadian	N/A	V.P.-Finance
John C. Spragge	43 Blyth Hill Road, Toronto, Ontario M4N 3L6	Canadian	N/A	V.P. Programming CFRB
	NOTE 1. NO PERSON HOLDS PUBLIC OFFICE			
	NOTE 2. If this application is approved, the Board of Directors of CFRB Limited will be re-constituted to provide appropriate representation from the Ottawa area. With strong and active participation by the Ottawa Directors, together with an experienced management group and staff, a quality service to the capital area and its surrounding communities will be assured.			
			31/10/80	

(1) COMPLETE THE FOLLOWING TABLE GIVING DETAILS OF ANY INVESTMENT (EQUITY AND/OR SECURITIES) HELD BY THE APPLICANT, BY ITS DIRECTORS AND OFFICERS AND BY THE TEN SHAREHOLDERS OF THE APPLICANT WHICH RESULTS IN OWNERSHIP IN CANADA OF:

- a) more than one percent of any enterprise in business classifications A and B below,
- b) ten percent or more of any enterprise in business classifications C to J below.

(2) ATTACH A SIMILAR TABLE AS SCHEDULE "15" FOR ANY CORPORATION WHICH INDIRECTLY CONTROLS THE APPLICANT;


NOTE: The following are the Business Classifications referred to above:

- A CRTC licence holder.
- B Newspaper or other media publisher.
- C Theatre or cinema.
- D Advertising agency.
- E Broadcasting sales representative.
- F Broadcasting program material producer or distributor.
- G Music recording producer or music publisher.
- H Lessor of property, plant or equipment of the licensee.
- I Company owning securities in any of these categories.
- J Potential advertising client of the undertaking.

Name of security holder	Name of business or corporation in which securities are held	Business classification code	SECURITIES HELD				OFFICE HELD			
			Class or description of securities held	Vote		Per cent held compared to number issued	Director	President	Chairman	Other
				Yes	No					
CFRS LIMITED STANDARD BROADCASTING CORPORATION LIMITED	Master FM Limited	H	Common N.P.V.	X		20				
	CFRB Limited	A	Common Shares	X		100				
	CJAD Limited	A	Common Shares	X		100				
	Standard Broadcast Sales Company Limited	E	Common Shares	X		100				
	Bushnell Communications Limited	A/I	Common Shares	X		100				
	Standard Broadcasting Realty Limited	H	Common Shares	X		100				
	Standard Aircraft Holdings Limited	H	Common Shares	X		100				

17/11/80

17/11/80

Call letters: CJSB
 Initialed by: 
 Date: JAN 20 1981
 Applicant:

SCHEDULE 4.1 (1)

A. CFRB LIMITED - DIRECTORS

CONRAD BLACK, B.A., LL.L., M.A.

Elected a Director of CFRB Limited in December 1978; Director and Member of the Executive Committee of Standard Broadcasting Corporation Limited; Chairman of the Board and Chairman of the Executive Committee of Argus Corporation Limited; President of Western Dominion Investment Company Limited; Vice-President and Director of The Ravelston Corporation Limited; Director of Canadian Imperial Bank of Commerce, Carling O'Keefe Limited and various other major Canadian companies; Honourary Chairman of Sterling Newspapers Limited and Dominion Malting Limited; the author of "Duplessis"; serves as director of numerous charities including among others The Arthritis Society, Canada-United States Friendship Committee, The Canadian Council of Christians and Jews and The Canadian and Ontario Foundations for Diseases of the Liver.

G. MONTEGU BLACK

Elected a Director of CFRB Limited in December, 1978; Chairman of the Board and Member of the Executive Committee of Standard Broadcasting Corporation Limited; Director of Bushnell Communications Limited and Ottawa-Cornwall Broadcasting Limited; President and Chief Executive Officer of the Board of Argus Corporation Limited; President and Director of The Ravelston Corporation Limited, The Warspite Corporation Limited and Horizon Publications Limited; Director and Chairman of the Executive Committee of Dominion Stores Limited and a director of various other Canadian companies; serves as President of The Ontario Foundation for Diseases of the Liver; a Past-Governor of the Toronto Stock Exchange (1974-78).

G. ALLAN BURTON, D.S.O., E.D., LL.D., K.L.J.

Elected to the Board of CFRB Limited and Standard Broadcasting Corporation Limited on May 15, 1969; former Chairman and Chief Executive Officer of Simpsons Limited and its subsidiary companies; Director of The Royal Bank of Canada, The Electrolyser Corporation and Bell Canada; distinguished military career; has served on The Redevelopment Advisory Council of Metropolitan Toronto, the Board of Trustees of the Hospital for Sick Children and is currently Chairman of the Business Advisory Council, School of Business, University of Western Ontario.

DIXON S. CHANT, F.C.A.

Director of CFRB Limited since December 1978; Director (April 1978) and Chairman of the Executive Committee of Standard Broadcasting Corporation Limited; Director of Bushnell Communications Limited; Director of Ottawa-Cornwall Broadcasting Limited; Executive Vice-President and Member of the Executive Committee of Argus Corporation Limited; Vice-President and Director of The Ravelston Corporation; President of Upper Canada Inn Limited; a director and committee member of various major Canadian companies; serves on the Board of Management of Pickering College.

DONALD H. HARTFORD

President and Director of CFRB Limited, Toronto and CJAD Inc. Montreal. Director and Vice-President Radio, Standard Broadcasting Corporation Limited; Directorships in other associated broadcasting entities; active for many years in broadcasting associations, holding senior posts in the Canadian Association of Broadcasters, the Western Association of Broadcasters, Radio Sales Bureau, Broadcast Executives Society. Community interest reflected by active participation as a Director and/or President of the C.N.I.B., Calgary Exhibition and Stampede, Alberta Heart Foundation, Ontario Safety League and The Board of Trade of Metropolitan Toronto and the United Appeal in both Calgary and Toronto. Director of the Canadian National Sportsmen's Show, the Canadian National Exhibition and Ontario Place. Recipient of the Humanitarian Award of International Brotherhood in 1978.

SCHEDULE 4.1 (2)

A. CFRB LIMITED - DIRECTORS (continued)W. LEO KNOWLTON, Q.C., B.A.

A Director of CFRB Limited and Standard Broadcasting Corporation Limited since July 1960; Chairman of Zurich Life Insurance Company; former President of the Trust Company Association of Canada; a Director of Canada Permanent Mortgage Corporation, Dominion of Canada General Insurance Company; and a director of other financial institutions.

HOLLIS T. (Mac) McCURDY

President of Standard Broadcasting Corporation Limited; Chairman of the Boards of CFRB Limited and CJAD Inc; Chairman of the Board and Chief Executive Officer of Bushnell Communications Limited, Ottawa; a Director of Argus Corporation Limited; holds directorships in other associated broadcasting entities; a career broadcaster; entered broadcasting at CKLW, Windsor in 1936; after demobilization in 1945 from the RCAF in which he served overseas as a Flying Instructor, joined CBC International Service, Montreal; later the same year joined CJAD, Montreal; appointed Manager in 1958; when CJAD was acquired by Standard Broadcasting Corporation Limited in 1961 appointed Vice-President and General Manager of CJAD Inc.; in 1968 became President of CJAD Inc.; appointed President of Standard in 1974. Mr. McCurdy is experienced in all phases of broadcasting.

JAN 20 1981

Initialled by
Date: Applicant: *ok*

SCHEDULE 4.2 (1)

B. CFRB LIMITED - OFFICERSWILLIAM (Bill) BALLENTINE, B.A.

A Vice-President of CFRB Limited and Station Manager of CKFM-FM since 1967; previously CKFM-FM's Program Director (1964); came to CKFM-FM after three years in a Montreal broadcasting company where he served as Copy Director and Production Manager of an AM station and subsequently Assistant Manager of an FM station; from 1959-60, a staff member of the Extension Department in the University of British Columbia's Communications Division; from 1955-59, a CBC Radio and TV announcer in Vancouver, which position he accepted on graduation from the University of British Columbia; Past President of the Central Canada Broadcasters Association.

CLIVE EASTWOOD, P.Eng.

First joined CFRB in 1938. Currently Vice-President, Engineering for CFRB Limited where he is responsible for all technical matters for CFRB-AM, CKFM-FM and CFRX (shortwave) and for Standard Broadcast News (a full news voice network across Canada) and for capital budgets for CJAD Limited and Eastern Sound Company Limited; has developed many techniques and established new standards which are today a part of the fabric of Canadian broadcasting; a member of the Institute of Electrical and Electronic Engineers; (in 1965) Chairman of the Canadian Conference of the Institute of Electrical and Electronic Engineers; long-serve member of The Canadian Association of Broadcasters' Technical Committee; Chairman of the Broadcast Committee of the Canadian Radio Technical Planning Board; a member of the Society of Motion Pictures and Television Engineers; served as President of Master FM Limited (a consortium of Toronto FM licensees) during the development and installation of a new joint FM antenna on Toronto's CN Tower, the design and construction of which he supervised; member of the Audio Engineering Society; member of the Department of Communications Re-radiation Committee; member of the AM Stereo sub-Committee of the Department of Communications' Technical Advisory Committee.

Jerry Good

A Vice-President of CFRB Limited and Director of Programming of CKFM-FM since December 1977; a graduate of the Masters program of the Annenberg School of Communication of the University of Pennsylvania (1962); from 1963-70 a Sales Manager of an American FM radio station; from 1970-73 Operations and Program Manager of a combined American AM and FM radio operation; from 1973-76 the Manager and Program Director of a Toronto FM radio station, following which he joined CFRB Limited as Program Director of CKFM-FM and was promoted to Vice-President, Programming, of CKFM-FM in 1977; had served on the Board of Directors of the National Association of FM Broadcasters; currently an active faculty member of Ryerson Polytechnical Institute of Toronto in the Radio and Television Arts Department.

WILLIAM E. (Bill) HALL

A Vice-President of CFRB Limited and General Manager of CFRB-AM; a career broadcaster whose experience spans announcing, news reporting, sport reporting, production and promotion and administration; started in 1951 as an announcer, Sports Director and News Director-in Thunder Bay, Ontario; joined CHML in Hamilton, Ontario in 1952; completed a fifteen-year career with stations CHML and CKDS-FM as Vice-President, Manager and Director; joined Standard Broadcasting Corporation Limited in 1975 as General Manager, U.K. Operations; returned to Canada in 1977; named Station Manager of CFRB in 1978 and, in due course, was promoted to Vice-President and General Manager; has served as a Director and Committee member of The BBM Bureau of Measurement over several years, on the Canadian Association of Broadcasters, C.A.B.-CAPAC Committee for the Promotion of Canadian Music and as a Director of the Central Canada Broadcasters Association; an active member of the Rotary Club of Hamilton, London, England, and now Toronto and has also served as a member and chairman of numerous community activities in the Hamilton area, including among others, the United Appeal campaign, a local hospital and the Easter Seal campaign.

SCHEDULE 4.2 (2)

B. CFRB LIMITED - OFFICERS (continued)

WILLIAM (Bill) HERZ

Vice-President, Sales, for CKFM-FM for CFRB Limited; a graduate of the Ryerson Polytechnical Institute Business Administration Program (1967); joined the Retail Sales Department of CFRB-AM on graduation; in 1971 joined Standard Broadcast Sales Company Limited, a national sales company; in 1976 spent 10 months with Glen Warren Broadcast Sales as Canadian Radio Manager and rejoined CFRB Limited later than year, having been named Sales Manager CKFM-FM and, in due course, was appointed Vice-President of CFRB Limited; served on committees of the Toronto Chapter of the Variety Club; actively involved in the Boy Scout Association in the Toronto area.

DONALD W. INSLEY

A career broadcaster whose accomplishments include announcing, acting, writing, production, programming and administration. Staff announcer, Associated Broadcasting Company and Commercial Broadcasting Services Ltd., Toronto. Announcer and Program Director CKGB, Timmins, CKVD, Val D'Or, CKRN, Rouyn, CHEX Peterborough, CKWS Kingston. In 1945 accepted position as Program Director, CKEY Toronto, which he held for eighteen years. In 1962 appointed Manager of CKFM-FM shortly after it began separate programming from CFRB; in 1965 became Program Director, CFRB and in due course Vice-President of CFRB Limited. In 1965, appointed Station Manager CFRB. In 1978 named Vice-President and General Manager CFRB. Now Vice-President, Radio Division, Standard Broadcasting Corporation Limited. Served as representative of Canadian Association of Broadcasters on Advertising Standards Council. Formerly National Director, Canadian Cancer Society. Served Ontario Division, Canadian Cancer Society for more than twenty-five years at Toronto Unit, Metropolitan Toronto Council, Ontario Division. Former President, Ontario Division. Recipient in 1975 Howard Caine Memorial Award for contributions to the country and community outside broadcasting.

PATRICK J. KIELY, B.A., C.A.

Secretary and Treasurer of CFRB Limited; joined CFRB Limited in July 1977 as Comptroller and was appointed as Secretary and Treasurer of CFRB Limited and Assistant Secretary and Assistant Treasurer of Standard Broadcasting Corporation Limited in 1978; received his C.A. in 1975 with Clarkson, Gordon & Co., Chartered Accountants; has served as a Director and Secretary-Treasurer of the Rothesay, N.B. Branch of the Canadian Association of the Mentally Retarded; presently on the Extension Faculty of the Ryerson Polytechnical Institute of Toronto in the Business Department.

PETER F. SEARLE, C.A.

Vice-President, Finance, Secretary and Treasurer of Standard Broadcasting Corporation Limited, Mr. Searle began his broadcasting career as Assistant Secretary of CFRB Limited in 1969. In the summer of 1971 he was appointed Vice-President, Finance, of that Company and has held that position ever since. Mr. Searle is a Director and Officer of ten other companies including Eastern Sound Company Limited, CJAD Inc. and Master FM Limited. Before joining Standard he served as Comptroller and later as Manager of the Illustrated Books Division of McClelland & Stewart Ltd., plus a brief period with Weekend Magazine. He received his C.A. in 1960 and for the last four years has been a member of the Commercial Policy Committee of the Canadian Association of Broadcasters.

JOHN C. SPRAGGE

Vice-President, Programming of CFRB Limited since 1976; career in radio began in 1958 as a daily show host on CHUM Toronto; joined the now Radio Bureau of Canada in 1968 and, in due course, named a Vice-President. In 1970 joined Standard Broadcast Sales as a National Sales Representative; joined CFRB Limited in 1972; member of the Board of Stewards of Lawrence Park Community Church; member of the Rotary Club of Toronto; President of the Broadcast Executives Society.

SCHEDULE 5

STANDARD BROADCASTING CORPORATION LIMITED

OWNERSHIP AND CONTROL OF STANDARD BROADCASTING CORPORATION LIMITED

1. Standard Broadcasting Corporation Limited ("Standard") is effectively controlled by Mr. G. Montegu Black, III, and his brother, Mr. Conrad M. Black, through a chain of corporations comprised of J.E. Black Investments Limited ("J.E. Black"), Western Dominion Investment Company Limited ("Western Dominion"), The Ravelston Corporation Limited ("Ravelston"), 89211 Canada Limited ("89211 Canada"), Hollinger Argus Limited ("Hollinger Argus"), Argus Corporation Limited ("Argus"), and Standard. This chain of effective control, set out schematically on page 5(3) of these materials, is described below and in material filed by Standard with the Canadian Radio-Television and Telecommunications Commission (the "C.R.T.C.").

2. J.E. Black Investments Limited

J.E. Black, a private holding company subject to the laws of Alberta, is wholly-owned, directly or indirectly, by Mr. G. Montegu Black, III, Mr. Conrad M. Black, and members of the immediate Black family.

3. Western Dominion Investment Company Limited

Western Dominion is a private holding company subject to the laws of Ontario. Messrs. Conrad M. Black and G. Montegu Black, III are directors, and the President and the Treasurer, respectively, of Western Dominion. The Warspite Corporation ("Warspite"), a private holding company subject to the laws of Ontario, all of the voting shares of which are held by Messrs. G. Montegu Black, III (53.3%), and Conrad M. Black (46.7%), holds approximately 64.35% of the voting shares of Western Dominion. Messrs. G. Montegu Black, III and Conrad M. Black are directors, and the President and the Secretary-Treasurer, respectively, of Warspite. C.M. Black Investments Limited, which is controlled by Mr. Conrad M. Black, and the Estate of George M. Black, Jr., which is controlled by Messrs. Conrad M. Black and G. Montegu Black, III, hold approximately 11.49% and 1.14% of the voting shares of Western Dominion, respectively. The other voting shares of Western Dominion are owned indirectly by Canadian citizens. Six classes of non-voting preference shares of Western Dominion are owned, directly or indirectly, by Mr. G. Montegu Black, III, Mr. Conrad M. Black, and members of the immediate Black family, and by other Canadian citizens.

4. The Ravelston Corporation

Ravelston is a private holding company. Messrs. G. Montegu Black, III and Conrad M. Black are directors, and the President and a Vice-President, respectively, of Ravelston. Western Dominion holds 51% of the voting shares of Ravelston, and other Canadian citizens and corporations governed by the laws of Ontario or Canada hold 49% of such shares. Ravelston has issued Preference Shares to individuals who are Canadian citizens and to corporations governed by the laws of Ontario or Canada.

5. 89211 Canada Ltd.

Ravelston holds all of the voting shares and Second Preference Shares of 89211 Canada. 89211 Canada has issued non-voting term preferred shares to two Canadian chartered banks. These shares are not convertible into voting shares.

6. Hollinger Argus Limited

Hollinger Argus is listed on The Toronto Stock Exchange. Messrs. G. Montegu Black, III and Conrad M. Black are directors, and the President and the Vice-President, respectively, of Hollinger Argus. Collectively, Ravelston (7.8%), Western Dominion (5.3%), J.E. Black (0.1%), and 89211 Canada (45.5%) hold approximately 58.7% of the voting shares of Hollinger Argus.

SCHEDULE 5 (2)7. Argus Corporation Limited

Argus is a holding company which is listed on The Toronto Stock Exchange. Messrs. Conrad M. Black and G. Montegu Black, III are directors, and the Chairman and the President, respectively, of Argus. Hollinger Argus holds approximately 96.4% and 72.5% of the voting shares and non-voting Class C Preferred Shares of Argus, respectively, representing an aggregate 77.3% equity interest.

8. Standard Broadcasting Corporation Limited

Standard, a constrained-share public corporation under the provisions of the Canada Business Corporations Act, is listed on The Toronto Stock Exchange. Argus holds approximately 51% of the voting shares of Standard. According to its constrained-share provision, Standard must always be in compliance with the Direction to the C.R.T.C. made by Order-in-Counsel, 1969-2229, as amended (the "Direction"). In Canada, Standard holds 100% of the voting shares of:

- (a) CFRB Limited, licensee of CFRB, CFRX, and CKFM-FM;
- (b) CJAD Inc., licensee of CJAD and CJFM-FM; and
- (c) Bushnell Communications Limited ("Bushnell"), licensee of CJOH-TV and Rockland CATV. Bushnell holds 100% of the voting shares of Telecable Laurentien Inc., 44% of the voting shares of Skyline Cablevision Limited, and a 9.3% interest in the CTV network.

9. Messrs. G. Montegu Black, III and Conrad M. Black effectively control Standard through their holdings, directly, or indirectly through Western Dominion (where applicable), in J.E. Black, Western Dominion, Ravelston and 89211 Canada ("Ravelston, et al."), through the holdings of Ravelston, et al. in Hollinger Argus, through the holding of Hollinger Argus in Argus, and through the holding of Argus in Standard, as indicated in the diagram on page one of the enclosed materials. Messrs. G. Montegu Black, III and Conrad M. Black are directors of Standard, and Mr. G. Montegu Black, III is the Chairman of Standard.

10. Each of Standard, and all other Canadian corporations (the "Corporations") which directly or indirectly control Standard, and which are in the chain of control by which Messrs. G. Montegu Black, III and Conrad M. Black effectively control Standard, is an "eligible Canadian corporation" ("eligible Canadian Corporation") in accordance with the Direction. The Chairman and at least four-fifths of the directors and shareholders of all the Corporations are Canadian citizens.

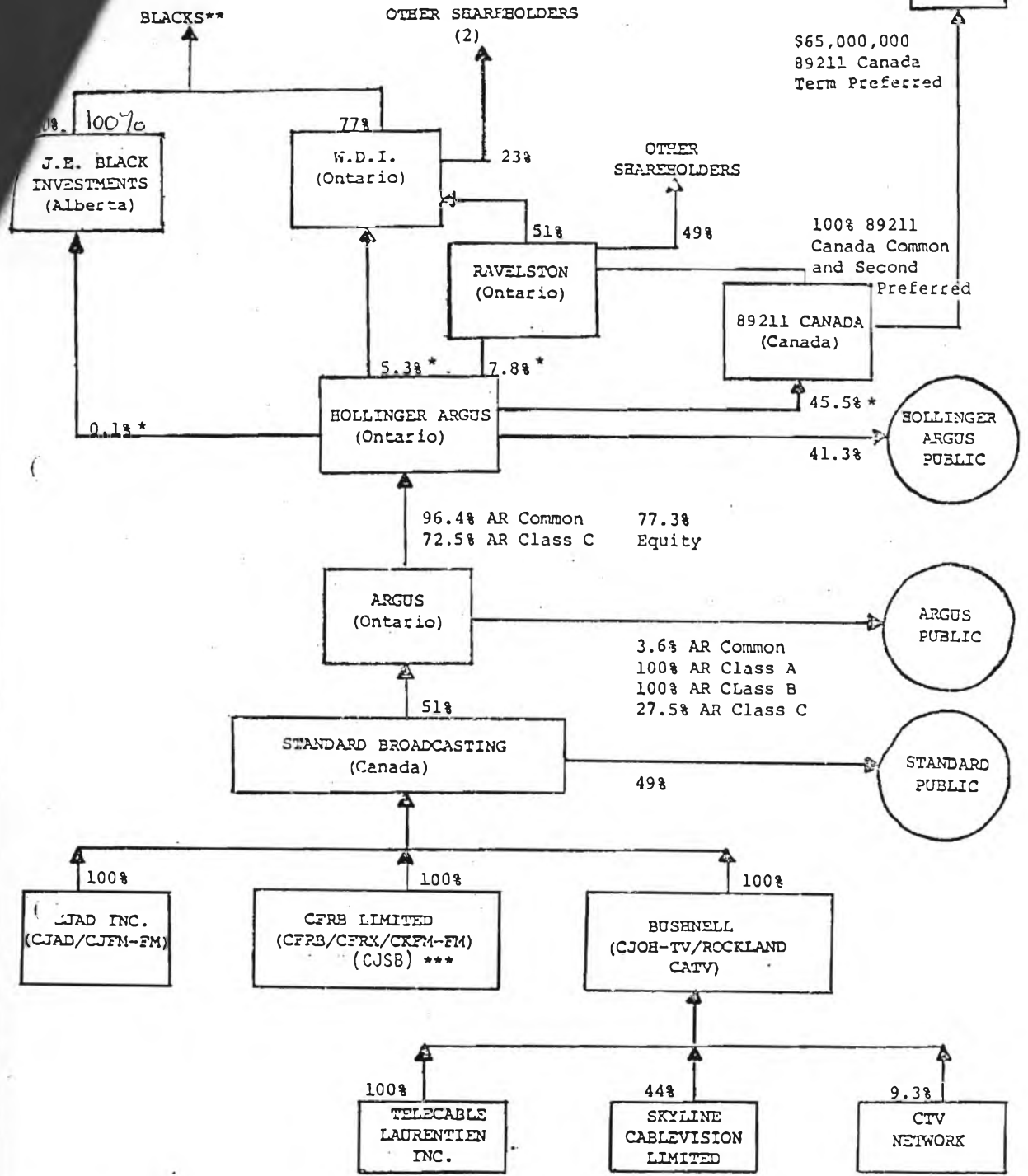
STANDARD BROADCASTING CORPORATION LIMITED

PRESENT OWNERSHIP STRUCTURE

Call letters C.I.B.C.
 Date JAN 20 1981 Initialled by [Signature]
 Date [] Applicant []

SCHEDULE 5 (3)

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 C.I.B.C.
 and
 T-D



NOTES

* Total Ravelston et al. holding of Hollinger Argus is 58.7%

** Common and Preference Shares held directly and indirectly by G.M. Black, III, C.M. Black, and members of the immediate Black family

*** Proposed acq. for which app has been made.