



Fraser Milner Casgrain LLP

15TH Floor, Bankers Court
850 - 2ND Street SW
Calgary, AB, Canada T2P 0R8

MAIN 403 268 7000

FAX 403 268 3100

December 3, 2010

VIA SEDAR

To: The securities commissions or equivalent regulatory authority in each of the provinces of Canada

Dear Sirs:

Subject: Prospectus Supplement dated December 2, 2010 (the "Prospectus Supplement") to the Short Form Base Shelf Prospectus of Shaw Communications Inc. dated November 18, 2010

We consent to the use of our name, Fraser Milner Casgrain LLP, on the cover page of the Prospectus Supplement and under the heading "Legal Matters" and to the use of our name and opinions under the subheading "Certain Canadian Federal Income Tax Considerations" and under the heading "Eligibility for Investment" in the Prospectus Supplement.

We confirm that we have read the Prospectus Supplement and have no reason to believe that there are any misrepresentations in the information contained therein that is derived from our opinions referred to under subheading "Certain Canadian Federal Income Tax Considerations" or under the heading "Eligibility for Investment" or that is within our knowledge as a result of the services we performed in connection with such opinions.

This letter is provided solely for the purpose of assisting you in discharging your responsibilities in connection with the transaction described above and may not be used or relied upon by any other parties or for any other purpose.

Yours truly,

FRASER MILNER CASGRAIN LLP

"Fraser Milner Casgrain LLP"