

**CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTREAL
No. : 500-11-036133-094**

**SUPERIOR COURT
(Commercial Division)**

**IN THE MATTER OF THE PLAN OF
COMPROMISE OR ARRANGEMENT OF :**

ABITIBIBOWATER INC.
and
ABITIBI-CONSOLIDATED INC.
and
BOWATER CANADIAN HOLDINGS INC.
and
the other Petitioners listed herein
Petitioners

and
ERNST & YOUNG INC.
Monitor

and
THE LAND REGISTRAR FOR THE LAND
REGISTRY OFFICE FOR THE REGISTRATION
DIVISION OF MONTMORENCY
and
THE LAND REGISTRAR FOR THE LAND
REGISTRY OFFICE FOR THE REGISTRATION
DIVISION OF PORTNEUF
and
THE LAND REGISTRAR FOR THE
RESTIGOUCHE COUNTY LAND REGISTRY
OFFICE
and
THE LAND REGISTRAR FOR THE THEUNDER
BAY LAND REGISTRY OFFICE
and
THE REGISTRAR OF THE REGISTRER OF
PERSONAL AND MOVABLE REAL RIGHTS
Mis-en-cause

and
AMERICAN IRON & METAL LP
Intervenor

DECLARATION OF INTERVENTION OF AMERICAN IRON & METAL LP

TO THE HONOURABLE JUSTICE CLÉMENT GASCON J.S.C. OR ONE OF THE HONOURABLE JUDGES OF THE SUPERIOR COURT, SITTING IN COMMERCIAL DIVISION, IN AND FOR THE JUDICIAL DISTRICT OF MONTRÉAL, THE INTERVENOR SUBMITS THE FOLLOWING:

1. The Petitioners filed a *Motion for the Issuance of an Order Authorizing the Sale of Certain Assets of the Petitioners (Four Closed Mills)* (the “Petitioners’ Motion”) which is returnable on April 26, 2010 at 9:30 a.m. in Room 17.09 of the Montréal Court House (the “Hearing”);
2. American Iron & Metal LP (“AIM”) hereby seeks the authorization of this Honourable Court to intervene during the Hearing and during any other hearings dealing with the subject-matter of the Petitioners’ Motion as to support, complement and extend, as the case may be, the position of the Petitioners;
3. As it is more fully described in the Petitioners’ Motion, AIM is the bidder that the Petitioners, with the approval of the Monitor, retained to sell the assets contemplated in the *Purchase and Sale Agreement* dated April 6, 2010, that was communicated in support of the Petitioners’ Motion as Exhibit R-1, and amended on April 21, 2010, amendment which was communicated in support of the Petitioners Motion as Exhibit R-1(a);
4. AIM has complied with all the requirements and conditions set forth by the Petitioners in the sale process, the whole as more fully described in the Petitioners’ Motion;
5. On or about March 24, 2010, AIM has transferred to the account of the Petitioners’ corporate attorneys an amount of \$880,000 corresponding to the deposit required by section 3.5(a) of the *Purchase and Sale Agreement*, Exhibit R-1, the whole as more fully appears from a copy of the Wire Transfer communicated herewith as **Exhibit AIM-1**;
6. AIM also has the full financial capacity to consummate the sale within the time period provided for in the *Purchase and Sale Agreement*, Exhibit R-1, the whole as more fully appears from the Financing Confirmation issued by the Toronto-Dominion Bank dated April 1, 2010 communicated herewith as **Exhibit AIM-2**;
7. AIM was made aware of the *Declaration of Intervention of Recyclage Arctic Béluga, Inc.* (in which Arctic Béluga Inc. seeks, *inter alia*, to obtain the approval to intervene with respect to the Petitioners’ Motion and seeks the dismissal of the Petitioners’ Motion) and AIM intends to contest it vigorously;

8. AIM respectfully submits that it is in the interest of justice as well as that of the petitioners and their respective creditors that the sale transaction contemplated in the *Purchase and Sale Agreement*, Exhibit R-1, be authorized by this Honourable Court and consummated within the prescribed timetable.

WHEREFORE, MAY IT PLEASE THE COURT TO:

GRANT the present intervention;

DISMISS the *Declaration of Intervention of Recyclage Arctic Béluga, Inc.*;

GRANT the *Motion for the Issuance of an Order Authorizing the Sale of Certain Assets of the Petitioners (Four Closed Mills)*.

THE WHOLE WITH COSTS AS MAY BE DEEMED APPROPRIATE BY THE COURT

MONTREAL, APRIL 23, 2010



McMILLAN S.E.N.C.R.L., s.r.l./LLP

**ATTORNEYS FOR THE INTERVENOR
AMERICAN IRON & METAL LP**

N° / No.: 500-11-036133-094

SUPERIOR COURT
PROVINCE OF QUEBEC
DISTRICT DE / OF MONTREAL

In the matter of Plan of Compromise or
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ABITIBIBOWATER INC. *et al*
Petitioners

v.

ERNST & YOUNG INC.
Monitor

ORIGINAL

DECLARATION OF INTERVENTION OF
AMERICAN IRON & METAL LP

M^e ÉRIC VALLIÈRES
Réf. / Ref.: 756970-03000/EV/gay
Procureurs pour / Attorneys for
Intervener AMERICAN IRON & METAL LP

McMillan S.E.N.C.R.L., s.r.l./LLP
1000 Sherbrooke O.W., #2700, Montréal, Québec,
Canada H3A 3G4
t 514.987.5000 | f 514.987.1213
23.04.10 BM0259

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTREAL
No. : 500-11-036133-094

SUPERIOR COURT
(Commercial Division)

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THE REGISTRAR OF THE REGISTRER OF
PERSONAL AND MOVABLE REAL RIGHTS
Mis-en-cause

and
AMERICAN IRON & METAL LP
Intervenor

**LIST OF EXHIBITS IN SUPPORT OF THE DECLARATION OF
INTERVENTION OF AMERICAN IRON & METAL LP**

- EXHIBIT AIM-1 : Copy the Wire Transfer of \$880,000 corresponding to the deposit required by section 3.5(a) of the *Purchase and Sale Agreement*
- EXHIBIT AIM-2 : Financing Confirmation issued by the Toronto-Dominion Bank dated April 1, 2010

MONTREAL, APRIL 23, 2010



MCMILLAN S.E.N.C.R.L., s.r.l./LLP

ATTORNEYS FOR INTERVENOR AMERICAN
IRON & METAL LP

Wire Payments

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[Print this page](#)

Template Name:	N/A		
Payment Type:	Payment to Customer		
Payment ID:	69721100324005	TD Payment ID:	100324B5318200

Sender Information

Sender Name:	Delsan-AIM Environmental Services		
Street:	10760 A Henri-Bourassa east		
City:	Montreal		
Prov/State:	QUEBEC - QC	Country:	CANADA - CA

Beneficiary Information

Beneficiary Name:	DAVIES WARD PHILLIPS VINEBERG		
Street:	1501 McGill college avenue		
City:	Montreal		
Prov/State:	QUEBEC - QC	Country:	CANADA - CA
Payment Destination:	Other Financial Institution		

Beneficiary Account Information

Beneficiary's Account:	3029584
Beneficiary's ID:	royccat2

Beneficiary's Bank Information

Beneficiary Bank Name:	Royal Bank of Canada		
Bank Id:	0001		
Street:	1 Place Ville-Marie		
City:	Montreal		
Prov/State:	QUEBEC - QC	Country:	CANADA - CA

Intermediary Bank Information

Intermediary Bank Name:	
Bank Id:	
Street:	
City:	
Prov/State:	Country:

Due Date	Value Date	Payment Must be Sent to Bank Before:		
03/24/2010	03/24/2010	View Cutoff Table		
Payment Currency	Payment Amount			
CAD	880,000.00			
Settlement Currency	FX Type/ Contract Number	Exchange Rate	Settlement Amount	Settlement Account
CAD	Bulletin	1.000000	880,000.00	04160 5224226

Your Reference

Deposit for Abitibi Bid

Instructions

Beneficiary:
TD Bank:

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SUPERIOR COURT
PROVINCE OF QUEBEC
DISTRICT DE / OF MONTREAL

**In the matter of Plan of Compromise or
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Petitioners

v.

ERNST & YOUNG INC.

Monitor

EXHIBIT AIM-1

M^e ÉRIC VALLIÈRES

Réf. / Ref.: 756970-03000/EV/gay

Procureurs pour / Attorneys for

Intervener AMERICAN IRON & METAL LP

McMillan S.E.N.C.R.L., s.r.l./LLP

1000 Sherbrooke O.W., #2700, Montréal, Québec,

Canada H3A 3G4

t 514.987.5000 | f 514.987.1213

23.04.10

BM0259

SCHEDULE 5.2(d)

FINANCING CONFIRMATION



CNA Quebec
999 de Maisonneuve West, Ste. 200
Montreal, Quebec H3A 3L4

Telephone No.: 514-289-0475
Fax No.: 514-289-0454

April 1, 2010

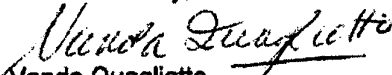
Abitibi-Consolidated Company of Canada
1155 Metcalfe Street, Suite 800
Montreal, QC H3B 5H2

Dear Sir:

American Iron & Metal LP/Fer et Métaux Américains S.E.C. ("AIM LP") is a wholly owned subsidiary of American Iron and Metal Company Inc./La Compagnie Américaine de Fer et Métaux Inc. (AIM), which has been a client of the TD Bank since 1961. Through AIM, American Iron & Metal LP/Fer et Métaux Américains S.E.C. benefits from a medium 9 figure line of credit provided by a 5 Bank syndicate led by TD Bank.

TD hereby confirms that as of today, AIM LP has sufficient availability of the funds to cover the purchase price of the Abitibi mills for \$8,800,000 CAD plus applicable taxes.

Yours sincerely,


Vanda Quagliotto
Client Services Officer
National Accounts


Ginette de Repentigny
Senior Manager
National Accounts

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ERNST & YOUNG INC.

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EXHIBIT AIM-2

M^e ÉRIC VALLIÈRES

Réf. / Ref.: 756970-03000/EV/gay

Procureurs pour / Attorneys for

Intervener AMERICAN IRON & METAL LP

McMillan S.E.N.C.R.L., s.r.l./LLP

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ERNST & YOUNG INC.

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LIST OF EXHIBITS IN SUPPORT OF
DECLARATION OF INTERVENTION OF
AMERICAN IRON & METAL LP AND
EXHIBITS AIM-1 AND AIM-2

M^e ÉRIC VALLIÈRES

Réf. / Ref.: 756970-03000/EV/gay

Procureurs pour / Attorneys for

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