

File Number:

**IN THE SUPREME COURT OF CANADA
(ON APPEAL FROM THE COURT OF APPEAL FOR QUEBEC)**

B E T W E E N:

**HER MAJESTY THE QUEEN
IN RIGHT OF THE PROVINCE OF NEWFOUNDLAND AND LABRADOR**

Applicant
(Appellant)

- and -

**ABITIBIBOWATER INC., ABITIBI-CONSOLIDATED INC.,
BOWATER CANADIAN HOLDINGS INC., THE AD HOC COMMITTEE OF
BONDHOLDERS, THE AD HOC COMMITTEE OF SENIOR SECURED
NOTEHOLDERS, and U.S. BANK NATIONAL ASSOCIATION
(INDENTURE TRUSTEE FOR THE SENIOR SECURED NOTEHOLDERS)**

Respondents
(Respondents)

NOTICE OF MOTION

THE APPLICANT will make a motion to the Registrar pursuant to the provisions of Rules 4, 8, 20(1) and 20(5) of the *Rules of the Supreme Court of Canada* for an order *nunc pro tunc* that the Applicant may serve copies of documents filed in this Court on all interested parties other than the Respondents and the Monitor in accordance with the practice of the Québec Superior Court (Commercial Division) sitting as a court designated pursuant to the *Companies' Creditors Arrangement Act*, R.S.C., c. C-36, proven by an affidavit attesting to the same, and that such service constitutes valid substitutional service and compliance with Rule 26(2)(a), or for such further and other order as to the Registrar may see just.

THE GROUNDS FOR THE MOTION ARE:

1. This Application is brought in the context of proceedings under the *Companies' Creditors Arrangement Act*, R.S.C., c. C-36 ("**CCAA**") which is being conducted by the Québec Superior Court (Commercial Division) ("**CCAA Court**").
2. The Responding parties to this Application are the debtor companies in the CCAA proceedings. Under the ordinary practice in the CCAA Court in these proceedings, both the debtor companies and the Monitor, Ernst & Young Inc. ("**Monitor**"), are served with legal proceedings. This is so even though the Monitor is not itself a party to the proceedings. That is how service in the courts below of the proceedings that are the subject of this Application was effected.
3. There are also numerous persons interested in the CCAA proceedings who may be parties who must be served with the Notice of Application for leave to appeal pursuant to Rule 26(2)(a).
4. The practice of the CCAA Court in this proceeding (which is consistent with the practice in other courts in the context of large CCAA proceedings) is to establish an e-mail service list consisting of the e-mail addresses of counsel who act for persons with an interest in the CCAA Proceedings. Notices of legal proceedings are sent via e-mail to the service list. The Monitor maintains this service list.
5. The Monitor also maintains a website containing all pertinent information that is publicly available about these proceedings. Complete copies of the motion records are, shortly after service on the Monitor, posted on this website.
6. Where a complete motion record or supporting documentation is too large to be sent via e-mail, it is posted on the Monitor's website and notice is given to the service list that upon request any interested person may obtain a hard copy of the documentation from the party serving it.
7. Virtually all documents in the courts below have been served in this manner with ease and simplicity.

8. Very considerable savings obtain as a result of service in this manner. Service is much faster than it would be via courier or facsimile. And it permits persons with an interest in the proceeding to obtain hard copies of documentation, without burdening others with unwanted or unneeded documentation.

9. It is not possible to determine from the service list all persons who may be affected by Rule 26(2)(a). Furthermore, the entire application for leave to appeal book will, in all likelihood, consist of an electronic file that will be too large to serve on the entire service list by e-mail (many recipients' e-mail boxes refuse to accept large files).

10. Accordingly, the Applicant will serve the application for leave to appeal books in hard copy form on counsel for all parties shown on the style of cause as well counsel for the Monitor.

11. The Applicants will also follow the practice in the CCAA Court and serve the service list via e-mail with a copy of the application for leave to appeal, whether or not these persons constitute parties as identified by Rule 26(2)(a). The Applicants will also follow the practice in the CCAA Court and request the Monitor to post the full application for leave to appeal on the Monitor's website and provide a hard copy of the application for leave to appeal on any person who requests it.

12. In this manner, all parties in the Court of Appeal will receive notice of and access to the full application for leave to appeal book and material, namely counsel served with the hard copies and the parties served by e-mail as set out above

13. Such further and other grounds as may be advised.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of the motion:

1. The Affidavit of Paul D. Guy sworn 13 August 2010;

2. Such further and other material as counsel may advise and this Honourable Court permit.

Dated: 16 August 2010

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The Service List