

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

SUPERIOR COURT
(Commercial Division)
(sitting as a court designated pursuant to the
Companies' Creditors Arrangement Act,
RSC 1985, c C-36, as amended)

No.: 500-11-038474-108

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

WHITE BIRCH PAPER HOLDING
COMPANY *ET AL.*

Debtors

-and-

STADACONA LIMITED PARTNERSHIP *ET
AL.*

Mises-en-cause

-and-

ERNST & YOUNG INC.

Monitor

-and-

CREDIT SUISSE LOAN FUNDING LLC

Petitioner

<u>AMENDED</u> MOTION FOR AUTHORIZATION TO FILE A CLAIM AFTER THE CLAIMS BAR DATE (Section 11 of the <i>Companies' Creditors Arrangement Act</i>, RSC 1985, c C-36)

TO THE HONOURABLE JUSTICE ROBERT MONGEON OF THE SUPERIOR COURT, SITTING IN COMMERCIAL DIVISION, IN THE DISTRICT OF MONTRÉAL, THE PETITIONER CREDIT SUISSE LOAN FUNDING LLC RESPECTFULLY SUBMITS AS FOLLOWS:

1. Credit Suisse Loan Funding LLC (the "**Lender**") is a creditor of the Debtors and is a second lien term loan lender;
2. On February 24, 2010 (the "**Filing Date**"), the Debtors obtained an Initial Order pursuant to the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, in the Court record;
3. As of the Filing Date, one or more of the Debtors were indebted to the Lender in the amount of US\$3,677,761 (the "**Lender Loan**");

- 3.1 After the Filing Date, the Lender acquired the claim of another second lien term loan lender, namely Avenue Investments, LP ("Avenue") (the "Assignment");
- 3.2 As of the Filing Date, one of more of the Debtors were indebted to Avenue in the amount of US\$3,152,637 (the "Avenue Loan");
4. On May 6, 2010, this Honourable Court rendered an Order establishing the claims process, in the Court record (the "CPO");
5. The CPO provided that the Claims Bar Date (as defined therein) was June 21, 2010;
6. The Lender inadvertently failed to file a claim prior to the Claims Bar Date. This omission came to the attention of the Lender's personnel responsible for the Lender Loan and the Lender promptly acted with due diligence when it became aware of the issue;
- 6.1 On October 27, 2014, the Lender filed a Motion for authorization to file a claim after the Claims Bar Date, as appears from the Court record;
- 6.2 Avenue also inadvertently filed to file a claim prior to the Claims Bar Date. This omission came to the attention of Avenue's personnel responsible for the Avenue Loan and Avenue promptly acted with due diligence when it became aware of the issue;
- 6.3 On October 27, 2014, Avenue filed a Motion for authorization to file a claim after the Claims Bar Date, as appears from the Court record;
- 6.4 Pursuant to the Assignment, the Lender now holds all rights to the Avenue Loan and, accordingly, should be the one to file a proof of claim in respect thereto;
7. [...]
8. The Lender respectfully requests that this Honourable Court authorize it to file one or more claims corresponding to the aggregate amounts of the Lender Loan and the Avenue Loan (together, the "Claims") with the Monitor, notwithstanding the Claims Bar Date, with the understanding that Avenue will desist from its Motion for authorization to file a claim after the Claims Bar Date on or about the date hereof;
9. No creditor would suffer an undue prejudice as a result of the Claims being filed and eventually accepted by the Monitor, for the following reasons:
 - a) As of the date hereof, there has been no vote on a plan of arrangement or distribution to the creditors of the Debtors;
 - b) Relative to the overall quantum of claims, the Claims represent a small fraction. Dilution of other creditors' claims would be minimal;
 - c) There is no uncertainty in the quantum of the Claims which could lead to inordinate costs or litigation;
10. The Lender respectfully submits it would be equitable and appropriate to grant the relief sought herein.

WHEREFORE, MAY IT PLEASE THIS HONOURABLE COURT TO:

1. **GRANT** the present Amended Motion for authorization to file a claim after the Claims Bar Date;
2. **AUTHORIZE** the Petitioner to file one or more claims in the total amount of US\$6,830,128 with the Monitor and **DECLARE** that the filing thereof shall have been validly made, notwithstanding the Claims Bar Date (as defined in the order rendered by the Court on May 6, 2010);
3. **THE WHOLE** without costs, save in the case of contestation.

Montréal, April 13, 2015

Oster, Hoskin & Harcourt LLP
OSLER, HOSKIN & HARCOURT LLP
Attorneys for Credit Suisse Loan Funding LLC

AFFIDAVIT

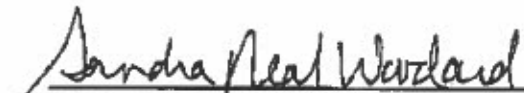
I the undersigned, KENNETH HOFFMAN, domiciled at Eleven Madison Avenue, New York, New York, USA, 10010, solemnly declare the following:

1. I am an authorized signatory of Credit Suisse Loan Funding, LLC and duly authorized representative of the Petitioner for the purpose hereof;
2. I have taken cognizance of the attached *Amended motion for authorization to file a claim after the Claims Bar Date*;
3. All of the facts alleged in the said motion are true.

AND I HAVE SIGNED:


KENNETH HOFFMAN

SOLEMNLY DECLARED BEFORE ME
AT New York, NY ON THIS
13th DAY OF APRIL 2015.


NOTARY PUBLIC

SANDRA NEAL WOODARD
Notary Public, State of New York
No. 01WO4721913
Qualified in Richmond County
Commission Expires July 31, 2018

ATTESTATION OF AUTHENTICITY
(Article 82.1 of the *Code of Civil Procedure*, R.S.Q. c. C-25)

I, the undersigned, Julien Morissette, attorney, exercising my profession at Osler, Hoskin & Harcourt LLP, situated at 1000 De La Gauchetière Street West, Suite 2100, Montréal, Québec, solemnly declare the following:

1. I am one of the attorneys of the Petitioner to the present *Amended motion for authorization to file a claim after the Claims Bar Date* in Court file number 500-11-038474-108;
2. On April 13, 2015 at 4:08 p.m. (Montréal time), Osler, Hoskin & Harcourt LLP received by fax the Affidavit of Kenneth Hoffman, a duly authorized representative of the Petitioner, dated the same day;
3. The copy of the Affidavit attached hereto is a true copy of the Affidavit of Kenneth Hoffman received by fax from Nilsa Ware from the city of New York, from fax number (404) 892-6800;
4. All of the facts alleged herein are true.

AND I HAVE SIGNED:


Julien Morissette

SOLEMNLY DECLARED BEFORE ME
IN MONTRÉAL, QUÉBEC
ON THE 13th DAY OF APRIL 2015.


COMMISSIONER OF OATHS
FOR THE PROVINCE OF QUÉBEC



NOTICE OF PRESENTATION

TO: SERVICE LIST

TAKE NOTICE that the *Amended Motion for authorization to file a claim after the Claims Bar Date* will be presented in the Superior Court, Commercial Division, at the Montréal Courthouse, 1 Notre-Dame Street East, Montréal, on a date to be determined by the Court and in a room to be announced.

Montréal, April 13, 2015

Osler, Hoskin & Harcourt LLP
OSLER, HOSKIN & HARCOURT LLP
Attorneys for Credit Suisse Loan Funding LLC

No: 500-11-038474-108

SUPERIOR COURT
(Commercial Division)
DISTRICT OF MONTRÉAL

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

WHITE BIRCH PAPER HOLDING COMPANY ET AL.

-and- Debtors
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-and- Mises-en-cause
ERNST & YOUNG INC.

-and- Monitor
CREDIT SUISSE LOAN FUNDING LLC
Petitioner

**AMENDED MOTION FOR AUTHORIZATION TO
FILE A CLAIM AFTER THE CLAIMS BAR DATE**
**(Section 11 of the Companies' Creditors Arrangement Act,
RSC 1985, c C-36), AFFIDAVIT, ATTESTATION OF
AUTHENTICITY, NOTICE OF PRESENTATION**

ORIGINAL

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Mtre. Julien Morissette
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