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Montreal, March 21, 2013

BY EMAIL
AND BY COURIER

The Honourable Robert Mongeon, jsc
Palais de justice de Montréal
1, rue Notre-Dame est
Bureau 17.61
Montréal, Qc

Re : *In the matter of:*
White Birch Paper Holding Company et al.
S.C.M.: 500-11-038474-108
Our file: 004532-00343

Dear Mr Justice Mongeon,

We are writing to you on behalf of Stadacona WB LP (the “Purchaser”) following the hearing on March 20, 2013 of the motion for directions brought by Mtre Jocelyn Morency on behalf of the Regroupement des employés retraités de la White Birch-Stadacona (“RERWBS”).

We request some clarification on the order you rendered with respect to the correspondence between the Purchaser and representatives of the Régie des rentes.

We understand from your oral reasons that you have ordered the Purchaser to provide to the RERWBS copies of all correspondence with government representatives, in particular the Régie des rentes, since September 13, 2012, and copies of all such future correspondence within 5 business days thereof. We understand that you also ordered that the Purchaser advise the RERWBS of any material decisions concerning the plan (for example concerning the retroactivity of payments).

Yesterday, you said that the issue for the Court is one of communication and getting information to the Stadacona retirees so that they can be apprised of the status of the new pension plan. As you know, these are extremely complicated issues dealing with highly technical matters and a complex regulatory process. In the course of the hearing yesterday, there was much discussion of how it would be impractical, if not inappropriate, to include the RERWBS in every discussion had with the Régie or the Government, and that to do so would

unnecessarily complicate and slow down the process. In fact, Mtre Morency said in closing that they were looking for information on important events.

We understand that the purpose of your order is to ensure that the RERWBS is informed of material steps or progress made on the establishment of the new pension plan for Stadacona, which is a condition precedent to the union retirees being eligible to receive the benefits provided for in the LOU of July 13, 2012.

We are therefore seeking to confirm that the order is only meant to require circulation of formal letters exchanged between the Purchaser and the Régie or other governmental agencies concerning the new Stadacona pension plan, and that your order is not meant to oblige the Purchaser to provide to the RERWBS (i) correspondence with government agencies or representatives which do not concern pension plans, (ii) correspondence which deals with the pension plans for the other two mills in Quebec (Papier Masson and F.F. Soucy), (iii) technical correspondence, emails or drafts between the Purchaser, the union, their actuaries or other advisors, and the Régie des rentes or other governmental agencies concerning the establishment of the new Stadacona pension plan, or (iv) correspondence that is either privileged or confidential.

In view of the foregoing, and the fact that you have indicated that you would issue written reasons, we would respectfully submit that the order be worded as follows:

ORDERS the Purchaser to provide to the RERWBS copies of all of the letters between the Purchaser and the Régie des rentes du Québec or other governmental agencies, relative to the establishment of the new pension plan at Stadacona, excluding technical correspondence, emails or drafts between the Purchaser, the union, their actuaries or other advisors, and the Régie des rentes or other governmental agencies concerning the establishment of the new Stadacona pension plan, and any privileged or confidential correspondence, which have been sent since September 13, 2012 as well as any such future letters within five business days thereof.

In French, the order would read as follows:

ORDONNE à l'Acheteur de fournir au RERWBS copie de toutes les lettres entre l'Acheteur et la Régie des rentes du Québec ou autres agences gouvernementales relatives à la mise en place du nouveau régime de retraite à Stadacona qui ont été transmises depuis le 13 septembre 2012, ainsi que toutes telles lettres futures dans les cinq jours ouvrables de leur transmission, à l'exception de la correspondance, des projets et des courriels de nature technique entre l'Acheteur, le syndicat, leurs actuaires et autres conseillers, et la Régie des rentes ou autres agences gouvernementales concernant la mise en place du nouveau régime de retraite de Stadacona, et de toute correspondance privilégiée ou confidentielle.

In the circumstances, it is respectfully submitted that this letter is sent under reserve of our client's right of appeal.

We remain at your disposal should you have any questions, and we remain,

Yours truly,

LAVERY, DE BILLY



Jean-Yves Simard

JYS/sl

c.c. BD White Birch Investment Inc.
Jean Fontaine - *Stikeman Elliott*
Sylvain Rigaud - *Norton Rose Canada*
L. Joseph Latham - *Goodmans LLP*
Josée Dumoulin - *Lavery, de Billy*
Richard Bertrand - *Trudel Nadeau*
Jocelyn Morency - *Boily Morency Roy*
Gerry Apostolatos - *Langlois Kronstrom*

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