

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c.C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF TERRACE BAY PULP INC.**



DISCHARGE CERTIFICATE

RECITALS

- A. Pursuant to the Order of this Honourable Court dated March 11, 2009 (the "Initial Order") Terrace Bay Pulp Inc. (the "Applicant") filed for and obtained protection from its creditors under the *Companies' Creditors Arrangement Act* R.S.C. 1985, c. C-36, as amended (the "CCAA").
- B. Pursuant to the Initial Order, Ernst & Young Inc. was appointed the Monitor of the Applicant (the "Monitor") in this proceeding under the CCAA (the "CCAA Proceeding") with the powers, duties and obligations set out in the Initial Order;
- C. The Applicant filed a Second Amended and Restated Plan of Compromise and Arrangement under the CCAA dated June 25, 2010 (as it may be amended, restated, or supplemented from time to time in accordance with the provisions thereof, the "Plan"), which Plan has been approved by the Affected Creditors in accordance with the CCAA and sanctioned by Order of the Court dated the 27th day of July, 2010 (the "Sanction Order") and has since become effective and been implemented; and
- D. Paragraph 23 of the Sanction Order provided for the delivery of a certificate (the "Discharge Certificate") by the Monitor upon the completion of its duties in relation to the claims process conducted pursuant to the amended Order of this Court made on December 18, 2009 (the "Claims Process Order") and all other matters for which it was responsible in connection with the Plan, in its capacity as escrow agent or pursuant to Orders made by this Court in the CCAA Proceeding (all of such duties, collectively, the "Discharge Items"); and
- E. Paragraphs 22, 23 and 24 of the Sanction Order provide, among other things, that effective upon the filing of the Discharge Certificate by the Monitor with this Court, the

Monitor shall be discharged of its duties and obligations as Monitor pursuant to the Plan and all Orders made in the CCAA Proceeding, including as escrow agent; and

- F. The Sanction Order further provides, among other things, that, effective upon the filing of the Discharge Certificate, all claims of any Person (as defined in the Sanction Order) against the Monitor and its present and former partners, directors, officers, employees, agents, affiliates, professional advisors, including counsel, and associates be stayed, extinguished and forever barred from enforcement, and that the Monitor shall be discharged of its duties and obligations pursuant to the Plan and all orders made in the CCAA Proceeding, and that the Monitor shall have no powers or duties pursuant to the Initial Order, all of which powers and duties shall be terminated, but that the protections of the Monitor as described in paragraphs 11, 12, 19, 22, 23, 24 and 25 of the Sanction Order, shall not terminate.

IN ACCORDANCE WITH THE FOREGOING THE MONITOR HEREBY CERTIFIES the following:

1. To the best of its knowledge the Discharge Items are now completed and pursuant to the Sanction Order the Monitor is entitled to file this Discharge Certificate.
2. The filing of this Discharge Certificate certifies that all obligations and duties of the Monitor in relation to the CCAA Proceeding have been fully completed and makes effective the discharge of the Monitor of and from all duties and obligations, whatsoever, in relation to the Plan, the CCAA Proceeding and all Orders made in the CCAA Proceeding, all in accordance with the provisions of the Sanction Order, including, without limitation, paragraphs 11, 12, 19, 22, 23, 24 and 25 of the Sanction Order.

DATED at Toronto, Ontario, this 23rd day of July, 2014.

ERNST & YOUNG INC., solely in its capacity as
Monitor of Applicant and not in its personal or
corporate capacity



By: _____

Name: Alex F. Morrison

Title: Senior Vice-President

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Court File No. CV-09-8062-00CL

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Proceeding commenced at Toronto

DISCHARGE CERTIFICATE

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