

**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.**

Applicant

PROOF OF D&O CLAIM

**THIS PROOF OF D&O CLAIM IS NOT TO BE USED FOR CLAIMS AGAINST
TERRACE BAY PULP INC. OR ANY CLAIM AGAINST A DIRECTOR OR OFFICER
THAT IS NOT A D&O CLAIM AS DEFINED IN THE ORDER DATED OCTOBER 29,
2012 (THE "D&O CLAIMS PROCEDURE ORDER") MADE IN THE ABOVE
PROCEEDING.**

A. PARTICULARS OF CLAIMANT:

1. Full Legal Name of Claimant: _____
2. Full Mailing Address of Claimant:

3. Telephone Number: _____
Facsimile Number: _____
Attention (Contact Person): _____
Email address: _____

B. PROOF OF D&O CLAIM

I, _____ [name of Claimant or
Representative of the Claimant], of _____
do hereby certify:

(a) that I [tick one]

☐ (In the case of an individual which is the Claimant) I am the Claimant in
respect of the claim set forth in (c) below; OR

☐ (In the case of a corporation which is the Claimant) I am

(state position or title)
of _____
(name of Claimant)

(b) that I have knowledge of all the circumstances connected with the D&O Claim
referred to below;

(c) that the Claimant asserts a D&O Claim against one or more of the Directors
and/or Officers of the Applicant.

in the amount of Cdn\$ _____ [insert \$ value of D&O Claim]

Name of Director(s) and/or Officer(s) in respect of whom a D&O Claim is being
filed: _____

**(If D&O Claims have been converted into Canadian dollars, the conversion rate used
should be the Bank of Canada noon spot rate of exchange on January 25, 2012. Particulars
of both the original currency denomination and the conversion rate used also should be
provided as part of this Proof of D&O Claim.)**

C. PARTICULARS OF D&O CLAIM:

The particulars of the Claimant's D&O Claim are attached.

**(Provide all particulars of the D&O Claim, including the name of each Director and/or
Officer against whom the Claimant is claiming and a description and relevant dates of the
transaction(s) or agreement(s) giving rise to the D&O Claim. All supporting
documentation must be attached.)**

D. FILING OF D&O CLAIM

This Proof of D&O Claim must be received by the Monitor **by no later than 5:00 p.m. (Toronto time) on December 10, 2012** by ordinary mail, courier, personal delivery or by e-mail or facsimile transmission to the following address:

By Mail:

Ernst & Young Inc., as Monitor of Terrace Bay Pulp Inc.
TD Centre, P.O. Box 251
222 Bay Street, 24th Floor
Toronto, Ontario
M5K 1J7

Attention: Naomi Lieberman

By Courier or Personal Delivery:

Ernst & Young Inc., as Monitor of Terrace Bay Pulp Inc.
222 Bay Street, 24th Floor
Toronto, Ontario
M5K 1J7

Attention: Naomi Lieberman

By Facsimile Transmission:

Ernst & Young Inc., as Monitor of Terrace Bay Pulp Inc.

Attention: Naomi Lieberman
Fax No.: (416) 943-3300
Telephone: (855) 248-2569

By Email Transmission

Email: terracebay@ca.ey.com

Failure to file your Proof of D&O Claim as directed by 5:00 p.m. on [December 10, 2012](#), (Toronto time) will result in your D&O Claim being barred and forever extinguished, released and discharged and you will be prohibited from making or enforcing such D&O Claim against the applicable Directors and/or Officers (in accordance with the provisions of the terms of the D&O Claims Procedure Order).

Dated at _____, this _____ day of _____, 2012.

[Insert Name of Claimant: _____]

Per: _____

Print Name

Signature: _____