

Court File No. CV-09-8247-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MR.) MONDAY , THE 1ST DAY
)
JUSTICE CAMPBELL) OF FEBRUARY, 2010

**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 GRANT FOREST PRODUCTS INC., GRANT ALBERTA INC.,
GRANT FOREST PRODUCTS SALES INC., GRANT U.S. HOLDINGS GP**

Applicants

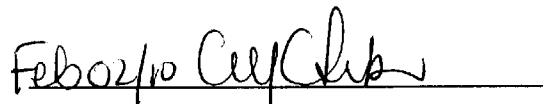
ORDER

THIS MOTION made by the Second Lien Lenders' Agent for an adjournment pending delivery to it and the Second Lien Lenders, who have signed a confidentiality agreement, of all of the confidential appendices to the Monitor's Sixth Report to Court dated January 15, 2010 and Appendix "B" to the affidavit of Peter Lynch sworn January 22, 2010, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion of the Applicants dated January 15, 2010, the affidavit of Hap Stephen sworn January 15, 2010, the Notice of Motion of the Applicants dated January 22, 2010, the affidavit of Peter Lynch sworn January 22, 2010, the factum of the Applicants, the Notice of Motion of The Toronto-Dominion Bank (the "**First Lien Lenders' Agent**") dated January 15, 2010, the affidavit of William O'Connor sworn January 15, 2010, the

affidavit of Ronald Kowpak sworn January 26, 2010, the factum of The Toronto-Dominion Bank, the Sixth Report of the Monitor dated January 15, 2010, the Supplement to the Sixth Report of the Monitor dated January 28, 2010, the Seventh Report of the Monitor dated January 27, 2010, the factum of The Bank of New York Mellon (the "**Second Lien Lenders' Agent**"), and on hearing submissions from counsel for the Monitor, counsel for the Second Lien Lenders' Agent and counsel for Georgia-Pacific LLC,

1. **THIS COURT ORDERS** that the Second Lien Lenders (which term shall include the Second Lien Lenders' Agent and each of their respective directors, officers, legal and financial advisors) who (a) signed or will sign a confidentiality and non-disclosure agreement with the Applicants; and (b) have not been involved, directly or indirectly, in the making of an offer or written expression of interest for any of the assets of the Applicants which are the object of the GP Transaction (the "**Grant/GP Assets**"), shall be entitled, as a term of the adjournment of the motions scheduled to be heard February 1, 2010, to access to the information filed confidentially with the Court in support of the motions.
2. **THIS COURT FURTHER ORDERS** that any person receiving such access shall not, directly or indirectly, (i) be a bidder or participate, assist or take an economic interest in a bid in respect of any of the Grant/GP Assets; or (ii) disclose any information so received to any other person without leave of the court first being obtained.



C. CHIBA

DEPUTY REGISTRAR, SUPERIOR COURT OF JUSTICE
GREFFIER ADJOINT, COUR SUPÉRIEURE DE JUSTICE

ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

FEB 03 2010

PER / PAR: JSN

Joanne Nicoara
Registrar, Superior Court of Justice

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

Court File No. CV-09-824700CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF GRANT FOREST PRODUCTS INC.,
GRANT ALBERTA INC., GRANT FOREST PRODUCTS SALES INC.
AND GRANT U.S. HOLDINGS GP

ONTARIO
SUPERIOR COURT OF JUSTICE
Proceeding commenced at Toronto

ORDER

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, Canada M5L 1B9

Sean Dunphy LSUC # 24941J
Tel: (416) 869-5662
Kathy Mah LSUC# 51077W
Tel: (416) 869-5652
Fax: (416) 947-0866

Solicitors for the Monitor, Ernst & Young Inc.