

**2:CANADIAN INSTRUCTION LETTER WITH RESPECT TO
CANADIAN PROOFS OF CLAIMS AGAINST THE CANADIAN PETITIONERS, PARTNERSHIPS
AND CROSS-BORDER PETITIONERS
(AS ATTACHED)**

A. Background

Canada

On April 17, 2009, Abitibi-Consolidated Inc. and the other Canadian Petitioners, Cross-Border Petitioners and Partnerships (see schedule attached for a listing of each) commenced court-supervised proceedings in the Superior Court of Quebec and obtained protection from their creditors under the *Companies' Creditors Arrangement Act* R.S.C. 1985, c. C-36, as amended (**the "CCAA"**). Ernst & Young Inc. was appointed as the Monitor in the court-supervised CCAA proceedings (**the "Monitor"**). Information regarding the Canadian Petitioners', Cross-Border Petitioners' and Partnerships' CCAA proceedings may be obtained from the Monitor's website at www.ey.com/ca/abitibibowater.

On August 26, 2009, the Honourable Mr. Justice Clément Gascon of the Superior Court of Quebec made an Order (**the "Claims Procedure Order"**) authorizing the Canadian Petitioners, Cross-Border Petitioners and Partnerships to conduct a claims process (**the "Canadian Claims Procedure"**). A copy of the Claims Procedure Order may be obtained from the Monitor's website at www.ey.com/ca/abitibibowater. All capitalized terms used in this Information Letter that are not otherwise defined have the same meaning given to them in the Claims Procedure Order.

Enclosed please find a package which includes the Canadian claims materials (the "Canadian Material"). The Canadian Material is printed on yellow paper and includes the following documents in both English and French:

- Notice to Creditors
- Guide to Completing the Proof of Claim Form
- Site List
- Proof of Claim Form

United States

On April 16, 2009, the U.S. Debtors (see schedule attached for a listing of each) and the Cross-Border Petitioners (together, **the "Chapter 11 Debtors"**) commenced proceedings in the United States Bankruptcy Court for the District of Delaware under chapter 11 of title 11 of the United States Bankruptcy Code (**the "U.S. Proceedings"**). Epiq Bankruptcy Solutions, LLC has been appointed as the claims agent (**the "Claims Agent"**) in the U.S. Proceedings. Information regarding the U.S. Proceedings may be obtained from the Claims Agent's website at <http://chapter11.epiqsystems.com/ABH>.

On September 3, 2009, the Chapter 11 Debtors obtained an Order (**the "U.S. Claims Procedure Order"**) approving procedures and establishing deadlines to file proofs of claim for all claims against the Chapter 11 Debtors that arose prior to April 16, 2009.

Enclosed please find a package which includes the U.S. claims materials (**the "U.S. Material"**). The U.S. Material is printed on blue paper and includes the following documents:

- **Notice of Entry of Bar Date Order Establishing Deadlines and Instructions for Filing Proofs of Claim Against the Debtors**
- **Proof of Claim Form**

B. Canadian Claims Procedure

The Canadian Claims Procedure is intended for any Person asserting (a) a claim of any kind or nature whatsoever against one or more of a Canadian Petitioner, Cross-Border Petitioner or Partnership arising prior to April 17, 2009 (a **“Claim”**); and/or (b) a subsequent claim arising as a result of the repudiation or termination by any Canadian Petitioner, Cross-Border Petitioner or Partnership of any contract, lease or other agreement between April 17, 2009 and August 31, 2009 (a **“Subsequent Claim”**).

For your information, the Canadian Petitioners, Cross-Border Petitioners or Partnerships have not yet proposed any plan of arrangement or compromise in the CCAA proceedings. This Information Letter serves to provide you with the details necessary for you to prove your Claim or Subsequent Claim against a Canadian Petitioner, Cross-Border Petitioner or Partnership by completing a Proof of Claim form in the CCAA proceedings and filing it with the Monitor in the Canadian Claims Procedure.

If you have any questions regarding the Canadian Claims Procedure, please contact the Monitor at the address provided below:

Ernst & Young Inc., Monitor of Abitibi-Consolidated Inc.,
Bowater Canadian Forest Products Inc., et al.
800 Rene-Levesque Blvd. West
Suite 1900
Montreal, QC H3B 1X9

Telephone: 1-866-246-7889
Fax: 514-879-3992
Email: abitibibowater@ca.ey.com

Attention: Ms. Donna Comerford

If you are unsure which Canadian Petitioner or Cross-Border Petitioner you may have a Claim or Subsequent Claim against, a list of sites operated by the Canadian Petitioners and Cross-Border Petitioners is attached to the Guide to Completing the Proof of Claim Form for your reference. This list sets out which mill is operated by which Canadian Petitioner or Cross-Border Petitioner. Please consult this list when completing your Proof of Claim in the CCAA proceedings.

PROOF(S) OF CLAIM IN THE CCAA PROCEEDINGS FOR CLAIMS AND SUBSEQUENT CLAIMS MUST BE RECEIVED BY THE MONITOR BY NO LATER THAN 4:00 P.M. (EASTERN STANDARD TIME) ON FRIDAY NOVEMBER 13, 2009.

You may submit your Proof(s) of Claim for the CCAA proceedings to the Monitor by way of electronic mail, facsimile, courier, or registered mail to the Monitor's address listed above.

IF YOU FAIL TO FILE YOUR PROOF(S) OF CLAIM IN ACCORDANCE WITH THE CLAIMS PROCEDURE ORDER, THEN YOUR CLAIM OR SUBSEQUENT CLAIM WILL BE EXTINGUISHED AND YOU WILL BE FOREVER BARRED FROM ASSERTING YOUR CLAIM OR SUBSEQUENT CLAIM AGAINST THE CANADIAN PETITIONERS OR CROSS-BORDER PETITIONERS.

Furthermore, you will not be entitled to participate as a creditor in these CCAA proceedings, receive any further notice of these CCAA proceedings or participate in any plan of arrangement or compromise proposed by a Canadian Petitioner, Cross-Border Petitioner or Partnership, including receiving any distribution under any such plan.

C. Excluded Claims

Certain Claims or Subsequent Claims are excluded from this Canadian Claims Procedure and will be dealt with in a subsequent process. The Excluded Claims are as defined in the Claims Procedure Order and include, but are not limited to:

1. any Claim or Subsequent Claim held by the Term Loan Lenders, the U.S. Credit Lenders and the Canadian Credit Lenders;
2. any individual Claim or Subsequent Claim for principal, interest, fees and charges of the holders of any Canadian Unsecured Notes and any Canadian Secured Notes. Please note that the indenture trustee(s) for the Canadian Unsecured Notes and Canadian Secured Notes will be required to file a Canadian Proof of Claim on your behalf in this process;
3. employees of a Canadian Petitioner, Cross-Border Petitioner or Partnership as at April 16, 2009 are not required to submit a Canadian Proof of Claim at this time. Any potential claims from these employees will be called for in a future claims process. **Former employees whose employment was terminated prior to April 16, 2009 are required to submit a Proof of Claim in the CCAA proceedings to the Monitor at this time;** and
4. any Claim or Subsequent Claim asserted by any person, including pension plan administrators or pension authorities, in respect of registered pension plans for an employee of a Canadian Petitioner, Cross-Border Petitioner or Partnership.

If your Claim or Subsequent Claim against a Canadian Petitioner, Cross-Border Petitioner or Partnership falls within one of the above Excluded Claims, then you do not need to submit a Proof of Claim in the CCAA proceedings to the Monitor at this time. A process to call for such claims will be commenced at a later date.

IF YOU HAVE ANY QUESTIONS REGARDING THE CANADIAN CLAIMS PROCEDURE, PLEASE CALL THE MONITOR AT 1-866-246-7889. FRENCH AND ENGLISH SPEAKING REPRESENTATIVES ARE AVAILABLE TO ASSIST YOU.

D. U.S. Claims Procedure

The U.S. Claims Procedure is intended for any person asserting a Claim of any kind or nature whatsoever against one or more of the Chapter 11 Debtors arising prior to April 16, 2009. If you have a Claim or Subsequent Claim against a Cross-Border Petitioner, you should complete a **yellow** Canadian Proof of Claim and submit it to the Monitor in accordance with the procedures set out above.

IF YOU BELIEVE YOU HAVE A CLAIM AGAINST ONE OF THE U.S. DEBTORS YOU SHOULD COMPLETE THE BLUE PROOF OF CLAIM FORM ENCLOSED AND SUBMIT IT TO THE CLAIMS AGENT AT THE ADDRESS BELOW.

If you have any questions or would like more information regarding the U.S. Claims Procedure, please contact the Claims Agent at the address listed below, or visit the Claims Agent's website at <http://chapter11.epiqsystems.com/ABH>.

AbitibiBowater Inc. Claims Processing Centre
Epiq Bankruptcy Solutions, LLC
757 Third Avenue, 3rd Floor
New York, NY 10017
Telephone: 1-888-266-9280

E. Cross-Border Petitioners

Please note that the following Petitioners are both Canadian Petitioners in the CCAA proceedings and U.S. Debtors in the U.S. Proceedings:

Bowater Canadian Holdings Inc.
Bowater Canada Finance Corporation
Bowater Canadian Limited
AbitibiBowater Canada Inc.
Bowater Canadian Forest Products Inc.
Bowater LaHave Corporation
Bowater Maritimes Inc.

IF YOU BELIEVE YOU HAVE A CLAIM AGAINST ONE OF THE CROSS-BORDER PETITIONERS YOU SHOULD COMPLETE THE YELLOW PROOF OF CLAIM FORM ENCLOSED AND SUBMIT IT TO THE MONITOR AT THE ADDRESS NOTED ABOVE.

If you have a claim against a Cross-Border Petitioner, then the U.S. Claims Package enclosed may include a customized proof of claim form that specifies: (a) the identity of the Cross-Border Petitioner against which your claim is scheduled; (b) the amount of the scheduled claim, if any; (c) whether the claim is listed in the U.S. Proceedings as disputed, contingent, or unliquidated; and (d) whether the claim is listed in the U.S. Proceedings as a secured, unsecured priority, or unsecured non-priority claim. Pursuant to the U.S. Claims Procedure, and only for purposes of the U.S. Proceedings, if your scheduled claim is not listed as contingent or disputed and you agree with the amount listed for your claim, then only for purposes of the U.S. Proceedings, you do not need to file a U.S. Proof of Claim and your Claim will be deemed allowed in the U.S. Proceedings in the

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scheduled amount. **HOWEVER, PLEASE BE ADVISED THIS IS NOT THE CASE FOR THE CANADIAN CCAA PROCEEDINGS.** Accordingly, if you have a Claim or Subsequent Claim against a Cross-Border Petitioner you should complete a yellow Proof of Claim form and submit it to the Monitor in accordance with the procedures set out in this letter.

IF YOU FAIL TO FILE YOUR PROOF(S) OF CLAIM IN ACCORDANCE WITH THE CLAIMS PROCEDURE, THEN YOUR CLAIM OR SUBSEQUENT CLAIM WILL BE EXTINGUISHED AND YOU WILL BE FOREVER BARRED FROM ASSERTING YOUR CLAIM OR SUBSEQUENT CLAIM AGAINST THE CROSS-BORDER PETITIONERS.

F. General Information

For greater clarity:

- A. If your Claim is against one or more Canadian Petitioners, Cross-Border Petitioners or Partnerships you should complete a yellow Proof of Claim form and follow the instructions in the Canadian Material for each Claim.
- B. If your Claim is against one or more U.S. Debtors you should complete a blue Proof of Claim form for each Claim and adhere to the instructions included in the U.S. Material.
- C. If your Claim is against one or more Partnerships you should complete a yellow Proof of Claim form and follow the instructions in the Canadian Material for each Claim.

Each completed Proof of Claim form in the CCAA proceedings or Proof of Claim form in the U.S. Proceedings should relate to a claim against only one Canadian Petitioner, Cross-Border Petitioner, Partnership or U.S. Debtor. If you have a claim against more than one Canadian Petitioner, Cross-Border Petitioner, Partnership or U.S. Debtor, additional Proof of Claim forms can be obtained by following the instructions below:

- Proof of Claim forms in the CCAA proceedings may be found on the Monitor's website at www.ey.com/ca/abitibowater or obtained by contacting the Monitor at the address indicated above and providing particulars as to your name, address, facsimile number and e-mail address. Once the Monitor has this information, it will provide you with additional Proof of Claim forms in the CCAA proceedings as soon as possible.
- Proof of Claim forms in the U.S. Proceedings may be found on the Claims Agent's website at <http://chapter11.epiqsystems.com/ABH> or obtained from the Claims Agent at the address indicated above.

IF YOU HAVE ANY QUESTIONS REGARDING THE CANADIAN CLAIMS PROCEDURE, PLEASE CALL THE MONITOR AT 1-866-246-7889. FRENCH AND ENGLISH SPEAKING REPRESENTATIVES ARE AVAILABLE TO ASSIST YOU.

CANADIAN PETITIONERS, CROSS-BORDER PETITIONERS, PARTNERSHIPS AND U.S. DEBTORS

Canadian Petitioners

Abitibi-Consolidated Inc.
Abitibi-Consolidated Company of Canada
3224112 Nova Scotia Limited
Marketing Donohue Inc.
Abitibi-Consolidated Canadian Office Products Holding Inc.
3834328 Canada Inc.
6169678 Canada Inc.
4042140 Canada Inc.
Donohue Recycling Inc.
1508756 Ontario Inc.
3217925 Nova Scotia Company
La Tuque Forest Products Inc.
Abitibi-Consolidated Nova Scotia Incorporated
Saguenay Forest Products Inc.
Terra Nova Explorations Ltd.
The Jonquiere Pulp Company
The International Bridge and Terminal Company
Scramble Mining Ltd.
9150-3383 Quebec Inc.
3231378 Nova Scotia Company
Bowater Canada Treasury Corporation
Bowater Shelburne Corporation
St-Maurice River Drive Company Limited
Bowater Treated Wood Inc.
Canoxel Hardboard Inc.
9068-9050 Quebec Inc.
Alliance Forest Products Inc. (2001)
Bowater Belledune Sawmill Inc.
Bowater Mitis Inc.
Bowater Guerette Inc.
Bowater Couturier Inc.
Bowater Canadian Holdings Incorporated
Bowater Canada Finance Corporation
Bowater Canadian Limited
AbitibiBowater Canada Inc.
Bowater Canadian Forest Products Inc.
Bowater LaHave Corporation
Bowater Maritimes Inc.

Cross Border Petitioners

Bowater Canadian Holdings Incorporated
Bowater Canada Finance Corporation
Bowater Canadian Limited
AbitibiBowater Canada Inc.
Bowater Canadian Forest Products Inc.
Bowater LaHave Corporation
Bowater Maritimes Inc.

Partnerships

Bowater Canada Finance Limited Partnership
Bowater Pulp and Paper Canada Holdings Limited Partnership
Abitibi-Consolidated Finance LP

U.S. Debtors

AbitibiBowater Inc.
AbitibiBowater US Holding LLC
Donohue Corp.
Abitibi Consolidated Sales Corporation
Alabama River Newsprint Company
Abitibi-Consolidated Corporation
Augusta Woodlands, LLC
Tenex Data Inc.
Abitibi-Consolidated Finance LP
Bowater Newsprint South LLC
Bowater Newsprint South Operations LLC
Bowater Finance II, LLC
Bowater Alabama LLC
Coosa Pines Golf Club, LLC
Bowater Incorporated
Catawba Property Holdings LLC
Bowater Finance Company Inc.
Bowater South American Holdings, Inc.
Bowater America Inc.
Lake Superior Forest Products Inc.
Bowater Nuway Inc.
Bowater Nuway Mid-States Inc.
Bowater Ventures Inc.
AbitibiBowater US Holding 1 Corp

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AT 1-866-246-7889. FRENCH AND ENGLISH SPEAKING REPRESENTATIVES ARE AVAILABLE TO ASSIST YOU.