

SUPERIOR COURT

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL

No: 500-11-036133-094

DATE: May 14, 2009

PRESENT: THE HONOURABLE MR. JUSTICE CLÉMENT GASCON, J.S.C.

IN THE MATTER OF THE PLAN OF COMPROMISE OR ARRANGEMENT OF:

ABITIBIBOWATER INC.

And

ABITIBI-CONSOLIDATED INC.

And

BOWATER CANADIAN HOLDINGS INC.

And

The other Petitioners listed on Schedules "A", "B" and "C"

Petitioners

And

ERNST & YOUNG INC.

Monitor

FIRST STAY PERIOD EXTENSION ORDER

[1] **CONSIDERING** Petitioners' Motion for an Order Extending the Stay Period dated May 12, 2009 and the representations of the parties;

[2] **CONSIDERING** that, notwithstanding its rather long period of time, the extension sought is justified under the circumstances in view of the following:

- a) Petitioners' Counsel, with the support of the Monitor, represents that this period will allow them to progress efficiently, such that by September 4, 2009, Petitioners will likely be in a position to provide a concrete road map towards the development and presentation of their restructuring plans;
- b) The Second Amended Initial Order already provides for regular and detailed financial reporting of the Petitioners and/or the Monitor for the benefit of numerous stakeholders;
- c) In addition to that, between now and September 4, 2009, the Monitor also agrees to provide the Court with additional reports on Petitioners' cash flows within seven days of the end of each four-week period following the date of this Order, with copy thereof to the Service List of Petitioners as well;
- d) During this extension period, Petitioners are expected to still be back in front of the Court to deal with other pending issues that will no doubt arise;
- e) A strong majority of the stakeholders involved and present in Court support the unusually long extension period sought because of these explanations and in view of this regular reporting;

[3] **CONSIDERING** the uncontested request to add a new paragraph [10.1] to the Second Amended Initial Order;

FOR THESE REASONS, THE COURT:

[1] **GRANTS** the Motion;

[2] **DECLARES** that the notices given of the presentation of the Motion are proper and sufficient;

[3] **EXTENDS** the Stay Period (as defined in the Initial Order granted by this Court on April 17, 2009, as amended) until September 4, 2009, the whole subject to all the other terms of the Initial Order, as amended;

[4] **GIVES ACT** to the Monitor of its undertaking to submit, between the date of this Order and September 4, 2009, within seven (7) business days of the end of each four-week period following the date of this Order, reports to the Court on the difference between the cash flows attached to the Fifth Report of the Monitor dated May 13, 2009 and the actual cash flows, with revised cash flows and comments on the variation between the pro-forma and actual figures and its opinion on the reasonableness of the revised cash flows;

[5] **FURTHER AMENDS** the Second Amended Initial Order to include the following paragraph:

[10.1] ORDERS that the aforementioned stay cannot be interpreted as to restrict or prevent Her Majesty the Queen, or her agents, from exercising powers, rights or duties in relation to matters involving public health, safety, security, public order or the environment against the Petitioners, the Partnerships, the Property, the Directors or others, providing that any financial or monetary fines or orders shall be stayed;

[6] **ORDERS** the provisional execution of this Order notwithstanding any appeal and without the necessity of furnishing any security.

[7] **WITHOUT COSTS.**


CLÉMENT GASCON, J.S.C. J.S.C.

Me Sean F. Dunphy, Me Guy P. Martel and Me Joseph Reynaud
Stikeman, Elliott
Attorneys for Petitioners

Date of hearing May 14, 2009

SCHEDULE "A"
ABITIBI PETITIONERS

1. ABITIBI-CONSOLIDATED INC.
2. ABITIBI-CONSOLIDATED COMPANY OF CANADA
3. 3224112 NOVA SCOTIA LIMITED
4. MARKETING DONOHUE INC.
5. ABITIBI-CONSOLIDATED CANADIAN OFFICE PRODUCTS HOLDINGS INC.
6. 3834328 CANADA INC.
7. 6169678 CANADA INC.
8. 4042140 CANADA INC.
9. DONOHUE RECYCLING INC.
10. 1508756 ONTARIO INC.
11. 3217925 NOVA SCOTIA COMPANY
12. LA TUQUE FOREST PRODUCTS INC.
13. ABITIBI-CONSOLIDATED NOVA SCOTIA INCORPORATED
14. SAGUENAY FOREST PRODUCTS INC.
15. TERRA NOVA EXPLORATIONS LTD.
16. THE JONQUIERE PULP COMPANY
17. THE INTERNATIONAL BRIDGE AND TERMINAL COMPANY,
18. SCRAMBLE MINING LTD.
19. 9150-3383 QUÉBEC INC.

SCHEDULE "B"
BOWATER PETITIONERS

1. BOWATER CANADIAN HOLDINGS INC.
2. BOWATER CANADA FINANCE CORPORATION
3. BOWATER CANADIAN LIMITED
4. 3231378 NOVA SCOTIA COMPANY
5. ABITIBIBOWATER CANADA INC.
6. BOWATER CANADA TREASURY CORPORATION
7. BOWATER CANADIAN FOREST PRODUCTS INC.
8. BOWATER SHELBURNE CORPORATION
9. BOWATER LAHAVE CORPORATION
10. ST-MAURICE RIVER DRIVE COMPANY LIMITED
11. BOWATER TREATED WOOD INC.
12. CANEXEL HARDBOARD INC.
13. 9068-9050 QUÉBEC INC.
14. ALLIANCE FOREST PRODUCTS (2001) INC.
15. BOWATER BELLEDUNE SAWMILL INC.
16. BOWATER MARITIMES INC.
17. BOWATER MITIS INC.
18. BOWATER GUÉRETTE INC.
19. BOWATER COUTURIER INC.

SCHEDULE "C"

18.6 CCAA PETITIONERS

1. ABITIBIBOWATER INC.
2. ABITIBIBOWATER US HOLDING 1 CORP.
3. BOWATER VENTURES INC.
4. BOWATER INCORPORATED
5. BOWATER NUWAY INC.
6. BOWATER NUWAY MID-STATES INC.
7. CATAWBA PROPERTY HOLDINGS LLC
8. BOWATER FINANCE COMPANY INC.
9. BOWATER SOUTH AMERICAN HOLDINGS INCORPORATED
10. BOWATER AMERICA INC.
11. LAKE SUPERIOR FOREST PRODUCTS INC.
12. BOWATER NEWSPRINT SOUTH LLC
13. BOWATER NEWSPRINT SOUTH OPERATIONS LLC
14. BOWATER FINANCE II, LLC
15. BOWATER ALABAMA LLC
16. COOSA PINES GOLF CLUB HOLDINGS LLC

SCHEDULE "D"
PARTNERSHIPS

1. BOWATER CANADA FINANCE LIMITED PARTNERSHIP
2. BOWATER PULP AND PAPER CANADA HOLDINGS LIMITED PARTNERSHIP
3. ABITIBI-CONSOLIDATED FINANCE LP