

SUPERIOR COURT

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL

No.: 500-11-036133-094

DATE: FEBRUARY 26, 2010

PRESIDED BY: THE HONOURABLE CLÉMENT GASCON, J.S.C.

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT
REGARDING:

ABITIBIBOWATER INC.

and

ABITIBI-CONSOLIDATED INC.

and

BOWATER CANADIAN HOLDINGS INC.

and

THE OTHER PETITIONERS REFERRED TO IN SCHEDULES "A", "B", "C"

Petitioners

vs.

ERNST & YOUNG INC.

Monitor

**RECTIFIED JUDGEMENT
ON A MOTION FOR PERMISSION TO SELL
CERTAIN ASSETS OF THE DEBTORS (BELGO) (#339)**

[1] **CONSIDERING** the *Motion for Permission to Sell Certain Assets* (the "**Motion**") dated November 18, 2009 respecting the Belgo pulp and paper mill;

[2] **CONSIDERING** the judgement of the Court handed down on November 24, 2009 which allowed the Motion;

[3] **CONSIDERING** the subsequent Motion for a Declaratory Judgement of the Petitioners dated February 25, 2010 relating to the position adopted by the Registrar in charge of the land registry for the registration division of Shawinigan relating to conclusion 8 of the said judgement;

[4] **CONSIDERING** that, in the opinion of the Court, the Refusal of the Assistant Registrar (Exhibit R-3) is unfounded and shows a misunderstanding of the Court order which is unconditional on its face;

[5] **CONSIDERING** that although the Court finds it regrettable that the Petitioners have to incur costs as a result of this situation, the solution does not lie in granting the conclusions sought in the Motion for a Declaratory Judgement, but rather in the addition of a mere reference as a schedule attached to the document already submitted to the Registrar clearly described in such conclusion 8, in order to avoid any needless additional delay for the parties in question;

[6] **CONSIDERING** that, under the circumstances, the Court may render a rectified judgement only respecting the said conclusion 8 in order to resolve the problem raised by the refusal of the Registrar to act on the order of the Court;

WHEREFORE, THE COURT:

[1] **ALLOWS** the Motion;

[2] **RECTIFIES** conclusion 8 of the judgement handed down on November 24, 2009 so that it henceforth reads as follows:

8 **ORDERS** the Registrar in charge of the land registry for the registration division of Shawinigan to strike the registration of the hypothecs published in the land registry for the registration division of Shawinigan under numbers 16 147 975 and 16 147 977, but only with respect to the Immoveable described in Schedule "D" of this judgement (the "**Immoveable**"), upon presentation of a certified true copy of this judgement and the written confirmation of Ernst & Young Inc., in its capacity as Monitor, that the documents evidencing the Transaction have been signed, that the purchase price has been paid and that the whole effects the striking of the said charges, a copy of which is attached to this judgement as Schedule "E";

[3] **WITHOUT COSTS.**

(signed) _____
CLÉMENT GASCON, J.S.C.

Mtre. Joseph Reynaud
STIKEMAN, ELLIOTT
Attorneys for the Debtors

Hearing date: February 26, 2010

UNOFFICIAL TRANSLATION

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.
20. ABITIBI-CONSOLIDATED (U.K.) INC.

UNOFFICIAL TRANSLATION

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

UNOFFICIAL TRANSLATION

SCHEDULE "D"**DESCRIPTION OF THE IMMOVABLE****DESIGNATION**

« Un immeuble situé en la ville de Shawinigan, province de Québec, connu et désigné comme étant constitués des lots numéros TROIS MILLIONS CINQ CENT SOIXANTE-TROIS MILLE QUATRE CENT SOIXANTE-SEPT (3 563 467); TROIS MILLIONS CINQ CENT SOIXANTE-TROIS MILLE SIX CENT QUARANTE-QUATRE (3 563 644); TROIS MILLIONS SEPT CENT DIX-NEUF MILLE HUIT CENT SOIXANTE-QUATORZE (3 719 874); TROIS MILLIONS SEPT CENT DIX-NEUF MILLE HUIT CENT QUATRE-VINGT-QUATRE (3 719 884); TROIS MILLIONS SEPT CENT DIX-NEUF MILLE HUIT CENT QUATRE-VINGT-CINQ (3 719 885); TROIS MILLIONS SEPT CENT DIX-NEUF MILLE HUIT CENT QUATRE-VINGT-SIX (3 719 886); TROIS MILLIONS SEPT CENT DIX-NEUF MILLE HUIT CENT QUATRE-VING-NEUF (3 719 889); TROIS MILLIONS SEPT CENT QUATRE-VING-CINQ MILLE TROIS CENT SOIXANTE-ET-UN (3 785 361); TROIS MILLIONS SEPT CENT QUATRE-VING-CINQ MILLE TROIS CENT SOIXANTE-DEUX (3 785 362) étant tous du Cadastre du Québec, circonscription foncière de Shawinigan.

Avec les bâtisses dessus construites, circonstances et dépendances, portant notamment le numéro civique 1602, avenue Cascades, Shawinigan, province de Québec, G9N 8S1. »