



No. S120712
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

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

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,
R.S.C. 1985, c. C-44

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57

AND

IN THE MATTER OF CATALYST PAPER CORPORATION
AND THE PETITIONERS LISTED IN SCHEDULE "A"

PETITIONERS

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE)
MR. JUSTICE SEWELL) 7/February/2012
)

ON THE APPLICATION of the Petitioners coming on for hearing at Vancouver, British Columbia, on the 7th day of February, 2012; AND ON HEARING, Bill Kaplan, Q.C., Peter Rubin and Anthony Purgas, counsel for the Petitioners, John Grieve and Kibben Jackson, counsel for the Monitor PricewaterhouseCoopers Inc., and those other counsel listed in **Schedule "B"** hereto; AND UPON READING the material filed;

THIS COURT ORDERS THAT:

1. The Amended and Restated Initial Order of February 3, 2012 be amended by adding the following:

12 (f) The Petitioner Parties are authorized and directed to pay the following amounts on the following dates:

(i) On or before March 18, 2012 the amount of \$26,565.00 to CIBC Mellon Trust as Trustee of Pension Plan #P085994-1 ("Plan A") and the amount of \$523,435.00 to the CIBC Mellon Trust as Trustee of Pension Plan #P085400-1 ("Salaried Plan"); and

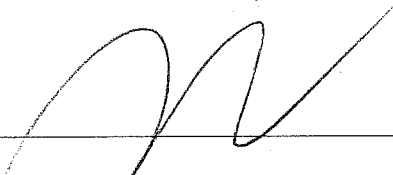
(ii) On or before April 15, 2012 the amount of \$26,565.00 to CIBC Mellon Trust as Trustee of Plan A and the amount of \$523,435.00 to CIBC Mellon Trust as Trustee of the Salaried Plan.

84 (a) The Catalyst TimberWest Retired Salaried Employees Association is, until further Order of this Court, entitled to make representations to the Court as, and be, the authorized representative of the pension beneficiaries of the Company's Salaried Plan.

(b) Counsel to the Catalyst TimberWest Retired Salaried Employees Association will be considered a "Assistant" pursuant to paragraph 8 (c) of the Amended and Restated Initial Order.

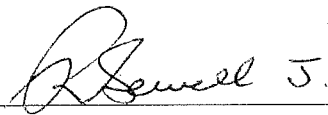
2. Endorsement of this Order by counsel appearing on this application is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:



Signature of
 party lawyer for the Petitioner Parties
Bill Kaplan, Q.C. / Peter Rubin

BY THE COURT.



Registrar

Schedule "A"

LIST OF ADDITIONAL PETITIONERS

Catalyst Pulp Operations Limited
Catalyst Pulp Sales Inc.
Pacifica Poplars Ltd.
Catalyst Pulp and Paper Sales Inc.
Elk Falls Pulp and Paper Limited
Catalyst Paper Energy Holdings Inc.
0606890 B.C. Ltd.
Catalyst Paper Recycling Inc.
Catalyst Paper (Snowflake) Inc.
Catalyst Paper Holdings Inc.
Pacifica Papers U.S. Inc.
Pacifica Poplars Inc.
Pacifica Papers Sales Inc.
Catalyst Paper (USA) Inc.
The Apache Railway Company