

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:	:	Chapter 15
	:	
CATALYST PAPER CORP., <u>et al.</u> ,	:	Case No. 12-10221 (PJW)
	:	
Debtors. <sup>1</sup>	:	Jointly Administered
	:	
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**NOTICE OF ENTRY BY CANADIAN COURT OF AMENDMENT TO POPLAR LANDS  
SALE ORDER**

Catalyst Paper Corporation (“CPC”) in its capacity as foreign representative for the above-captioned debtors (the “Debtors”), by and through its counsel of record, hereby submits this notice of entry of an amended order (the “Poplar Lands Amended Order”) by the Supreme Court of British Columbia (the “Canadian Court”) approving the sale of certain of the Debtors’ property located in Washington state, in the Debtors’ proceeding under Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, *Canada Business Corporations Act*, R.S.C. 1985, c. C-44, and *Business Corporations Act*, S.B.C. 2002, c.57, before the Canadian Court (the “CCAA Proceeding”).

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<sup>1</sup> These jointly administered cases are those of the following Debtors: 0606890 B.C. Ltd., Catalyst Paper Corporation, Catalyst Paper Energy Holdings Inc., Catalyst Paper General Partnership, Catalyst Pulp and Paper Sales Inc., Catalyst Pulp Operations Ltd., Catalyst Pulp Sales Inc., Elk Falls Pulp and Paper Ltd., and Pacifica Poplars Ltd. (collectively, the “Canadian Debtors”) in addition to Catalyst Paper Holdings Inc., Pacifica Papers U.S. Inc., Pacifica Poplars Inc., Pacifica Papers Sales Inc., Catalyst Paper (USA) Inc., Catalyst Paper (Recycling) Inc., Catalyst Paper (Snowflake) Inc., and The Apache Railway Company (collectively, the “U.S. Debtors”).



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**PLEASE TAKE NOTICE**, that on March 5, 2012, this Court entered its *Order Granting Final Relief for Recognition of a Foreign Main Proceeding Pursuant to 11 U.S.C. §§ 105(a), 1517, 1519, 1520 and 1521* [Docket No. 89] (the “Recognition Order”), recognizing the CCAA Proceeding as a foreign main proceeding and authorizing CPC to provide notice of orders entered by the Canadian Court to parties in interest consistent with the terms of the Recognition Order. See Recognition Order ¶¶ 2, 9.

**PLEASE TAKE FURTHER NOTICE**, that on May 7, 2012, the Canadian Court issued its Poplar Lands Amended Order in connection with the CCAA Proceeding. A true and correct copy of the Poplar Lands Amended Order is attached hereto as Exhibit A. In its Poplar Lands Amended Order, the Canadian Court amended certain language in its earlier order approving the proposed sale of certain lands owned by Debtor Pacifica Poplars Inc. located in Washington state. See Poplar Lands Amended Order, ¶ 1. The earlier order of the Canadian Court originally approving the proposed sale of those certain lands was filed in this Court on April 13, 2012 [Docket No. 109].

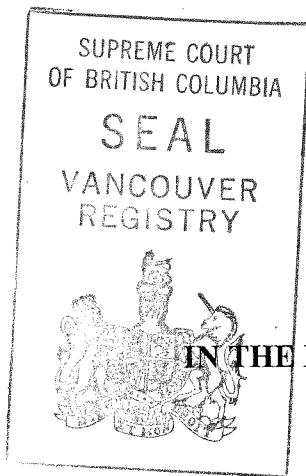
Dated: Los Angeles, California  
May 9, 2012

/s/ Van C. Durrer, II  
Van C. Durrer, II (I.D. No. 3827)  
SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP  
300 South Grand Avenue  
Los Angeles, California 90071  
(213) 687-5000

Counsel for Catalyst Paper Corporation

**EXHIBIT A**

**Poplar Lands Amended Order**



SUPREME COURT  
OF BRITISH COLUMBIA  
VANCOUVER REGISTRY

MAY 07 2012  
ENTERED

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

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)  
)

May 7, 2012

ON THE APPLICATION of the Petitioners coming on for hearing at Vancouver, British Columbia, on the 7<sup>th</sup> day of May 2012; AND ON HEARING, Peter L. Rubin and Anthony Purgas, counsel for the Petitioners, John Grieve, counsel for the Monitor PricewaterhouseCoopers Inc., and those other counsel listed in **Schedule "B"** hereto; AND UPON READING the material filed;

THIS COURT ORDERS AND DECLARES THAT:

**AMENDMENT OF POPLAR FARMS CONTRACT**

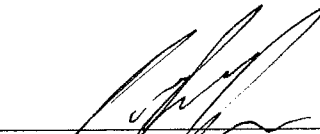
1. Paragraph 1 of the Order of the Court dated April 4, 2012 in respect of the Approval of Sale (Poplar Farm Lands) shall be deleted in its entirety and replaced with the following:

The sale transaction (the "**Transaction**") contemplated by an agreement of purchase and sale (the "**Sale Agreement**") between Pacifica Poplars Inc. (the "**Company**") and U.S. Golden Eagle Farms LP (the "**Purchaser**"), dated March 9, 2012 and attached as Exhibit "A" to the Affidavit #3 of Robert Lindstrom, made March 28, 2012, and as amended by way of Addendum dated April 25, 2012 and attached as Exhibit "A" to the Affidavit #4 of Robert Lindstrom made May 2, 2012, is hereby approved.

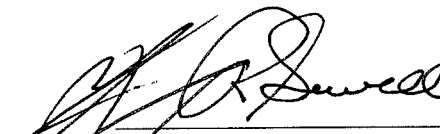
**APPROVAL**

2. Endorsement of this Order by counsel appearing on this application, other than counsel for the Petitioners, 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  
Peter Rubin / Anthony Purgas

BY THE COURT.

  
\_\_\_\_\_  
Registrar

Certified a true copy according to  
the records of the Supreme Court  
at Vancouver, B.C.

This 7<sup>th</sup> day of May 2012  
Drina A. Read  
Authorized Signing Officer  
Drina A. Read

**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

**Schedule "B"**

<b>Name of Party</b>	<b>Counsel Name</b>
Powell River Energy Inc., TimberWest Forest Corp.	Mary Buttery
A Representative Group of 2014 Unsecured Noteholders and certain 2016 Noteholders	Tim Louman-Gardiner John Uhren (by telephone)
Wilmington Trust, National Association	William Skelly
Ad Hoc Committee of 2014 Noteholders	Chris Simard
CEP Unions – Locals 1, 76 (Powell River), 592, 686 (Port Alberni), 1132 (Crofton), 630, 1123 (Campbell River)	Dan Rogers
Board of Directors of Catalyst	Ben Heller
Western Forest Products, International Forest Products and Seaspam Marine Corporation	E. Jane Milton, Q.C.
JPMorgan Chase Bank, N.A.	Peter Reardon
United Steelworkers International and USW Local 2688	Stefanie Quelch
A Representative Group of 2016 Noteholders	John Sandrelli Chris Ramsay
Superintendent of Pensions	Sandra Wilkinson
PPWC Local 2	Jodie Ganthier
Catalyst TimberWest Retired Salaried Employees Association	Brent Johnston
Catalyst Salaried Employees & Pensioners Group	James Harnum (by telephone)
Wells Fargo Bank NA	Vasuda Sinha (by telephone)
Canexus Corporation	Kathryn Esaw (by telephone)

**File a Notice:**12-10221-PJW Catalyst Paper Corporation

Type: bk

Chapter: 15 v

Office: 1 (Delaware)

Assets: y

Judge: PJW

Case Flag: CLAIMS, MEGA,  
LEAD**U.S. Bankruptcy Court****District of Delaware**

## Notice of Electronic Filing

The following transaction was received from Van C. Durrer entered on 5/9/2012 at 7:56 PM EDT and filed on 5/9/2012

**Case Name:** Catalyst Paper Corporation**Case Number:** 12-10221-PJW**Document Number:** 139**Docket Text:**

Notice of Service *Notice of Entry by Canadian Court of Amendment to Poplar Lands Sale Order* Filed by Catalyst Paper Corporation (Attachments: # (1) Exhibit A) (Durrer, Van)

The following document(s) are associated with this transaction:

**Document description:**Main Document**Original filename:**H:\temp\convert\Notice of Entry - Poplar Amended.pdf**Electronic document Stamp:**

[STAMP bkecfStamp\_ID=983460418 [Date=5/9/2012] [FileNumber=10775993-0]  
[119e5edd31c863725f033a703b6cc99efa45689bafd891fcf178182ef835b2f05a6c  
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**Document description:**Exhibit A**Original filename:**Notice of Entry - Poplar Amended Ex A.pdf**Electronic document Stamp:**

[STAMP bkecfStamp\_ID=983460418 [Date=5/9/2012] [FileNumber=10775993-1]  
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cfcb0de141a9970c053cbfc1cc18f7a06122988cad6f962d2cbec33a6242]]

**12-10221-PJW Notice will be electronically mailed to:**

Timothy P. Cairns on behalf of Interested Party Certain Holders of 2014 Notes  
tcairns@pszjlaw.com

Timothy P. Cairns on behalf of Interested Party Certain Holders of 2014 Senior Notes  
tcairns@pszjlaw.com

Mark L. Desgrosseilliers on behalf of Interested Party Andritz Inc., Andritz Ltd., and Andritz Iggesund  
Tools Canada, Inc.  
mdesgrosseilliers@wcsr.com, pgroff@wcsr.com;klytle@wcsr.com;hsasso@wcsr.com