



**NOTICE OF THE FURTHER MEETINGS OF CATALYST PAPER CORPORATION,
THE OTHER PETITIONERS LISTED IN THE ATTACHED SCHEDULE “A” AND
CATALYST PAPER GENERAL PARTNERSHIP**
(hereinafter referred to collectively as the “**Petitioner Parties**”)

NOTICE IS HEREBY GIVEN that the Second Amended and Restated Plan of Compromise and Arrangement of the Petitioner Parties dated as of June 14, 2012 (as may be amended, restated or supplemented from time to time, the “**Second Amended Plan**”) was filed pursuant to the *Companies’ Creditors Arrangement Act* (the “**CCAA**”) with the Supreme Court of British Columbia (the “**Court**”). The Second Amended Plan contemplates the compromise of the rights and claims of certain creditors of the Petitioner Parties.

Capitalized terms used and not otherwise defined in this Notice are as defined in the order of the Court dated June 18, 2012 (the “**Supplemental Meetings Order**”).

NOTICE IS ALSO HEREBY GIVEN that the Petitioner Parties, with the consent of the Majority Initial Supporting Noteholders, in consultation with the Initial Supporting Unsecured Noteholders, and upon prior consultation with the Monitor, may vary, amend, modify or supplement the Second Amended Plan, in accordance with its terms and/or the Supplemental Meetings Order at any time and from time to time provided that:

- (a) if made prior to the Second Meetings, the Debtors (i) obtain the prior consent of the Monitor, (ii) file the Second Amended Plan with the Court, (iii) serve the Second Amended Plan on the parties listed on the service list to these CCAA Proceedings, (iv) provide reasonable notice of the Second Amended Plan to Creditors that have filed proxies with the Monitor to the extent that such Creditors are not on the service list, and (v) request the Monitor to post the Second Amended Plan on the Monitor’s website at www.pwc.com/car-catalystpaper;
- (b) if made during a Second Meeting, (i) the prior consent of the Monitor is obtained, (ii) the amendment would not be materially prejudicial to the interests of any of the Creditors under the Second Amended Plan, and (iii) notice of the amendment is given to all Creditors eligible to vote and present at the Second Meetings prior to the vote being taken; in which case the Second Amended Plan shall be promptly posted on the Monitor’s website at www.pwc.com/car-catalystpaper and filed with the Court; and
- (c) if made after the Second Meetings and, without further order of the Court or notice to any Creditor, the Debtors and the Monitor, acting reasonably and in good faith, determine the variation, amendment, modification or supplement in the Second Amended Plan to be



(i) of a technical or administrative nature that would not prejudice the interests of any of the Creditors under the Second Amended Plan and (ii) necessary in order to give effect to the substance of the Second Amended Plan or the Sanction Order;

Creditors who wish to receive written notice of any variation, modification, amendment or supplement to the Second Amended Plan should contact the Monitor at the following address:

PricewaterhouseCoopers Inc.,
Court-appointed Monitor of Catalyst Paper Corporation et al.
250 Howe Street, Suite 700
Vancouver, British Columbia V6C 3S7
Attention: Patricia Marshall
Telephone: 604-806-7070
Fax: 604-806-7806
Email: catalystclaims@ca.pwc.com

NOTICE IS ALSO HEREBY GIVEN that the Supplemental Meetings Order established the procedures for the Petitioner to call, hold and conduct Meetings of holders of Claims (the “**Second Meetings**”) to consider and pass resolutions, if thought advisable, approving the Second Amended Plan and to transact such other business as may be properly brought before the Second Meetings. For the purpose of voting on and receiving distributions pursuant to the Second Amended Plan, the holders of Claims will be grouped into two classes, being the Unsecured Claims Class and the First Lien Notes Claims Class.

NOTICE IS ALSO HEREBY GIVEN that the Second Meetings will be held at the following date, times and location:

Date: June 25, 2012

Time: 10:00 a.m. (prevailing Pacific time) – Unsecured Claims Class
11:00 a.m. (prevailing Pacific time) – First Lien Notes Claims Class

Location: Delta Vancouver Airport Hotel, 3500 Cessna Drive, Richmond, British Columbia, V7B 1C7

Subject to paragraph 32 of the Supplemental Meetings Order, only those creditors with Allowed Claims or Disputed Claims (each such creditor, an “**Eligible Voting Creditor**”) will be eligible to attend the applicable Second Meetings and vote on a resolution to approve the Second Amended Plan. The votes of creditors holding Disputed Claims will be separately tabulated and Disputed Claims will be resolved for voting purposes in accordance with the Claims Procedure



Order, the Meetings Order, the Supplemental Meetings Order and the Second Amended Plan. A holder of an Unaffected Claim, as defined in the Second Amended Plan, shall not be entitled to attend or vote at the Second Meetings in respect of such Unaffected Claim. Any Convenience Creditor that files a and any General Unsecured Creditor that files a Cash Election Form shall be deemed to have voted in favour of the resolution to approve the Second Amended Plan and shall not be entitled to attend or vote at the Second Meetings in respect of such Claim. March 16, 2012 has been set as the record date for holders of Unsecured Notes and First Lien Notes to determine entitlement to vote at the Second Meetings.

IF YOU VOTED ON THE PREVIOUS VERSION OF THE PETITIONER PARTIES' PLAN OF COMPROMISE AND ARRANGEMENT, WHETHER IN PERSON OR BY PROXY, AT THE MEETINGS HELD ON MAY 23, 2012, THAT VOTE WILL BE COUNTED AT THE SECOND MEETINGS AND YOU DO NOT NEED TO VOTE AGAIN AT THE SECOND MEETINGS UNLESS YOU WISH TO CHANGE OR REVOKE YOUR VOTE.

Any Eligible Voting Creditor who is unable to attend the applicable Second Meetings may vote by proxy. Further, any Eligible Voting Creditor who is not an individual may only attend and vote at the applicable Second Meeting if a proxy holder has been appointed to act on its behalf at such Second Meeting.

Proxies submitted by parties other than First Lien Noteholders and Unsecured Noteholders can be submitted on the date of the Second Meeting if submitted prior to the commencement of the Second Meeting. Proxies submitted in respect of First Lien Noteholders and Unsecured Noteholders must be submitted to Globic Advisors (as Solicitation Agent) no later than 1:00 p.m. (prevailing Pacific time) on June 22, 2012 as set out in the Supplemental Meetings Order or, as applicable, submitted to the Monitor by mail, delivery, courier, e-mail or facsimile at the address of the Monitor set out on the proxy by no later than 1:00 p.m. (prevailing Pacific time) on the last Business Day preceding the date set for the Second Meeting, or any adjournment thereof, in order to be acted upon at the applicable Second Meeting.

NOTICE IS ALSO HEREBY GIVEN that if the Second Amended Plan is approved at the Second Meetings by the Creditors and all other necessary conditions are met, the Petitioner Parties intend to make an application to the Court on June 28, 2012 or a later day as set pursuant to the Supplemental Meetings Order (the “**Sanction Hearing**”) seeking an order sanctioning the Second Amended Plan pursuant to the CCAA (the “**Sanction Order**”). Any person wishing to oppose the application for the Sanction Order must serve a copy of the materials to be used to oppose the application and setting out the basis for such opposition upon the lawyers for both the Petitioner Parties and the Monitor as well as those parties listed on the Service List posted on the Monitor’s website. Such materials must be served by not later than 12:00 p.m. (prevailing Pacific time) on the Business Day before the Sanction Hearing.



NOTICE IS ALSO HEREBY GIVEN that in order for the Second Amended Plan to become effective:

- (i) the Second Amended Plan must be approved by the required majority of Creditors as required under the CCAA and in accordance with the terms of the Supplemental Meetings Order;
- (ii) the Second Amended Plan must be sanctioned by the Court; and
- (iii) the conditions to the implementation and effectiveness of the Second Amended Plan as set out in the Second Amended Plan must be satisfied or waived.

Additional copies of the Information Package, including the Information Circular and the Second Amended Plan, may be obtained from the Monitor's Website at www.pwc.com/car-catalystpaper or by contacting the Monitor by telephone at 604-806-7070 or by email at catalystclaims@ca.pwc.com.

Schedule "A" to Notice of the Further Meetings

Other 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.
o606890 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