



No. S-120712
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

APPLICATION RESPONSE

Application response of: The Petitioners (the "Application Respondents").

THIS IS A RESPONSE TO the Notice of Application of Catalyst TimberWest Retired Salaried Employees Association, as representative of former members of the Catalyst Paper Corporation Retirement Plan for Salaried Employees, B.C. Reg. No. 85400-1, persons entitled to or in receipt of survivor benefits from the Salaried Plan, and designated beneficiaries of former members of the Salaried Plan (the "Applicant") filed June 4, 2012.

Part 1: ORDERS CONSENTED TO

As plan sponsor and plan administrator, the applicable Petitioner entity has a fiduciary duty to the pension beneficiaries. In that capacity, the applicable Petitioner entity supports the position of the Applicant.

Part 2: ORDERS OPPOSED

Not Applicable.

Part 3: ORDERS ON WHICH NO POSITION IS TAKEN

Not Applicable.

Part 4: FACTUAL BASIS

As set out in the Pleadings and Affidavits as filed herein.

Part 5: LEGAL BASIS

See Part 3 – Legal Basis of the Notice of Application.

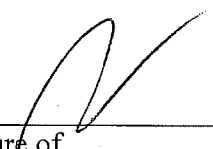
Part 6: MATERIAL TO BE RELIED ON

1. The Pleadings and Affidavits filed herein; and
2. Such further and other material as counsel may advise and this Honourable Court accept.

The Application Respondents estimate that the application will take 3 days.

The Application Respondents have filed in this proceeding a document that contains the Application Respondents' address for service.

Date: June 15, 2012



Signature of

☐ Application Respondents

☒ lawyer for Application Respondents

Bill Kaplan, Q.C./Peter Rubin