

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

In re:)	Chapter 15
)	
FRASER PAPERS INC., <i>et al.</i> , ¹)	Case No. 09-12123(KJC)
)	
Debtors in Foreign Proceedings.)	Jointly Administered
_____)	

**NOTICE OF FILING AND HEARING ON PETITION UNDER
CHAPTER 15 OF THE UNITED STATES BANKRUPTCY CODE**

PLEASE TAKE NOTICE, on June 18, 2009, Fraser Papers Inc., (“Fraser”) as foreign representative of Fraser and its affiliated captioned debtors and participants (collectively, with Fraser, the “Debtors”), in a proceeding (the “Canadian Proceeding”) under Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “CCAA”), pending before the Ontario Superior Court of Justice (Commercial List) (the “Canadian Court”), filed petitions (the “Chapter 15 Petitions”) under chapter 15 of title 11 of the United States Code (the “Bankruptcy Code”) commencing the Debtors’ chapter 15 cases ancillary to the Canadian Proceeding and seeking recognition of such foreign proceeding as a “foreign main proceeding” and relief in aid of the Canadian Proceeding in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) with respect to the Debtors.

PLEASE TAKE FURTHER NOTICE, that copies of the Official Form Chapter 15 Petitions are attached hereto, along with:

- (i) the Temporary Restraining Order, entered by the Court on June 19, 2009;
- (ii) the list required to be filed with the Chapter 15 Petitions pursuant to Bankruptcy Rule 1007(a)(4);
- (ii) the Statement of Foreign Representative of the foreign proceeding required to be filed pursuant to Bankruptcy Code section 1515;
- (iv) the *Debtors’ Motion For (A) Entry Of An Order Granting Recognition And Relief In Aid Of Foreign Main Proceeding Pursuant To 11 U.S.C. §§ 1515, 1517 And 1520 And (B) A Temporary Restraining Order And, After Notice And A Hearing, A Preliminary Injunction Granting Provisional Relief Under 11 U.S.C. § 1519(a)*;

¹ These jointly administered cases are those of the following debtors: Fraser Papers Inc., FPS Canada Inc., Fraser Papers Holdings Inc., Fraser Timber Ltd., Fraser Papers Limited, and Fraser N.H. LLC.

- (v) the *Memorandum Of Points And Authorities In Support Of Debtors' Motion For (A) Entry Of An Order Granting Recognition And Relief In Aid Of Foreign Main Proceeding Pursuant To 11 U.S.C. §§ 1515, 1517 And 1520 And (B) A Temporary Restraining Order And, After Notice And A Hearing, A Preliminary Injunction Granting Provisional Relief Under 11 U.S.C. § 1519(a)*;
- (vi) the *Declaration of J. Peter Gordon of Fraser Papers Inc. in Support of (I) Petitions for Recognition of Canadian Proceeding Under 11 U.S.C. § 1515; (II) Debtors' Motion for Order Directing Joint Administration of Chapter 15 Bankruptcy Cases Under Fed. R. Bankr. P. 1015(b); and (III) Debtors' Motion for (A) Entry Of An Order Granting Recognition And Relief In Aid Of Foreign Main Proceeding Pursuant To 11 U.S.C. §§ 1515, 1517 And 1520 And (B) Temporary Restraining Order and, After Notice and a Hearing, a Preliminary Injunction Granting Provisional Relief Under 11 U.S.C. § 1519(a)*; and
- (vii) the Scheduling Order, as defined below, (collectively, the "Supporting Documents") which were filed in support of and contemporaneously with the Chapter 15 Petitions.

PLEASE TAKE FURTHER NOTICE, that pursuant to the *Debtors' Motion For (A) Entry Of An Order Granting Recognition And Relief In Aid Of Foreign Main Proceeding Pursuant To 11 U.S.C. §§ 1515, 1517 And 1520 And (B) A Temporary Restraining Order And, After Notice And A Hearing, A Preliminary Injunction Granting Provisional Relief Under 11 U.S.C. § 1519(a)*, the Court has granted a *Temporary Restraining Order*, entered on June 19, 2009, and attached hereto. The Court has also scheduled a hearing on June 26, 2009 at 2:00 p.m. Eastern time before the Honorable Kevin J. Carey in Room 5 of the United States Bankruptcy Court, 824 North Market Street, Third Floor, Wilmington, Delaware 19801 to consider preliminary injunctive relief sought by the Debtors (the "Injunction Hearing").

PLEASE TAKE FURTHER NOTICE, that any party in interest wishing to submit a response or objection to the injunctive relief sought by the Debtors must do so pursuant to the Bankruptcy Code and the Local and Federal Rules of Bankruptcy Procedure, including, without limitation, rule 1011 of the Federal Rules of Bankruptcy Procedure, in writing and setting forth the bases therefor and the nature and extent of the respondent's interests in the Debtors' estates, such response or objection must be filed with the Office of the Clerk of the Court, 824 Market Street, Third Floor, Wilmington, Delaware 19801, and served on the attorneys for Fraser, Morris, Nichols, Arsht & Tunnell LLP, 1201 North Market Street, Wilmington, Delaware 19899-1347 (Attention: Derek C. Abbott, Esquire) and Thornton Grout Finnigan LLP, Suite 3200, Canadian Pacific Tower, 100 Wellington St. West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Canada M5K 1K7 (Attention: D.J. Miller, Esquire), so as to be received by them no later than 4:00 p.m. Eastern time, June 25, 2009.

PLEASE TAKE FURTHER NOTICE, that pursuant to the *Order Scheduling Hearing and Specifying the Form and Manner of Service of Notice of Filing of Petitions Pursuant to Chapter 15 of the Bankruptcy Code*, dated June 19, 2009 (the "Scheduling Order"), the Bankruptcy Court has scheduled a hearing on July 13, 2009 at 10:00 a.m. Eastern time before the Honorable Kevin

J. Carey in Room 5 of the United States Bankruptcy Court, 824 North Market Street, Third Floor, Wilmington, Delaware 19801 to consider the recognition of the Canadian Proceeding (the "Recognition Hearing," and with the Injunction Hearing, the "Hearings").

PLEASE TAKE FURTHER NOTICE, that any party in interest wishing to submit a response or objection to the Chapter 15 Petitions or recognition of the Canadian Proceeding must do so pursuant to the Bankruptcy Code and the Local and Federal Rules of Bankruptcy Procedure, including, without limitation, rule 1011 of the Federal Rules of Bankruptcy Procedure, in writing and setting forth the the bases therefor and the nature and extent of the respondent's intrests in the Debtors' estates, such response or objection must be filed with the Office of the Clerk of the Court, 824 Market Street, Third Floor, Wilmington, Delaware 19801, and served on the attorneys for Fraser, Morris, Nichols, Arsht & Tunnell LLP, 1201 North Market Street, Wilmington, Delaware 19899-1347 (Attention: Derek C. Abbott, Esquire) and Thornton Grout Finnigan LLP, Suite 3200, Canadian Pacific Tower, 100 Wellington St. West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Canada M5K 1K7 (Attention: D.J. Miller, Esquire), so as to be received by them no later than 4:00 p.m. Eastern time, July 6, 2009.

PLEASE TAKE FURTHER NOTICE, that all parties in interest opposed to the Chapter 15 Petitions or Fraser's request for relief must appear at the Hearings at the time and place set forth above.

PLEASE TAKE FURTHER NOTICE, that the Hearings may be adjourned from time to time without further notice other than an announcement in open court at the Hearings of the adjourned date or dates or any further adjourned hearing.

PLEASE TAKE FURTHER NOTICE, that if no response or objection is timely filed and served as provided above, the Bankruptcy Court may grant the recognition and relief requested by the Petitioner without further notice or hearing. Copies of the Chapter 15 Petitions and the Supporting Documents will be made available upon request at the Office of Fraser's counsel at Morris, Nichols, Arsht & Tunnell LLP, 1201 North Market Street, Wilmington, Delaware 19899-1347 U.S.A., Attn: Derek C. Abbott, Esquire.

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Dated: June 19, 2009
Wilmington, Delaware

BY ORDER OF THE BANKRUPTCY COURT

MORRIS, NICHOLS, ARSHT & TUNNELL, LLP
Derek C. Abbott (No. 3376)
John A. Sensing (No. 5232)
1201 North Market Street
P.O. Box 1347
Wilmington, Delaware 19899-1347
(302) 658-9200

-and-

THORNTON GROUT FINNIGAN LLP
D.J. Miller, Esq.
Danny Nunes, Esq.
Suite 3200, Canadian Pacific Tower
100 Wellington St. West
P.O. Box 329, Toronto-Dominion Centre
Toronto, Canada M5K 1K7
(416) 304-1616

*Counsel to the Debtors
Fraser Papers Inc., et al.*