

SUPREME COURT  
OF BRITISH COLUMBIA  
VANCOUVER REGISTRY

MAY 20 2008

ENTERED



No. S077839  
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 A PLAN OF COMPROMISE OR ARRANGEMENT  
OF POPE & TALBOT LTD. AND THE PETITIONERS LISTED IN SCHEDULE  
"A"

APPLICATION UNDER THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, c. C-36, AS AMENDED

ORDER

BEFORE THE HONOURABLE ) THURSDAY, THE 15<sup>TH</sup> DAY  
 )  
THE CHIEF JUSTICE ) OF MAY 2008

THE MOTION of Pope & Talbot Ltd. ("P&T Ltd.") and those affiliates listed in Schedule "A" (the "Petitioners") coming on for hearing at Vancouver, British Columbia, on the 15th day of May, 2008, AND ON HEARING Sean Dunphy, counsel for the Petitioners, John Grieve and Kibben Jackson, counsel for PricewaterhouseCoopers Inc. ("PwC") in its capacity as Monitor and Receiver, and those counsel listed in Schedule "B", AND UPON READING the material filed AND pursuant to Rules 3, 44 and 51A of the *Rules of Court* and the inherent jurisdiction of this Honourable Court.

**THIS COURT ORDERS that:**

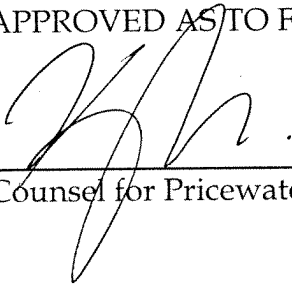
1. the Stay Period referred to in the Amended and Restated and Confirmed Initial Order of the Honourable Chief Justice Brenner dated November 21, 2007 is extended until 17:00 (Pacific Time), May 20, 2008.
2. The need for endorsement of this Order by all counsel appearing on this application except for counsel for PwC is hereby dispensed with.

BY THE COURT



~~DISTRICT~~ REGISTRAR

APPROVED AS TO FORM:



Counsel for PricewaterhouseCoopers Inc.



## SCHEDULE "A"

Pope & Talbot, Inc.  
MacKenzie Pulp Land Ltd.  
P&T Funding Ltd.  
Penn Timber, Inc.  
Pope & Talbot Lumber Sales, Inc.  
Pope & Talbot Pulp Sales U.S., Inc.  
Pope & Talbot Relocation Services, Inc.  
P&T Power Company  
P&T Finance Three LLC

SCHEDULE "B"

Name	Party
Shelley Fitzpatrick, Rhys Davies, Q.C. and Scott Andersen	Canadian Forest Products Ltd.
Bill Kaplan, Q.C. and Peter Rubin	Ableco Finance LLC
Jane Milton, Q.C.	Western Forest Products Inc.
Bill Skelly	Canexus Chemicals Canada LP and Canexus Chemicals U.S. Inc.
Daniel Rogers	Communications, Energy & Paperworkers' Union, Local 1092
Sebastien Anderson	Pulp, Paper & Woodworkers of Canada, Local 8
Harvey Chaiton	Caterpillar Financial Services Limited
Sandra Banister	<i>United Steelworkers of Canada</i>
David Hatter	Her Majesty the Queen in Right of the Province of British Columbia
<i>Mick Hughes</i>	<i>Pindo Deli</i>