

CANADA

PROVINCE OF QUÉBEC
DISTRICT OF
MONTRÉAL

No.: 500-11-036133-094

SUPERIOR COURT

Commercial Division
*Sitting as a court designated pursuant to the
Companies' Creditors Arrangement Act,
R.S.C., c. C-36, as amended*

**IN THE MATTER OF THE PLAN OF COMPROMISE OR
ARRANGEMENT OF:**

ABITIBIBOWATER INC., a legal person incorporated under the laws of the State of Delaware, having its principal executive offices at 1155 Metcalfe Street, in the City and District of Montréal, Province of Quebec, H3B 5H2;

And

ABITIBI-CONSOLIDATED INC., a legal person incorporated under the laws of Canada, having its principal executive offices at 1155 Metcalfe Street, in the City and District of Montréal, Province of Quebec, H3B 5H2;

And

BOWATER CANADIAN HOLDINGS INC., a legal person incorporated under the laws of the Province of Nova Scotia, having its principal executive offices at 1155 Metcalfe Street, in the City and District of Montréal, Province of Quebec, H3B 5H2;

And

the other Petitioners listed on Appendices "A", "B" and "C";

Petitioners

And

ERNST & YOUNG INC., a legal person under the laws of Canada, having a place of business at 800 René-Lévesque Blvd. West, Suite 1900, in the City and District of Montréal, Province of Quebec, H3B 1X9;

Monitor

**CERTIFICATE OF THE MONITOR
(VOTING RESULTS IN RESPECT OF THE CROSS-BORDER PETITIONERS)
September 16, 2010**

THE MONITOR HEREBY CERTIFIES THAT:

1. The meeting of the creditors affected by the Amended CCAA Plan (the “**Affected Unsecured Creditors**”) was convened on September 14, 2010 at the Hilton Montreal Bonaventure, 900 de la Gauchetiere West, Montreal, Quebec (the “**Creditors’ Meeting**”).
2. Twenty separate motions to approve the Amended CCAA Plan (as defined below) were duly made and seconded at the Creditors’ Meeting. After discussion, the co-chairs of the Creditors’ Meeting called for a vote on the resolution (the “**Resolution**”) to approve and adopt the plan of compromise and arrangement of the Petitioners, as amended (the “**Amended CCAA Plan**”).
3. At the Creditors’ Meeting, there were 20 classes of creditors (each a “**Class**”) for voting purposes, each representing the Affected Unsecured Creditors of each of the Petitioners who is an applicant under the Amended CCAA Plan (collectively, the “**CCAA Plan Applicants**”). Four of the Classes of Affected Unsecured Creditors are in respect of the Cross-Border Petitioners.¹
4. For purposes of this report, the convenience class allocation is based on the value of the filed claim and excludes any creditor election to reduce its claim to participate in the convenience class (US\$5,000 or CDN\$6,073).
5. A majority in number and two-thirds in value of the votes cast at the Creditors’ Meeting, in person or by proxy, by the Affected Unsecured Creditors of each of the Classes (the “**Required Majorities**”), as detailed in the chart below, voted in favour of the Resolution:

¹ The “**Cross-Border Petitioners**” include: Bowater Canadian Holdings Inc., Bowater Canada Finance Corporation, Bowater Canadian Limited, AbitibiBowater Canada Inc., Bowater Canadian Forest products Inc., Bowater LaHave Corporation and Bowater Maritimes Inc.

AbitibiBowater Canada Inc.

	FOR		AGAINST		% in Favour	
	Count	\$CDN	Count	\$CDN	Count	\$CDN
Convenience	2	\$9,172	0	\$0	100.0%	100.0%
Non-Convenience	6	\$363,224	0	\$0	100.0%	100.0%
Total	8	\$372,396	0	\$0	100.0%	100.0%

Bowater Maritimes Inc.

	FOR		AGAINST		% in Favour	
	Count	\$CDN	Count	\$CDN	Count	\$CDN
Convenience	2	\$2,076	0	\$0	100.0%	100.0%
Non-Convenience	10	\$1,710,878	1	\$77,300	90.9%	95.7%
Total	12	\$1,712,954	1	\$77,300	92.3%	95.7%

Bowater Canadian Forest Products Inc. ⁽²⁾

	FOR		AGAINST		% in Favour	
	Count	\$CDN	Count	\$CDN	Count	\$CDN
Convenience	402	\$1,117,741	8	\$25,185	98.0%	97.8%
Non-Convenience	709	\$272,042,411	32	\$15,617,457	95.7%	94.6%
Total	1,111	\$273,160,152	40	\$15,642,642	96.5%	94.6%

Note 2: The Bowater Canadian Forest Products Inc. Plan vote results exclude two disputed claim totalling \$67,730,069 for which the allowed amount was voted in favour of the Plan.

6. The Resolution was not supported by the Required Majorities of Bowater Canada Finance Corporation (“BCFC”). The following chart details the percentage in number and value of the votes cast by the Affected Unsecured Creditors of BCFC which voted in favour of the Amended CCAA Plan at the Creditors’ Meeting:

Bowater Canada Finance Corporation

	FOR		AGAINST		% in Favour	
	Count	\$CDN	Count	\$CDN	Count	\$CDN
Convenience	0	\$0	0	\$0	-	-
Non-Convenience	66	\$318,902,553	20	\$344,944,034	76.7%	48.0%
Total	66	\$318,902,553	20	\$344,944,034	76.7%	48.0%

7. The Required Majorities of the Affected Unsecured Creditors of Bowater Canada Finance Corporation did not vote in favour of the Resolution; therefore, the Resolution was not passed.

Invalid Ballots

8. There were no invalid ballots that were counted or not counted by the Monitor.
9. This Monitor's Certificate is being provided to Epiq in accordance with paragraph 43 of the Cross-Border Voting Protocol in the CCAA Proceedings and the Chapter 11 Proceedings.

ERNST & YOUNG INC.

**In its capacity as the Court-Appointed
Monitor of the Petitioners**

Per:



Alex Morrison, CA, CIRP
Senior Vice President

John Barrett, CA, CIRP
Senior Vice President

Martin Daigneault, CA, CIRP
Senior Vice President

Greg Adams, CA, CIRP
Senior Vice President

APPENDIX “A”
ABITIBI PETITIONERS

1. Abitibi-Consolidated Company of Canada
2. Abitibi-Consolidated Inc.
3. 3224112 Nova Scotia Limited
4. Marketing Donohue Inc.
5. Abitibi-Consolidated Canadian Office Products Holding Inc.
6. 3834328 Canada Inc.
7. 6169678 Canada Inc.
8. 4042140 Canada Inc.
9. Donohue Recycling Inc.
10. 1508756 Ontario Inc.
11. 3217925 Nova Scotia Company
12. La Tuque Forest Products Inc.
13. Abitibi-Consolidated Nova Scotia Incorporated
14. Saguenay Forest Products Inc.
15. Terra Nova Explorations Ltd.
16. The Jonquière Pulp Company
17. The International Bridge and Terminal Company
18. Scramble Mining Ltd.
19. 9150-3383 Québec Inc.
20. Abitibi-Consolidated (U.K.) Inc.

APPENDIX “B”
BOWATER PETITIONERS

1. Bowater Canada Finance Corporation
2. Bowater Canadian Limited
3. Bowater Canadian Holdings. Inc.
4. 3231378 Nova Scotia Company
5. AbitibiBowater Canada Inc.
6. Bowater Canada Treasury Corporation
7. Bowater Canadian Forest Products Inc.
8. Bowater Shelburne Corporation
9. Bowater LaHave Corporation
10. St-Maurice River Drive Company Limited
11. Bowater Treated Wood Inc.
12. Canexel Hardboard Inc.
13. 9068-9050 Québec Inc.
14. Alliance Forest Products Inc. (2001)
15. Bowater Belledune Sawmill Inc.
16. Bowater Maritimes Inc.
17. Bowater Mitis Inc.
18. Bowater Guérette Inc.
19. Bowater Couturier Inc.

APPENDIX “C”
18.6 PETITIONERS

1. AbitibiBowater US Holding 1 Corp.
2. AbitibiBowater Inc.
3. Bowater Ventures Inc.
4. Bowater Incorporated
5. Bowater Nuway Inc.
6. Bowater Nuway Mid-States Inc.
7. Catawba Property Holdings LLC
8. Bowater Finance Company Inc.
9. Bowater South American Holdings Incorporated
10. Bowater America Inc.
11. Lake Superior Forest Products Inc.
12. Bowater Newsprint South LLC
13. Bowater Newsprint South Operations LLC
14. Bowater Finance II, LLC
15. Bowater Alabama LLC
16. Coosa Pines Golf Club Holdings, LLC