

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

In re Smurfit-Stone Container Corporation, et al.,

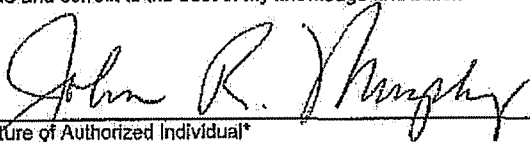
Chapter 11  
Case No. 09-10235

Debtor

Monthly Operating Report  
For the Period April 1, 2009 to April 30, 2009

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I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached documents are true and correct to the best of my knowledge and belief.

  
Signature of Authorized Individual\*

6/1/09  
Date

By: John R. Murphy  
Title: Senior Vice President and Chief Financial Officer

\*Authorized Individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

Notes:

(1) Refer to Appendix A for a complete listing of Debtors.

**In re Smurfit Stone Container Corporation, et al.**

**NOTES TO THE MONTHLY OPERATING REPORT**

**1. Background and Basis of Presentation:** On January 26, 2009, Smurfit-Stone Container Corporation ("SSCC" or the "Company") and certain of its U.S. and Canadian subsidiaries (collectively, the "Debtor Entities") filed voluntary petitions in the United States Bankruptcy Court for the District of Delaware (the "U.S. Court") seeking relief under Chapter 11 of the United States Bankruptcy Code (the "Bankruptcy Code"). On the same day, certain of the Company's Canadian subsidiaries also filed to reorganize (the "Canadian Petition") under the Companies' Creditors Arrangement Act ("CCAA") in the Ontario Superior Court of Justice in Canada (the "Canadian Court"). The Company's operations in Mexico and Asia and certain U.S. and Canadian legal entities ("Non-Debtor Affiliates") were not included in the Chapter 11 filings and will continue to operate outside of the Chapter 11 process.

The unaudited financial statements included herein include the accounts and results of operations of the U.S. and Canadian Debtor Entities. The information contained in this Monthly Operating Report ("MOR") is provided to fulfill the reporting requirements set forth by the Office of the United States Trustee. All information contained herein is unaudited and subject to future adjustment.

Investments in Non-Debtor Affiliates are accounted for in these financial statements using the equity method of accounting on a non-consolidated basis. These financial statements include results of operations for the month of April 2009 and for the period January 26, 2009 through April 30, 2009.

In accordance with U.S. generally accepted accounting principles (GAAP), the Company has applied American Institute of Certified Public Account's Statement of Position ("SOP") 90-7, "Financial Reporting by Entities in Reorganization under the Bankruptcy Code" ("SOP 90-7"), in preparing the financial statements. SOP 90-7 requires that the financial statements, for periods subsequent to the Chapter 11 filing, distinguish transactions and events that are directly associated with the reorganization from the ongoing operations of the business. Accordingly, certain revenues, expenses (including professional fees), realized gains and losses and provisions for losses that are realized or incurred in the bankruptcy proceedings are recorded in reorganization items on the accompanying unaudited statements of operations. In addition, pre-petition obligations that may be impacted by the bankruptcy reorganization process have been classified on the unaudited balance sheet at April 30, 2009 as liabilities subject to compromise.

These financial statements are not intended to be prepared in conformity with U.S. GAAP, because they do not include all of the information and footnote disclosures required by U.S. GAAP for complete financial statements. The information contained in this MOR (i) has not been audited or reviewed by independent registered public accountants, (ii) is limited to the time period indicated and (iii) is not intended to reconcile to the consolidated financial statements filed by the Company with the Securities and Exchange Commission (SEC) in its Annual Report on Form 10-K for the Year ended December 31, 2008 ("2008 Form 10-K") or in its Quarterly Report on Form 10-Q for the quarter ended March 31, 2009 ("2009 First Quarter Form 10-Q").

Preparation of the MOR requires management to make estimates and assumptions about future events that affect the reported amounts of assets, liabilities, revenues and expenses and disclosure of contingent assets and liabilities. The Company cannot determine future events and their effects with certainty, particularly while the Chapter 11 cases are proceeding. Therefore, the determination of estimates requires the exercise of judgment based on various assumptions, and other factors such as historical experience, current and expected economic conditions, and in

some cases, actuarial calculations. The Company constantly reviews these significant factors and makes adjustments when appropriate.

The statement of operations and cash flows presented in the MOR for any interim period are not necessarily indicative of the results that may be expected for a full quarter, full year, or any future interim period. While every effort has been made to assure the accuracy and completeness of this MOR, errors or omissions may have inadvertently occurred and the Company reserves the right to amend the MOR as necessary. In particular, the Company is in the process of reconciling its pre-petition and post-petition liabilities, as well as its liabilities subject to compromise and not subject to compromise and such amounts are subject to reclassification and/or adjustment in the future.

For the reasons discussed above, the Company cautions readers not to place undue reliance upon information contained in the MOR. For further information, refer to the Company's consolidated financial statements and footnotes included in its 2008 Form 10-K and its 2009 First Quarter Form 10-Q filed with the SEC.

**2. Reclassifications:** Certain reclassifications of prior period presentations have been made to conform to the current period presentation.

**3. DIP Credit Facility:** In connection with the commencement of the Chapter 11 and CCAA proceedings, on January 26, 2009 the Company and certain of its affiliates filed a motion with the U.S. Court seeking approval to enter into a post petition credit agreement (the "DIP Credit Agreement"). On January 27, 2009, the U.S. Court granted interim approval of the DIP Credit Agreement. Based on such interim approval, on January 28, 2009 the Company entered into the DIP Credit Agreement, subject to final approval of the Bankruptcy Courts. Final approval of the DIP Credit Agreement was granted by the U.S. Court on February 23, 2009 and by the Canadian Court on February 24, 2009. Amendments to the DIP Credit Agreement were entered into on February 25 and 27, 2009.

The DIP Credit Agreement, as amended, provides for borrowings up to an aggregate committed amount of \$750 million, consisting of a \$400 million U.S. term loan for borrowings by Smurfit-Stone Container Enterprises, Inc ("SSCE"); a \$35 million Canadian term loan for borrowings by Smurfit-Stone Container Canada Inc. ("SSC Canada"); a \$250 million U.S. revolving loan for borrowings by SSCE and/or SSC Canada; and a \$65 million Canadian revolving loan for borrowings by SSCE and/or SSC Canada.

The use of proceeds under the DIP Credit Agreement is limited to (i) working capital, letters of credit and capital expenditures; (ii) other general corporate purposes of the Company and certain of its subsidiaries (including certain intercompany loans); (iii) the refinancing in full of indebtedness outstanding under the receivables securitization programs; (iv) payment of any related transaction costs, fees and expenses; and (v) the costs of administration of the cases arising out of the Chapter 11 Petition and the Canadian Petition.

In accordance with the terms of the DIP Credit Agreement, on January 28, 2009, the Company used U.S. and Canadian term loan proceeds to terminate the Company's receivables securitization programs and repay all indebtedness outstanding of \$385 million and to pay related transaction costs and other expenses.

The outstanding principal amount of the loans under the DIP Credit Agreement, plus interest accrued and unpaid, will be due and payable in full at maturity, which is January 28, 2010 (subject to an earlier maturity date under certain circumstances); provided, that the maturity date may be extended through April 28, 2010 and subsequently through July 28, 2010, upon the satisfaction of certain conditions precedent (including the payment of specified fees).

Borrowings under the DIP Credit Agreement are guaranteed by the Company and certain of its affiliates, and are secured by first priority liens in the collateral accounts and all presently owned and hereafter acquired assets of the Company and each of its subsidiaries party to the DIP Credit Agreement, subject to certain permitted prior liens. Subject to certain exceptions, the DIP Credit Agreement requires certain mandatory prepayments of borrowings from the net proceeds of certain asset dispositions, and casualty or condemnation payments. The only Canadian entity that guarantees U.S. obligations is SSC Canada.

The DIP Credit Agreement includes affirmative, negative and financial covenants that impose substantial restrictions on the Company's financial and business operations and those of certain of its subsidiaries, including their ability to incur or secure debt, make investments, sell assets, pay dividends or make acquisitions. The DIP Credit Agreement contains events of default customary for debtor-in-possession financings of this type. As of April 30, 2009, the Company was in compliance with these covenants.

U.S. and Canadian borrowings are each subject to a borrowing base derived from a formula based on certain eligible accounts receivable and inventory, and an amount attributable to real property and equipment, less certain reserves. As of April 30, 2009, borrowing availability under the DIP Credit Agreement and available cash and cash equivalents were as follows.

Lower of borrowing base or total commitment.....	\$ 718,614
Outstanding borrowings:	
Term loans.....	435,000
Revolving loans.....	-
Excess borrowing availability.....	283,614
Available cash.....	<u>292,358</u>
Excess borrowing availability plus available cash.....	<u>\$ 575,972</u>

**4. Significant Accounting Policies:** The significant accounting policies are consistent with those listed in the Company's 2008 Form 10-K and the 2009 First Quarter Form 10-Q.

**5. Liabilities Subject to Compromise:** SOP 90-7 requires prepetition liabilities that are subject to compromise to be reported at the amounts expected to be allowed, even if they may be settled for lesser amounts. The amounts currently classified as liabilities subject to compromise may be subject to future adjustments depending on court actions, further developments with respect to disputed claims, determinations of the secured status of certain claims, the values of any collateral securing such claims, or other events. Certain accounts included in the liabilities subject to compromise may be entitled to administrative expense priority under section 503(b)(9) of the Bankruptcy Code. As of April 30, 2009, the components of liabilities subject to compromise consisted of:

Unsecured debt.....	\$ 2,439,075
Deferred debt issuance cost for unsecured debt.....	(15,887)
Accounts payable .....	413,896
Interest payable .....	97,949
Postretirement health care and life insurance benefit obligations.....	161,291
Defined benefit pension obligations.....	996,142
Unrecognized tax benefits.....	36,644
Executory contracts and leases.....	43,507
Other.....	<u>36,533</u>
Liabilities subject to compromise	<u>\$ 4,209,150</u>

Under the Bankruptcy Code, the Debtors generally must assume or reject pre-petition executory contracts, including but not limited to real property leases, subject to the approval of the Bankruptcy Courts and certain other conditions. In this context, "assumption" means that the

Company agrees to perform its obligations and cure all existing defaults under the contract or lease, and "rejection" means that it is relieved from its obligations to perform further under the contract or lease, but is subject to a pre-petition claim for damages for the breach thereof subject to certain limitations. Any damages resulting from rejection of executory contracts that are permitted to be recovered under the Bankruptcy Code will be treated as liabilities subject to compromise unless such claims were secured prior to the Petition Date.

Since the Petition Date, the Company has received Court approval to reject a number of leases and other executory contracts of various types. The Company is reviewing all of its executory contracts and unexpired leases to determine which additional contracts and leases it will reject. The Company expects that additional liabilities subject to compromise will arise due to rejection of executory contracts, including leases, and from the determination of the U.S. Court (or agreement by parties in interest) of allowed claims for contingencies and other disputed amounts. The Company also expects that the assumption of additional executory contracts and unexpired leases will convert certain of the liabilities shown on the accompanying financial statements as subject to compromise to post-petition liabilities. Due to the uncertain nature of many of the potential claims, the Company cannot project the magnitude of such claims with any degree of certainty.

**6. Income taxes:** Through April 30, 2009, the Company recorded an income tax provision of approximately \$1.3 million for Canadian withholding taxes and interest on unrecognized tax benefits. Because it is more likely than not that substantially all of the deferred tax assets that are generated in 2009 may not be realized, the Company has recorded a full valuation allowance and has not recorded any additional tax benefit or expense through April 30, 2009.

**7. Subsequent Event:** The U.S Internal Revenue Code allows an excise tax credit for alternative fuel mixtures produced by a taxpayer for sale, or for use as a fuel in a taxpayer's trade or business. The credit is scheduled to expire on December 31, 2009. On May 6, 2009, the Company was notified that its registration as an alternative fuel mixer was approved by the Internal Revenue Service. Subsequently, the Company submitted refund claims of approximately \$183 million for the period January 1, 2009 through April 30, 2009, related to production at eight of its U.S. mills. The Company expects to submit monthly refund claims of approximately \$45 million for the remainder of 2009. The Company's financial results through April 30, 2009, do not reflect the recognition of any benefit related to this matter because its registration as an alternative fuel mixer had not yet been approved. On May 26, 2009, the Company received refunds of approximately \$154 million related to these refund claims. The Company expects to receive the remainder of its initial refund claim in June 2009.

Debtor

**MOR-1**  
**Debtors Consolidated Schedule of Receipts and Disbursements (1)**  
(Dollars in Thousands)

**For the Period**  
**April 1, 2009**  
**Through**  
**April 30, 2009**

<b>Beginning cash balance</b>	<b>225,782</b>
Total receipts (2)	<u>580,145</u>
<b>Disbursements</b>	
Payroll and benefits	(106,770)
Professional fees	(562)
Interest	(8,422)
Capital expenditures	(8,857)
Repayment of debt	(5,075)
Other disbursements (2)(3)	<u>(383,883)</u>
Total disbursements	<u>(513,569)</u>
<b>Ending cash balance</b>	<b><u>292,358</u></b>

**Notes:**

(1) The Debtors' accounting systems are designed to provide operating reports in accordance with GAAP. The accounting systems are not designed to produce reports that are consistent with the requirements of the U.S. Trustee. As a result, the information presented in the this cash flow was prepared using the information available to the Debtors. The numbers presented in the cash flow are subject to change as additional information is made available. The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee. All information contained herein is unaudited and subject to future adjustment. See notes to the financial statements.

(2) Receipts and disbursements include inter-company cash settlements of approximately \$60 million.

(3) Other disbursements primarily include materials, freight, utilities, selling, general and administrative expenses.

Debtor

## MOR-2

**Schedule of Cash Disbursements by Debtor Entity**  
(Dollars in Thousands)

Debtor Entity	Bankruptcy Case Number	Disbursements for the Period April 1, 2009 to April 30, 2009 (1)
Smurfit-Stone Container Corporation (2)	09-10235	\$ -
Smurfit-Stone Container Enterprises, Inc.	09-10236	(407,157)
Calpine Corrugated LLC	09-10237	(4,563)
Cameo Container Corporation	09-10238	(1,429)
Lot 24D Redevelopment Corporation (2)	09-10239	-
Atlanta & St. Andrews Bay Railroad Company (2)	09-10240	-
Stone International Services Corporation	09-10241	(8)
Stone Global, Inc. (2)	09-10242	-
Stone Connecticut Paperboard Properties, Inc. (2)	09-10243	-
Smurfit-Stone Puerto Rico, Inc.	09-10244	(2,992)
Smurfit Newsprint Corporation (2)	09-10245	-
SLP Finance I, Inc. (2)	09-10246	-
SLP Finance II, Inc. (2)	09-10247	-
SMBI Inc. (2)	09-10248	-
Smurfit-Stone Container Canada Inc.	09-10249	(63,119)
Stone Container Finance Co of Canada II (2)	09-10250	-
3083527 Nova Scotia Company (2)	09-10251	-
MBI Limited/Limitée (2)	09-10252	-
Smurfit-MBI	09-10253	(33,970)
639647 British Columbia Ltd. (2)	09-10254	-
B.C. Shipper Supplies Ltd.	09-10255	(331)
Specialty Containers Inc. (2)	09-10256	-
SLP Finance General Partnership (2)	09-10257	-
Francobec Company (2)	09-10258	-
605861 N B Inc. (2)	09-10259	-
<b>Total Disbursements</b>		<b>\$ (513,569)</b>

**Notes:**

(1) Disbursement amounts include all payments issued during the period, including inter-company cash settlements. Transfers between bank accounts are not included. Any disbursements made in Canadian dollars have been converted to U.S. dollars using the exchange rate at the end of the period.

(2) Debtor entity does not have disbursements to report during the period.

## Debtor

## MOR-3

Schedule of Debtors Bank Account Book Balances (1)  
(Dollars in Thousands)

Debtor Entity	Bank Name	Book Balance as of April 30, 2009
3083527 Nova Scotia Company	US Bank	\$ 1
605681 NB, Inc.	US Bank	1
605681 NB, Inc.	Scotia Bank	-
639647 British Columbia, Ltd.	US Bank	1
B.C. Shipper Supplies, Ltd.	US Bank	1
B.C. Shipper Supplies, Ltd.	Royal Bank of Canada	8
B.C. Shipper Supplies, Ltd.	Royal Bank of Canada	-
Calpine Corrugated, LLC.	JP Morgan Chase	-
Calpine Corrugated, LLC.	Wachovia	136
Calpine Corrugated, LLC.	Union Bank of California	8,011
Calpine Corrugated, LLC.	Union Bank of California	-
Francobec Company	US Bank	1
MBI Limited/Smurfit-MBI	US Bank	1
SMBI, Inc.	US Bank	1
Smurfit MBI	US Bank	1
Smurfit MBI	Scotia Bank	167
Smurfit MBI	Scotia Bank	-
Smurfit MBI	Scotia Bank	1
Smurfit MBI	Scotia Bank	85
Smurfit MBI	Scotia Bank	2,978
Smurfit MBI	Scotia Bank	525
Smurfit MBI	Scotia Bank	1,838
Smurfit MBI	JP Morgan Chase	-
Smurfit MBI	JP Morgan Chase	-
Smurfit MBI	US Bank	1
Smurfit Stone Container Enterprises, Inc.	Bank of America	8
Smurfit Stone Container Enterprises, Inc.	Bank of America	12
Smurfit Stone Container Enterprises, Inc.	Bank of America	72
Smurfit Stone Container Enterprises, Inc.	Bank of America	111
Smurfit Stone Container Enterprises, Inc.	Bank of America	6
Smurfit Stone Container Enterprises, Inc.	Bank of America	8
Smurfit Stone Container Enterprises, Inc.	Bank of America	15
Smurfit Stone Container Enterprises, Inc.	Bank of America	-
Smurfit Stone Container Enterprises, Inc.	Fifth Third Bank	8
Smurfit Stone Container Enterprises, Inc.	Commerce Bank	10
Smurfit Stone Container Enterprises, Inc.	National City Bank	5
Smurfit Stone Container Enterprises, Inc.	Bank of America	2
Smurfit Stone Container Enterprises, Inc.	Bank of America	6
Smurfit Stone Container Enterprises, Inc.	Sun Trust	7
Smurfit Stone Container Enterprises, Inc.	Wells Fargo National Bank of Alaska	27
Smurfit Stone Container Enterprises, Inc.	National City Bank	62
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	-
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	13,551
Smurfit Stone Container Enterprises, Inc.	Bank of America	518
Smurfit Stone Container Enterprises, Inc.	Bank of America	85
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	17
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	247,059
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	-
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	-



Debtor

**MOR-3**  
**Schedule of Debtors Bank Account Book Balances (1)**  
**(Dollars in Thousands)**

<b>Debtor Entity</b>	<b>Bank Name</b>	<b>Book Balance as of April 30, 2009</b>
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	-
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	-
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	49
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	-
Smurfit Stone Container Enterprises, Inc.	Bank of America	12,297
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	-
Smurfit Stone Container Enterprises, Inc.	JP Morgan Chase	24
Smurfit Stone Container Enterprises, Inc.	Wachovia	-
Smurfit Stone Container Enterprises, Inc.	Wachovia	-
Smurfit Stone Container Enterprises, Inc.	Wachovia	-
Smurfit-Stone Container Canada, Inc.	Scotia Bank	476
Smurfit-Stone Container Canada, Inc.	Scotia Bank	168
Smurfit-Stone Container Canada, Inc.	Scotia Bank	2
Smurfit-Stone Container Canada, Inc.	Scotia Bank	546
Smurfit-Stone Container Canada, Inc.	Bank of Nova Scotia	102
Smurfit-Stone Container Canada, Inc.	Bank of Nova Scotia	2,104
Smurfit-Stone Container Canada, Inc.	Scotia Bank	2
Smurfit-Stone Container Canada, Inc.	Scotia Bank	9
Smurfit-Stone Container Canada, Inc.	JP Morgan Chase	-
Smurfit-Stone Container Canada, Inc.	JP Morgan Chase	-
Smurfit-Stone Container Canada, Inc.	JP Morgan Chase	-
Smurfit-Stone Container Canada, Inc.	JP Morgan Chase	-
Smurfit-Stone Container Canada, Inc.	JP Morgan Chase	-
Smurfit-Stone Container Canada, Inc.	US Bank	1
Smurfit-Stone Puerto Rico, Inc.	Banco Bilbao Vizcaya	1,035
Smurfit-Stone Puerto Rico, Inc.	Banco Bilbao Vizcaya	-
Smurfit-Stone Puerto Rico, Inc.	Banco Bilbao Vizcaya	-
Smurfit-Stone Puerto Rico, Inc.	Banco Bilbao Vizcaya	195
Stone Cont. Finance Company of Canada II	US Bank	1
		<b>\$ 292,358</b>

**Notes:**

(1) The book bank account balances presented herein, include an adjusting entry required by Generally Accepted Accounting Principles (GAAP) to reclassify balances related to outstanding checks to accounts payable. As a result, the cash balances reported in this schedule agree to the cash balance presented in the balance sheet.

Debtor

**MOR-4****Schedule of Professional Fees and Expenses Paid (1)**

For the Period April 1, 2009 to April 30, 2009

(Dollars in Thousands)

This schedule is to include all retained professional payments from case inception to current month.

<b>Professional</b>	<b>Amount Paid This Period Fees &amp; Expenses</b>	<b>Cumulative Amount Paid Fees &amp; Expenses</b>
Blake, Cassels & Graydon LLP	\$ -	\$ 418
Bryan Cave LLP	-	697
Capstone Advisors LLC	-	114
Deloitte & Touche LLP	110	517
Epiq Bankruptcy Solutions	-	306
Goodman LLP	13	13
Great American Group, LLC	14	14
Jeffer Mangels Butler & Marmaro LLP	61	61
Kibel Green	31	31
Mercer Consulting	-	37
Merrill	22	22
Pepper Hamilton, LLC	13	13
Stikeman Elliott	298	298
<b>Total</b>	<b>\$ 562</b>	<b>\$ 2,541</b>

<b>Professional</b>	<b>Role</b>
Blake, Cassels & Graydon LLP	Debtor in Possession Financing Lender Counsel
Bryan Cave LLP	Debtor in Possession Financing Lender Counsel
Capstone Advisors LLC	Debtor in Possession Financing Consultant
Deloitte & Touche LLP	Canadian Court Appointed Bankruptcy Monitor
Epiq Bankruptcy Solutions	Claims, Noticing, and Balloting Agent
Goodman LLP	Counsel for the Canadian Court Appointed Monitor
Great American Group, LLC	Valuation Services
Jeffer Mangels Butler & Marmaro LLP	Debtors Counsel
Kibel Green	Debtors Counsel
Mercer Consulting	Debtor in Possession Consultant
Merrill Corporation	Data Site Services
Pepper Hamilton, LLC	Debtors Counsel
Stikeman Elliott	Debtors Canadian Counsel

**Notes:**

- (1) Professional fees do not include payments to professionals or consultants that are paid in the ordinary course. Payments made to professionals in Canadian dollars have been converted to US dollars.
- (2) Payments to professionals do not include payments made to Ernst & Young during the period for ordinary course audit fees.

Debtor

MOR-5

Declaration Regarding the Reconciliation of the Debtors' Bank Accounts  
As of April 30, 2009

John R. Murphy hereby declares under penalty of perjury

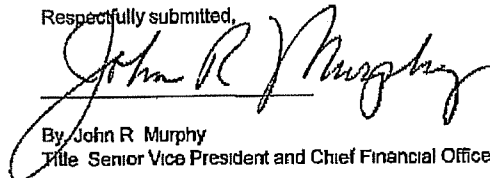
1 I am the Senior Vice President and Chief Financial Officer for Smurfit Stone Corporation, et al , the above-captioned debtors and debtors in possession (collectively, the "Debtors") I am familiar with the Debtors' day-to-day operations, business, affairs and books and records

2 All statements in this Declaration are based on my personal knowledge, my review of the relevant documents, my discussions with other employees of the Debtors, or my opinion based upon my experience and knowledge of the Debtors' operations and financial condition. If I were called upon to testify, I could and would testify to each of the facts set forth herein based on such personal knowledge, review of documents or opinion. I am authorized to submit this Declaration of behalf of the Debtors

3 To the best of my knowledge, all of the Debtors' bank balances as of April 30, 2009 have been reconciled in an accurate and timely manner

Dated June 1, 2009

Respectfully submitted,



By John R. Murphy  
Title Senior Vice President and Chief Financial Officer

**MOR-6**  
**Debtors Combined Balance Sheet (1)**  
(Dollars in Thousands)

	<u>April 30, 2009</u>
<b>ASSETS</b>	
<b>Current assets</b>	
Cash and cash equivalents	\$ 292,358
Receivables	611,827
Inventories	508,176
Prepaid expenses and other current assets	29,339
<b>Total current assets</b>	<u>1,441,700</u>
 Net property, plant and equipment	 3,414,192
Timberlands, less timber depletion	31,674
Deferred income taxes	35,204
Investments in and advances to non-debtor affiliates (2)	71,801
Other assets	68,133
	<u>\$ 5,062,704</u>
 <b>LIABILITIES AND EQUITY (DEFICIT)</b>	
<b>Liabilities not subject to compromise</b>	
<b>Current liabilities</b>	
Current maturities of long-term debt	\$ 1,784,562
Accounts payable	269,949
Accrued compensation and payroll taxes	134,540
Interest payable	7,553
Income taxes payable	8,846
Current deferred income taxes	21,052
Other current liabilities	125,368
<b>Total current liabilities</b>	<u>2,351,870</u>
 Other long-term liabilities	 <u>124,068</u>
 <b>Total liabilities not subject to compromise</b>	 <u>2,475,938</u>
 <b>Liabilities subject to compromise</b>	 <u>4,209,150</u>
 <b>Total liabilities</b>	 6,685,088
 <b>Total equity (deficit)</b>	 (1,622,384)
	<u>\$ 5,062,704</u>

**Notes:**

(1) The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee. All information contained herein is unaudited and subject to future adjustment. See notes to the financial statements.

(2) Intercompany receivable represents a net balance and includes both pre-petition and post-petition balances. The pre-petition balances are subject to compromise.

Debtor

**MOR-7**  
**Debtors Combined Statements of Operations (1)**  
(Dollars in Thousands)

	For the Period April 1, 2009 Through April 30, 2009	For the Period January 26, 2009 Through April 30, 2009
<b>Net sales</b>	\$ 448,835	\$ 1,449,850
<b>Costs and expenses</b>		
Cost of goods sold	400,456	1,250,200
Selling and administrative expenses	45,317	146,866
Restructuring charges	4,500	11,509
(Gain) loss on disposal of assets	(218)	342
<b>Operating Income (loss)</b>	(1,220)	40,933
<b>Other Income (expense)</b>		
Interest expense, net (2)	(24,841)	(79,334)
Debtor-in-possession debt issuance costs		(62,702)
Loss on early extinguishment of debt (non-cash)		(19,777)
Equity in losses of non-debtor affiliates	(747)	(3,734)
Foreign currency exchange losses	(1,200)	(1,600)
Other, net	(9)	(980)
<b>Loss before reorganization items and income taxes</b>	(28,017)	(127,194)
<b>Reorganization items</b>		
Professional fees	(5,000)	(18,373)
Provision for executory contracts & leases		(39,400)
Accounts payable settlement gains	157	1,203
<b>Reorganization items, net</b>	(4,843)	(56,570)
<b>Loss before income taxes</b>	(32,860)	(183,764)
<b>Provision for income taxes</b>	(299)	(1,299)
<b>Net loss</b>	(33,159)	(185,063)
<b>Preferred stock dividends &amp; accretion</b>	(1,021)	(3,063)
<b>Net loss attributable to common stockholders</b>	\$ (34,180)	\$ (188,126)

**Notes:**

(1) The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee. All information contained herein is unaudited and subject to future adjustment. See notes to the financial statements.

(2) Includes interest expense on both secured and unsecured debt. Interest expense of \$16.4 million and \$51.3 for the month and for the period January 26, 2009 through April 30, 2009, respectively, relate to unsecured debt, and will not be paid during the bankruptcy proceeding.

Debtor

MOR-8

Declaration Regarding the Status of Post-Petition Taxes of the Debtors  
As of April 30, 2009

Stace L. Faulders hereby declares under penalty of perjury

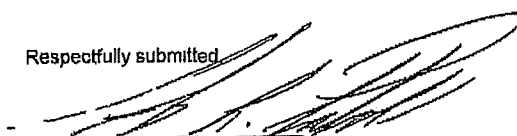
1 I am the Director of Taxes for Smurfit Stone Corporation, et al , the above-captioned debtors and debtors in possession (collectively, the "Debtors") I am familiar with the Debtors' day-to-day operations' business, affairs and books and records

2 All statements in this Declaration are based on my personal knowledge, my review of the relevant documents, my discussions with other employees of the Debtors, or my opinion based upon my experience and knowledge of the Debtors' operations and financial condition. If I were called upon to testify, I could and would testify to each of the facts set forth herein based on such personal knowledge, review of documents or opinion. I am authorized to submit this Declaration on behalf of the Debtors.

3 To the best of my knowledge, the Debtors have filed all necessary federal, state and local tax returns and made all required post petition tax payments in connection therewith on a timely basis or have promptly remediated any late filings or payments that may have occurred due to unintentional oversights.

Dated May 29, 2009

Respectfully submitted,



By Stace L. Faulders  
Title Director of Taxes

Debtor

**MOR-9****Combined Listing of Post-Petition Aged Accounts Payable  
As of April 30, 2009  
(Dollars in Thousands)**

	Number of Days Outstanding				Total
	0-30	31-60	Over 60	Over 90	
Accounts payable (1)	\$ 106,882	\$ 12,501	\$ 4,405	\$ 195	\$ 123,983
Other payables (2)	145,966				145,966
Amounts due to insiders (3)	-				-
<b>Total post-petition debts</b>	<b>\$ 252,848</b>	<b>\$ 12,501</b>	<b>\$ 4,405</b>	<b>\$ 195</b>	<b>\$ 269,949</b>

**Notes:**

(1) The post-petition accounts payable reported represents open and outstanding trade vendor invoices, based on invoice date, that have been entered into the Debtors' accounts payable system.

(2) Other payables include an accrual for professional fees of approximately \$17 million related to reorganization. Other payables also include accruals for invoices not yet received or entered into the Debtors' accounts payable system. As a result, these other payables were not able to be aged and have all been classified in the 0-30 day category on the aging.

(3) "Insider" is defined in 11 U.S.C. Section 101(31).

Debtor

**MOR-10**  
**Combined Listing of Aged Accounts Receivable (1)**  
**As of April 30, 2009**  
(Dollars in Thousands)

	Number of Days Outstanding					Total
	Current	0-30	31-60	61-90	Over 90	
Accounts Receivable	\$ 28,660	\$ 373,377	\$ 130,929	\$ 42,394	\$ 52,911	\$ 628,271
Other Receivables (2)	27,731					27,731
<b>Accounts Receivable (3)</b>	<b>\$ 56,391</b>	<b>\$ 373,377</b>	<b>\$ 130,929</b>	<b>\$ 42,394</b>	<b>\$ 52,911</b>	<b>\$ 656,002</b>

**Notes:**

(1) All amounts have been translated into US dollars.

(2) Other receivables primarily include advances to suppliers and Canadian sales tax receivables, which are not reported net of Canadian sales tax liabilities.

(3) The accounts receivable does not include any provisions for bad debt or amounts due to customers for trade rebates. The allowance for bad debt is approximately (\$22.0) million and the trade rebate reserve is approximately (\$22.2) million.



## Debtor

## MOR 11

Summary of Debtors Post-Petition Inter-Company Receivables and Payables (1)  
(Dollars in Thousands)

Debtor Entity	Net Inter-company Receivables			Net Inter-company Payables		
	Balance as of March 31, 2009	Balance as of April 30, 2009	Change	Balance as of March 31, 2009	Balance as of April 30, 2009	Change
	\$	\$	\$	\$	\$	\$
Smurfit-Stone Container Corporation	-	-	-	-	-	-
Smurfit-Stone Container Enterprises, Inc.	38,600	23,149	(15,451)	-	-	-
Calpine Corrugated LLC	-	-	-	(6,035)	(10,622)	(4,587)
Cameo Container Corporation	1,006	1,775	769	-	-	-
Lot 24D Redevelopment Corporation	-	-	-	-	-	-
Atlanta & St. Andrews Bay Railroad Company	-	-	-	-	-	-
Stone International Services Corporation	-	-	-	(23)	(28)	(5)
Stone Global, Inc.	-	-	-	-	-	-
Stone Connecticut Paperboard Properties, Inc.	-	-	-	-	-	-
Smurfit-Stone Puerto Rico, Inc.	-	-	-	(1,639)	(1,685)	(46)
Smurfit Newsprint Corporation	-	-	-	-	-	-
SLP Finance I, Inc.	-	-	-	-	-	-
SLP Finance II, Inc.	-	-	-	-	-	-
SMBI Inc.	-	-	-	-	-	-
Smurfit-Stone Container Canada Inc.	37,154	43,722	6,568	-	-	-
Stone Container Finance Co of Canada II	-	-	-	(1)	(1)	-
3083527 Nova Scotia Company	54	54	-	-	-	-
MBI Limited/Limitée	-	-	-	(55,039)	(54,869)	171
Smurfit-MBI	-	-	-	-	-	-
639647 British Columbia Ltd.	-	-	-	-	-	-
B.C. Shipper Supplies Ltd.	223	310	87	-	-	-
Specialty Containers Inc.	-	-	-	-	-	-
SLP Finance General Partnership	-	-	-	(9)	(7)	2
Francobec Company	-	-	-	(1)	(1)	-
605861 N B Inc.	-	-	-	(62,747)	(67,213)	(4,466)
	\$ 77,037	\$ 69,010	\$ (8,027)	\$ (62,747)	\$ (67,213)	\$ (4,466)

## Notes:

(1) The inter-company balances presented in the schedule above represent debtors' post-petition inter-company balances.

Debtor

**MOR-12**  
**Debtors' Questionnaire**  
**For the Period Ending April 30, 2009**

1. Have any assets been sold or transferred outside the normal course of business this period? If yes, provide an explanation below.

Yes

☐

No

☒

2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.

☐☒

3. Have all post-petition tax returns been timely filed? If no, provide an explanation below.

☒☐

4. Are workers compensation, general liability and other necessary insurance coverage in effect? If no, provide an explanation below.

☒☐

5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened provide the required documentation pursuant to the Delaware Local Rule 4001-3.

☐☒☐

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**Appendix A**  
**Listing of Debtor Entities**

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<b>Debtor Entities</b>	<b>Case Number</b>
Smurfit-Stone Container Corporation	09-10235
Smurfit-Stone Container Enterprises, Inc.	09-10236
Calpine Corrugated LLC	09-10237
Cameo Container Corporation	09-10238
Lot 24D Redevelopment Corporation	09-10239
Atlanta & St. Andrews Bay Railroad Company	09-10240
Stone International Services Corporation	09-10241
Stone Global, Inc.	09-10242
Stone Connecticut Paperboard Properties, Inc.	09-10243
Smurfit-Stone Puerto Rico, Inc.	09-10244
Smurfit Newsprint Corporation	09-10245
SLP Finance I, Inc.	09-10246
SLP Finance II, Inc.	09-10247
SMBI Inc.	09-10248
Smurfit-Stone Container Canada Inc.	09-10249
Stone Container Finance Co of Canada II	09-10250
3083527 Nova Scotia Company	09-10251
MBI Limited/Limitée	09-10252
Smurfit-MBI	09-10253
639647 British Columbia Ltd.	09-10254
B.C. Shipper Supplies Ltd.	09-10255
Specialty Containers Inc.	09-10256
SLP Finance General Partnership	09-10257
Francobec Company	09-10258
605861 N B Inc.	09-10259

**In re Smurfit Stone Container Corporation, *et al.***

**NOTES TO FINANCIAL STATEMENTS PRESENTED IN APPENDIX B and  
APPENDIX C**

**1. Debtors' Combined Financial Statements by Legal Entity:** The Company prepares consolidated financial statements in accordance with US GAAP and files these consolidated financial statements on a quarterly and an annual basis with the SEC. The Company's consolidated financial statements include the operating results for the both Debtor and Non-Debtor entities. The financial statements presented in Appendix B (Debtors Combined Balance Sheet) and Appendix C (Debtors Combined Statement of Operations) are reported on a legal entity basis for Debtor entities only. Certain transactions and adjustments for the Company are recorded on a consolidated basis and may not be reflected in this MOR at the legal entity level. As a result, the Company cautions readers not to place undue reliance upon information contained in Appendix B and Appendix C. For further information, refer to the Company's consolidated financial statements and footnotes included in its 2008 Form 10-K and its 2009 First Quarter Form 10-Q.

Debtor

**Appendix B**  
**Debtors Combined Balance Sheet (1)**  
(Dollars in Thousands)

	U.S. Debtors	Canadian Debtors	Sub-Total	(3) Adjusting Entries	April 30, 2009
<b>ASSETS</b>					
<b>Current assets</b>					
Cash and cash equivalents	\$ 283,337	\$ 9,021	\$ 292,358	\$	\$ 292,358
Receivables	524,984	86,843	611,827		611,827
Inventories	406,591	101,585	508,176		508,176
Prepaid expenses and other current assets	19,568	9,771	29,339		29,339
Total current assets	1,234,480	207,220	1,441,700		1,441,700
Net property, plant and equipment	2,946,271	467,921	3,414,192		3,414,192
Timberlands, less timber depletion	2,058	29,616	31,674		31,674
Deferred income taxes		42,665	42,665	(7,461)	35,204
Intercompany receivable with other SSCC entities, net, subject to compromise (2)		140,656	140,656	(85,227)	55,429
Investments in Canadian and non-debtor affiliates	2,132		2,132	14,240	16,372
Other assets	60,287	7,846	68,133		68,133
	<u>\$ 4,245,228</u>	<u>\$ 895,924</u>	<u>\$ 5,141,152</u>	<u>\$ (78,448)</u>	<u>\$ 5,062,704</u>
<b>LIABILITIES AND EQUITY (DEFICIT)</b>					
<b>Liabilities not subject to compromise</b>					
<b>Current liabilities</b>					
Current maturities of long-term debt	\$ 1,356,434	\$ 428,128	\$ 1,784,562	\$	\$ 1,784,562
Accounts payable	244,786	25,163	269,949		269,949
Accrued compensation and payroll taxes	120,712	13,828	134,540		134,540
Interest payable	6,542	1,011	7,553		7,553
Income taxes payable	8,846		8,846		8,846
Current deferred income taxes	21,052		21,052		21,052
Other current liabilities	113,266	12,102	125,368		125,368
Total current liabilities	1,871,638	480,232	2,351,870		2,351,870
Deferred income taxes	7,461		7,461	(7,461)	
Other long-term liabilities	120,722	3,346	124,068		124,068
Total liabilities not subject to compromise	1,999,821	483,578	2,483,399	(7,461)	2,475,938
Intercompany payable with other SSCC entities, net, subject to compromise (2)	85,227		85,227	(85,227)	
Liabilities subject to compromise	3,782,564	426,586	4,209,150		4,209,150
Total liabilities	5,867,612	910,164	6,777,776	(92,688)	6,685,088
Total equity (deficit)	(1,622,384)	(14,240)	(1,636,624)	14,240	(1,622,384)
	<u>\$ 4,245,228</u>	<u>\$ 895,924</u>	<u>\$ 5,141,152</u>	<u>\$ (78,448)</u>	<u>\$ 5,062,704</u>

**Notes:**

(1) The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee. All information contained herein is unaudited and subject to future adjustment. See notes to the financial statements.

(2) Intercompany receivable (payable) represents a net balance and includes both pre-petition and post-petition balances. The pre-petition balances are subject to compromise.

(3) Adjusting entries relate to elimination of deferred tax liability against deferred tax asset, elimination of intercompany receivable (payable) between US and Canada and elimination of US investment in Canada.

## Debtor

## Appendix A.1

U.S. Debtors Combined Balance Sheet (1)  
(Dollars in Thousands)

	Smurfit-Stone Puerto Rico, Inc.	Smurfit-Stone SLP Finance LLC	Smurfit Newsprint Corporation	Smurfit-Stone Container Corporation	Smurfit-Stone Container Enterprises, Inc.	Calpine Corrugated LLC	Stone International Services Corporation	Atlanta & SL Andrews Bay Railroad Company	Stone Global, Inc.	Lot 24D Redevelopment Corporation	Connecticut Paperboard Properties, Inc.	Unadjusted Total US Entities	(3) Adjusting Entries	April 30, 2009
<b>ASSETS</b>														
Current assets														
Cash and cash equivalents	\$ -	\$ 1,229	\$ -	\$ -	\$ -	\$ 8,146	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 283,337	\$ -	\$ 283,337
Receivables	3,375	3,118	-	-	-	511,028	22,012	-	-	-	-	539,533	(14,549)	524,984
Inventories	3,044	3,102	-	-	-	392,713	7,732	-	-	-	-	406,591	-	406,591
Prepaid expenses and other current assets	12	92	-	-	-	16,385	-	-	-	-	-	16,489	3,079	19,568
Total current assets	6,431	7,541	-	-	-	1,194,088	37,890	-	-	-	-	1,245,950	(11,470)	1,234,480
Net property, plant and equipment	7,110	4,390	-	-	-	2,898,755	36,016	-	-	-	-	2,946,271	-	2,946,271
Intangible assets, less intangible depreciation	-	-	-	-	-	2,058	-	-	-	-	-	2,058	-	2,058
Investments in Canadian and non-debtor affiliates (2)	-	-	275,000	-	1,967,694	(170,027)	-	-	-	-	-	2,347,667	(2,345,535)	2,132
Other assets	-	-	-	-	-	59,864	1,403	-	-	-	-	60,267	-	60,267
	\$ 13,541	\$ 11,931	\$ 275,000	\$ -	\$ 1,967,694	\$ 3,983,758	\$ 75,309	\$ -	\$ -	\$ -	\$ -	\$ 6,602,233	\$ (2,357,005)	\$ 4,245,228
<b>LIABILITIES AND EQUITY (DEFICIT)</b>														
Liabilities not subject to compromise														
Current liabilities														
Accounts payable	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 45,602	\$ (260)	\$ -	\$ -	\$ -	\$ -	\$ 1,356,434	\$ (12,069)	\$ 1,356,434
Accrued compensation and payroll taxes	657	506	-	-	-	1,327	-	-	-	-	-	256,855	-	244,769
Interest payable	314	356	-	-	-	119,371	672	(1)	-	-	-	120,712	-	120,712
Income taxes payable (receivable)	-	(186)	115	-	-	8,802	243	-	-	-	-	8,846	-	8,846
Current deferred income taxes	-	-	-	-	-	21,052	-	-	-	-	-	21,052	-	21,052
Other current liabilities	192	-	-	-	-	113,162	(75)	(13)	-	-	-	113,286	-	113,286
Total current liabilities	1,163	675	115	-	-	1,834,144	47,769	(274)	-	-	-	1,893,707	(12,069)	1,871,598
Deferred income tax (asset) liability	59	479	(6,241)	-	(143,500)	186,905	-	-	-	-	-	7,461	-	7,461
Other long-term liabilities	-	-	-	-	(2)	119,011	1,713	-	-	-	-	120,722	-	120,722
Total liabilities not subject to compromise	1,222	1,154	(6,126)	-	(143,502)	2,120,060	49,482	(274)	-	-	-	2,011,890	(12,069)	1,999,821
Intercompany (receivable) payable with other SSSC entities, not subject to compromise (2)	(42,880)	4,200	-	(52)	-	1,378,809	67,078	4,130	-	-	-	1,411,285	(1,326,058)	85,227
Liabilities subject to compromise	1,334	922	-	53	3,441	3,771,034	5,780	-	-	-	-	3,782,564	-	3,782,564
Total liabilities	(40,324)	6,276	(6,126)	1	(140,061)	7,269,903	122,340	3,856	-	-	-	7,205,739	(1,338,127)	5,867,612
Total equity (deficit)	53,865	5,655	283,126	(1)	2,107,755	(3,286,145)	(47,031)	(3,856)	-	-	-	(603,506)	(1,016,878)	(1,622,384)
	\$ 13,541	\$ 11,931	\$ 275,000	\$ -	\$ 1,967,694	\$ 3,983,758	\$ 75,309	\$ -	\$ -	\$ -	\$ -	\$ 6,602,233	\$ (2,357,005)	\$ 4,245,228

## Notes:

- (1) The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee. All information contained herein is unaudited and subject to future adjustment. See notes to the financial statements.
- (2) Intercompany receivable represents a net balance and includes both pre-petition and post-petition balances. The pre-petition balances are subject to compromise.
- (3) Adjusting entries relate primarily to elimination of investments in and intercompany receivables (payables) between US debtor entities.

## Debtor

**Appendix B.2**  
**Canadian Debtors Combined Balance Sheet (1)**  
(Dollars in Thousands)

	SLP Finance General Partnership	Smurfit-Stone Container Canada Inc.	605861 N B Inc.	Smurfit-MBI	3083527 Nova Scotia Company	Francobec Company	Stone Container Finance Co of Canada II	639647 British Columbia Ltd.	B.C. Shipper Supplies Ltd.	Specialty Containers Inc.	MBI Limited/ Limitée	Total Unadjusted Canadian	(3) Adjusting Entries	April 30, 2009
<b>ASSETS</b>														
Current assets														
Cash and cash equivalents	\$ -	\$ 3,410	\$ 1	\$ 5,596	\$ 1	\$ 1	\$ 1	\$ -	\$ 11	\$ -	\$ -	\$ 9,021	\$ -	\$ 9,021
Receivables	-	25,372	-	61,127	-	-	-	-	950	-	-	87,449	(606)	86,843
Inventories	-	54,644	-	46,211	-	52	-	-	678	-	-	101,585	-	101,585
Prepaid expenses and other current assets	-	5,733	-	2,054	1,304	11	-	-	68	-	-	9,170	601	9,771
Total current assets	-	89,159	1	114,988	1,305	64	1	-	1,707	-	-	207,225	(5)	207,220
Net property, plant and equipment	-	309,193	-	156,438	-	205	-	-	2,085	-	-	467,921	-	467,921
Timberlands, less timber depletion	-	29,616	-	-	-	-	-	-	-	-	-	29,616	-	29,616
Deferred income tax asset (liability)	(620)	30,469	(587)	(1,047)	14,553	-	-	-	(103)	-	-	42,565	-	42,665
Intercompany receivable (payable) with other SSCC														
entities, net subject to compromise (2)	352,526	(141,194)	(6,161)	34,603	(236,727)	(314)	138,381	-	(458)	-	-	140,656	-	140,656
Investments in Canadian affiliates	574,480	242,916	-	-	198,052	-	68,413	-	(4,298)	-	-	1,083,871	(1,083,871)	-
Other assets	-	1,572	-	10,572	-	-	-	-	-	-	-	7,846	-	7,846
	\$ 926,396	\$ 561,731	\$ (6,747)	\$ 315,554	\$ (22,817)	\$ (45)	\$ 206,795	\$ -	\$ (1,067)	\$ -	\$ -	\$ 1,979,800	\$ (1,083,876)	\$ 895,924
<b>LIABILITIES AND EQUITY (DEFICIT)</b>														
Liabilities not subject to compromise														
Current liabilities														
Current maturities of long-term debt	\$ -	\$ 428,012	\$ -	\$ 116	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 428,128	\$ -	\$ 428,128
Accounts payable	-	15,457	-	9,524	-	-	-	-	187	-	-	25,168	(5)	25,163
Accrued compensation and payroll taxes	-	5,655	-	8,052	-	-	-	-	121	-	-	13,828	-	13,828
Interest payable	-	1,011	-	-	-	-	-	-	-	-	-	1,011	-	1,011
Other current liabilities	-	9,770	(2,227)	4,514	-	-	-	-	45	-	-	12,102	-	12,102
Total current liabilities	-	459,905	(2,227)	22,206	-	-	-	-	353	-	-	480,237	(5)	480,232
Other long-term liabilities	-	3,310	-	36	-	-	-	-	-	-	-	3,346	-	3,346
Total liabilities not subject to compromise	-	463,215	(2,227)	22,242	-	-	-	-	353	-	-	483,583	(5)	483,578
Liabilities subject to compromise	-	155,061	-	67,937	415	12	203,153	-	8	-	-	426,586	-	426,586
Total liabilities	-	618,276	(2,227)	90,179	415	12	203,153	-	361	-	-	910,169	(5)	910,164
Total equity (deficit)	926,396	(56,545)	(4,520)	225,375	(23,232)	(57)	3,642	-	(1,428)	-	-	1,069,631	(1,083,871)	(14,240)
	\$ 926,396	\$ 561,731	\$ (6,747)	\$ 315,554	\$ (22,817)	\$ (45)	\$ 206,795	\$ -	\$ (1,067)	\$ -	\$ -	\$ 1,979,800	\$ (1,083,876)	\$ 895,924

## Notes:

- (1) The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee. All information contained herein is unaudited and subject to future adjustment. See notes to the financial statements.
- (2) Intercompany receivable represents a net balance and includes both pre-petition and post-petition balances. The pre-petition balances are subject to compromise.
- (3) Adjusting entries relate primarily to elimination of investments in and intercompany receivables (payables) between Canadian debtor entities.

Debtor

**Appendix C**  
**Debtors Combined Statement of Operations (1)**  
(Dollars in Thousands)

	U.S. Debtors	Canadian Debtors	Sub-Total	(3) Adjusting Entries	For the Period April 1, 2009 Through April 30, 2009
Net sales (4)	\$ 405,949	\$ 42,886	\$448,835	\$	\$ 448,835
<b>Costs and expenses</b>					
Cost of goods sold (4)	363,025	37,431	400,456		400,456
Selling and administrative expenses	41,286	4,031	45,317		45,317
Restructuring charges	4,490	10	4,500		4,500
Gain on disposal of assets	(9)	(209)	(218)		(218)
Operating income (loss)	(2,843)	1,623	(1,220)		(1,220)
<b>Other income (expense)</b>					
Interest expense, net (2)	(22,203)	(2,638)	(24,841)		(24,841)
Debtor-in-possession debt issuance costs	125	(125)			
Equity in losses of Canadian and other non-debtor affiliates	(4,376)		(4,376)	3,629	(747)
Foreign currency exchange losses		(1,200)	(1,200)		(1,200)
Other, net	337	(346)	(9)		(9)
Loss before reorganization items and income taxes	(28,960)	(2,686)	(31,646)	3,629	(28,017)
<b>Reorganization items</b>					
Professional fees	(4,216)	(784)	(5,000)		(5,000)
Provision for executory contracts & leases					
Accounts payable settlement gains	156	1	157		157
Reorganization items, net	(4,060)	(783)	(4,843)		(4,843)
Loss before income taxes	(33,020)	(3,469)	(36,489)	3,629	(32,860)
Provision for income taxes	(139)	(160)	(299)		(299)
Net loss	(33,159)	(3,629)	(36,788)	3,629	(33,159)
Preferred stock dividends & accretion	(1,021)		(1,021)		(1,021)
Net loss attributable to common stockholders	\$ (34,180)	\$ (3,629)	\$ (37,809)	\$ 3,629	\$ (34,180)

**Notes:**

(1) The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee. All information contained herein is unaudited and subject to future adjustment. See notes to the financial statements.

(2) Includes interest expense on both secured and unsecured debt. Interest expense of \$16.4 million for the month relates to unsecured debt which will not be paid during the bankruptcy proceeding.

(3) Adjusting entry relates to the elimination of the Canadian net loss because the loss is recognized under Canadian Debtors and the loss is also included in the U.S. Debtors column as an equity loss.

(4) Consolidating entries for the Company, which eliminate intercompany sales and cost of goods sold between the Company's legal entities, are reflected in the financial statements of the legal entity which produced and sold the product. Profits related to these transactions are recorded by the legal entity which produced and sold the product.



Debtor

## Appendix C-1

## U.S. Debtors Statement of Operations (1)

(Dollars in Thousands)

	Cameo Container Corporation	Smurfit-Stone Puerto Rico, Inc.	SLP Finance I, Inc.	SLP Finance II, Inc.	Smurfit Newspaper Corporation	Smurfit-Stone Container Corporation	Smurfit-Stone Container Enterprises, Inc.	Capline Corrugated LLC	Stone International Services Corporation	Atlanta & St. Andrews Bay Railroad Company	Stone Global, Inc.	Lot 24D Redevelopment Corporation	Stone Connecticut Paperboard Properties, Inc.	SMBI Inc.	Sub-Total	(2) Adjusting Entries	For the Period April 1, 2009 Through April 30, 2009
Net sales	\$ 2,195	\$ 2,672	\$ -	\$ -	\$ -	\$ -	\$ 396,467	\$ 4,515	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 405,949	\$ -	\$ 405,949
Costs and expenses																	
Cost of goods sold	1,723	2,513	-	-	-	-	354,616	4,173	-	-	-	-	-	-	353,025	-	353,025
Selling and administrative expenses	519	155	-	-	-	-	40,283	279	50	-	-	-	-	-	41,286	-	41,286
Restructuring charges	-	-	-	-	-	-	4,490	-	-	-	-	-	-	-	4,490	-	4,490
Gain on disposal of assets	-	-	-	-	-	-	(9)	-	-	-	-	-	-	-	(9)	-	(9)
Operating Income (loss)	(47)	4	-	-	-	-	(2,913)	163	(50)	-	-	-	-	-	(2,843)	-	(2,843)
Other Income (expense)																	
Interest expense, net	(273)	(4)	-	-	-	-	(21,407)	(519)	-	-	-	-	-	-	(22,203)	-	(22,203)
Debt-in-possession debt issuance costs	-	-	-	-	-	-	125	-	-	-	-	-	-	-	125	-	125
Equity in losses of Canadian and other non-debtor affiliates	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(4,376)	-	(4,376)
Other, net	-	-	-	-	-	-	337	-	-	-	-	-	-	-	337	-	337
Loss before reorganization items and income taxes	(320)	-	-	-	-	-	(23,858)	(356)	(50)	-	-	-	-	-	(24,594)	(4,376)	(28,970)
Reorganization items																	
Professional fees	(10)	(13)	-	-	-	-	(4,051)	(132)	-	-	-	-	-	-	(4,216)	-	(4,216)
Provision for rejected executory contracts & leases	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Accounts payable settlement gains	-	-	-	-	-	-	156	-	-	-	-	-	-	-	156	-	156
Reorganization items, net	(10)	(13)	-	-	-	-	(3,905)	(132)	-	-	-	-	-	-	(4,060)	-	(4,060)
Loss before income taxes	(330)	(13)	-	-	-	-	(27,753)	(488)	(50)	-	-	-	-	-	(28,644)	(4,376)	(33,020)
Benefit from (provision for) income taxes	-	1	(29)	(29)	-	-	(82)	-	-	-	-	-	-	-	(139)	-	(139)
Net loss	(330)	(12)	(29)	(29)	-	-	(27,845)	(488)	(50)	-	-	-	-	-	(28,783)	(4,376)	(33,159)
Preferred stock dividends & accretion	-	-	-	-	-	-	(1,021)	-	-	-	-	-	-	-	(1,021)	-	(1,021)
Net income (loss) attributable to common stockholders	\$ (330)	\$ (12)	\$ (29)	\$ (29)	\$ -	\$ -	\$ (27,845)	\$ (488)	\$ (50)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (29,804)	\$ (4,376)	\$ (34,180)

## Notes:

(1) The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee. All information contained herein is unaudited and subject to future adjustment. See notes to the financial statements.

(2) Adjusting entry relates to recognition of Canadian and other non-debtor equity loss for U.S. Debtor consolidation purposes.

## Debtor

Appendix C-2 Canadian Debtors Statement of Operations (1) (Dollars in Thousands)											
SLP	Smurfit-Stone Container Canada Inc.	505861 N.B. Inc.	3083527 Nova Smurfit-MBI Scotia Company	Francobee Company	Stons Container Finance Co of Canada II	63947 British Columbia Ltd.	B.C. Shipper Supplies Ltd.	Specialty Containers Inc.	MBI Limited/ Linnite	(2) Adjusting Sub-Total Entries	For the Period April 1, 2009 Through April 30, 2009
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Net sales	-	5,548	-	36,912	-	-	420	-	-	42,886	-
Costs and expenses	-	1,512	-	35,390	15	-	514	-	-	37,431	-
Cost of goods sold	-	1,219	-	2,764	(14)	-	56	-	-	4,031	-
Selling and administrative expenses	-	(8)	-	18	-	-	-	-	-	10	-
Restructuring (income) charges	-	(2)	-	(207)	-	-	-	-	-	(209)	-
Gain on disposal of assets	-	-	-	-	-	-	-	-	-	-	(209)
Operating income (loss)	-	2,827	-	(1,053)	(6)	(1)	(144)	-	-	1,623	-
Other income (expense)	3,015	(4,653)	-	264	(1,287)	23	-	-	-	(2,658)	-
Interest income (expense), net	-	(125)	-	-	-	-	-	-	-	(125)	-
Debt-in-possession debt issuance costs	(33)	(3,826)	(2,193)	3,983	783	1	85	-	-	(1,200)	-
Foreign currency exchange gains (losses)	-	984	-	(973)	280	-	(89)	-	-	216	(562)
Other, net	-	-	-	-	-	-	-	-	-	-	(346)
Income (loss) before reorganization items and income taxes	2,982	(4,763)	(2,193)	2,221	(230)	23	(144)	-	-	(2,124)	(562)
Reorganization items	-	-	-	-	-	-	-	-	-	-	(2,686)
Professional fees	-	(747)	-	(37)	-	-	-	-	-	(784)	-
Provision for rejected executory contracts & leases	-	-	-	-	-	-	-	-	-	-	-
Accounts payable settlement gains	-	-	-	1	-	-	-	-	-	1	-
Reorganization items, net	-	(747)	-	(36)	-	-	-	-	-	(783)	-
Income (loss) before income taxes	2,982	(5,510)	(2,193)	2,185	(230)	23	(144)	-	-	(2,907)	(562)
Provision for income taxes	-	(160)	-	-	-	-	-	-	-	(160)	-
Net income (loss)	\$ 2,982	\$ (5,670)	\$ (2,193)	\$ 2,185	\$ (230)	\$ -	\$ (144)	\$ -	\$ -	\$ (3,067)	\$ (562)
											\$ (3,629)

## Notes:

(1) The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee. All information contained herein is unaudited and subject to future adjustment. See notes to the financial statements.

(2) Adjusting entry relates to elimination of Smurfit-MBI net income recorded as equity income on its partners, Smurfit-Stone Container Canada Inc. and 3083527 Nova Scotia Company.