

Superior Court of Justice
Commercial List

FILE/DIRECTION/ORDER

Re Smurfit - Stone Container Canada et al
Plaintiff(s)

AND

Defendant(s)

Case Management Yes No by Judge: Reppell, J

Counsel	Telephone No.:	Facsimile No.:

- Order Direction for Registrar (No formal order need be taken out)
- Above action transferred to the Commercial List at Toronto (No formal order need be taken out)
- Adjourned to: _____
- Time Table approved (as follows): _____

The applicants seek a claims determination order. I am making the following amendments:

- Paragraph 7 is deleted without prejudice to the Committee of unsecured creditors in the US proceedings to request that the contents of that paragraph be added in the filing of proper materials. The references to the Committee in paras 12th are similarly deleted.
- The words "subject to further order of this court" are added to paragraph 10. The claims officer has not yet been identified. As with any appeal, an appeal would be based on the existing record. If there is fresh evidence that should be admitted on the appeal to this court, the party seeking its

Nov 6/09
Date

St. Repell, J
Judge's Signature

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Judges Endorsement Continued

admission would have to meet the established tests for same.

3. Paragraph 16 (b) is amended to add the words "save + except for any gross negligence or willful misconduct on its part".

4. Paragraph 6(d) is amended to substitute the word "on" for "of" in the 5th line.

5. Para 6 is amended to bullet "subject to para. 7".
The Monitor has indicated that it will work with + counsel with the OCC.

This case is complicated somewhat given that the Canadian entities have filed here + in the US. The Initial order + ancillary orders were granted in extraordinary times + I ~~hope~~ regard this restructuring as exceptional. ^{in that} the proposed creditors determination order reflects that reality + in the circumstances, I am prepared to grant it. It is most important that there be no prejudice to either Canadian creditors or American creditors in either of the two parallel proceedings. I am confident that both the Applicants, the Partnerships + the Monitor are alive to this issue.

Addendum Para 12 is further amended to add the words "or the Monitor" after the word "Partnerships" in the 6th to last line.