



NATIONAL ASSEMBLY

FIRST SESSION

THIRTY-NINTH LEGISLATURE

Bill 202

(Private)

**An Act respecting Abitibi-Consolidated
Company of Canada**

Introduced 25 March 2009

Passed in principle 9 April 2009

Passed 9 April 2009

Assented to 10 April 2009

**Québec Official Publisher
2009**

Bill 202

(Private)

AN ACT RESPECTING ABITIBI-CONSOLIDATED COMPANY OF CANADA

AS Abitibi-Consolidated Company of Canada (“the Company”) is a legal person formed on an amalgamation that occurred on 1 March 1997 under Part IA of the Companies Act (R.S.Q., chapter C-38) and having its head office in Montréal;

AS the Company is a subsidiary of Abitibi-Consolidated Inc. (“ACI”), which is itself a subsidiary of AbitibiBowater Inc., a legal person governed by the laws of Delaware;

AS the Company intends to amalgamate with ACI, a corporation formed on an amalgamation that occurred on 30 May 1997 under the Canada Business Corporations Act (Revised Statutes of Canada, 1985, chapter C-44) and having its head office in Montréal;

AS there is no legislation in Québec authorizing a company constituted under Part IA of the Companies Act to amalgamate with a corporation constituted under the laws of a jurisdiction other than Québec;

AS the Companies Act does not allow a company to be continued under the laws of a jurisdiction other than Québec;

AS the Company wishes to apply for continuance under the Canada Business Corporations Act so that it may amalgamate with ACI;

AS the shareholders of the Company have adopted and confirmed a by-law authorizing the Company to request the passage of this Act and to apply for continuance under the Canada Business Corporations Act;

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

1. Abitibi-Consolidated Company of Canada (“the Company”) is authorized to apply for continuance under the Canada Business Corporations Act (Revised Statutes of Canada, 1985, chapter C-44).

- 2.** On the date specified on the certificate of continuance issued by the director appointed under the Canada Business Corporations Act, the Company ceases to be governed by the Companies Act (R.S.Q., chapter C-38).
- 3.** The Company has 180 days as of the date of coming into force of this Act to apply for continuance under the Canada Business Corporations Act.
- 4.** This Act comes into force on 10 April 2009.