Thomas Richard L Form 4 October 19, 2010

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person **
Thomas Richard L

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

Dom

Domtar CORP [UFS]

(Check all applicable)

SVP, Sales and Marketing

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

____ Director ____ 10% Owner __X_ Officer (give title ____ Other (specify below)

C/O DOMTAR CORPORATION, 395 DE MAISONNEUVE BOULEVARD WEST

4. If Amendment, Date Original

10/15/2010

 $6.\ Individual\ or\ Joint/Group\ Filing (Check$

Filed (Month/Day/Year)

Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting

Person

MONTREAL, A8 H3A 1L6

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3) 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any

3. 4. Securities
TransactionAcquired (A) or
Code Disposed of (D)
(Instr. 8) (Instr. 3, 4 and 5)

5. Amount of 6. Owner Securities Form: Deneficially (D) or Owned Indirect Following (Instr. 4

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Transaction(s)
(Instr. 3 and 4)

Reported

Common Stock

10/15/2010

 $\begin{array}{cccc} \text{Code} & \text{V} & \text{Amount} & \text{(D)} \\ & & & 2.853 \\ & & & \text{(1)} & \text{A} \end{array}$

A \$ 0 4,093.2442 (2) D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Month/Day/Year)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restrict Stock Units	ed <u>(3)</u>	10/15/2010		A	18.22 (4)	<u>(5)</u>	<u>(5)</u>	Common Stock	18.22	\$
Restrict Stock Units	ed <u>(3)</u>	10/15/2010		A	5.958 (4)	<u>(6)</u>	<u>(6)</u>	Common Stock	5.958	\$
Restrict Stock Units	ed <u>(3)</u>	10/15/2010		A	6.14 (4)	<u>(7)</u>	<u>(7)</u>	Common Stock	6.14	\$

Reporting Owners

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			

Thomas Richard L C/O DOMTAR CORPORATION 395 DE MAISONNEUVE BOULEVARD WEST MONTREAL, A8 H3A 1L6

SVP, Sales and Marketing

Signatures

Razvan L. Theodoru, Attorney-in-fact for Mr.

Thomas

10/19/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These shares are represented by Restricted Stock Units and are credited as dividend equivalents to the reporting person's account, following Domtar Corporation's dividend payment of October 15, 2010.
- (2) Includes restricted stock units and performance conditioned restricted stock units.
- (3) Each Restricted Stock Unit is the economic equivalent of one share of Domtar Corporation Common Stock.
- (4) These Restricted Stock Units represent dividend equivalents credited to the reporting person's account, following Domtar Corporation's dividend payment of October 15, 2010.

(5)

Reporting Owners 2

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Restricted Stock Units vest on April 8, 2012, the same vesting date as the Restricted Stock Units to which the dividend equivalents are related.

- (6) Restricted Stock Units vest on May 10, 2013, the same vesting date as the Restricted Stock Units to which the dividend equivalents are related.
- (7) These Restricted Stock Units vest in 3 equal annual installments beginning on May 10, 2011, the same vesting dates as the Restricted Stock Units to which the dividend equivalents are related.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.