

Anderson Melissa  
 Form 4  
 July 18, 2012

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Anderson Melissa

(Last) (First) (Middle)

395 DE MAISONNEUVE BLVD  
 WEST

(Street)

MONTREAL, A8 H3A 1L6

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Domtar CORP [UFS]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 07/16/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 \_\_\_X\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

Senior VP, Human Resources

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_X\_\_\_ Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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SEC 1474  
 (9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	07/16/2012	A	6.5333 <u>(3)</u>					<u>(2)</u>	<u>(2)</u>	Common Stock	6.5333
Restricted Stock Units	<u>(1)</u>	07/16/2012	A	14.9022 <u>(3)</u>					<u>(2)</u>	<u>(2)</u>	Common Stock	14.9022
Restricted Stock Units	<u>(1)</u>	07/16/2012	A	3.9109 <u>(3)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	3.9109
Restricted Stock Units	<u>(1)</u>	07/16/2012	A	4.5879 <u>(3)</u>					<u>(5)</u>	<u>(5)</u>	Common Stock	4.8579
Restricted Stock Units	<u>(1)</u>	07/16/2012	A	5.5294 <u>(3)</u>					<u>(6)</u>	<u>(6)</u>	Common Stock	5.5294
Deferred Stock Units	<u>(1)</u>	07/16/2012	A	1.9555 <u>(3) (8)</u>					<u>(7)</u>	<u>(7)</u>	Common Stock	1.9555

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Anderson Melissa 395 DE MAISONNEUVE BLVD WEST MONTREAL, A8 H3A 1L6			Senior VP, Human Resources	

## Signatures

Razvan L. Theodoru, Attorney-in-fact for Ms. Anderson  
 07/18/2012

    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) Each Restricted Stock Unit or Deferred Stock Unit is the economic equivalent of one share of Domtar Corporation Common Stock.
- (2) Restricted Stock Units vest on May 10, 2013, the same vesting date as the Restricted Stock Units to which the dividend equivalents are related.

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- (3) These Restricted Stock Units/Deferred Stock Units represent dividend equivalents credited to the reporting person's account, following Domtar Corporation's dividend payment of July 16, 2012.
- (4) These Restricted Stock Units will vest in 3 equal annual installments beginning on February 22, 2012, the same vesting dates as the Restricted Stock Units to which the dividend equivalents are related.
- (5) Restricted Stock Units vest on February 22, 2014, the same vesting date as the Restricted Stock Units to which the dividend equivalents are related.
- (6) Restricted Stock Units vest on February 21, 2015, the same vesting date as the Restricted Stock Units to which the dividend equivalents are related.
- (7) These Deferred Stock Units will vest on the earliest of February 22, 2017, or termination of employment, the same vesting date as the Deferred Stock Units to which the dividend equivalents are related.
- (8) These Deferred Stock Units are represented by vested Restricted Stock Units for which settlement was deferred.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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