Anderson Melissa Form 4 May 14, 2013

FORM 4

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

Check this box if no longer subject to Section 16.

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

January 31, Expires: Estimated average

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Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

05/10/2013

(Last) (First) Domtar CORP [UFS]

(Check all applicable)

(Street)

(Middle)

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

Director _X__ Officer (give title

10% Owner Other (specify

395 DE MAISONNEUVE BLVD

WEST

4. If Amendment, Date Original

Senior VP, Human Resources 6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

MONTREAL, A8 H3A 1L6

(City)	(State)	(Zip) 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. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(III3U. 4)		
Common Stock	05/10/2013		M	1,108.22	A	(1) (2)	1,108.22	D		
Common Stock	05/10/2013		F	381 (3)	D	\$ 72.68	727.22	D		
Common Stock	05/10/2013		D	0.22 (4)	D	\$ 72.68	727	D		
Common Stock	05/10/2013		M	2,527.8	A	(1) (2)	3,254.8	D		
Common Stock	05/10/2013		F	869 (3)	D	\$ 72.68	2,385.8	D		

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Common Stock 05/10/2013 D 0.8 (4) D \$ 2,385 D

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 (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of or 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Restricted Stock Units	<u>(1)</u>	05/10/2013		M		1,108.22	05/10/2013	<u>(5)</u>	Common Stock	1,108.22
Restricted Stock Units	<u>(1)</u>	05/10/2013		M		2,527.8	05/10/2013	(5)	Common Stock	2,527.8

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Anderson Melissa

395 DE MAISONNEUVE BLVD WEST Senior VP, Human Resources

MONTREAL, A8 H3A 1L6

Signatures

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

Anderson

05/14/2013

**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 is the economic equivalent of one share of Domtar Corporation Common Stock.
- (2) This transaction represents the settlement of vested restricted stock units in shares of common stock.

Reporting Owners 2

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- (3) Payment of tax liability by withholding securities incident to the settlement of restricted stock units (RSUs).
- (4) Fractional Restricted Stock Units settled in cash.
- (5) These Restricted Stock Units vested on May 10, 2013.

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.