

LOULOU PATRICK
Form 4
May 14, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
LOULOU PATRICK

(Last) (First) (Middle)

C/O DOMTAR CORPORATION, 395 DE MAISONNEUVE BOULEVARD 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)
05/10/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Corporate Development

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

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount or Price (A) or (D)			
Common Stock	05/10/2013		M		1,308.76	A	(3) (5) 10,388.76	D
Common Stock	05/10/2013		F		654 (2)	D	\$ 72.68 9,734.76	D
Common Stock	05/10/2013		D		0.76 (1)	D	\$ 72.68 9,734	D
Common Stock	05/10/2013		M		601.6	A	(3) (5) 10,335.6	D
	05/10/2013		F		301 (2)	D	10,034.6	D

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Common Stock					\$			
					72.68			
Common Stock	05/10/2013		D	0.6 <u>(1)</u>	D	\$	10,034	D
					72.68			

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

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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 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)	Amount Number Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Restricted Stock Units	<u>(3)</u>	05/10/2013		M	601.6	05/10/2011 ⁽⁴⁾	<u>(4)</u>	Common Stock	601.6
Restricted Stock Units	<u>(3)</u>	05/10/2013		M	1,308.76	05/10/2013	<u>(6)</u>	Common Stock	1,308.76

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOULOU PATRICK C/O DOMTAR CORPORATION 395 DE MAISONNEUVE BOULEVARD WEST MONTREAL, A8 H3A 1L6			SVP, Corporate Development	

Signatures

Razvan L. Theodoru, Attorney-in-fact for Mr. Loulou	05/14/2013
<u> </u> 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) Fractional Restricted Stock Units settled in cash.
- (2) Payment of tax liability by withholding securities incident to the settlement of restricted stock units (RSUs).
- (3) Each Restricted Stock Unit is the economic equivalent of one share of Domtar Corporation Common Stock.
- (4) These Restricted Stock Units vest in 3 equal annual installments beginning on May 10, 2011.
- (5) This transaction represents the settlement of vested restricted stock units in shares of common stock.
- (6) 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.

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