Domtar CORP Form 3/A March 28, 2007

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires: **SECURITIES**

January 31, 2005

Estimated average burden hours per

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

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting

Person *

A Royer Raymond

(Last) (First) (Middle)

Statement

(Month/Day/Year)

03/07/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Domtar CORP [UFS]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year) 03/19/2007

(Check all applicable)

C/O DOMTAR

CORPORATION, Â 395 DE

MAISONNEUVE BOULEVARD WEST

(Street)

X Director 10% Owner

X Officer Other (give title below) (specify below) President and CEO

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

MONTREAL, A8Â H3A 1L6

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities

Beneficially Owned

(Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. 5. Conversion Ownership or Exercise Form of Price of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Derivative Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to purchase) (1)	(2)	03/02/2008	Common Stock	39,187	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(2)	03/07/2010	Common Stock	24,633	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(2)	02/05/2011	Common Stock	58,870	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(2)	06/25/2011	Common Stock	32,437	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(2)	02/04/2012	Common Stock	40,922	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(3)	02/03/2013	Common Stock	53,034	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(4)	02/02/2014	Common Stock	68,037	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(5)	02/23/2011	Common Stock	63,597	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(2)	03/02/2009	Common Stock	65,000	\$ 8.04 (6)	D	Â

Reporting Owners

Relationships				
Officer	Other			
President and CEO	Â			
	President			

Signatures

Razvan Theodoru, Attorney in Fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This amendment is being filed to correct the exercise price which was misreported on the Form 3 filed on March 19, 2007.
- (2) Options vested in approximately equal installments on the first four anniversaries of the grant date and are currently fully vested.
- (3) The options vest in approximately equal annual installments on the first four anniversaries of the grant date if performance conditions are satisfied, or such later anniversary date as the performance condition is satisfied. The options were granted on February 4, 2003. None of

Reporting Owners 2

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the performance conditions have been satisfied.

- The options vest in approximately equal annual installments on the first four anniversaries of the grant date if performance conditions are satisfied, or such later anniversary date as the performance condition is satisfied. The options were granted on February 3, 2004. None of the performance conditions have been satisfied.
- The options vest in approximately equal annual installments on the first four anniversaries of the grant date and become exercisable if (5) performance conditions are satisfied. The options were granted on February 24, 2005. None of the performance conditions have been satisfied.
- (6) The exercise price of the option is CDN\$9.48 and is payable in Canadian dollars. The price reflected was converted to U.S. dollars using an exchange rate of \$1.1785 per Canadian dollar, the noon exchange rate of the Federal Reserve Bank of New York on March 7, 2007.

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.