

Domtar CORP
Form DEFA14A
April 25, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

(Amendment No. _____)

Filed by the Registrant ☒ x

Filed by a Party other than the Registrant ☐ ..

Check the appropriate box:

☐ .. Preliminary Proxy Statement

☐ .. **Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))

☐ .. Definitive Proxy Statement

☒ x Definitive Additional Materials

☐ .. Soliciting Material Pursuant to §240.14a-12

DOMTAR CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

☒ x No fee required.

☐ .. Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

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(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Domtar Corporation

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Operations Center

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Fort Mill, SC 29715-6476

April 22, 2008

Dear Domtar Stockholder:

You have previously received proxy materials in connection with the Domtar Corporation Annual Meeting of Stockholders to be held on Tuesday, May 6, 2008.

According to our latest records, your PROXY VOTE for this meeting HAS NOT BEEN RECEIVED.

At this meeting, you are being asked, among other things, to approve a number of **changes to our certificate of incorporation and by-laws** that are consistent with emerging and established best practices for corporate governance, and that we believe are in the best interest of all our stockholders.

Approval of these proposed changes requires the affirmative vote of the holders of **at least 75% of the total voting power** of all shares of our outstanding common stock and the outstanding exchangeable shares.

As a result, if you do not vote, it is as if you are opposing these proposals. Voting is a quick and easy process, as your broker allows you to vote your shares by telephone or internet. Please follow the instructions on the enclosed voting form to cast your vote today or prior to the scheduled May 6, 2008 meeting to ensure it is accounted for.

Please remember that your broker cannot vote your shares unless and until you instruct him/her to do so. Should you require any assistance in voting your proxy, please contact Georgeson, our proxy solicitation agent, toll free at 1-866-413-8828.

We thank you in advance for your support.

Yours very truly,

Razvan L. Theodoru

Vice-President and Secretary

Encl.

www.domtar.com

