Domtar CORP Form 3/A March 28, 2007

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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

CORPORATION, Â 395 DE

Person *

Willis Nicholas

(Last)

C/O DOMTAR

MAISONNEUVE

BOULEVARD WEST

(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)

Director _X__ Officer

10% Owner Other (give title below) (specify below) Assistant Treasurer

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

(Street)

(City) (State) (Zip)

(Instr. 4)

1. Title of Security

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Form: 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)

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

1. Title of Derivative Security (Instr. 4)

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

4. Conversion or Exercise Price of

5. Ownership Form of

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

Derivative Security:

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

Derivative

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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	2,696	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(2)	03/07/2010	Common Stock	1,642	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(2)	02/05/2011	Common Stock	4,905	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(2)	02/04/2012	Common Stock	2,728	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(3)	02/03/2013	Common Stock	3,113	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(4)	02/02/2014	Common Stock	3,401	\$ 8.52	D	Â
Employee Stock Option (right to purchase) (1)	(5)	02/23/2011	Common Stock	1,059	\$ 8.52	D	Â

Reporting Owners

Reporting Owner Name / Address		Relationships				
Fg	Director	10% Owner	Officer	Other		
Willis Nicholas C/O DOMTAR CORPORATION 395 DE MAISONNEUVE BOULEVARD WEST MONTREAL Â A8Â H3A 11.6	Â	Â	Assistant Treasurer	Â		

Signatures

Razvan Theodoru, Attorney in Fact 03/28/2007

**Signature of Reporting Person Dat

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) The options vested in approximately equal installments on the first four anniversaries of the grant date.
- 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 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.

(5)

Reporting Owners 2

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The options vest in approximately equal annual installments on the first four anniversaries of the grant date and become exercisable if performance conditions are satisfied. The options were granted on February 24, 2005. None of the performance conditions have been satisfied.

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