

JABLONSKI ZYGMUNT

Form 4

October 18, 2017

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

OMB APPROVAL

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if no longer
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Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).**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 *
JABLONSKI ZYGMUNT

(Last) (First) (Middle)

C/O DOMTAR
CORPORATION, 234 KINGSLEY
PARK DRIVE

(Street)

FORT MILL, SC 29715

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

Domtar CORP [UFS]

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

10/16/2017

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 and Chief Legal Officer

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 (D) Price | | | |

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
number.**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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
|---------------------------|---------------|---|----------------------------------|----------------|----------------------------|--|---|
|---------------------------|---------------|---|----------------------------------|----------------|----------------------------|--|---|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | | | | |
|------------------------------|---|-------------------------|--------------------|---|------------------|------------------|---------------------|--------------------|-----------------|----------------------------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Units | (1) | 10/16/2017 | A | | 36.7616 (2) | | (3) | (3) | Common Stock | 36.7616 |
| Restricted Stock Units | (1) | 10/16/2017 | A | | 58.1085 (2) | | (4) | (4) | Common Stock | 58.1085 |
| Restricted Stock Units | (1) | 10/16/2017 | A | | 49.6086 (2) | | (5) | (5) | Common Stock | 49.6086 |
| Deferred Share Units | (1) | 10/16/2017 | A | | 9.1671 (2) | | (6) | (6) | Common Stock | 9.1671 |
| Deferred Share Units | (1) | 10/16/2017 | A | | 11.7057 (2) | | (6) | (6) | Common Stock | 11.7057 |
| Deferred Share Units | (1) | 10/16/2017 | A | | 9.1671 (2) | | (7) | (7) | Common Stock | 9.1671 |
| Deferred Share Units | (1) | 10/16/2017 | A | | 11.7585 (2) | | (8) | (8) | Common Stock | 11.7585 |
| Deferred Share Units | (1) | 10/16/2017 | A | | 9.2132 (2) | | (9) | (9) | Common Stock | 9.2132 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| JABLONSKI ZYGMUNT C/O DOMTAR CORPORATION 234 KINGSLEY PARK DRIVE FORT MILL, SC 29715 | SVP and Chief Legal Officer |

Signatures

Razvan L. Theodoru, Attorney-in-fact for Mr.
Jablonski 10/18/2017

____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 or Deferred Share Unit is the economic equivalent of one share of Domtar Corporation Common Stock.
 - (2) These Restricted Stock Units or Deferred Share Units represent dividend equivalents credited to the reporting person's account, following Domtar Corporation's dividend payment of October 16, 2017.
 - (3) These Restricted Stock Units vest on February 23, 2018, the same vesting date as the Restricted Stock Units to which these dividend equivalents are related.
 - (4) These Restricted Stock Units vest on February 22, 2019, the same vesting date as the Restricted Stock Units to which these dividend equivalents are related.
 - (5) These Restricted Stock Units vest on February 21, 2020, the same vesting date as the Restricted Stock Units to which these dividend equivalents are related.
 - (6) These Deferred Share Units will vest upon termination of employment, the same vesting date as the Deferred Share Units to which these dividend equivalents are related.
 - (7) These Deferred Share Units will vest on the latest of February 22, 2018, or upon termination of employment, the same vesting date as the Deferred Share Units to which these dividend equivalents are related.
 - (8) These Deferred Share Units will vest on the latest of May 10, 2018, or upon termination of employment, the same vesting date as the Deferred Share Units to which these dividend equivalents are related.
 - (9) These Deferred Share Units will vest on the latest of February 22, 2019, or upon termination of employment, the same vesting date as the Deferred Share Units to which these dividend equivalents are related.

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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