

Domtar CORP
Form 425
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The following is the text of the website that is being maintained at www.WeyerhaeuserDomtarExchange.com in connection with Weyerhaeuser Company's ("Weyerhaeuser") offer to exchange all shares of common stock of Domtar Corporation, a Delaware Corporation, owned by Weyerhaeuser, for common shares of Weyerhaeuser, and exchangeable shares of Weyerhaeuser Company Limited.

www.WeyerhaeuserDomtarExchange.com

Last Updated: 2/27/2007 4:30 PM New York City time

IMPORTANT NOTICE

This website and the materials on this website do not constitute an invitation to sell or an offer to buy any securities or a recommendation as to whether you should participate in the exchange offer.

In connection with the proposed combination of the fine paper business of Weyerhaeuser Company ("Weyerhaeuser") and Domtar Inc., Domtar Corporation (the "Company") has filed with the Securities and Exchange Commission (the "SEC") a registration statement that includes an exchange offer prospectus (the "Prospectus—Offer to Exchange"). The Prospectus—Offer to Exchange contains important information about the exchange offer and related matters. Investors and security holders are urged to read the Prospectus—Offer to Exchange, and any other relevant documents filed with the SEC when they become available, before making any investment decision. None of Weyerhaeuser, Weyerhaeuser Company Limited, the Company or any of their respective directors or officers makes any recommendation as to whether holders should participate in the exchange offer. Each holder must make his own decision after reading the Prospectus—Offer to Exchange.

You can obtain a free copy of the registration statement, of which the Prospectus—Offer to Exchange forms a part, and other documents filed by the Company and Weyerhaeuser with the SEC on the SEC's website at www.sec.gov. Those documents may also be obtained for free upon request to Weyerhaeuser's information agent, Innisfree M&A Incorporated, at 877-750-9497 (for shareholders who speak English), 877-825-8777 (for shareholders who speak French) and 212-750-5833 (for banks and brokers). In order to ensure timely delivery, any request should be submitted no later than February 23, 2007.

None of Weyerhaeuser, Weyerhaeuser Company Limited, the Company or any of their respective directors or officers has any liability or responsibility for the accuracy of the information on this website accessed by clicking "I accept" below. The data provided may be different from other sources of volume-weighted average prices or investors' or security holders' own calculations of volume-weighted average prices.

I accept I do not accept Next

The Exchange Offer

On the expiration date of the exchange offer, by 4:30 p.m., New York City time, this website will provide the final calculated per-share value and the exchange ratio showing the number of shares of common stock of Domtar Corporation (the “Company”) accepted in the exchange offer and state whether the limit is in effect (which would cause an automatic extension of the exchange offer). The exchange offer will expire at 12:00 midnight, New York City time, on March 2, 2007 unless the offer is extended or terminated.

Weyerhaeuser Company (“Weyerhaeuser”) is offering to exchange all shares of common stock of the Company (“Company common stock”), which are owned by Weyerhaeuser, for common shares of Weyerhaeuser (“Weyerhaeuser common shares”) and exchangeable shares of Weyerhaeuser Company Limited (“Weyerhaeuser exchangeable shares”) that are validly tendered and not properly withdrawn, as described in more detail in the exchange offer prospectus (the “Prospectus—Offer to Exchange”). [Prospectus—Offer to Exchange](#) (PDF).

You can also download copies of the following:

- [Letter of Transmittal for Weyerhaeuser common shares \(PDF\)](#)
- [Instructions for Letter of Transmittal for Weyerhaeuser common shares \(PDF\)](#)
- [Letter of Transmittal for Weyerhaeuser exchangeable shares \(PDF\)](#)

The exchange offer is designed to permit holders of Weyerhaeuser common shares and Weyerhaeuser exchangeable shares to exchange their shares for shares of Company common stock at a 10% discount to the calculated per-share value of Company common stock. Stated another way, for each \$1.00 of Weyerhaeuser common shares or Weyerhaeuser exchangeable shares accepted in the exchange offer, the tendering holder will receive approximately \$1.11 of Company common stock, based on calculated per-share values, subject to (i) a limit of 11.1442 shares of Company common stock for each Weyerhaeuser common share or Weyerhaeuser exchangeable share accepted in the exchange offer and (ii) proration.

The final calculated per-share values will be equal to (i) with respect to Weyerhaeuser common shares and Weyerhaeuser exchangeable shares, the simple arithmetic average of the “daily volume-weighted average price” (or daily VWAP) of Weyerhaeuser common shares on the New York Stock Exchange on the last three trading days (the “Valuation Dates”) of the exchange offer period, as it may be voluntarily extended, but not including the last two trading days that are part of any mandatory extension triggered by the limit; and (ii) with respect to Company common stock, the simple arithmetic average of the daily VWAP of common shares of Domtar Inc. on the New York Stock Exchange on each of the Valuation Dates. The Valuation Dates will be February 28, 2007, March 1, 2007 and March 2, 2007, unless the exchange offer is voluntarily extended. Those dates will not change if the exchange offer is extended solely as a result of any mandatory extension of the exchange offer triggered by the limit.

Weyerhaeuser will announce whether the limit on the number of shares that can be received for each Weyerhaeuser common share or Weyerhaeuser exchangeable share tendered will be in effect at the expiration of the exchange offer period, through this website and by press release, no later than 4:30 p.m., New York City time, on the expiration date. If the limit is in effect at that time, then the exchange ratio will be fixed at the limit and the exchange offer will be automatically extended until 12:00 midnight, New York City time, on the second following trading day to permit shareholders to tender or withdraw their Weyerhaeuser common shares and Weyerhaeuser exchangeable shares during those days.

The information on this website is being provided solely in connection with the exchange offer and should not be used for any other purpose. You should refer to the Prospectus—Offer to Exchange for additional information about the

exchange offer.

The following table shows indicative calculated per-share values for Weyerhaeuser common shares (including Weyerhaeuser exchangeable shares) and Company common stock. On each of the Valuation Dates, the VWAPs and indicative calculated per-share values will be updated at 10:30 a.m., 1:30 p.m. and 4:30 p.m., New York City time. During each of those days, this table provides only the last previously provided indicative calculated per-share value with respect to that day. On the last Valuation Date, the daily VWAP shown the prior day will be the actual daily VWAP used in determining the final calculated per-share values.

Date	End of Day VWAP WY	Indicative Calculated Value (3 Day Average)	End of Day VWAP DTC.N	Indicative Calculated Value (3 Day Average)	Indicative per Share Value	Share Exchange Ratio
1/30/2007	\$74.9618	N.A.*	\$8.1606	N.A.*	N.A.*	N.A.*
1/31/2007	\$74.9024	N.A.*	\$8.2595	N.A.*	N.A.*	N.A.*
2/1/2007	\$75.2656	\$75.0433	\$8.2209	\$8.2137	\$7.3923	10.1515
2/2/2007	\$76.5998	\$75.5893	\$7.9258	\$8.1354	\$7.3219	10.3238
2/5/2007	\$77.8940	\$76.5865	\$8.0422	\$8.0630	\$7.2567	10.5539
2/6/2007	\$78.5687	\$77.6875	\$7.8986	\$7.9555	\$7.1600	10.8503
2/7/2007	\$78.9305	\$78.4644	\$7.7990	\$7.9133	\$7.1220	11.0172
2/8/2007	\$79.1896	\$78.8963	\$7.8651	\$7.8542	\$7.0688	11.1442 [§]
2/9/2007	\$78.6967	\$78.9389	\$7.9643	\$7.8761	\$7.0885	11.1362
2/12/2007	\$78.0012	\$78.6292	\$7.7922	\$7.8739	\$7.0865	11.0956
2/13/2007	\$80.2047	\$78.9675	\$7.8243	\$7.8603		