

December 11, 2009

To: Plan Participants and Beneficiaries in the following plans (collectively, the “Savings Plans”):

- Smurfit-Stone Container Corporation Savings Plan
- Jefferson Smurfit Corporation Hourly Savings Plan
- Smurfit-Stone Container Corporation Hourly Savings Plan
- St. Laurent Paperboard Hourly Savings Plan
- Smurfit-Stone Puerto Rico, Inc. Savings Plan for Salaried Puerto Rican Employees

**Re: Smurfit-Stone Stock In Your Plan**

Fiduciary Counselors was retained earlier this year by the Administrative Committee for the Smurfit-Stone Container Corporation Retirement Plans, the Savings Plans’ administrator, to determine whether the stock of Smurfit-Stone Container Corporation (trading under the symbol “SSCCQ”) is a prudent investment in the Savings Plans and whether continuing to hold the stock is in the best interest of Plan participants. The Department of Labor and various courts have indicated that plan fiduciaries have an obligation to determine whether it is no longer prudent to hold company stock in the face of bankruptcy, and making that determination is our responsibility.

On December 1, 2009, Smurfit-Stone Container Corporation (“Smurfit-Stone”) filed its proposed plan of reorganization with the Bankruptcy Court for the District of Delaware. Under Smurfit-Stone’s proposed plan of reorganization, all of the existing stock of Smurfit-Stone would be cancelled and existing shareholders of Smurfit-Stone stock would receive nothing for their shares.

On December 10, 2009, the Bankruptcy Court denied a motion by Caspian Capital Advisors (“Caspian”) requesting the appointment an Equity Committee to represent the interests of the shareholders. Caspian had presented evidence at the hearing that a reorganized Smurfit-Stone has sufficient value to cover all debt obligations and leave significant value for equity interests (i.e., stock) but the judge’s opinion noted weaknesses in Caspian’s evidence and pointed out that Smurfit-Stone had presented evidence challenging Caspian’s contentions and estimating that the company was not worth enough to allow shareholders to get a recovery in the bankruptcy. Since the Bankruptcy Court has denied the motion to appoint an Equity Committee, it is highly likely that shareholders, particularly holders of common stock like the Plans, will receive nothing in the reorganization. Even if there was value available for equity, that value would first be applied to the preferred stockholders like Caspian. Only if the preferred stock received a full recovery, would common shareholders like the Plans be eligible to receive anything.

In the current situation, developments may occur very rapidly that would lead Fiduciary Counselors to determine that continuing to hold SSCCQ stock is no longer prudent. In that case, Fiduciary Counselors would begin the process of liquidating the SSCCQ stock held by the Savings Plans. If Fiduciary Counselors begins the process of liquidating the SSCCQ Stock in the Plans, T. Rowe Price, the Plan recordkeeper, would then have to suspend sales directed by individual participants. We will notify you when the liquidation process begins, but it is unlikely that we will be able to notify you in advance. Until then, you are free to sell the SSCCQ Stock allocated to your account.

We have created a website for Smurfit-Stone Container Savings Plan participants (<http://sscc.planfiduciary.com>). Copies of Smurfit-Stone's proposed plan of reorganization statement and related documents are posted on that website. If there are further developments, we will post them on the website.

### **Making Investment Changes**

T. Rowe Price continues to provide record keeping services for your Plan. If you wish to sell your SSCCQ stock or adjust either your current asset allocation or the allocation of your future contributions to the Plan or direct the Plan to rebalance your Plan investments, you should follow the normal procedures by calling T. Rowe Price at **1-800-223-4055**. Representatives are available business days between 7 a.m. and 10 p.m. Eastern Time. You may also access and manage your account via personal computer by going to the T. Rowe Price *myRetirementPlan* Web site at **rps.troweprice.com**. Follow the instructions online. Generally, if you request a transaction either by phone or online before 4 p.m. Eastern Time, it will be effective the next business day; if you request a transaction by phone or online after 4 p.m. Eastern Time, it will be effective the second business day after your request.

If you have questions about actions that Fiduciary Counselors has taken, please contact us by e-mail at [Smurfit-Stone@FiduciaryCounselors.com](mailto:Smurfit-Stone@FiduciaryCounselors.com). If you have questions about your Plan and its investment options, contact T. Rowe Price at **1-800-223-4055** or visit your Plan on the Internet at **rps.troweprice.com**.

Sincerely,



Nell Hennessy  
President & CEO  
FIDUCIARY COUNSELORS INC.