CANFOR PULP INCOME FUND CANFOR PULP LIMITED PARTNERSHIP

Unaudited Interim Consolidated Financial Statements

For the three months ended March 31, 2010

Canfor Pulp Income Fund Consolidated Statements of Income (Loss), Comprehensive Income (Loss) and Accumulated Earnings and Distributions

Three months			hs ended	
March 31, 2010		March 31, 2009		
\$	16,222	\$	(10,740)	
	16,222		(10,740)	
	(322)		-	
	16,544		(10,740)	
	11,357		2,130	
\$	5,187	\$	(12,870)	
\$	0.47	\$	(0.30)	
	35,493,505		35,493,505	
\$	16,544	\$	(10,740)	
	(27)		(21)	
\$	16,517	\$	(10,761)	
\$	(73,026)	\$	(72,863)	
	5,187		(12,870)	
\$	(67,839)	\$	(85,733)	
	\$ \$ \$ \$	\$ 16,222 16,222 (322) 16,544 11,357 \$ 5,187 \$ 0.47 35,493,505 \$ 16,544 (27) \$ 16,517	\$ 16,222 \$ 16,222 (322) 16,544 11,357 \$ 5,187 \$ \$ 0.47 \$ 35,493,505 \$ 16,544 \$ (27) \$ 16,517 \$ \$ 5,187	

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.

Canfor Pulp Income Fund Consolidated Statements of Cash Flows

		Three mon	ths en	ded	
(thousands of dollars, unaudited)	Ma	March 31, 2010		March 31, 2009	
Cash generated from (used in)					
Operating activities					
Net income (loss)	\$	16,544	\$	(10,740)	
Items not affecting cash:					
Equity (income) loss in Canfor Pulp Limited Partnership		(16,222)		10,740	
Future income tax recovery		(322)		-	
Distributions received from Canfor Pulp Limited Partnership		9,938		3,194	
		9,938		3,194	
Financing activities					
Distributions paid to unitholders	\$	(9,938)	\$	(3,194)	
Beginning, change and ending balance in cash and cash equivalents	\$	-	\$	-	

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.

Canfor Pulp Income Fund Consolidated Balance Sheets

(thousands of dollars, unaudited)		As at March 31, 2010		As at ember 31, 2009
ASSETS				
Current assets				
Distributions receivable from Canfor Pulp Limited Partnership (notes 4,5)	\$	4,259	\$	2,839
Total current assets		4,259		2,839
Equity investment in Canfor Pulp Limited Partnership (note 3)		268,482		263,644
	\$	272,741	\$	266,483
LIABILITIES				
Current liabilities				
Distributions payable (note 4)	\$	4,259	\$	2,839
Total current liabilities		4,259		2,839
Future income taxes (note 6)		36,965		37,287
	\$	41,224	\$	40,126
UNITHOLDERS' EQUITY				
Unitholders' equity – 35,493,505 Fund units outstanding	\$	299,351	\$	299,351
Accumulated earnings and distributions		(67,839)		(73,026)
Accumulated other comprehensive income (note 7)		5		32
Total Unitholders' Equity		231,517		226,357
	\$	272,741	\$	266,483

Description of the Fund and basis of presentation of financial statements (note 1).

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.

Approved by the Trustees

"Stan Bracken-Horrocks" "Charles Jago"

Stan Bracken-Horrocks Charles Jago

Canfor Pulp Income Fund

Notes to the Unaudited Interim Consolidated Financial Statements as at March 31, 2010

1. Description of the Fund and Basis of Presentation of Financial Statements

Canfor Pulp Income Fund (the Fund) is an unincorporated open-ended trust established under the laws of Ontario on April 21, 2006, pursuant to the Fund Declaration. The principal head office of the Fund is located at 1700 West 75th Avenue, Vancouver, BC, Canada. The Fund has been established to acquire and hold, through a wholly owned trust, the Canfor Pulp Trust (the Trust), investments in the Limited Partnership Units of the Canfor Pulp Limited Partnership (the Partnership), and such other investments as the Trustees of the Fund may determine. The general partner of the Partnership is Canfor Pulp Holding Inc. (the General Partner) and each partner holds an ownership interest in the General Partner equal to its Partnership interest.

Each unitholder participates pro-rata in any distributions from the Fund.

The Fund is entirely dependent on distributions from the Partnership to make its own distributions.

2. Significant Accounting Policies

These unaudited interim consolidated financial statements do not include all of the disclosures required by Canadian generally accepted accounting principles for annual financial statements and, accordingly, should be read in conjunction with the audited consolidated financial statements and notes included in the Fund's 2009 Annual Report available at www.canforpulp.com or www.sedar.com. These unaudited interim consolidated financial statements follow the same accounting policies and methods of computation as used in the 2009 audited consolidated financial statements.

3. Equity Investment in Canfor Pulp Limited Partnership

The Fund's equity investment in the Partnership is as follows:

(thousands of dollars, unaudited)	Three months ended March 31, 2010	Year ended December 31, 2009
Balance, beginning of period	263,644	266,274
Equity interest in income of the Partnership	16,222	6,644
Equity interest in other comprehensive loss of the Partnership	(27)	(45)
Distributions from the Partnership	(11,357)	(9,229)
Balance, end of period	268,482	263,644

4. Distributions

The Fund declared distributions during the first three months of 2010 as follows:

(thousands of dollars, except per unit amounts, unaudited)

Record Date	Payable Date	Amount per Fund Unit	Amount \$
January 29, 2010	February 15, 2010	0.08	2,839
February 26, 2010	March 15, 2010	0.12	4,259
March 31, 2010	April 15, 2010	0.12	4,259
		0.32	11,357

The Fund's monthly distributions are based on the Partnership's monthly distributions.

Monthly cash distributions from the Partnership are based on the Partnership's cash flow and are not directly equal to the Fund's pro-rata share of the Partnership's income under the equity method.

5. Related Party Transactions

All accounting, treasury, legal and administrative functions for the Fund are performed on its behalf, without charge, by the Partnership pursuant to a support agreement. Distributions earned from the Partnership for the three months ended March 31, 2010 were \$11.4 million of which \$7.1 million was received, with the balance of \$4.3 million receivable on March 31, 2010.

6. Future Income Taxes

The following table reconciles the income tax expense calculated using statutory tax rates to the actual income tax expense.

(thousands of dollars, unaudited)	Three months ended March 31, 2010	Year ended December 31, 2009
Expected income tax expense at statutory tax rate of nil (2009 – nil)	-	-
Future income tax recovery on temporary differences	(322)	(2,422)
	(322)	(2,422)

The temporary differences based on the Fund's 49.8% ownership of the Partnership are as follows:

(thousands of dollars, unaudited)	March 31, 2010	December 31, 2009
Future income tax liability:		
Equity investment in the Partnership	42,852	42,347
Expected reversal of temporary differences prior to January 1, 2011	(5,887)	(5,060)
	36,965	37,287

The future income tax liability is based on a current estimate of the balance at the beginning of 2011. The balance relates to the Fund's 49.8% ownership in the Partnership and is based on temporary differences between the accounting and tax basis of the Partnership's assets and liabilities expected to reverse after January 1, 2011.

7. Accumulated Other Comprehensive Income

(thousands of dollars, unaudited)	Three months ended March 31, 2010	Year ended December 31, 2009
Balance, beginning of period	32	77
Other comprehensive loss	(27)	(45)
Balance, end of period	5	32

8. Financial Instruments

The Fund's financial instruments consist of distributions receivable from the Partnership and distributions payable to unitholders. Distributions receivable are classified as loans and receivables, and are measured at amortized cost. Distributions payable are classified as other liabilities and are measured at amortized cost. The carrying values of these financial instruments approximate their fair values due to the relatively short period to maturity of these instruments.

The Fund is exposed to certain risks related to the nature of its investment in the Partnership and the structure of the Fund, as well as the underlying risks related to the business of the Partnership. The Fund relies on the objectives, policies and processes of the Partnership for managing these risks.

9. Segmented Information

The Fund operates in one industry segment, namely investing in pulp and paper producing assets in one geographic region, Canada.

Canfor Pulp Limited Partnership Consolidated Statements of Income (Loss), Comprehensive Income (Loss) and Partners' Equity

	Three mor			ended
(millions of dollars, except units and per unit amounts, unaudited)		March 31, 2010		arch 31, 2009
Davianua				
Revenue Sales	\$	239.5	\$	186.3
Jales	Ψ	239.5	φ	186.3
		239.3		100.5
Costs and expenses				
Manufacturing and product costs		157.9		149.8
Freight and other distribution costs		31.1		28.8
Amortization		11.6		12.0
Selling and administration costs		6.4		5.5
		207.0		196.1
Operating income (loss)		32.5		(9.8)
Interest expense, net		(2.0)		(2.6)
Foreign exchange gain (loss) on long-term debt		3.4		(3.9)
Gain (loss) on derivative financial instruments (note		0.4		(5.7)
11)				` ,
Foreign exchange gain (loss) on working capital Other		(1.8) -		0.6 (0.2)
Other		<u> </u>		(11.8)
				(11.0)
Net income (loss) and comprehensive income (loss)	\$	32.5	\$	(21.6)
Net income (loss) per Partnership unit				
(note 10)				
Basic and diluted	\$	0.46	\$	(0.30)
Weighted average Partnership units outstanding		71,270,025		71,270,025
Partners' Equity				
Balance, beginning of period	\$	529.1	\$	534.4
Net income (loss)		32.5		(21.6)
Distributions declared to partners (note 13)		(22.8)		(4.3)
Balance, end of period	\$	538.8	\$	508.5

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.

Canfor Pulp Limited Partnership Consolidated Statements of Cash Flows

	Three months en			ended	
(millions of dollars, unaudited)		March 31, 2010		March 31, 2009	
Cash and cash equivalents generated from (used in)					
Operating activities					
Net income (loss) Items not affecting cash:	\$	32.5	\$	(21.6)	
Amortization Foreign exchange (gain) loss on long-term debt		11.6 (3.4)		12.0 3.9	
Reduction in value of outstanding derivative instruments (note 11) Employee future benefits		1.2 2.0		2.9 1.5	
Change in long-term maintenance provision Salary pension plan contribution		4.4 (0.6)		0.9	
Long-term maintenance expenditure		(2.4)		-	
Cash flow from operations before working capital changes		45.3		(1.0)	
Decrease (increase) in non-cash working capital (note 12)		(1.8)		22.8	
		43.5		21.8	
Financing activities					
Distributions paid to partners Operating loan repayment (note 7)		(19.9) -		(6.4) (7.6)	
		(19.9)		(14.0)	
Investing activities					
Property, plant and equipment, net (note 12) Net insurance proceeds		(2.4)		(6.0) (0.2)	
		(2.4)		(6.2)	
Increase in cash and cash equivalents		21.2		1.6	
Cash and cash equivalents, beginning of period		13.5		0.4	
Cash and cash equivalents, end of period	\$	34.7	\$	2.0	

Supplementary cash flow information (note 12).

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.

Canfor Pulp Limited Partnership Consolidated Balance Sheets

Consolidated Balance Sneets	As at		As at	
(millions of dollars, unaudited)	March 31, 2010		December 31, 20	
ASSETS				
Current assets				
Cash and cash equivalents	\$	34.7	\$	13.5
Accounts receivable (note 9)				
Trade		121.0		110.5
Other		11.3		8.6
Inventories (note 3)		128.7		135.4
Prepaid expenses and other assets		22.3		18.4
Total current assets		318.0		286.4
Property, plant and equipment (note 4)		524.8		534.1
Other long-term assets (note 5)		14.7		17.1
	\$	857.5	\$	837.6
LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities (note 9)	\$	144.3	\$	134.5
Distributions payable (note 13)		8.6		5.7
Total current liabilities		152.9		140.2
Long-term debt (note 7)		111.7		115.1
Long-term liabilities (note 8)		54.1		53.2
((\$	318.7	\$	308.5
PARTNERS' EQUITY – 14,254,005 Class A Limited Partnership Units and 57,016,020 Class B Limited Partnership Units (note 1)		538.8		529.1
	\$	857.5	\$	837.6
57,016,020 Class B Limited Partnership Units (note 1)	\$	857.5	\$	1

Description of the Partnership and basis of presentation of financial statements (note 1).

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.

Approved on behalf of Canfor Pulp Limited Partnership by its General Partner, Canfor Pulp Holding Inc.,

"Stan Bracken-Horrocks" "Paul Richards"

Stan Bracken-Horrocks Paul Richards
Director Director

Canfor Pulp Limited Partnership

Notes to the Unaudited Interim Consolidated Financial Statements as at March 31, 2010

1. Business Description and Basis of Presentation of Financial Statements

Canfor Pulp Limited Partnership (the Partnership) is a limited partnership formed on April 21, 2006, under the laws of Manitoba, to acquire and carry on the NBSK pulp and paper business of Canadian Forest Products Ltd. a subsidiary of Canfor Corporation (collectively Canfor). The business consists of two NBSK pulp mills and one NBSK pulp and paper mill located in Prince George, British Columbia and a marketing group based in Vancouver, British Columbia (the Pulp Business).

At March 31, 2010, Canfor owned 50.2% and Canfor Pulp Income Fund (the Fund) indirectly owned 49.8% of the issued and outstanding units of the Partnership.

The general partner of the Partnership is Canfor Pulp Holding Inc. (the General Partner), which holds an interest of 0.001% of the Partnership.

These unaudited interim consolidated financial statements are those of the Partnership and do not include the assets, liabilities, revenues and expenses of its partners. The Partnership, other than its incorporated subsidiaries, is not subject to income taxes as its income is allocated for tax purposes to its partners. Accordingly, no recognition has been made for income taxes related to Partnership income in these financial statements. The tax attributes of the Partnership's net assets flow directly to the partners.

Certain comparative figures have been reclassified to conform to current year presentation.

Economic Dependence

The Partnership depends on Canfor to provide approximately 60% ($2009 \, Year - 63\%$) of its fibre supply as well as to provide certain key business and administrative services as described in the Fund's $2009 \, Annual \, Report$ available at www.canforpulp.com or www.sedar.com. As a result of these relationships the Partnership considers its operations to be dependent on its ongoing relationship with Canfor.

2. Significant Accounting Policies

These unaudited interim consolidated financial statements do not include all of the note disclosures required by Canadian generally accepted accounting principles for annual financial statements. The Partnership's accounting policies are as disclosed in the annual consolidated financial statements of the Partnership included in the Fund's 2009 Annual Report available at www.canforpulp.com or www.sedar.com. These unaudited interim consolidated financial statements follow the same accounting policies and methods of computation as used in the 2009 audited consolidated financial statements.

3. Inventories

(millions of dollars, unaudited)	March 31, 2010	December 31, 2009
Pulp	46.7	55.2
Paper	11.5	15.9
Wood chips	27.5	21.5
Processing materials and supplies	43.0	42.8
	128.7	135.4

4. Property, Plant and Equipment

	March 31, 2010			
(millions of dollars, unaudited)	Cost	Accumulated amortization	Net	
Land and improvements	5.4	-	5.4	
Asset retirement - Landfill	2.3	0.8	1.5	
Buildings, machinery and equipment	1,347.6	831.6	516.0	
Construction in progress	1.9	-	1.9	
	1,357.2	832.4	524.8	

	December 31, 2009			
(millions of dollars, unaudited)	Cost	Accumulated amortization	Net	
Land and improvements	5.4	-	5.4	
Asset retirement - Landfill	2.3	0.8	1.5	
Buildings, machinery and equipment	1,344.1	820.1	524.0	
Construction in progress	3.2	-	3.2	
	1,355.0	820.9	534.1	

5. Other Long-term Assets

(millions of dollars, unaudited)	March 31, 2010	December 31, 2009
Pension benefit plan	10.9	11.3
Maintenance shutdown costs	3.4	5.4
Other	0.4	0.4
	14.7	17.1

6. Employee Future Benefits

The Partnership, in participation with Canfor, has funded and unfunded defined benefit plans, as well as a defined contribution plan, that provide pension, other retirement and post-employment benefits to substantially all salaried employees and for its hourly employees covered under collective agreements. The defined benefit plans are based on years of service and final average salary. The post-employment benefit plans are non-contributory and include a range of health care and other benefits.

Total employee future benefit expenses were as follows:

	Three mon	Three months ended		
(millions of dollars, unaudited)	March 31, 2010	March 31, 2009		
Pension plans	1.5	1.2		
Other employee future benefit plans	1.1	0.9		
Contributions to forest industry union plans	1.6	1.6		
	4.2	3.7		

7. Credit Facilities and Long-term Debt

At March 31, 2010 the Partnership had outstanding long-term debt of \$111.7 million (December 31, 2009 – \$115.1 million, US\$110.0 million) in the form of unsecured US dollar private placement notes (the Notes). The Notes bear interest at 6.41% and are repayable in full on their maturity date of November 30, 2013.

The Partnership has a \$40.0 million bank credit facility with a maturity date of November 30, 2011, of which \$0.5 million was utilized at March 31, 2010 for a standby letter of credit issued for general business purposes. In addition,

the Partnership has a separate facility with a maturity date of November 30, 2011, to cover the \$16.0 million standby letter of credit issued to BC Hydro under the Electricity Purchase Agreement. Interest and other costs of the bank credit facility are at prevailing market rates. The leverage ratio and interest coverage ratio are consistent with the financial covenants under the Note Agreement.

The Notes and bank credit agreements each contain similar financial covenants including a maximum allowable debt:EBITDA leverage ratio and minimum required EBITDA:interest coverage ratio. The Partnership remained in compliance with all covenants at March 31, 2010 and throughout the period.

The fair value of long-term debt at March 31, 2010 was \$117.8 million (US\$116.0 million).

8. Long-term Liabilities

(millions of dollars, unaudited)	March 31, 2010	December 31, 2009
Accrued pension obligations	6.1	5.8
Post-employment benefits	43.9	43.2
Derivative financial instruments (note 12)	1.1	1.2
Asset retirement obligations	3.0	3.0
	54.1	53.2

9. Related Party Transactions

The Partnership's transactions with related parties are consistent with the transactions described in the December 31, 2009 audited consolidated financial statements and are based on agreed upon amounts between the parties, and are summarized below:

	Three months ended	
	March 31,	March 31,
(millions of dollars, unaudited)	2010	2009
Transactions		
Canfor	34.2	27.5
Howe Sound LP – commission	0.6	0.6
Howe Sound LP – sale of wood chips	-	0.1
Lakeland Mills Ltd purchase of wood chips	1.2	0.5
	March 31, 2010	December 31, 2009
Balance Sheet		
Included in accounts payable and accrued liabilities:		
Canfor	33.0	40.8
Howe Sound LP	21.6	17.6
Lakeland Mills Ltd.	0.4	0.4
Included in trade accounts receivable:		
Product marketed for Canfor	15.7	24.4
Product marketed for Howe Sound LP	17.1	16.5

Transactions and payables to Canfor include purchases of wood chips, pulp and administrative services.

10. Net Income (Loss) per Partnership Unit

Basic net income (loss) per Partnership unit is based on the weighted average number of Limited Partnership units outstanding during the period. All outstanding Partnership units were issued on July 1, 2006, and there was no change in the number of outstanding Partnership units during the quarter.

11. Derivative Financial Instruments

The Partnership uses derivative instruments to reduce its exposure to risks associated with fluctuations in foreign exchange rates, pulp and natural gas prices.

For the first quarter of 2010 the Partnership recorded a net gain on derivative financial instruments of \$0.4 million (first quarter 2009 – loss of \$5.7 million) relating to the settlement of maturing contracts during the quarter, and the revaluation to market of outstanding contracts at the end of the quarter, for natural gas swaps and US dollar forward contracts

The Partnership recorded losses of \$0.9 million during the first quarter of 2010 (first quarter 2009 – loss of \$1.4 million) relating to settlement of maturing natural gas contracts as a charge to non-operating income. At March 31, 2010 the Partnership had outstanding commodity swaps hedging future natural gas purchases of 1.3 million gigajoules extending to October 2011. At March 31, 2010 the unrealized loss of \$4.6 million (March 31, 2009 – loss of \$7.2 million) on these outstanding commodity swaps was recorded as a liability in accounts payable and accrued liabilities and in long-term liabilities.

The Partnership recorded a gain of \$2.5 million during the first quarter of 2010 (first quarter 2009 – loss of \$1.4 million) on settlement of maturing US dollar forward contracts as a charge to non-operating income. At March 31, 2010 the Partnership had outstanding US dollar forward contracts of \$73.8 million extending to July 2010. At March 31, 2010 the unrealized gain of \$1.0 million (March 31, 2009 – loss of \$0.1 million) on these outstanding US dollar forward contracts was recorded as an asset in other accounts receivable.

12. Supplementary Cash Flow Information

	Three months ended	
(millions of dollars, unaudited)	March 31, 2010	March 31, 2009
Decrease (increase) in non-cash working capital		
Accounts receivable – trade and other	(13.2)	(17.7)
Insurance receivable	-	3.0
Inventories	6.7	15.9
Prepaid expenses and other assets	(4.0)	2.9
Accounts payable and accrued liabilities	8.7	18.7
	(1.8)	22.8
Capital expenditures		
Capital expenditures – cash	2.4	6.0
Capital expenditures accruals – net	(0.1)	(3.6)
	2.3	2.4
Net interest paid	0.2	0.3

13. Distributions

The Partnership declared distributions in the first three months of 2010 as follows:

(millions of dollars, except per unit amounts, unaudited)

Record Date	Payable Date	Amount per Partnership Unit \$	Amount \$
January 29, 2010	February 15, 2010	0.08	5.7
February 26, 2010	March 15, 2010	0.12	8.5
March 31, 2010	April 15, 2010	0.12	8.6
		0.32	22.8

14. Accumulated Other Comprehensive Income

_ (millions of dollars, unaudited)	Three months ended March 31, 2010	Year ended December 31, 2009
Balance, beginning of period	-	0.1
Adjustment for exchange translation	-	(0.2)
Adjustment for derivatives recorded in other comprehensive income	-	0.1
Balance, end of period	-	-

Since the inception of the Partnership, the total of the cumulative comprehensive income, less cumulative distributions is as follows:

(millions of dollars, unaudited)	March 31, 2010
Cumulative comprehensive income	309.2
Cumulative distributions	(357.9)
	(48.7)
Partners' capital – at July 1, 2006	587.5
Partners' equity, end of period	538.8

15. Segmented Information ^(a)

			Unallocated	
(millions of dollars, unaudited)	Pulp	Paper	Costs	Total
Three months ended March 31, 2010				
Sales to external customers ^(b)	204.8	34.5	0.2	239.5
Sales of pulp to paper segment ^(c)	18.7	(18.7)	-	-
Operating income (loss)	37.1	(0.6)	(4.0)	32.5
Amortization	10.8	0.7	0.1	11.6
Capital expenditures, net	1.7	0.4	0.2	2.3
Identifiable assets	738.4	63.6	55.5	857.5
Three months ended March 31, 2009				
Sales to external customers (b)	159.2	27.1	-	186.3
Sales of pulp to paper segment ^(c)	13.7	(13.7)	-	-
Operating income (loss)	(11.6)	3.8	(2.0)	(9.8)
Amortization	11.1	0.8	0.1	12.0
Capital expenditures, net	2.4	-	-	2.4
Identifiable assets	761.9	73.8	20.1	855.8

⁽a) Operations are presented by product lines. Operations are considered to be in one geographic area since all production facilities are in Canada. Substantially all sales are exported outside Canada, with sales to the United States representing 41% (Year 2009 – 36%).

⁽b) Sales to the largest customer represented approximately 11% of pulp segment sales (Year 2009 – 7%).

⁽c) Sales of slush pulp to the paper segment are accounted for at approximate market value. The sales are transacted as a cost transfer and are not reflected in Pulp sales.