IN ACCORDANCE WITH THE MANITOBA ENVIRONMENT ACT (C.C.S.M. c. E125)
THIS LICENCE IS ISSUED PURSUANT TO SECTION 11(1) TO:

TEMBEC INDUSTRIES INC.; the "Licencee"

for the construction of the Development being the relocation of seven kilometers of an
existing winter road located east of Lake Winnipeg in Sections 26 and 34, Township 32,
Range 6 EPM and Sections 3, 10 and 15, Township 33, Range 6 EPM subject to the
following specifications, limits, terms and conditions:

SPECIFICATIONS, LIMITS, TERMS AND CONDITIONS

1. The Licencee shall construct the Development in accordance with the Environment
Act Proposal of the Proposed Winter Road Construction Bloodvein River Area,

2. The Licencee shall, prior to construction, obtain work permits from Manitoba
Conservation.

3. The Licencee shall, during construction, adhere to the general recommendations on
design, construction and maintenance of stream crossings as specified in the
Manitoba Department of Conservation's guidelines titled Recommended Fish
Protection Procedures for Stream Crossings in Manitoba.

4. The Licencee shall, during construction, use only ice and snow to fill in narrow
rivers and streambeds.

5. The Licencee shall, during construction over streams where corduroy re-
enforcement is required, use only delimbed logs tied together to facilitate removal
of the stream crossing in the spring.

6. The Licencee shall, prior to spring breakup, remove temporary stream crossings
associated with Development.

7. The Licencee shall, during construction, ensure that all fuel storage areas
established for the construction of the Development are located a minimum
distance of 100 meters away from all lakes and streams, and shall comply with the
requirements of Manitoba Regulation 97/88R respecting Storage and Handling
of Gasoline and Associated Products Regulation.
8. The Licencee shall, during abandonment of the existing winter road, consult with and receive approval from the Eastern Integrated Resource Management Team (IRMT) of Manitoba Conservation with respect to rehabilitation requirements for the abandoned road.

9. The Licencee shall during the full term of the construction of the Development, cleanup and deposit all debris from the construction site at a Waste Disposal Ground operating under the authority of a permit pursuant to the *Manitoba Waste Disposal Ground Regulation, MR 150/91.*

**REVIEW AND REVOCATION**

A. This Licence replaces Licence No. 1987 which is hereby rescinded.

B. If, in the opinion of the Director, the Licencee has exceeded or is exceeding or has or is failing to meet the specifications, limits, terms, or conditions set out in this Licence, the Director may, temporarily or permanently, revoke this Licence.

C. If, in the opinion of the Director, new evidence warrants a change in the specifications, limits, terms or conditions of this Licence, the Director may require the filing of a new proposal pursuant to Section 11 of The Environment Act.

\[Signature\]

Larry Strachan, P. Eng.
Director
Environment Act

Client File No.: 3926.00