

PROVINCE OF BRITISH COLUMBIA
Ministry of Forests and Range

IN THE MATTER OF TREE FARM LICENCE 39

INSTRUMENT NUMBER 170

Amendment

THIS AGREEMENT is made effective the 15 day of July, 2009

BETWEEN:

THE MINISTER OF FORESTS AND RANGE, on behalf of
HER MAJESTY THE QUEEN IN RIGHT OF THE
PROVINCE OF BRITISH COLUMBIA
Parliament Buildings
Victoria, British Columbia
V8V 1X4

(the "Licensor")

AND:

WESTERN FOREST PRODUCTS INCORPORATED
435 Trunk Road
Duncan, British Columbia
V9L 2P9

(the "Licensee")

WHEREAS:

- A. Pursuant to the provisions of the *Forest Act*, the Licensor and Licensee entered into a replacement agreement for Tree Farm Licence 39, dated March 1, 2000,
- B. The Licensee has provided consent, dated August 19, 2008, to delete the area identified on the attached maps from Tree Farm Licence 39 by the Minister,
- C. The Licensee and the Licensor agree that the allowable annual cut (AAC) associated with the area referred to in 'B' is 556,404 m³/year, of which:
 - 162,218 m³/year [deletion of Crown land is to offset a reservation referred to in Section 35 (1)(h) of the *Forest Act*];
 - 23,774 m³/year [deletion of Crown land is to offset a reservation referred to in Section 35 (1)(h) of the *Forest Act* and attributable to a reduction of the AAC under Section 56 of the *Forest Act*];

- 82,053 m³/year [deletion of Crown land is to offset a reduction under Section 3(3) of the *Forestry Revitalization Act*, Order # 3(2) 27-1, Block 1];
- 137,726 m³/year [deletion of Crown land is to offset a reduction under Section 3(3) of the *Forestry Revitalization Act*, Order # 3(2) 27-1, Blocks 2 & 5];
- 54,821 m³/year [deletion of Crown land is to offset a reduction under Section 3(3) of the *Forestry Revitalization Act*, Order # 3(2) 27-1, Blocks 3 & 4];
- 93,274 m³/year [deletion of Crown land is to offset a reduction under Section 3(3) of the *Forestry Revitalization Act*, Order # 3(2) 27-1, Block 7];
- 2,538 m³/year [deletion of Crown land is to partially offset a reduction under Section 3(3) of the *Forestry Revitalization Act*, Order # 3(2) 27-1, Blocks 2 & 5];

THEREFORE:

In accordance with Section 39.1(1) of the *Forest Act*, the Licensor, with the consent of the Licensee, hereby changes the boundary and area of Tree Farm Licence 39 by removing the area identified as, "Reallocation Deletion from Tree Farm Licence 39, Block 1 – Map 1 of 2, Reallocation Deletion from Tree Farm Licence 39, Block 1 – Map 2 of 2, Reallocation from Tree Farm Licence 39, Block 2 – Map 1 of 2, Reallocation Deletion from Tree Farm Licence 39, Block 2 – Map 2 of 2, Reallocation Deletion, Tree Farm Licence 39, Block 3, Areas 1-2 – Map 1 of 3, Reallocation Deletion from Tree Farm Licence 39, Block 3, Areas 3-7 – Map 2 of 3, Reallocation Deletion from Tree Farm Licence 39, Block 3, Areas 9-11 – Map 3 of 3, Reallocation Deletion from Tree Farm Licence 39, Block 4, and Reallocation Deletion from Tree Farm Licence 39, Block 7, on the attached maps, with a combined AAC of 556,404 m³/year, from the Tree Farm Licence 39 agreement.

SIGNED, SEALED AND DELIVERED by the)
 MINISTER OF FORESTS AND RANGE)
 on behalf of Her Majesty the Queen in Right)
 of the Province of British Columbia in the)
 presence of:)

_____)
 _____)
 _____)
 _____)



 MINISTER OF FORESTS
 AND RANGE

Attachments:

1. Map of Reallocation Deletion from TFL 39, Block 1 – Map 1 of 2
2. Map of Reallocation Deletion from TFL 39, Block 1 – Map 2 of 2
3. Map of Reallocation Deletion from TFL 39, Block 2 – Map 1 of 2
4. Map of Reallocation Deletion from TFL 39, Block 2 – Map 2 of 2
5. Map of Reallocation Deletion from TFL 39, Block 3, Areas 1-2 – Map 1 of 3
6. Map of Reallocation Deletions from TFL 39, Block 3, Areas 3-7 – Map 2 of 3
7. Map of Reallocation Deletion from TFL 39, Block 3, Areas 9-11 – Map 3 of 3
8. Map of Reallocation Deletion from TFL 39, Block 4
9. Map of Reallocation Deletion from TFL 39 Block 7

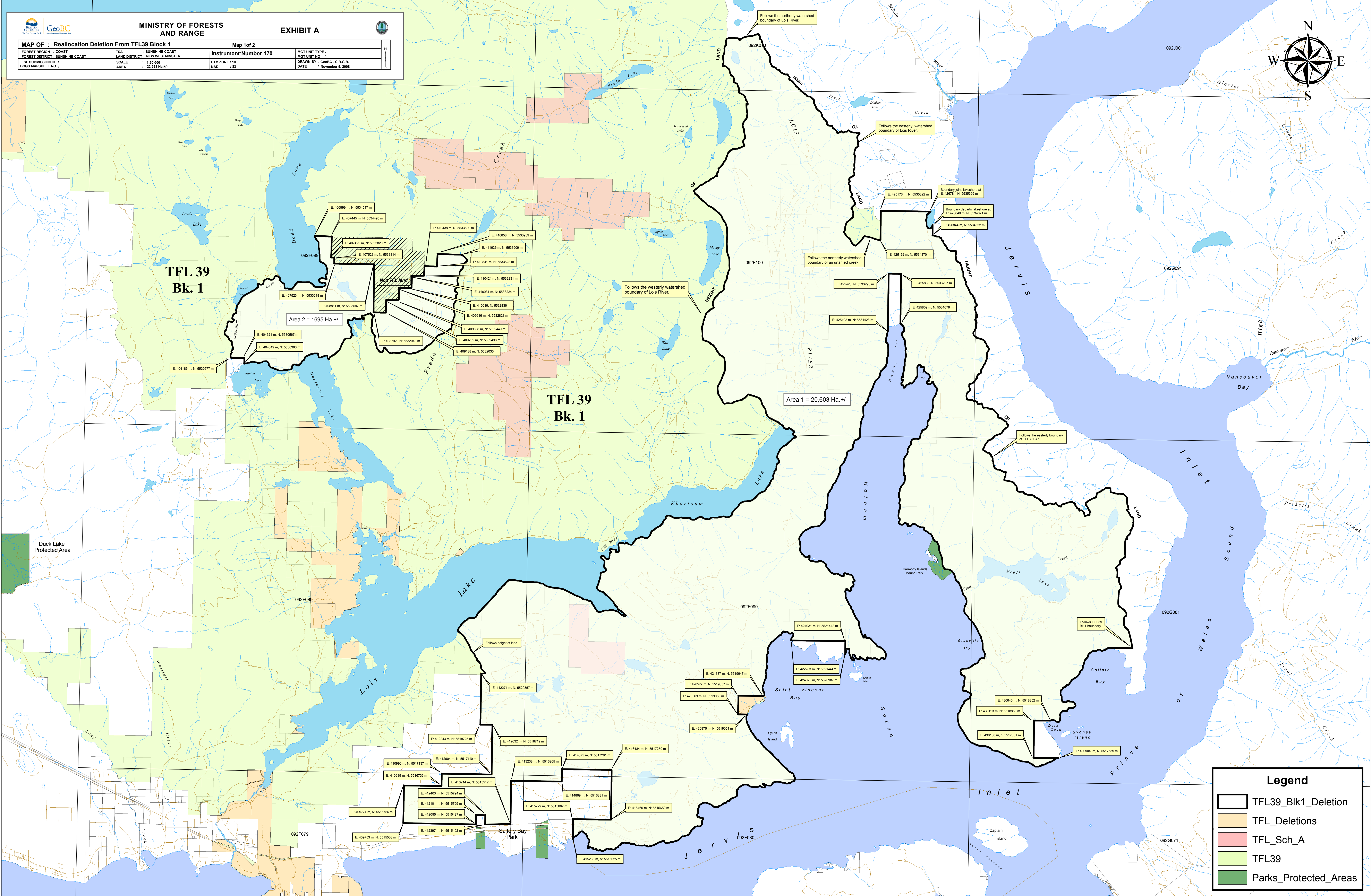


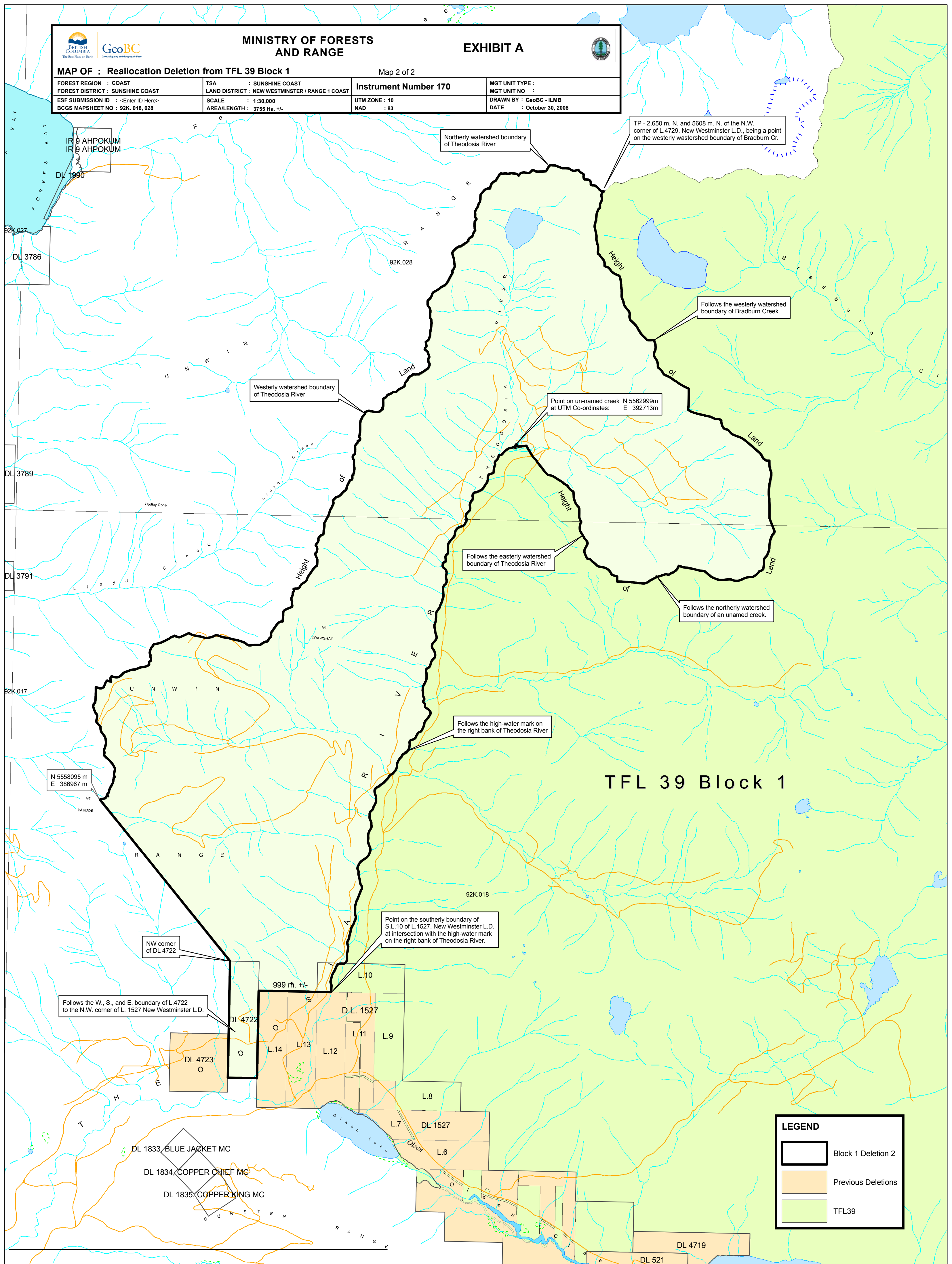


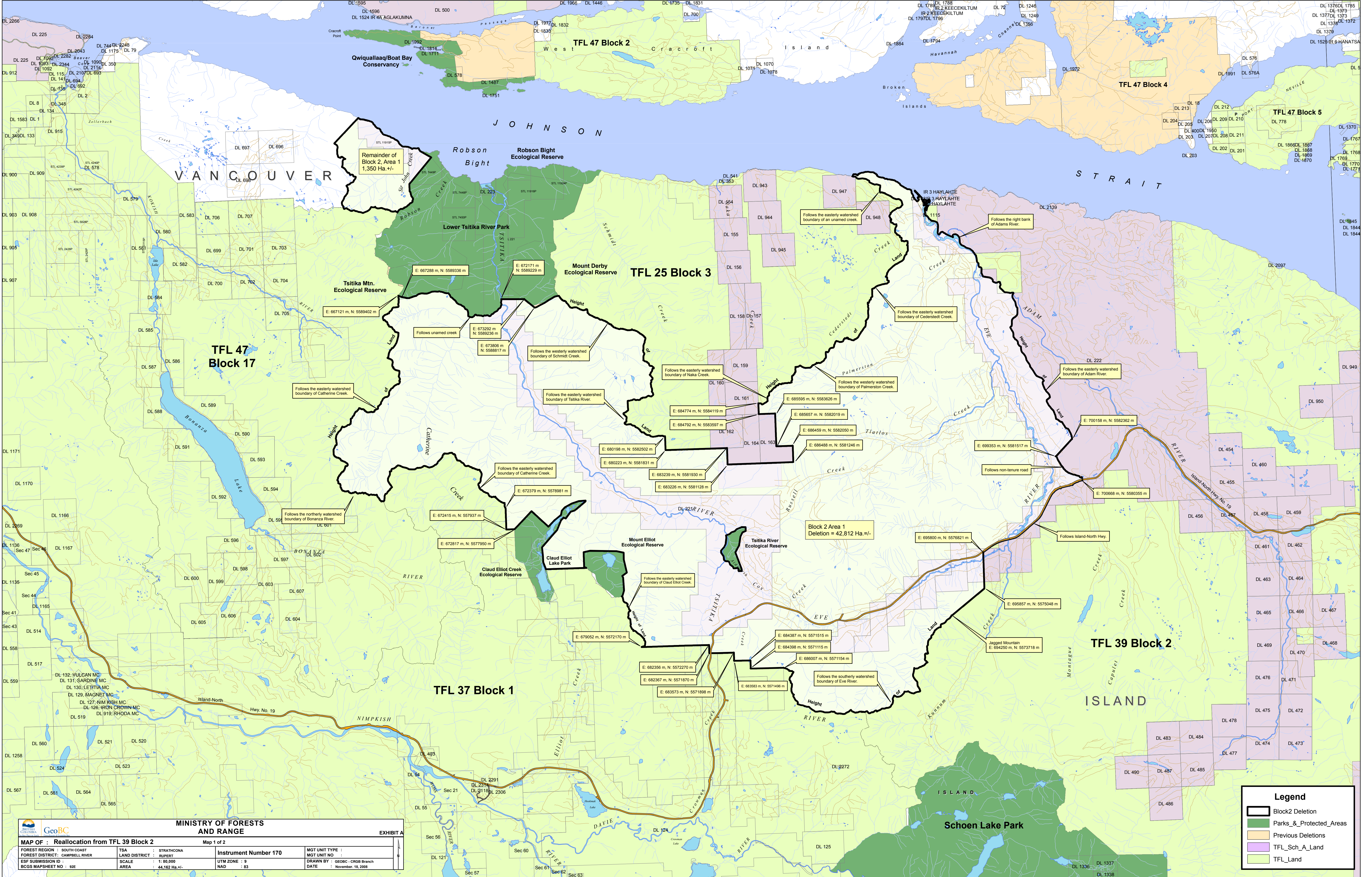
EXHIBIT A



Map 2 of 2

MGT UNIT TYPE :	
MGT UNIT NO :	
DRAWN BY :	GeoBC - ILMB
DATE :	October 30, 2008



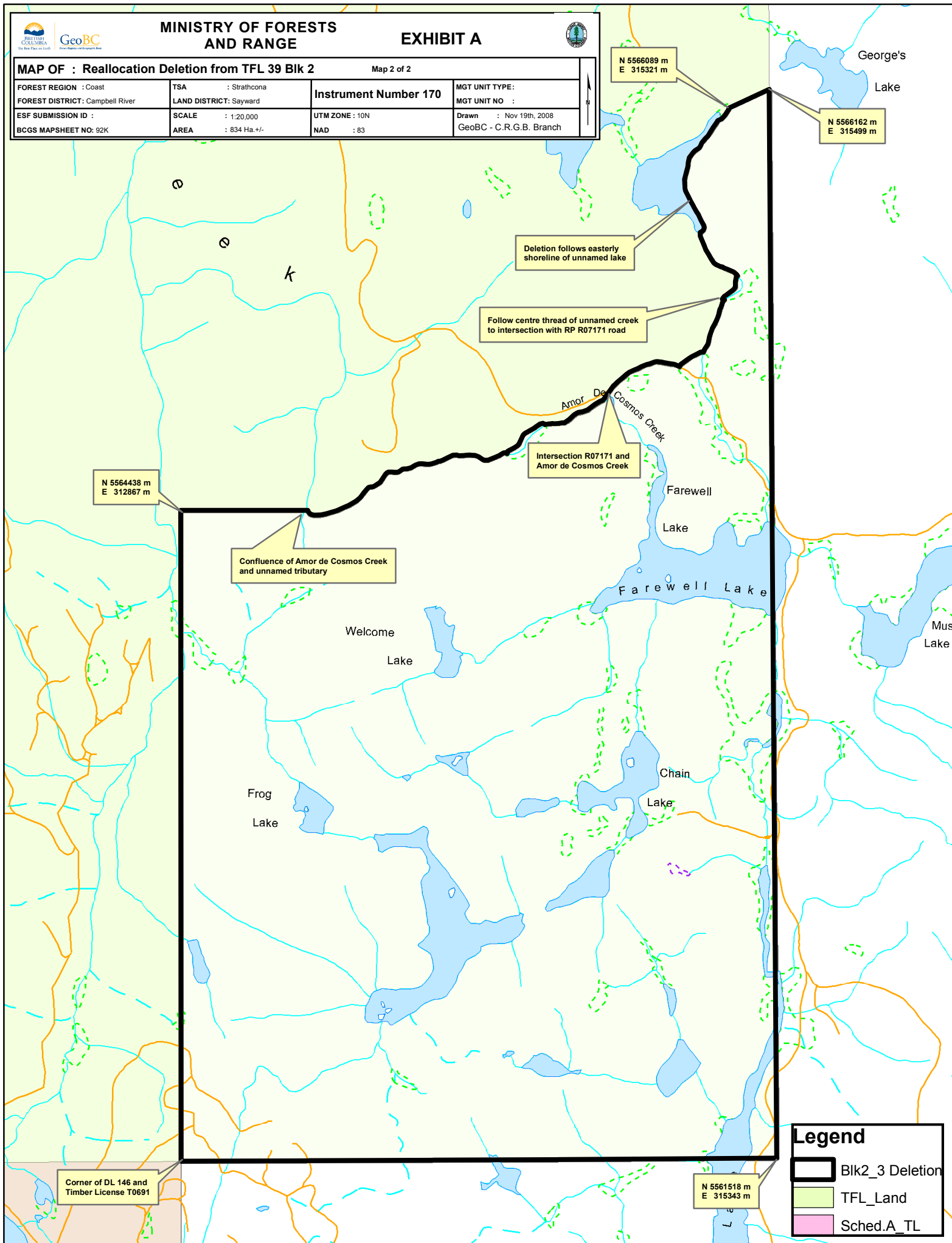


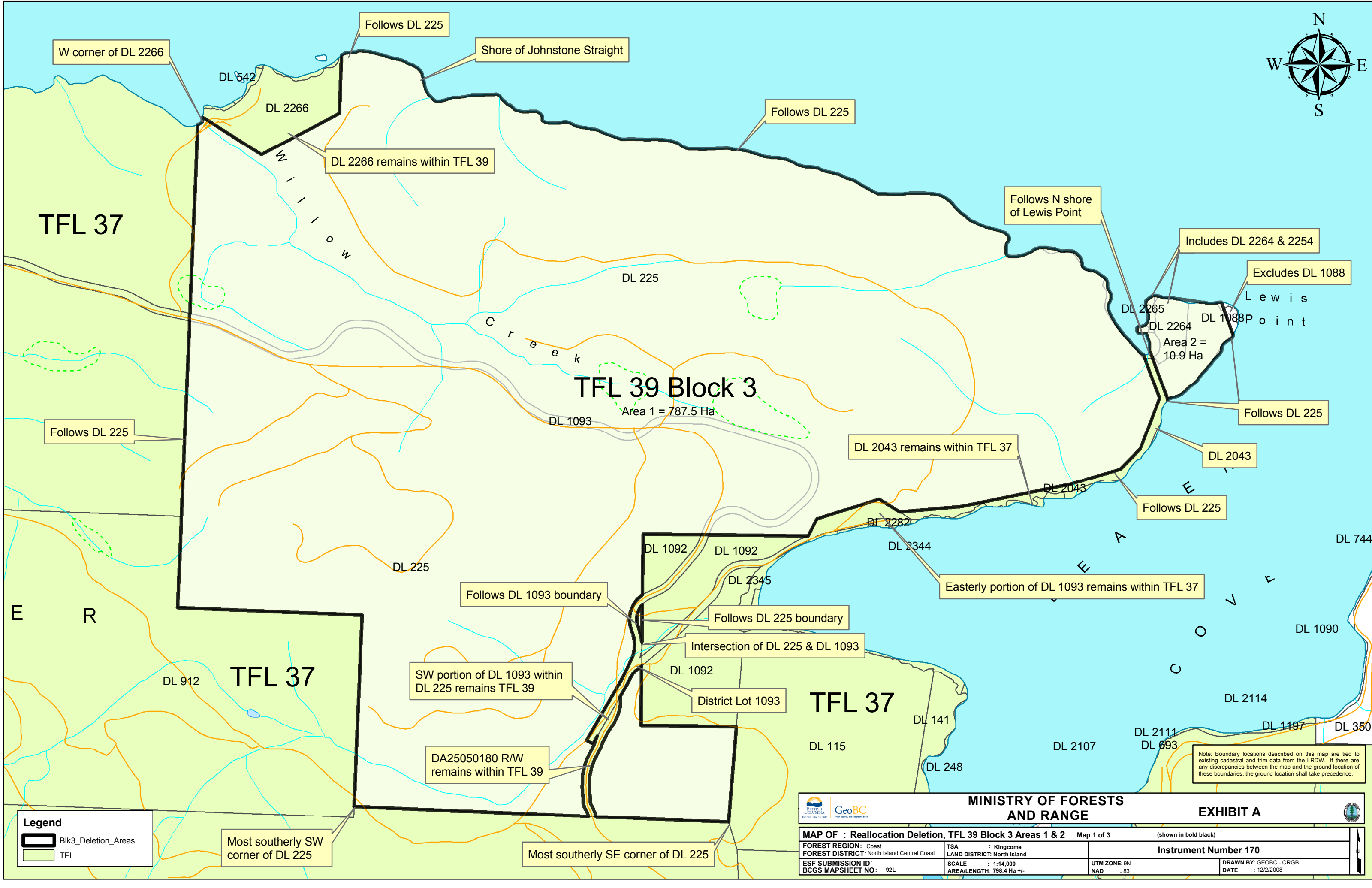


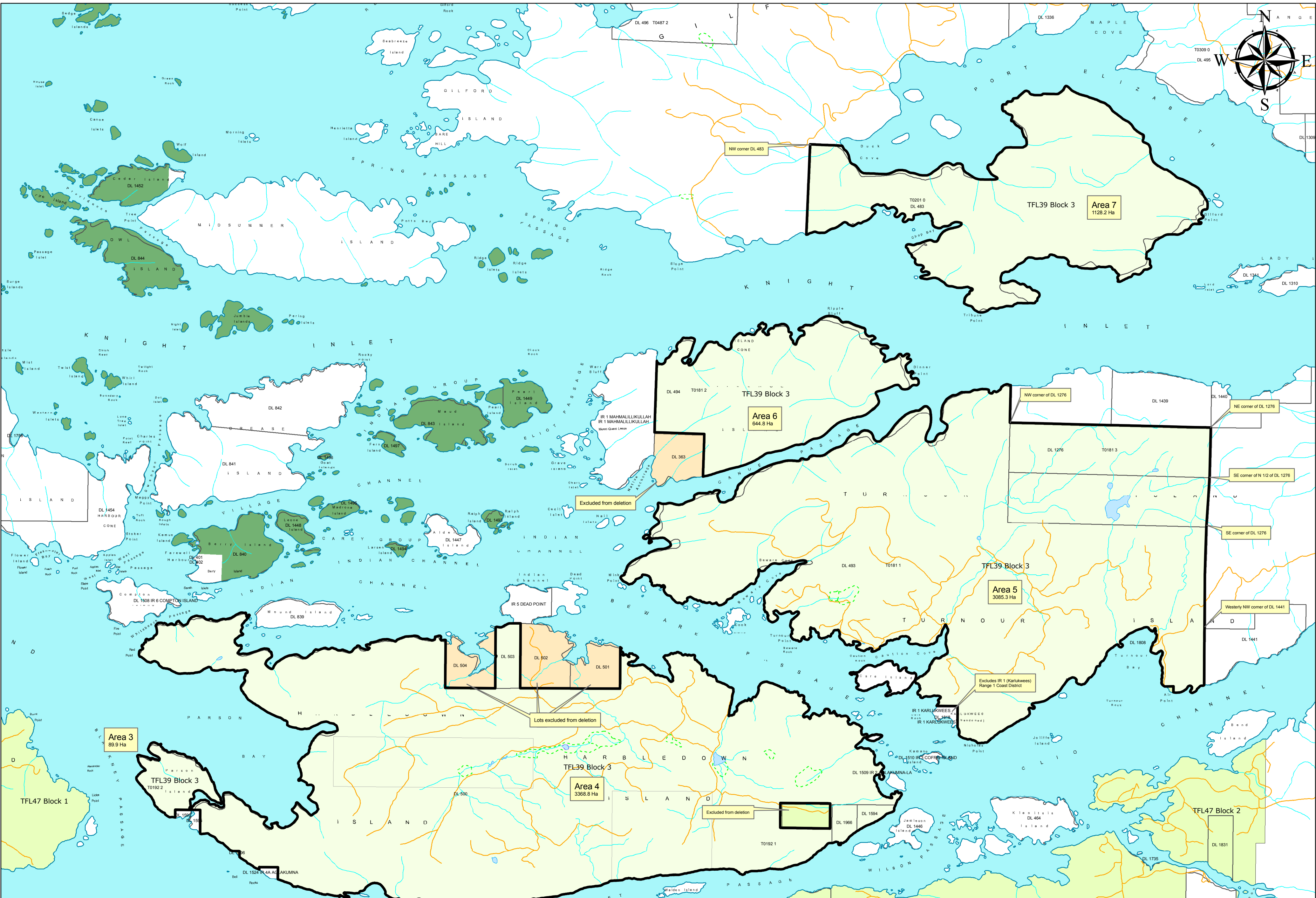
MAP OF : Reallocation Deletion from TFL 39 Bk2

Map 2 of 2

FOREST REGION : Coast	TSA : Strathcona	Instrument Number 170	MGT UNIT TYPE:
FOREST DISTRICT: Campbell River	LAND DISTRICT: Sayward		MGT UNIT NO :
ESF SUBMISSION ID :	SCALE : 1:20,000	UTM ZONE : 10N	Drawn : Nov 19th, 2008
BCGS MAPSHEET NO: 92K	AREA : 834 Ha. +/-	NAD : 83	GeoBC - C.R.G.B. Branch







 Block 3 Deletions
 Parks
 Previous_Deletions
 Tree Farm Licence



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MAP OF : Reallocation Del

FOREST REGION : Coast

FOREST DISTRICT : North Island - Central Coast

ESF SUBMISSION ID :

BCGS MAPSHEET NO : 92L

MAP OF : Reallocation Deletions From TFL 39 Blk.3 Areas 3-7

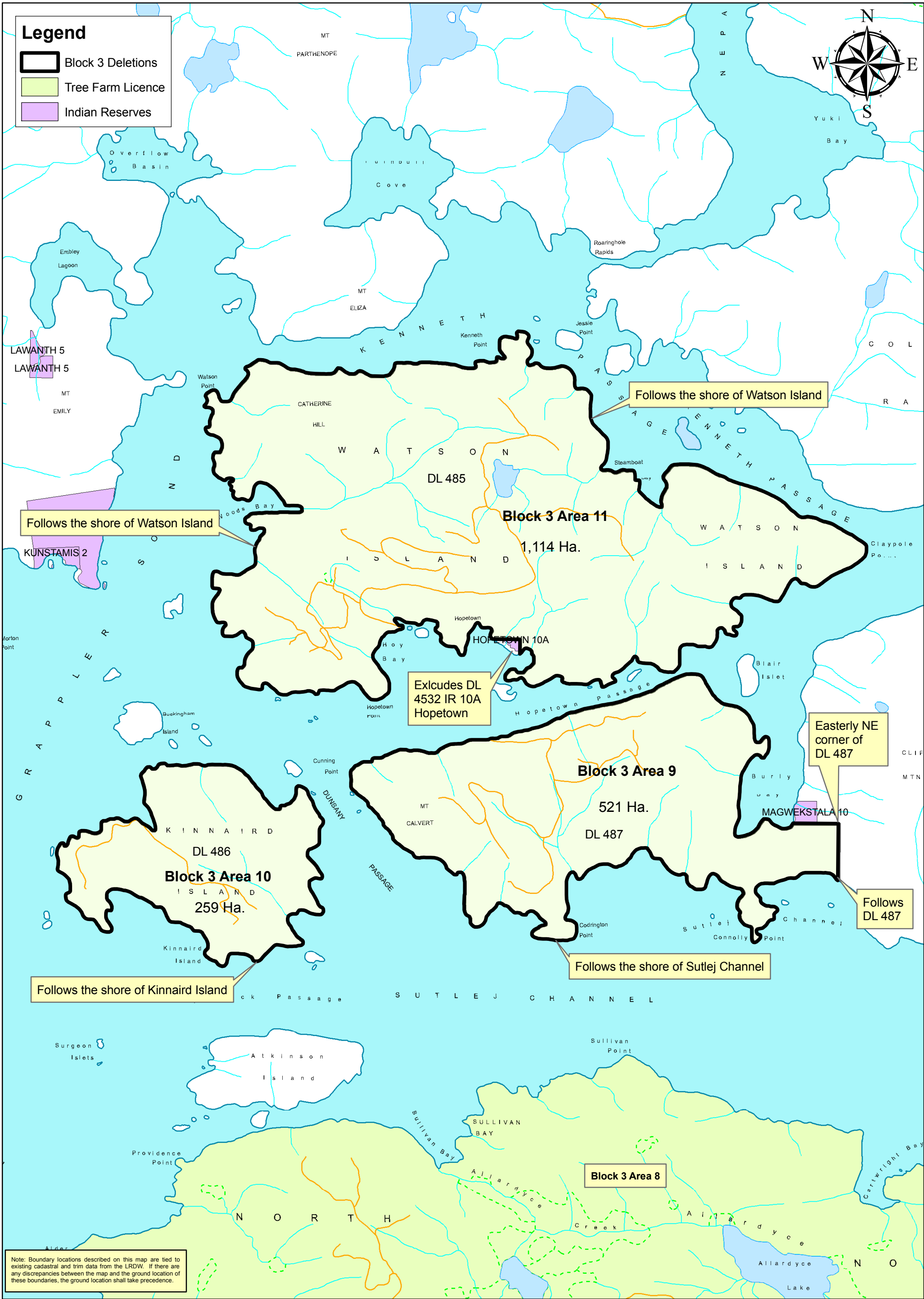
TSA	: Kingcome
LAND DISTRICT	: North Island
SCALE	: 1:75,000
AREA/LENGTH	: 8317.0 Ha. +/-

Instrument Number 170

UTM ZONE	: 9N
NAD	: 83

MGT UNIT TYPE :	
MGT UNIT NO :	
DRAWN BY :	GeoBC - C.R.G.B. Branch
DATE :	10/15/2008

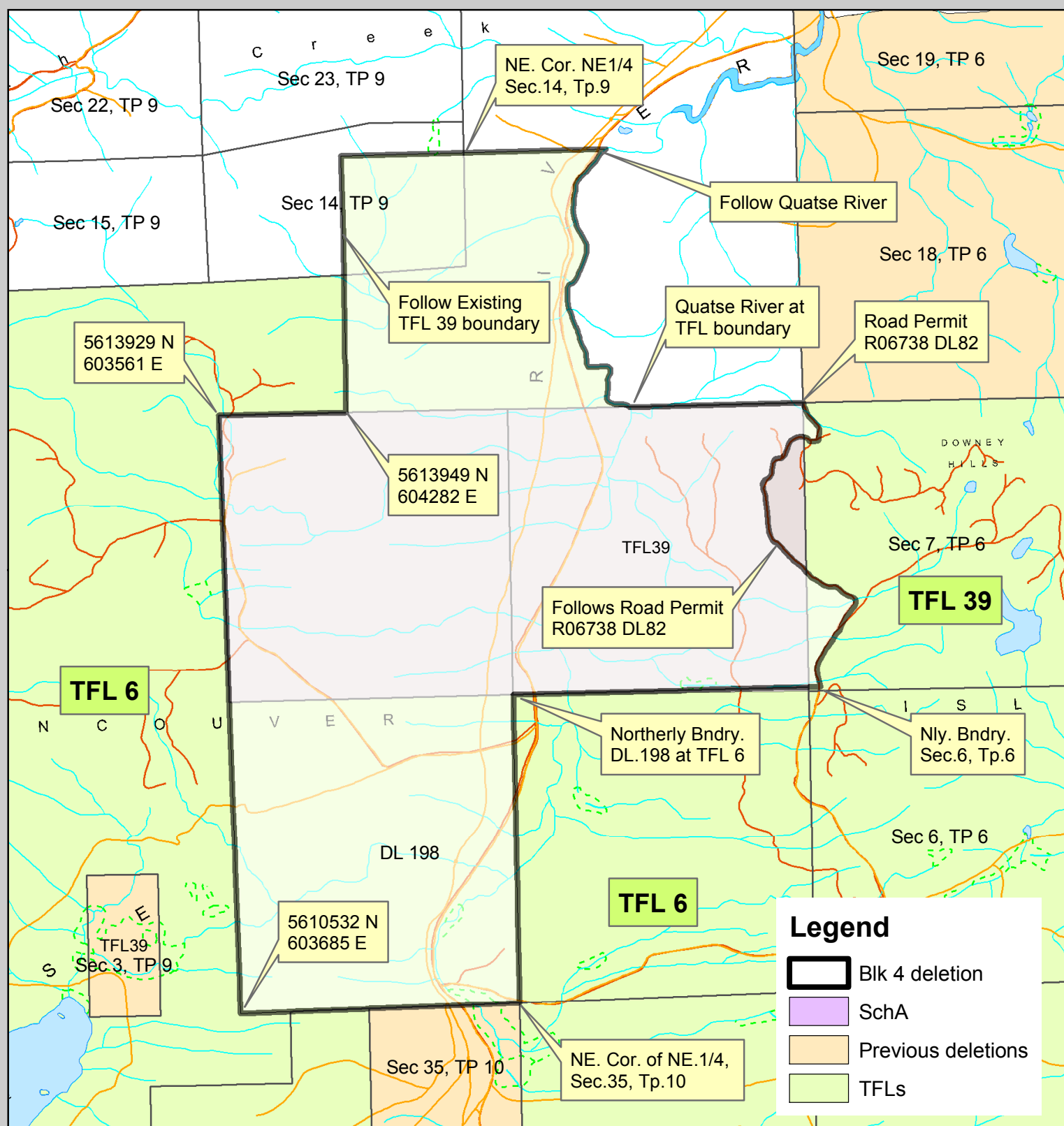


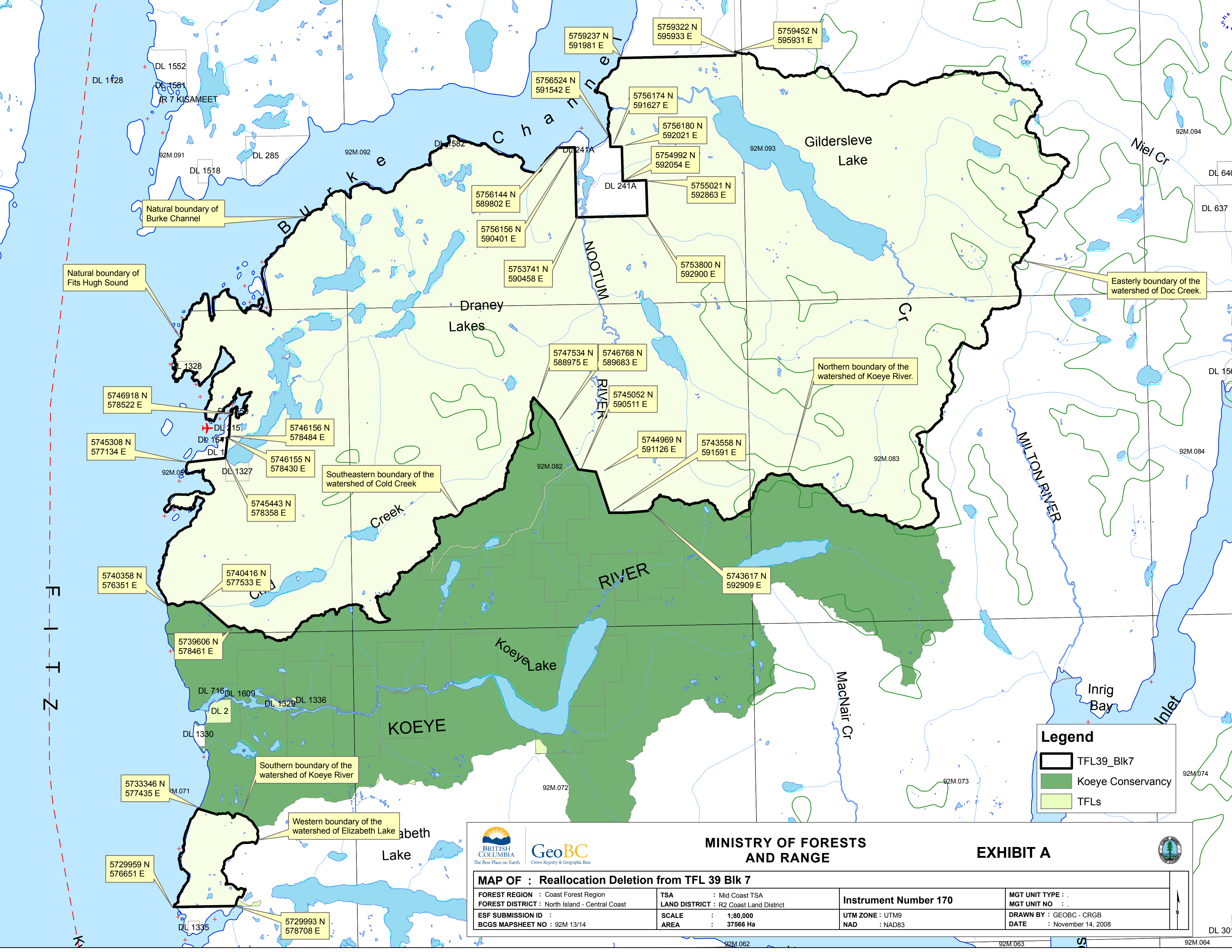




MAP OF : Reallocation Deletion from TFL 39 Blk 4

FOREST REGION : Coast Forest Region North Island-Central Coast	TSA : Kingcome TSA	Instrument Number 170	MGT UNIT TYPE : .
FOREST DISTRICT : Forest District	LAND DISTRICT : R2 Coast		MGT UNIT NO : .
ESF SUBMISSION ID : .	SCALE : 1:30,000 (when printed on 8.5x11)	UTM ZONE : UTM9	DRAWN BY : GEOBC - CRGB
BCGS MAPSHEET NO : 92L063	AREA/LENGTH : 1024 Ha. +/-	NAD : 1983	DATE : November 14, 2008





MINISTRY OF FORESTS
AND RANGE

EXHIBIT A

MAP OF : Reallocation Deletion from TFL 39 BIK 7			
FOREST REGION : Coast Forest Region	TSA : Mid Coast TSA	Instrument Number 170	MGT UNIT TYPE : .
FOREST DISTRICT : North Island - Central Coast	LAND DISTRICT : R2 Coast Land District		MGT UNIT NO : .
ESF SUBMISSION ID : .	SCALE : 1:80,000	UTM ZONE : UTM9	DRAWN BY : GEOBC - CRGB
BCGS MAPSHEET NO : 92M 13/14	AREA : 37566 Ha	NAD : NAD83	DATE : November 14, 2008

