

AMENDED PERMIT
PROVINCE OF BRITISH COLUMBIA
INDUSTRIAL DEVELOPMENT ACT
AMENDED PERMIT AUTHORIZING THE OCCUPATION OF CROWN LAND



Province of British Columbia
Industrial Development Act

Amended PERMIT AUTHORIZING THE OCCUPATION OF CROWN LAND

RIO TINTO ALCAN INC. (formerly ALCAN ALUMINIUM LIMITED) of Montreal, P.Q., being the holder of Amended Final Water Licence No. 102324 authorizing the storage, diversion and use of the water of the Nechako River and tributaries is hereby authorized to occupy by and in connection with flooding those Crown Lands lying below the 859.54 metre (2,820 feet) contour around and adjacent to the storage reservoir above Kenney Dam tributary to the Nechako River, as shown in Exhibit "A" attached hereto and forming part hereof, and to occupy by and in connection with the construction, maintenance and operation of the works referred to in Amended Final Water Licence No. 102324 those Crown Lands designated in an Agreement between the Government of British Columbia and the Licensee dated 29 December 1950, as amended on 29 December 1987, August 5, 1997, and as further amended on July 19, 2012 (in this Amended Permit collectively called the "Agreement"), the total having an area of 53,384 hectares (131,915 acres).

The Licensee is authorized to use or destroy the timber on the said lands by submerging it or otherwise in accordance with the terms and conditions of the Agreement.

This Amended Permit is appurtenant to the land to which Amended Final Water Licence No. 102324 is appurtenant.

The conditions relative to the rights granted under this Amended Permit are in accordance with the terms of the Agreement, to which this Amended Permit is to be attached and forms a part thereof.

Amended the 19th day of July, 2012.

Witness
my hand and seal

Minister of Jobs, Tourism and
Innovation and Minister responsible
for the *Industrial Development Act*

File: 0179602

Amended Permit No. 3449

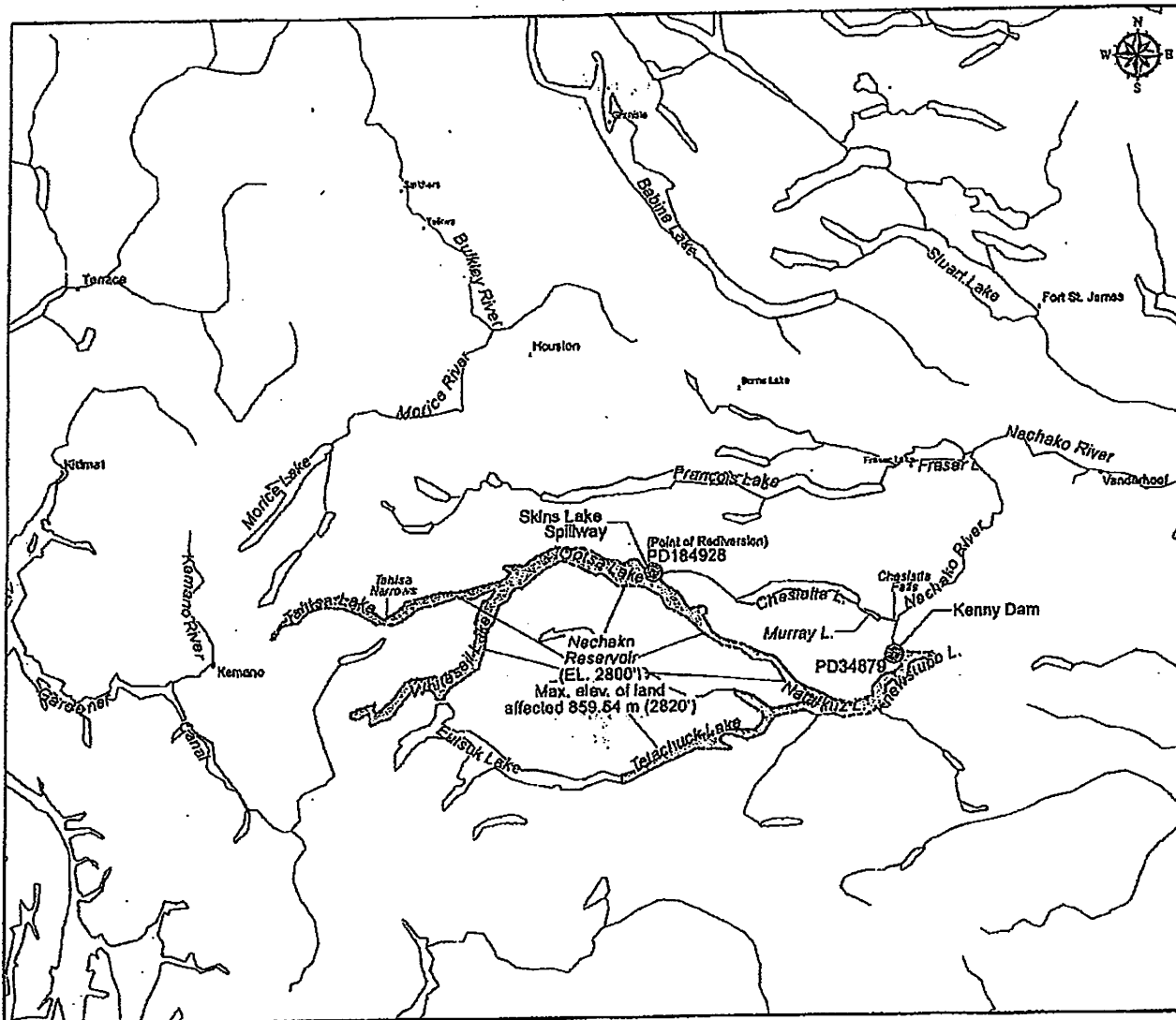




EXHIBIT "A"

WATER DISTRICT: Hazelton
PRECINCT: Burns Lake
LAND DISTRICT: Range 4 Coast

Signature: P. Bell

Date: July 19th, 2012

LEGEND:
Scale 1:1,750,000
Point of Diversion 
Permit over Crown Land 

P.C.L. 3449 for F.L. 102324
File 0179802

AMENDED PERMIT
PROVINCE OF BRITISH COLUMBIA
INDUSTRIAL DEVELOPMENT ACT
AMENDED PERMIT AUTHORIZING THE OCCUPATION OF CROWN LAND

ALCAN ALUMINIUM LIMITED of Montreal, P.Q., being the holder of Final Water Licence No. 102324 authorizing the storage, diversion and use of the water of the Nechako River and tributaries is hereby authorized to occupy by and in connection with flooding those Crown Lands lying below the 859.54 metre (2,820 feet) contour around and adjacent to the storage reservoir above Kenney Dam tributary to the Nechako River, as shown on Exhibit "A" attached hereto and forming part hereof, and to occupy by and in connection with the construction, maintenance and operation of the works referred to in Final Water Licence No. 102324 those Crown Lands designated in an Agreement between the Government of British Columbia and the Licensee dated 29 December 1950, as amended on 29 December 1987, and as further amended on August 5, 1997 (in this Amended Permit collectively called the "Agreement"), the total having an area of 53,384 hectares (131,915 acres).

The Licensee is authorized to use or destroy the timber on the said lands by submerging it or otherwise in accordance with the terms and conditions of the Agreement.

This Amended Permit is appurtenant to the land to which Final Water Licence No. 102324 is appurtenant.

The conditions relative to the rights granted under this Amended Permit are in accordance with the terms of the Agreement, to which this Amended Permit is to be attached and forms a part thereof.

Amended the 5th day of August, 1997.



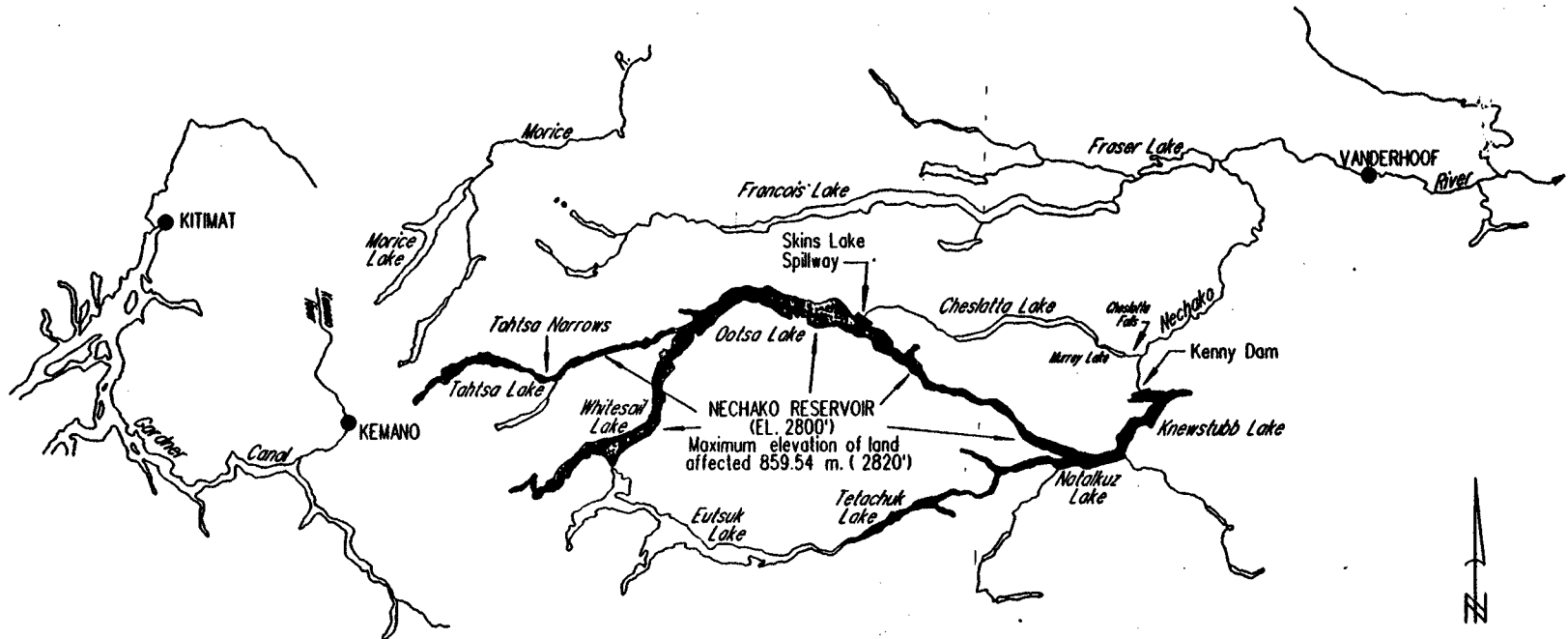
Minister of Education, Skills and Training
and Minister responsible for the Industrial
Development Act

File: 0179602

Amended Permit No. 3449



Province of British Columbia



WATER DISTRICT : HAZELTON
 PRECINCT : BURNS LAKE
 LAND DISTRICT : R.4, COAST

LEGEND

Scale : 1:1,000,000
 Permit over Crown Land :

EXHIBIT "A"

Signature
 Date AUG 05 1997

P.C.L. 3449 for FL 102324
 File 0179602

THE PROVINCE OF BRITISH COLUMBIA
I N D U S T R I A L D E V E L O P M E N T A C T

AMENDED PERMIT AUTHORIZING
THE OCCUPATION OF CROWN LAND

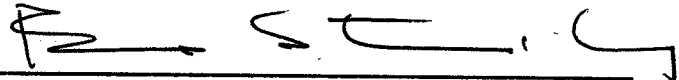
ALCAN ALUMINIUM LIMITED, of Montreal, Quebec, being the holder of Amended Conditional Water Licence No.19847 authorizing the storage, diversion and use of the water of the Nechako River and tributaries is hereby authorized to occupy by and in connection with flooding those Crown Lands lying below the 859.54 metre (2820 feet) contour around and adjacent to the storage reservoir above Kenney Dam tributary to the Nechako River, as shown on Exhibit "A" attached hereto and forming part hereof, and to occupy by and in connection with the construction, maintenance and operation of the works referred to in the said Amended Conditional Water Licence those Crown Lands designated in an Agreement between the Government and the Licensee dated the 29th December, 1950, together with an amendment thereto dated the 29th day of December 1987 the total having an area of 53 384 hectares (131 915 acres).

The Licensee is authorized to use or destroy the timber on the said lands by submerging it or otherwise in accordance with the terms and conditions of the said Agreement.

This Amended Permit is appurtenant to the land to which the aforesaid Amended Conditional Water Licence is appurtenant.

The conditions relative to the rights granted under this Amended Permit are in accordance with the terms of the said Agreement between the Government and the Licensee, as amended, to which this Amended Permit is to be attached and form a part thereof.

Amended the 29th day of December 1987



Minister of Environment and Parks.

File: 0179602
Permit No: 3449

DEPARTMENT OF LANDS AND FORESTS
PERMIT UNDER THE "WATER ACT", AUTHORIZING
THE OCCUPATION OF CROWN LAND.

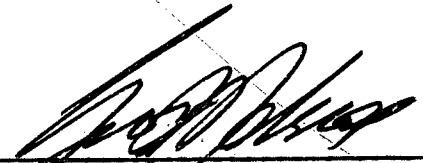
THE ALUMINUM COMPANY OF CANADA, LIMITED, of Montreal, Quebec, being the holder of Conditional Water Licence No. 19847 authorizing the storage, diversion and use of the water of the Nechako River, Skins Lake and Nanika River and their tributaries is hereby authorized to occupy by and in connection with flooding those Crown Lands lying below the 2820 foot (referred to a bench-mark in Ootsa Village established by the Water Rights Branch of the Department of Lands and Forests of British Columbia) contour around and adjacent to the storage reservoir tributary to the Nechako River and Skins Lake, and below the 3120 foot (referred to the above mentioned bench-mark) contour around and adjacent to the storage reservoir tributary to the Nanika River as shown on Exhibit "A" attached hereto and forming part hereof, and to occupy by and in connection with the construction, maintenance and operation of the works referred to in the said conditional licence those Crown Lands designated in an Agreement between the Government and the Licensee dated the 29th December, 1950, the total having an area of some 300 square miles the exact area and description to be determined as stated in the said agreement.

The Licensee is authorized to use or destroy the timber on the said lands by submerging it or otherwise in accordance with the terms and conditions of the said Agreement.

This permit is appurtenant to the land to which the aforesaid Conditional Water Licence is appurtenant.

The conditions relative to the rights granted under this permit are in accordance with the terms of the said Agreement made between the Government and the Licensee dated the 29th December, 1950 to which this permit is to be attached and form a part thereof.

Issued the 29th day of December, 1950.

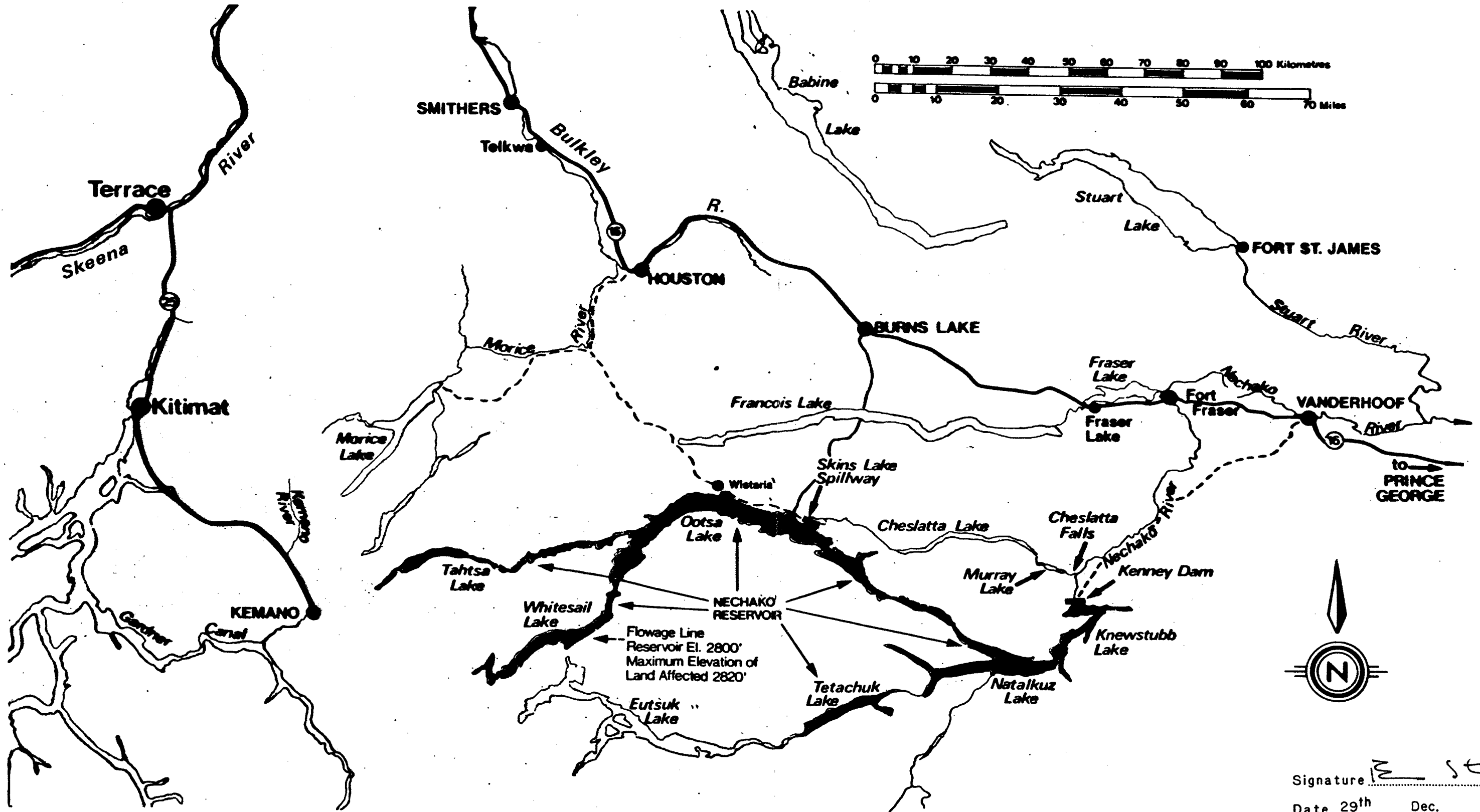

Deputy Minister of Lands.

File 10179602

Permit No. 3449.

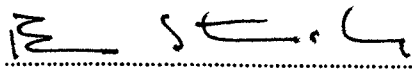


Province of British Columbia



WATER DISTRICT : HAZELTON
 PRECINCT : BURNS LAKE
 LAND DISTRICT : R.4, COAST

Permit over Crown Land :

Signature 
 Date 29th Dec. 1987

File 0179602
 P.C.L. 3449 for C.L.19847