

3510 Sherbrooke Est,
Apt. # 3,
MONTREAL,
QUEBEC H1W 1C8.

May 5th, 1992

Dear Sir,

Seizure of SNC's Bank Account during discussions concerning Lavalin take-over in August 1991

Further to my letter of April 27th, 1992, I thought you might wish to contact the other people to whom I sent this letter. The complete list of people is:-

1. Société de Développement Industriel du Québec, 770 rue Sherbrooke Ouest, 9e Étage, MONTRÉAL, QUÉBEC H3A 1G1.
2. Caisse de Dépôt et Placement du Québec, 1981 Av. McGill Collège, MONTRÉAL, QUÉBEC H3A 3C7.
3. Royal Bank of Canada, 1 Place Ville Marie, MONTRÉAL, QUÉBEC H3C 3A9. President: Mr. J. Cleghorn
4. Lévesque, Beaubien, Geoffrion Inc. 1155 Metcalfe St., MONTRÉAL, QUÉBEC H3B 4S9. Contact: Mr. Normand Roy.
5. Richardson Greenshields of Canada Inc., Place Ville Marie, MONTRÉAL, QUÉBEC H3B 2E8. Contact: Mr. John Reider.
6. Allinvest Group Ltd., 8 King Street East, suite 700, TORONTO, ONTARIO M5C 1B5. Contact: Mr. Bill Mackenzie, Vice-President.

My price for keeping quiet about this, so that there will not be a scandal, is a certified cheque from SNC for CDN\$ 1.5 million, payable to me, to be sent to the offices of my lawyers Miller Adel and Associates at 276 rue St. Jacques, Suite 805, Montreal, Quebec H2Y 1N3, without argument and without delay. Guy Saint-pierre, President of SNC, has been aware of my conditions since August 1991.

I am not going to detail what the consequences, for SNC, of a scandal, might be – because to you, as investors or people with a major interest in SNC for other reasons, I am sure this is obvious.

One observation I might make, however, is that Montreal seems to be a very corrupt place, and it also happens to be the place to which most immigrants to Quebec go. SNC's behaviour, as I think you will agree, is a very bad example for the business community in Quebec – and particularly Montreal – to follow. This, at a time when Quebec is trying very hard to attract immigrants and is simultaneously very concerned about the number who eventually leave for other parts of Canada, or elsewhere. This nonsense has got to stop at once. If it continues, the consequences for Quebec and Canada will be obvious.

If you wish to contact me, you may do so by writing to me in Montreal, or alternatively you can telephone me between 0800 hrs and 1600 hrs Monday to Friday, at the NDMC in Ottawa on (613) 733-6600; when they reply, ask them to page me.

Should you require supporting documentation I will make this available on request.

Yours faithfully,

(signed) Robert T. Chisholm.