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January 16, 2020

File: MV2014F0013,
MV2014L8-0006 &
MV2019L8-0002

Mr. David Harpley
Canadian Zinc Corporation
SUITE 1710-650 West Georgia Street
Vancouver BC V6B 4N9

Sent via email

Dear Mr. Harpley:

**Independent Technical Review Panel (ITRP) Terms of Reference - Approval
Canadian Zinc Corporation – Prairie Creek All Season Road Project**

The Mackenzie Valley Land and Water Board (the Board) met on January 16, 2020 to consider the Independent Technical Review Panel (ITRP) Terms of Reference for Canadian Zinc Corporation's (CZN) All Season Road (ASR) Project. This is required to fulfill Measure 5-1, Part 3 of the Mackenzie Valley Environmental Impact Review Board's Report of Environmental Assessment and Reasons for Decision for EA1415-01, and conditions of Land Use Permit MV2014F0013 and Water Licences MV2014L8-0006 & MV2019L8-0002. The Board approved the Terms of Reference as submitted December 4, 2019.

If you have any questions or concerns, please contact Julian Morse at (867) 766-7453 or email jmorse@mvlwb.com.

Yours sincerely,

A handwritten signature in blue ink, appearing to read "Mavis Cli-Michaud".

Mavis Cli-Michaud
MVLWB, Chair

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