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FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Issuer

Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934



for the month of May

**PRESS RELEASE
TEMBEC INDUSTRIES INC.
COMPLETION OF EXCHANGE OFFER
FOR SENIOR NOTES**

TEMBEC INC.

(Translation of registrant's name into English)

PROCESSED

MAY 20 2002

THOMSON
FINANCIAL

**800, René-Lévesque Boulevard West, Suite 1050
Montreal, Quebec H3B 1X9**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports
under cover Form 20-F or Form 40-F.

Form 20-F _____ Form 40-F X

Indicate by check mark whether the registrant by furnishing the information
contained in this Form is also thereby furnishing the information to the Commission
pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes _____ No X

If "Yes" is marked, indicate below the file number assigned to the registrant in
connection with Rule 12g3-2(b): 82- _____

CRG



PRESS RELEASE

FOR IMMEDIATE RELEASE

Tembec announces completion of exchange offer for Senior Notes

Temiscaming, May 14, 2002 - Tembec Industries Inc., a wholly-owned subsidiary of Tembec Inc., announced today that it has completed its offer to exchange its 7.75% Senior Notes due March 15, 2012, which were registered under U.S. securities laws, for its 7.75% Senior Notes due March 15, 2012 that were issued on March 13, 2002.

Tembec is an integrated Canadian forest products company principally involved in the production of wood products, market pulp and papers. The Company has sales of approximately \$3.5 billion with over 50 manufacturing sites in the Canadian provinces of New Brunswick, Quebec, Ontario, Manitoba, Alberta and British Columbia, as well as in France and the United States. Tembec's Common Shares are listed on the Toronto Stock Exchange under the symbol TBC. Anyone wishing to receive Tembec's future press releases can do so by subscribing on line to Tembec's distribution list at www.tembec.com

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Source: Tembec Inc.

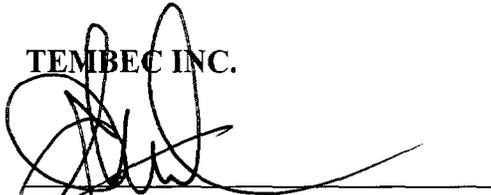
Contacts: Michel Dumas
Vice President, Finance & CFO
Tel : (819) 627-4268

Charles Gagnon
Vice President, Corporate Relations
Tel.: (819) 627-4230

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: May 15, 2002

by: 
TEMBEC INC.
Claude Imbeau,
Vice President, General Counsel and
Secretary