

BOMBARDIER INC.

ANNUAL MEETING OF SHAREHOLDERS 2020

NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS

Date: Thursday, June 18, 2020
Time: 10:30 a.m. (Montréal time)
Place: Espace Mansfield
1230 Mansfield Street
Montréal, Québec, Canada H3B 2Y3

This year again, as permitted by Canadian securities regulators, we are using notice-and-access to deliver the Management Proxy Circular (the “Circular”) and related materials to both our registered and non-registered shareholders. This means that the Circular and the annual financial statements and related management discussion and analysis for the financial year ended December 31, 2019 (the “Financial Report” and, together with the Circular, the “Meeting Materials”) are posted online for you to access electronically instead of being mailed out. This notice includes information on how to access the Meeting Materials online and how to request a paper copy. The Financial Report was mailed to shareholders who requested it. Notice-and-access is environmentally friendly and cost effective as it reduces paper, printing and postage.

Accompanying this notice is the form of proxy or voting instruction form that you will need to vote (see “Voting” below).

ACCESSING THE MEETING MATERIALS ON-LINE

The Circular can be viewed online at www.SEDAR.com or on our website at <https://ir.bombardier.com/Bombardier-Proxy-2020-en.pdf>

The Financial Report can be viewed online at www.SEDAR.com or on our website at <https://ir.bombardier.com/Bombardier-Financial-Report-2019-en.pdf>

*****PLEASE VIEW THE MEETING MATERIALS AND OTHER RELATED DOCUMENTS PRIOR TO VOTING*****

MATTERS TO BE RECEIVED OR VOTED ON AT THE MEETING

Financial Statements – Receipt of the consolidated financial statements of Bombardier Inc. for the financial year ended December 31, 2019 and the auditors’ report thereon

See Section 2 – Business of the Meeting – Receipt of financial statements

Election of Directors – Election of the directors of Bombardier Inc.

See Section 2 – Business of the Meeting – Election of the Directors of Bombardier

Appointment of Auditors – Appointment of the auditors of Bombardier Inc. and authorization to the directors of Bombardier Inc. to fix the remuneration of the auditors

See Section 2 – Business of the Meeting – Appointment of the Independent Auditors of Bombardier and Audit Committee Information

Say on Pay – Consideration and, if deemed appropriate, adoption of a non-binding advisory resolution on Bombardier Inc.’s approach to executive compensation

See Section 2 – Business of the Meeting – Non-binding Advisory vote on Bombardier’s Approach to Executive Compensation

Shareholder Proposals – Consideration and, if deemed appropriate, approval of the shareholder proposal set out in Exhibit “B” to the Circular

See Section 6 – Additional Information – Shareholder Proposals

Amendments to By-Law One of Bombardier Inc. – Consideration and, if deemed appropriate, adoption of an ordinary resolution (the full text of which is reproduced in the Circular) approving, ratifying and confirming certain amendments to By-Law One of Bombardier Inc., which are incorporated in Exhibit “C” to the Circular

See Section 2 – Business of the Meeting – Amendments to By-Law One of Bombardier

The Meeting may also consider other business that properly comes before it.

VOTING

Please note that you cannot vote by returning this notice.

This year, you may participate and vote at the Meeting in one of two ways. You can vote either by attending the Meeting in person by following the corresponding instructions in the section of the Circular entitled “How do I Vote?” or you can attend the Meeting by joining the live webcast that will be available online at <https://web.lumiagm.com/122776078> where you will be able to listen to the Meeting, ask questions and vote, all in real time, provided you are connected to the internet and comply with all of the requirements set out in the section of the Circular entitled “How do I Vote?”.

In light of the ongoing public health concerns related to the spread of COVID-19 and in order to mitigate potential risks to the health and safety of shareholders, employees, communities and other stakeholders, we are providing facilities to allow shareholders to participate in a hybrid meeting format whereby registered shareholders and duly appointed proxyholders may attend and participate in the Meeting via live webcast. The legal requirements of the Meeting will be completed, with no traditional social reception or investor presentation. Guests will not be permitted to attend the Meeting in person. Shareholders are strongly encouraged not to attend the Meeting in person and to vote their shares in advance of the Meeting as described below or to vote virtually at the Meeting online. We welcome all shareholders and others who wish to attend the Meeting to do so by joining the live webcast that will be available at <https://web.lumiagm.com/122776078>.

We reserve the right to restrict in-person attendance depending on available health and safety information at the time of the Meeting and make such arrangements as are deemed prudent or necessary under the circumstances. The ability of shareholders to attend in person is also subject to any governmental order applicable at the time of the Meeting, such as restrictions on gatherings and social distancing rules, which might prevent or restrict shareholders from attending in person. Should we be required to alter the plans regarding the Meeting, including possibly changing the format of the Meeting from hybrid to virtual only, the details of any such change would be communicated promptly by way of press release.

If you do not attend the Meeting in person or do not attend the Meeting online by joining the live webcast, you may vote your shares:

			
on the Internet	by phone	by fax	by mail

by following the instructions on your proxy or voting instruction form on how to vote using these methods.

Registered shareholders:

Computershare Investor Services Inc. (“Computershare”), our transfer agent, must have received your proxy form or you must have voted by internet or telephone no later than 4:00 p.m. (Montréal time) on Tuesday, June 16, 2020.

Non-registered shareholders:

Your intermediary is required to seek your voting instructions in advance of the Meeting. You will have received from your intermediary a package of information with respect to the Meeting, including either a proxy form or a voting instruction form. Each intermediary has its own signature and return instructions. It is important that you comply with these instructions if you want the voting rights attached to your shares to be exercised. If you vote by Internet or telephone, you must do so no later than 4:00 p.m. (Montréal time) on Tuesday, June 16, 2020.

Shareholders (employees) under the Share Incentive Plan governed by English Law (“SIP”):

If you are a participating employee of the SIP and you hold shares under the SIP, Computershare EES Trustees Limited, the administrator of the SIP in the United Kingdom, will seek your voting instructions in advance of the Meeting. Computershare EES Trustees Limited has its own instructions as to how you must submit your vote. It is important that you comply with these instructions if you want the voting rights attached to your shares to be exercised. If you have any questions relating to the above, please contact the Computershare Helpline at 0370 707 1484.

Voting virtually at the Meeting online

To vote virtually at the Meeting online, all shareholders will need a control code. If you are a registered shareholder your 15-digit control code is on the form of proxy you received with this notice. If you are a non-registered shareholder or a participating employee of the SIP, your 4-alpha character control code can be obtained by following the instructions in the sections of the Circular entitled “How do I Vote?” and “Appointment of a proxyholder”. Without a control code, you will not be able to vote virtually at the Meeting online and will only be able to participate as a guest. If you have any questions regarding the process to vote virtually at the Meeting online, please contact Computershare at one of the numbers provided below.

OBTAINING A PAPER COPY OF THE MEETING MATERIALS

At any time prior to the Meeting or for a period of one year from the date the Circular is filed on SEDAR, you can request a paper copy of the Meeting Materials, at no charge, by calling:

1 866 964 0492 (Canada and the United States) or

+1 514 982 8714 (other countries)

Requests for paper copies made before the Meeting will be sent to you within three business days of receiving your request. To ensure receipt of the paper copy in advance of the voting deadline and Meeting date, we estimate that your request must be received no later than 4:00 p.m. (Montréal time) on June 4, 2020 (this takes into account the three business day period for processing requests as well as typical mailing times). **Please note that if you request a paper copy of the Meeting Materials, you will not receive a new proxy form or voting instruction form, so you should keep the original form sent to you in order to vote.**

Requests for paper copies made on or after the date of the Meeting will be sent to you within 10 calendar days after receiving your request.

CONTACT FOR QUESTIONS ABOUT NOTICE & ACCESS

If you have any questions regarding this notice, notice-and-access or the Meeting, please call Computershare at 1 800 564 6253 (Canada and United States) or +1 514 982 7555 (other countries).