



TRANSAT DISCLOSURE POLICY

**Approved by
the Board of Directors of
Transat A.T. Inc.
on June 7, 2006, as amended
on June 10, 2009, May 4, 2016, and November 15, 2021**

TABLE OF CONTENTS

A. OBJECTIVE AND SCOPE	1
B. ADMINISTRATION OF THIS POLICY	1
C. COMMUNICATION	1
E. COMPOSITION AND RESPONSIBILITIES OF THE DISCLOSURE COMMITTEE	2
F. INVESTOR RELATIONS	3
H. DESIGNATED SPOKESPERSONS	3
I. DEFINITION OF MATERIAL INFORMATION AND MATERIAL CHANGE.....	4
J. GUIDELINES	5
<i>Guideline No. 1 – Principles of Disclosure of Material Information</i>	<i>5</i>
<i>Guideline No. 2 – Maintaining Confidentiality</i>	<i>6</i>
<i>Guideline No. 3 – News Releases</i>	<i>6</i>
<i>Guideline No. 4 – Spokesperson</i>	<i>7</i>
<i>Guideline No. 5 – Rumours.....</i>	<i>8</i>
<i>Guideline No. 6 – Conference Calls, Webcasts and Industry Conferences.....</i>	<i>9</i>
<i>Guideline No. 7 – Contacts with Analysts, Investors and the Media.....</i>	<i>10</i>
<i>Guideline No. 8 – Reviewing Analysts' Draft Reports and Models.....</i>	<i>10</i>
<i>Guideline No. 9 – Analyst Relations.....</i>	<i>10</i>
<i>Guideline No. 10 – Forward-Looking Information</i>	<i>11</i>
<i>Guideline No. 11 – Quiet Periods.....</i>	<i>11</i>
<i>Guideline No. 12 – Electronic Information and www.transat.com Website</i>	<i>12</i>
CONTACT PERSONS	13

TRANSAT DISCLOSURE POLICY

A. OBJECTIVE AND SCOPE

The objective of this Disclosure Policy (the “Policy”) is to:

☞ ensure that communications to investors, the media and the public about Transat A.T. Inc. and its subsidiaries (collectively the Corporation or Transat) are timely, factual and accurate, and broadly disseminated in accordance with all applicable legal and regulatory requirements.

This Policy confirms Transat’s disclosure policies and practices and attests to Transat’s commitment to make timely, factual and accurate disclosure of all Material Information (as defined under “I. Definition of Material Information and Material Change”) to the capital markets and the general public.

Persons Covered by this Policy

This Policy extends to all employees, directors and authorized spokespersons of the Corporation, and to any other person or corporation in a “special relationship” with Transat.

The persons or corporations in a “special relationship” with Transat include but are not limited to: (i) Transat insiders, including, without limitation, the directors, officers and vice-presidents of the Corporation; (ii) persons engaging in professional or business activities for Transat; and (iii) anyone, including an employee of the Corporation, who learns of undisclosed Material Information and knows or should know that the person disclosing said information is in a “special relationship” with Transat.

Scope

This Policy pertains to:

- Material Information as defined in “I. Definition of Material Information and Material Change”;
- information contained in documents filed with securities regulators, including in annual and quarterly reports;
- news releases;
- letters to the shareholders;

- presentations by senior management at investor conferences;
- information appearing on the Transat A.T. Inc. website (www.transat.com) or conveyed electronically in another way;
- oral statements made during meetings and telephone conversations with analysts, investors or journalists, speeches, press conferences and conference calls.

B. ADMINISTRATION OF THIS POLICY

☞ Transat’s Disclosure Committee has overall responsibility for the administration of this Policy.

C. COMMUNICATION

The Corporation ensures that all the directors, officers and employees of the Corporation are informed of this Policy and of its importance in the following manner:

- a copy of this Policy is posted on the Transat A.T. Inc. website (www.transat.com).
- a copy of the Policy is provided to the directors, officers and other employees of the Corporation who have or may have a need to know or convey Material Information and/or to make decisions regarding disclosure under this Policy.

D. APPLICATION

The directors, officers and other employees of the Corporation who have or may have a need to know or convey Material Information and/or to make disclosure decisions under this Policy shall ensure that they understand this Policy and comprehend its relevance to ensure compliance with applicable securities laws and stock exchange rules.

☞ Any employee who violates this Policy may face disciplinary action up to and including termination of his employment without prior notice.

☞ Any violation of this Policy could also constitute a violation of securities laws

TRANSAT DISCLOSURE POLICY

and stock exchange rules.

☞ If an employee seems to have violated such securities laws or stock exchange rules, his employer may refer the matter to the appropriate regulators, which could lead to penalties, fines or imprisonment.

E. COMPOSITION AND RESPONSIBILITIES OF THE DISCLOSURE COMMITTEE

Composition

Transat's Disclosure Committee consists of the persons holding the following or comparable positions:

- President and Chief Executive Officer;
- Vice-President, Finance and Administration, and Chief Financial Officer (the "Chief Financial Officer");
- Vice-President, General Counsel and Corporate Secretary;
- Vice-President, Human Resources and Corporate Affairs;
- such additional officers and employees as may be deemed appropriate by the Disclosure Committee.

Moreover, the Vice-President of Internal Audit and Risk Management and/or the person responsible for the application of Regulation 52-109 respecting Certification of Disclosure is formally invited to attend the meetings of the Disclosure Committee and the Disclosure Subcommittee, as defined below in this section.

Except if provided otherwise, the Chief Financial Officer acts as Chairman of the Committee. Except if provided otherwise, the Corporate Secretary or another member of Transat's Legal Department (preferably the Assistant Secretary in the absence of the Corporate Secretary) acts as Secretary at the meetings of Transat's Disclosure Committee.

In some circumstances, a member of the Disclosure Committee may delegate his duties to one of his subordinates.

Responsibilities

Transat's Disclosure Committee has the following responsibilities, without limitation:

1. Implement and administer this Policy;
2. Monitor the effectiveness of and compliance with this Policy;
3. Review and update, if necessary, this Policy annually or as needed to ensure compliance with new regulatory requirements;
4. Educate the directors, officers and employees about disclosure issues and this Policy;
5. Evaluate the nature and the relative materiality of information or announcements, rule on their degree of materiality and approve communication to the public, where needed, when the circumstances so warrant or when information, announcements or news releases subject to this Policy are submitted to it, whether by the representative in charge of investor relations, by the Communications and Corporate Affairs Department, by the Finance Department, by Transat's Legal Department or by any other party;
6. Approve the annual and quarterly disclosure documents;
7. Report to the Audit Committee quarterly and to the Board of Directors annually regarding this Policy;
8. Ensure that the information found on the Transat A.T. Inc. website (www.transat.com), particularly under the section regarding investors, is up to date and complies with this Policy.

Procedures

The Disclosure Committee establishes its own internal guidelines, procedures and approval processes. It convenes when necessary.

☞ A Disclosure Subcommittee, comprising the Chief Financial Officer, the Vice-President, General Counsel and Corporate Secretary and the Vice-President, Human Resources and Corporate Affairs (or persons performing equivalent duties or their agents), may act on behalf of the Disclosure Committee when it is impractical to convene the entire Committee.

TRANSAT DISCLOSURE POLICY

F. INVESTOR RELATIONS

The Chief Financial Officer or his delegate has the following responsibilities, without limitation:

1. Answer the questions of the financial community and individual Transat securities holders;
2. With Transat's Legal Department and Communications and Corporate Affairs Department, evaluate whether events warrant a meeting of the Disclosure Committee and/or a public announcement, and take adequate measures;
3. Ensure that the necessary disclosure activities are implemented adequately, including participation in investor conferences, conference calls on the quarterly results and special conference calls, presentations, and individual meetings with members of the investor community;
4. Prepare documents, such as brokers' fact sheets, handout material to investors and other investor briefings;
5. Do whatever is necessary so that the information available on the Transat A.T. Inc. website (www.transat.com) concerning investor relations is factual, accurate and in compliance with this Policy;
6. On an ongoing basis, monitor market activity in Transat's securities prior to and following disclosure of Material Information and at relevant times when circumstances so warrant;
7. With the assistance of the Legal Department, communicate as needed with the stock exchange on which Transat's securities are listed;
8. With the assistance of the Communications and Corporate Affairs Department, answer the financial media's questions.

G. COMMUNICATIONS

Transat's Communications and Corporate Affairs Department has the following responsibilities, without limitation:

1. Manage media and public relations and implement procedures to control public communication;
2. Prepare and/or ensure the compliance of

communications originating from Transat, such as news releases issued by head office on behalf of Transat A.T. Inc., public speeches and the content of the Transat A.T. Inc. website (www.transat.com);

3. With the assistance of the Finance Department and the Legal Department, prepare the annual and quarterly reports to security holders; and
4. Take the necessary measures so that any announcement of a strategic or financial nature, or including elements of a strategic or financial nature, complies with this Policy, including when such announcement or news release is initiated by a subsidiary of the Corporation, in accordance with the guidelines of this Policy, without limitation.

H. DESIGNATED SPOKESPERSONS

The Corporation endeavours to minimize the number of persons authorized to speak on its behalf (the spokespersons).

Transat has a principal designated spokesperson, who may answer questions from the media directly or who may delegate this function temporarily, regarding a specific topic, to the person best placed in the circumstances.

With respect to communications with the financial community and the investing public specifically, the persons authorized to speak are those holding the following or comparable positions, and their contingent intervention is coordinated by the principal designated spokesperson or by the Disclosure Committee:

- President and Chief Executive Officer;
- Vice-President, Finance and Administration, and Chief Financial Officer (the "Chief Financial Officer");
- Vice-President, General Counsel and Corporate Secretary;
- Vice-President, Human Resources and Corporate Affairs;
- such additional officers and employees as may be deemed appropriate by the Disclosure Committee.

For questions pertaining to issues covered or potentially covered by this Policy, the principal spokesperson may delegate his duties to one of the aforementioned spokespersons, who have

TRANSAT DISCLOSURE POLICY

authorization to deal with the investor community, or to another spokesperson in the case of commercial or operational communication, except if the Disclosure Committee or its Subcommittee, the President and Chief Executive Officer, the Chief Financial Officer or the Vice-President, Human Resources and Corporate Affairs, decides otherwise.

Given the nature of the Corporation's activities and its structures, the requests for information from the media are numerous and varied. The purpose of the guidelines set by this Policy is for the Corporation to comply with securities laws and all applicable rules, and to protect all confidential or strategic information, while maintaining the flexibility it needs to carry on its operations normally. In this regard, for issues that are not Material Information as defined in this Policy, and, more specifically, for commercial or operational announcements, other spokespersons may speak on behalf of the Corporation, under Guideline 4.

Employees in general, or people not formally authorized to speak on behalf of the Corporation or of its subsidiaries, are forbidden to communicate with the media. Moreover, the persons authorized to communicate with the media may do so only in accordance with this Policy.

I. DEFINITION OF MATERIAL INFORMATION AND MATERIAL CHANGE

Definitions

Material Information may be generally defined as any information relating to the business and affairs of Transat that significantly affects, or would reasonably be expected to have a significant effect on, the market price or value of Transat's securities, or that would reasonably be expected to have a significant influence on a reasonable investor's investment decisions concerning such securities ("Material Information"). For the purposes of this Policy, "Material Information" shall be interpreted broadly, and could ultimately include information pertaining to the business of a subsidiary.

Examples

The following are examples of events or information that may constitute Material Information:

☞ **financial results** (e.g., quarterly earnings and operating revenues; operating revenues, earnings and EBITDA guidance; significant increase or decrease in near-term earnings

prospects; and major asset write-downs);

- ☞ **changes in corporate structure** (e.g., change in share ownership that may affect control of the Corporation);
- ☞ **changes in capital structure** (e.g., sale or redemption of securities, stock split and changes to dividend policies, if applicable);
- ☞ **changes in business or operations** (e.g., changes to the board of directors or executive management; major labour disputes, and the commencement of material court proceedings);
- ☞ **significant acquisitions and dispositions;**
- ☞ **changes in credit agreements;** and
- ☞ **changes in rating agency decisions, including downgrades;**
- ☞ **statistics on sensitive commercial data, such as sales or passenger load factors.**

The aforementioned examples are not exhaustive and are not a substitute for the Corporation exercising its own judgment in making materiality decisions.

Guidance and Operational Data

Operating revenue, earnings and EBITDA guidance, including the confirmation by the Corporation of outstanding guidance or of analysts' forecasts, should always be treated as being potential Material Information and, therefore, potentially requiring the issuance of a news release prior to any dissemination thereof.

☞ **At the approach of a quiet period (see Guideline No. 11 – Quiet Periods), all employees should be extremely careful as to the appropriateness of commenting on Transat's financial and operational data and should consult Transat's Legal Department in advance, if warranted.**

External Events

Should external events have an effect on Transat that is both material and uncharacteristic of the effect generally experienced by other companies in the same business, Transat should consider whether it should issue a news release explaining such specific effect.

TRANSAT DISCLOSURE POLICY

Materiality Determination

The Chief Financial Officer, the Vice-President, General Counsel and Corporate Secretary and the Vice-President, Human Resources and Corporate Affairs, acting together, are responsible for determining the materiality of information. In making materiality judgments, it is necessary to take into account a number of factors such as the nature of the information itself, the state of the business and operations of Transat, the volatility of Transat's securities at the relevant time and prevailing market conditions.

previously has become misleading and/or material following events that have occurred in the meantime, and then to determine whether it is appropriate to update such information.

☞ Quarterly financial results and Management's Discussion and Analyses ("MD&As") are publicly disclosed only after approval of the financial statements by the Board of Directors upon recommendation of the Audit Committee (pursuant to the applicable legal requirements).

J. GUIDELINES

Guideline No. 1 – Principles of Disclosure of Material Information

With respect to disclosure of Material Information, Transat adheres to the following principles.

Disclosure Principles

☞ Material Information is publicly disclosed by way of news releases (distributed through a widely circulated news wire service) forthwith upon the information becoming known to management or, in the case of information previously known, forthwith upon becoming apparent that the information is material.

☞ No selective disclosure of undisclosed Material Information shall be made.

☞ Announcements of an intention to proceed with a transaction or activity should generally be made when a decision has been made to proceed with it by the board of directors.

☞ Disclosure must include any information the omission of which would cause the rest of the disclosure to be misleading.

☞ Unfavourable Material Information must be disclosed as promptly and completely as favourable information.

☞ Disclosure on Transat's website alone does not constitute adequate disclosure of Material Information.

☞ Periodically or as needed, it is necessary to verify whether information disclosed

Public Disclosure Delayed

Public disclosure may be delayed if Transat's Disclosure Committee determines that such disclosure would be unduly detrimental to Transat (including, without limitation, if it provides a competitive advantage to Transat's competitors), in which case the information may be kept confidential temporarily in accordance with applicable securities laws and stock exchange rules. Confidentiality control and preservation procedures will then be implemented regarding the undisclosed Material Information. Material Information may be kept confidential only in exceptional circumstances.

Monitoring Stock Trading

If deemed advisable by Transat's Disclosure Committee, market activity in Transat's Class "A" Variable Voting Shares and/or on Class "B" Voting Shares will be carefully monitored by Transat's Chief Financial Officer during the period shortly before public disclosure of Material Information. Any employee who discovers that the share price is being impacted (any unusual market activity may mean that news of the matter has been leaked) by information or rumours of the undisclosed Material Information shall inform the management or a member of the Disclosure Committee, who will call a meeting of the Disclosure Committee, if necessary. The Committee then will determine whether Transat must take measures to ensure that a full public announcement is made and contact the stock exchange to request that trading be halted pending the issuance of a news release.

Prohibitions

☞ Transat's directors, officers and employees, and any person who is in a special relationship with Transat, are prohibited from disclosing Material

TRANSAT DISCLOSURE POLICY

Information concerning Transat to anyone, other than in the necessary course of business, before this information has been publicly disclosed (this would constitute "tipping").

- ☞ In light of the guidelines, obligations and rights set forth in Transat's Code of Ethics, including Section 6.3 of Code of Ethics referred as "Violations, Complaints and Conflict Resolution", and in order to ensure that no undisclosed Material Information be disclosed unintentionally, employees are prohibited from participating in chat sites or chat rooms on matters pertaining to Transat's activities or securities, even to correct rumours or defend the Corporation.
- ☞ Employees who are aware of such discussions should immediately notify Transat's Legal Department or Communications and Corporate Affairs Department.

restaurants, airplanes or taxis.

- ☞ Do not read or display confidential documents in public places and do not discard them anywhere where others could retrieve them.
- ☞ Avoid needless reproduction of confidential documents and documents containing Material Information.
- ☞ Promptly remove documents containing Material Information from conference rooms and work areas after meetings.
- ☞ Notify all persons who have access to Material Information that they must not disclose this information to anyone, except in the necessary course of business.
- ☞ Require that third parties confirm, in a confidentiality agreement, their commitment to refrain from disclosing information.

Unintentional Disclosure of Material Information

If Material Information which has not yet been disclosed is disclosed selectively but unintentionally (for example, at an industry conference or in an interview with an analyst), Transat will immediately issue a news release in order to fully disclose that information and will apply the basic principles, as set out in this Policy, for disclosure of Material Information. In some cases, Transat will have to evaluate whether it is preferable to ask the stock exchange to halt trading until public disclosure is made.

Guideline No. 2 – Maintaining Confidentiality

Efforts will be made to limit access to confidential information and undisclosed Material Information on a need-to-know basis. In order to prevent any misuse or any unintentional disclosure of undisclosed Material Information, the following procedures should be observed at all times:

- ☞ **Keep documents and records containing undisclosed Material Information in a safe place; limit access to information solely to persons who "need to know" the information; use code names as needed.**
- ☞ **Do not discuss confidential matters in public places, such as elevators, hallways,**

Guideline No. 3 – News Releases

In the conduct of its business, the Corporation or its subsidiaries are led to make announcements, including by way of news releases, which may be of a commercial or operational nature (and which, by definition, do not contain and may not contain Material Information as defined in this Policy), or of a strategic or financial nature (which may contain Material Information as defined in this Policy).

All the Corporation's news releases are prepared according to generally accepted practices and to the standards put forward by the Corporation in this regard.

Announcements of a commercial or operational nature

News releases or announcements of a commercial or operational nature are those that have the purpose of reporting the launch of new products, new destinations, new hotels, new brochures or new websites; changes to the product lines offered by the Corporation; promotions; instructions to travelers or travel agents; disruption to operations; schedule changes; hiring, appointment or departure of level 9 to 19 executives or employees. By definition, they do not contain any Material Information, or any strategic or financial information, within the meaning of this Policy. This type of announcement and/or news release *may* be initiated by any subsidiary of the Corporation,

TRANSAT DISCLOSURE POLICY

without the approval of head office or the Disclosure Committee, but always with the express approval of the CEO of the relevant subsidiary. The issuing subsidiary has the obligation to inform head office and send it a copy of the news release simultaneously with or prior to its distribution.

Strategic or financial announcements which may include Material Information

News releases or announcements classified as strategic or financial have or may have an impact on the organization's reputation, on investors' decisions to hold the Corporation's securities and on the Corporation's ability to preserve its competitive advantages. As the case may be, such announcements may include Material Information as defined in this Policy.

No such announcement, regardless of whether it pertains to Transat as a whole, to a specific subsidiary or to a specific market, may be made unless head office, through the Disclosure Committee, or a member of the Disclosure Committee has approved the announcement or the news release (including the information projected to be provided upon request after the news release is issued), as well as the timing and the method of distribution. The initiator of such an announcement is thus responsible for its timely submission. This also applies, without limitation, to announcements and news releases pertaining to or mentioning past, present or future financial performance, including sales, earnings and passenger load factors; the capital structure and financial position; the strategic plan; acquisition projects and acquisitions (past or contemplated); market shares; past, present or future seat capacity, aggregate or by destination; hiring, appointment, promotion or separation of level 1 to 8 executives; structural changes; acquisition of new travel agencies or addition of new franchisees; introduction of new aircraft or acquisition of major assets; major technological changes; signing of major contracts; labour relations; philanthropic initiatives; the Corporation's reaction to an exceptional event, a crisis or an accident (hurricane, etc.).

When it is determined by the Chief Financial Officer, the Vice-President, General Counsel and Corporate Secretary and the Vice-President, Human Resources and Corporate Affairs, acting together, or with Transat's Disclosure Committee, that a news release is necessary, the Communications and Corporate Affairs Department of Transat will prepare and issue such a news release, unless Transat's Disclosure Committee determines that such disclosure should be delayed in accordance with Guideline No. 1.

Approval of News Releases

Prior to the issuance of a news release announcing Material Information, Transat's Communications and Corporate Affairs Department shall have its contents approved by the Chief Financial Officer and by the Vice-President, General Counsel and Corporate Secretary of Transat, as applicable. The news release will be brought to the attention of Transat's President and Chief Executive Officer, who, absent exceptional circumstances, will receive a copy for review and approval prior to issuance.

Transat's Board of Directors or Audit Committee shall approve news releases concerning quarterly results prior to issuance.

Stock Exchange Notifications

In the case of a news release pertaining to Material Information, the Corporation prefers issuance outside stock market trading hours. If this is impossible, the Corporation will determine whether it is necessary to provide an opinion to the Market Surveillance Department to give it the opportunity to suspend trading in the Corporation's securities if it deems it necessary.

News Wire Service and posting on Website

As a minimum, news releases containing Material Information are published through a news wire service that provides simultaneous distribution in Canada and is recognized by the regulators. They are posted on Transat's website (www.transat.com).

Guideline No. 4 – Spokesperson

General Context

Except for the persons mentioned in Section H, no individual may act as a spokesperson for the Corporation or one of its subsidiaries unless he has received formal authorization or a mandate to that effect under this Policy. In case of doubt or uncertainty regarding the appropriate spokesperson, any media request for information shall be transmitted to the Communications and Corporate Affairs Department of Transat A.T. Inc., which will interpret this Policy and route the request appropriately.

An employee may not approach a journalist or a media enterprise on his own initiative without first referring to his supervisor and the Communications and Corporate Affairs Department. Similarly, no employee may accept a media request based on his occupational status or relationship with the organization without first referring to his supervisor

TRANSAT DISCLOSURE POLICY

and the Communications and Corporate Affairs Department.

Principal Official Spokesperson

The Corporation and its subsidiaries have a common principal official spokesperson for journalists and the media, in order to ensure the greatest possible consistency in communication with the media and to facilitate the application of this Policy. This spokesperson may, based on his judgment, refer at any time to the Disclosure Committee, Transat's senior management and the subsidiaries' general management, directly if necessary, to deliver or obtain information.

In the latter case, in the event that the spokesperson needs to obtain information, the subsidiaries or any employee of the organization consulted have the obligation to provide accurate and true information diligently.

Spokesperson for Commercial or Operational Announcements

Transat's subsidiaries, generally through their Marketing Department, transmit information or make commercial or operational announcements (see Guideline No. 3), including giving interviews, as needed, (i) to specialized journalists working for media targeting the tourism industry; (ii) to journalists and columnists specializing in travel and tourism who publish in the mass media. Except when they clearly deal with a commercial or operational matter, requests from other types of journalists (general or business information) are relayed to Transat's official spokesperson.

For commercial or operational matters, the subsidiaries (through their general management) appoint a spokesperson or spokespersons who then speak on behalf of the business unit concerned, and not on behalf of Transat A.T. Inc. The role of such spokespersons is limited to commercial or operational matters, as defined in this Policy and in compliance with the guidelines set by the subsidiary's general management, and is carried out in accordance with this Policy. Such spokespersons do not establish contact with the media when a specific issue arises, *except*, as the case may be, with the agreement of the official spokesperson or Transat's Communications and Corporate Affairs Department.

The subsidiaries' spokespersons shall inform the Communications and Corporate Affairs Department of their announcements, regardless of their nature, in a timely manner.

Routing of Requests for Information

If they are made to the official spokesperson (or anyone else in the Corporation), requests for information from journalists concerning commercial or operational matters shall be referred immediately to the designated spokespersons of the subsidiaries. Similarly, any person receiving from a journalist a request which is not clearly of a commercial or operational nature shall refer such request immediately to the principal official spokesperson. Hybrid cases are discussed *before any action is taken*.

Unless it involves a commercial or operational matter under the responsibility of a subsidiary, no request for an interview or of a journalistic nature shall be accepted by anyone, and no commitment shall be made on behalf of the Corporation or one of its subsidiaries without prior consultation with the principal official spokesperson or the Communications and Corporate Affairs Department.

Requests for information from investors or financial analysts shall be directed to the Chief Financial Officer.

Delegation of the Role of Spokesperson

The official spokesperson, or the spokespersons of the subsidiaries, may delegate their role or arrange for the involvement of another spokesperson (e.g. an industry expert or a senior executive) when they consider that it is in the organization's interest to do so or when circumstances so warrant. In such a case, the official spokesperson (or the subsidiary's spokesperson) retains a role of coordination, support, evaluation and control under the terms that he defines and, if necessary, imposes.

Guideline No. 5 – Rumours

Transat should refrain from confirming or denying any rumour whatsoever, except with the authorization of Transat's Disclosure Committee. This rule also applies to rumours spread on the Internet.

The designated spokespersons will respond to rumours consistently by stating: "It is our policy not to comment on rumours or market speculations".

Transat will consider whether immediately issuing a news release disclosing the relevant Material Information would be appropriate. Should the stock exchange request that Transat make a definitive statement in response to a market rumour that is

TRANSAT DISCLOSURE POLICY

causing significant volatility in Transat's securities, Transat's Chief Financial Officer, Vice-President, General Counsel and Corporate Secretary and Vice-President, Human Resources and Corporate Affairs of Transat and, if necessary, Transat's Disclosure Committee, as the case may be, will consider the matter and decide whether to make a policy exception.

If Material Information has been leaked and appears to be affecting trading activity in Transat's securities, Transat will consider taking steps to ensure that a full public announcement is made, confirming or denying the information that has leaked.

Guideline No. 6 – Conference Calls, Webcasts and Industry Conferences

- ☞ Conference calls and webcasts with the media and analysts will usually be held, except if Transat's President and Chief Executive Officer or Chief Financial Officer deems that it is not required, upon the announcement of the quarterly results or major general events. All interested parties will be able to participate simultaneously in the discussions; some will be able to interact directly while others will participate in telephone listening mode or by webcast.
- ☞ When a Corporation's representative makes a presentation at a financial conference, the Corporation will make all reasonable efforts to offer a live webcast of the conference (including the questions and answers session) and/or will subsequently post a link on its website allowing access to the contents of said presentation.

Advance Notice

Transat will, provided that there is sufficient time, give advance notice of the conference call and webcast by issuing a news release indicating the date, time and subject of the conference call and webcast, and how to access it. In addition, Transat will post the information on its website and may send invitations to analysts, institutional investors, the media and others.

When a Corporation's representative is scheduled to make a presentation at a financial conference, Transat will generally give advance notice on its website. Since no Material Information is generally disclosed during such presentations, no news release will usually be published.

Dial-in and Webcast Replay

A tape recording and/or an archived audio webcast on Transat's website will be available after the conference call (for a reasonable period of time to be determined by Transat) for anyone interested in listening to a replay.

Review of Presentations

Draft presentations and speaking notes are prepared by Transat's Chief Financial Officer and/or Communications and Corporate Affairs Department and are reviewed by the Legal Department to ensure that no undisclosed Material Information will be disclosed (or, if it is intended to be disclosed, that a news release will be issued to disseminate the information) and that the appropriate safe harbour notice with respect to forward-looking information is included in the presentation.

- ☞ On the day of the conference call or the presentation, if undisclosed Material Information is scheduled to be disclosed, a news release containing all relevant undisclosed Material Information will be issued prior to such conference call or presentation.
- ☞ At the beginning of a conference call or presentation at an industry conference, a spokesperson will provide appropriate cautionary language with respect to any oral forward-looking information and will direct participants to publicly available documents containing a full discussion of the relevant risk factors.
- ☞ Following the conference call or presentation, the Vice-President, Human Resources and Corporate Affairs, or the investor relations representative who listened to the conference or the presentation shall ensure that no selective disclosure of undisclosed Material Information has been made during the conference or presentation. If, after review by the Chief Financial Officer, by the Communications and Corporate Affairs Department and by the Legal Department of Transat and, if required, by Transat's Disclosure Committee, it is determined that Material Information was selectively disclosed, all the necessary steps described in this Policy shall be undertaken to ensure immediate public disclosure of such information.

TRANSAT DISCLOSURE POLICY

Guideline No. 7 – Contacts with Analysts, Investors and the Media

☞ **Disclosure of information during individual or group meetings with financial analysts, investors or media is not sufficient to satisfy the obligation of disclosure of Material Information. If Transat intends to announce Material Information during such an individual or group meeting, a shareholders' meeting or a press conference, issuance of a news release shall precede the announcement.**

Meetings with financial analysts and major investors are a key component of Transat's investor relations program. Provided that this Policy is observed, Transat will meet with analysts and investors individually or in a group, as needed, and will maintain contacts with analysts or investors.

☞ **Transat's spokespersons will only provide publicly disclosed information or non-Material Information during individual or group meetings. Transat will not provide disclosure in a way that may alter the materiality of information by breaking down the information into smaller, non-material components.**

Where possible, the Chief Financial Officer or an investor relations representative and/or a representative of the Communications and Corporate Affairs Department and/or a representative of Transat's Legal Department will be present during individual or group meetings with analysts, investors and the media, shareholders' meetings and press conferences.

☞ **Such representatives shall ensure that no selective disclosure of undisclosed Material Information has been made during such meetings or press conferences. If, following review by Transat's Chief Financial Officer, Communications and Corporate Affairs Department and Legal Department and, if required, by Transat's Disclosure Committee, it is determined that Material Information was selectively disclosed, all the necessary steps described in this Policy shall be undertaken to ensure immediate public disclosure of such information.**

The Corporation will not provide information on upcoming material events or announcements to a media representative on an exclusive basis and will not offer to give a media representative details of the event even if the media representative offers to keep such information confidential until the Corporation makes a full public announcement.

Transat will not discriminate among legitimate requests for information pertaining to information which can be disclosed legally.

Guideline No. 8 – Reviewing Analysts' Draft Reports and Models

Transat may, upon request, review draft research reports or models prepared by analysts, but solely for the purpose of identifying factual errors relating to publicly disclosed information. When an analyst asks for information in order to establish his estimates, Transat may contest his assumptions if the estimates in question are a significant outlier among the range of estimates or differ materially from forecasts published by Transat (if any).

☞ **In responding to an analyst's requests, Transat will only comment on publicly disclosed information and non-Material Information.**

☞ **Transat will not confirm and will not attempt to influence the opinions or conclusions of the analyst and will not give its assent regarding the analyst's model or his earnings estimates.**

Transat should make its comments orally. If, however, it makes its comments in writing, a disclaimer should be attached indicating that Transat has reviewed the report only for factual accuracy of publicly disclosed information about Transat.

Guideline No. 9 – Analyst Relations

Transat will not confirm and will not attempt to influence an analyst's opinions or conclusions.

☞ **If Transat determines that it will be reporting results materially below or above publicly held expectations, Transat will consider whether it should disclose this information in a news release to enable discussion while avoiding the risk of selective disclosure.**

TRANSAT DISCLOSURE POLICY

Analyst reports are proprietary products of the firm that employs the analyst. If Transat circulates an analyst report, it could be considered to have assented to the report.

- ☞ **Transat will not provide analyst reports in any way to persons outside Transat and will not post them on its website.**
- ☞ **Transat may provide copies of analyst reports to its directors, officers or employees, upon request, in the necessary course of business.**

Transat may post on its website a complete list of all the brokerage firms and all the analysts who produce research reports on Transat, regardless of their recommendations.

Guideline No. 10 – Forward-Looking Information

Guidance concerning results and forward-looking information ("FLI") may be provided from time to time to enable the investment community to better evaluate the Corporation's prospects. Should Transat elect to disclose FLI in continuous disclosure documents, speeches, conference calls, etc., the following principles shall be observed.

1. **Approval of Guidance** – Whenever possible, the Board of Directors or the Audit Committee of Transat should approve the financial guidance that Transat is considering disclosing to the public.
2. **News Releases** – If deemed material, the information first will be broadly disseminated by way of news releases, in accordance with this Policy.
3. **FLI Statement** – If FLI appears in a written document, this document will state that it contains FLI. If FLI is presented orally, a general oral statement indicating that FLI will be provided will precede the speech, the conference call or any other oral communication.
4. **Cautionary Language** – If FLI appears in a written document, this document will identify the risks and uncertainties that may cause actual results to differ materially from those projected in the FLI. If FLI is presented orally, a general oral statement shall precede the speech, the conference call or any other oral communication and will indicate that the FLI to be provided is subject to the risks and uncertainties described in

one or more documents filed with Canadian securities commissions.

5. **Specific Date** – The oral statement (if FLI is presented orally) or written statement (if FLI appears in a written document) will also indicate that the guidance is valid on a specific date.
6. **Update Disclaimer** – The FLI presented orally will be preceded by an oral disclaimer denying the Corporation's intention or obligation to update or revise the FLI further to new information or the occurrence of an event or for any other reason. If FLI appears in a written document, the disclaimer will be included therein. Notwithstanding such disclaimer, if subsequent events prove past FLI to be materially off target, the Corporation will evaluate whether issuing a news release updating the guidance or explaining the reasons for the difference would be appropriate.
7. **Guidance Updating** – In the event of requests for updates of guidance previously given, Transat will only indicate that it is necessary to consult the prior guidance publicly disclosed and that it has neither the intention nor the obligation to update it.

Forecasts in Offering Documents

If Transat has published forecasts or projections in connection with an offering document covered by National Policy 48 or by any other legal requirements that may be adopted in replacement thereof, Transat will assess whether it is required to update such forecasts or projections periodically, as required by applicable legal requirements.

Guideline No. 11 – Quiet Periods

- ☞ **To avoid the risks of selective disclosure, or even the perception or appearance of selective disclosure, Transat will observe a quarterly quiet period during which its designated spokespersons will abstain from commenting on the status of the current quarter's operations or expected results.**

However, during the quiet period, Transat may engage in discussions, participate in meetings, investor conferences and telephone conversations relating to non-earnings information and unsolicited inquiries concerning factual matters with analysts, the media or investors provided it concerns publicly available or non-material information. Should inquiries be made concerning expected results, Transat will

TRANSAT DISCLOSURE POLICY

clearly state to participants that it will not discuss matters relating to earnings prospects.

Guideline No. 12 – Electronic Information and www.transat.com Website

This Policy also applies to communications made by electronic means, particularly email and the World Wide Web (the Web).

Information concerning investor relations appears in a separate part of Transat's website.

The fact of publicly posting Material Information on the www.transat.com website is not sufficient to satisfy the obligation of disclosure of Material Information. A news release in good and valid form, according to Guideline No. 3 of this Policy, shall thus coincide with the posting of any previously undisclosed Material Information. On the other hand, Transat posts all Material Information on its website and implements the necessary means so that its website contains accurate, up-to-date and complete information.

Documents Filed on SEDAR

The main continuous disclosure documents filed on SEDAR by Transat shall be posted on Transat's website at the same time.

Public Offerings

During a public offering of equity or debt securities by Transat, Transat's website (www.transat.com) is reviewed to ensure that no information posted on the site is inconsistent with the information appearing in the relevant prospectus and that no information gives reason to believe that the offering violates the applicable legislation. Moreover, the prospectus should not be posted on Transat's website without the prior approval of Transat's Legal Department.

Links to Other Websites

Transat's Communications and Corporate Affairs Department must approve all links from the Corporation's website to third-party sites.

TRANSAT DISCLOSURE POLICY

CONTACT PERSONS

For any question concerning this Policy, please contact one of the following individuals:

Patrick Bui Chief Financial Officer Telephone: 514-987-1660, extension 4567 Fax: 514-987-8035 Email: patrick.bui@transat.com	Bernard Bussières Vice-President, General Counsel and Corporate Secretary Telephone: 514-987-6874 Fax: 514-987-6239 Email: bernard.bussieres@transat.com
Christophe Hennebelle Vice-President, Human Resources and Corporate Affairs Telephone: 514-987-1660, extension 4584 Fax: 514-987-8089 Email: christophe.hennebelle@transat.com	