

FORM 45-102F1

**Notice of Intention to Distribute Securities under Section 2.8 of
NI 45-102 *Resale of Securities***

Reporting Issuer

1. Name of reporting issuer:

Celestica Inc.

Selling security holder

2. Your name:

Onex Corporation ("Onex")

Note: Shares may be sold, transferred or otherwise disposed of by Onex Corporation or its affiliates 1170698 Ontario Inc. and 1170819 Ontario Inc.

3. The offices or positions you hold in the reporting issuer:

Control person

4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer?

No

5. Number and class of securities of the reporting issuer you beneficially own:

Subordinate Voting Shares – 414,621
Multiple Voting Shares – 18,946,368

Distribution

6. Number and class of securities you propose to sell:

Up to 363,751 subordinated voting shares, including 346,175 such shares issuable on the conversion of an equal number of multiple voting shares

7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name.

The shares (and all interests therein) are being transferred to several current or former executives of Onex in satisfaction of certain pre-existing rights and entitlements. Those rights and entitlements were established at the time Onex' acquisition of Celestica in 1996. Following the proposed transfer, such shares will be legally and beneficially owned by the transferees.

Warning

It is an offence to submit information that, in a material respect and light of the circumstances in which it is submitted, is misleading or untrue.

Certificate

I certify that:

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date: April 20, 2017

Onex Corporation

Your name (Selling security holder)

c/s Andrea E. Daly,

Managing Director – General Counsel

Your signature (or if a company, the signature of your authorized signatory)

INSTRUCTION:

File this form electronically through SEDAR with the securities regulatory authority or regulator in each jurisdiction where you sell securities and with the Canadian exchange on which the securities are listed. If the securities are being sold on an exchange, the form should be filed in every jurisdiction across Canada.

Notice to selling security holders – collection and use of personal information

The personal information required in this form is collected for and used by the listed securities regulatory authorities or regulators to administer and enforce securities legislation in their jurisdictions. This form is publicly available by authority of Multilateral Instrument 45-102 and the securities legislation in each of the jurisdictions. The personal information collected will not be used or disclosed other than for the stated purposes without first obtaining your consent. Corporate filers should seek the consent of any individuals whose personal information appears in this form before filing this form.

If you have any questions about the collection and use of personal information, or the personal information of your authorized signatory, contact any of the securities authorities or regulators listed below.

British Columbia Securities Commission

P.O. Box 10142, Pacific Centre
701 West Georgia Street
Vancouver, B.C. V7Y 1L2
Attention: Assistant Manager, Financial Reporting
Telephone: (604) 899-6805 or (800) 373-6393 (in B.C.)
Facsimile: (604) 899-6506

Alberta Securities Commission

4th floor, 300 – 5th Avenue SW
Calgary, AB T2P 3C4
Attention: Information Officer
Telephone: (403) 297-6454
Facsimile: (403) 297-6156

Saskatchewan Financial Services Commission

Securities Division
601 - 1919 Saskatchewan Drive
Regina, SK S4P 4H2
Attention: Deputy Director, Legal/Registration
Telephone: (306) 787-5879
Facsimile: (306) 787-5899

Ontario Securities Commission

Suite 1903, Box 55
20 Queen Street West
Toronto, ON M5H 3S8
Attention: Administrative Support Clerk
Telephone: (416) 593-3684
Toll free in Canada: 1-877-785-1555
Facsimile: (416) 593-8122

Autorité des marchés financiers

Tour de la Bourse
800 square Victoria
C.P. 246, 22e étage
Montréal, Québec H4Z 1G3
Attention: Responsable de l'accès à l'information
Telephone: (514) 395-0337
Toll free: 1-877-525-0337
Facsimile: (514) 873-6155 (For filing purposes only)
Facsimile: (514) 864-6381 (for privacy requests only)
www.lautorite.qc.ca

New Brunswick Securities Commission

85 Charlotte Street, Suite 300
Saint John, New Brunswick E2L 2J2
Telephone: (506) 658-3060
Toll free in New Brunswick: 1-866-933-2222
Facsimile: (506) 658-3059

Nova Scotia Securities Commission

2nd Floor, Joseph Howe Building

1690 Hollis Street

Halifax, NS B3J 3J9

Attention: Corporate Finance

Telephone: (902) 424-7768

Facsimile: (902) 424-4625

Prince Edward Island Securities Office

95 Rochford Street, 4th Floor Shaw Building

P.O. Box 2000

Charlottetown, Prince Edward Island C1A 7N8

Telephone: (902) 368-4569

Facsimile: (902) 368-5283

Government of Newfoundland and Labrador

Financial Services Regulation Division

P.O. Box 8700

Confederation Building

2nd Floor, West Block

Prince Philip Drive

St. John's, NFLD A1B 4J6

Attention: Director of Securities

Telephone: (709) 729-4189

Facsimile: (709) 729-6187

Government of Yukon

Department of Community Services

Law Centre, 3rd Floor

2130 Second Avenue

Whitehorse, YT Y1A 5H6

Telephone: (867) 667-5314

Facsimile: (867) 393-6251

Government of Northwest Territories

Office of the Superintendent of Securities

Deputy Superintendent, Legal & Enforcement

P.O. Box 1320

Yellowknife, NT X1A 2L9

Attention: Deputy Superintendent of Securities

Telephone: (867) 920-8984

Facsimile: (867) 873-0243

Department of Justice, Nunavut**Legal Registries Division**

P.O. Box 1000 – Station 570

1st Floor, Brown Building

Iqaluit, NT X0A 0H0

Attention: Director, Legal Registries Division

Telephone: (867) 975-6590

Facsimile: (867) 975-6594