

MATERIAL CHANGE REPORT

National Instrument 51-102 Continuous Disclosure Obligations
Form 51-102F3

Item 1 Name and Address of Company

Air Canada (the “Company”)
Air Canada Centre
7373 Côte Vertu Boulevard West
Saint Laurent, Québec H4S 1Z3

Item 2 Date of Material Change

November 26, 2018.

Item 3 News Release

A press release announcing the Material Change was disseminated on November 26, 2018 via GlobeNewswire.

Item 4 Summary of Material Change

On November 26, 2018, Air Canada entered into a definitive share purchase agreement with Aimia Inc. (“Aimia”) to acquire Aimia Canada Inc. (“Aimia Canada”), the owner and operator of the Aeroplan loyalty business.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On November 26, 2018, Air Canada, with the financial support of its partners, the Toronto-Dominion-Bank, Canadian Imperial Bank of Commerce and Visa Canada Corporation, entered into a definitive share purchase agreement with Aimia for the acquisition of Aimia Canada Inc., owner and operator of the Aeroplan loyalty business.

The acquisition of Aimia Canada remains subject to Aimia shareholder approval and certain other closing conditions, including receipt of applicable regulatory approvals. The closing of the acquisition is expected to occur in January 2019.

The acquisition of Aimia Canada will be made for an aggregate purchase price consisting of \$450 million in cash subject to post-closing adjustments and includes the assumption of approximately \$1.9 billion of redemption liabilities relating to outstanding Aeroplan loyalty program points.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Michael Rousseau,
Executive Vice President and Chief Financial Officer
(514) 422-4856

Item 9 Date of Report

December 5, 2018.