

AIR CANADA

Position Description for the President and Chief Executive Officer (“CEO”)

As President and Chief Executive Officer, the CEO shall have full responsibility for the day-to-day operations of Air Canada’s business in accordance with its strategic plan and operating and capital budgets as approved by the Board. The CEO is accountable to shareholders, through the Board of Directors, for the overall management of Air Canada, and for conformity with policies agreed upon by the Board. The approval of the Board (or appropriate Committee) shall be required for all significant decisions outside of the ordinary course of the Air Canada’s business.

As President and Chief Executive Officer, the primary responsibilities of the CEO are:

- Developing, for the Board’s approval, a strategic direction and positioning to ensure Air Canada’s success.
- Maintaining a high level of employee morale and motivation, and meeting the highest ethical standards.
- Developing an annual operating plan and financial budget that support Air Canada’s long-term strategy.
- Ensuring that the day-to-day business affairs of are appropriately managed by developing and implementing processes that will ensure the achievement of Air Canada financial and operating goals and objectives.
- Formulating and overseeing the implementation of major corporate policies.
- Establishing a strong working relationship with the Board of Directors.
- Fostering a corporate culture that promotes customer focus and service.
- Keeping the Board of Directors aware of Air Canada’s performance and events affecting its business, including opportunities in the marketplace and adverse or positive developments.
- Serving as the chief spokesperson and establishing Air Canada’s communications framework and strategy.
- Ensuring, in cooperation with the Board, that there is an effective succession plan in place for the CEO position.
- Ensuring that Air Canada has an effective management team below the level of the CEO, and has an active plan for its development and succession.
- Ensuring that there is clarity of objectives and focus for all employees and ensuring that there are clear and appropriate standards and measures of performance.

November 15, 2006