



Annual Meeting of Shareholders

April 29, 2021



Jean-Marc Eustache

**Chairman of the Board,
President
and Chief Executive Officer**





Denis Pétrin

**Vice-President, Finance
and Administration,
and Chief Financial Officer**





Bernard Bussières

**Vice-President,
General Counsel
and Corporate Secretary**



Other Board members

Raymond Bachand

Louis-Marie Beaulieu

Lucie Chabot

W. Brian Edwards

Susan Kudzman

Jean-Yves Leblanc

Ian Rae

Jacques Simoneau

Louise St-Pierre

Philippe Sureau






Lina De Cesare

**Founding member,
Corporate Director**



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Conduct of the Meeting

Agenda

1. Appointment of scrutineers
2. Scrutineers' report and quorum
3. Proposal N° 1: Election of directors
4. Proposal N° 2: Appointment of external auditors and authorization to set their compensation
5. Proposal N° 3: Resolution regarding the Corporation's approach to executive compensation
6. Vote
7. President's message
8. Financing presentation
9. Vote result
10. Question period



Appointment of scrutineers



Scrutineers' report and quorum





Rules of procedure



PROPOSITION #1

Election of directors



Raymond Bachand

**Strategic Advisor,
Norton Rose Fulbright**





Louis-Marie Beaulieu

**President
and Chief Executive Officer,
Groupe Desgagnés**





Lucie Chabot
Corporate Director





W. Brian Edwards

Corporate Director





Susan Kudzman
Corporate Director





Jean-Yves Leblanc
Corporate Director





Ian Rae

**Founder
and Chief Executive Officer,
CloudOps**





Jacques Simoneau

Corporate Director





Louise St-Pierre

Corporate Director





Philippe Sureau

**Founding member,
Corporate Director**





Jean-Marc Eustache

**Chairman of the Board,
President
and Chief Executive Officer**





PROPOSAL #1

Election of directors



PROPOSAL #2

Appointment of external auditors and authorization to set their compensation




PROPOSAL #3

**Resolution regarding
the Corporation's approach
to executive compensation**

Vote



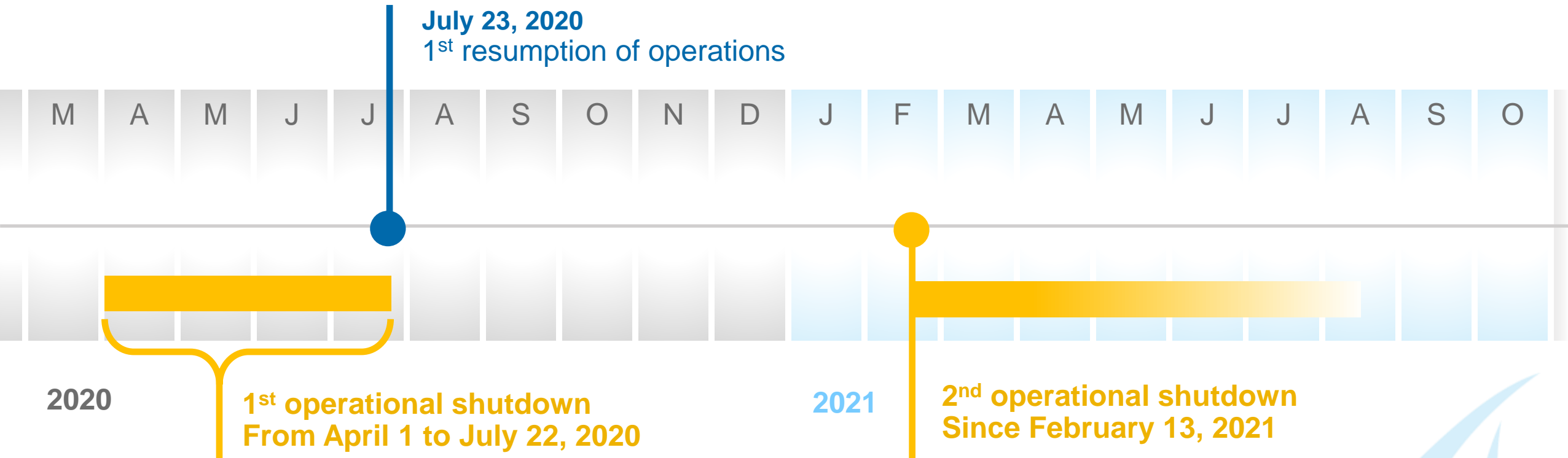


President's **message**

Covid-19



COVID-19 and operational shutdowns



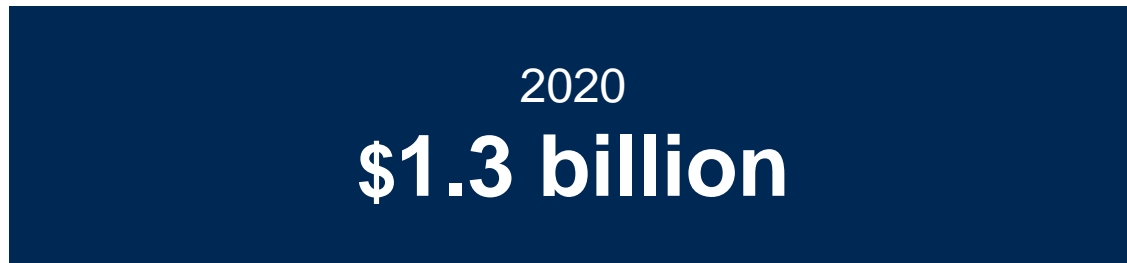
Measures taken

- Cutting of non-essential spending
- Deferral of non-risky investments
- Layoff of 70 to 85% of our employees
- Deferral of aircraft and property lease payments
- Accelerated retirement of B737s, A310s and some A330s



Annual results

Revenues



In millions of dollars

Adjusted net loss



Net income (loss) attributable to shareholders



Termination of the Arrangement Agreement with Air Canada



Financing

Existing credit facilities

- \$50 M revolving credit facility
- \$70 M drawn from the additional facility of \$250 M

LEEFF

- \$390 M credit to support our operations
- Up to an additional \$310 M to reimburse our customers for travel credits



Restart plan

- Simplification of our structures
- Refocusing on the airline business
- Reducing some expenses
- Reducing our fleet to two aircraft types
- Optimizing our network
- Reducing seasonality impacts and increasing the use of our aircraft
- Adjusting our revenue management
- Making better use of technology





51

Air transat

AIRBUS A321neo

703







**World's Best
Leisure Airline
since 2018**











Lina De Cesare

**Founding member,
Corporate Director**



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Financing

Financing: summary

IN MILLIONS OF DOLLARS

	Total	Secured (1 st rank)	Secured (2 nd rank)	Unsecured
Customer reimbursement	310			310
Operational support	390	78		312
New	700	78	0	622
Senior revolving credit	50	50		
Subordinated term loan	70		70	
Total	820	128	70	622

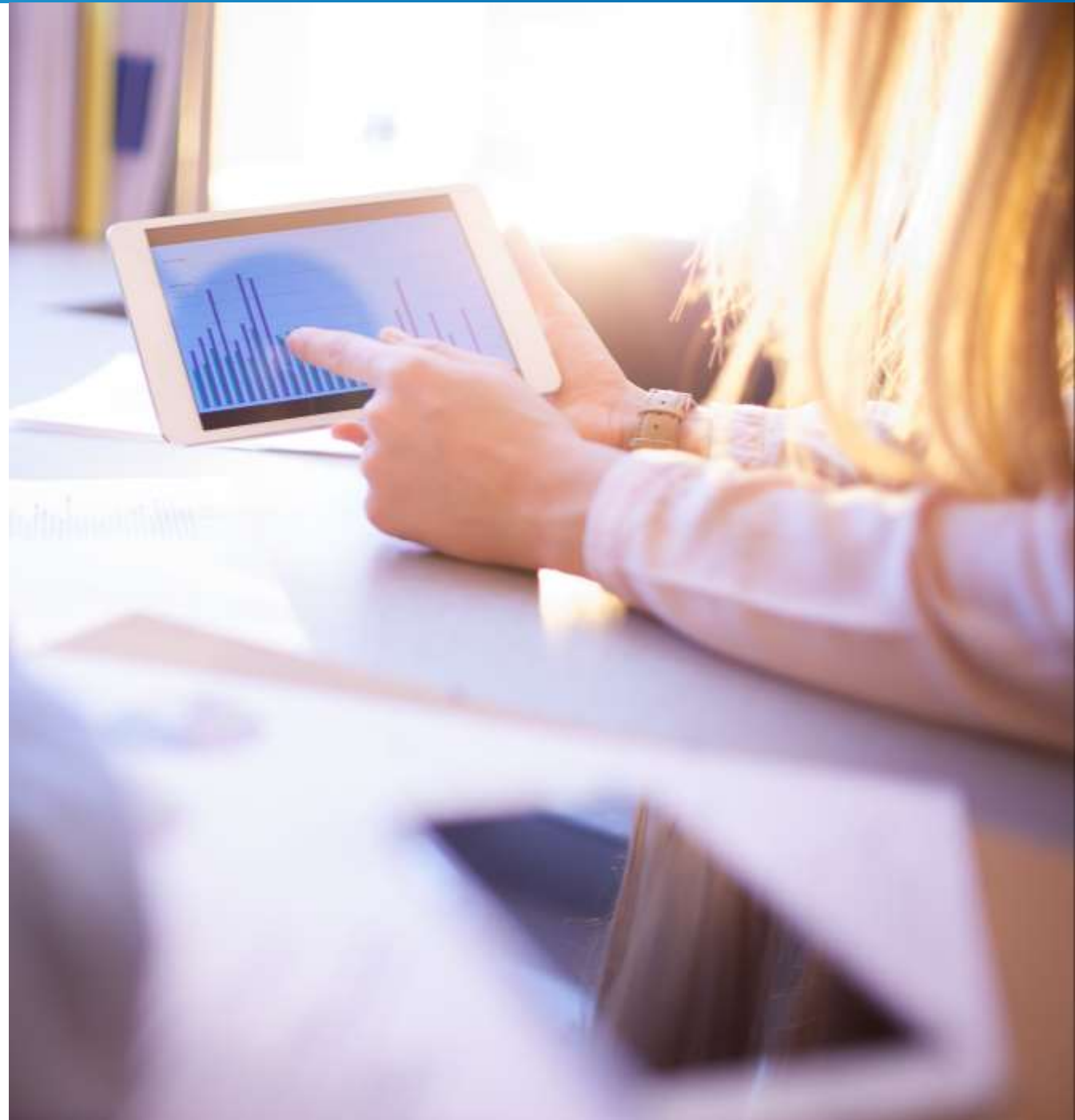


Support for customer reimbursement

- Maximum of \$310 million
- Non-guaranteed credit facility
- Enables us to repay our customers for travel cancelled due to the pandemic
- Reimbursable within 7 years
- Provided at current Canada bond rate of 1.2%

Operational support

- \$390 million in 2 tranches:
 - \$78 million (20%), secured
 - \$312 million (80%), unsecured
- Issuance of \$13 million of warrants at an exercise price of \$4.50 per share



Extension of existing facilities

- Extension for 2 years for a total of \$120 million:
 - \$50 million revolving credit with BNC and Scotia
 - \$70 million facility with BNC and EDC
 - Bank ratios suspended during 18 months



Conditions

- No dividend payments or share buybacks
- Limited executive compensation
- Maintain active workforce at least at current levels
- Refunds to customers whose travel was cancelled due to the pandemic



Outlook

- Transat's continuity
- More visibility
- Drawdown of the required amounts (over 18 months)
- Overall loan cost of 6% (before warrants)
- Focus on recovery
- Rebuilding a strong and profitable business



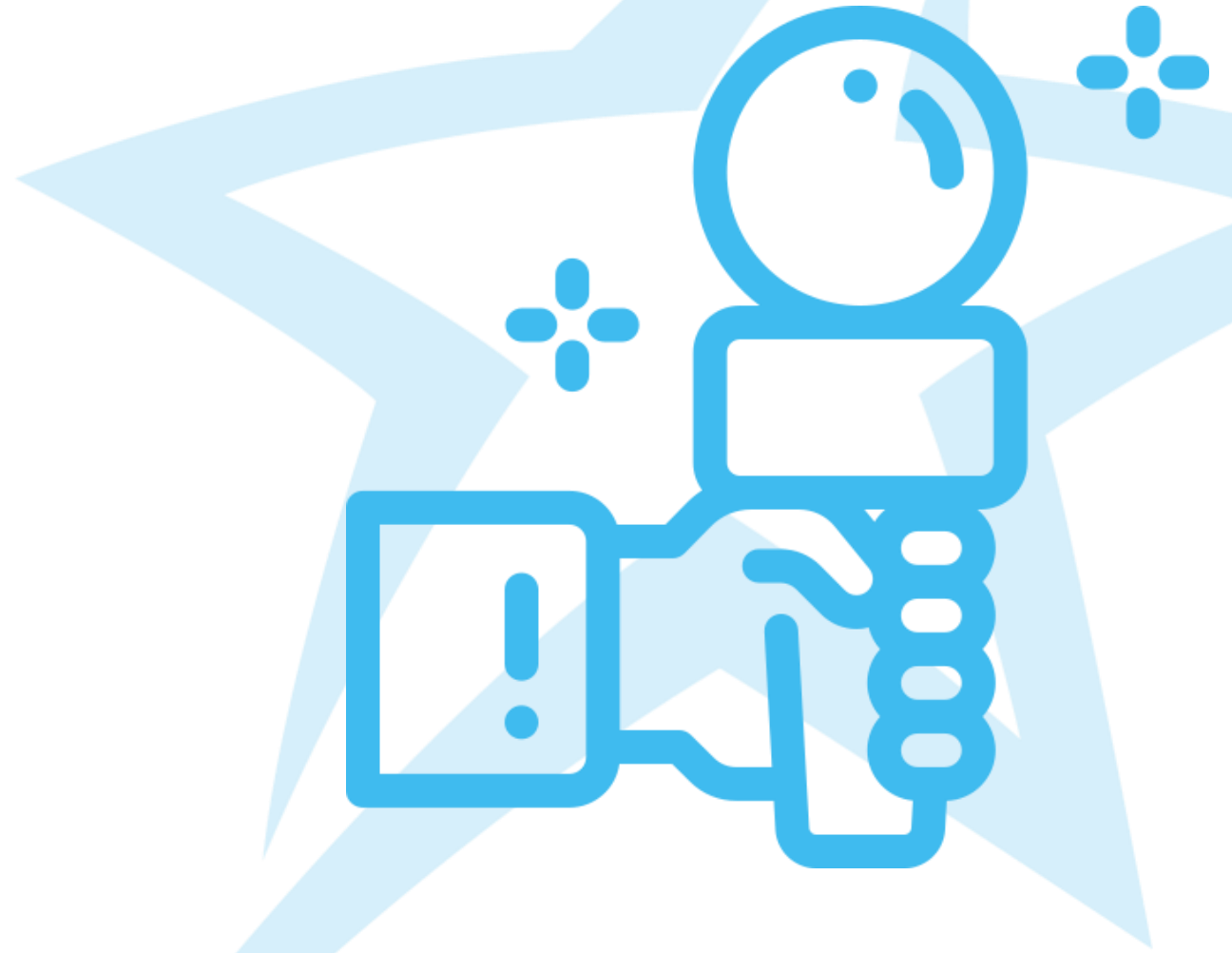


Vote result

Scrutineers' report



Question period



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Adjournment
of the meeting



Thank you