

**FORM 13-502F1  
CLASS 1 AND CLASS 3B REPORTING ISSUERS – PARTICIPATION FEE**

**MANAGEMENT CERTIFICATION**

I, DANIEL DESJARDINS, an officer of the reporting issuer noted below have examined this Form 13-502F1 (the **Form**) being submitted hereunder to the Ontario Securities Commission and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.

(s) DANIEL DESJARDINS

Name: Daniel Desjardins

Date: April 27, 2016

Title: Senior Vice President, General Counsel  
and Corporate Secretary

**Reporting Issuer Name:** BOMBARDIER INC.

**End date of previous financial year:** DECEMBER 31, 2015

**Type of Reporting Issuer:** ☒ **Class 1 reporting issuer** ☐ **Class 3B reporting issuer**

**Highest Trading Marketplace:** TORONTO STOCK EXCHANGE

(refer to the definition of "highest trading marketplace" under OSC Rule 13-502 Fees)

**Market value of listed or quoted equity securities:**

(in Canadian Dollars - refer to section 7.1 of OSC Rule 13-502 Fees)

**Equity Symbol** BBD.A

**1<sup>st</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

01/01/ 2015 to 31/03/2015

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading Marketplace

**\$ 2.60** (i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**314,273,255** (ii)

Market value of class or series

(i) x (ii)

**\$ 817,110,463** (A)

**2<sup>nd</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

01/04/2015 to 30/06/ 2015

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**\$ 2.32** (iii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of

the specified trading period

**314,273,255** (iv)

Market value of class or series (iii) x (iv) **\$ 729,113,951.60** (B)

**3<sup>rd</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/07/2015 to 30/09/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**\$ 1.69** (v)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**314,273,255** (vi)

Market value of class or series (v) x (vi) **\$ 531,121,800.95** (C)

**4<sup>th</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/10/2015 to 31/12/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**\$ 1.49** (vii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**313,900,550** (viii)

Market value of class or series (vii) x (viii) **\$ 467,711,819.50** (D)

**5<sup>th</sup> Specified Trading Period** (dd/mm/yy)

(if applicable – refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**N/A**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**N/A** (ix)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**N/A** (x)

Market value of class or series (ix) x (x) **N/A** (E)

**Market value of listed or quoted equity securities:**

(in Canadian Dollars - refer to section 7.1 of OSC Rule 13-502 Fees)

**Equity Symbol** **BBD.B**

**1<sup>st</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/01/2015 to 31/03/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading Marketplace

\$ 2.50 (i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

1,932,013,593 (ii)

Market value of class or series

(i) x (ii)

\$ 4,830,033,982.50 (A)

**2<sup>nd</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

01/04/2015 to 30/06/ 2015

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

\$ 2.25 (iii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

1,932,045,086 (iv)

Market value of class or series

(iii) x (iv)

\$ 4,347,101,443.50 (B)

**3<sup>rd</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

01/07/2015 to 30/09/2015

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

\$ 1.67 (v)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

1,932,045,086 (vi)

Market value of class or series

(v) x (vi)

\$ 3,226,515,293.62 (C)

**4<sup>th</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

01/10/2015 to 31/12/2015

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

\$ 1.34 (vii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

1,932,511,397 (viii)

Market value of class or series

(vii) x (viii)

\$ 2,589,565,271.98 (D)

**5<sup>th</sup> Specified Trading Period** (dd/mm/yy)

(if applicable – refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

N/A

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

N/A (ix)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

N/A (x)

Market value of class or series

(ix) x (x)

N/A (E)

**Market value of listed or quoted equity securities:**

(in Canadian Dollars - refer to section 7.1 of OSC Rule 13-502 Fees)

**Equity Symbol**

**BBD.PR.B**

**1<sup>st</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/01/ 2015 to 31/03/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading Marketplace

**\$ 9.32** (i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**9,692,521** (ii)

Market value of class or series

(i) x (ii)

**\$ 90,334,295.72** (A)

**2<sup>nd</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/04/2015 to 30/06/ 2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**\$ 7.54** (iii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**9,692,521** (iv)

Market value of class or series

(iii) x (iv)

**\$ 73,081,608.34** (B)

**3<sup>rd</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/07/2015 to 30/09/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**\$ 5.70** (v)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**9,692,521** (vi)

|                                 |            |                                    |
|---------------------------------|------------|------------------------------------|
| Market value of class or series | (v) x (vi) | <b>\$ <u>55,247,369.70</u></b> (C) |
|---------------------------------|------------|------------------------------------|

**4<sup>th</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/10/2015 to 31/12/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**\$ 6.66** (vii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**9,692,521** (viii)

Market value of class or series

(vii) x (viii)

**\$ 64,552,189.86** (D)

**5<sup>th</sup> Specified Trading Period** (dd/mm/yy)

(if applicable – refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**N/A**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**N/A**

(ix)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**N/A**

(x)

Market value of class or series

(ix) x (x)

**N/A**

(E)

**Market value of listed or quoted equity securities:**

(in Canadian Dollars - refer to section 7.1 of OSC Rule 13-502 Fees)

**Equity Symbol**

**BBD.PR.C**

**1<sup>st</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/01/ 2015 to 31/03/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading Marketplace

**\$ 19.00** (i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**2,307,479** (ii)

Market value of class or series

(i) x (ii)

**\$43,842,101.00** (A)

**2<sup>nd</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/04/2015 to 30/06/ 2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading

|                                                                                                                                             |              |                                    |
|---------------------------------------------------------------------------------------------------------------------------------------------|--------------|------------------------------------|
| marketplace                                                                                                                                 |              | <b>\$ <u>16.35</u></b> (iii)       |
| Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period |              | <b><u>2,307,479</u></b> (iv)       |
| Market value of class or series                                                                                                             | (iii) x (iv) | <b>\$ <u>37,727,281.65</u></b> (B) |

### **3<sup>rd</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)

**01/07/2015 to 30/09/2015**

|                                                                                                                                                                                             |  |                            |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|----------------------------|
| Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace |  | <b>\$ <u>12.45</u></b> (v) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|----------------------------|

|                                                                                                                                             |            |                                    |
|---------------------------------------------------------------------------------------------------------------------------------------------|------------|------------------------------------|
| Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period |            | <b><u>2,307,479</u></b> (vi)       |
| Market value of class or series                                                                                                             | (v) x (vi) | <b>\$ <u>28,728,113.55</u></b> (C) |

### **4<sup>th</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)

**01/10/2015 to 31/12/2015**

|                                                                                                                                                                                             |  |                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------|
| Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace |  | <b>\$ <u>12.66</u></b> (vii) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------|

|                                                                                                                                             |  |                                |
|---------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------|
| Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period |  | <b><u>2,307,479</u></b> (viii) |
|---------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------|

|                                 |                |                                    |
|---------------------------------|----------------|------------------------------------|
| Market value of class or series | (vii) x (viii) | <b>\$ <u>29,212,684.14</u></b> (D) |
|---------------------------------|----------------|------------------------------------|

### **5<sup>th</sup> Specified Trading Period** (dd/mm/yy)

(if applicable – refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)

**N/A**

|                                                                                                                                                                                             |            |      |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|------|
| Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace | <b>N/A</b> | (ix) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|------|

|                                                                                                                                             |            |     |
|---------------------------------------------------------------------------------------------------------------------------------------------|------------|-----|
| Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period | <b>N/A</b> | (x) |
|---------------------------------------------------------------------------------------------------------------------------------------------|------------|-----|

|                                 |            |                |
|---------------------------------|------------|----------------|
| Market value of class or series | (ix) x (x) | <b>N/A</b> (E) |
|---------------------------------|------------|----------------|

**Market value of listed or quoted equity securities:**

(in Canadian Dollars - refer to section 7.1 of OSC Rule 13-502 Fees)

**Equity Symbol****BBD.PR.D****1<sup>st</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/01/2015 to 31/03/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading Marketplace

**\$ 9.41** (i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**9,400,000** (ii)

Market value of class or series

(i) x (ii)

**\$ 88,454,000.00** (A)**2<sup>nd</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/04/2015 to 30/06/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**\$ 7.91** (iii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**9,400,000** (iv)

Market value of class or series

(iii) x (iv)

**\$ 74,354,000.00** (B)**3<sup>rd</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/07/2015 to 30/09/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**\$ 6.75** (v)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

**9,400,000** (vi)

Market value of class or series

(v) x (vi)

**\$ 63,450,000.00** (C)**4<sup>th</sup> Specified Trading Period** (dd/mm/yy)

(refer to the definition of "specified trading period" under OSC Rule 13-502 Fees)

**01/10/2015 to 31/12/2015**

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

**\$ 6.85** (vii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

9,400,000 (viii)

Market value of class or series

(vii) x (viii)

\$ 64,390,000.00 (D)

**5<sup>th</sup> Specified Trading Period** (dd/mm/yy)

(if applicable – refer to the definition of “specified trading period” under OSC Rule 13-502 Fees)

N/A

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

N/A

(ix)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

N/A

(x)

Market value of class or series

(ix) x (x)

N/A

(E)

**Average Market Value of Class or Series**

(Calculate the simple average of the market value of the class or series of security for each applicable specified trading period (i.e. A through E above))

***Class A Shares (BBD.A)***

\$ 636,264,508.76 (1.1)

***Class B Shares (BBD.B)***

\$ 3,748,303,997.90 (1.2)

***Series 2 Preferred Shares (BBD.PR.B)***

\$ 70,803,865.91 (1.3)

***Series 3 Preferred Shares (BBD.PR.C)***

\$ 34,877,545.09 (1.4)

***Series 4 Preferred Shares (BBD.PR.D)***

\$ 72,662,000.00 (1.5)

(Repeat the above calculation for each other class or series of equity securities of the reporting issuer (and a subsidiary pursuant to paragraph 2.8(1)(c) of OSC Rule 13-502 Fees, if applicable) that was listed or quoted on a marketplace at the end of the previous financial year)

**Fair value of outstanding debt securities:**

(See paragraph 2.8(1)(b), and if applicable, paragraph 2.8(1)(c) of OSC Rule 13-502 Fees)

\$ 9,209,370,066 (2)

See Schedule A for detailed calculation

**Capitalization for the previous financial year**

(1.1) + (1.2) + (1.3) + (1.4) + (1.5) + (2)

\$ 13,772,281,983.65

**Participation Fee**

(For Class 1 reporting issuers, from Appendix A of OSC Rule 13-502 Fees, select the participation fee)

\$ 89,270.00

(For Class 3B reporting issuers, from Appendix A.1 of OSC Rule 13-502 Fees, select the participation fee)

**Late Fee, if applicable**

(As determined under section 2.7 of OSC Rule 13-502 Fees)

\$ N/A

**Total Fee Payable**

(Participation Fee plus Late Fee)

\$ 89,270.00

**SCHEDULE A  
ATTACHED TO FORM 13-502F1  
CLASS 1 REPORTING ISSUER – PARTICIPATION FEE**

**Reporting Issuer Name: BOMBARDIER INC.**

**End date of previous financial year: DECEMBER 31, 2015**

**Fair value of outstanding debt securities: \$ 9,209,370,066**

The fair value of the outstanding debt securities was determined by taking the market value of the long term debt as at December 31, 2015, as obtained from Bloomberg market data (BVAL), using exchange rates of 1.3884 and 1.5116 as at December 31, 2015 to convert US and EURO debt respectively into Canadian debt, all as set forth below:

**Debt Securities issued by Bombardier Inc.**

| <b>Debt Security</b> | <b>Principal Amount</b> | <b>Currency</b> | <b>Coupon</b> | <b>Maturity</b> | <b>Fair Market Value CAD</b> |
|----------------------|-------------------------|-----------------|---------------|-----------------|------------------------------|
| Senior notes         | 650,000,000             | USD             | 7.50%         | Mar. 2018       | \$ 886,695,646               |
| Senior notes         | 750,000,000             | USD             | 5.50%         | Sep. 2018       | \$ 961,286,379               |
| Senior notes         | 600,000,000             | USD             | 4.75%         | Apr. 2019       | \$ 687,280,242               |
| Senior notes         | 850,000,000             | USD             | 7.75%         | Mar. 2020       | \$ 965,539,186               |
| Senior notes         | 780,000,000             | EUR             | 6.125%        | May 2021        | \$ 1,030,935,990             |
| Senior notes         | 500,000,000             | USD             | 5.75%         | Mar. 2022       | \$ 485,087,949               |
| Senior notes         | 1,200,000,000           | USD             | 6.00%         | Oct. 2022       | \$ 1,169,426,077             |
| Senior notes         | 1,250,000,000           | USD             | 6.125%        | Jan. 2023       | \$ 1,213,813,273             |
| Senior notes         | 1,500,000,000           | USD             | 7.500%        | Mar. 2025       | \$ 1,470,883,852             |
| Debentures           | 150,000,000             | CAD             | 7.35%         | Dec. 2026       | \$ 103,687,500               |
| Notes                | 250,000,000             | USD             | 7.45%         | May 2034        | \$ 234,733,972               |
| <b>TOTAL:</b>        |                         |                 |               |                 | <b>\$ 9,209,370,066</b>      |