BOMBARDIER

CORPORATE OFFICE
Bombardier Inc.
800 René-Lévesque Blvd. West
Montréal, Québec, Canada H3B 1Y8
www.bombardier.com
TEL 514-861-9481
FAX 514-861-7053

June 13, 2008

BY E-MAIL AND COURIER

THE CANADIAN SECURITIES ADMINISTRATORS
C/O John Stevenson, Secretary
Ontario Securities Commission
20 Queen Street West
Suite 1900, Box 55
Toronto, Ontario M5H 3S8

- and –

C/O Anne-Marie Beaudoin, Directrice du secrétariat
Autorité des marchés financiers
Tour de la Bourse
800, square Victoria
C.P. 246, 22e étage
Montréal, Québec, H4Z 1G3

Dear Sirs:

Re: Comments on revised Multilateral Instrument 52-109 ("MI 52-109")

We write to you in reply to the Notice and Request for Comments – Proposed Repeal and Replacement of MI 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings (the "**Request for Comments**"), issued by the Canadian Securities Administrators ("**CSA**") on April 18th, 2008. We wish, on behalf of Bombardier Inc., to comment on some of the proposed changes addressed in the Request for Comments. We understand that our comments will be distributed to the other participating CSA.

We believe that we must reiterate some of the comments we made in our letter dated June 27, 2007. In particular, it is our view that some material questions concerning large multinational Canadian corporations are not properly addressed.

1. *Definition of "material weakness" and introduction of "weakness" in DC&P that is significant:*

   - While we welcome the fact that the CSA have decided to move from the concept of "reportable deficiency" to "material weakness", the definition does not provide any clear "materiality" test in relation to the impact on the financial reporting or preparation of financial statements. The definition should be amended to clarify what is meant by "material". We suggest that all certification and reporting requirements set forth in MI 52-109 require that an issue be "material" in light of the nature and complexity of the affairs of the issuers.

   - More importantly, the introduction of "weakness" in DC&P that is significant in addition to the definition of a "material weakness" does create confusion. We believe that the same definition of "material weakness" should apply to both the ICFR and the DC&P. There is no reason to have a different approach to what would constitute a weakness requiring disclosure in MD&A.

2. *Scope limitation in the design of DC&P and ICFR in relation to certain long term investments:*

   - We believe that the disclosure relating to portfolio investment or equity investment should benefit from the same exclusion that is applicable to a proportionately consolidated entity or VIE as stated in Section 13.3 (4) of the proposed Companion Policy. Therefore, when addressing the issuer's DC&P and ICFR relating to portfolio investment or equity investment, the certifying officers should be allowed to consider whether such investments include risks that could reasonably result in a material misstatement in the issuer's annual filings, interim filing or other reports.

3. *Scope limitation in the design of DC&P or ICFR of a business that an issuer acquired not more than 365 days before the end of the financial period to which the certificates relate:*

   - We again welcome the increase of the grandfather period from 90 to 365 days and agree with this proposal but strongly believe that the 365-day time period is still too short for purchased entities that are not already subject to MI 52-109, the U.S. Sarbanes-Oxley Act or equivalent regulations. In light of the inherent complexities of this issue, and of the added complexities of cross-border transactions, we believe that the scope limitation period should be available for the two fiscal years of the issuer following the year of acquisition of an entity that is not subject to MI 52-109, Sarbanes-Oxley or equivalent regulations. When the context allows, we believe that issuers will often be in a position to fully comply earlier and that indeed, they will have a strong incentive to do so in order to remove the "stigma" of maintaining a scope limitation in their certification longer than it needs to be. This being stated, the flexibility is absolutely required.

4. *Reporting changes in ICFR*

- We believe that changes in ICFR that have no material impact on ICFR should not have to be disclosed in the annual or interim MD&A. We believe that in the context of a change in any system, if adequate controls were effective at all times, (i.e. before, during and after conversion to a new system), there would be no added value nor any meaningful information provided by disclosing such a change.

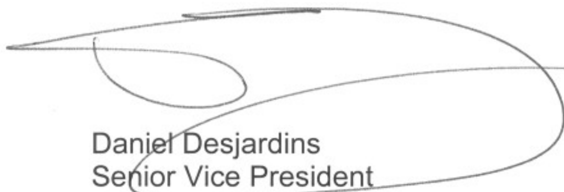
5. *Form 52-109F1 – Certification of annual filings – full certificate:*

- We believe that if material weaknesses relating to design are not reported under paragraph 5.2 of the annual or interim certification, then, as it is proposed for paragraph 5.2, subsections (ii), (iii) and (iv) of paragraph 6.(b) will not be applicable and the Issuer should be able to ad "N/A" besides such subsections.

We look forward to the result of this consultation process and remain available to provide clarification on our above comments or to participate further in this process.

Should you want to discuss these comments, please do not hesitate to contact either of the undersigned at (514) 861-9481.

Yours sincerely,



Daniel Desjardins
Senior Vice President
and General Counsel

Pierre Alary
Senior Vice President
and Chief Financial Officer