

# BOMBARDIER

<b>Issuer:</b>	Bombardier Inc.	Bombardier Inc.
<b>Security Description:</b>	Senior Notes due 2019 (the "2019 Notes")	Senior Notes due 2022 (the "2022 Notes")
<b>Distribution:</b>	144A/Reg S for Life	144A/Reg S for Life
<b>Face:</b>	\$600,000,000	\$1,200,000,000
<b>Gross Proceeds:</b>	\$600,000,000	\$1,200,000,000
<b>Coupon:</b>	4.75%	6.00%
<b>Maturity:</b>	April 15, 2019	October 15, 2022
<b>Offering Price:</b>	100.000%	100.000%
<b>Yield to Maturity:</b>	4.75%	6.00%
<b>Ratings (Moody's/S&amp;P/Fitch):</b>	Ba3/BB-/BB- <sup>(1)</sup>	Ba3/BB-/BB- <sup>(1)</sup>
<b>Interest Payment Dates:</b>	April 15 and October 15	April 15 and October 15
<b>Commencing:</b>	October 15, 2014	October 15, 2014
<b>Optional Redemption:</b>	Makewhole call @ T+50 bps	Makewhole call @ T+50 bps prior to April 15, 2017.

On or after April 15, 2017, Bombardier may, at its option, on one or more occasions, redeem all or any portion of the 2022 Notes, after giving the required notice under the Indenture governing the 2022 Notes, at the redemption prices (expressed as percentages of principal amount) set forth below, plus accrued and unpaid interest, if any, to but excluding the Redemption Date, if redeemed during the 12-month period commencing on April 15 of the years indicated below, subject to the right of Holders of record on the relevant record date to receive interest due on the relevant interest payment date:

<u>Year</u>	<u>Percentage</u>
2017.....	104.50%
2018.....	103.00%
2019.....	101.50%
2020 and thereafter.....	100.00%

Prior to April 15, 2017, Bombardier may, at its option, on one or more occasions, after giving the required notice under the Indenture governing the 2022 Notes, use an amount not to exceed the net cash proceeds of one or more Equity Offerings to redeem up to 35% of the aggregate principal amount of the 2022 Notes outstanding at a redemption price equal to 106% of the aggregate principal amount of the 2022 Notes redeemed, plus accrued and unpaid interest, if any, to

but excluding the Redemption Date (subject to the right of Holders on the relevant record date to receive interest due on the relevant interest payment date); provided that (1) at least 65% of the aggregate principal amount of 2022 Notes (excluding 2022 Notes held by Bombardier and its Subsidiaries) originally issued under the Indenture governing the 2022 Notes remain outstanding immediately after any such redemption and (2) any such redemption is consummated within 180 days of the date of the closing of such Equity Offering.

<b>Change of Control:</b>	Puttable at 101% of principal plus accrued interest	Puttable at 101% of principal plus accrued interest
<b>CUSIP:</b>	144A: 097751 BH3 Reg S: C10602 AX5	144A: 097751 BJ9 Reg S: C10602 AY3
<b>ISIN:</b>	144A: US097751BH31 Reg S: USC10602AX52	144A: US097751BJ96 Reg S: USC10602AY36
<b>Minimum Denominations:</b>	\$2,000	\$2,000
<b>Increments:</b>	\$1,000	\$1,000
<b>Trade Date:</b>	March 31, 2014	March 31, 2014
<b>Settlement Date:</b>	April 3, 2014 (T+3)	April 3, 2014 (T+3)
<b>Bookrunners:</b>	Merrill Lynch, Pierce, Fenner & Smith Incorporated Barclays Capital Inc. BNP Paribas Securities Corp. Citigroup Global Markets Inc. Commerz Markets LLC Credit Agricole Securities (USA) Inc. Credit Suisse Securities (USA) LLC Deutsche Bank Securities Inc. J.P. Morgan Securities LLC Morgan Stanley & Co. LLC National Bank of Canada Financial Inc. UBS Securities LLC	
<b>Senior Co-managers:</b>	To be listed in the final Offering Memorandum	
<b>Co-managers:</b>	To be listed in the final Offering Memorandum	

            
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(1) These securities ratings are applicable to Bombardier's outstanding debt securities as of the date of this pricing term sheet. The ratings provided by Moody's, S&P and Fitch also apply to the Notes to which this pricing term sheet relates. None of these securities ratings is a recommendation to buy, sell or hold these securities and may be subject to revision or withdrawal at any time.

The securities described herein have not been registered under the Securities Act of 1933, as amended (the "Securities Act"), and may only be sold to qualified institutional buyers pursuant to Rule 144A under the Securities Act and outside the United States to non-U.S. persons in offshore transactions in compliance with Regulation S under the Securities Act. The securities described herein have not been and will not be qualified for sale to the public under applicable Canadian securities laws and, accordingly, any offer and sale of these securities in Canada will be made on a basis which is exempt from the prospectus requirements of such securities laws.

This pricing term sheet is dated March 31, 2014. The information in this term sheet supplements the preliminary offering memorandum of Bombardier Inc., dated March 31, 2014 (the "Preliminary Memorandum"), and supersedes the information in the Preliminary Memorandum to the extent inconsistent with the information in the Preliminary Memorandum. This pricing term sheet is otherwise qualified in its entirety by reference to the Preliminary Memorandum. Capitalized terms used but not defined in this pricing term sheet have the respective meanings ascribed to them in the Preliminary Memorandum.

ANY DISCLAIMERS OR OTHER NOTICES THAT MAY APPEAR BELOW ARE NOT APPLICABLE TO THIS COMMUNICATION AND SHOULD BE DISREGARDED. SUCH DISCLAIMERS OR OTHER NOTICES WERE AUTOMATICALLY GENERATED AS A RESULT OF THIS COMMUNICATION BEING SENT VIA BLOOMBERG OR ANOTHER EMAIL SYSTEM.