

Aimia Inc.

## Aimia and Grupo Aeromexico announce agreement in principle

### **Aimia to acquire from Grupo Aeromexico an additional 20% equity participation in Premier Loyalty & Marketing, owner and operator of Club Premier, Mexico's leading coalition loyalty program**

MONTREAL and MEXICO CITY, Oct. 29, 2012 /CNW Telbec/ - (TSX: AIM) (BMV: AEROMEX.MEX)

Aimia Inc. ("Aimia") and Grupo Aeromexico ("Grupo Aeromexico" or "Aeromexico"), S.A.B. de C.V. are pleased to report that they have reached an agreement in principle in connection with the acquisition by Aimia of an additional 20% equity participation in Premier Loyalty & Marketing, S.A.P.I. de C.V. ("PLM"), owner and operator of Club Premier, Mexico's leading coalition loyalty program.

PLM's fair value has been established at US\$518 million and Aimia will pay US\$88 million, which includes a discount agreed to at the time of Aimia's initial investment in PLM in September of 2010. The transaction is subject to customary closing conditions, including the execution of definitive agreements and Mexican regulatory approvals, and is expected to close before the end of 2012.

After closing, Aimia's and Grupo Aeromexico's equity participations in PLM will approximate 49% and 51%, respectively.

Aimia and Grupo Aeromexico will continue their close collaboration and support of PLM's management team in the execution of their strategy to enable PLM to achieve its full potential as Mexico's leading coalition loyalty program.

"PLM's exceptional performance is the result of a strong partnership at the shareholder level and flawless execution by its very talented management team," said Rupert Duchesne, Group Chief Executive of Aimia. "We are thrilled with PLM's progress over the last two years. This provides clear evidence of the strength and portability of the Aeroplan-derived business model. The success of this partnership confirms our strategic vision in entering this important market and choosing the right partner in Grupo Aeromexico, the undisputed leading Mexican carrier." added Duchesne.

Andrés Conesa, Chief Executive Officer of Grupo Aeromexico added: "This transaction reflects Aimia's confidence, not only in PLM and in Grupo Aeromexico's future, but also in the favourable outlook for the Mexican economy and Mexico's consumer sector, which will fuel our future growth. By partnering with clear industry leaders, we have been able to create and unlock significant value for our shareholders."

RBC Capital Markets acted as advisor to Aimia in the transaction, while Citibank advised Grupo Aeromexico.

#### **About Aimia**

Aimia Inc. ("Aimia") is a global leader in loyalty management. Aimia's unique capabilities include proven expertise in delivering proprietary loyalty services, launching and managing coalition loyalty programs, creating value through loyalty analytics and driving innovation in the emerging digital and mobile spaces. Aimia owns and operates Aeroplan, Canada's premier coalition loyalty program and Nectar, the United Kingdom's largest coalition loyalty program. In addition, Aimia has majority equity positions in Air Miles Middle East and Nectar Italia as well as a minority position in Club Premier, Mexico's leading coalition loyalty program and Cardlytics, a US-based private company operating in merchant-funded transaction-driven marketing for electronic banking.

Aimia is a Canadian public company listed on the Toronto Stock Exchange (TSX: AIM) and has over 3,400 employees in more than 20 countries around the world. For more information about Aimia, please visit [www.aimia.com](http://www.aimia.com).

Follow us on Twitter: <http://twitter.com/#!/aimiainc>.

#### **About Premier Loyalty & Marketing, S.A.P.I. de C.V.**

Premier Loyalty & Marketing, S.A.P.I. de C.V. owns and operates Club Premier, the first frequent flyer program established in Latin

America and Mexico's leading coalition loyalty program. The company's objective is to reward the preference and loyalty of Club Premier's members through the accrual and redemption of Premier Kilometers. Members earn Premier Kilometers for flying with Aeromexico, Aeromexico Connect, SkyTeam airlines, and other airlines; for using American Express and Banamex co-branded credit cards; from converting loyalty currency issued by other premium credit cards into Premier Kilometers or by purchasing a variety of goods or services from their favourite retailers and service providers who are participating loyalty partners. While members primarily redeem their Premier Kilometers for flights on Aeromexico and other affiliated airlines, they can also exchange them for a wide variety of catalogue and experiential rewards available through [www.clubpremier.com](http://www.clubpremier.com).

### **About Grupo Aeromexico**

Grupo Aeromexico, S.A.B. de C.V. is a holding company whose subsidiaries are engaged in commercial aviation in Mexico and the promotion of passenger loyalty programs. Its fleet includes Boeing 777, 767 and 737 aircraft and the latest Embraer 145, 170 and 190 models. The carrier announced a major expansion plan in 2011 to acquire 20 new and wholly owned aircraft including ten Embraer 190 and ten Boeing 737-8 NG airplanes. Aeromexico will take delivery of nine 787-8 Dreamliners over the next three years. Moreover, in 2012, Aeromexico announced the most significant fleet investment program in Mexican aviation history: the acquisition of 100 new aircraft, including 90 Boeing 737-8MAX and 10 Boeing 787-9 Dreamliner airplanes.

Grupo Aeromexico operates its main hub out of Terminal 2 in the Mexico City International Airport, and offers over 550 daily flights to different cities in Mexico, the United States, Canada, Central and South America, Europe and Asia.

Aeromexico is a founding member of SkyTeam, the global airline alliance partnering 18 airlines: Aeroflot, Aerolíneas Argentinas, Air Europa, Air France, Alitalia, China Airlines, China Eastern, China Southern, CSA Czech Airlines, Delta Air Lines, Kenya Airways, KLM Royal Dutch Airlines, Korean Air, Middle East Airlines, Saudia, TAROM Romanian Air Transport and Vietnam Airlines. SkyTeam offers all partner airline passengers a large global network with more destinations and frequencies, and improved connectivity. Passengers can earn and redeem miles through the different airline partners' loyalty programs and enjoy the benefits offered at SkyTeam's 520 VIP airport lounges around the world. SkyTeam offers its 537 million annual passengers more than 14.900 daily flights to 993 destinations in 186 countries [www.skyteam.com](http://www.skyteam.com).

### **Caution Concerning Forward-Looking Statements**

This news release contains forward-looking statements. These forward-looking statements are identified by the use of terms and phrases such as "anticipate", "believe", "could", "estimate", "expect", "intend", "may", "plan", "predict", "project", "will", "would", and similar terms and phrases, including references to assumptions. Such statements may involve but are not limited to comments with respect to Aimia's and Grupo Aeromexico's strategies, expectations, planned operations, future actions, anticipated financial performance and business prospects. Forward-looking statements, by their nature, are based on assumptions and are subject to important risks and uncertainties. Any forecasts or forward-looking predictions or statements cannot be relied upon due to, amongst other things, changing external events and general uncertainties of the business and its corporate structure. Results indicated in forward-looking statements may differ materially from actual results for a number of reasons, including the other factors identified in this news release and throughout Aimia's and Grupo Aeromexico's public disclosure record on file with applicable securities regulatory authorities. Material factors and assumptions that were applied in drawing a conclusion or making a projection or forecast are also set out throughout this document. We believe that the expectations represented by our forward-looking statements are reasonable, yet there can be no assurance that such expectations will prove to be correct. The purpose of the forward-looking statements is to provide the reader with a description of management's expectations regarding the matters described in this news release and may not be appropriate for other purposes. The forward-looking statements contained herein represent the parties' expectations as of October 29, 2012, and are subject to change after such date. However, the parties disclaim any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required under applicable securities regulations.

SOURCE: AIMIA

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