



## AC322 Agency Commission Program

### West-bound Commission for Trans-Atlantic to Canada markets

All non-connecting flights to/from:

- All travel originating in the Netherlands is non-commissionable

#### West-bound Commission Program from EMEAI to CA

Marketing Carrier		Business					Premium Select/ Confort Plus	Economy							
		J	C	D	I	Z	P, A, G	Y	B	M	S	H	Q		
Marketing Carrier	DL	J	C	D	I	Z	P, A, G	Y	B	M	S	H	Q		
	AF	J	C	D	I	Z	W, S, A	Y	B	M	U	K	H		
	AZ	J	C	E	D	I	P, A	Y	B	M	H	K	V		
	KL	J	C	D	I	Z		Y	B	M	U	K	H		
Origin		Destination		Commissions valid for One-Way Products											
EMEI excluding NL/FR		CA		12%	12%	12%	12%	12%	10%	5%	5%	5%	5%	5%	5%
FR**		CA		2%	2%	2%	2%	2%	2%	2%	2%	2%	2%	2%	2%
Origin		Destination		Commissions valid for Round-Trip Products											
EMEI excluding NL/FR		CA		6%	6%	6%	6%	6%	5%	5%	5%	3%	3%	3%	3%
FR**		CA		2%	2%	2%	2%	2%	2%	2%	2%	2%	2%	2%	2%

\* Commissions from NL are not permitted

- Fare classes not listed in the grid are non-commissionable
- If an itinerary has mixed classes of service and at least one transoceanic fare component is booked in First/Business or Premium Economy, each fare component is commissionable at its individual commission rate, excluding the YQ/YR surcharges
- If an all Economy class itinerary has a combination of different applicable commission rates, for example different fare classes, the lowest applicable commission rate will apply to the entire ticket

## Terms and Conditions

### A. Carrier

1. Carriers: Air France/Alitalia/ Delta /KLM. For purposes of this exhibit, “Air France” refers to “Société Air France”, “Alitalia” refers to Alitalia — Compagnia Aerea Italiana S.p.A, “Delta” refers to Delta Air Lines, Inc., “KLM” refers to KLM Royal Dutch Airlines, and “OAL” refers to all other airlines.
2. Point of Sale Commission may be claimed at time of ticketing only on Air France-, Alitalia-, Delta-, KLM-marketed flights (AF/AZ/DL/KL code).

### B. Origin and Directionality

1. All itineraries must originate OUTSIDE Canada. All travel must originate in Europe, the Middle East, Africa, or India only (EMEAD).
2. Program is only applicable to Trans-Atlantic O&Ds

### C. Commission-Qualification Terms

1. Tickets must be plated on Air France (057), **KLM (074)**, Alitalia (055) or Delta (006) stock.
2. Point of Sale Commission must be claimed at time of ticketing on Air France-, Alitalia-, Delta-, KLM marketed flights (AF/AZ/DL/KL code) only, regardless of operating carrier. Retroactive commission may not be claimed.
3. All tickets issued must contain the above-referenced ticket designator (AC322) after the fare basis code in the ticket designator field, regardless of plating carrier.
4. Other Airline (OA) marketed segments are allowed on DL, KL, AF, AZ tickets, but the OA segment(s) are not eligible for commission. OA is defined as an airline whose IATA code is other than DL, KL, AF, or AZ.
5. If an all Economy class itinerary has a combination of different applicable commission rates, for example different fare classes , the lowest applicable commission rate will apply to the entire ticket.
6. Fare breaks outside of Canada are commissionable only when connecting to a DL,KL,AF,AZ marketed flight and gateway connection is less than 24 hours. The commission is calculated on the total of the two base fares, excluding the YQ/YR surcharge, using the applicable commission level of the over the water segment for the combined fares.
7. When there is a fare break at a domestic gateway, and the itinerary is connecting to an AF,AZ,DL,KL marketed over the water flight and gateway connection is less than 24 hours, commission is allowed on both the domestic and the over the water segments. The commission is calculated on the total of the two base fares, excluding the YQ/YR surcharge. To calculate applicable commission, the Origin and Destination of the Journey is defined by the domestic true origin combined with the over the water true destination of the two base fares, and the rate is determined by the fare class of the over the water segment.  
Example Itinerary: CDG (Y) YYZ {fare break with a connection of less than 24 hours} YYZ (K) YWG  
Journey = CDGYWG Rate = Y class rate. Applicable commission is Y level rate for “EMEAI excluding NL/FR”
8. When ticketing a SkyBonus customer or applying an upgrade, SkyBonus company designator (e.g., ER\*, ES\*, US\*, CA\*, MX\*, etc.) or upgrade designator (e.g., RD\*, PU\*, SB\*, WF\*, WM\*, WU\*, etc.) must be placed in tour code box, regardless of plating carrier.  
Example of placement of multiple designators:
  - A. Ticket Designator is always placed in the Ticket Designator field
  - B. When both a Ticket Designator and Waiver code are used, the ticket designator should be placed in the ticket designator field , and the waiver code is placed in the tour code box
  - C. When there is a Ticket Designator, Waiver code, and Skybonus Designator used, the ticket designator is placed in the ticket designator field, the Skybonus code is placed in the tour code box, and waiver code is placed in the endorsement field
9. Tickets must state “Non-Endorsable – Refundable by AF/AZ/DL-Issuing Agencies Only.”
10. Tickets must be issued in CAD.
11. Commissions must be calculated against a published base fare from above listed fare classes excluding any taxes, YQ/YR surcharges, airport fees, customs user fees, passenger facility charges or other similar charges.
12. Agency is responsible for adding all applicable surcharges, departure taxes, customs, fees or any other Canada or non-Canada tax to fares stated herein.
13. Tickets refunded, exchanged or used on OAL are subject to commission recall.

#### D. Exceptions

1. Commission may not be taken pursuant to this Program for the following:
  - o Infant, child, student or military fares.
  - o Blocked group space.
  - o Published “Round the World Fares”.
  - o Negotiated fares/corporate travel/corporate discounted fares.
  - o Any DL web fares with ticket designator starting with “W” or any AF/KL web fares with a fare basis containing 0 (zero). However, such fares in the YYZ/YUL– FRA/ZRH markets are commissionable hereunder
  - o Split ticketing (*i.e.*, conjuncting an exit-Canada ticket with an exit-Europe ticket to take advantage of currency and/or fare variations), is not allowed.
  - o Tickets where the Delta Equity Card (series beginning with 1556) was used in whole or in part as the form of payment.

#### E. Mileage Accrual

1. SkyMiles/Flying Blue/MilleMiglia mileage may be accrued subject to program regulations.

#### F. Fare Restrictions

1. All published fare rules apply.
2. Economy-class fares that feature an automatic-upgrade option are commissionable at the applicable economy-class commission rate.

#### G. Market Definitions

1. Over the water flight – the last flight that leaves a Canada or international gateway to or from:
  - a. Trans-Atlantic – Scheduled flights crossing the Atlantic Ocean excluding flights to/from Bermuda, U.S, and the Caribbean. All travel must originate in Europe, the Middle East, Africa, or India only (EMEA).
  - b. Gateway - The first point of arrival, last point of departure in a country or area.
2. Journey - Origin to destination of the entire ticket

#### H. Trip Definitions

1. **One Way** – Journey where travel from one country does not return to such country and the fare is assessed as a single pricing unit using a one way fare.
2. **Round Trip** – A journey entirely by air from a point of origin to another point and return to the point of origin, comprising two fare components only, for which the applicable normal half round trip fare for each component, measured from the point of origin, is the same for the routing traveled, provided that this definition shall not apply to journeys for which the same all year through one way fare is established between two points, in either direction around the world.
3. **Single Open Jaw** – Travel that is essentially of a round trip nature, except that the outward point of arrival and inward point of departure are not the same or the outward point of departure and inward point of arrival are not the same.

#### I. Program Conditions

1. First eligible ticket date: July 1, 2014. First eligible travel date: July 1, 2014. Last eligible ticket date: **April 30, 2020**. Last eligible travel date: per published fare rule.
2. This offer is restricted to the approved home location listed above and its contracted branches.
3. Any solicitations of corporate-managed traffic as well as account acquisitions made through this program are strictly prohibited
4. Agency agrees not to disclose the existence of this Point of Sale Commission or any of the terms hereof without Delta/KLM/Air France/Alitalia’s prior written consent. Such non disclosure includes, but is not limited to any form of advertisement (including, but not limited to internet websites).
5. This Agreement may be canceled or amended by Delta/KLM/Air France/Alitalia upon providing to Agency a cancellation notice or notice describing the amendment(s) at least one day prior to effectiveness.

**I. Program Conditions (Con't)**

6. Program is subject to review /cancellation should Point of Sale performance goals or where applicable entity (Trans-Atlantic) parent-exhibit goals are not met for two consecutive quarters.
7. No term or condition of this Agreement shall be deemed waived, and no breach shall be excused, unless such waiver or excuse is in writing and signed by the party against whom such waiver or excuse is sought to be enforced. This Agreement shall not be assigned or transferred by one party without the prior written consent of the other party, provided however that such consent shall not be unreasonably withheld. All rights, remedies and obligations of the parties hereunder shall accrue and apply solely to such parties and their permitted successors and assigns and there is no intent to benefit any third parties. This Agreement shall be interpreted, construed and enforced in accordance with the laws of the State of New York applicable to agreements fully made and performed therein, without regard to its choice of law principles to the contrary.
8. The use of Delta, KLM, Air France or Alitalia names or logos in conjunction with this program on any unsecured trade or consumer direct promotion or advertising (paper or electronic) is prohibited on:
  - Non-password protected Internet web sites or Internet news groups directed to the travel trade
  - Consumer-direct Internet web sites, including Internet web sites (referred to as opaque) that do not identify the airline carrier until ticketing.
  - Consumer-direct electronic advertising, in whatever format.
9. Agency is prohibited from (and Agency shall prohibit its Agency Locations and Agency Affiliates from): (a) entering into financial, booking or ticketing arrangements with any other travel agent, and/or (b) directly or indirectly moving GDS bookings or ticketing activity to or from any other travel agent if such arrangements would improve Agency's (or any Agency Location's or Agency Affiliate's) performance on the Carriers or as measured under this program. Any violation of this provision shall be a breach of this program by Agency and result in the immediate termination of Agency's participation therein. Delta reserves the right to recall any commissions that are earned due to sharing of the program with non-authorized agencies.