

Board of Directors

(As at December 31, 2008)



David G.A. McLean, o.B.C., LL.D.
Chairman of the Board
Canadian National Railway Company
Chairman of the Board and
Chief Executive Officer
The McLean Group
Committees: 3*, 4, 5, 6, 7, 8



E. Hunter Harrison, LL.D.
President and
Chief Executive Officer
Canadian National Railway Company
Committees: 4*, 7



Michael R. Armellino, CFA
Retired Partner
The Goldman Sachs Group, LP
Committees: 1, 2, 7*, 8



James K. Gray, O.C., A.O.E., LL.D.
Corporate Director
Former Chairman and
Chief Executive Officer
Canadian Hunter Exploration Ltd.
Committees: 3, 5, 6, 7, 8



Edith E. Holiday
Corporate Director and Trustee
Former General Counsel
United States Treasury Department
Secretary of the Cabinet
The White House
Committees: 3, 5, 6, 7, 8



**V. Maureen Kempston Darkes,
O.C., D.Comm., LL.D.**
Group Vice-President
General Motors Corporation
President
GM Latin America, Africa
and Middle East
Committees: 2, 5, 7, 8



Robert H. Lee, C.M., O.B.C., LL.D.
Chairman
Prospero Group of Companies
Committees: 1, 2, 7, 8



A. Charles Baillie, o.c., LL.D.
Former Chairman and
Chief Executive Officer
The Toronto-Dominion Bank
Committees: 1, 2*, 6, 7



Hugh J. Bolton, FCA
Chairman of the Board
EPCOR Utilities Inc.
Committees: 1, 3, 6, 7



J.V. Raymond Cyr, o.c., LL.D.
Chairman of the Board
PolyValor Inc.
Committees: 3, 5*, 7, 8
(Retired January 2009)



Ambassador Gordon D. Giffin
Senior Partner
McKenna Long & Aldridge
Committees: 2, 5, 6, 7



**The Honourable
Denis Losier, P.C., LL.D.**
President and
Chief Executive Officer
Assumption Life
Committees: 1*, 3, 7, 8



**The Honourable
Edward C. Lumley, P.C., LL.D.**
Vice-Chairman
BMO Capital Markets
Committees: 2, 5, 6, 7, 8*



Robert Pace
President and
Chief Executive Officer
The Pace Group
Committees: 1, 3, 6*, 7, 8

Directors Emeritus
Purdy Crawford
Cedric Ritchie

- Committees:**
- 1 Audit
 - 2 Finance
 - 3 Corporate governance and nominating
 - 4 Donations
 - 5 Environment, safety and security
 - 6 Human resources and compensation
 - 7 Strategic planning
 - 8 Investment

*denotes chairman of the committee