

CEO Position Description

The CEO is accountable to the Board of Directors for the effective overall management of the Company, and for conformity with policies agreed upon by the Board.

The CEO shall have full responsibility for the day-to-day operations of Celestica's business in accordance with Celestica's strategic plan and current year operating and capital expenditure budgets as approved by the Board of Directors.

The approval of the Board of Directors (or appropriate Committee) shall be required for all significant decisions as set forth in the Mandate of the Board of Directors and otherwise as required at law, including major financings, acquisitions, dispositions, budgets and capital expenditures.

The primary accountabilities of the CEO are:

1. Fostering a corporate culture that promotes ethical practices and encourages individual integrity.
2. Providing leadership and vision with a view to ensuring the implementation of the Company's strategy.
3. Maintaining a positive and ethical work climate that is conducive to attracting, retaining and motivating top-quality employees at all levels.
4. Developing a long-term strategy and vision for the Company that leads to the creation of shareholder value.
5. Developing an annual operating plan and financial budget that support the Company's long-term strategy.
6. Developing strategies for and implementing major mergers, acquisitions and divestitures.
7. Providing for the appropriate management and supervision of the day-to-day business affairs of the Company by developing and implementing processes that will ensure the achievement of the Company's financial and operating goals and objectives.
8. Designing or supervising the design and implementation of effective disclosure and internal controls.
9. Formulating and overseeing the implementation of major corporate policies.
10. Establishing a strong working relationship with the Board of Directors.
11. Keeping the Board of Directors aware of Celestica's performance and significant events affecting its business, including opportunities in the marketplace and adverse or positive developments.
12. Assisting in the preparation of the agenda for each meeting of the Board, if consulted by the Chair or the other members of the Board.
13. Serving as the chief spokesperson for the Company and establishing the Company's communications framework and strategy.
14. In cooperation with the Board, developing an effective succession plan for the CEO position.

15. Developing, and supervising the development of, an effective management team below the level of the CEO, and an active plan for its development and succession.
16. Working with the Chair of the Board (and the Chair of each committee of the Board) so that the Board (and each committee) is provided with the resources to permit it to carry out its responsibilities.
17. Overseeing the development and communication of clear objectives and focus for all employees and clear and appropriate standards and measures of performance.
18. Reviewing, with the Compensation Committee, the performance evaluations of the members of the management team below the level of the CEO and providing recommendations regarding their compensation.
19. Identifying and assessing the principal risks of the Company's business and implementing systems to manage these risks and mitigate uncertainties that can have a negative effect on the Company's business activities and ability to achieve its corporate objectives and strategic plan.
20. Performing other duties required by law, as appropriate, or as may be directed by the Board, consistent with the position of CEO.