



Ontario  
Securities  
Commission

Commission des  
valeurs mobilières  
de l'Ontario

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20 Queen Street West  
Toronto ON M5H 3S8

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**IN THE MATTER OF THE *SECURITIES ACT*,  
R.S.O. 1990, c. S.5, AS AMENDED**

**- and -**

**IN THE MATTER OF MAGNA INTERNATIONAL INC.**

**- and -**

**IN THE MATTER OF THE STRONACH TRUST  
AND 446 HOLDINGS INC.**

**NOTICE OF HEARING  
(Section 127)**

**TAKE NOTICE** that the Ontario Securities Commission (the “Commission”) will hold a hearing (the “Hearing”) at its offices at 20 Queen Street West, 17th Floor, Toronto, Ontario commencing on Wednesday, June 23, 2010, at 9:00 a.m. or as soon thereafter as the Hearing can be held;

**TO CONSIDER** whether it is in the public interest to make:

1. an order under section 127(1)2 of the Act that trading in the Class B shares of Magna International Inc. (“Magna”) held indirectly by the Stronach Trust cease for such period as the Commission may specify;
2. an order under section 127(1)3 of the Act that the exemptions contained in clauses 5.5(a) and 5.7(1)(a) of Multilateral Instrument 61-101 *Protection of Minority Shareholders in Special Transactions* do not apply to Magna in respect of its proposed reorganization, to be completed by way of plan of arrangement, described in Magna’s Management Information Circular/Proxy Statement dated May 31, 2010 (the “Circular”);
3. an order under section 127(1)5 of the Act that Magna amend its Circular; and/or

4. such further and other orders as the Commission considers appropriate.

**AND FURTHER TAKE NOTICE** that any party to the proceeding may be represented by counsel at the Hearing;

**AND FURTHER TAKE NOTICE** that upon failure of any party to attend at the time and place of the Hearing, the Hearing may proceed in the absence of that party and such party is not entitled to any further notice of the proceeding;

**DATED** at Toronto this 15<sup>th</sup> day of June, 2010.

*“John Stevenson”*

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John Stevenson  
Secretary to the Commission