

MARTINREA 2020 VIRTUAL ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

June 8, 2021 – 10:00 a.m.



AGENDA

FORMAL BUSINESS

- Chairman's Opening Remarks and Call to Order
 - Appointment of Secretary and Scrutineer
 - Quorum and Constitution of Meeting
- Financial Statements
- Election of Directors
- Appointment of Auditors
- Adoption of By-Law Number 3
- Adoption of By-Law Number 4
- Advisory Vote on Approach to Executive Compensation
- Termination of Meeting



PRESENTATIONS

- Chairman's Address
- CEO's Address
- CFO's Address
- Shareholders' Question Period





LEGAL DISCLAIMER

This presentation contains forward-looking statements within the meaning of applicable securities laws (“forward-looking statements”), including, but not limited to, statements relating to future expectations relating to the impact of the global semiconductor shortage; outlook to 2023, including capital expenditures, free cash flow, volumes, sales and margin; investments in its business; strategy (including near term and longer-term priorities), market opportunity and vision; views on the outlook of and growth of the automotive industry; ability to capitalize on opportunities and be a leader in the automotive industry; VoltaXplore strategy; the Covid 19 pandemic; returning capital to shareholders over time, as well as other forward-looking statements. The words “continue”, “expect”, “anticipate”, “estimate”, “may”, “will”, “intend”, “believe”, “plan” and similar expressions are intended to identify forward-looking statements. Forward-looking statements are based on estimates and assumptions made by Martinrea in light of its experience and its perception of historical trends, current conditions and expected future developments, as well as other factors that Martinrea believes are appropriate in the circumstances, such as expected sales and industry production estimates, current foreign exchange rates (FX), timing of product launches and operational improvements during the period and current Board approved budgets. Certain forward-looking financial assumptions are presented as non-IFRS information, and we do not provide reconciliation to IFRS for such assumptions. These forward-looking statements are subject to risks, uncertainties and assumptions that may cause actual results, performance or achievements to differ materially from those expected or implied by the forward-looking statements. Factors that may cause such differences include, but are not limited to, the impact of the COVID-19 pandemic, or future pandemics or epidemics on the automotive industry, the Company, its customers and/or suppliers or the global economy, the North American and global economic and political conditions, including any impact as a result of government policy or actions; the highly cyclical nature of the automotive industry and the industry’s dependence on consumer spending and general economic conditions; Martinrea’s dependence on a limited number of significant customers; Martinrea’s reliance on critical suppliers for components and the risk that suppliers will not be able to supply components on a timely basis or in sufficient quantities; competition; the factors discussed under the headings “Industry Highlights” and “Trends and Risks and Uncertainties” in Martinrea’s most recent Management Discussion and Analysis and Annual Information Form filed with applicable securities commissions, as well as other risk factors identified therein, available at www.sedar.com, and the documents incorporated by reference into such documents. These factors should be considered carefully, and readers should not place undue reliance on Martinrea’s forward-looking statements. If any of such risks actually occur, they could materially adversely affect our business, financial condition or results of operations. In that case, the trading price of our common shares could decline, perhaps materially. We provide forward-looking statements solely for the purpose of providing information about management's current expectations and plans relating to the future. You are cautioned that such information may not be appropriate for other purposes. Except as required by law, we do not undertake or accept any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements to reflect any change in our expectations or any change in events, conditions, assumptions or circumstances on which any such statement is based.

Rob Wildeboer

Executive Chairman



MARTINREA CULTURE, VISION, MISSION AND GUIDING PRINCIPLES



VISION

Making lives better by being the best supplier we can be in the products we make and the services we provide.

MISSION

We make people's lives better by:

- Delivering outstanding quality products and services to our customers
- Providing meaningful opportunity, job satisfaction, and job security for our people
- Providing superior long-term investment returns to our stakeholders
- Being positive contributors to our communities

10 GUIDING PRINCIPLES

Our success will be based on the execution of our guiding principles, applied with integrity, in all that we do:

- The Golden Rule-Treat everyone with dignity and respect
- We make great, high quality products
- Every location must be a centre of excellence
- Discipline and ownership are key
- We strive for greatness
- We are a diverse and inclusive team
- Challenges make us better
- Think different
- Work hard, play hard
- Leave it better

MARTINREA VISION – MAKING LIVES BETTER



WHAT SUSTAINABILITY MEANS TO MARTINREA

We build a sustainable business through making people's lives better by:

- Providing meaningful opportunity, job satisfaction and job security for our people
- Delivering outstanding quality products and services that contribute to the safety, lightweighting, and responsible propulsion of vehicles
- Providing superior long-term investment returns to our stakeholders to ensure the future of the company
- Being positive contributors to our communities

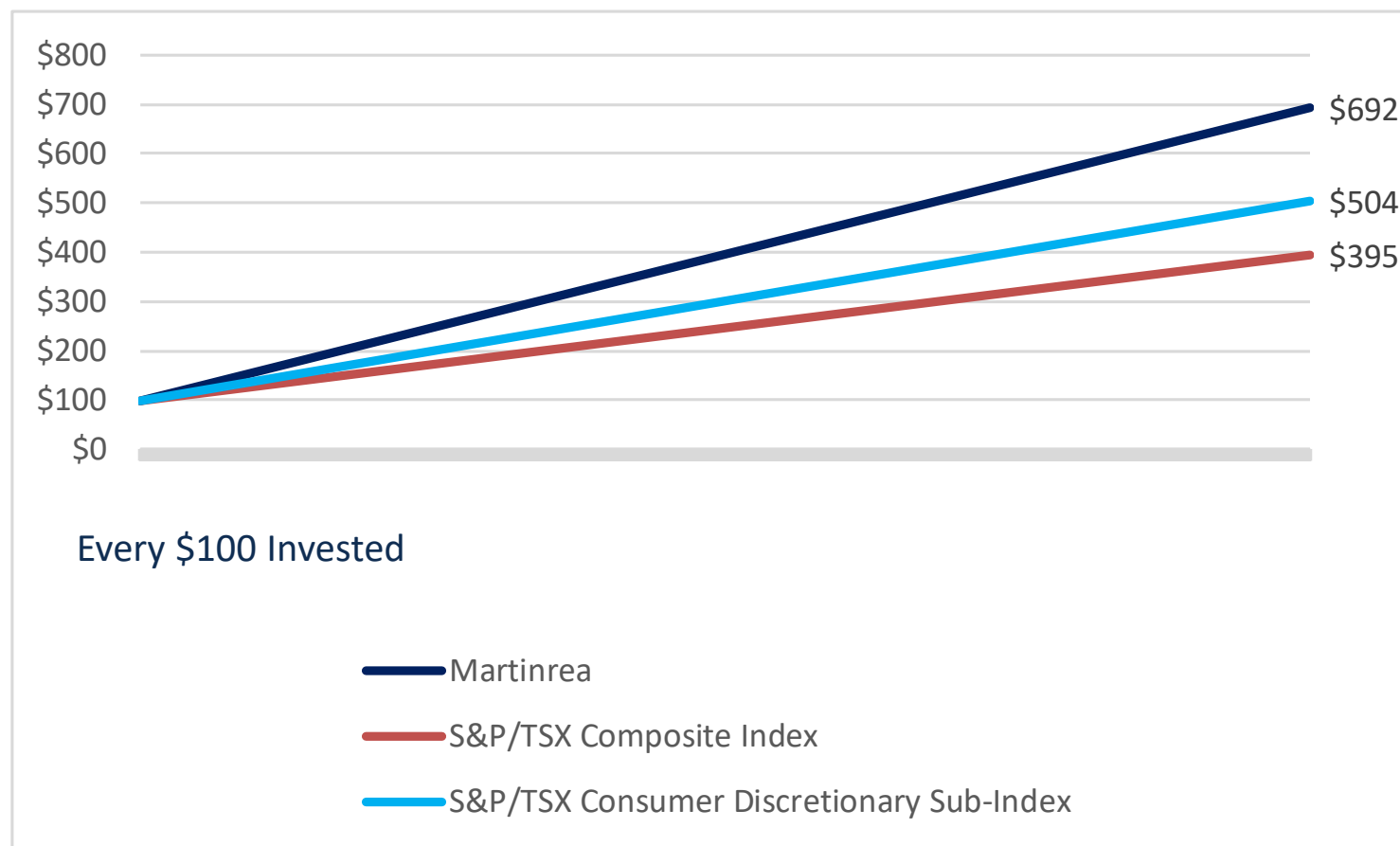
Our approach to sustainability is core to and consistent with our culture, vision, mission, and principles – it is not formulaic in response to popular trends





MARTINREA HAS OUTPERFORMED ITS BENCHMARKS SINCE THE COMPANY'S INCEPTION

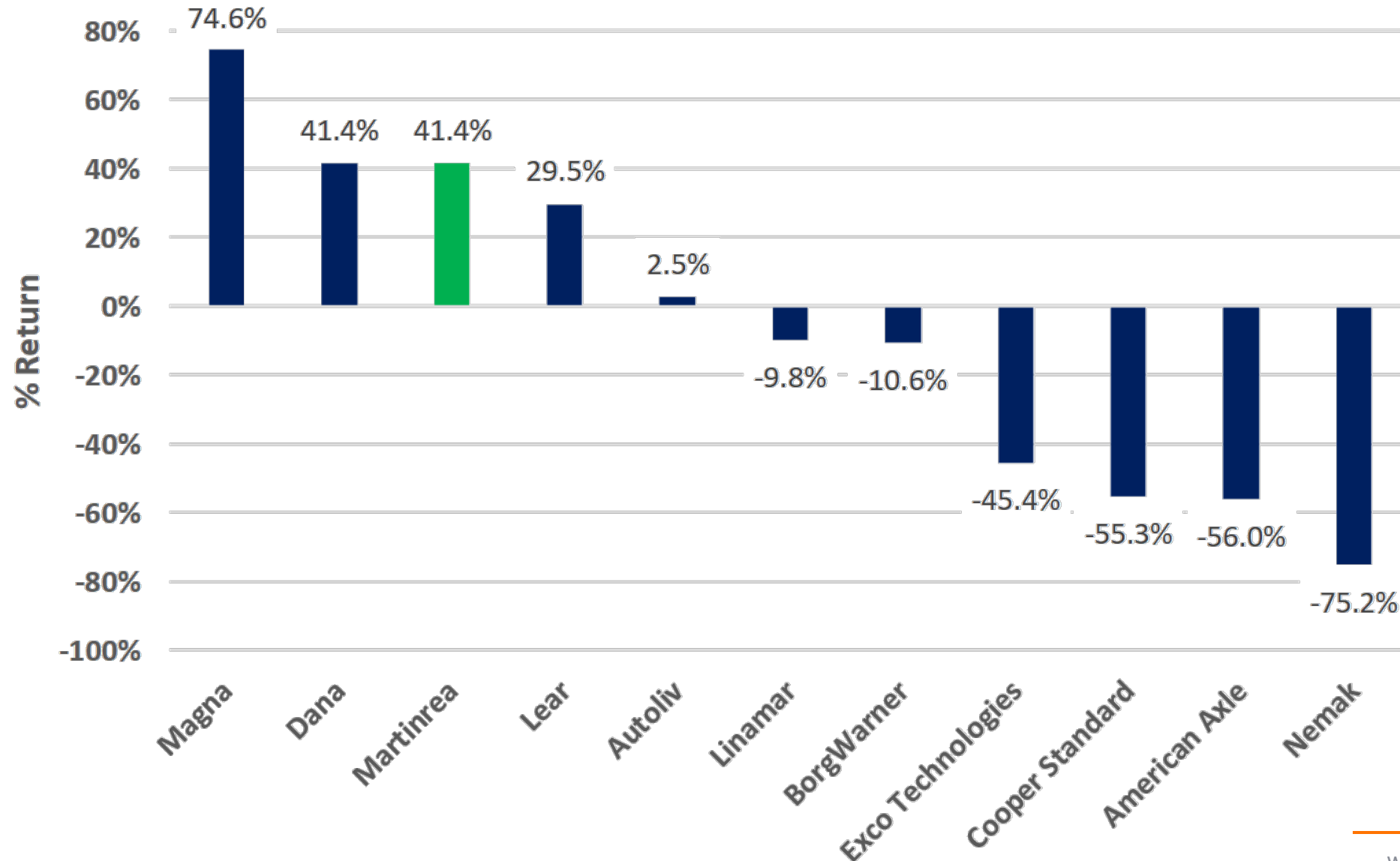
Price return from April 13, 1996 (MRE IPO date) to June 3, 2021



LIST OF COMPETITORS OVER THE YEARS

	Competitor	Operating History
Metallics	    	<p>Continued going concern</p> <p>Went bankrupt twice</p> <p>Went bankrupt</p> <p>Martinrea acquired assets out of bankruptcy</p> <p>Martinrea acquired assets</p>
Fluids	 	<p>Went bankrupt</p> <p>Became insolvent and restructured</p>
Aluminum	 	<p>IPO in 2015</p> <p>MRE bought assets out of bankruptcy</p>

FIVE-YEAR SHARE PRICE PERFORMANCE (AS OF DECEMBER 31, 2020)



CAPITAL ALLOCATION FRAMEWORK



Invest to Maintain and Grow Our Business

- Organic opportunities
- Invest in R&D and product offering
- Acquisitions that fit product strategy
- Priorities dictated by strict ROIC/IRR focus



Maintain Strong Balance Sheet

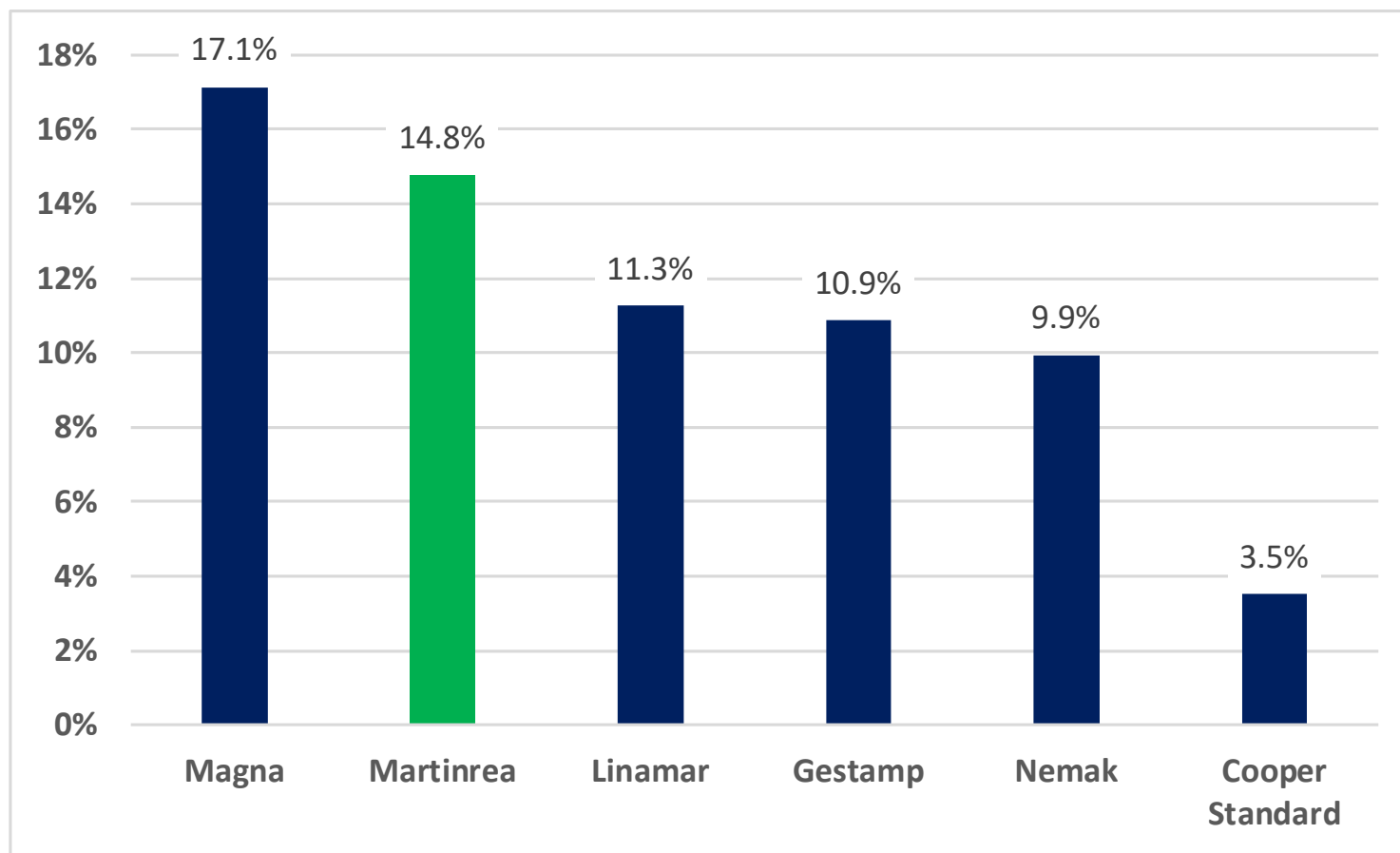
- Targeted Net Debt/Adjusted EBITDA ratio of ~1.5x
- Maintain flexibility to invest for growth



Return Capital to Shareholders

- Repurchase shares with excess liquidity (at the appropriate times)
- Dividend growth over time

2019 PRE-TAX ROIC (MOST RECENT PRE-COVID YEAR)

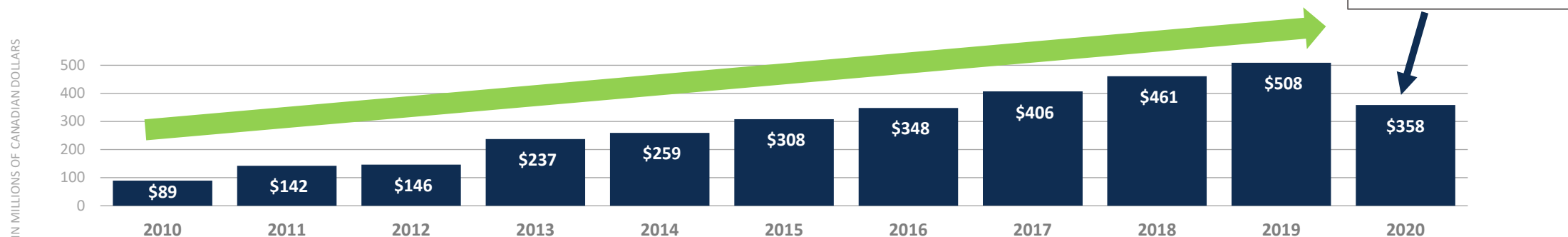


* Pre-tax return on invested capital (ROIC) = EBIT / total invested capital

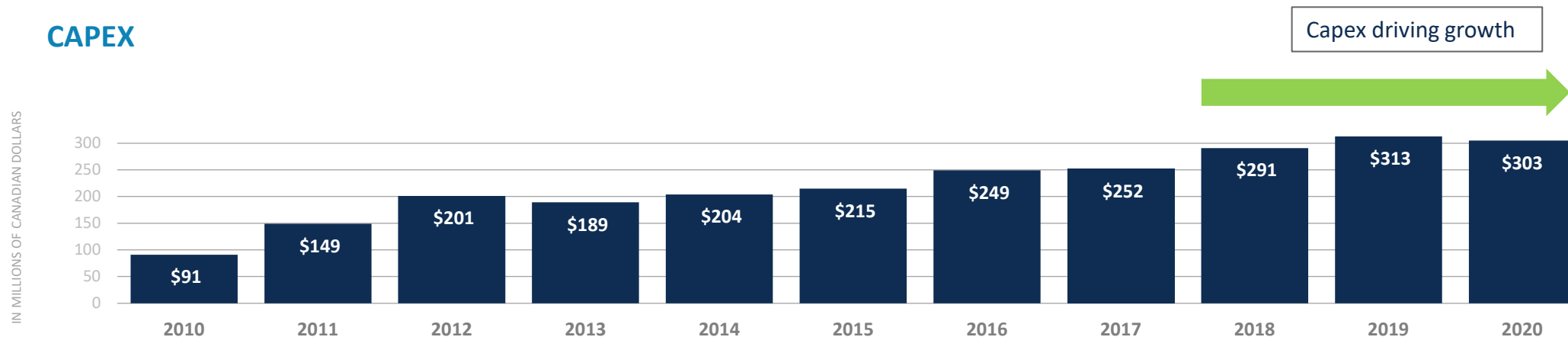
CASH FLOW



OPERATING CASH FLOW *(Before changes in working capital)*



CAPEX



The Company generated \$115M and \$62M in Free Cash Flow in 2019 and 2020 respectively

CAPITAL ALLOCATION FRAMEWORK



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Pat D'Eramo

President and CEO



2020 IN REVIEW

- Revenues approached pre-COVID levels in the second half, with record adjusted earnings per share
- Year ended with similar level of net debt as 2019 despite funding an acquisition and a global pandemic
- Strong relationships with our lending syndicate allowed us to expand our credit facility and obtain covenant relief, ensuring adequate liquidity
- The stock price ended the year higher, despite the global pandemic



2020 IN REVIEW

- Completed continuous improvement initiatives across the organization
- Safety metrics improved
- Implemented technology improvements and process innovations, and introduced new products such as graphene-enhanced brake lines and multi-material systems and assemblies
- Completed successful investments, including the Metalsa acquisition and additional investments in NanoXplore
- Collaborated with government and industry to affect a safe return to work



STATUS OF OPERATIONS



North America

- Vehicle demand remains strong in the post-COVID shutdown recovery, and inventories remain well below pre-COVID levels, particularly on trucks, SUVs and CUVs, where we have the majority of our exposure.
- The global semiconductor shortage will continue to impact production in Q2 2021, with sales mix likely to remain a headwind in the short term. Volumes should begin to improve in 2H 2021.



Europe

- Sales growth driven by new business launches and positive sales mix. Industry volumes impacted by global semiconductor shortage, which will persist in Q2 2021, though overall demand is gradually recovering.
- Restructuring activities at our MRE-Metalsa operations in Germany are progressing as expected.



Asia

- China is operating at high demand levels, in line with pre-COVID levels, though the semiconductor shortage is also expected to impact second-quarter production in the region.

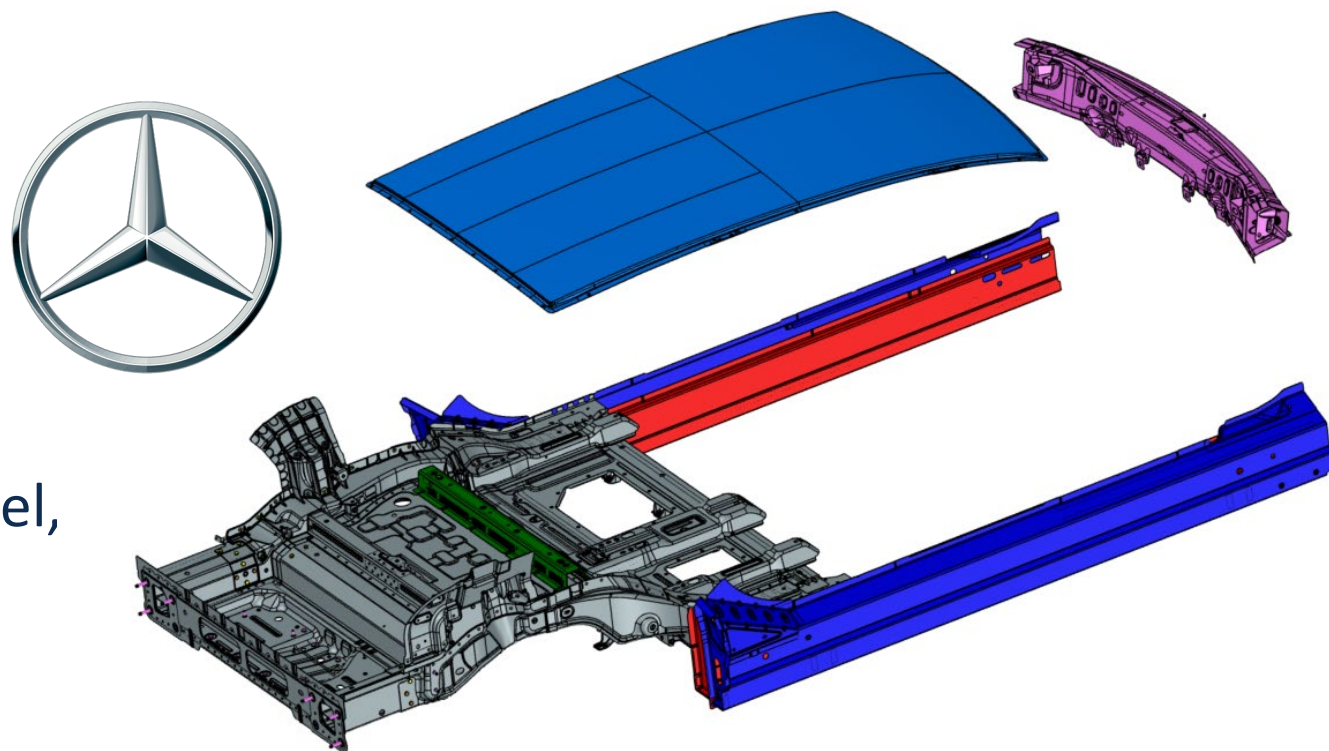
ACQUISITION OF STRUCTURAL COMPONENTS FOR PASSENGER CARS BUSINESS OF METALSA S.A. DE C.V. (THE “METALSA ACQUISITION”)



State-of-the-art production facilities located in Germany, Mexico, United States, China (2) and South Africa

DAIMLER EVA II PLATFORM – PROGRAM UPDATE

- Diversifies customer base
- Higher value system solutions
 - Utilizing new advanced joining technologies in mixed material solutions
 - High-strength steel, hot-formed steel, Ultra High-Strength Steel
 - Stamped, extruded and cast aluminum components



Premium, all-electric vehicle which we believe will be the strongest market for BEV adoption.

KEY PROGRAM LAUNCHES IN 2021

Lightweight Structures



Jeep Grand Cherokee



Jeep Grand Wagoneer



Ford Mustang Mach-E



Nissan Pathfinder/ Rogue



Mercedes C-Class



Volvo - XC 40

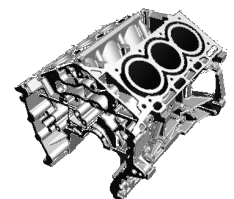
Propulsion Systems



Jeep Grand Cherokee



Jeep Grand Wagoneer



Ford – D35 6-Cylinder Engine



Daimler – Class 8 Truck

Flexible Manufacturing



Ford (New Vehicle)



Float Arms / Tanks / Supports



Fuel Tanks



GM Commercial Van



Truck Bracket Assemblies



Hood Kits

WHATEVER THE FUTURE HOLDS, MARTINREA WILL BE A LEADER



ELECTRIFIED



CONNECTED



SHARED



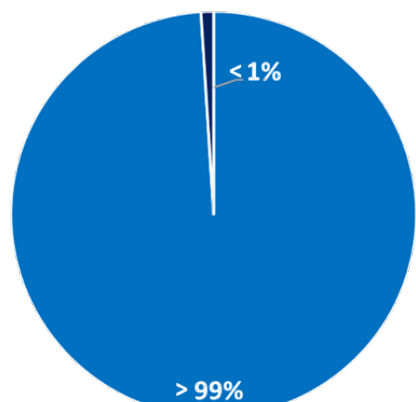
AUTONOMOUS



MARTINREA BOOK OF BUSINESS EVOLVING WITH MARKET

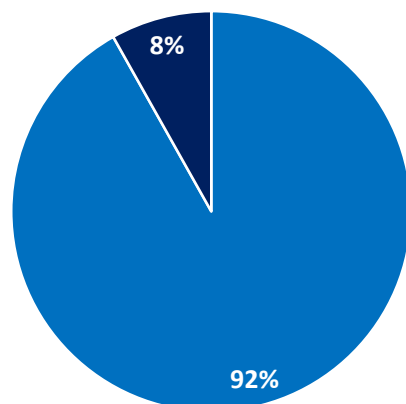


2015A



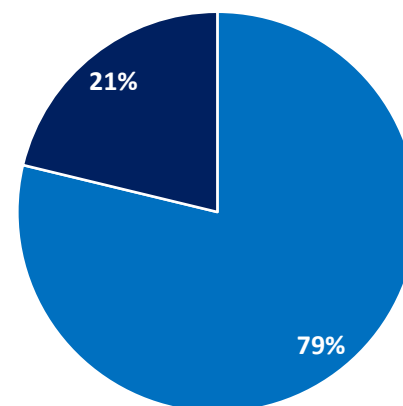
■ ICE Platforms ■ BEV/Hybrid Platforms

2020A



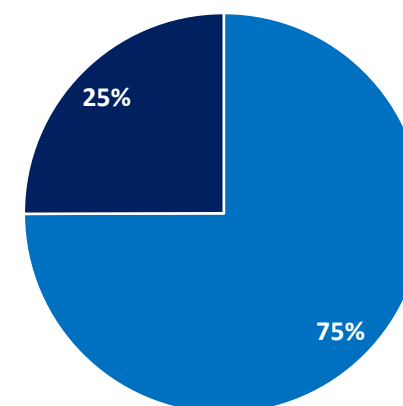
■ ICE Platforms ■ BEV/Hybrid Platforms

2023E



■ ICE Platforms ■ BEV/Hybrid Platforms

2025E



■ ICE Platforms ■ BEV/Hybrid Platforms

PURE ELECTRIC VEHICLE PLATFORMS IN MARTINREA PORTFOLIO



Daimler EVA2

Body and chassis structures

SOP: 2022



Ford Mach E

Aluminum front and rear subframes

SOP: 2020



Geely PMA 1

Aluminum rear subframes

SOP: 2021



GM EV Hummer

Body and chassis structures

SOP: 2022



Audi PPE

Body and chassis structures

SOP: 2023



Tesla Model Y

Brake lines

SOP: 2022



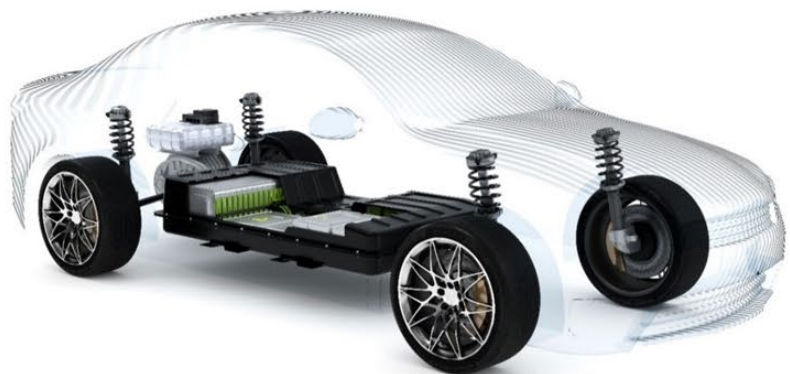
Samsung

Aluminum battery tray

SOP: 2020

ADDRESSABLE CONTENT PER VEHICLE

Martinrea is well-positioned for electrification growth opportunities



Transition will not require a material increase in capital or tooling as the majority of our equipment is flexible and adaptable

INTERNAL COMBUSTION ENGINE VEHICLE (ICE)

Addressable Content Per Vehicle **\$2,000 - \$3,300**

Body and chassis

Brake lines

Engine blocks

Transmission housings

Fuel lines

PLUG-IN HYBRID ELECTRIC VEHICLE (PHEV)

Addressable Content Per Vehicle **\$2,100 - \$3,400**

Body and chassis

Brake lines

Engine blocks

Transmission housings

Fuel and vapor lines

Battery trays and assemblies

Thermal management systems

ELECTRIC VEHICLE (EV)

Addressable Content Per Vehicle **\$2,150 - \$3,800**

Body and chassis

Brake lines

Battery trays and assemblies

Electric motor housings

Thermal management systems

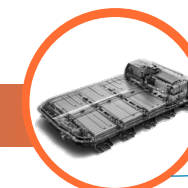
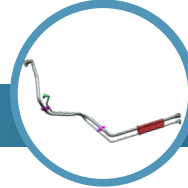
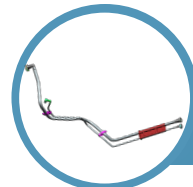
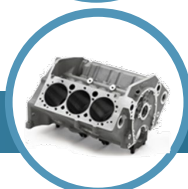
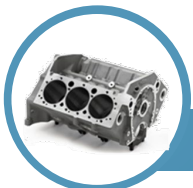
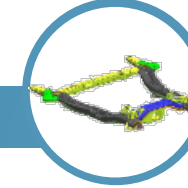
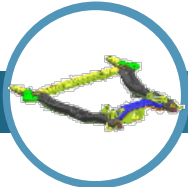
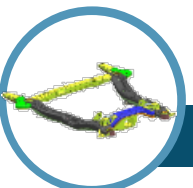
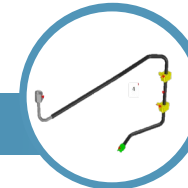
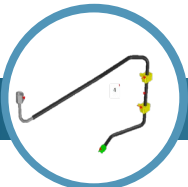
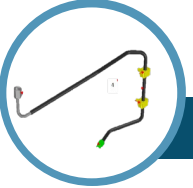
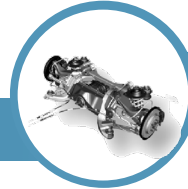
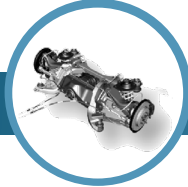
A CLOSER LOOK AT EV TRANSITION



Internal Combustion
Engine (ICE)

Hybrid

Electric Vehicle (EV)



80%

of products are
agnostic to electrification

20%

of products transitioning
with market change

VOLTAXPLORE – EV BATTERY JOINT VENTURE



Nano  Plore

Performance Through Carbon Chemistry



VOLTAXPLORE – EV BATTERY JOINT VENTURE

- 50/50 joint venture between Martinrea and NanoXplore to develop Li-Ion battery cells for electric vehicles
 - VoltaXplore will initially build a 1 MWh demonstration facility in Montreal, Quebec
 - Martinrea and NanoXplore will each contribute \$4 million in initial startup capital
 - Additional \$6 million in development funding if, as and when required
 - Upon success of the facility and building the business case, VoltaXplore intends to build and commission a 10 GWh manufacturing facility in Canada



NanoXploRE



Chairman
Pat D'Eramo
President and CEO of Martinrea

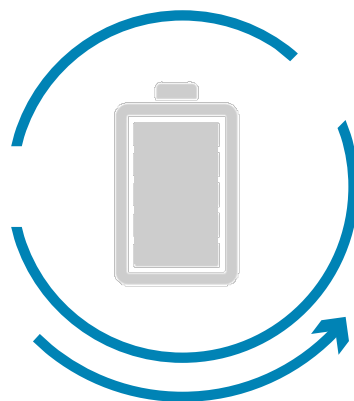


CEO
Soroush Nazarpour
Founder and CEO of NanoXplore

VOLTAXPLORE – ADVANTAGES OF USING GRAPHENE

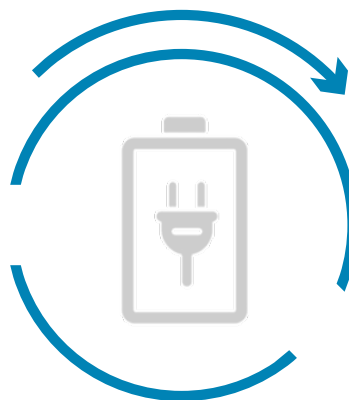


NanoXplore



BATTERY CAPACITY

Graphene enables the use of silicon in anodes improves energy density and driving range



CHARGING SPEED

High conductivity of graphene improves charging speed



BATTERY LIFE

Graphene-coated silicon spheres in anodes results in higher capacity retention



BATTERY COST

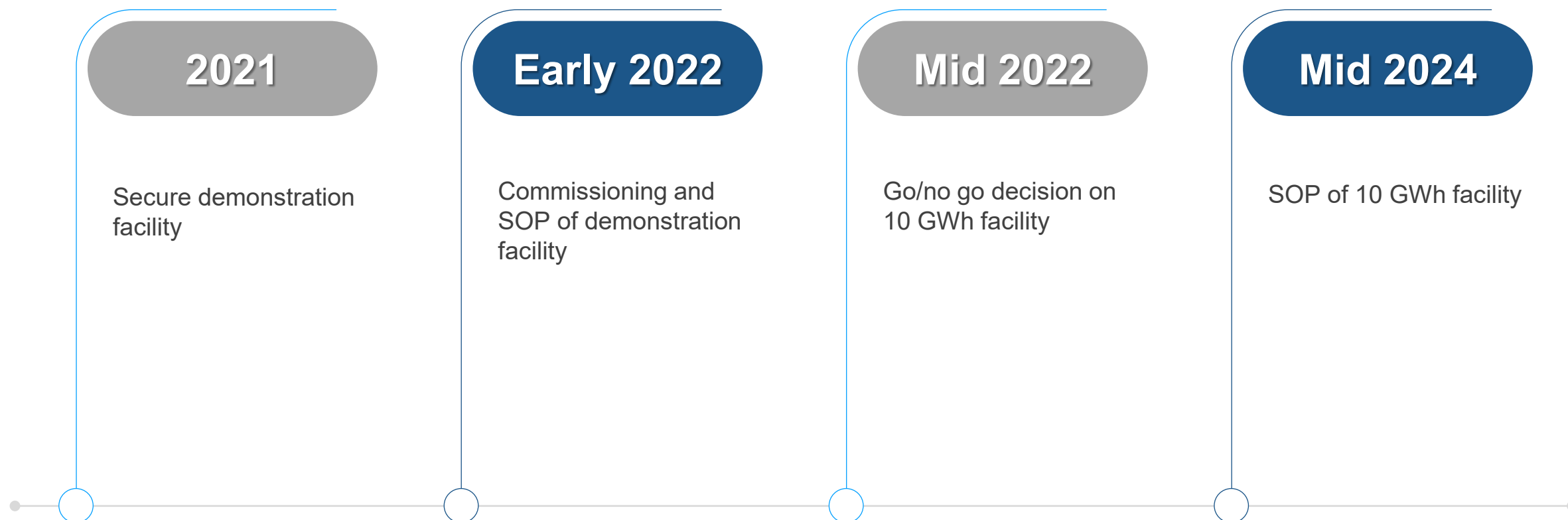
Targeting lower production cost



IMPROVED SAFETY

High thermal conductivity of Graphene provides greater temperature control, reducing the risk of fires

VOLTAXPLORE – TIMELINE



Fred Di Tosto

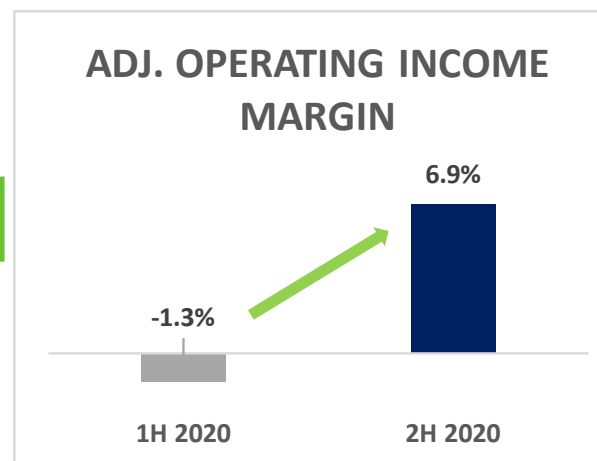
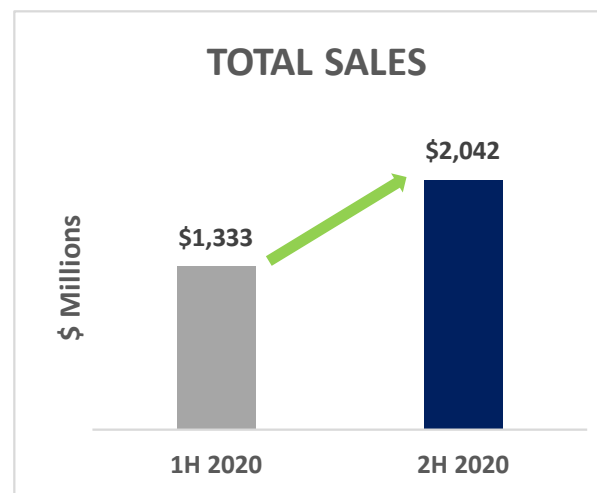
Chief Financial Officer



OVERVIEW OF 2020 RESULTS

First-half results impacted by COVID-related industry shutdowns; sharp recovery in the back half of the year

<i>In Canadian Dollars</i>		
	F2020	F2019
Production Sales	\$3,157M	\$3,459M
Tooling Sales	\$218M	\$405M
Total Sales	\$3,375M	\$3,864M
Adjusted Operating Income	\$124M	\$288M
Adjusted Operating Income %	3.7%	7.5%
Adjusted EBITDA	\$366M	\$505M
Adjusted EBITDA %	10.8%	13.1%
Adjusted EPS (Fully Diluted)	\$0.58	\$2.27
Free Cash Flow	\$62M	\$115M



A sharp rebound in production volumes following the successful restart of the global automotive industry, combined with cost reduction and liquidity measures taken during the shutdown resulted in us generating over \$60 million in free cash flow in 2020

2021 YEAR-TO-DATE FINANCIAL RESULTS

Q1 2021 results impacted by the global semiconductor shortage, a temporary aluminum pricing lag, a heavy launch cycle, and sales mix

<i>In Canadian Dollars</i>		
	Q1 2021	Q1 2020
Production Sales	\$924.1M	\$822.5M
Tooling Sales	\$73.1M	\$50.2M
Total Sales	\$997.2M	\$872.7M
Adjusted Operating Income	\$48.5M	\$50.8M
Adjusted Operating Income %	4.9%	5.8%
Adjusted EBITDA	\$109.8M	\$107.7M
Adjusted EBITDA %	11.0%	12.3%
Adjusted EPS (Fully Diluted)	\$0.41	\$0.38

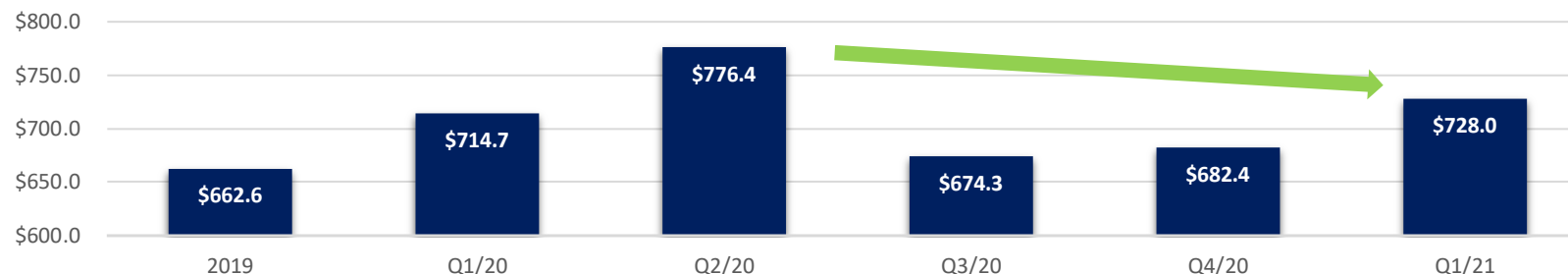
Sales up 14.3% (5.3% excluding MRE Metalsa sales)

Adjusted Operating Income similar to last year

Adjusted EPS higher year-over-year

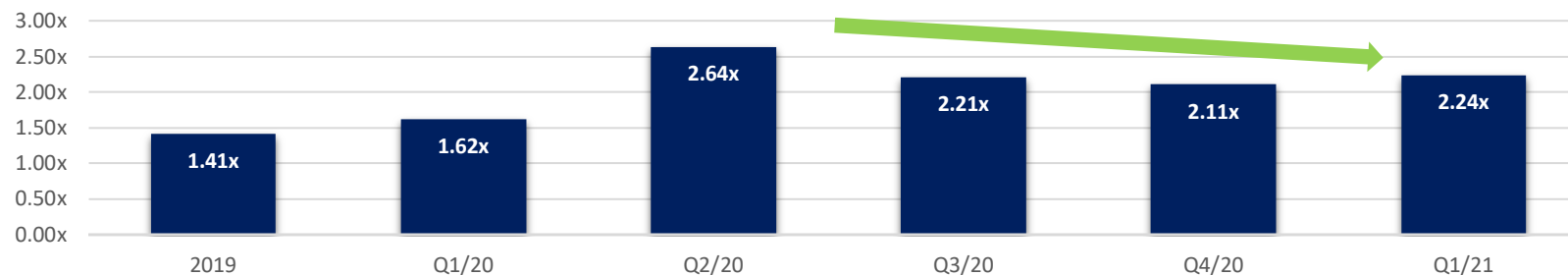
OUR BALANCE SHEET IS STRONG

NET DEBT - Excluding IFRS-16 (\$ Millions)



Net Debt increased in the first quarter compared to Q4 2020

NET DEBT TO LTM ADJUSTED EBITDA

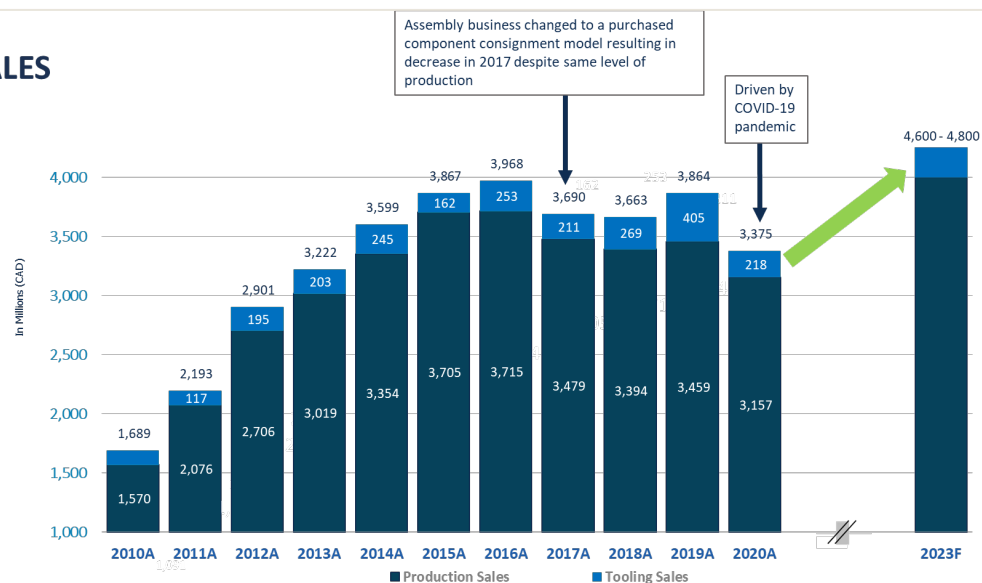


Our Net Debt to Adjusted EBITDA ratio ended the quarter at 2.24x, and ~1.6x for bank covenant purposes, given the agreement we reached with our banking syndicate to eliminate Q2 2020 Adjusted EBITDA from the covenant calculation

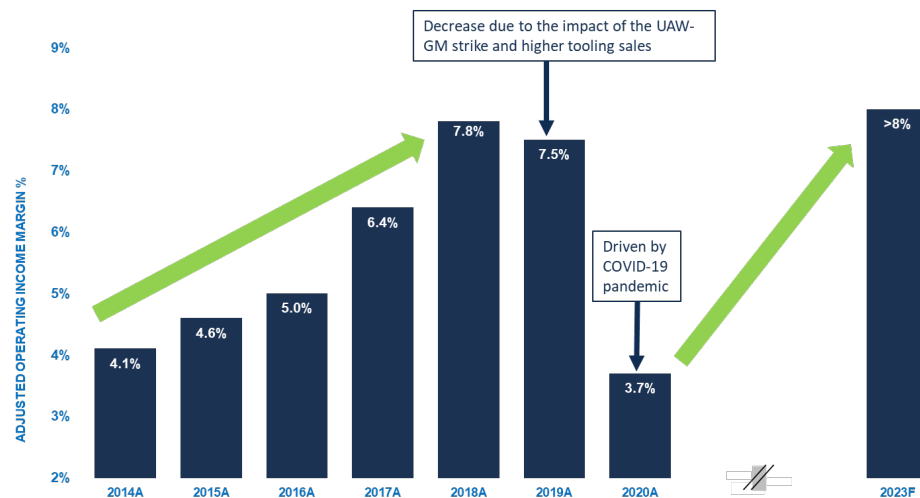
2023 OUTLOOK



SALES



ADJUSTED OPERATING INCOME MARGIN

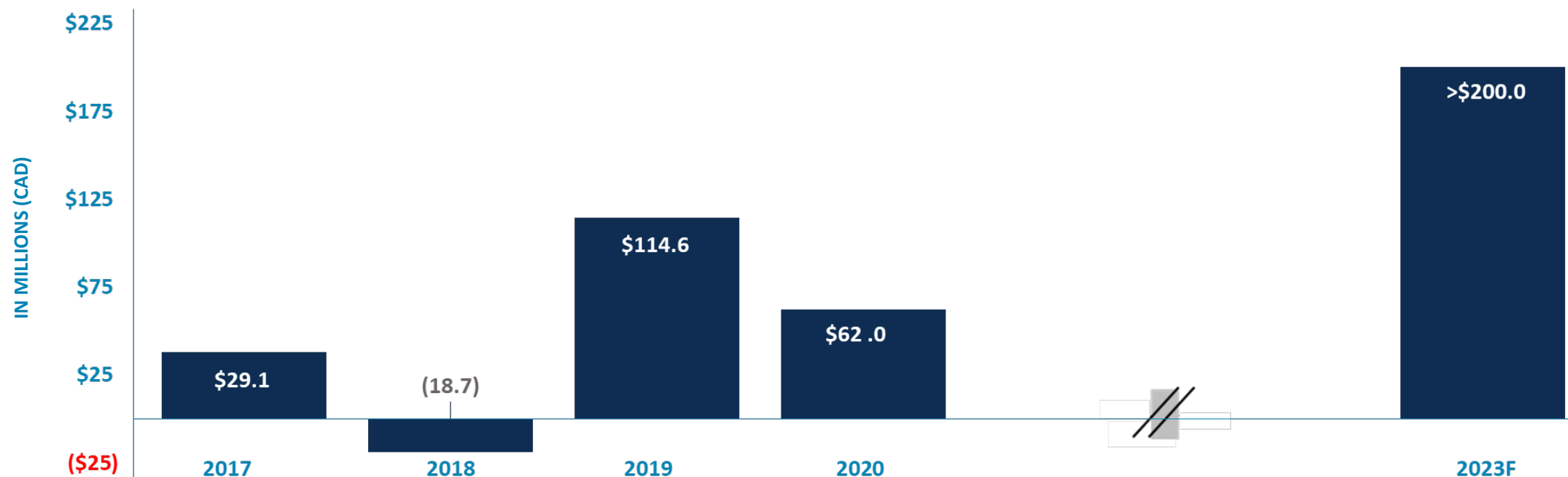


	2023F
TOTAL SALES	\$4.6-\$4.8B
ADJUSTED OPERATING INCOME MARGIN	>8%
FREE CASH FLOW	>\$200M
LIGHT VEHICLE PRODUCTION VOLUME ASSUMPTION (CURRENT IHS FORECAST)	
- NORTH AMERICA	16.7M
- EUROPE	20.6M

KEY ASSUMPTIONS

- 90% of sales in 2023 represent booked business
- Outlook does not consider any contribution from potential acquisitions

FREE CASH FLOW



- The Company generated \$115M and \$62M in Free Cash Flow in 2019 and 2020 respectively
- Free Cash Flow of >\$200M targeted for 2023
- Capex is expected to normalize over the forecast period and approach depreciation and amortization as a percentage of sales



THANK YOU



QUESTIONS?