

MARTINREA INTERNATIONAL INC.

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT an annual general meeting (the “Meeting”) of the shareholders of Martinrea International Inc. (the “Company”) will be held on **Tuesday, June 9, 2020 at 10:00 am. (Eastern time)** for the following purposes:

1. **TO RECEIVE** the consolidated financial statements of the Company for the year ended December 31, 2019, together with the report of the auditors thereon;
2. **TO ELECT** directors of the Company;
3. **TO REAPPOINT** auditors and authorize the directors to fix the auditors’ remuneration;
4. **TO VOTE**, in an advisory, non-binding manner, on Martinrea’s approach to executive compensation described in the accompanying Management Information Circular; and
5. **TO TRANSACT** such further and other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Details of the foregoing transactions are contained in the accompanying Management Information Circular.

In light of the unprecedented impact of the coronavirus outbreak (COVID-19) and in consideration of the health and safety of the Company’s shareholders, colleagues and the broader community, the Company is holding the Meeting as a completely virtual on-line meeting, which will be conducted via live webcast, where all shareholders regardless of geographic location and equity ownership will have an equal opportunity to participate at the Meeting and engage with directors of the Company and management as well as other shareholders. Shareholders will not be able to attend the Meeting in person. Registered shareholders and duly appointed proxyholders will be able to attend, participate, submit questions and vote at the Meeting online at <https://web.lumiagm.com/258336386>. Non-registered shareholders (being shareholders who hold their shares through a broker, investment dealer, bank, trust company, custodian, nominee or other intermediary) who have not duly appointed themselves as proxyholder may also virtually attend as guests. Guests will be able to virtually attend and listen to the Meeting but will not be able to vote or ask questions at the Meeting.

As a shareholder of the Company, it is very important that you read the Management Information Circular of the Company dated May 7, 2020 and other Meeting materials carefully. They contain important information with respect to voting your Shares and attending and participating at the Meeting.

A Registered Shareholder who is unable to attend the Meeting is requested to date, complete, sign and return the form of proxy and deposit it with the Company’s transfer agent and registrar, Computershare Investor Services Inc., 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1 no later than 10:00 a.m. (Eastern time) on June 5, 2020 or if the Meeting is postponed or adjourned, by no later than 48 hours, excluding Saturdays and holidays, preceding the time of such postponed or adjourned meeting at which the proxy is to be used. Alternatively, a Registered Shareholder may vote by fax, telephone or over the internet. The time limit for deposit of proxies may be waived by the Chair of the Meeting at his or her discretion without notice. Non-Registered Shareholders who hold shares through a bank, broker or other financial intermediary should carefully follow the instructions found on their voting instruction form.

Management and the Board **UNANIMOUSLY** recommend that Shareholders vote **FOR** all of the proposed resolutions. You are encouraged to vote today. Your vote is important no matter how many or how few shares you own.

DATED at Vaughan, Ontario this 7th day of May, 2020.

BY ORDER OF THE BOARD

(SIGNED) "*Rob Wildeboer*"
Executive Chairman