



**Linamar Corporation**  
Executive Office  
287 Speedvale Ave., W.,  
Guelph, Ontario N1H 1C5  
Tel: (519) 836-7550  
Fax: (519) 836-9175

## **NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

The Annual and Special Meeting of Shareholders of Linamar Corporation (the "Corporation") will be held at The River Run Centre, 35 Woolwich Street, Guelph, Ontario on Thursday, May 2, 2002, at 6:00 p.m. (local time) to:

- (1) receive the financial statements for the fiscal year ended December 31, 2001 and the accompanying auditors' report;
- (2) appoint auditors and authorize the directors to fix their remuneration;
- (3) elect directors;
- (4) consider, and if thought fit, to ratify a resolution amending the Share Option Plan of the Corporation so as to increase the maximum number of Common Shares that may be reserved and authorized for issuance pursuant to the Share Option Plan by 1,818,000 Common Shares; and
- (5) transact such other business as may properly come before the meeting or any adjournment.

Only shareholders of record at the close of business on March 20, 2002 will be entitled to notice of the meeting.

Reference should be made to the accompanying Management Information Circular dated March 21, 2002 for details of the above matters, which circular is appended to and forms part of this notice. A copy of the Annual Report containing the Financial Statements of the Corporation for the year ended December 31, 2001 and a form of proxy for the meeting are enclosed with this Notice.

DATED at Guelph, Ontario this 21st day of March, 2002.

By order of the Board of Directors

A handwritten signature in black ink, appearing to read "Linda Hasenfratz".

**Linda Hasenfratz**  
President

**NOTE:** If you will be unable to attend the meeting in person, would you kindly complete, date and sign the enclosed form of proxy and return it in the stamped envelope provided for that purpose. Proxies may either be mailed or delivered by hand to the transfer agent of the Corporation at Equity Transfer Services Inc., Suite 420, 120 Adelaide Street West, Toronto, Ontario M5H 4C3. To be used at the meeting, proxies must be reviewed prior to the meeting or any adjournment thereof.