

Company No: 3167671

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

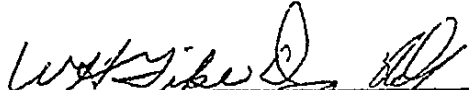
MAGNA AUTOMOTIVE HOLDING (UK) LIMITED

We, the undersigned, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, HEREBY RESOLVE, in accordance with Section 381A of the Companies Act 1985, as follows:

ELECTIVE RESOLUTIONS

1. THAT, in accordance with Sections 252 and 379A of the Companies Act 1985, the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting.
2. THAT, in accordance with Sections 366A and 379A of the Companies Act 1985, the Company hereby elects to dispense with the holding of annual general meetings.
3. THAT, in accordance with Sections 386 and 379A of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually.

Each written resolution shall take effect as an elective resolution.


Signed by Donald Walker and William H. Fike
for and on behalf of Magna Investments N.V.

Dated: March 12, 1997

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