

WIN PROGRAM RULES

What is WIN?

The “Winning Innovation Network” program (which we refer to in these rules as the “**Program**”) is an innovation program to reward employees who have great automotive ideas which they wish to share with Magna.

Who can participate in the Program?

All regular part-time and regular full-time employees of Magna International Inc. or any of its subsidiaries or divisions are eligible to participate.

What ideas are not eligible for a monetary reward?

If the idea submitter is working, as part of his work at Magna, at this specific project the WIN idea refers to, the submitted WIN idea is ineligible for a monetary reward.

When can ideas be submitted?

WIN is a continuous initiative without any specific final deadline. In general terms, it is therefore possible to participate at any time and without having to meet any particular submission deadlines. There is only a restriction on the period of time for the submission of ideas for what are known as the "calls". In the case of a call, ideas are gathered in relation to a very specific topic (for example mobility of the future) and assessed. The submission deadlines are notified separately here.

How can I participate?

Full details on how you can submit an idea to the Program are found in the Program brochures and posters available through Magna corporate and group offices and its divisions, or on [win.magna.com](http://winidea.magna.com). The idea can be submitted on <http://winidea.magna.com>

You can submit more than one idea and can submit different ideas at different times; however, once you have submitted an idea to the Program, you cannot withdraw it. Two or more employees may submit an idea jointly. If two employees submit the same idea independently, the idea that was submitted first, will be treated as the submitted entry, unless the WIN Experts determines, after investigation, that the person who submitted the idea first was not the actual creator or inventor of the idea.

What happens to the idea?

Magna reserves the right to reject the idea at any time without giving a reason for doing so. If the idea is interesting from Magna's point of view, the participant shall be notified about this. Initially, the idea shall be examined ("prefiltering") for specific exclusion criteria (e.g. already published, not possible from a legal standpoint, etc.). The idea shall then be passed on to specialists and assessed in specific detail to determine whether it is feasible ("expert assessment"). Ideas that have passed this evaluation are transferred to Magna's Innovation Development Process (IDP).

Based upon the progress of the idea through the IDP, monetary rewards are given. If the idea successfully passes gate 1 and reaches phase 1 of the IDP, the reward is 1,000 USD (net). Once the idea reaches phase 2 and the idea passed gate 2, the reward is 5,000 USD (net).

The process sequence of WIN may be changed by Magna at any time.

Who owns the rights in ideas submitted to the WIN Program?

An idea that was created by you in the course of your work as a Magna employee, or that was created by you during the course of your employment with Magna using Magna resources, belongs to Magna (“**Magna-Owned Idea**”). In such circumstances, you may be required to sign certain legal documents formally assigning your rights in the intellectual property to Magna, as is currently the case in respect of patent applications. An idea that is unrelated to your duties as a Magna employee, or one which was created without Magna equipment or other resources, as determined by Magna in its discretion, is owned by you (“**Employee-Owned Idea**”). The Program is not intended to encourage or authorize any employee to create an idea unrelated to the employee’s duties during working hours, on Magna premises, or using Magna equipment or other resources.

What happens if I cease to be an employee after I have submitted an idea?

Once you have submitted an idea to the Program, it cannot be withdrawn. If you cease to be an employee of Magna or any of its subsidiaries or divisions after the idea has been submitted, then the following rules will apply:

- any Magna-Owned Idea continues to be owned by Magna and you will be expected to continue to cooperate with Magna if Magna decides to commercialize such idea;
- if your Employee-Owned Idea does not get selected by the WIN Experts, you will retain whatever rights you have in the idea;
- if your Employee-Owned Idea is selected by the WIN Expert, then Magna will negotiate with you some form of compensation in exchange for the transfer of whatever rights you have in the idea. If you and Magna cannot agree on compensation, you will retain whatever rights you had in the idea you submitted;
- if your Employee-Owned Idea was selected by the WIN Experts while you were still an employee and the form of compensation was agreed upon, Magna will pay you the compensation agreed upon.

In what ways am I legally responsible for ideas submitted to the WIN Program?

By submitting an idea to the WIN Program, you confirm to Magna that the idea is your own and that it:

- has not been taken improperly from anyone else, including any employee, division or subsidiary of Magna, or any of Magna’s customers, suppliers, competitors or others; and
- is not based on information improperly taken from any person or business entity or used in violation of the terms of any confidentiality agreement or principle of law.

Magna will not be responsible for any breach or violation by any employee of this rule.

What is the effect of these Program rules?

The Program will be governed by these rules and by any additional rules in the Program brochures, posters and website page. If anything in a Program brochure, poster or website page contradicts these rules, these rules will apply. If these rules are incomplete, Magna can (at any time) add additional rules to clarify any issue or make these rules complete. Since Magna is the sponsor of the Program, it can change these rules at any time, with or without notice, for any reason.