



MARTINREA
International Inc.

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June 11, 2009

Ontario Securities Commission
British Columbia Securities Commission
Alberta Securities Commission
Manitoba Securities Commission
Quebec Securities Commission

Dear Sirs/Mesdames:

**Re: Martinrea International Inc. (the “Company”)
Annual Certificates (NI 52-109) (the “Annual Certificates”)
SEDAR Project No. 01401309**

The Company filed its annual materials, including Annual Certificates, on March 30, 2009. The Company prepared and filed its annual report on SEDAR on April 3, 2009. While preparing the report, the Company corrected minor typographical errors in the table entitled “Selected Quarterly Information” in the MD&A. The Company filed MD&A reflecting these corrections on SEDAR on the same date as it filed its annual report to prevent inconsistencies in its public disclosure. The Company did not file the MD&A to correct an error in its disclosure requirements.

The Ontario Securities Commission has requested that, notwithstanding the minor nature of the corrections, the Company file Annual Certificates, in form NI 52-109FR, dated April 3, 2009 to comply with the technical requirements under Part 6.1 of National Instrument 52-109. We are complying with its request.

Yours truly,

“Kerri Pope”

Kerri Pope
Enclosures

FORM 52-109F1R

CERTIFICATION OF REFILED ANNUAL FILINGS

This certificate is being filed on the same date that Martinrea International Inc. (the “Issuer”) has refiled its annual MD&A.

I, **FRED JAEKEL**, Chief Executive Officer of **Martinrea International Inc.**, certify the following:

1. **Review:** I have reviewed the AIF, if any, annual financial statements and annual MD&A, including, for greater certainty, all documents and information that are incorporated by reference in the AIF (together, the “annual filings”) of the Issuer for the financial year ended **December 31, 2008**.
2. **No misrepresentations:** Based on my knowledge, having exercised reasonable diligence, the annual filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, for the period covered by the annual filings.
3. **Fair presentation:** Based on my knowledge, having exercised reasonable diligence, the annual financial statements together with the other financial information included in the annual filings fairly present in all material respects the financial condition, results of operations and cash flows of the Issuer, as of the date and for the periods presented in the annual filings.
4. **Responsibility:** The Issuer’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as those terms are defined in National Instrument 52-109 *Certification of Disclosure in Issuers’ Annual and Interim Filings*, for the Issuer.
5. **Design:** Subject to the limitations, if any, described in paragraphs 5.2 and 5.3, the Issuer’s other certifying officer(s) and I have, as at the financial year end
 - (a) designed DC&P, or caused it to be designed under our supervision, to provide reasonable assurance that
 - (i) material information relating to the Issuer is made known to us by others, particularly during the period in which the annual filings are being prepared; and
 - (ii) information required to be disclosed by the Issuer in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and
 - (b) designed ICFR, or caused it to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the Issuer’s GAAP.

- 5.1 **Control framework:** The control framework the Issuer's other certifying officer(s) and I used to design the Issuer's ICFR is *Internal Control – Integrated Framework* (“COSO Framework”) published by The Committee of Sponsoring Organizations of the Treadway Commission.
- 5.2 N/A.
- 5.3 N/A.
6. **Evaluation:** the Issuer's other certifying officer(s) and I have
- (a) evaluated, or caused to be evaluated under our supervision, the effectiveness of the Issuer's DC&P at the financial year end and the Issuer has disclosed in its annual MD&A our conclusions about the effectiveness of the DC&P at the financial end based on that evaluation; and
 - (b) evaluated, or caused to be evaluated under our supervision, the effectiveness of the Issuer's ICFR at the financial year end and the Issuer has disclosed in its annual MD&A
 - (i) our conclusions about the effectiveness of ICFR at the financial year end based on that evaluation.
 - (ii) N/A.
7. **Reporting changes in ICFR:** The Issuer has disclosed in its annual MD&A any change in the Issuer's ICFR that occurred during the period beginning on **October 1, 2008** and ended on **December 31, 2008** that has materially affected, or is reasonably likely to materially affect, the Issuer's ICFR.
8. **Reporting to the Issuer's auditors and board of directors or audit committee:** The Issuer's other certifying officer(s) and I have disclosed, based on our most recent evaluation of ICFR, to the Issuer's auditors, and the board of directors or the audit committee of the board of directors any fraud that involves management or other employees who have a significant role in the Issuer's ICFR.

Date: April 3, 2009.

“Fred Jaekel”

Fred Jaekel
Chief Executive Officer

FORM 52-109F1R

CERTIFICATION OF REFILED ANNUAL FILINGS

This certificate is being filed on the same date that Martinrea International Inc. has refiled its annual MD&A.

I, **NICK ORLANDO**, President and Chief Financial Officer of **Martinrea International Inc.**, certify the following:

1. **Review:** I have reviewed the AIF, if any, annual financial statements and annual MD&A, including, for greater certainty, all documents and information that are incorporated by reference in the AIF (together, the “annual filings”) of the Issuer for the financial year ended **December 31, 2008**.
2. **No misrepresentations:** Based on my knowledge, having exercised reasonable diligence, the annual filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, for the period covered by the annual filings.
3. **Fair presentation:** Based on my knowledge, having exercised reasonable diligence, the annual financial statements together with the other financial information included in the annual filings fairly present in all material respects the financial condition, results of operations and cash flows of the Issuer, as of the date and for the periods presented in the annual filings.
4. **Responsibility:** The Issuer’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as those terms are defined in National Instrument 52-109 *Certification of Disclosure in Issuers’ Annual and Interim Filings*, for the Issuer.
5. **Design:** Subject to the limitations, if any, described in paragraphs 5.2 and 5.3, the Issuer’s other certifying officer(s) and I have, as at the financial year end
 - (a) designed DC&P, or caused it to be designed under our supervision, to provide reasonable assurance that
 - (i) material information relating to the Issuer is made known to us by others, particularly during the period in which the annual filings are being prepared; and
 - (ii) information required to be disclosed by the Issuer in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and
 - (b) designed ICFR, or caused it to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the Issuer’s GAAP.

- 5.1 **Control framework:** The control framework the Issuer's other certifying officer(s) and I used to design the Issuer's ICFR is *Internal Control – Integrated Framework* (“COSO Framework”) published by The Committee of Sponsoring Organizations of the Treadway Commission.
- 5.2 N/A.
- 5.3 N/A.
6. **Evaluation:** the Issuer's other certifying officer(s) and I have
- (a) evaluated, or caused to be evaluated under our supervision, the effectiveness of the Issuer's DC&P at the financial year end and the Issuer has disclosed in its annual MD&A our conclusions about the effectiveness of the DC&P at the financial end based on that evaluation; and
 - (b) evaluated, or caused to be evaluated under our supervision, the effectiveness of the Issuer's ICFR at the financial year end and the Issuer has disclosed in its annual MD&A
 - (i) our conclusions about the effectiveness of ICFR at the financial year end based on that evaluation.
 - (ii) N/A.
7. **Reporting changes in ICFR:** The Issuer has disclosed in its annual MD&A any change in the Issuer's ICFR that occurred during the period beginning on **October 1, 2008** and ended on **December 31, 2008** that has materially affected, or is reasonably likely to materially affect, the Issuer's ICFR.
8. **Reporting to the Issuer's auditors and board of directors or audit committee:** The Issuer's other certifying officer(s) and I have disclosed, based on our most recent evaluation of ICFR, to the Issuer's auditors, and the board of directors or the audit committee of the board of directors any fraud that involves management or other employees who have a significant role in the Issuer's ICFR.

Date: April 3, 2009.

“Nick Orlando”

Nick Orlando
President and Chief Financial Officer