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MAGNA INTERNATIONAL INC

Form 6-K

June 26, 2002

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934

For the month of June , 2002

MAGNA INTERNATIONAL INC.

(Exact name of Registrant as specified in its Charter)

337 Magna Drive, Aurora, Ontario L4G 7K1

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports
under cover of Form 20-F or Form 40-F.

Form 20-F _____ Form 40-F ☒ XX

Indicate by check mark whether the registrant by furnishing the information
contained in this Form is also thereby furnishing the information to the
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes _____ No ☒ XX

[If "Yes" is marked, indicate below the file number assigned to the registrant
in connection with Rule 12g3-2(b): 82-____.]

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the
registrant has duly caused this Report on Form 6-K to be signed on its behalf by
the undersigned, thereunto duly authorized.

MAGNA INTERNATIONAL INC. (Registrant)

By: /s/ J. Brian Colburn

J. Brian Colburn
Executive Vice-President, Special Projects

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and Secretary

Date: June 25, 2002

EXHIBITS

- Exhibit 1 Press release issued June 25, 2002 in which the Registrant and Donnelly Corporation jointly announced that they have entered into a definitive merger agreement pursuant to which Donnelly will become a wholly-owned subsidiary of Magna following the receipt of approval of the shareholders of Donnelly Corporation and subject to antitrust and other approvals.
- Exhibit 2 Material Change report on Form 27 under The Securities Act (Ontario) dated June 25, 2002 with respect to a press release dated June 25, 2002 issued jointly by the Registrant and Donnelly Corporation announcing that they have entered into a definitive merger agreement pursuant to which Donnelly will become a wholly-owned subsidiary of Magna following the receipt of the approval of the shareholders of Donnelly Corporation and subject to antitrust and other approvals. Certain Class A and Class B shareholders of Donnelly Corporation representing approximately 72% of the total votes eligible to be cast at the shareholders meeting have agreed to vote their shares in favour of the transaction. The transaction is structured as a merger of a wholly-owned subsidiary of Magna into Donnelly in which Donnelly Class A and Class B shareholders will receive Magna Class A Subordinate Voting shares with a value of U.S. \$28 per Donnelly share, provided Magna shares are trading within the range of U.S. \$61 and U.S. \$80 per share. The purchase price represents total consideration of approximately U.S.\$320 million plus the assumption of approximately U.S.\$95 million of interest-bearing debt.