

MAGNA INTERNATIONAL INC
Form 11-K
June 26, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 11-K

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the fiscal year ended December 31, 2011

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the transition period from to

Commission File No. 001-11444

THE MAGNA GROUP OF COMPANIES RETIREMENT SAVINGS PLANS

MAGNA E-CAR SYSTEMS, INC. RETIREMENT SAVINGS PLAN

MAGNA INTERNATIONAL INC.

337 Magna Drive

Aurora, Ontario, Canada L4G 7K1

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Plan Administrator has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

MAGNA E-CAR SYSTEMS, INC. RETIREMENT
SAVINGS PLAN in its capacity as Plan Sponsor

THE MAGNA GROUP OF COMPANIES
RETIREMENT SAVINGS PLANS by
MAGNA INTERNATIONAL INC.
in its capacity as Plan Administrator

/s/ John Simonetti

By: John Simonetti

Title: Chief Financial Officer

/s/ Marc Neeb

By: Marc Neeb

Title: Executive Vice-President,
Global Human Resources

/s/ Sean Johns

By: Sean Johns

Title: Executive Vice-President

/s/ Robert Cecutti

By: Robert Cecutti

Title: Controller

Date: June 26, 2012

SUMMARY TABLE OF CONTENTS

Appendix 1 The Magna Group of Companies Retirement Savings Plans
Audited Financial Statements as of December 31, 2011 and 2010

Appendix 2 Magna E-Car Systems, Inc. Retirement Savings Plan
Audited Financial Statements as of December 31, 2011

Exhibit

23.1 Consents of Independent Registered Public Accounting Firm BDO USA, LLP

The Magna Group of Companies Retirement Savings Plans

Financial Statement

Years Ended December 31, 2011 and 2010

The Magna Group of Companies Retirement Savings Plans

Contents

Report of Independent Registered Public Accounting Firm	3
Audited Financial Statements	
Statements of Net Assets Available for Benefits as of December 31, 2011 and 2010	4
Statements of Changes in Net Assets Available for Benefits for the Years Ended December 31, 2011 and 2010	5
Notes to Financial Statements	6-18
Supplemental Schedules	
Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2011	19
Schedule H, Line 4j - Schedule of Reportable Transactions for the Year Ended December 31, 2011	20
Schedule H, Line 4a - Schedule of Delinquent Participant Contributions for the Year Ended December 31, 2011	21

Report of Independent Registered Public Accounting Firm

To the Pension Committee of

The Magna Group of Companies

Retirement Savings Plans

Aurora, Ontario, Canada

We have audited the accompanying statements of net assets available for benefits of The Magna Group of Companies Retirement Savings Plans (the Plan) as of December 31, 2011 and 2010, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2011 and 2010, and the changes in net assets available for benefits for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming opinions on the basic financial statements taken as a whole. The accompanying supplemental schedules of Assets (Held at End of Year), Reportable Transactions and Delinquent Participant Contributions as of and for the year ended December 31, 2011 are presented for the purpose of additional analysis and are not a required part of the basic financial statements, but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. The supplemental schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

The information presented in the Schedule of Reportable Transactions does not disclose the historical cost of certain sales transactions and the related gain or loss. Disclosure of this information is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

/s/ BDO USA, LLP

Grand Rapids, Michigan

June 26, 2012

The Magna Group of Companies Retirement Savings Plans

Statements of Net Assets Available for Benefits

December 31,	2011	2010
Assets		
Investments, at fair value		
Guaranteed investment contracts (Note 5)	\$ 126,118,931	\$ 115,127,074
Pooled separate accounts	370,929,557	327,350,335
Employer securities (Note 4)	116,217,410	178,813,514
Mutual funds	64,247,823	106,447,438
Life insurance policies	45,684	42,501
Total investments	677,559,405	727,780,862
Receivables		
Employer	24,831,539	17,116,667
Participants	116,830	111,003
Notes receivable from participants	23,702,741	21,015,409
Total receivables	48,651,110	38,243,079
Net Assets Reflecting All Investments at Fair Value	726,210,515	766,023,941
Adjustment from fair value to contract value for fully benefit-responsive investment contracts (Note 5)	(130,183)	1,446,907
Net Assets Available for Benefits	\$ 726,080,332	\$ 767,470,848

See accompanying notes to financial statements.

The Magna Group of Companies Retirement Savings Plans

Statements of Changes in Net Assets Available for Benefits

Year ended December 31,	2011	2010
Additions		
Investment income		
Interest and dividends	\$ 7,032,629	\$ 6,064,074
Net appreciation in fair value of investments (Note 3)		151,141,884
Contributions		
Non-cash		
Employer stock		839,859
Cash		
Employer	35,926,858	26,315,472
Participants	41,935,620	38,761,409
Interest from notes receivable from participants	1,231,556	1,230,502
Total Additions	86,126,663	224,353,200
Deductions		
Net depreciation in fair value of investments (Note 3)	65,329,274	
Benefits paid to terminated employees	37,321,124	49,525,900
Benefits paid to participating employees	18,697,644	18,148,787
Loan expenses and other fees	299,075	263,794
Total Deductions	121,647,117	67,938,481
Net increase (decrease)	(35,520,454)	156,414,719
Net transfers to other plans (Note 8)	(5,870,062)	