



Samvardhana MotherSON International Limited

(formerly MotherSON Sumi Systems Limited)

Head Office: C-14 A & B, Sector 1, Noida – 201301 Distt. Gautam Budh Nagar, U.P. India

Tel: +91-120-6752100, 6752278, Fax: +91-120-2521866, 2521966, Website: www.motherSON.com

March 16, 2023

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G-Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI – 400051, India

BSE Limited
1st Floor, New Trading Ring
Rotunda Building
P.J. Towers, Dalal Street
Fort
MUMBAI – 400001, India

Scrip Code : MOTHERSON

Scrip Code : 517334

Subject: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir / Madam,

The Board of Directors of Samvardhana MotherSON International Limited (formerly MotherSON Sumi Systems Limited) (**the “Company”**) at their meeting held on March 16, 2023 approved to acquire remaining 50% stake of Fritzmeier MotherSON Cabin Engineering Private Limited from F Holdings GmbH, Austria, subject to satisfactory completion of conditions precedent. Post completion of the transaction, Fritzmeier MotherSON Cabin Engineering Private Limited will become wholly owned subsidiary of the Company.

Further, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, details of acquisition of the Company are enclosed herewith as **Annexure**.

The above is for your information and records.

Thanking you,

Yours truly,


For Samvardhana MotherSON International Limited
(formerly MotherSON Sumi Systems Limited)

Alok Goel
Company Secretary

Regd Office:
Unit – 705, C Wing, ONE BKC, G Block
Bandra Kurla Complex, Bandra East
Mumbai – 400051, Maharashtra (India)
Tel: 022-61354800, Fax: 022-61354801
CIN No.: L34300MH1986PLC284510
Email: investorrelations@motherSON.com

ANNEXURE

Acquisition (including agreement to acquire)

Sr. no.	Details of Events that need to be provided	Information about such events
a)	Name of target entity, details in brief such as size, turnover etc.	<p>1) <u>Name of the Target:</u></p> <p style="padding-left: 40px;">Fritzmeier Motherson Cabin Engineering Private Limited (“FMCEL” or “Target” or “Company”)</p> <p>2) <u>Business of the Target:</u></p> <p style="padding-left: 40px;">Target is, inter alia, engaged in development, manufacture and sale of operator cabins, cover assemblies and fabrications for the off highway applications.</p> <p>3) <u>Turnover for 9 months ended December 31st 2022 (9M FY 23):</u> INR 144.4 Crore.</p> <div style="text-align: center;">  </div>
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at arms-length	No.
c)	Industry to which the entity being acquired belongs	The Company engaged in development, manufacture, and sale of operator cabins, cover assemblies and fabrications for various off highway applications.
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the Company);	<p>The Company is a profitable joint venture in India between Samvardhana Motherson International limited (“SAMIL”) and F Holdings GmbH, Austria (“JV Partner”) from 2007 onwards with a 50-50 shareholding structure.</p> <p>Post completion of the transaction, SAMIL will own 100% of the Company.</p> <p>The Target business is housed under Precision Metals and Modules division which is a part of Emerging Businesses vertical of SAMIL.</p>

Sr. no.	Details of Events that need to be provided	Information about such events								
		<p>The off highway vehicles (agricultural, construction etc.) industry in India is poised for significant growth and post completion of the transaction, entire benefits of growth will fully accrue to SAMIL.</p> <p>On a 9M FY 23 annualized basis the Target business revenue has grown by ~70% yoy.</p>								
e)	Brief details of any governmental or regulatory approvals required for the acquisitions	No governmental or regulatory approvals required for this acquisition.								
f)	Indicative time period for completion of the acquisition	Subject to satisfactory completion of conditions precedent, the transaction is expected to be closed on or before 31 st March 2023.								
g)	Nature of consideration – whether cash consideration or share swap and details of the same	Cash transaction.								
h)	Cost of acquisition or the price at which the shares are acquired	Purchase consideration of INR 110.7 Cr for acquisition of 50% stake of JV partner								
i)	Percentage of shareholding / control acquired and / or number of shares acquired	SAMIL to acquire 50% shares of the Target and post completion of the transaction, target will become wholly owned subsidiary of SAMIL.								
j)	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and other significant information (in brief)	<p>1) <u>Main line of business:</u></p> <p>The Target’s activity mainly consists of development, manufacture, and sale of operator cabins, cover assemblies and fabrications for the off highway applications.</p> <p>2) <u>Date of incorporation of the Target:</u> April 23, 2007.</p> <p>3) <u>Turnover of last three financial years:</u></p> <table border="1" data-bbox="746 1391 1401 1608"> <thead> <tr> <th data-bbox="746 1391 922 1507">Particular</th> <th data-bbox="922 1391 1086 1507">FY 2020</th> <th data-bbox="1086 1391 1246 1507">FY 2021</th> <th data-bbox="1246 1391 1401 1507">FY 2022</th> </tr> </thead> <tbody> <tr> <td data-bbox="746 1507 922 1608">Turnover (in INR Cr.)</td> <td data-bbox="922 1507 1086 1608">77.1</td> <td data-bbox="1086 1507 1246 1608">73.9</td> <td data-bbox="1246 1507 1401 1608">113.4</td> </tr> </tbody> </table> <p>4) <u>Presence:</u> The Target has one manufacturing facility in Kanchipuram, India.</p>	Particular	FY 2020	FY 2021	FY 2022	Turnover (in INR Cr.)	77.1	73.9	113.4
Particular	FY 2020	FY 2021	FY 2022							
Turnover (in INR Cr.)	77.1	73.9	113.4							