

March 21, 2025

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

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

Scrip Code: 517334**Symbol: MOTHERSON**

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

Dear Sir / Madam,

Samvardhana MotherSON International Limited (“**the Company**”) had acquired 55% of equity share capital of CIM Tools Private Limited (“**CIM Tools**”) on April 6, 2022, thereby making CIM Tools as a subsidiary of the Company.

The Board of Directors of the Company at its meeting held on March 21, 2025, approved subscription of upto 20,000 (Twenty Thousand) numbers of 9.25% Compulsory Convertible Debentures of face value Rs. 1,00,000/- each (Rupees One Lac Only) aggregating upto Rs. 200 crore (Rupees Two Hundred Crores Only) (“hereinafter referred as “**CCD**”) on preferential basis, in one or more tranches, issued by CIM Tools.

In respect to above, please find enclosed disclosure pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, enclosed as **Annexure I**.

The Board Meeting of the Company commenced at 1630 Hours (IST) and concluded at 1800 Hours (IST).

The above is submitted for your information and records.

Yours truly,
For Samvardhana MotherSON International Limited

Alok Goel
Company Secretary

ANNEXURE I

Sl. No.	Details of Events that need to be provided	Information about such events
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>CIM Tools Private Limited (“CIM Tools”) is a subsidiary of Samvardhana Motherson International Limited (“the Company”).</p> <p>The Company had acquired 55% of equity shares of CIM Tools on April 6, 2022. It is engaged in machining and sub-assembly of components for the aerospace industry.</p> <p>Further, CIM Tools owns 83.02% in Aero Treatment Private Limited (“ATPL”) which is a vertically integrated unit engaged in surface treatment of machined parts for the aerospace industry.</p> <p>The revenues of CIM Tools for FY 2024 and for nine months ended December 31, 2024, were INR 3,038.70 million and INR 2,399.07 million, respectively.</p> <p>The proposal is to make an additional investment by the Company upto INR 200 crore by subscribing to 9.25% Compulsory Convertible Debentures of face value Rs. 1,00,000/- each (“CCDs”) issued by CIM Tools on preferential basis, for cash at par, in one or more tranches.</p> <p>CCDs will be converted into equity shares on or before June 30, 2025. The conversion will be based on the financial performance for F.Y. 2025 and is expected to increase Company's shareholding in CIM tools from 55% currently to approximately between 68% to 74%.</p>
2.	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 “arm’s length”	<p>The Company holds 55% of equity shares of CIM Tools. Accordingly, CIM Tools is a related party to the Company pursuant to provision of Section 2(76)(vii)(B) of the Companies Act, 2013.</p> <p>However, none of promoter / promoter group / group companies of the Company are holding any equity share in CIM Tools and therefore, none of promoter / promoter group / group companies of the Company are interested in the proposed transaction.</p> <p>The subscription and/or conversion valuation of CCDs by the Company as issued by CIM Tools will be pursuant to applicable provisions of the</p>

		Companies Act, 2013 and rules made thereunder and accordingly, the proposed transaction will be on arm's length basis.
3.	Industry to which the entity being acquired belongs	Manufacturing components for aerospace industry
4.	Objects and impact 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 listed entity)	<p>Key rationale for the investment is summarized below:</p> <ul style="list-style-type: none"> • Aerospace division is poised for growth with India emerging as a manufacturing hub for global supply chain. • Recently CIM tools entered into a much coveted league of "Tier-1" supplier for Airbus Commercial aircrafts. This enables access to much larger packages. • Investments are being made to expand capability set with two new facilities for pipes & tubes and surface treatments • Since Acquisition of CIM Tools & ATPL, the business has realized significant growth organically with both Revenue & EBITDA grown at approx. 2x between FY22 to FY24. <p>CIM Tools has a proven historical track record of delivering organic growth. With a view on the impending growth opportunities, the balance sheet of CIM tools is being strengthened to absorb all the growth</p>
5.	Brief details of any governmental or regulatory approvals required for the acquisition	No
6.	Indicative time period for completion of the acquisition	<p>CCD will be allotted within Q4 of FY 2024-25.</p> <p>Further, CCD will be converted into equity shares by Q1 of FY 2025-26.</p>
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash consideration
8.	Cost of acquisition and/or the price at which the shares are acquired	Not Applicable
9.	Percentage of shareholding / control acquired and / or number of shares acquired	<p>CIM Tools is an existing subsidiary of the Company, wherein, the Company holds 55% paid-up equity share capital.</p> <p>Shareholding upon conversion of CCDs into equity shares on the conversion date, the shareholding of</p>

		the Company is estimated be in the range of 68% to 74% (approx.) basis the conversion valuation.								
10.	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 any other significant information (in brief)	<p>History of the Turnover: The turnover of CIM Tools on a consolidated basis in INR million are as follows:</p> <p>CIM Tools Pvt Ltd:</p> <table border="1" data-bbox="808 403 1357 541"> <thead> <tr> <th data-bbox="808 403 935 474">INR Million</th> <th data-bbox="935 403 1062 474">FY22</th> <th data-bbox="1062 403 1188 474">FY23</th> <th data-bbox="1188 403 1357 474">FY24</th> </tr> </thead> <tbody> <tr> <td data-bbox="808 474 935 541">Total Sales</td> <td data-bbox="935 474 1062 541">1,642</td> <td data-bbox="1062 474 1188 541">2,308</td> <td data-bbox="1188 474 1357 541">3,308</td> </tr> </tbody> </table> <p>Country of Presence: 2 Facilities located in Bengaluru, India, with 2 more currently being set up as Greenfields in Tumakuru, Karnataka.</p>	INR Million	FY22	FY23	FY24	Total Sales	1,642	2,308	3,308
INR Million	FY22	FY23	FY24							
Total Sales	1,642	2,308	3,308							