



SAFE HARBOUR

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Investor Meet 2022.

Half-way review
along the road to
Vision 2025.

Noida, India
03 December 2022

A scenic mountain landscape with a building and a forest. The background features a large, snow-dusted mountain peak under a clear sky. In the middle ground, a dense forest of evergreen trees surrounds a multi-story building with a light-colored facade and a dark roof. The foreground shows a grassy slope. The overall scene is bright and clear.

Welcome everyone!

Overview.

Introduction.

01 Revenue growth.

02 3CX10.

03 ROCE.

04 Dividend payout.

05 Sustainability.

06 Purpose.

07 Resilient. Long-term. Sustainable.

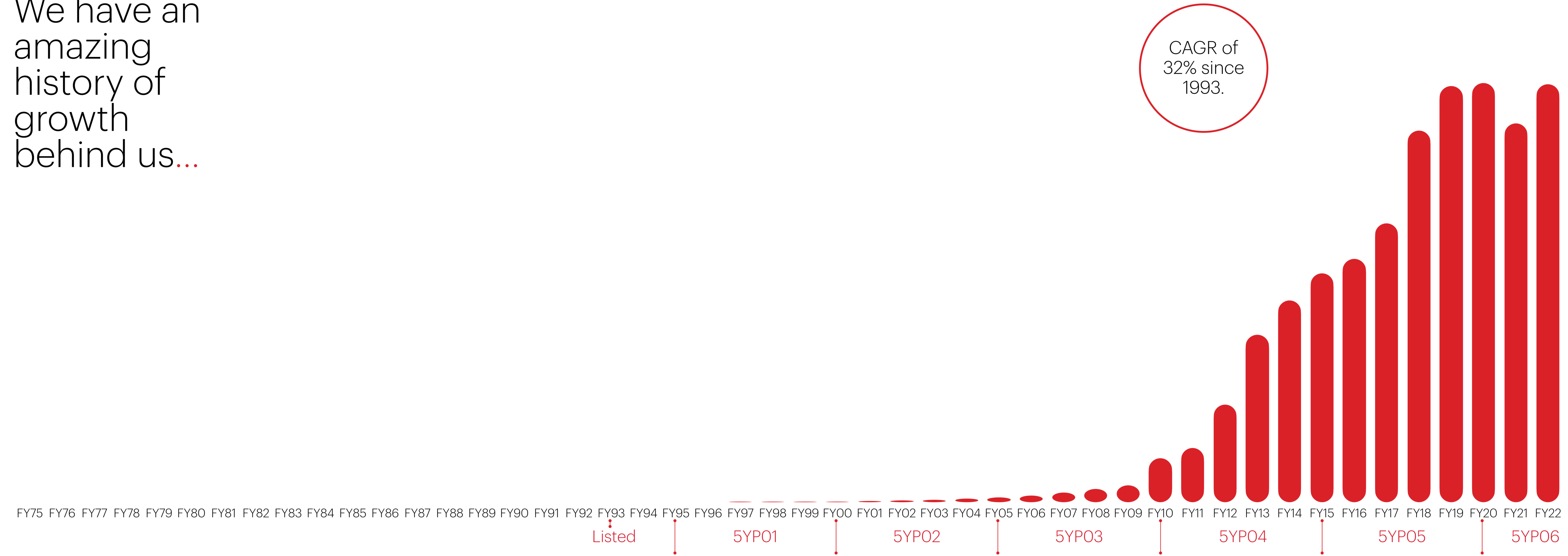
Q&A interaction.

Introduction.

OUR PURPOSE

We aim to always delight our customers and go after seemingly 'impossible goals',

We have an amazing history of growth behind us...



So why do we
always set such
ambitious
targets like
Vision 2025?

01

To create value for
all our
stakeholders.

02

To grow as a
company and
offer perspective
and opportunity
for everyone at
Motherson.

03

To do something
special and
amazing in our
lives that we are
all proud to be
part of.

Our current
5 Year Plan:
Vision 2025.



01
US\$ 36 billion
revenues in
2024-25 with
40% ROCE
(consolidated).

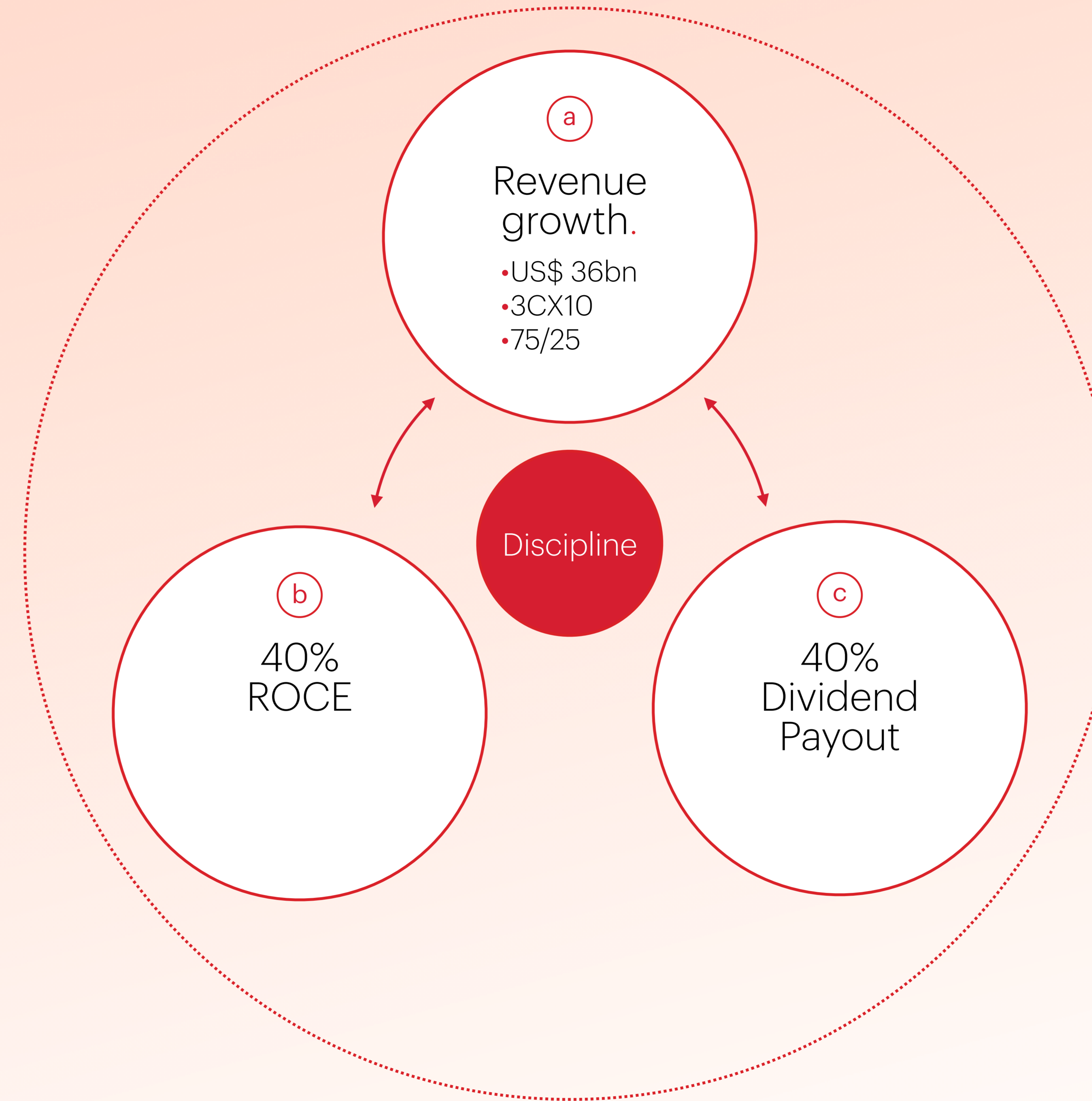
02
3CX10
No country,
customer or
component
should contribute
more than 10% of
our revenues.

03
75% of
revenue from
automotive
industry, 25%
from new
divisions.

04
Up to 40% of
consolidated
profit as
dividend.

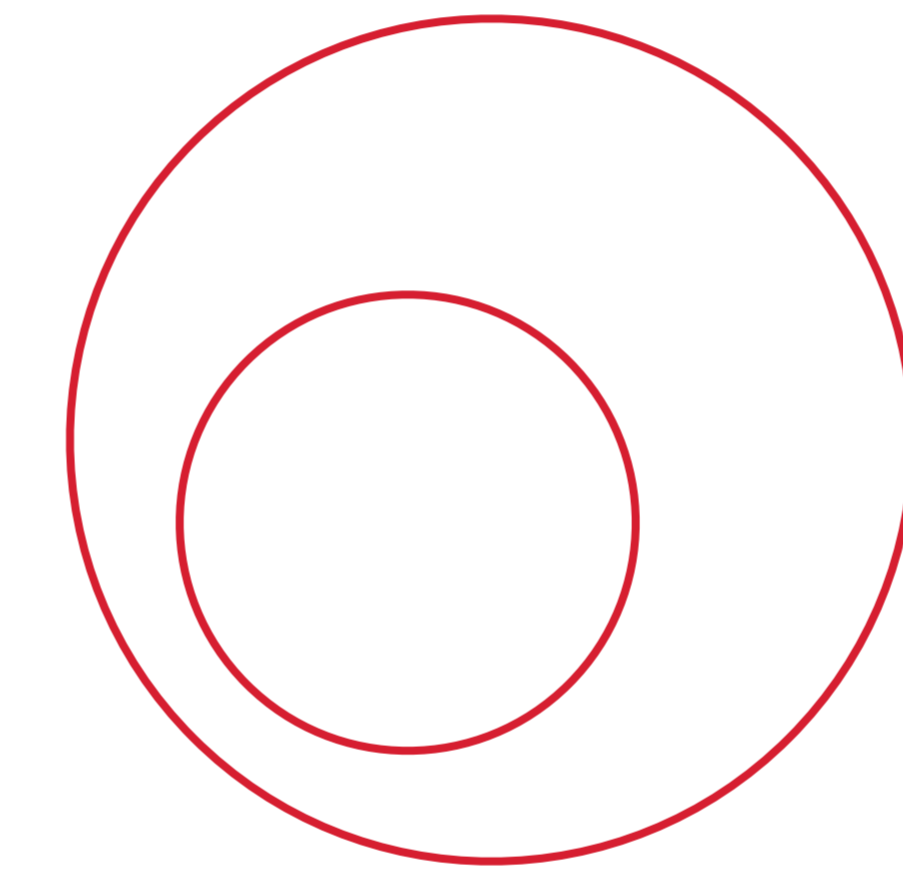


The Vision 2025 targets are linked.



Where do we stand?

We have reorganised
Motherson successfully.



One Motherson. Two strong companies...

SAMIL

33.4%

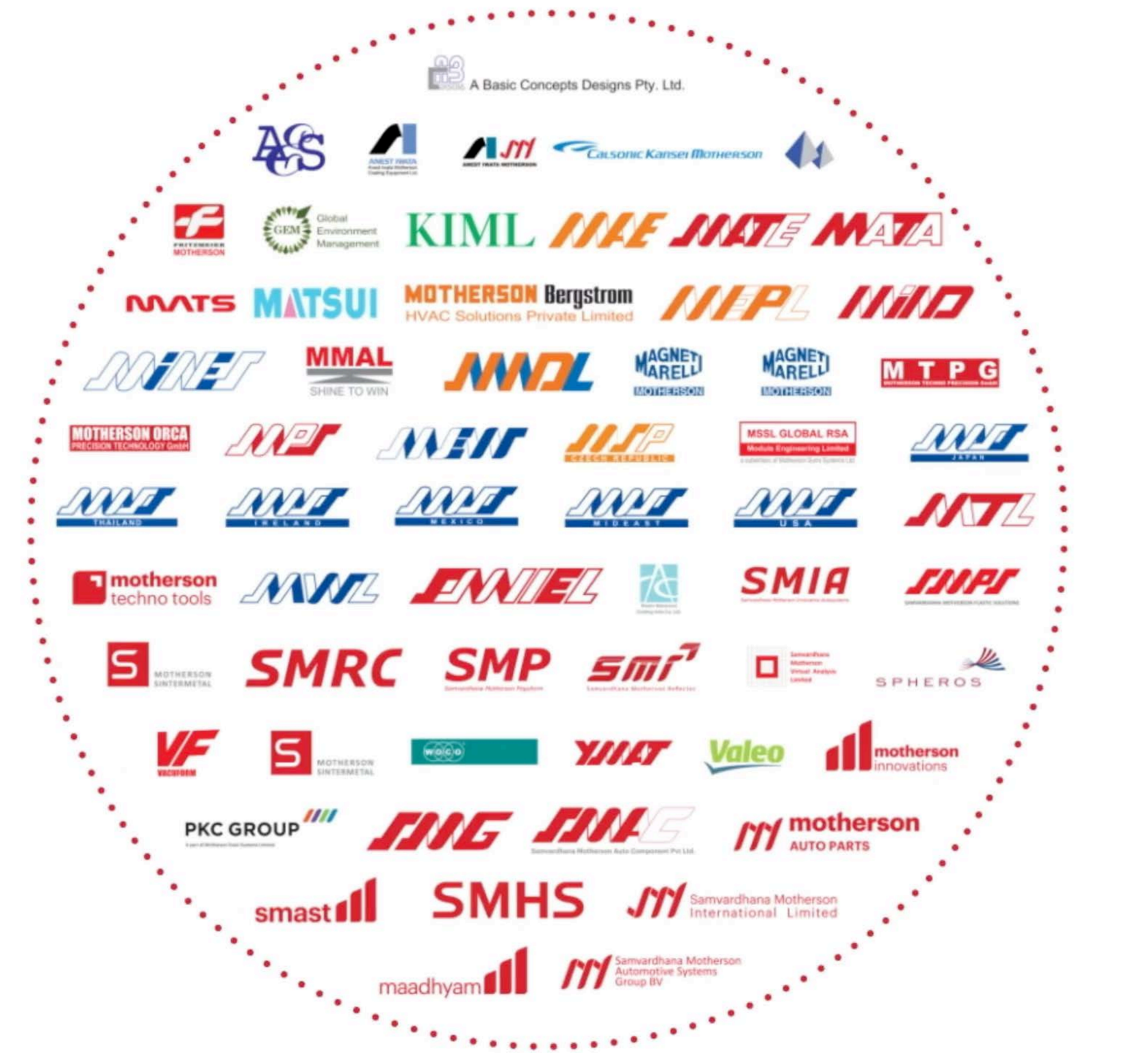
MSWIL

- Well diversified.
- Aligned with industry changes.
- Shareholders gain from full synergies.
- Platform for future growth.

- Focused on the Indian wiring harnesses segment.
- Strong parentage.
- Backward integration.
- Aligned with India's growth story with rising content per car.



...one clear brand.



The start of a
new chapter.



Mother's  D



Mother's 2.0

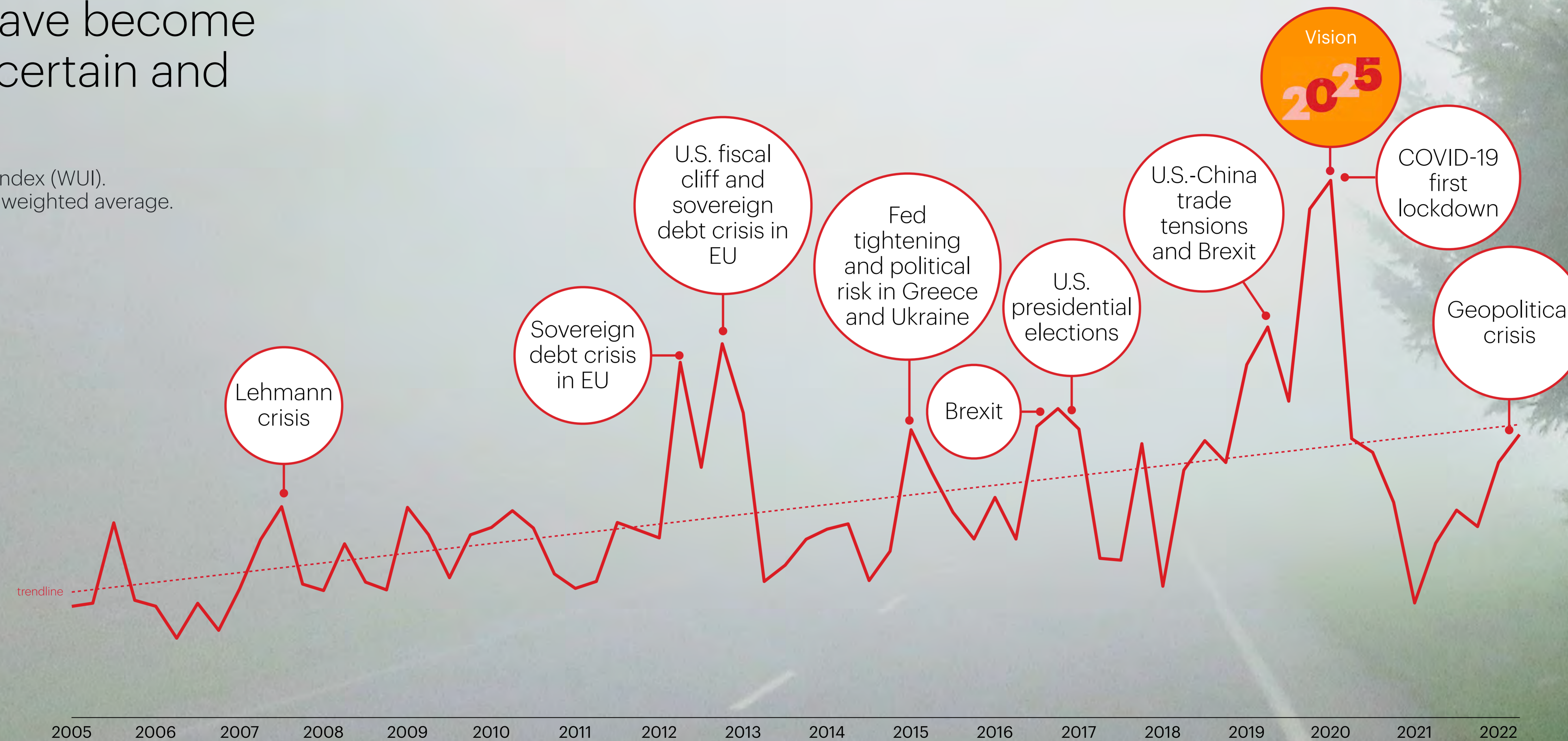
A wide-angle photograph of a paved road winding through a misty or foggy landscape. The road has white dashed lines in the center and a solid white line on the right edge. On the right side of the road, there is a row of tall, dark evergreen trees. The background is completely obscured by thick white fog, creating a sense of mystery and uncertainty. The overall color palette is muted, with greys, whites, and dark greens.

The world has become less predictable.



Trends have become more uncertain and volatile.

World Uncertainty Index (WUI).
Global Index - GDP weighted average.
2005Q1 to 2022Q3



Note: The WUI is computed by counting the percent of word “uncertain” (or its variant) in the Economist Intelligence Unit country reports. The WUI is then rescaled by multiplying by 1,000,000. A higher number means higher uncertainty and vice versa. For example, an index of 200 corresponds to the word uncertainty accounting for 0.02 percent of all words, which—given the EIU reports are on average about 10,000 words long—means about 2 words per report.

We are faced with crisis after crisis.



Dec-20

Today



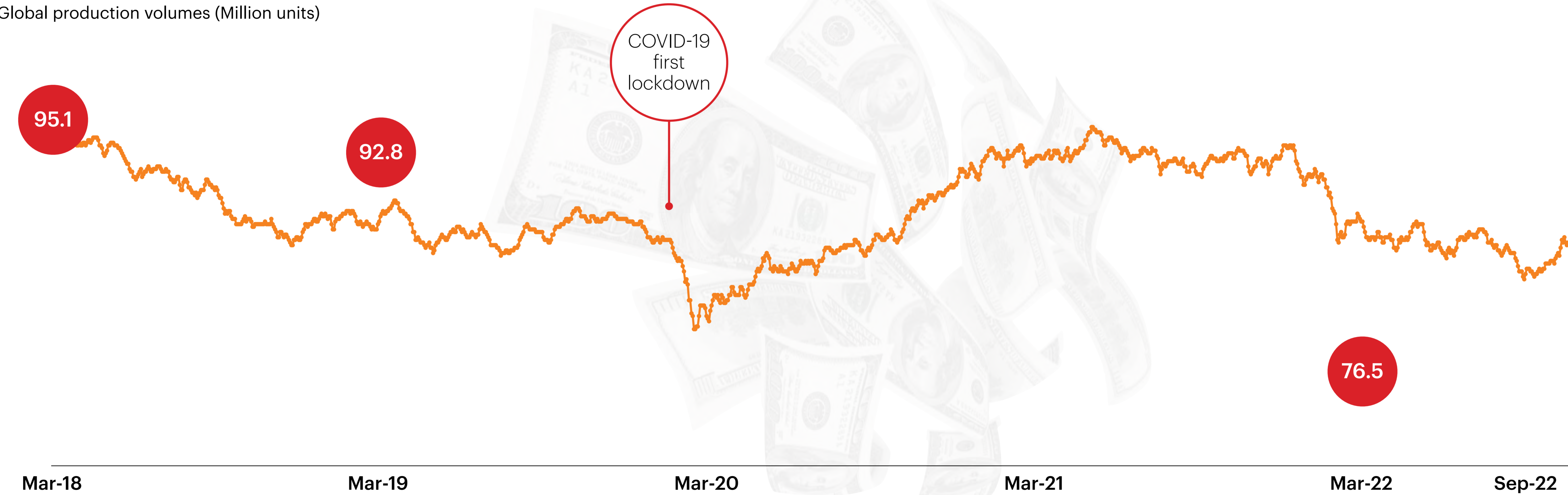
The most **challenging start ever**
to a 5-Year Plan.

If we would have
bought our way to
US\$ 36 Billion fast last year...



...we would have overpaid by a lot, given the high valuations.

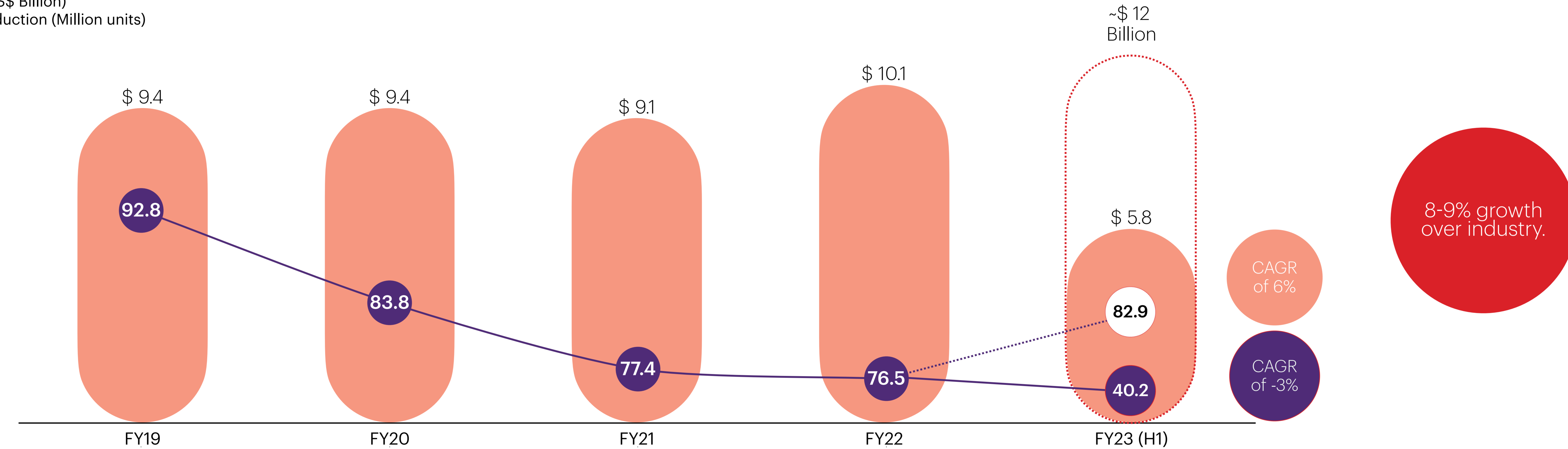
- Global Market Cap progression in auto-parts space
- Global production volumes (Million units)



We are patient.

Strong organic growth despite industry-wide challenges.

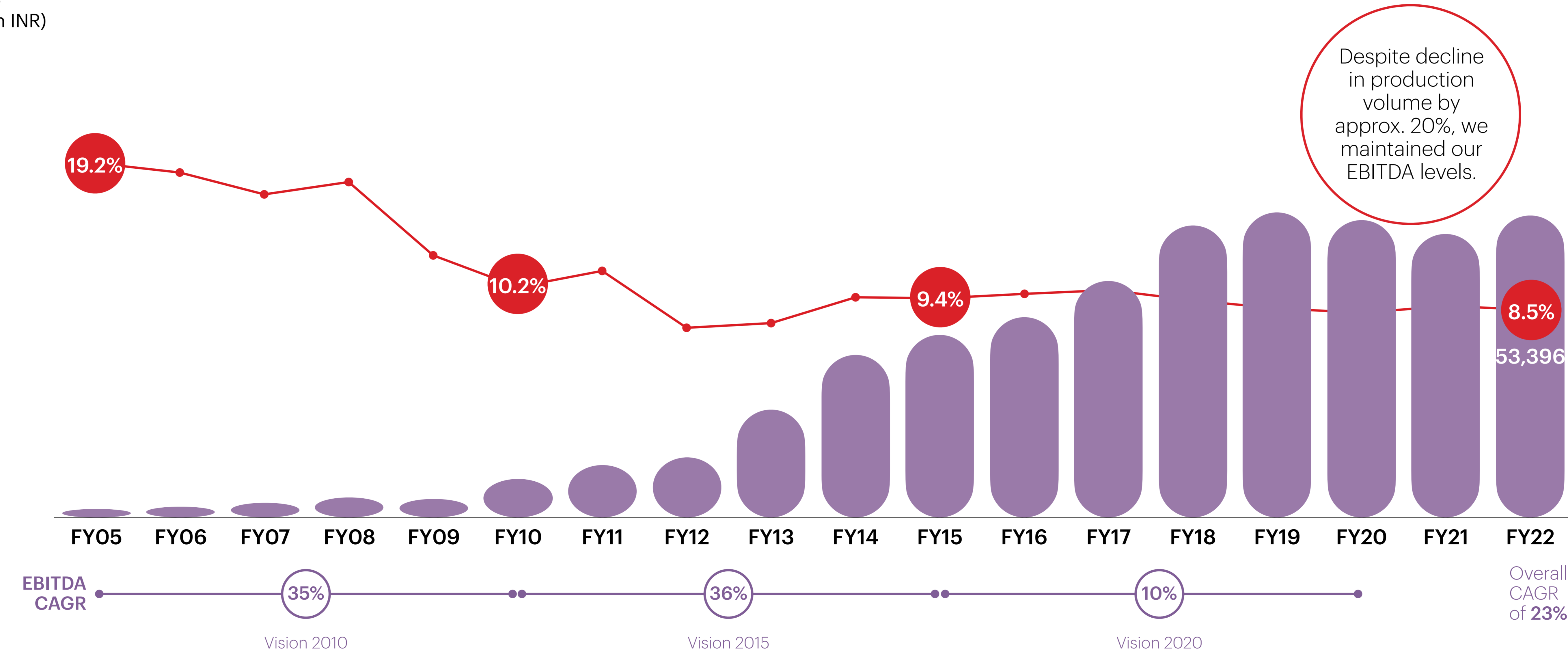
■ Revenue (in US\$ Billion)
◆ Global LV production (Million units)



- Revenues represents consolidated revenue from operations including 100% revenues from operations of JVs and associate entities which is consolidated under equity method.
- Conversion from INR to US\$ (wherever used) has been done @ INR 70.89/US\$ as defined in our Vision 2025 plan.
- Revenue numbers depicted for FY23 are shown on an annualised basis based on H1 FY23 results. These are just to show the trends and are not in any manner indicative of the expected performance of the business for the rest of FY 23.
- Global production volumes for light vehicles based on data from S&P Global Mobility for Oct, 2022.
- Erstwhile SAMIL (along with its JVs and Subsidiaries) was merged in SAMIL (formerly MSSL) w.e.f. Q4 FY22. Full year impact of the merger on revenues is a part of FY23 numbers.

EBITDA grew by more than 20% YoY since 2005.

● EBITDA Margin %
■ EBITDA (In Million INR)



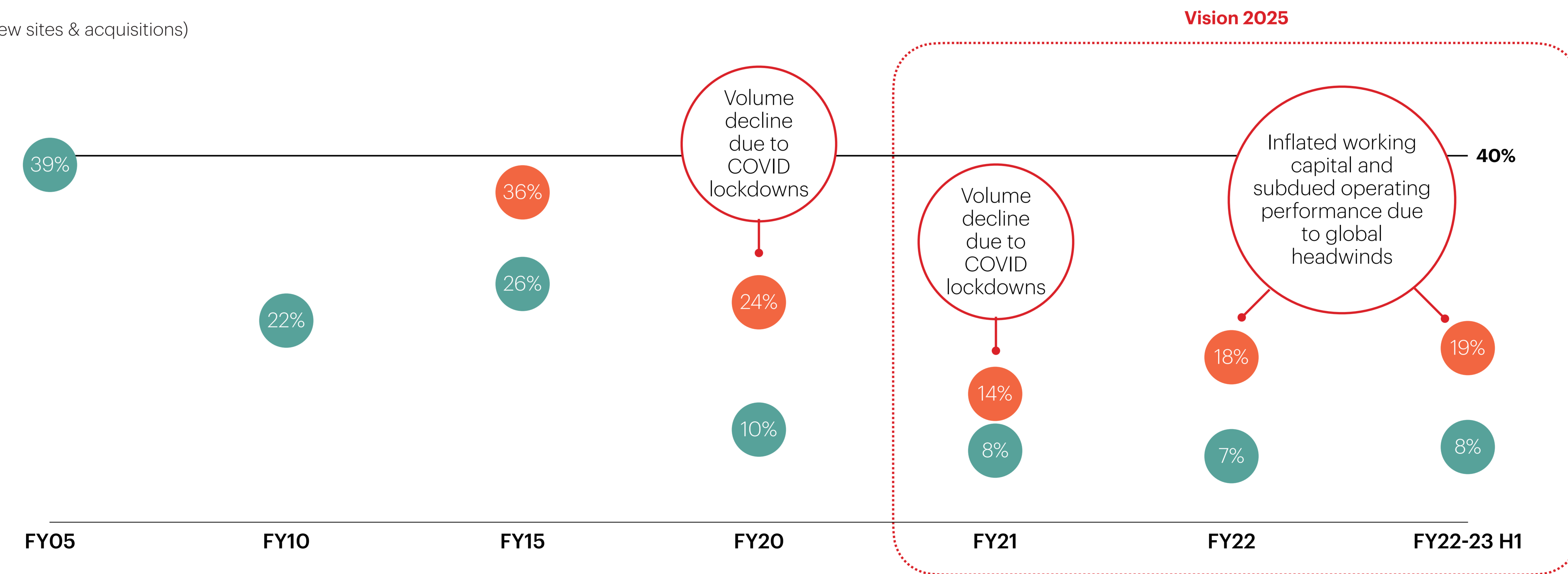
Focus on absolute EBITDA growth.

Notes:
 1. EBITDA shown in the chart is the reported EBITDA for a particular year. It may not necessarily be comparable give the accounting changes that have happened over the past years.
 2. For FY22, the EBITDA includes the EBITDA from continuing operations as well as discontinued operations.



Return on Capital Employed (ROCE) will go up as we scale.

- Consolidated
- Consolidated (excl. new sites & acquisitions)
- Targeted

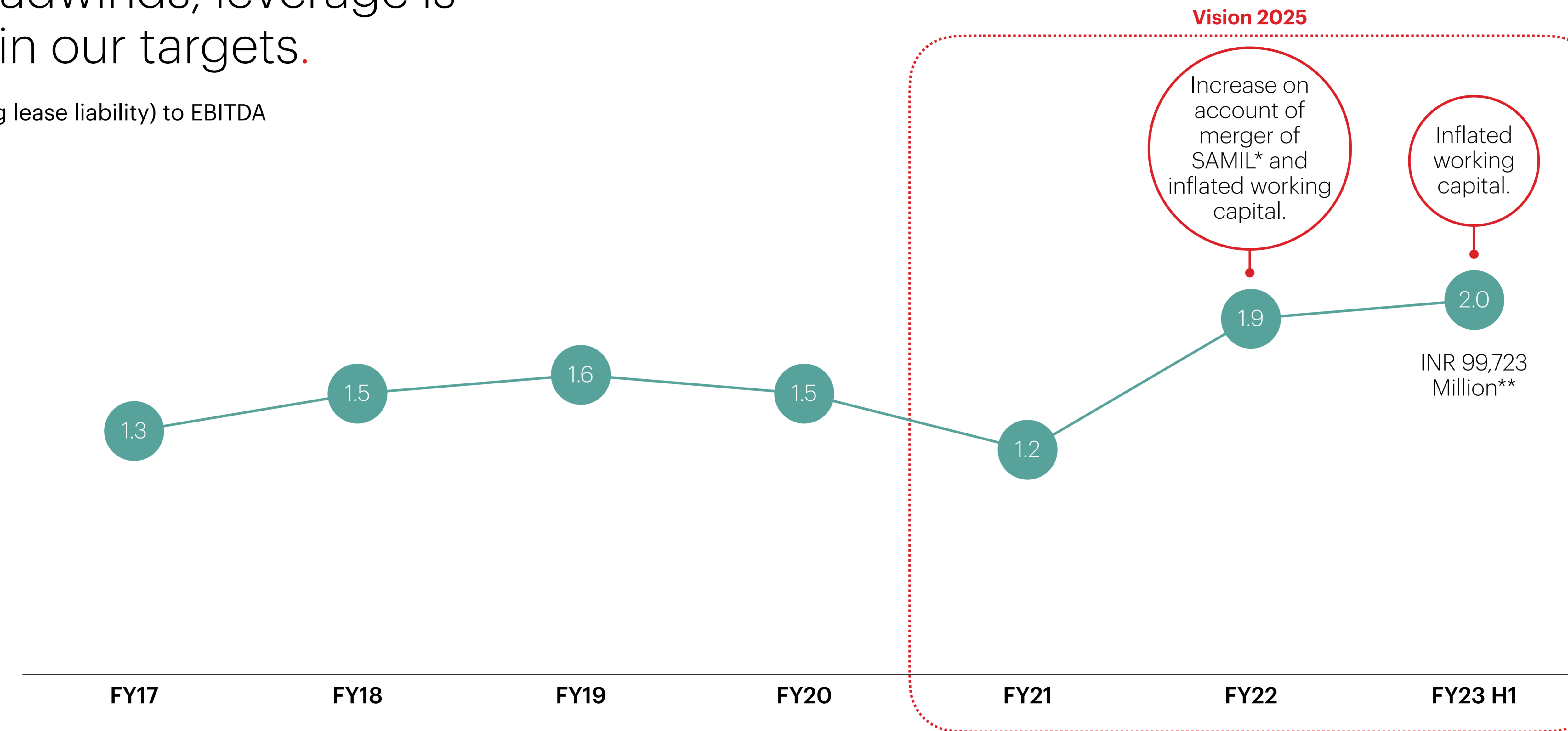


- Consolidated ROCE is defined as EBIT divided by Average Capital Employed where:
 - Average Capital Employed is the average of opening and closing Capital Employed.
 - Capital employed: Total assets less total liabilities (excl. debt and lease liabilities) less changes due to fair valuation of net identifiable assets (of erstwhile SAMIL, its subsidiaries and joint ventures) recognised Pursuant to the Composite Scheme of Amalgamation and Arrangement in SAMIL (formerly MSSL) ("PPA Accounting").
 - EBIT: Reported EBIT plus proportionate share of EBIT from joint ventures and associates plus enhanced portion of depreciation and amortisation on account of PPA Accounting as per Composite Scheme.
- ROCE for H1 FY23 is based on capital employed as on September 30, 2022 and annualised EBIT for H1 FY23.



Despite headwinds, leverage is much within our targets.

◆ Net Debt (including lease liability) to EBITDA



Improvements in supply chain and growth in organic business to help in deleveraging.

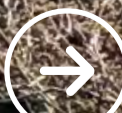
*Erstwhile SAMIL.

**Net Debt (incl. lease liability) as on September 30, 2022.

Net Debt to EBITDA ratio calculation includes lease liabilities from FY19 onwards due to applicability of IND-AS 116. FY17,18 is without considering IND-AS 116 lease accounting impact on both lease liabilities.



We are strong
and **resilient.**



Hard times bring big opportunities.



We achieved our 2nd 5YP during the financial crisis*.

How do we get there?



01
US\$ 36 billion
revenues in
2024-25 with
40% ROCE
(consolidated).

02
3CX10
No country,
customer or
component
should contribute
more than 10% of
our revenues.

03
75% of
revenue from
automotive
industry, 25%
from new
divisions.

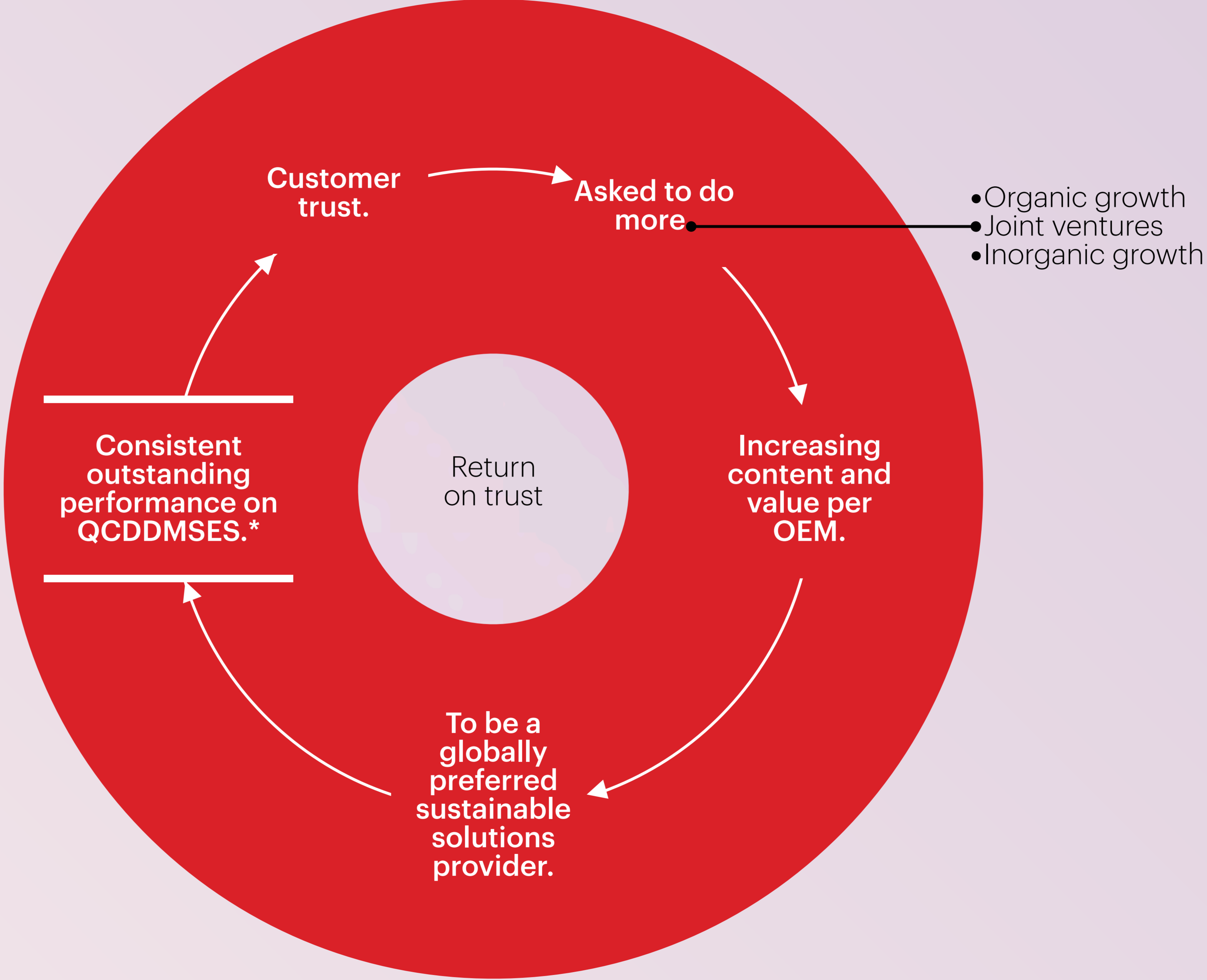
04
Up to 40% of
consolidated
profit as
dividend.



An aerial photograph of a white car driving on a two-lane asphalt road. The car is positioned in the lower half of the frame, moving towards the top. On the roof of the car, there is a prominent red circular logo with white text inside. The road has white lane markings and is bordered by dry, yellowish-brown grass. The overall scene is brightly lit, suggesting a sunny day.

01 Revenue growth.

Motherson
value creation
wheel.

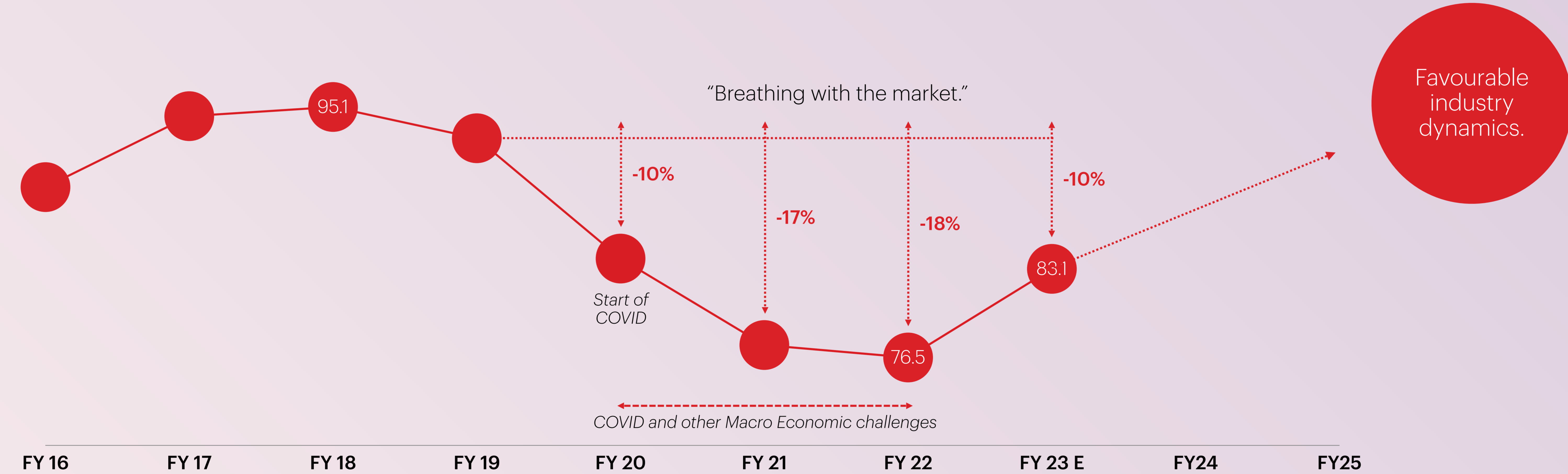


01.1 Strong organic growth expected.



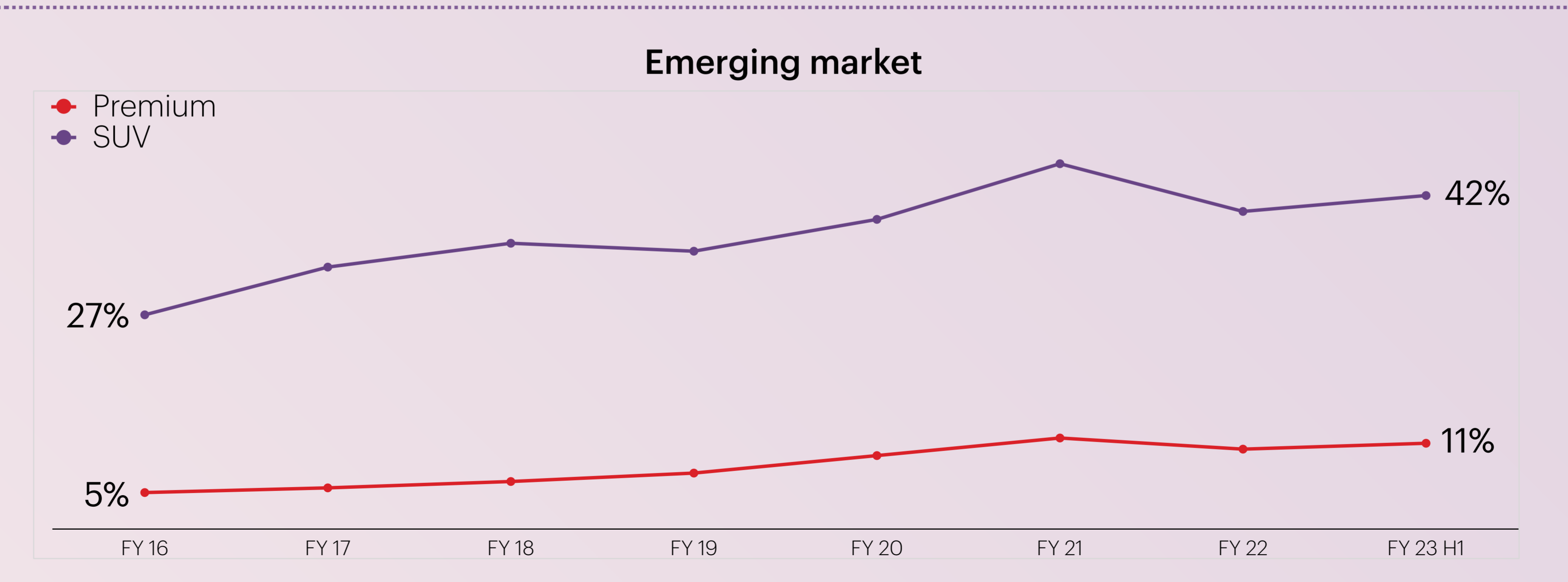
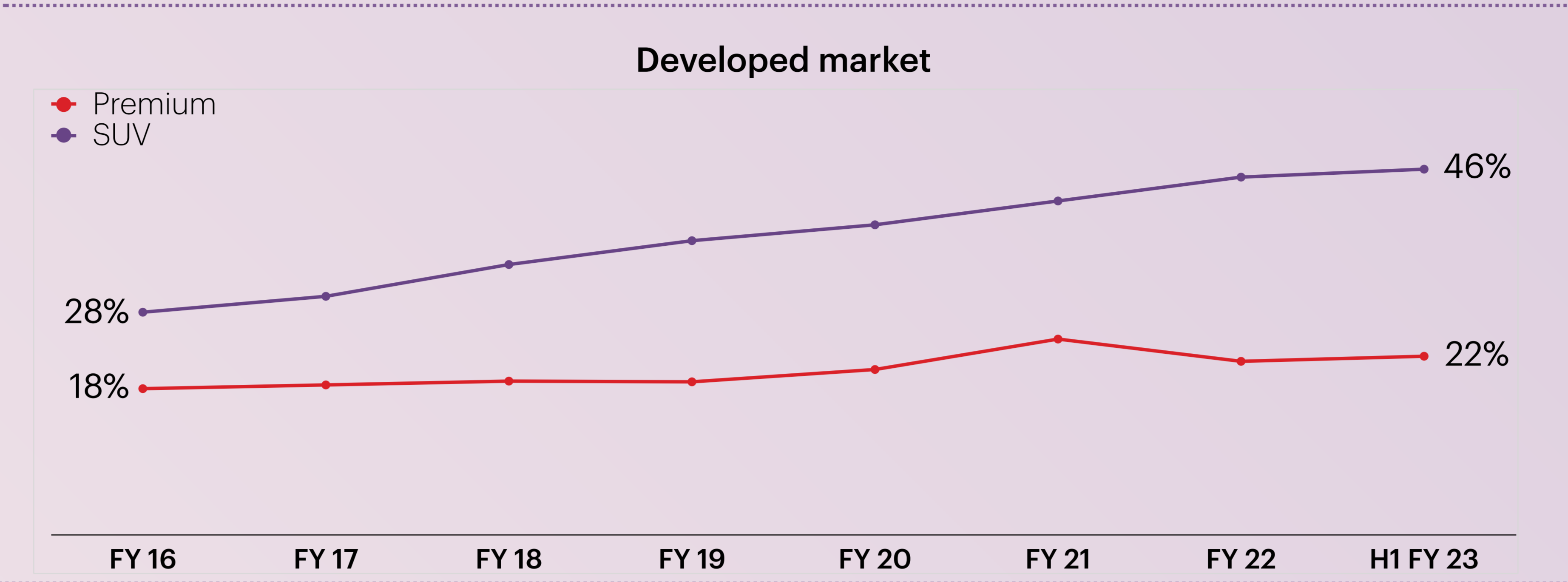
01 Our revenues would grow when Global Light Vehicle production bounces back.

Million units



02 Shift to high-end means more content and value per car...

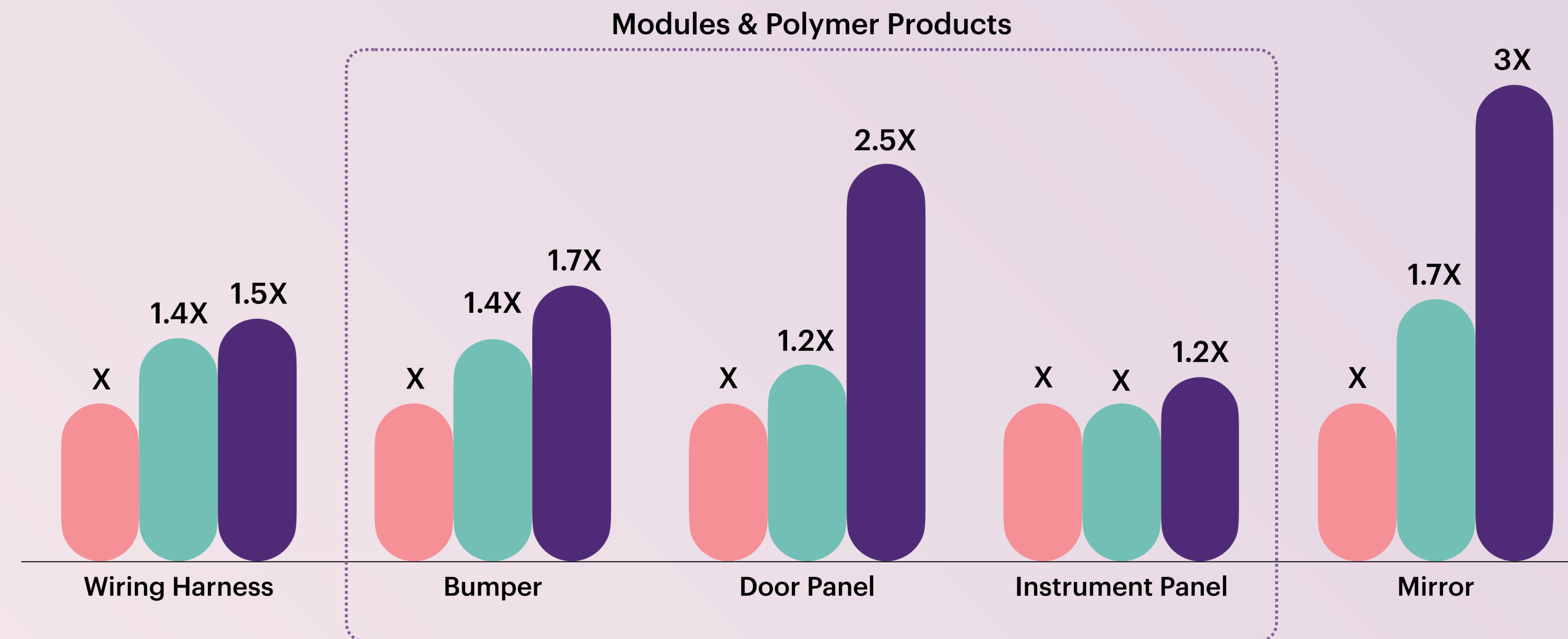
Share of total vehicles produced, Million units.



- Light Vehicles: S&P Global Mobility; Light Vehicle Production Forecast October 2022, Definition of Premium and SUV is as per S&P Global classification which is based on price class equivalent for premium vehicles.
- SUV, Sedan, Hatchback classification is based on S&P Mobility Definitions based on Global size category to group vehicles. Sizes vary by segment (A to F & HVAN) and subsequent combinations with A being the smallest and E being the largest.
- Developed market: EU & North America.
- Emerging market: India & China.

...as well as for high-end models...

Hatchback
Sedan
SUV



ILLUSTRATIVE

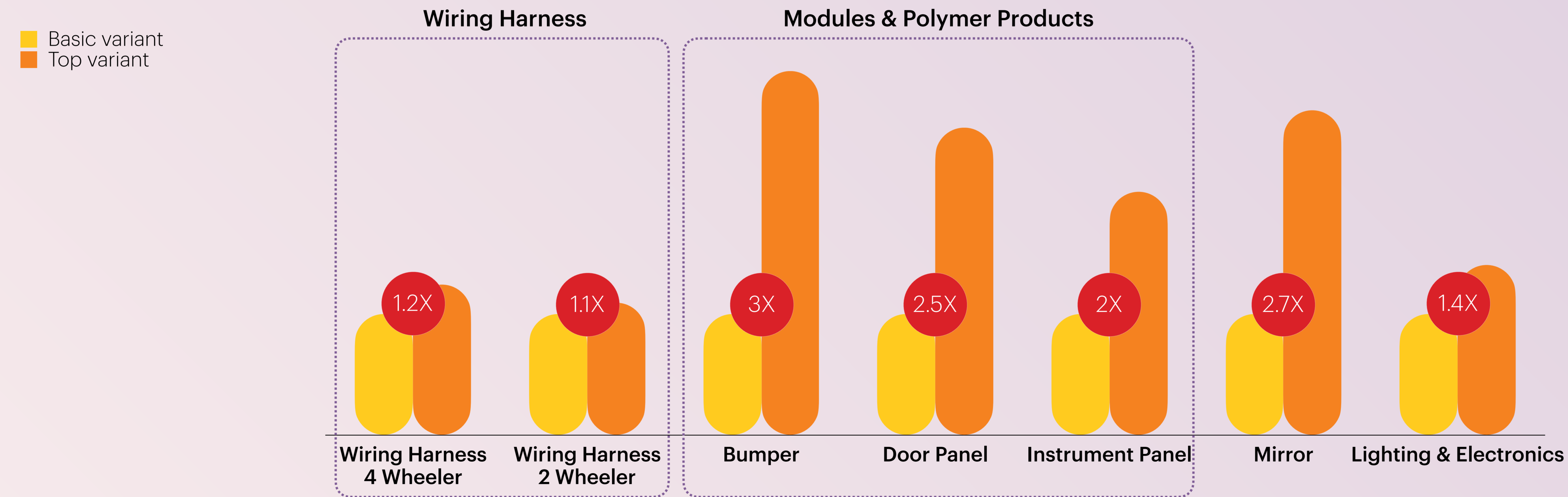
Our businesses are geared up to gain with shift towards SUVs.

The charts presented are an indicative representation of indexation of average selling price of components supplied to a hatchback, sedan or an SUV. The figures are not intended to reflect real market prices and do not refer to any detailed pricing measurements. This data is only for illustration purposes and has been done on a limited set of vehicles across the divisions. These are just to show the trends and are not in any manner indicative of the expected performance of the business going forward.



...and for high-end variants across key divisions.

ILLUSTRATIVE



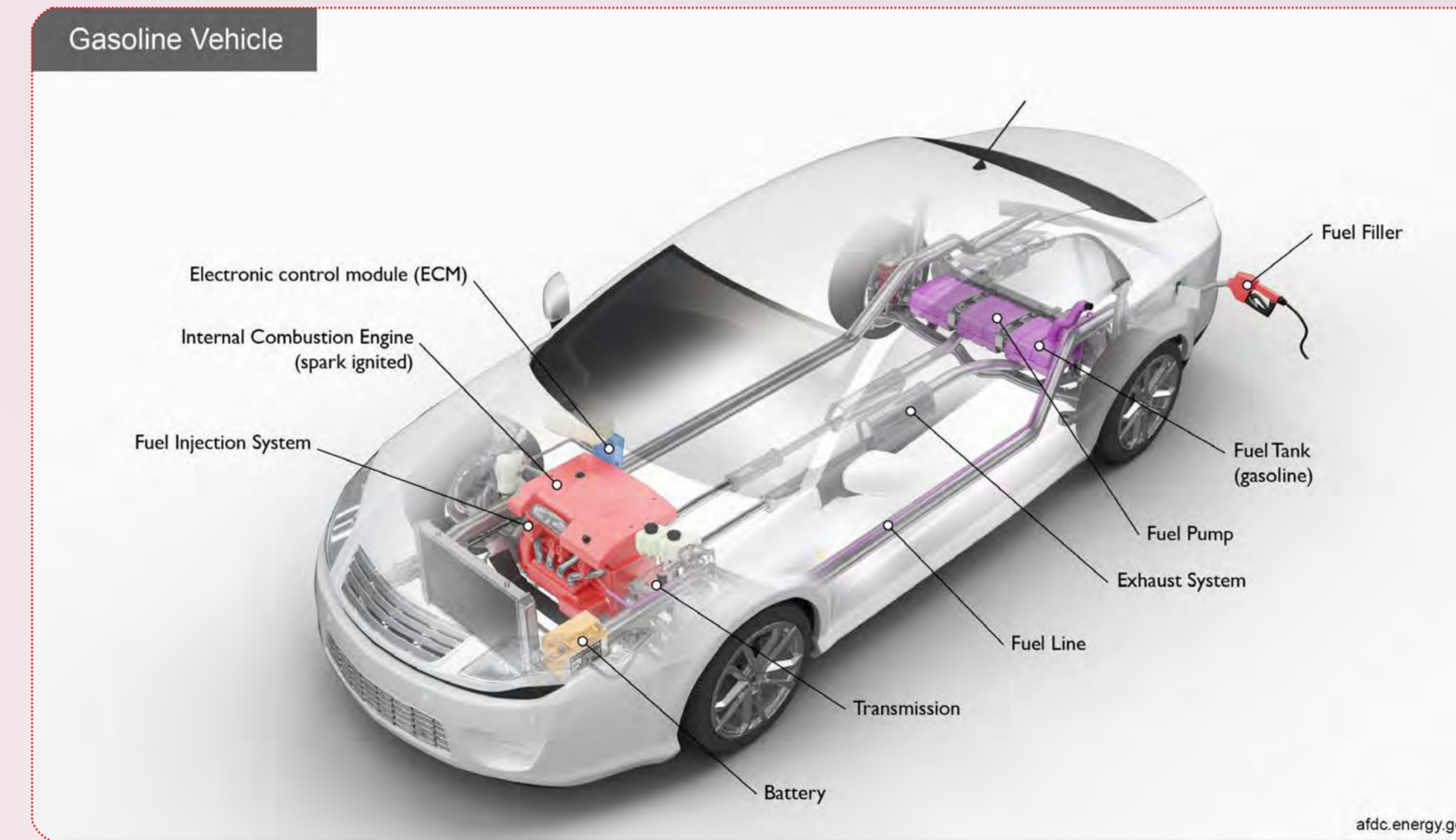
Key businesses are well positioned to gain with shift from base to top variants.

The charts presented are indicative representation of indexation of average selling price of components supplied to a base variant and top variant of a same vehicle / comparable vehicle.. The figures are not intended to reflect real market prices and do not refer to any detailed pricing measurements. This data is only for illustration purposes and has been done on a limited set of vehicles across the divisions. These are just to show the trends and are not in any manner indicative of the expected performance of the business going forward.

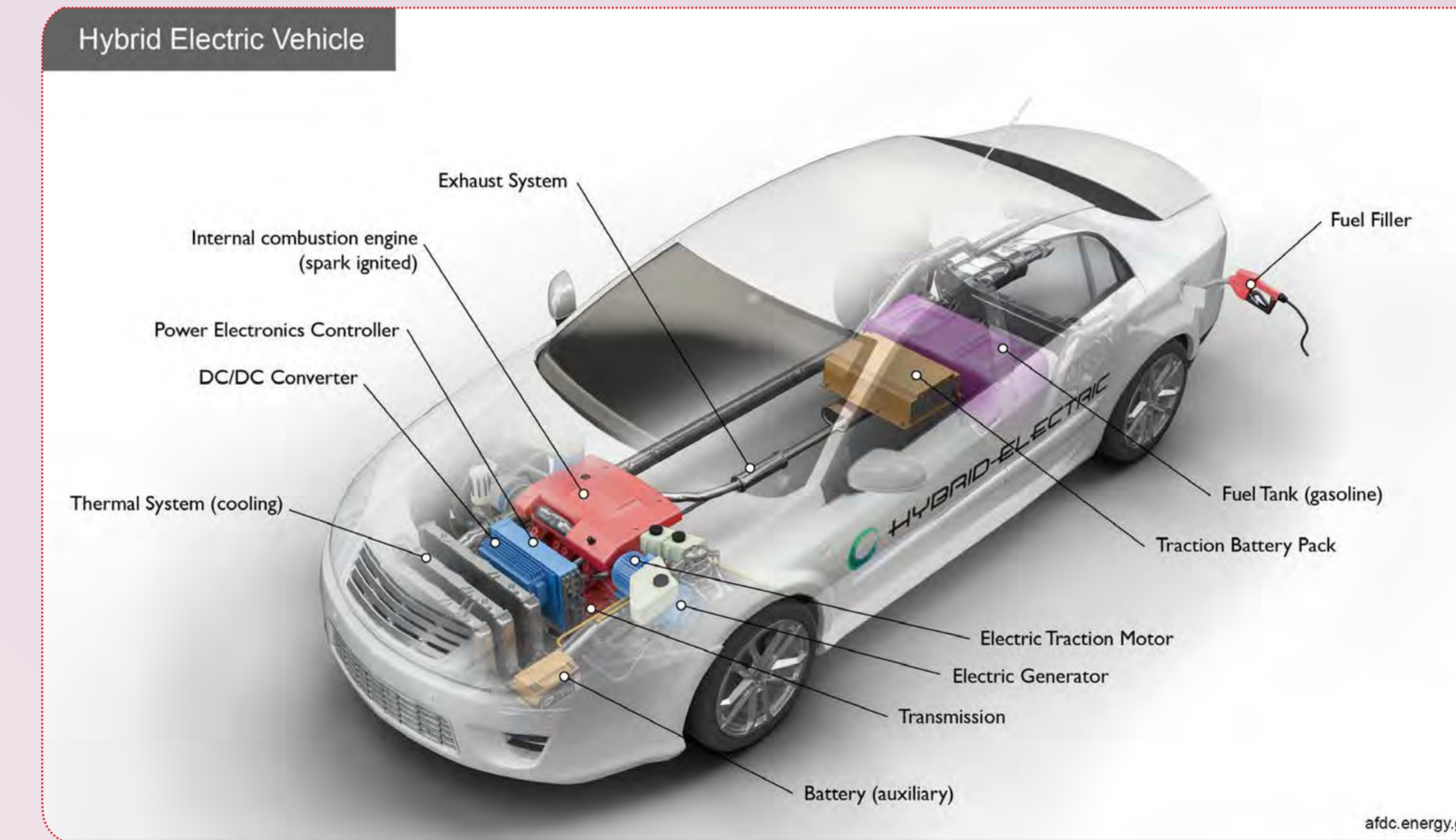


Motherson is a **powertrain agnostic** OEM supplier.

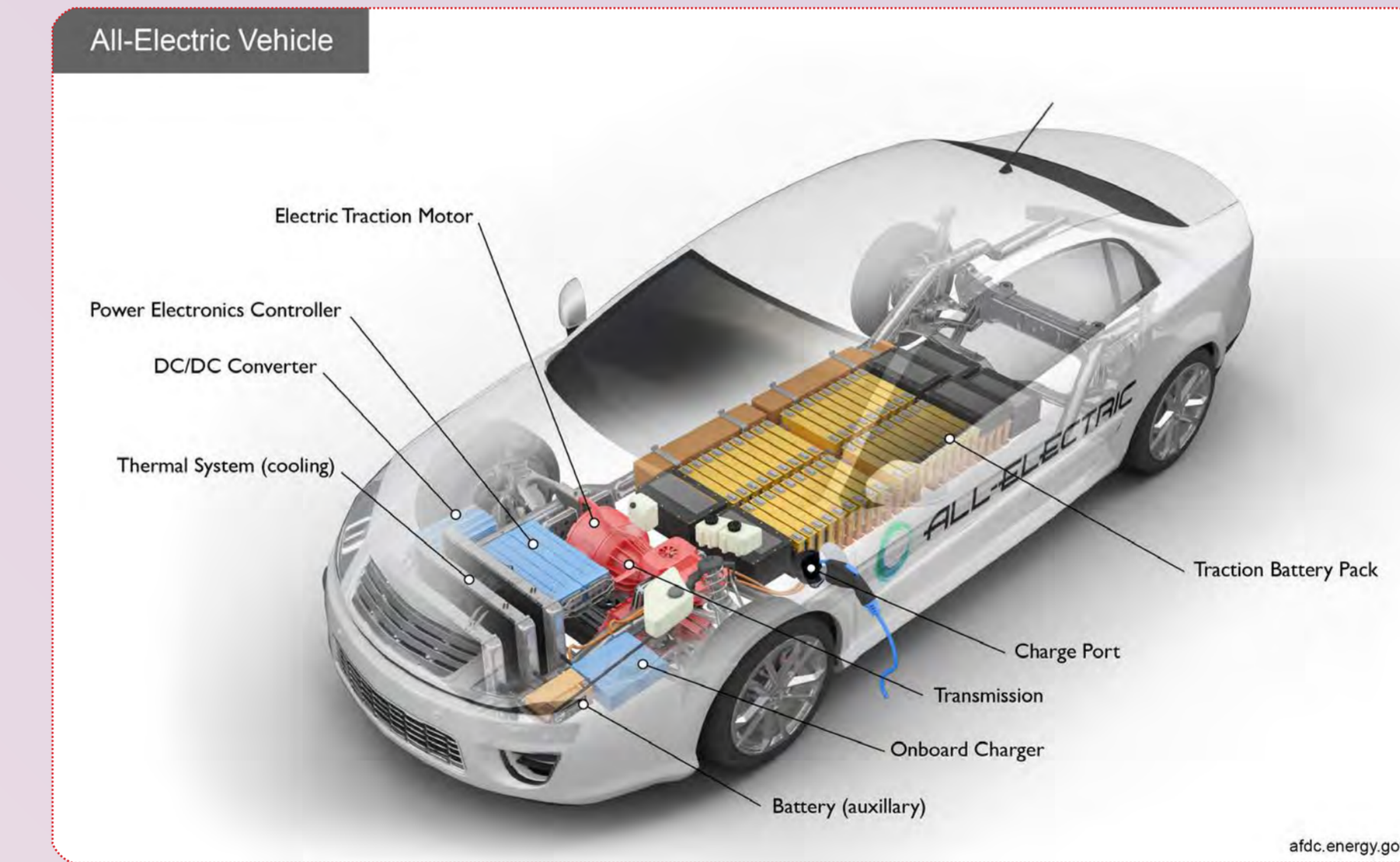
ICE ✓



Hybrid ✓

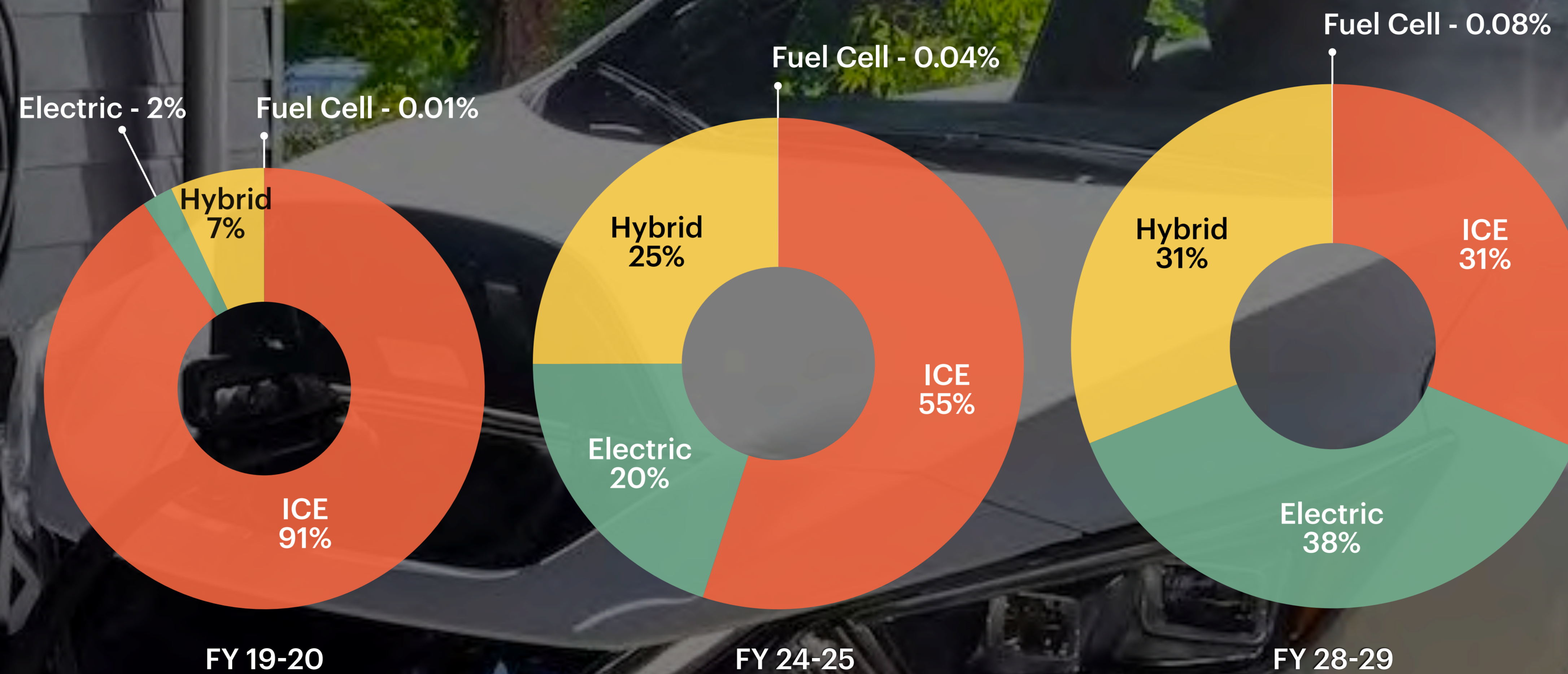


Electric ✓



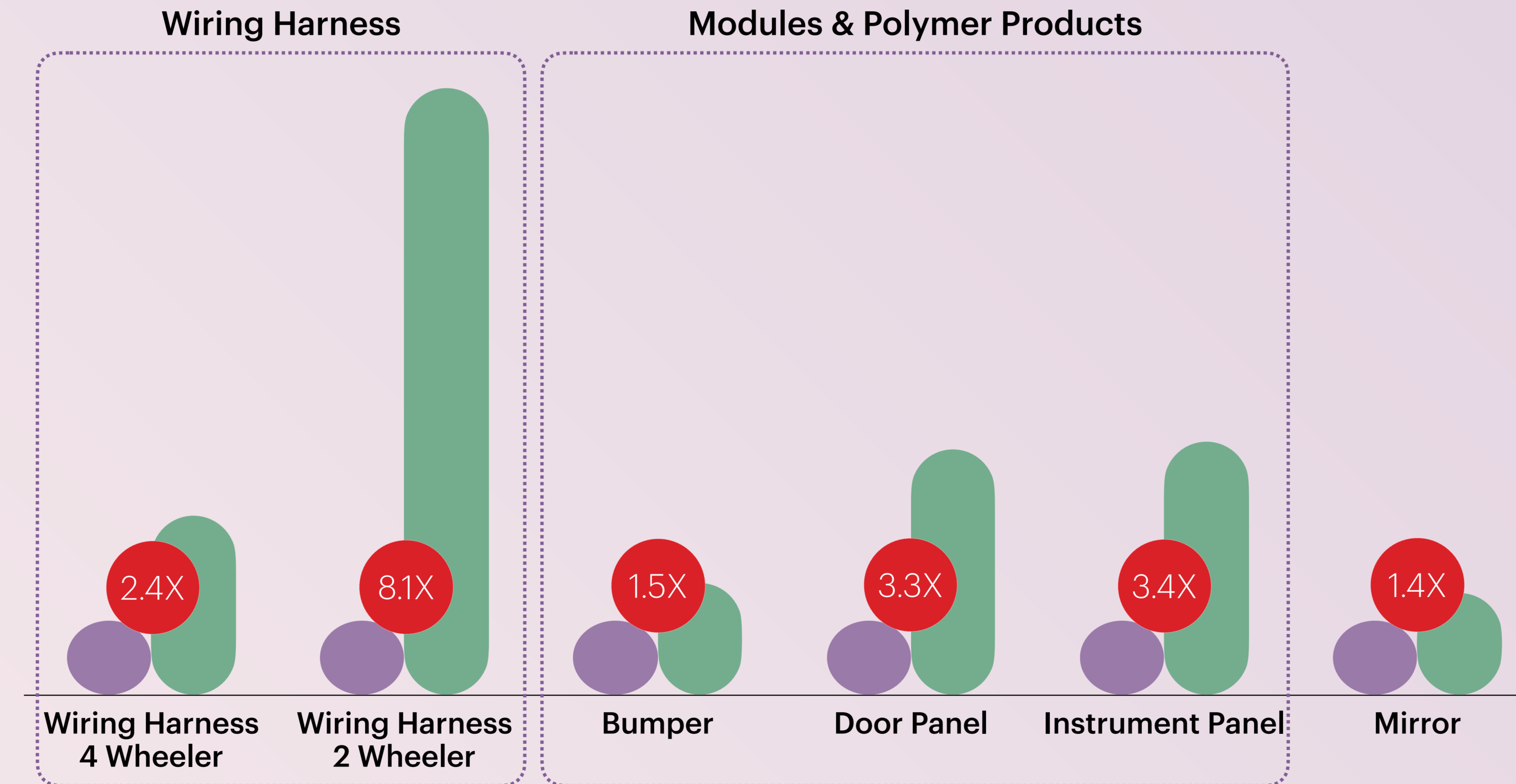
03 Electrification brings new opportunities...

Motherson is already a key supplier to leading EV makers globally.



...and we are well positioned to gain content growth.

■ ICE
■ EV



ILLUSTRATIVE

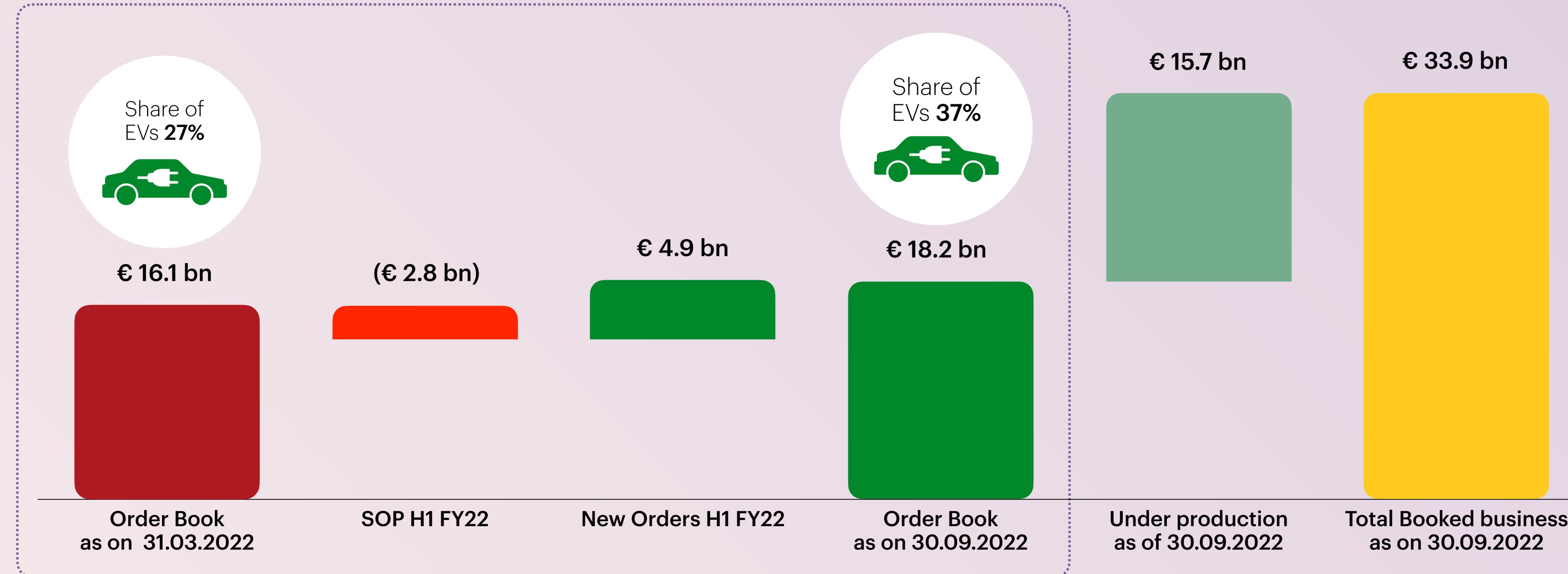
Key businesses are well positioned to gain with shift towards EVs.

The charts presented are an indicative representation of indexation of average selling price of a component supplied to an ICE and an EV variant of vehicle in the same / similar segment. The figures are not intended to reflect real market prices and do not refer to any detailed pricing measurements. This data is only for illustration purposes and has been done on a limited set of vehicles across the divisions. These are just to show the trends and are not in any manner indicative of the expected performance of the business going forward.



With a strong EV order book.

(at SMRP BV level)



* Order book is lifetime sales of awarded programs which are yet to start production.

* Under production = Lifetime sales value of programs currently being manufactured in our facilities.

- Order book includes JVs which are consolidated under equity method.
- EV order book includes only pure EV programs and not electric versions of multi powertrain vehicles
- Volume assumptions for sales planning activities are based on internal assessment which considers various sources (including OEM production forecasts, views of external market consultants, internal knowledge, and insights).



04 Stronger focus
on safety means
more content and
value per vehicle.

**Premium safety features
across all price segments**

- Increased no of airbags
- Seat Belt Reminder
- High Speed alert
- Anti Lock Braking systems
- Electronic Stability Programme
- Advance Driver Assist System (ADAS)
- LIDAR
- Intelligent Lighting / Adaptive Beam, etc.

Growth through new divisions.



Leveraging existing Motherson strengths.

Our entry into new verticals is based on proven, existing Motherson strengths.

This allows us to create value for customers in these new businesses from the start.



Sowing seeds for non-automotive businesses.

Our new divisions leverage existing Motherson knowledge and capabilities into new industries.

We call it the **“power to do more”**.



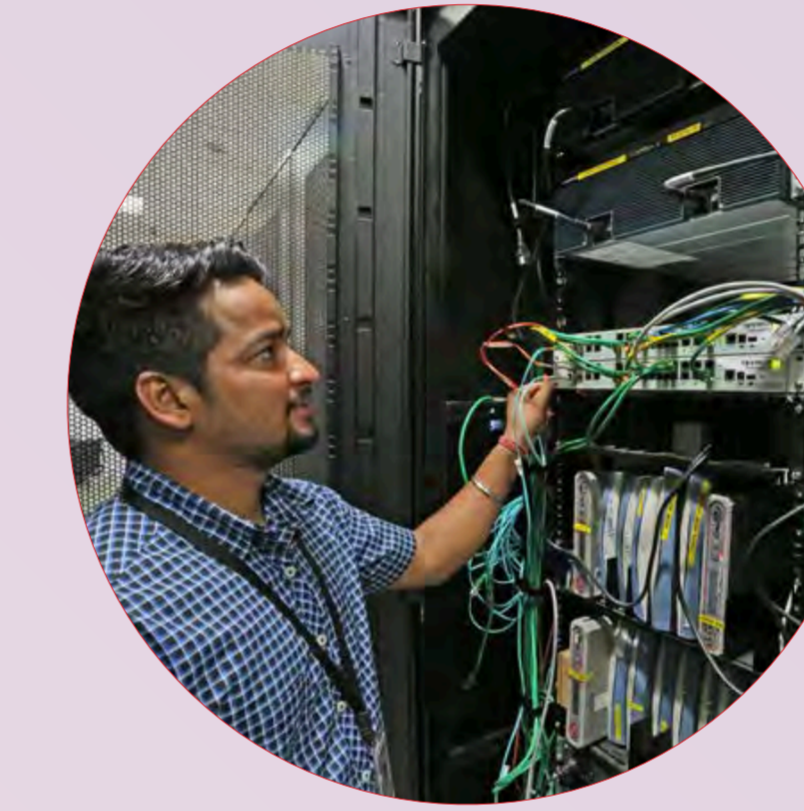
01
Aerospace



02
Logistics Solutions



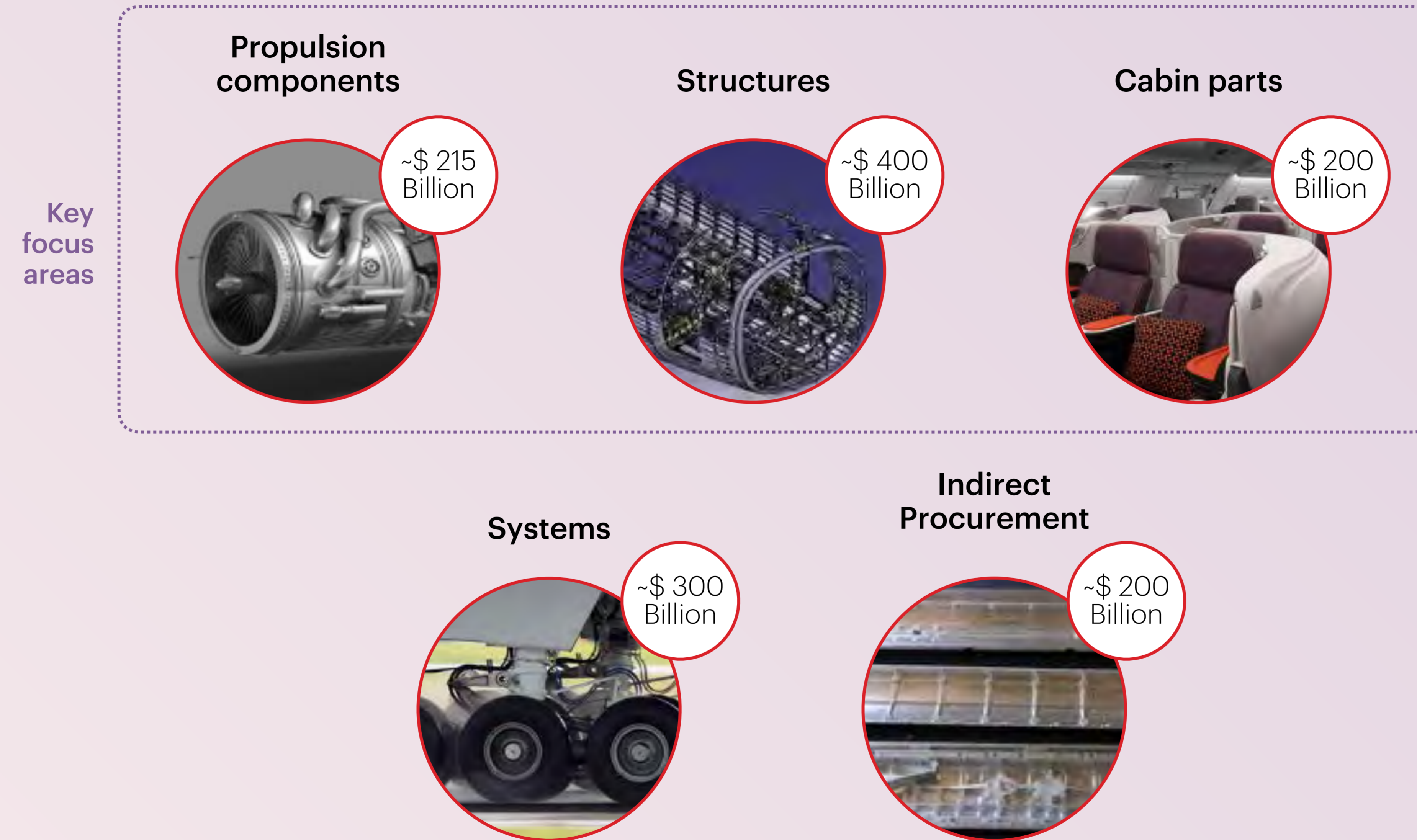
03
Health & Medical



04
Technology & Industrial Solutions



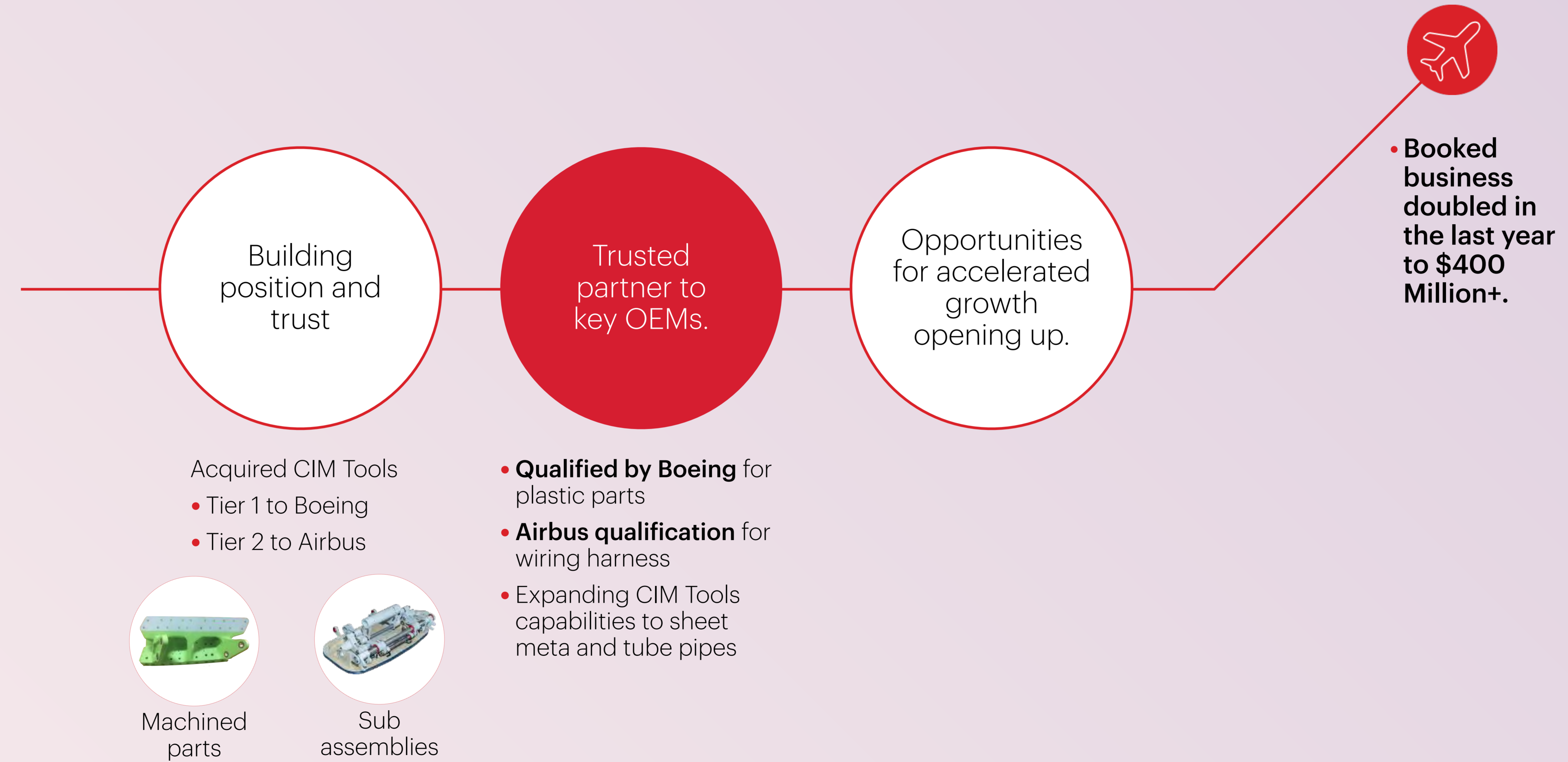
01 Aerospace.



Highly synergistic with the capabilities of Motherson across the automotive sector.

10 year cumulative market size

01 Foundation laid for accelerated growth in Aerospace.



02 Fragmented logistics industry provides opportunity for consolidation.

EXIM & 3PL

EXIM

- Streamlining internal logistics with **digitisation of global freight** from PO to POD.

3PL

- Digital transformation from track-and-trace to global transport management system.

Handling 15,000+ shipments per month.

Integrated packaging solutions

- Provide **Packaging as a Service** (PaaS/buy-sell) for captive consumption.

Captive opportunity of US\$ 150+ Mn.

- **CO₂ footprint reduction** by replacing expendable with returnable packaging and pallet pooling solutions.

Finished Vehicles

- **JV** with Hamakyorex, Japan since 2019.
- 3M+T philosophy followed:
 - Betterment of **Men**
 - Best in class **Machines**
 - Standardisation of **Method**
 - Addition of cutting edge **Technology**

Current India market size **~\$ 1 Billion**

Lifting 2500+ cars per month.



03 Health and Medical.



Highly synergistic with the capabilities of Motherson across the automotive sector.

Addressable market size

Current market size

03 Gearing up for rapid growth.

Product portfolio

- Contract manufacturing



Wiring harness



Injection moulded plastics

- Designed and developed by Motherson



Next generation Re-Timer

Upcoming Chennai facility operational by April 2023

- Plant size 10,000 Sq mts.
- Build-up ~150 people.
- 1st private sector company in India to introduce Aluminium Dip Brazing Technology for Medical Devices.
- Vertically integrated capabilities – components, high level assemblies, sub-systems & finished medical devices.

Sep 2022



Today



Products to be catered in Chennai greenfield



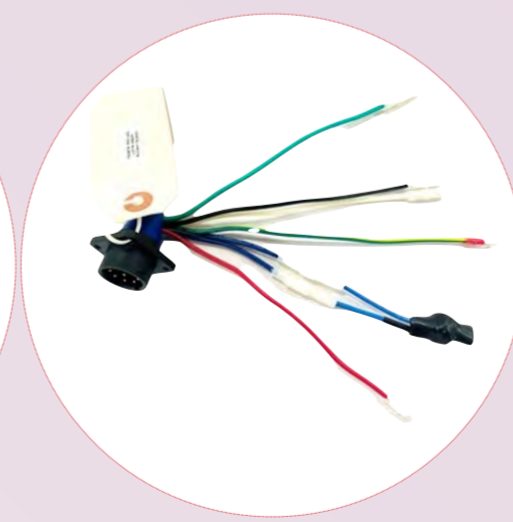
Deep Draw
(Sheet metal forming)



X-ray tube casing
(Metal part)



X-ray tube
(Plastic parts)



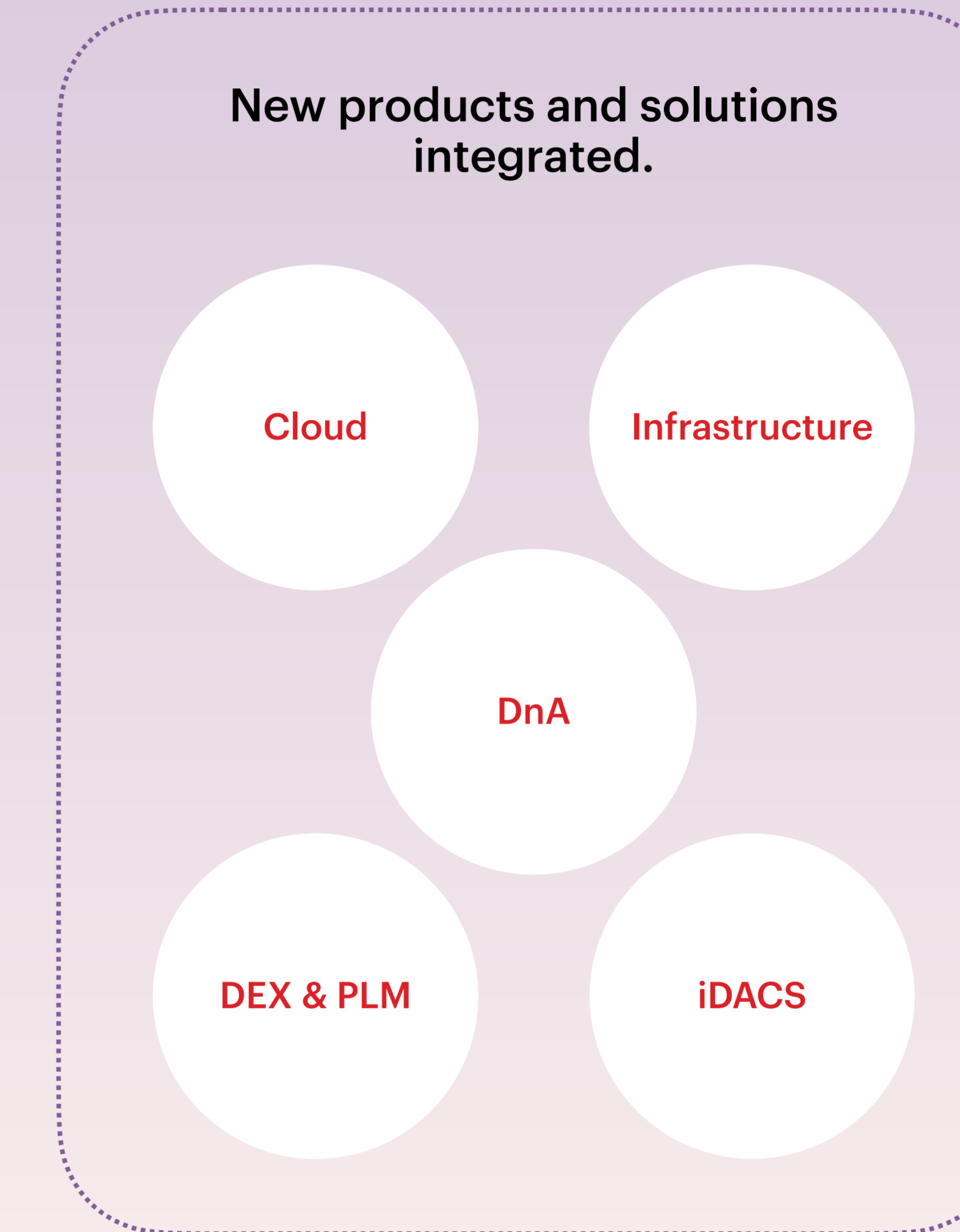
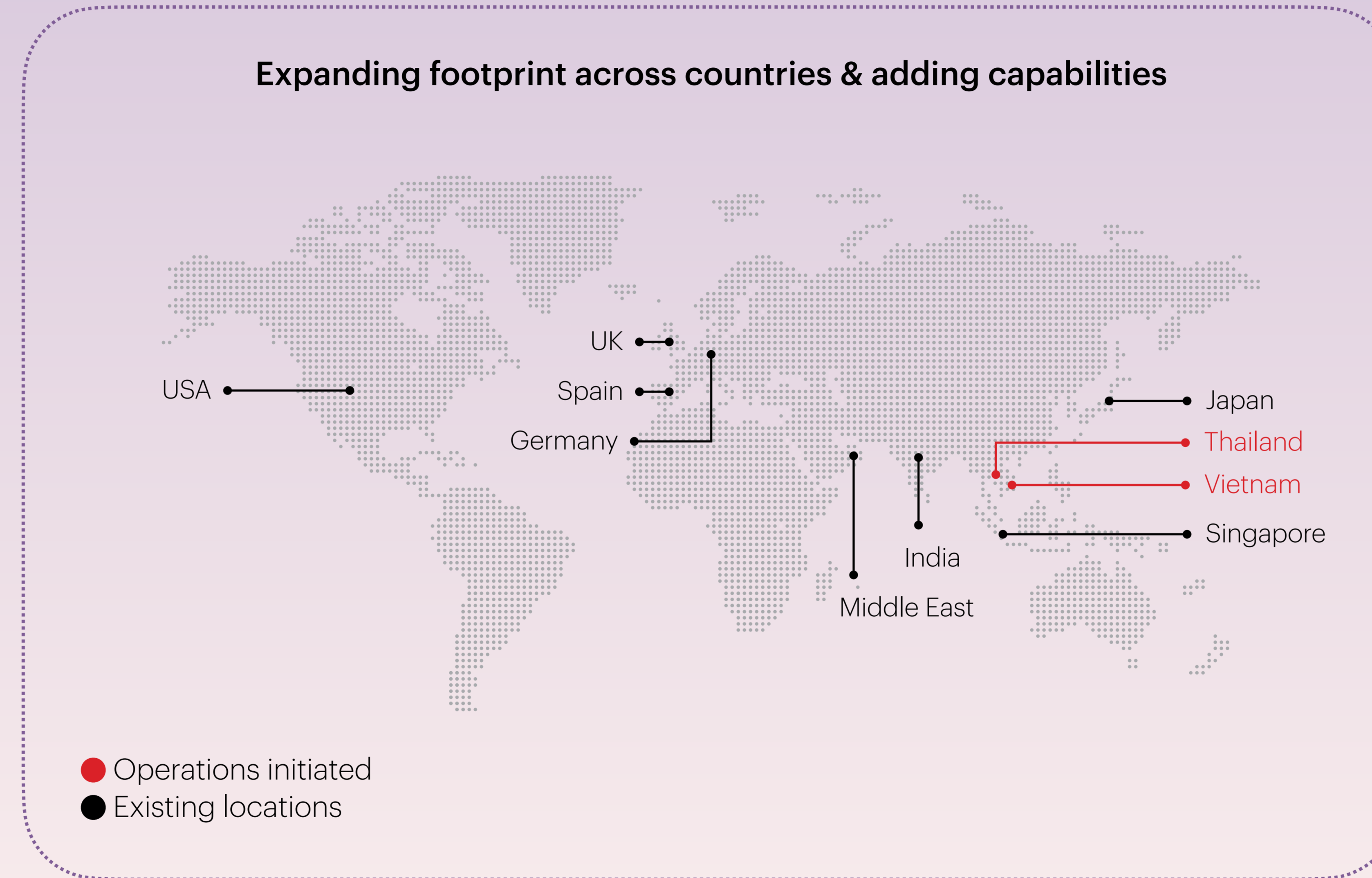
Varex cable
(wiring harness)

Phased approach to certifications April 2023 onwards



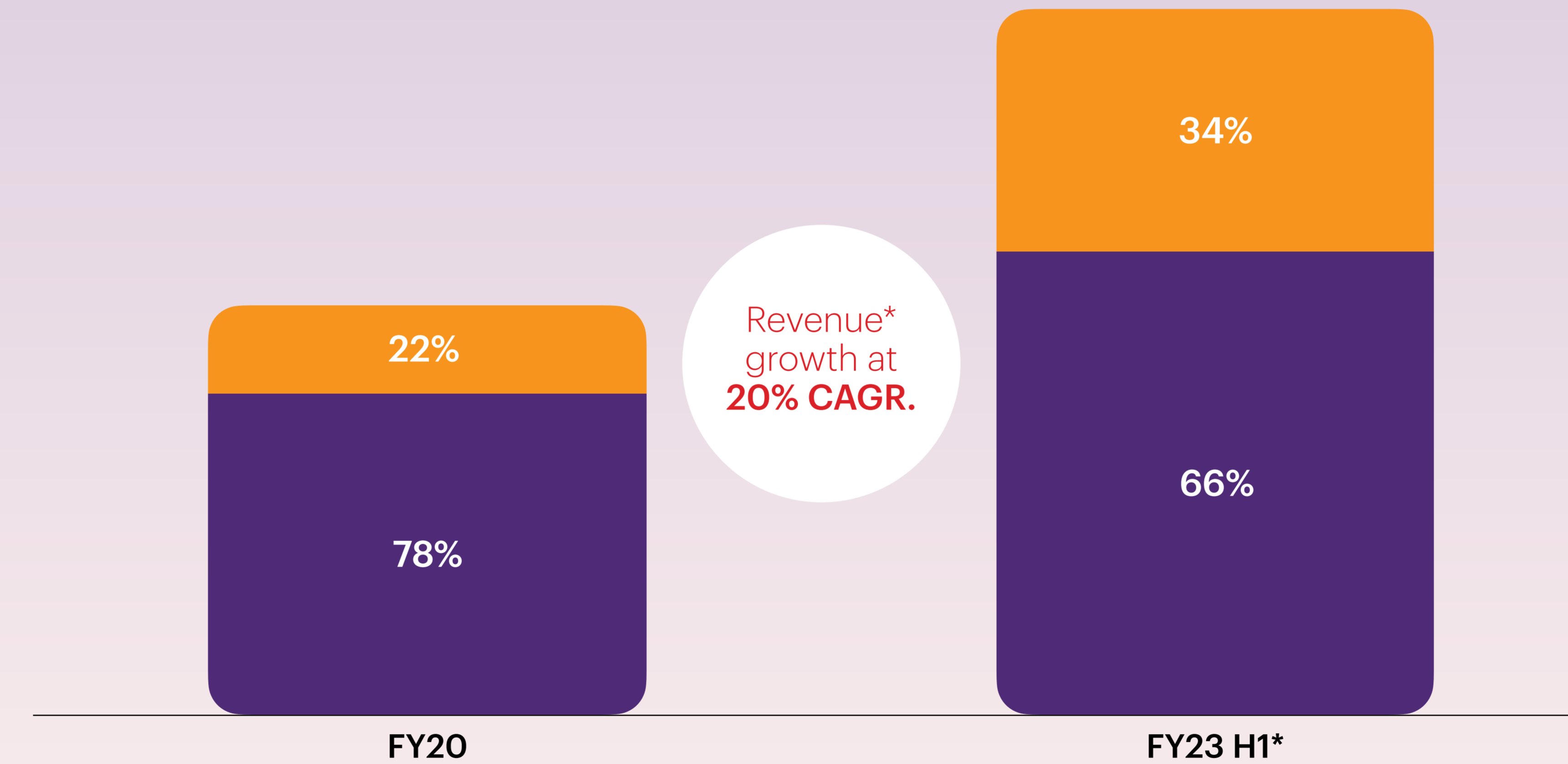
04 Technology and Industrial Solutions.

Significant traction from customers across the world.



04 Technology and Industrial Solutions is growing outside Motherson as well.

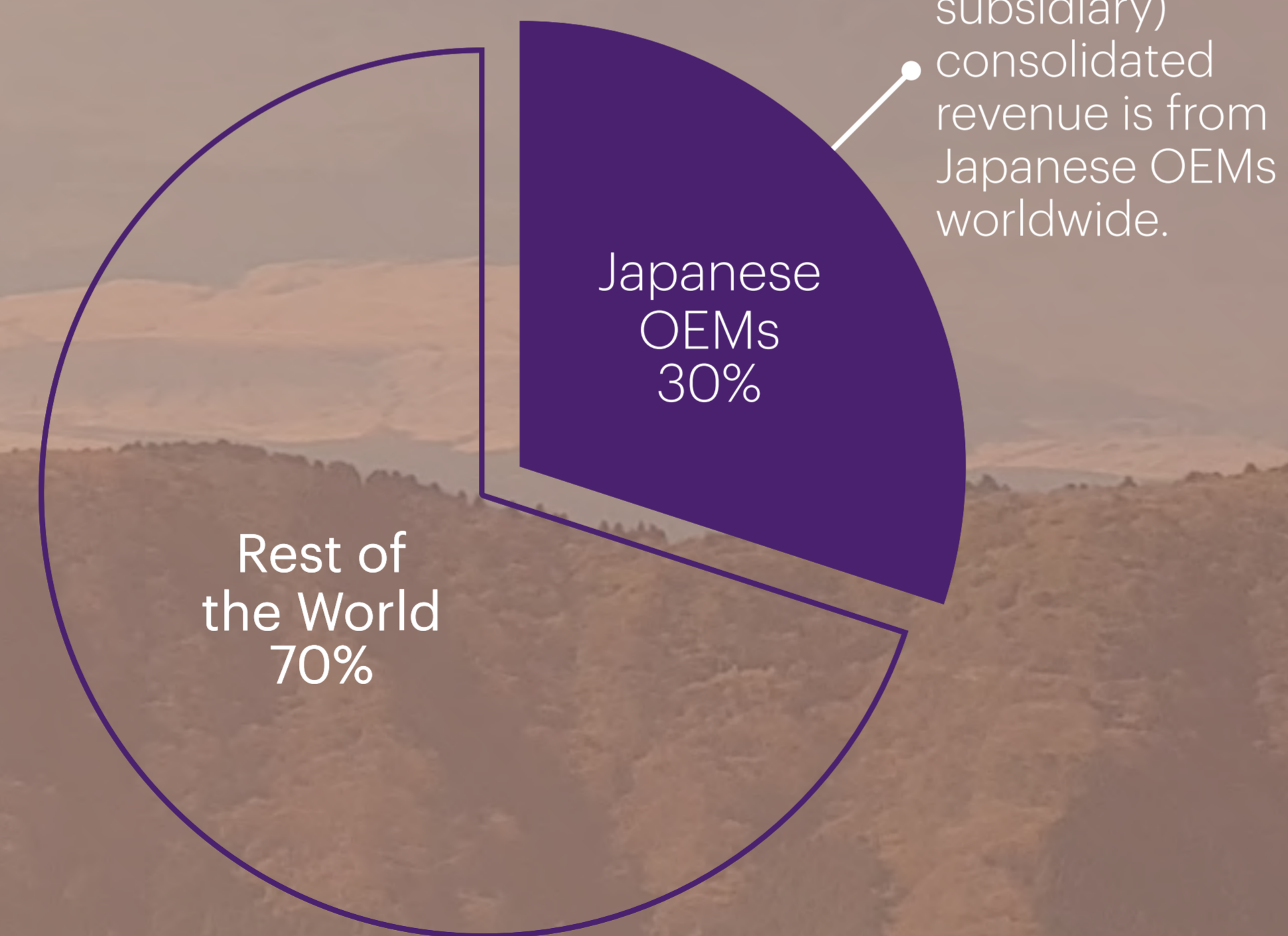
- Diverse set of external customers across IT, manufacturing, construction, agritech, retail, biotech, logistics. etc.
- Internal Business: To be a key driver in faster integration of acquisitions hence enabling faster realisation of synergies.



01.2 Inorganic growth.



The White Space opportunity with Japanese OEMs.



Announced **1st acquisition in Japan**, to acquire 100% of the mirror business of Ichikoh Industries.

- Increased share of Japanese OEMs.
- Global growth potential with Japanese OEMs.
- Access to 260 patents and local development teams.

We acquired
7 companies
in the past
2.5 years.


2020

 **01**
Wisetime Ltd.
Finland (ERP Systems)
Share purchase

2021

 **02**
Plast Met
Turkey (plastic moulded
parts & tooling)
Share Purchase

 **03**
Bombardier (EWIS)
Mexico (Wiring harness
unit)

 **04**
**Nanchang JMCG Mekra
Lang Vehicle Mirror Co.,
Ltd. (JMCG)**
China (Rear View Mirrors)
Stake purchase

 **05**
CIM Tools Pvt. Ltd.
India (Aerospace)
Stake purchase

2022

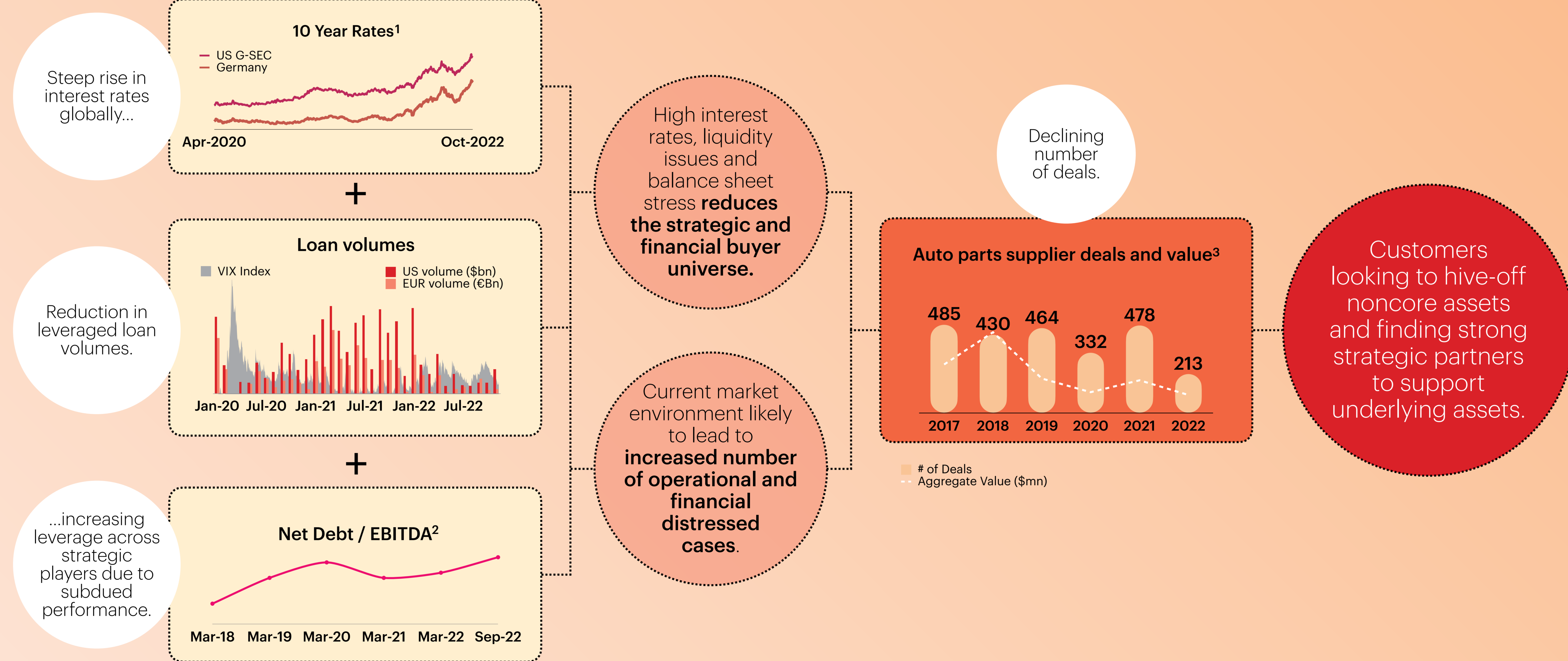
 **06**
**Frame Manufacturing and
Assembly Business* of
DICV Pvt. Ltd.**
India Asset Purchase

 **07**
Ichikoh*
Rear view mirror business
Japan
Share Purchase

** Announced recently*

We are a partner of choice.

The M&A landscape has changed. There are more customer driven deals, with fewer players to support them.



Steep rise in interest rates globally...

Reduction in leveraged loan volumes.

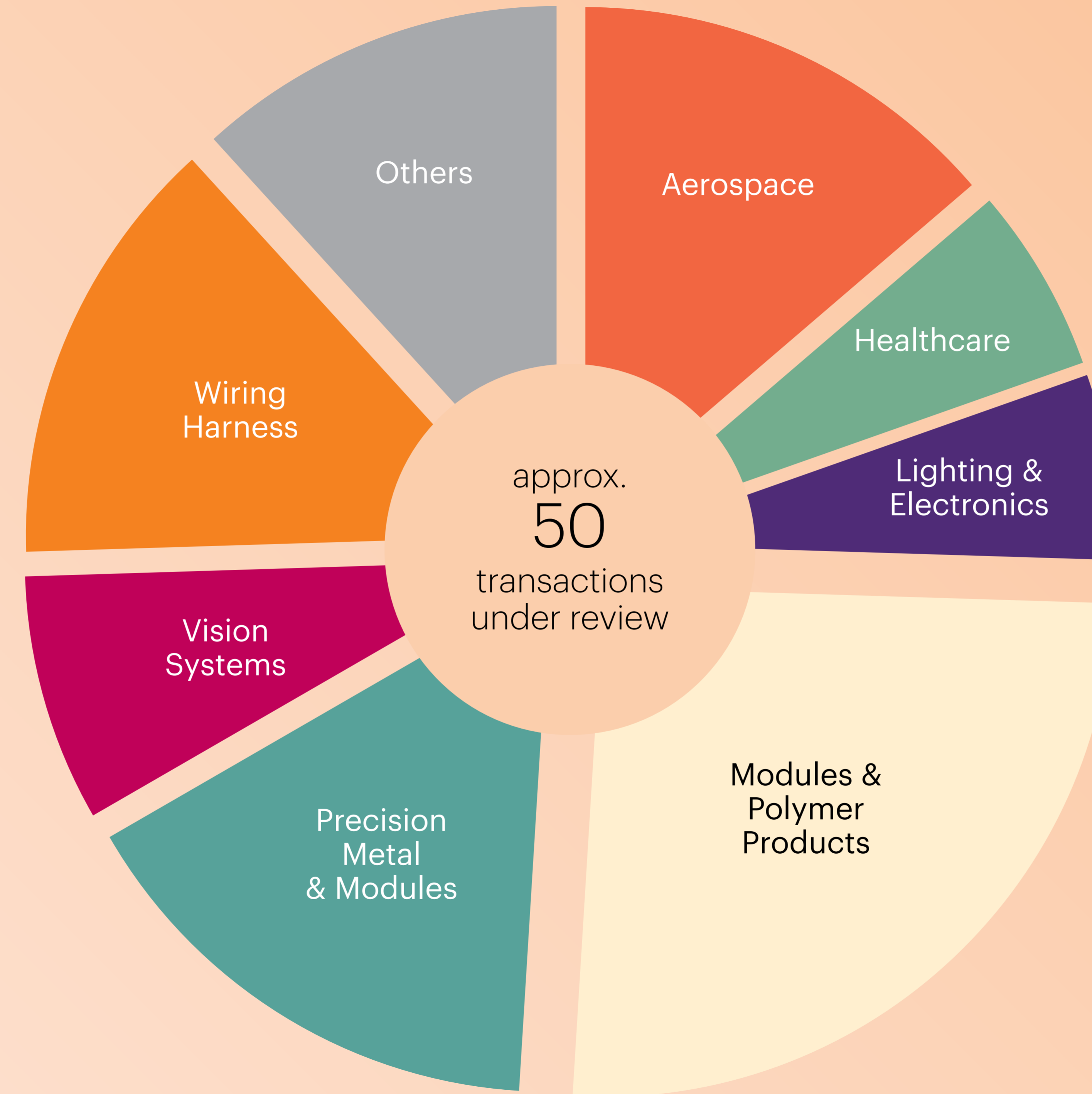
...increasing leverage across strategic players due to subdued performance.

Declining number of deals.

1. US & Germany 10 year rates: Bloomberg.
2. Net Debt / EBITDA: Compiled using the automotive component players which are a part of Bloomberg Auto component set.
3. No of Deals: Bloomberg Auto Index.



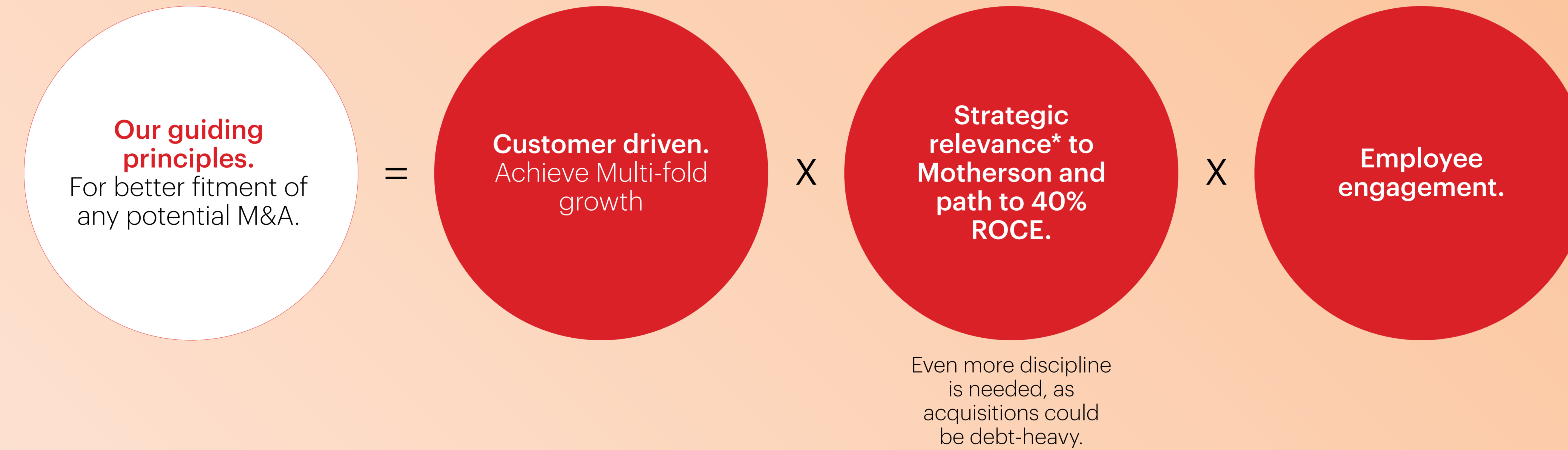
Our M&A pipeline is strong across divisions and regions.



57 Indicative reference of no of M&A Deals in the pipeline that are of various sizes and are in various stages of maturity. This is just an indication of the number of M&A transactions being evaluated and there is no certainty of any transaction materialising.



We have a robust M&A evaluation framework...



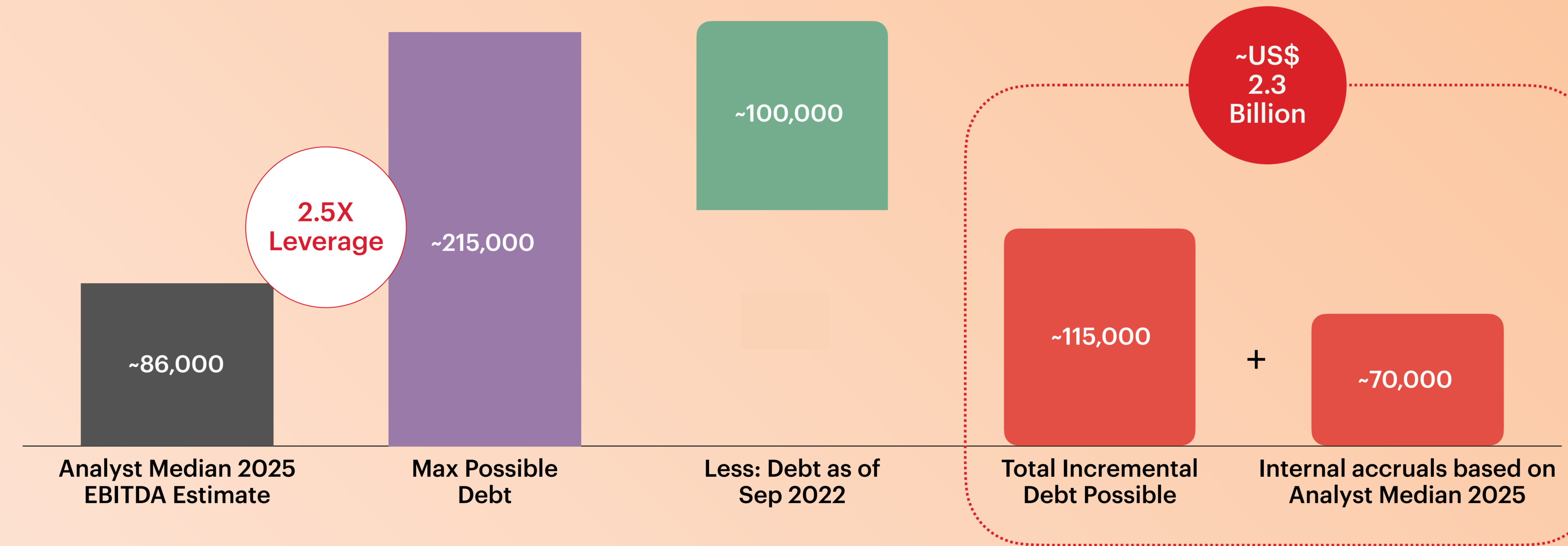
*Strategic relevance of adding a new customer, new geography, a new product or technology, or more vertical integration. Illustration of funds available for Inorganic growth based on market estimates

We have funds and the debt capacity for financing Vision 2025 targets.

ILLUSTRATIVE

Illustration showing how we can fund big M&A transaction.

(Rs. in Million)

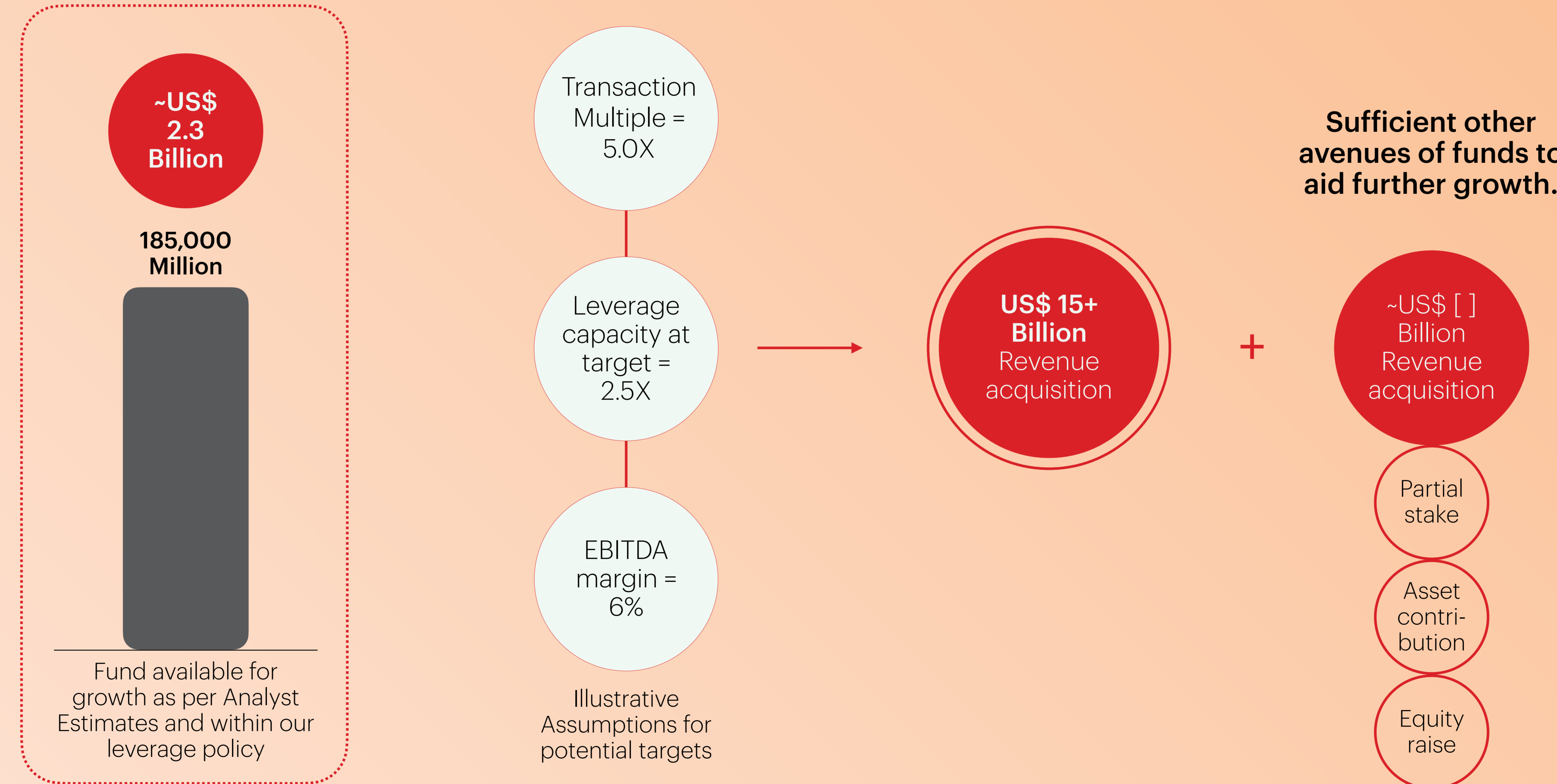


- Based on 15 equity research coverage reports post Q2 FY23 results.
- Debt includes lease liabilities.
- Converted to US\$ at INR 80 per dollar.
- Internal accruals from median analyst reports is computed using the change in Net Debt levels as per expectation of equity research analysts between FY 22 and FY 25 for SAMIL.
- Data presented here is purely an illustration. This should not in any manner be taken as an indication of our expected debt levels of expected internal accruals in years to come.

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ILLUSTRATIVE



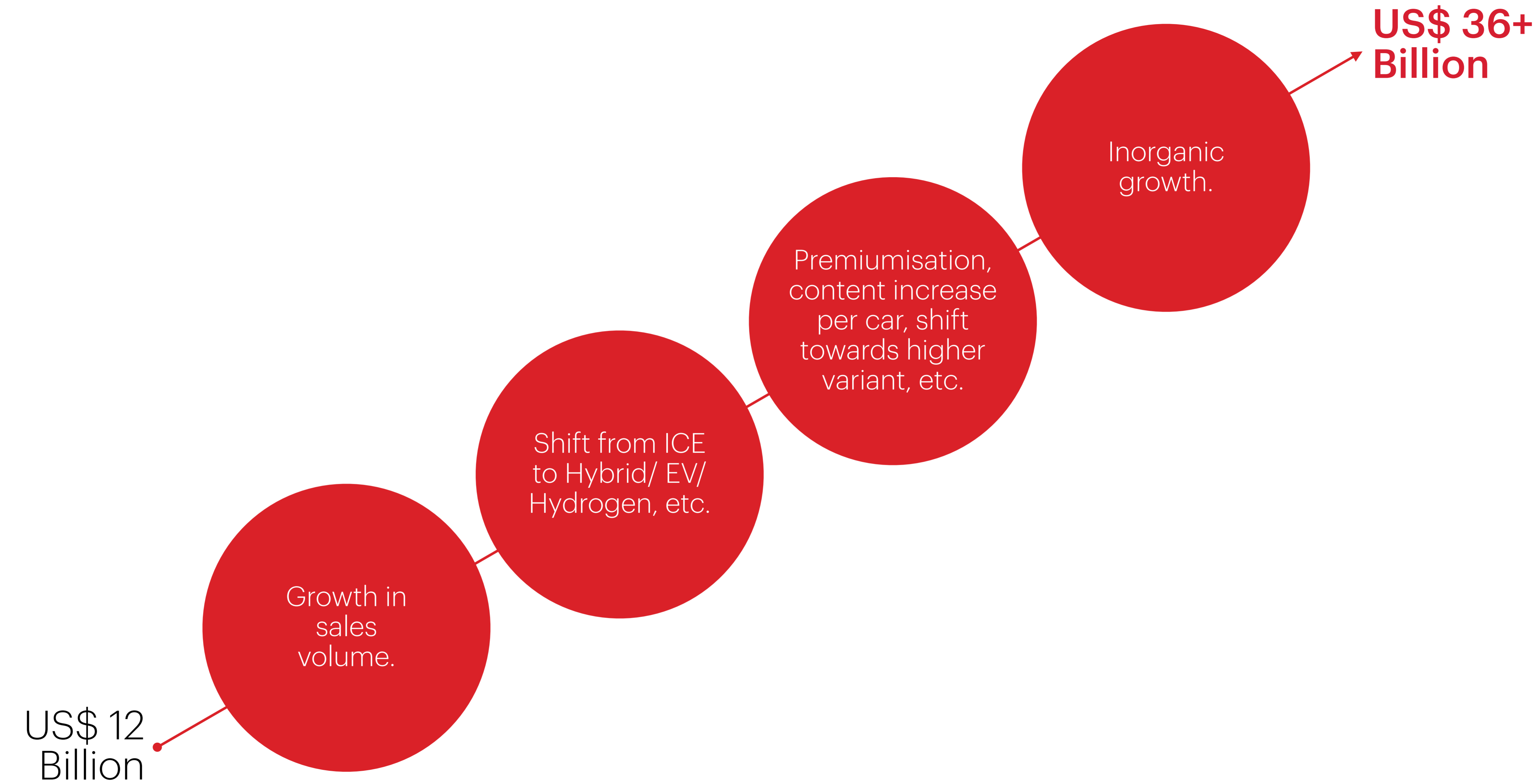
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One big acquisition can
change the whole map.
But we drive with caution.



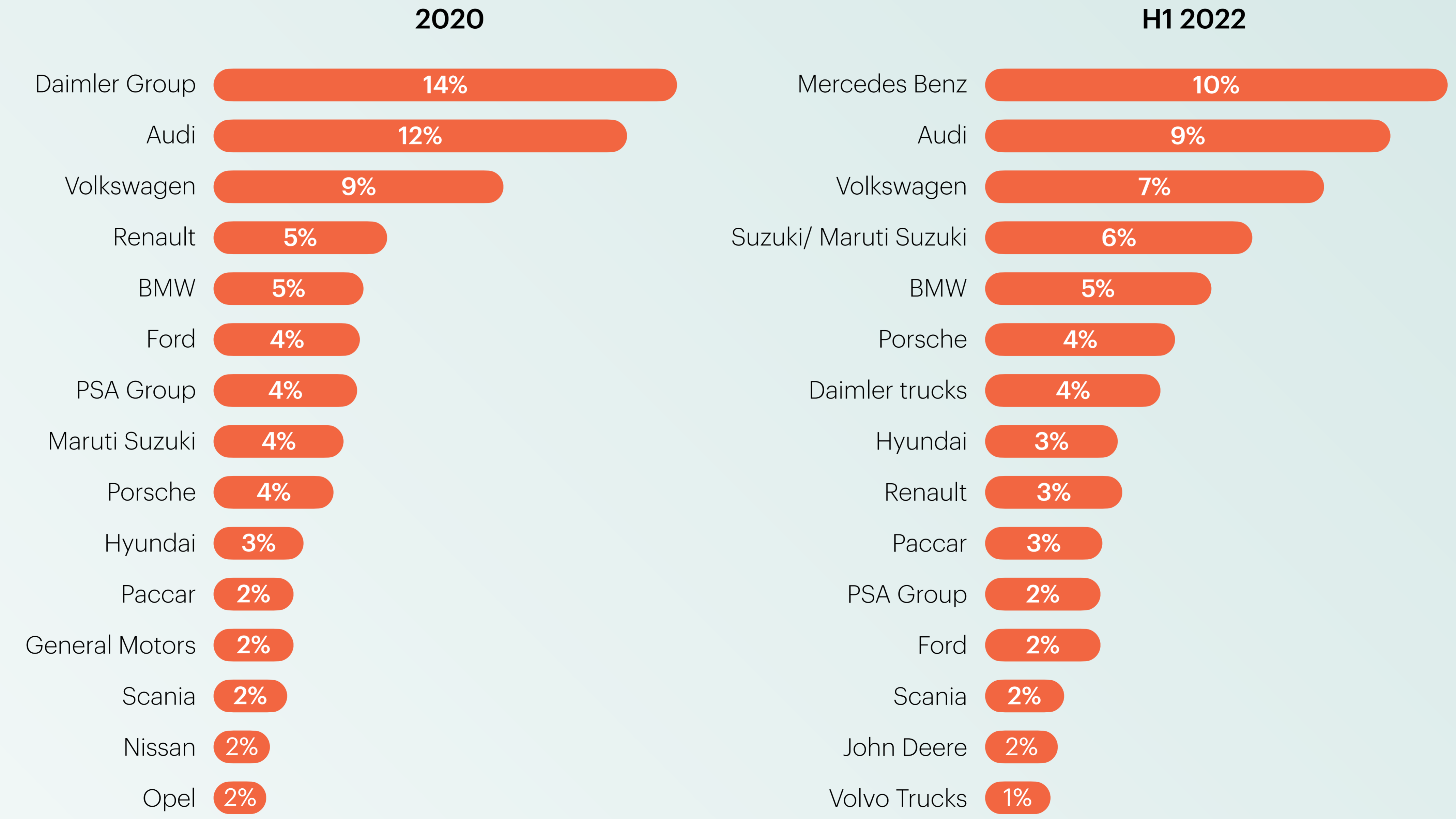
Key drivers to US\$36 Billion revenue.





02 3CX10.

3CX10 (Customer wise) is done.



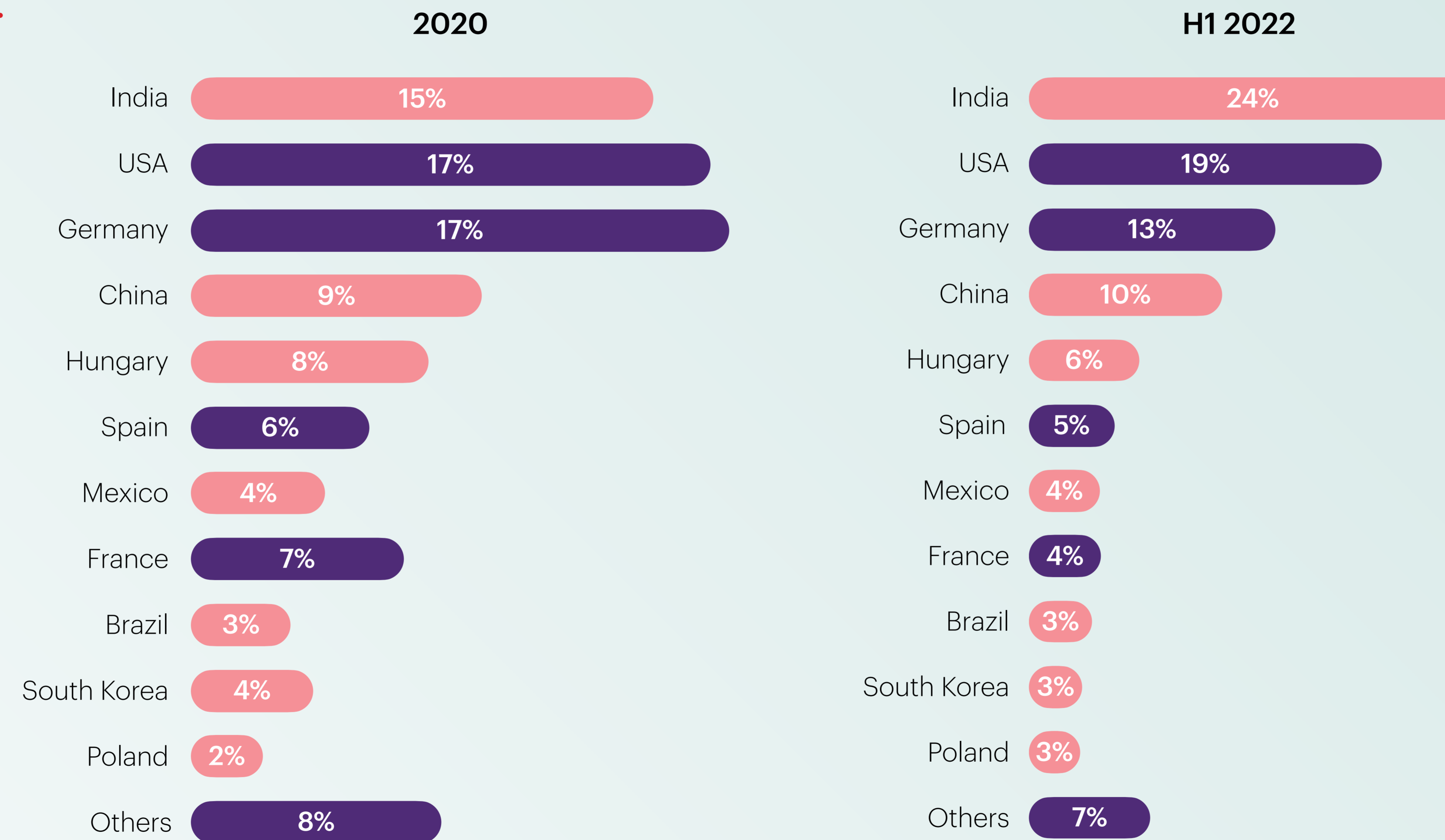
Already achieved our 3CX10 Customer target.

Top 20 customers account for 70% of overall revenues.

1. 3CX10 (no customer, component, country should contribute more than 10% of our consolidated revenues)
 2. % to total reported revenue including 100% of revenues from joint venture consolidated under equity method.



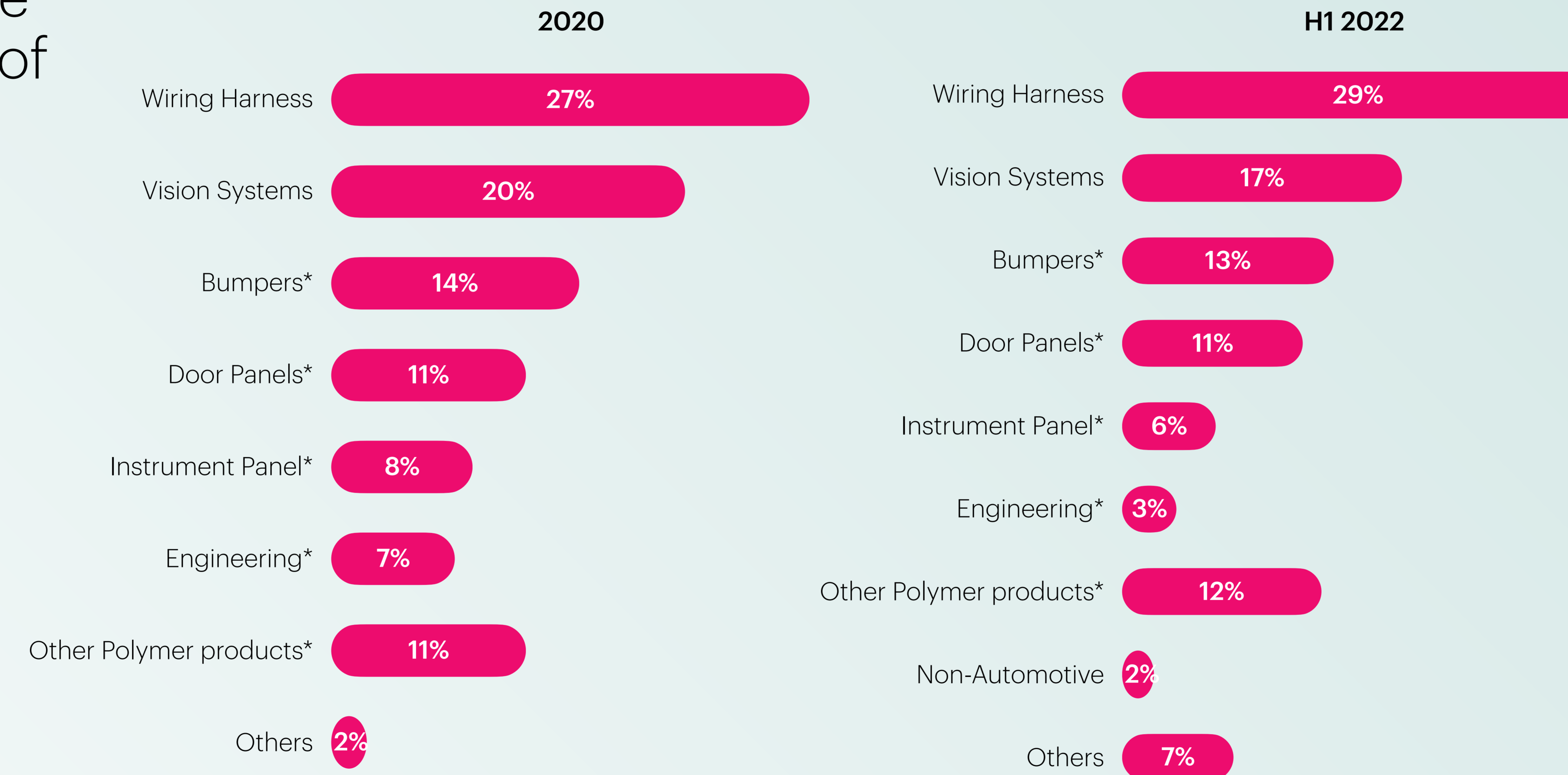
3CX10 (Country wise) is shifting.



Emerging markets¹ share increased from 49% to 57% of total revenues in H1 FY23.

Increase in share of India on account of improved performance of MSWIL and inclusion of erstwhile SAMIL businesses.
 Notes:
¹Emerging markets are defined as Brazil, China, India, Mexico, Sri Lanka, Thailand, South Korea, South Africa, Czech Republic, Hungary, UAE, Slovakia, Serbia, Turkey, Argentina, Philippines, Morocco, Indonesia, Poland as per MSCI Emerging Markets Index.
 1. Total revenue considered is including 100% of joint venture and associate companies consolidated under equity method.
 2. Revenue by country is based on manufacturing locations.

3CX10 (Component wise) will improve with the growth of new divisions.



Diversification by component will improve with growth of new divisions and acquisition of newer products.

*Under Modules and Polymer Products business division.

1. 3CX10 (no customer, component, country should contribute more than 10% of our consolidated revenues)

2.% to total reported revenue including 100% of revenues from joint venture consolidated under equity method

3.Net of inter-segment elimination



An aerial photograph showing a paved road with a white car driving on it. A person is standing on the right side of the road. In the foreground, there is a large field of golden-brown grass. The text "03 ROCE." is overlaid in the center of the image.

03 ROCE.



Top line is vanity.
Bottom line is sanity.
Cash in bank is reality.

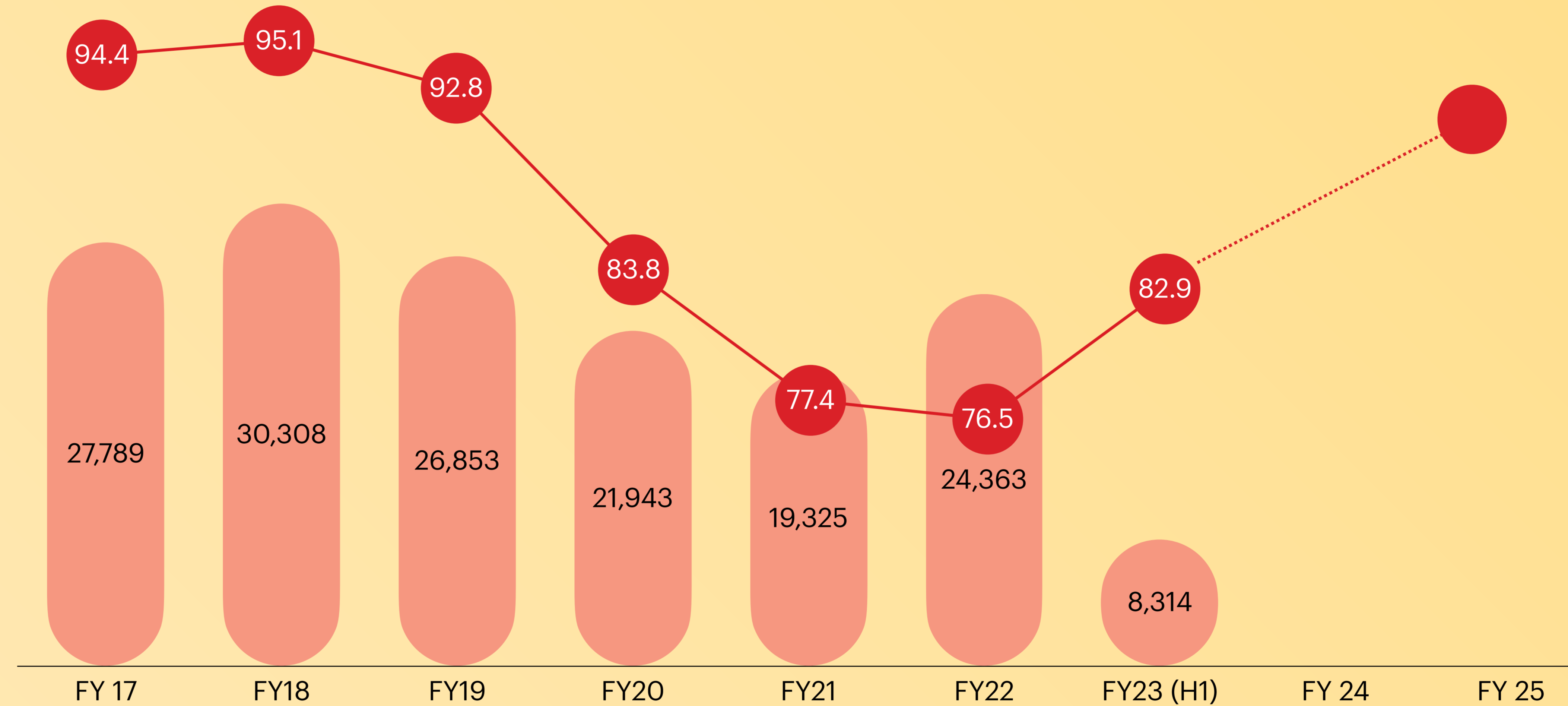


Top line growth and 40% ROCE is the target.

Capex cycle largely over.

■ CAPEX (in INR Million)
● Car production (Million units)

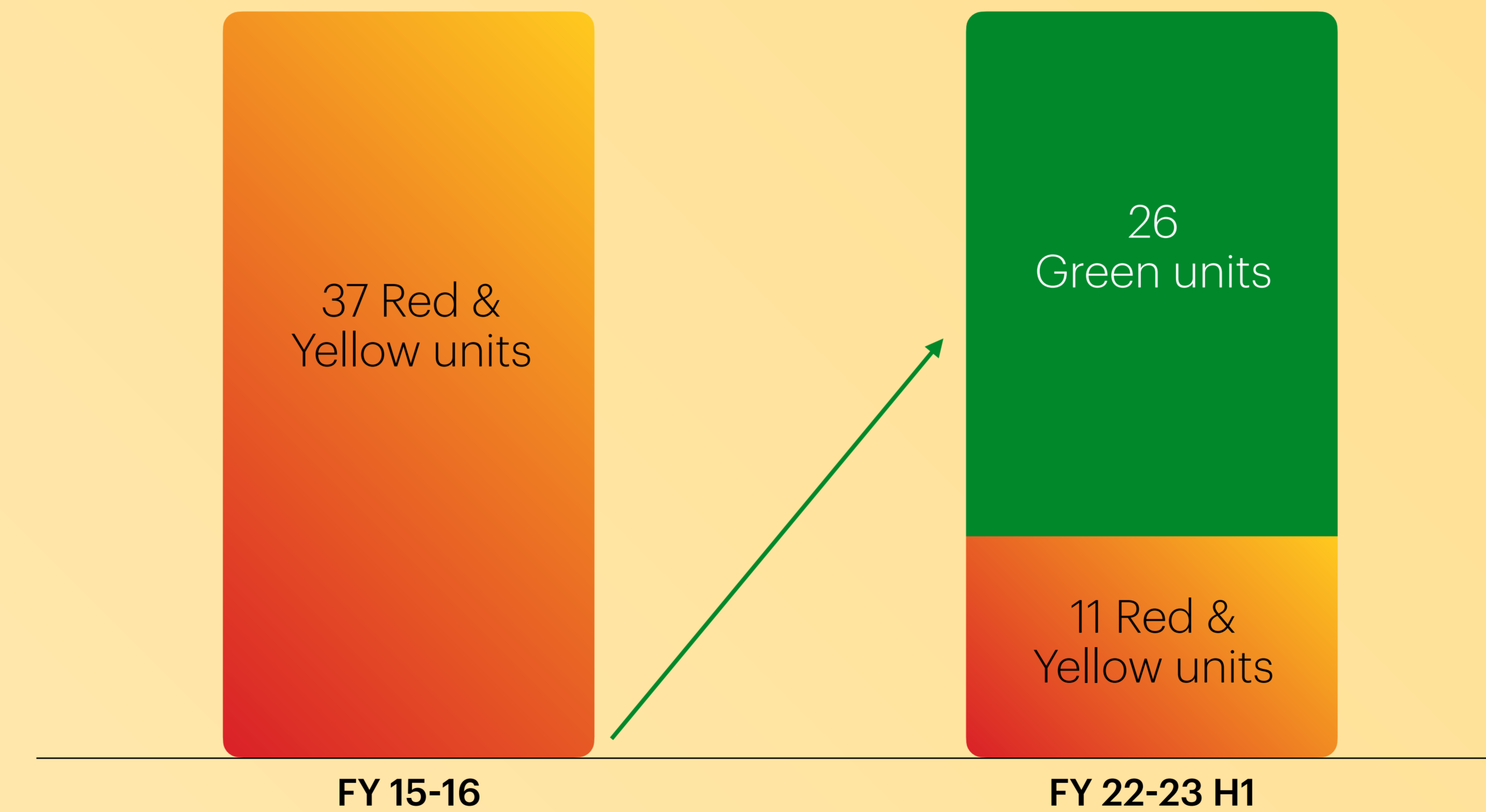
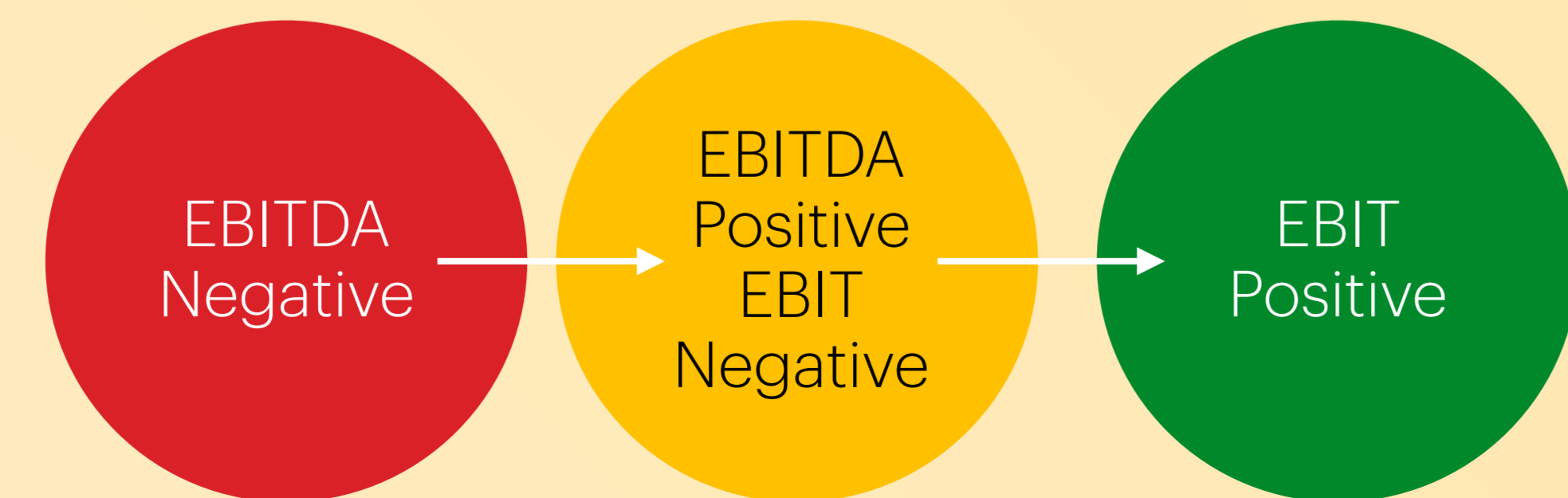
- Investments in place to support pre-COVID production level.
- Volume growth to aid improvement in ROCE.
- Stabilisation in supply chain to reduce working capital levels and hence reduction in capital employed.



Geared up to manage incremental production volume.

We track and improve unit-level ROCE across the group, to build more Free Cash.

We classify units in Red, Yellow and Green and run a strong program to turn Red units to Yellow and Yellow ones to Green.

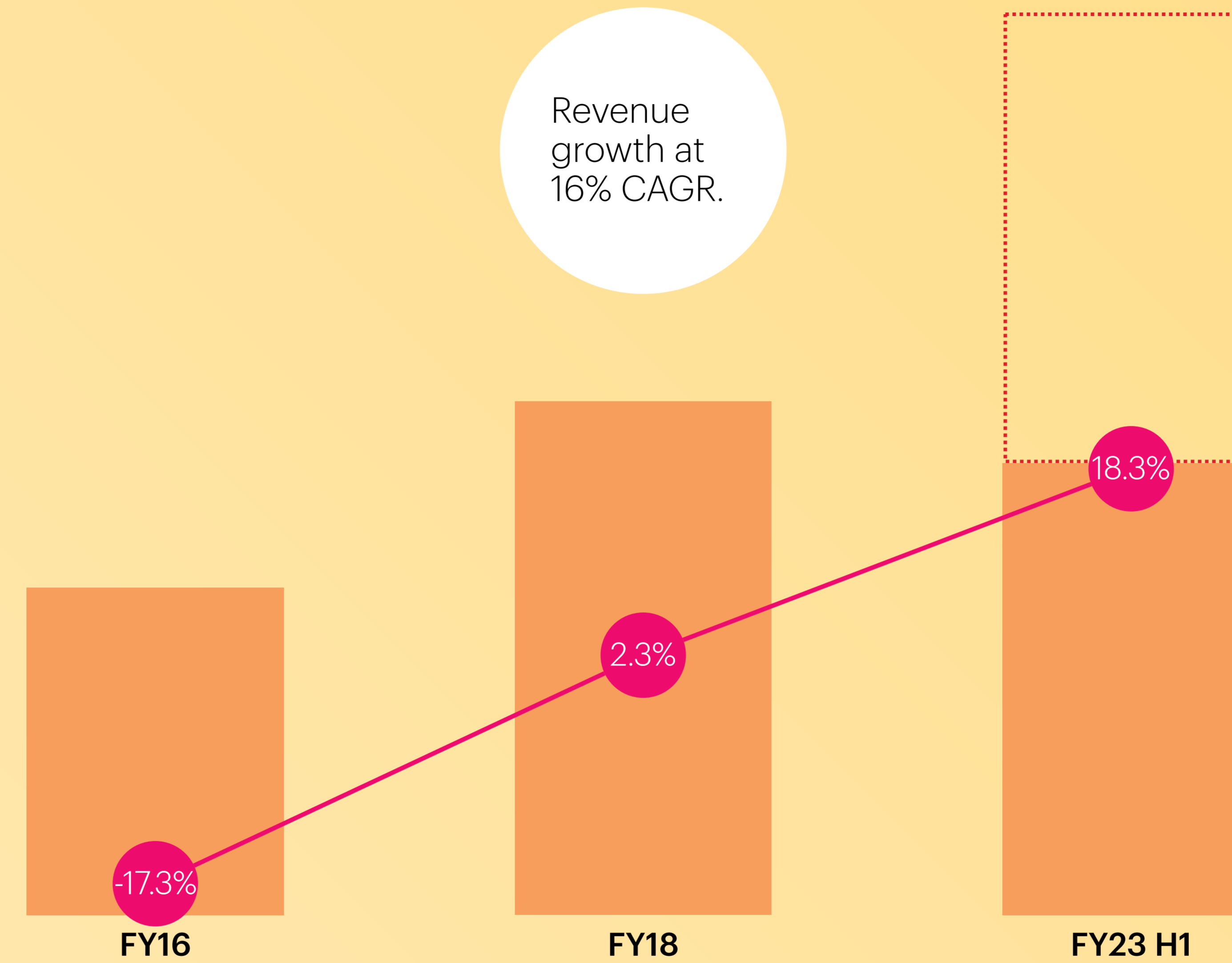


CASE STUDY

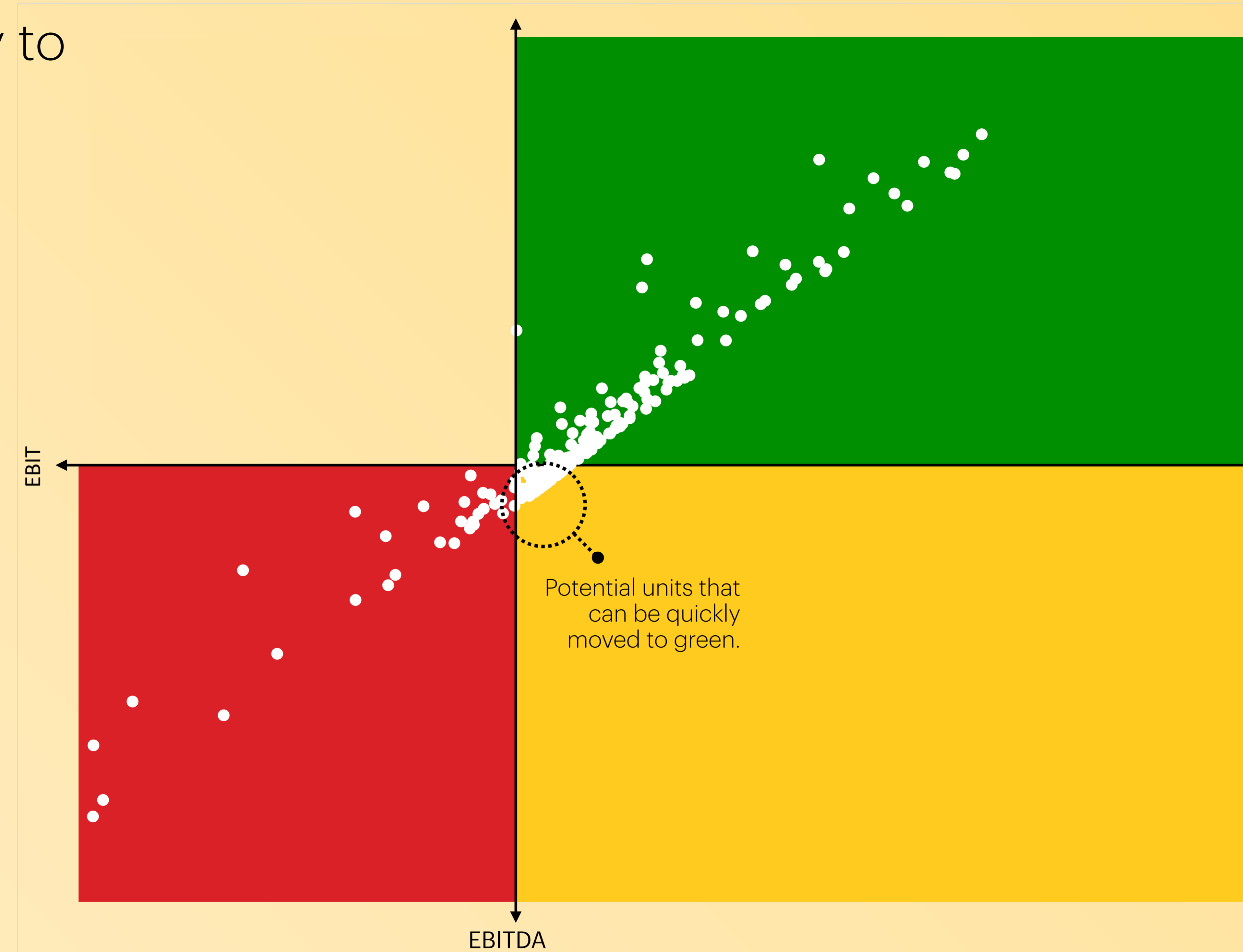
Turnaround of negative ROCE to positive ROCE of a plant.

■ Revenue
● ROCE

- Variable and Fixed costs had been brought under control.
- Product engineering and localisation of parts also helped in improving the operational results.



Opportunity to improve profitability.



ILLUSTRATIVE

EBIT breakeven of yellow and red units can improve the **group ROCE** to **2X** of H1 FY23.

If all yellow and red units shift to green at current group EBIT levels, the **group ROCE** can improve to **3X** of H1 FY23.



Intelligent manufacturing and digitalisation improve efficiencies and ROCE.

Operations

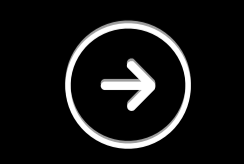
AGV, Cobots, Digital Boards, Industry 4.0, Quality Validations.

Procurement

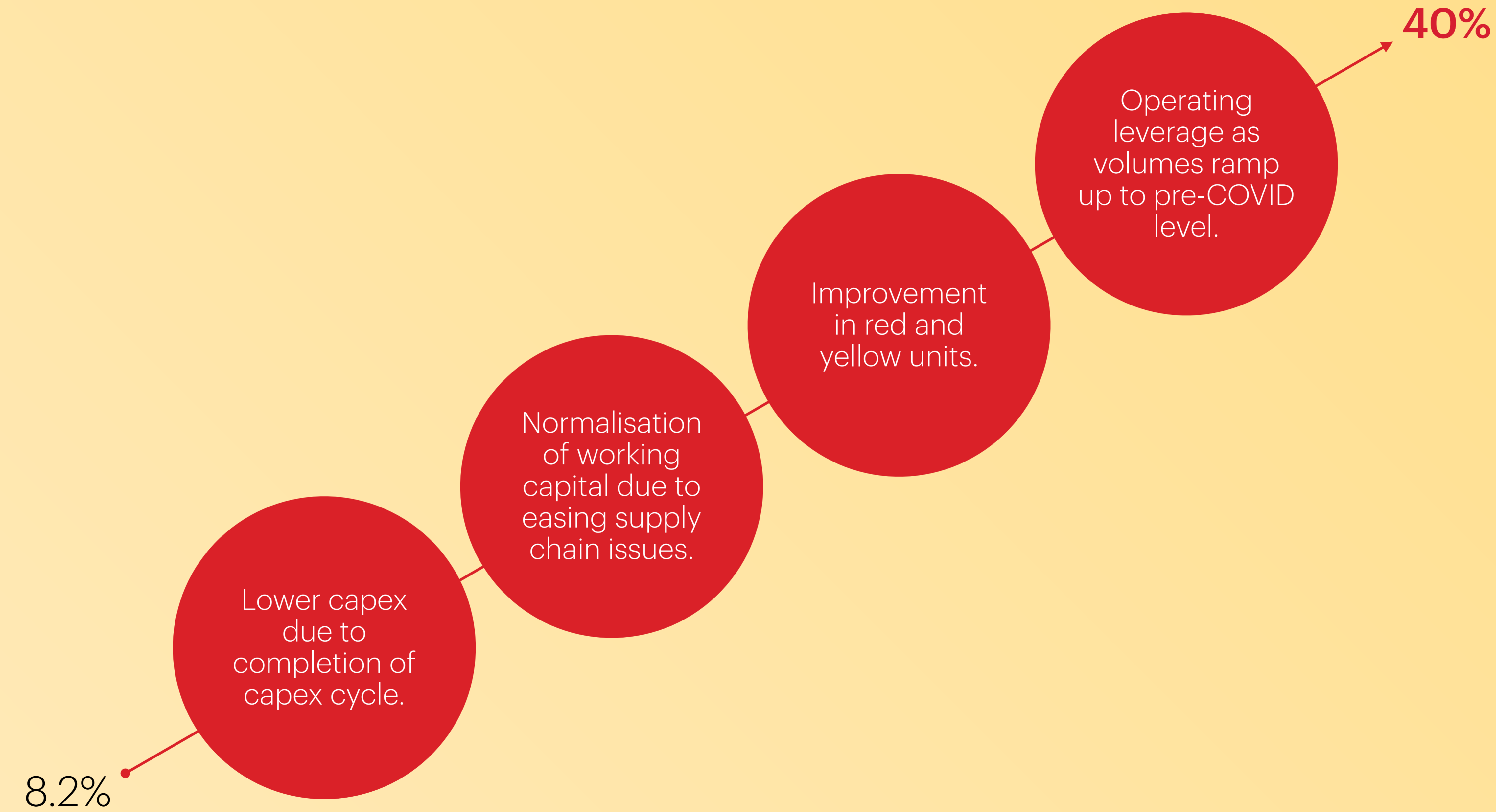
Digitalisation of source to contract, Best cost sharing globally.

Management

Dash boards for quick decision making, Efficiency measurement, Leveraging analytics, Robotics Process Automation.



Key drivers to 40% ROCE.



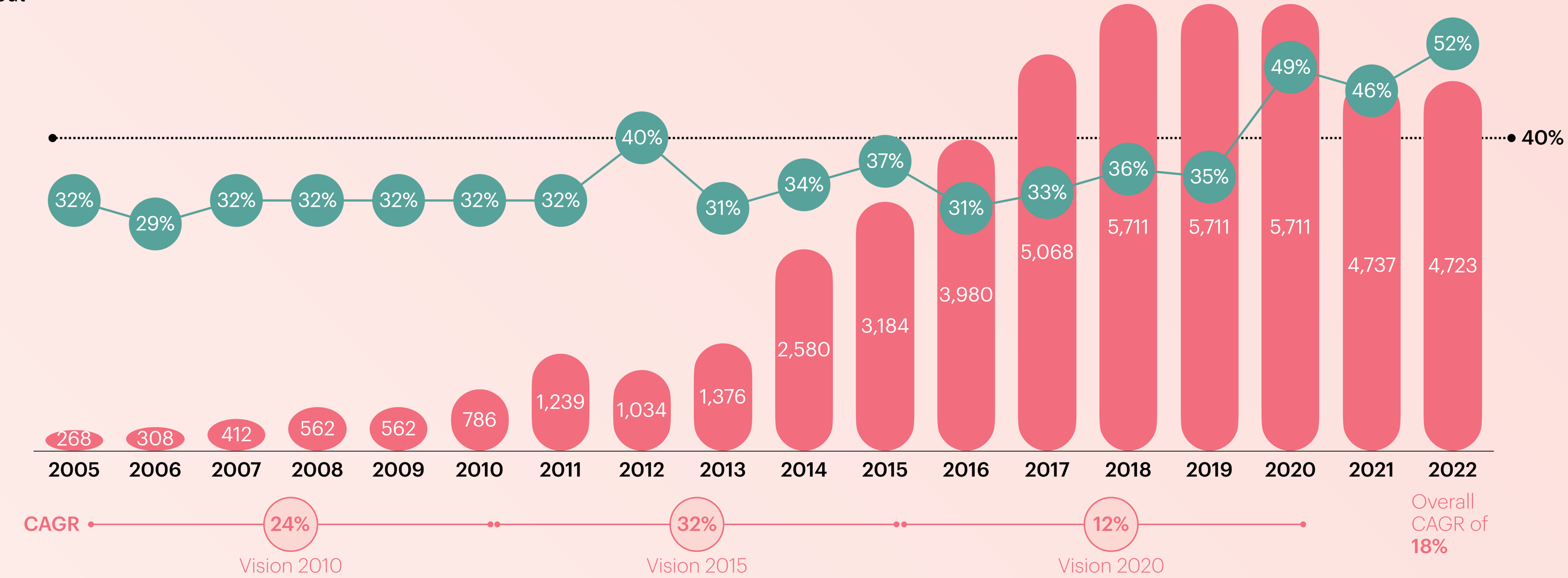
04 Dividend Payout.



Dividend Payout is on target.

(In million INR)

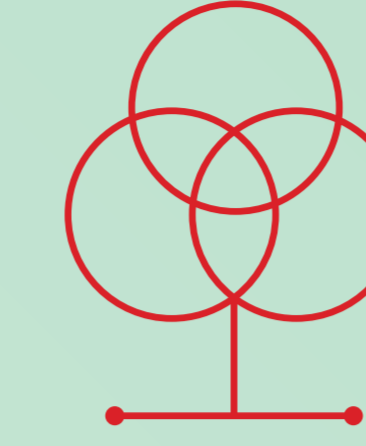
● Dividend Payout Ratio
■ Dividend Payout





05 Sustainability.



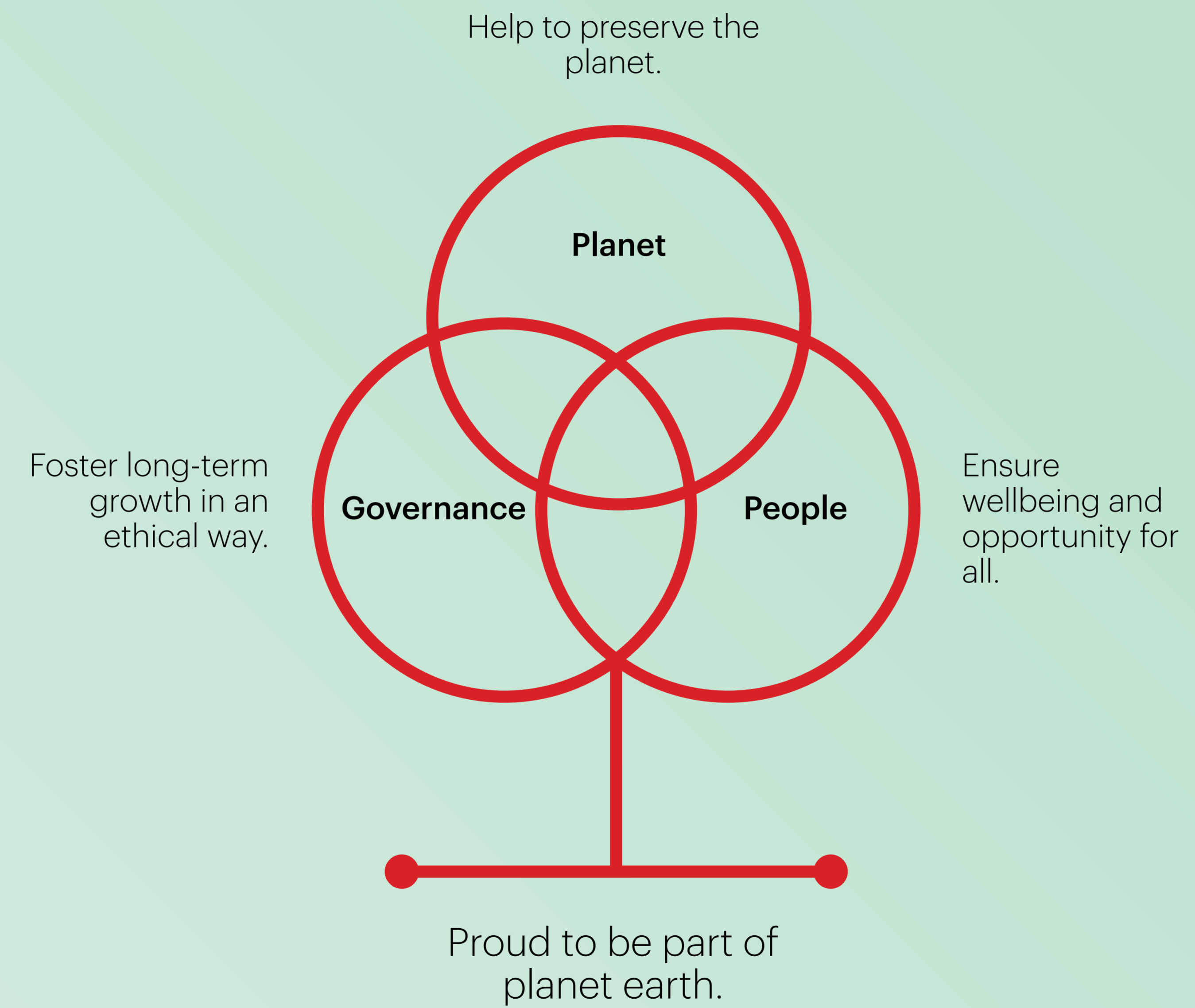


The first update in our vision since 1997.

To be a
globally preferred
sustainable
solutions provider.

Three areas of Sustainability.

At Motherson, Sustainability means being a company that we can pass on to our grandchildren and that helps to create a world we are all proud to be part of.



NEW AMBITION.

We have set the goal of being Carbon Net Zero across our current global operations by 2040.



For Motherson, Sustainability is about building a durable company that is a good global citizen in a world we all want to inhabit.



A paved road curves through a landscape of rolling hills and trees. The road is light grey and has a curb on the left side. The hills are covered in dry, yellowish grass, and there are several trees, some with green leaves and some bare. The sky is not visible. The text "06 Purpose." is overlaid on the road.

06 Purpose.

All this work for Vision 2025 is driven by our purpose.
So how are we spreading it internally?



07 Summary.

01

Resilient.

- Relentless focus on delighting our customers.
- Faith in our own abilities.
- Discipline

02

Long-term.

- Acquisitions must help top-line + bottomline
- Prudent financial strategy

03

Sustainable.

- Sustainable solutions through sustainable processes
- Net Carbon Zero
- Governance

And that
is how
we get
there.

2025

01
US\$ 36 billion
revenues in
2024-25 with
40% ROCE
(consolidated).

02
3CX10
No country,
customer or
component
should contribute
more than 10% of
our revenues.

03
75% of
revenue from
automotive
industry, 25%
from new
divisions.

04
Up to 40% of
consolidated
profit as
dividend.





The best
is yet
to come.





motherson

Thank you.

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