

July 11, 2024

BSE Limited
1st Floor, New Trading Ring,
Rotunda Building
P.J. Towers, Dalal Street,
Fort, Mumbai-40001, India
Scrip Code: 517334

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G-Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai-400051, India
Symbol: MOTHERSON

Dear Sir/Madam,

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

Further to our letters dated June 26, 2024 and July 3, 2024, we hereby inform that SMRC Automotive Holdings Netherlands B.V. (the “**Issuer**”), a company incorporated under the laws of Netherlands and step-down subsidiary of Samvardhana MotherSON International Limited (“**Company**”) has raised US \$ 350 million by allotment of US dollar denominated senior, secured, guaranteed notes (the “**Notes**”). The Notes are unconditionally and irrevocably guaranteed by the Company pursuant to the trust deed dated July 11, 2024 executed amongst the Company, Issuer and the trustee (“**Trust Deed**”). The Notes are being offered or sold only to qualified institutional buyers in accordance with Rule 144A under the U.S. Securities Act of 1933, as amended (the “**Securities Act**”) and outside the United States in offshore transactions in reliance on Regulation S under the Securities Act. The required details in relation to the aforementioned guarantee are enclosed herewith as **Annexure- A**.

The Notes shall be listed on the Open Market segment of the Frankfurt Stock Exchange.

You are requested to take the same on record and treat the same as compliance under Regulation 30 of the Listing Regulations and other applicable regulations under the Listing Regulations.

Thanking you.

Yours truly,
For Samvardhana MotherSON International Limited

Alok Goel
Company Secretary

Annexure-A

Particulars	Terms
Name of the party for which the corporate guarantee is given	SMRC Automotive Holdings Netherlands B.V., a step down subsidiary of the Company.
Promoter/promoter group /group companies having any interest in such corporate guarantee.	None
Tenor of the Notes	5 years
Brief details of the corporate guarantee including significant terms and conditions, including amount and period of guarantee.	<p>The Company has undertaken guarantee obligations in relation to the Notes under the Trust Deed (“Guarantee”). The Company’s potential liability under the Guarantee is initially capped at an amount equal to 105% of the aggregate principal amount of the Notes, being US \$ 367.50 million (“Guaranteed Amount”).</p> <p>The Guarantee shall be released upon the earlier of (i) the date on which all amounts due and payable under the terms of the Notes have been unconditionally and irrevocably paid in full on or prior to July 11, 2029 (the “Maturity Date”); and (ii) the date falling 45 calendar days after the Maturity Date.</p>
Impact of such corporate guarantee on the Company	There is no impact of this Guarantee on the Consolidated Financial Statements of the Company

Disclaimer: This announcement is for information purposes only and this information is not an offer of securities for sale in the United States or elsewhere. This information has been prepared for publication in India only and is not for publication or distribution, directly or indirectly, in or into the United States. The Notes have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the “Securities Act”) and may not be offered or sold within the United States, except pursuant to an exemption from, or in transactions not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws. Accordingly, the Notes are being offered and sold (i) within the United States to persons reasonably believed to be “qualified institutional buyers” (as defined in Rule 144A under the Securities Act) and (ii) outside the United States in offshore transactions in reliance on Regulation S under the Securities Act, in each case in compliance with applicable laws of the jurisdictions where such offers and sales occur.

The Notes have not been, are not being and will not be offered or sold, directly or indirectly, by means of any offer document, offering circular or any other document / material relating to the Notes, to any person or to public in India which would constitute an advertisement, invitation, offer, sale or solicitation of an offer to subscribe for or purchase any securities in violation of applicable laws of India.

The offering circular for the Notes has not been, nor will it be, registered, produced or published as an offer document (whether a prospectus in respect of a public offer, a statement in lieu of a prospectus or information memorandum, general information document, key information document, private placement offer cum application letter, an offering circular, an offering memorandum or other offering material in respect of any private placement under the Companies Act, 2013, regulations formulated by Securities and Exchange Board of India (“SEBI”) or any other applicable Indian laws) with any Registrar of Companies, the SEBI or any Indian stock exchange or any other statutory or regulatory body of like nature in India.