



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

November 7, 2023

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: Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement), Regulations, 2015

Dear Sir(s) / Madam(s),

The Hon'ble National Company Law Tribunal, New Delhi Bench (“**Hon'ble NCLT**”) approved the scheme of amalgamation of Anest Iwata MotherSON Coating Equipment Private Limited (**Transferor Company**) with Anest Iwata MotherSON Private Limited (**Transferee Company**) and issued a certified copy of order dated November 6, 2023.

The Transferor Company and Transferee Company, both joint venture company of Samvardhana MotherSON Innovative Solutions Limited, a wholly owned subsidiary of Samvardhana MotherSON International Limited (“**the Company**”).

The disclosure in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 is attached as Annexure -A.

This is for your information and record.

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

Amalgamation

Sl. No.	Particulars	Details
1	The name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	<p>(a) Anest Iwata Motherson Private Limited (“Transferee Company”)</p> <p>(b) Anest Iwata Motherson Coating Equipment Private Limited (“Transferor Company”)</p> <p>Transferor Company and Transferee Company both are 49:51 joint venture company between Samvardhana Motherson Innovative Solutions Limited, India and Anest Iwata Corporation, Japan, respectively.</p> <p>Turnover for the financial year ended March 31, 2023:- Transferee Company: INR 1,646 Million Transferor Company: INR 293 Million</p>
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at arm’s length	Not Applicable.
3	Area of business of the entity(ies)	<p>(a) Transferee Company is <i>inter-alia</i>, engaged in the business of manufacturing, procuring, assembling, fabricating, developing, designing, retailing, selling, marketing, importing, exporting, acting as wholesale agent, broker, representative, consultant and otherwise dealing in all kinds of compressors, vacuum pumps and other related electrical and electronic devices and all types of paint coating equipment and systems for Industrial and other uses including their accessories and spares used in manufacture, production and assembly for all applications in India and elsewhere.</p> <p>(b) Transferor Company was, inter-alia, engaged in the business of manufacturing, assembling, fitting, buying, selling, trading, reselling, subcontracting, exchanging, hiring, leasing, altering, importing, exporting, improving, stocking, wholesale dealing and retail dealing, distributing, servicing, repairing, franchising and dealing in spray guns and spray painting equipment or other paint coating equipment.</p>
4	Rationale for amalgamation/ merger	<p>(a) consolidation of the businesses presently being carried on by the Transferor Company and the Transferee Company, which shall create greater synergies between the business operations of all the companies.</p> <p>(b) optimal utilisation of resources due to pooling of management, administrative and technical skills of various resources of both the companies .</p>

		<p>(c) avoidance of duplication of costs of administration, distribution, selling and marketing and reduction in legal and regulatory compliances.</p> <p>(d) creation of value for shareholders of both the Amalgamating Company and that of the Amalgamated Company, as a result of the foregoing.</p>
5	In case of cash consideration – amount or otherwise share exchange ratio	Transferee Company will issue shares to shareholders of Transferor Company, in the ratio of 357 fully paid-up equity shares of Rs. 10 each of the Transferee Company for every 1 fully paid-up equity shares of Rs. 10 (Rupees ten) each of Transferor Company.
6	Brief details of change in shareholding pattern (if any) of listed entity	There would be no change in the shareholding pattern of Samvardhana Motherson International Limited (formerly Motherson Sumi Systems Limited).