

February 19, 2023

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

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

**Scrip Code : MOTHERSON****Scrip Code : 517334****Subject: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

Samvardhana MotherSON Automotive Systems Group B.V., Netherlands, a step-down subsidiary of Samvardhana MotherSON International Limited (“**the Company**”) has entered into an agreement to acquire 100% stake in SAS Autosystemtechnik GmbH, Germany from Faurecia, a company of the FORVIA Group. The above transaction is subject to customary closing conditions.

The details of acquisition pursuant to regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are attached as per **Annexure - A**.

This is for your information and records.

Thanking you,

Yours truly,  
For Samvardhana MotherSON International Limited  
(formerly MotherSON Sumi Systems Limited)

Alok Goel  
Company Secretary

**ANNEXURE A**  
**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.	1) <u>Name of the Target</u> : SAS Autosystemtechnik GmbH (“ <b>Target</b> ”), a 100% (indirect) subsidiary of Faurecia SE  2) <u>Business of the Target</u> : Target is, inter alia, engaged in the development, engineering, manufacturing, testing, logistics, distribution and assembly of cockpits, consoles, door panels, headliner, rear hatches, coding modules, front-end modules and front cradles for the automotive industry  3) <u>Turnover for the CY 2022</u> : 896.0 million EUR net revenues
(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	Automotive industry.
(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);	1. Enhanced integration in the automotive supply chain thereby increasing customer proximity. 2. Product diversification across customers, products and geography with increased exposure to electric vehicle programs 3. Well positioned to capitalize emerging trends of outsourcing of module assembly by OEMs. 4. Strong experience and competency in assembly operations, automation and managing complex logistics.
(e)	Brief details of any governmental or regulatory approvals required for the acquisitions	Merger control clearance required from the European Commission and from the national merger control authorities of China, Brazil, Mexico and the United States.
(f)	Indicative time period for completion of the acquisition	Subject to satisfactory completion of all conditions precedent including consultations with the works council, the transaction is expected to be closed within a time period of 5-8 months from date of signing (July-Sept 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	Enterprise Value of EUR 540 million.  Equity value shall be derived from Enterprise Value post customary adjustment for cash/ cash like item, debt / debt-like items and normalized working capital

(i)	Percentage of shareholding / control acquired and / or number of shares acquired	Samvardhana Motherson International Limited (SAMIL) via Samvardhana Motherson Automotive Systems Group BV (SMRPBV) to acquire 100% of the shareholding in the Target												
(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>: Development, engineering, manufacturing, testing, logistics, distribution and assembly of cockpits, consoles, door panels, headliner, rear hatches, coding modules, front-end modules and front cradles for the automotive industry.</p> <p>2) <u>Date of incorporation of the Target</u>: 30 November 2020 (date of first registration in the commercial register of the legal entity SAS Autosystemtechnik GmbH).</p> <p>3) <u>Turnover of last three financial years</u>:</p> <table border="1" data-bbox="703 763 1361 1070"> <thead> <tr> <th>Particular</th> <th>CY 2020</th> <th>CY 2021</th> <th>CY 2022</th> </tr> </thead> <tbody> <tr> <td>Net turnover (in million EUR)</td> <td>632.9</td> <td>683.6</td> <td>896.0</td> </tr> <tr> <td>EBITDA (in million EUR)</td> <td>71.2</td> <td>99.0</td> <td>102.7</td> </tr> </tbody> </table> <p>4) <u>Presence</u>: Germany, Spain, Brazil, Turkey, Argentina, France, Czech Republic, Slovakia, China, Mexico, Portugal, United States.</p>	Particular	CY 2020	CY 2021	CY 2022	Net turnover (in million EUR)	632.9	683.6	896.0	EBITDA (in million EUR)	71.2	99.0	102.7
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