



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

July 3, 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”)

Dear Sir,

This is further to our intimations dated June 26, 2024, we are pleased to inform you that the finance committee of the board of directors, of Samvardhana MotherSON International Limited (the “**Company**”), has approved the pricing, tenure and other terms of the issuance of US dollar denominated senior, secured, guaranteed notes (the “**Notes**”) aggregating to US \$ 350.00 million (United State Dollars three hundred and fifty million only) to be issued by SMRC Automotive Holdings Netherlands B.V. (the “**Issuer**”) a company incorporated under the laws of Netherlands being a step down subsidiary. The Notes are unconditionally and irrevocably guaranteed by the Company to the extent set forth in the terms and conditions of the Notes (the “**Issue**”). 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 above mentioned issuance are as follows

Particulars	Terms
Type of Instrument	US dollar denominated senior, secured, guaranteed notes.
Rating	The Notes are rated <i>BBB-</i> by Fitch Ratings and <i>Baa3</i> by Moody’s rating.
Use of Proceeds	The Issuer intends to use the net proceeds of the sale of the Notes primarily for repayment and refinancing of existing indebtedness as permitted under applicable laws and regulations.
Listing	The Notes shall be listed on the Open Market segment of the Frankfurt Stock Exchange.

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.: L35106MH1986PLC284510
Email: investorrelations@motherSON.com

Size of the Issue	US\$ 350.00 Million
Tenure of the instrument – date of allotment and date of maturity	5 years Date of Issue- 11 July, 2024 Date of Maturity- 11 July, 2029
Coupon offered, schedule of payment of coupon interest and principal	<u>Coupon</u> : 5.625% per annum <u>Schedule of payment of principal</u> : Bullet payment on 11 July 2029 <u>Schedule of payment of coupon interest</u> : Interest on the Notes will be paid semi-annually in arrears on 11 January and 11 July of each year, commencing on 11 January, 2025
Charge or security, if any, created over the assets	Secured The Notes shall be secured by a pledge of all capital stock of the Issuer held by the Company and its subsidiaries from time to time within such timelines as maybe set out in the documents in relation to the Notes.
Guarantee	The Company's aggregate potential liability under the Guarantee is initially capped at an amount equal to 105% of the aggregate principal amount of the Notes.
Details of the redemption	Please refer to the details above in relation to the tenure of the instrument, coupon offered, schedule of payment of coupon interest and principal.

Further, we would also like to inform you that the finance committee of the board of directors of the Company on July 03, 2024 has approved the execution of the purchase agreement to be executed on or about the date hereof amongst the Issuer and the Company with the initial purchasers including any amendments or restatements in relation thereto in relation to the Issue.

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 and acknowledge receipt.

Thanking you

Yours truly,
For Samvardhana Motherson International Limited

Alok Goel
Company Secretary

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.