



Date: March 5, 2016

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

Clarification

Dear Sirs,

This has reference to Notice for Postal Ballot as sent to the shareholders and also sent to the Stock Exchanges on February 27, 2016 in respect of change of Registered Office of the Company from the Union Territory of Delhi to the State of Maharashtra.

We have received queries seeking to know the place of the Registered Office of the Company in the state of Maharashtra.

In this regard, please refer to our letter dated February 9, 2016 intimated to the Stock Exchange that we are proposing to shift the Registered Office of the Company from New Delhi to Mumbai subject to the necessary approval of all the Stakeholders and Regulatory Authority(ies).

We, therefore like to further clarify as under :

1. We are proposing to shift the Registered Office of the Company to Mumbai, State of Maharashtra.
2. As per Section 13 of the Companies Act, 1956 (now Section 4 of the Companies Act, 2013), the state in which the registered office of the company is to be situated shall be mentioned in the Memorandum of Association. Accordingly, Clause II of the Memorandum of Association of the Company is proposed to be amended as under :

Existing -

II. The registered office of the will be situated in the Union Territory of Delhi.

Proposed -

II. The registered office of the will be situated in the State of Maharashtra.

3. On receipt of Order of the Regional Director, the Company will notify the place of the Registered Office of the Company at Mumbai in the State of Maharashtra and inform the concerned Authorities as well publish in the Newspapers as required under the law.

This is for your information and circulation to the members please.

Thanking you,

Yours faithfully,
For Motherson Sumi Systems Limited


(G.N. GAUBA)
CFO & Company Secretary