

Motherson Sumi Systems Limited



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
CIN - L34300MH1986PLC284510

April 2, 2018

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

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

Scrip Code : MOTHERSUMI

Scrip Code : 517334

Sub.: Intimation of proposed acquisition – under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

With reference to the captioned subject, we would like to inform you that, Samvardhana Motherson Automotive Systems Group B.V. (SMRPBV), Netherlands, a step down subsidiary of Motherson Sumi Systems Limited (the **Company**) has today executed the transaction documents for the proposed acquisition of Reydel Automotive Holdings B.V. and Reydel Automotive Management B.V. subject to signing of the binding documents and obtaining regulatory approvals as per the details provided in Annexure – A.

We are also enclosing the Press release as Annexure – B and Investor's presentation as Annexure – C.

This is for your information and record please.

Yours faithfully,
For **Motherson Sumi Systems Limited**


G.N. Gauba
Chief Financial Officer



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 entities, details in brief such as size, turnover etc.	<p>(i) Reydel Automotive Management B.V., a private company with limited liability incorporated under the laws of the Netherlands registered with the Dutch Trade Register of the Chamber of Commerce under number 63466627; and</p> <p>(ii) Reydel Automotive Holdings B.V., a private company with limited liability incorporated under the laws of the Netherlands registered with the Dutch Trade Register of the Chamber of Commerce under number 60418230 (collectively Target Companies).</p> <p>The Target Companies are the parent companies of Reydel Automotive Group (Target Group).</p> <p>Additional details of the Target Companies and the Target Group are set out in our response in S.no. (j).</p> <p>For the purpose of this Annexure, the Company and its direct and indirect subsidiaries are referred to as the "Purchaser Group".</p>
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	<p>This is not a related party transaction for the Company.</p> <p>None of the promoter/promoter group/ group companies have any interest in the Target Group.</p>
c)	Industry to which the entity being acquired belongs	Manufacturing
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons	The proposed transaction will further help consolidate Purchaser Group's position as a global interior supplier through amalgamation of complementary portfolio and





	for acquisition of target entity, if its business is outside the main line of business of the Company);	capabilities. The proposed transaction will also enhance diversification across customer portfolio and geographical footprint for the Purchaser Group.
e)	Brief details of any governmental or regulatory approvals required for the acquisitions	The key regulatory approvals required are: (i) Works council consultation Prior information to and consultation with the Works Council wherever required for the proposed transaction will be obtained. (ii) Anti-trust approvals The Anti-Trust approvals are required in certain jurisdictions which will be obtained prior to closing of the proposed transaction.
f)	Indicative time period for completion of the acquisition	Subject to obtaining regulatory and other approvals, the transaction is expected to be closed within an estimated time-period of 4 - 6 months.
g)	Nature of consideration – whether cash consideration or share swap and details of the same	Cash consideration
h)	Cost of acquisition or the price at which the shares are acquired	USD 201 million (approx.) subject to closing adjustments.
i)	Percentage of shareholding / control acquired and / or number of shares acquired	100% stake in the Target Entities
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)	<u>Main line of business:</u> The Target Group's activity mainly consists manufacturing of cockpit modules, instrument panels and door panels, consoles, as well as certain other decorative parts. <u>Date of incorporation:</u> The Target Entities have been incorporated on the following dates:





Target Entity	Date of Incorporation
Reydel Automotive Management B.V.	5 June 2015
Reydel Automotive Holdings B.V.	7 April 2014

History of Turnover: The turnover of the Target Group (in USD million) are as follows:

FY 2015	FY 2016	FY 2017*
876	890	1,048

*unaudited provisional US GAAP figures.

Global Presence: The Target Group is a leading global designer and manufacturer of automotive interior products for worldwide OEMs. The Target Group has 20 manufacturing plants and presence across 16 countries.

