

**(I)(a) STATEMENT SHOWING SHAREHOLDING PATTERN**

|  |                                      |  |   |
|--|--------------------------------------|--|---|
| Name of the Company  |                                      | : MOTHERSON SUMI SYSTEMS LIMITED                                 |   |
| Scrip Code, Name of the Scrip, Class of Security   |                                      | : MOTHERSUMI, EQUITY SHARES                                      |   |
| Quarter Ended  |                                      | : 30TH SEPTEMBER, 2011   |   |
| <b>Partly paid-up shares:-</b>   | <b>No. of Partly paid-up shares</b>  | <b>As a % of total no. of partly paid-up shares</b>              | <b>As a % of total no. of shares of the Company</b>   |
| Held by Promoter / Promoter Group  | Nil                                  | 0.00   | 0.00  |
| Held by Public   | Nil                                  | 0.00   | 0.00  |
| <b>Total</b>   | <b>0</b>                             | <b>0.00</b>  | <b>0.00</b>   |
| <b>Outstanding Convertible Securities:-</b>  | <b>No. of Outstanding Securities</b> | <b>As a % of total no. of outstanding Convertible Securities</b> | <b>As a % of total no. of shares of the Company, assuming full conversion of the Convertible Securities</b> |
| Held by Promoter / Promoter Group  | Nil                                  | 0.00   | 0.00  |
| Held by Public   | Nil                                  | 0.00   | 0.00  |
| <b>Total</b>   | <b>0</b>                             | <b>0.00</b>  | <b>0.00</b>   |
| <b>Warrants:</b>   | <b>No. of Warrants</b>               | <b>As a % of Total No. of Warrants</b>                           | <b>As a % of total no. of shares of the Company, assuming full conversion of Warrants</b>                   |
| Held by Promoter / Promoter Group  | Nil                                  | 0.00   | 0.00  |
| Held by Public   | Nil                                  | 0.00   | 0.00  |
| <b>Total</b>   | <b>0</b>                             | <b>0.00</b>  | <b>0.00</b>   |
| <b>Total Paid-up capital of the company, assuming full Conversion of Warrants and Convertible Securities</b> | <b>387543800</b>                     |  |   |

| CATEGO<br>RY CODE | CATEGORY OF SHAREHOLDERS               | NO. OF<br>SHAREHOLDERS | TOTAL NO.<br>SHARES | NO. OF SHARES HELD<br>IN DEMATERIALIZED<br>FORM | TOTAL SHAREHOLDING AS<br>A PERCENTAGE OF TOTAL<br>NO. OF SHARES |                                   | SHARES PLEDGED OR<br>OTHERWISE ENCUMBERED |  |
|-------------------|--|------------------------|---------------------|---|---|-----------------------------------|---|--|
|                   |  |                        |                     |   | AS A<br>PERCENTAGE<br>OF (A+B)                                  | AS A<br>PERCENTAG<br>E OF (A+B+C) | NO OF SHARES<br>(VIII)                    | AS A<br>PERCENTAGE<br>(IX)=(VIII)/(IV)*10<br>0 |
| (I)               | (II)                                   | (III)                  | (IV)                | (V)   | (VI)  | (VII)                             | (VIII)                                    | (IX)   |
| (A)               | <b>PROMOTER AND PROMOTER<br/>GROUP</b> |                        |                     |   |   |                                   |   |  |
| (1)               | <b>INDIAN</b>                          |                        |                     |   |   |                                   |   |  |
| (a)               | Individuals /HUF                       | 4                      | 14933909            | 14933909  | 3.85  | 3.85                              | 0   | 0.00   |
| (b)               | Central Government/State Government(s) | 0                      | 0                   | 0   | 0.00  | 0.00                              | 0   | 0.00   |
| (c)               | Bodies Corporate                       | 1                      | 140858015           | 140858015                                       | 36.35   | 36.35                             | 60500000                                  | 42.95  |
| (d)               | Financial Institutions / Banks         | 0                      | 0                   | 0   | 0.00  | 0.00                              | 0   | 0.00   |
| (e)               | Any Others                             | 0                      | 0                   | 0   | 0.00  | 0.00                              | 0   | 0.00   |
|                   | <b>Sub-Total A(1) :</b>                | <b>5</b>               | <b>155791924</b>    | <b>155791924</b>                                | <b>40.20</b>  | <b>40.20</b>                      | <b>60500000</b>                           | <b>38.83</b>                                   |

|     |   |              |                  |                  |               |               |                 |              |
|-----|---|--------------|------------------|------------------|---------------|---------------|-----------------|--------------|
| (2) | <b>FOREIGN</b>  |              |                  |                  |               |               |                 |              |
| (a) | Individuals (NRIs/Foreign Individuals)  | 0            | 0                | 0                | 0.00          | 0.00          | 0               | 0.00         |
| (b) | Bodies Corporate  | 1            | 96891795         | 96891795         | 25.00         | 25.00         | 0               | 0.00         |
| (c) | Institutions  | 0            | 0                | 0                | 0.00          | 0.00          | 0               | 0.00         |
| (d) | Others  | 0            | 0                | 0                | 0.00          | 0.00          | 0               | 0.00         |
|     | <b>Sub-Total A(2) :</b>   | <b>1</b>     | <b>96891795</b>  | <b>96891795</b>  | <b>25.00</b>  | <b>25.00</b>  | <b>0</b>        | <b>0.00</b>  |
|     | <b>Total Share Holding of Promoter and Promoter Group A=A(1)+A(2)</b>                   | <b>6</b>     | <b>252683719</b> | <b>252683719</b> | <b>65.20</b>  | <b>65.20</b>  | <b>60500000</b> | <b>23.94</b> |
| (B) | <b>PUBLIC SHAREHOLDING</b>  |              |                  |                  |               |               | NA              | NA           |
| (1) | <b>INSTITUTIONS</b>   |              |                  |                  |               |               |                 |              |
| (a) | Mutual Funds /UTI   | 70           | 36704090         | 36704090         | 9.47          | 9.47          |                 |              |
| (b) | Financial Institutions /Banks   | 5            | 12620            | 6433             | 0.00          | 0.00          |                 |              |
| (c) | Central Government / State Government(s)  | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
| (d) | Venture Capital Funds   | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
| (e) | Insurance Companies   | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
| (f) | Foreign Institutional Investors   | 98           | 42268059         | 42268059         | 10.91         | 10.91         |                 |              |
| (g) | Foreign Venture Capital Investors   | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
| (h) | Any Others  | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
|     | <b>Sub-Total B(1) :</b>   | <b>173</b>   | <b>78984769</b>  | <b>78978582</b>  | <b>20.38</b>  | <b>20.38</b>  |                 |              |
| (2) | <b>NON-INSTITUTIONS</b>   |              |                  |                  |               |               |                 |              |
| (a) | Bodies Corporate  | 496          | 29681781         | 29589522         | 7.66          | 7.66          |                 |              |
| (b) | Individuals   |              |                  |                  |               |               |                 |              |
|     | (i) Individual shareholders holding nominal share capital upto Rs.1 lakh                | 12170        | 13550837         | 10056378         | 3.50          | 3.50          |                 |              |
|     | (ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh       | 24           | 12269281         | 12269281         | 3.17          | 3.17          |                 |              |
| (c) | Any Others  |              |                  |                  |               |               |                 |              |
|     | Clearing Member   | 73           | 49564            | 49564            | 0.01          | 0.01          |                 |              |
|     | Trusts  | 2            | 854              | 854              | 0.00          | 0.00          |                 |              |
|     | Non Resident Indians  | 214          | 322995           | 321308           | 0.08          | 0.08          |                 |              |
|     | <b>Sub-Total B(2) :</b>   | <b>12979</b> | <b>55875312</b>  | <b>52286907</b>  | <b>14.42</b>  | <b>14.42</b>  |                 |              |
|     | <b>Total Public Share Holding B=B(1)+B(2) :</b>   | <b>13152</b> | <b>134860081</b> | <b>131265489</b> | <b>34.80</b>  | <b>34.80</b>  |                 |              |
|     | <b>Total (A+B) :</b>  | <b>13158</b> | <b>387543800</b> | <b>383949208</b> | <b>100.00</b> | <b>100.00</b> |                 |              |
| (C) | <b>Shares held by custodians and against which Depository Receipts have been issued</b> |              |                  |                  | NA            |               | NA              | NA           |
| (1) | Promoter / Promoter Group   | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
| (2) | Public  | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
|     | <b>GRAND TOTAL (A+B+C) :</b>  | <b>13158</b> | <b>387543800</b> | <b>383949208</b> | <b>100.00</b> | <b>100.00</b> | <b>60500000</b> | <b>15.61</b> |

| <b>(I)(b) STATEMENT SHOWING SHAREHOLDING OF PERSONS BELONGING TO THE CATEGORY "PROMOTER AND PROMOTER GROUP"</b> |                                   |                   |                                   |  |                    |  |
|---|-----------------------------------|-------------------|-----------------------------------|--|--------------------|--|
| SL NO.  | NAME OF THE SHAREHOLDER           | TOTAL SHARES HELD |                                   | SHARES PLEDGED OR OTHERWISE ENCUMBERED |                    |  |
|   |                                   | NUMBER OF SHARES  | AS A % OF GRAND TOTAL (A)+(B)+(C) | NUMBER OF SHARES                       | AS A PERCENTAGE    | AS A PERCENTAGE OF GRAND TOTAL (A)+(B)+(C) OF SUB CLAUSE (I) (a) |
| (I)   | (II)                              | (III)             | (IV)                              | (V)                                    | (VI)=(V)/(III)*100 | (VII)  |
| 1   | SAMVARDHANA MOTHERSON FINANCE LTD | 140858015         | 36.35                             | 60500000                               | 42.95              | 15.61  |
| 2   | SUMITOMO WIRING SYSTEMS LTD.      | 96891795          | 25.00                             | 0                                      | 0.00               | 0.00   |
| 3   | VIVEK CHAAND SEHGAL               | 12757156          | 3.29                              | 0                                      | 0.00               | 0.00   |
| 4   | GEETA SONI                        | 1133415           | 0.29                              | 0                                      | 0.00               | 0.00   |
| 5   | NEELU MEHRA                       | 1036338           | 0.27                              | 0                                      | 0.00               | 0.00   |
| 6   | RENU SEHGAL                       | 7000              | 0.00                              | 0                                      | 0.00               | 0.00   |
| <b>TOTAL</b>  |                                   | <b>252683719</b>  | <b>65.20</b>                      | <b>60500000</b>                        | <b>23.94</b>       | <b>15.61</b>   |

| <b>(I)(C)Statement showing Shareholding of persons belonging to the category "Public" and holding more than 1% of the total number of shares</b> |  |                  |  |
|--|--|------------------|--|
| Sr No.   | Name of the shareholder  | Number of shares | Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
| 1  | FID FUNDS (MAURITIUS) LIMITED  | 11599528         | 2.99   |
| 2  | ICICI PRUDENTIAL LIFE INSURANCE COMPANY LTD                                      | 5736449          | 1.48   |
| 3  | REETHA SHETTY  | 5575500          | 1.44   |
| 4  | HDFC TRUSTEE COMPANY LIMITED-HDFC EQUITY FUND                                    | 5380355          | 1.39   |
| 5  | RELIANCE LIFE INSURANCE COMPANY LTD  | 4693373          | 1.21   |
| 6  | TRUPTI PETROLEUMS PVT LTD  | 4051399          | 1.05   |
| 7  | RELIANCE CAPITAL TRUSTEE CO LTD A/C- RELIANCE REGULAR SAVINGS FUND-EQUITY OPTION | 4000000          | 1.03   |
| <b>TOTAL</b>   |  | <b>41036604</b>  | <b>10.59</b>   |

| <b>(I)(d) Statement showing details of locked-in shares</b> |                         |                            |  |
|---|-------------------------|----------------------------|--|
| Sr No.  | Name of the shareholder | Number of locked-in shares | Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
| 1   | Nil                     | Nil                        | Nil  |
| <b>TOTAL</b>  |                         |                            |  |

| <b>(II)(a) Statement showing details of Depository Receipts (DRs)</b> |   |                           |   |   |
|---|---|---------------------------|---|---|
| Sr No.  | Type of outstanding DR (ADRs, GDRs, SDRs, etc.) | Number of outstanding DRs | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
| 1   | Nil   | 0                         | 0   | 0.00  |
| <b>TOTAL</b>  |   | <b>0</b>                  | <b>0</b>                                    |   |

| <b>(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by 'promoter/promoter group' are in excess of 1% of the total number of shares</b> |                       |   |   |   |
|--|-----------------------|---|---|---|
| Sr No.   | Name of the DR Holder | Type of outstanding DR (ADRs, GDRs, SDRs, etc.) | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
| 1  |                       | 0   | 0   | 0   |
|  | <b>TOTAL</b>          | <b>0</b>  | <b>0</b>                                    | <b>0</b>  |

| <b>(III)(a) Statement showing the voting pattern of shareholders, if more than one class of shares/securities is issued by the issuer : NOT APPLICABLE</b> |   |  |         |         |                                |                             |                            |
|--|---|--|---------|---------|--------------------------------|-----------------------------|----------------------------|
| CATEGO<br>RY CODE  | CATEGORY OF SHAREHOLDERS  | Number of Voting Rights held in each class of securities |         |         | Total Voting Rights (III+IV+V) | Total Voting Rights i.e(VI) |                            |
|  |   | Class X  | Class Y | Class Z |                                | As a percentage of (A+B)    | As a percentage of (A+B+C) |
| (I)  | (II)  | (III)  | (IV)    | (V)     | (VI)                           | (VII)                       | (VIII)                     |
| (A)  | <b>PROMOTER AND PROMOTER GROUP</b>  |  |         |         |                                |                             |                            |
| (1)  | <b>INDIAN</b>   |  |         |         |                                |                             |                            |
| (a)  | Individuals /Hindu Undividend Family  |  |         |         |                                |                             |                            |
| (b)  | Central Government/State Government(s)                                      |  |         |         |                                |                             |                            |
| (c)  | Bodies Corporate  |  |         |         |                                |                             |                            |
| (d)  | Financial Institutions / Banks  |  |         |         |                                |                             |                            |
| (e)  | Any Other (Specify)   |  |         |         |                                |                             |                            |
|  | <b>Sub-Total (A) (1) :</b>  |  |         |         |                                |                             |                            |
| (2)  | <b>FOREIGN</b>  |  |         |         |                                |                             |                            |
| (a)  | Individuals (NRIs/Foreign Individuals)                                      |  |         |         |                                |                             |                            |
| (b)  | Bodies Corporate  |  |         |         |                                |                             |                            |
| (c)  | Institutions  |  |         |         |                                |                             |                            |
| (d)  | Any Other (Specify)   |  |         |         |                                |                             |                            |
|  | <b>Sub-Total (A)(2) :</b>   |  |         |         |                                |                             |                            |
|  | <b>Total Share Holding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b> |  |         |         |                                |                             |                            |
| (B)  | <b>PUBLIC SHAREHOLDING</b>  |  |         |         |                                |                             |                            |
| (1)  | <b>INSTITUTIONS</b>   |  |         |         |                                |                             |                            |
| (a)  | Mutual Funds /UTI   |  |         |         |                                |                             |                            |
| (b)  | Financial Institutions /Banks   |  |         |         |                                |                             |                            |
| (c)  | Central Government / State Government(s)                                    |  |         |         |                                |                             |                            |
| (d)  | Venture Capital Funds   |  |         |         |                                |                             |                            |
| (e)  | Insurance Companies   |  |         |         |                                |                             |                            |
| (f)  | Foreign Institutional Investors   |  |         |         |                                |                             |                            |
| (g)  | Foreign Venture Capital Investors   |  |         |         |                                |                             |                            |
| (h)  | Any Other (Specify)   |  |         |         |                                |                             |                            |
|  | <b>Sub-Total (B)(1) :</b>   |  |         |         |                                |                             |                            |

|     |   |  |  |  |  |  |  |
|-----|---|--|--|--|--|--|--|
| (2) | <b>NON-INSTITUTIONS</b>   |  |  |  |  |  |  |
| (a) | Bodies Corporate  |  |  |  |  |  |  |
| (b) | Individuals   |  |  |  |  |  |  |
|     | (i) Individual shareholders holding nominal share capital up to Rs.1 lakh         |  |  |  |  |  |  |
|     | (ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh |  |  |  |  |  |  |
| (c) | Any Other (Specify)   |  |  |  |  |  |  |
|     | <b>Sub-Total (B)(2) :</b>   |  |  |  |  |  |  |
|     | <b>Total Public Share Holding (B)=(B)(1)+(B)(2) :</b>                             |  |  |  |  |  |  |
|     | <b>Total (A)+(B) :</b>  |  |  |  |  |  |  |
| (C) | Shares held by custodians and against which Depository Receipts have been issued  |  |  |  |  |  |  |
|     | <b>GRAND TOTAL (A)+(B)+(C) :</b>  |  |  |  |  |  |  |

Note:- As already informed earlier, Samvardhana Motherson Finance Ltd. (SMFL) had executed Non-disposal Undertakings (NDU) in respect of certain shares and had pledged certain shares of the Company, the summarized positions of which as on 30.06.2011 are as follows:

| <u>Particulars</u>                     | <u>Pledged</u> | <u>Encumbered by way of NDU</u> | <u>Total</u> |
|--|----------------|---------------------------------|--------------|
| No. of shares                          | 20900000       | 39600000                        | 60500000     |
| %age of holding held by SMFL           | 14.84%         | 28.11%                          | 42.95%       |
| %age of total holding held by promoter | 8.27%          | 15.67%                          | 23.94%       |
| %age of holding of total Capital       | 5.39%          | 10.22%                          | 15.61%       |