

(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 JUNE, 2012  |                               |   |  |
| Partly paid-up shares:-  | No. of Partly paid-up shares  | As a % of total no. of partly paid-up shares              | As a % of total no. of shares of the Company   |
| 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>  |
| Outstanding Convertible Securities:-   | No. of Outstanding Securities | As a % of total no. of outstanding Convertible Securities | As a % of total no. of shares of the Company, assuming full conversion of the Convertible Securities |
| 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>  |
| Warrants:  | No. of Warrants               | As a % of Total No. of Warrants                           | As a % of total no. of shares of the Company, assuming full conversion of Warrants                   |
| 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>391964160</b>              |   | <b>100.00</b>  |

| CATEGORY CODE | CATEGORY OF SHAREHOLDERS               | NO. OF SHAREHOLDERS | TOTAL NO. OF SHARES | NO. OF SHARES HELD IN DEMATERIALIZED FORM | TOTAL SHAREHOLDING AS A PERCENTAGE OF TOTAL NO. OF SHARES |                            | SHARES PLEDGED OR OTHERWISE ENCUMBERED |                                      |
|---------------|--|---------------------|---------------------|---|---|----------------------------|--|--------------------------------------|
|               |  |                     |                     |   | AS A PERCENTAGE OF (A+B)                                  | AS A PERCENTAGE OF (A+B+C) | NO OF SHARES (VIII)                    | AS A PERCENTAGE (IX)=(VIII)/(IV)*100 |
| (I)           | (II)                                   | (III)               | (IV)                | (V)                                       | (VI)  | (VII)                      | (VIII)                                 | (IX)                                 |
| (A)           | PROMOTER AND PROMOTER GROUP            |                     |                     |   |   |                            |  |                                      |
| (1)           | INDIAN                                 |                     |                     |   |   |                            |  |                                      |
| (a)           | Individuals /HUF                       | 5                   | 14966497            | 14966497                                  | 3.82  | 3.82                       | 0                                      | 0.00                                 |
| (b)           | Central Government/State Government(s) | 0                   | 0                   | 0   | 0.00  | 0.00                       | 0                                      | 0.00                                 |
| (c)           | Bodies Corporate                       | 1                   | 141569584           | 141569584                                 | 36.12   | 36.12                      | 71350000                               | 50.40                                |
| (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>6</b>            | <b>156536081</b>    | <b>156536081</b>                          | <b>39.94</b>  | <b>39.94</b>               | <b>71350000</b>                        | <b>45.58</b>                         |

|            |   |              |                  |                  |               |               |                 |              |
|------------|---|--------------|------------------|------------------|---------------|---------------|-----------------|--------------|
| <b>(2)</b> | <b>FOREIGN</b>  |              |                  |                  |               |               |                 |              |
| (a)        | Individuals (NRIs/Foreign Individuals)  | 0            | 0                | 0                | 0.00          | 0.00          | 0               | 0.00         |
| (b)        | Bodies Corporate  | 3            | 100579390        | 100579390        | 25.66         | 25.66         | 0               | 0.00         |
| (c)        | Institutions  | 0            | 0                | 0                | 0.00          | 0.00          | 0               | 0.00         |
| (d)        | Qualified Foreign Investor  | 0            | 0                | 0                | 0.00          | 0.00          | 0               | 0.00         |
| (e)        | Others  | 0            | 0                | 0                | 0.00          | 0.00          | 0               | 0.00         |
|            | <b>Sub-Total A(2) :</b>   | <b>3</b>     | <b>100579390</b> | <b>100579390</b> | <b>25.66</b>  | <b>25.66</b>  | <b>0</b>        | <b>0.00</b>  |
|            | <b>Total Share Holding of Promoter and Promoter Group A=A(1)+A(2)</b>                   | <b>9</b>     | <b>257115471</b> | <b>257115471</b> | <b>65.60</b>  | <b>65.60</b>  | <b>71350000</b> | <b>27.75</b> |
| <b>(B)</b> | <b>PUBLIC SHAREHOLDING</b>  |              |                  |                  |               |               | <b>NA</b>       | <b>NA</b>    |
| <b>(1)</b> | <b>INSTITUTIONS</b>   |              |                  |                  |               |               |                 |              |
| (a)        | Mutual Funds /UTI   | 93           | 38005841         | 38005841         | 9.70          | 9.70          |                 |              |
| (b)        | Financial Institutions /Banks   | 15           | 634496           | 628309           | 0.16          | 0.16          |                 |              |
| (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   | 100          | 47878193         | 47878193         | 12.21         | 12.21         |                 |              |
| (g)        | Foreign Venture Capital Investors   | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
| (h)        | Qualified Foreign Investor  | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
| (i)        | Any Others  | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
|            | <b>Sub-Total B(1) :</b>   | <b>208</b>   | <b>86518530</b>  | <b>86512343</b>  | <b>22.07</b>  | <b>22.07</b>  |                 |              |
| <b>(2)</b> | <b>NON-INSTITUTIONS</b>   |              |                  |                  |               |               |                 |              |
| (a)        | Bodies Corporate  | 432          | 22273446         | 22210999         | 5.68          | 5.68          |                 |              |
| (b)        | Individuals   |              |                  |                  |               |               |                 |              |
|            | (i) Individual shareholders holding nominal share capital upto Rs.1 lakh                | 12452        | 13309981         | 9980755          | 3.40          | 3.40          |                 |              |
|            | (ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh       | 23           | 11846703         | 11846703         | 3.02          | 3.02          |                 |              |
| (c)        | Qualified Foreign Investor  | 0            | 0                | 0                | 0.00          | 0.00          |                 |              |
| (d)        | Any Others  |              |                  |                  |               |               |                 |              |
|            | Clearing Member   | 45           | 243536           | 243536           | 0.06          | 0.06          |                 |              |
|            | Trusts  | 2            | 655              | 655              | 0.00          | 0.00          |                 |              |
|            | Non Resident Indians  | 215          | 655838           | 654151           | 0.17          | 0.17          |                 |              |
|            | <b>Sub-Total B(2) :</b>   | <b>13169</b> | <b>48330159</b>  | <b>44936799</b>  | <b>12.33</b>  | <b>12.33</b>  |                 |              |
|            | <b>Total Public Share Holding B=B(1)+B(2) :</b>   | <b>13377</b> | <b>134848689</b> | <b>131449142</b> | <b>34.40</b>  | <b>34.40</b>  |                 |              |
|            | <b>Total (A+B) :</b>  | <b>13386</b> | <b>391964160</b> | <b>388564613</b> | <b>100.00</b> | <b>100.00</b> |                 |              |
| <b>(C)</b> | <b>Shares held by custodians and against which Depository Receipts have been issued</b> |              |                  |                  | <b>NA</b>     |               | <b>NA</b>       | <b>NA</b>    |
| (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>13386</b> | <b>391964160</b> | <b>388564613</b> | <b>100.00</b> | <b>100.00</b> | <b>71350000</b> | <b>18.20</b> |

**(I)(b) STATEMENT SHOWING HOLDING OF SECURITIES (INCLUDING SHARES, WARRANTS, CONVERTIBLE SECURITIES) OF PERSONS BELONGING TO THE CATEGORY "PROMOTER AND PROMOTER GROUP"**

| Sr. No.      | Name of Shareholders              | Details of Shares held |                                   | Encumbered Shares |                    |  | Details of warrants     |   | Details of convertible securities     |   | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|--------------|-----------------------------------|------------------------|-----------------------------------|-------------------|--------------------|--|-------------------------|---|---------------------------------------|---|--|
|              |                                   | No. of Shares held     | As a % of grand total (A)+(B)+(C) | No.               | As a percentage    | As a % of grant total (A)+(B)+(C) of sub-clause (I)(a) | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | As a % total number of convertible securities of the same class |  |
| (I)          | (II)                              | (III)                  | (IV)                              | (V)               | (VI)=(V)/(III)*100 | (VII)  | (VIII)                  | (IX)  | (X)                                   | (XI)  | (XII)  |
| 1            | SAMVARDHANA MOTHERSON FINANCE LTD | 141569584              | 36.12                             | 71350000          | 50.40              | 18.20  | 0                       | 0   | 0                                     | 0   | 36.12  |
| 2            | SUMITOMO WIRING SYSTEMS LTD.      | 99117269               | 25.29                             | 0                 | 0.00               | 0.00   | 0                       | 0   | 0                                     | 0   | 25.29  |
| 3            | VIVEK CHAAND SEHGAL               | 12757173               | 3.25                              | 0                 | 0.00               | 0.00   | 0                       | 0   | 0                                     | 0   | 3.25   |
| 4            | GEETA SONI                        | 1133871                | 0.29                              | 0                 | 0.00               | 0.00   | 0                       | 0   | 0                                     | 0   | 0.29   |
| 5            | NEELU MEHRA                       | 1036338                | 0.26                              | 0                 | 0.00               | 0.00   | 0                       | 0   | 0                                     | 0   | 0.26   |
| 6            | RENU SEHGAL                       | 39098                  | 0.01                              | 0                 | 0.00               | 0.00   | 0                       | 0   | 0                                     | 0   | 0.01   |
| 7            | LAKSH VAAMAN SEHGAL               | 17                     | 0.00                              | 0                 | 0.00               | 0.00   | 0                       | 0   | 0                                     | 0   | 0.00   |
| 8            | H. K. WIRING SYSTEMS LIMITED      | 1008771                | 0.26                              | 0                 | 0.00               | 0.00   | 0                       | 0   | 0                                     | 0   | 0.26   |
| 9            | RADHA RANI HOLDINGS PTE LTD       | 453350                 | 0.12                              | 0                 | 0.00               | 0.00   | 0                       | 0   | 0                                     | 0   | 0.12   |
| <b>TOTAL</b> |                                   | <b>257115471</b>       | <b>65.60</b>                      | <b>71350000</b>   | <b>27.75</b>       | <b>18.20</b>   | <b>0</b>                | <b>0</b>  | <b>0</b>                              | <b>0</b>  | <b>65.60</b>   |

**(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares**

| Sr. No.      | Name of the shareholder  | Number of shares held | Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above) | Details of warrants     |   | Details of convertible securities     |   | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|--------------|--|-----------------------|--|-------------------------|---|---------------------------------------|---|--|
|              |  |                       |  | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t. total number of convertible securities of the same class |  |
| 1            | FID FUNDS (MAURITIUS) LIMITED  | 11599528              | 2.96   | 0                       | 0   | 0                                     | 0   | 2.96   |
| 2            | ICICI PRUDENTIAL LIFE INSURANCE COMPANY LTD                                      | 5798891               | 1.48   | 0                       | 0   | 0                                     | 0   | 1.48   |
| 3            | REETHA SHETTY  | 5575500               | 1.42   | 0                       | 0   | 0                                     | 0   | 1.42   |
| 4            | RELIANCE LIFE INSURANCE COMPANY LTD  | 4701570               | 1.20   | 0                       | 0   | 0                                     | 0   | 1.20   |
| 5            | RELIANCE CAPITAL TRUSTEE CO LTD A/C- RELIANCE REGULAR SAVINGS FUND-EQUITY OPTION | 4700000               | 1.20   | 0                       | 0   | 0                                     | 0   | 1.20   |
| <b>TOTAL</b> |  | <b>32375489</b>       | <b>8.26</b>  | <b>0</b>                | <b>0</b>  | <b>0</b>                              | <b>0</b>  | <b>8.26</b>  |

**(I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the Company**

| Sr. No.      | Name(s) of the shareholder(s) and the persons Acting in Concert (PAC) with them | 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) | Details of warrants     |   | Details of convertible securities     |   | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|--------------|---|------------------|--|-------------------------|---|---------------------------------------|---|--|
|              |   |                  |  | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t. total number of convertible securities of the same class |  |
| 1            | Nil   | 0                | 0.00   |                         |   |                                       |   |  |
| <b>TOTAL</b> |   | <b>0</b>         | <b>0.00</b>  |                         |   |                                       |   |  |

**(II)(d) Statement showing details of locked-in shares**

| 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            | SUMITOMO WIRING SYSTEMS LIMITED | 1105090                    | 0.28   |
| <b>TOTAL</b> |                                 |                            |  |

**(II)(a) Statement showing details of Depository Receipts (DRs)**

| 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>                                    |   |

**(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**

| 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   |
| <b>TOTAL</b> |                       |   | <b>0</b>                                    | <b>0</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 |   |  |         |         |                                |                             |                            |
|---|---|--|---------|---------|--------------------------------|-----------------------------|----------------------------|
| CATEGORY 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) |
|   |   | (III)  | (IV)    | (V)     |                                | (VI)                        | (VII)                      |
| (A)   | <b>PROMOTER AND PROMOTER GROUP</b>  |  |         |         |                                |                             |                            |
| (1)   | <b>INDIAN</b>   |  |         |         |                                |                             |                            |
| (a)   | Individuals /Hindu Undivided 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)   |  |  |  |  |  |
|     | Sub-Total (B)(2) :  |  |  |  |  |  |
|     | Total Public Share Holding (B)=(B)(1)+(B)(2) :                                    |  |  |  |  |  |
|     | Total (A)+(B) :   |  |  |  |  |  |
| (C) | Shares held by custodians and against which Depository Receipts have been issued  |  |  |  |  |  |
|     | GRAND TOTAL (A)+(B)+(C) :   |  |  |  |  |  |

Note No.1:- 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 30.06.2012 are as follows:

| <u>Particulars</u>                     | <u>Pledged</u> | <u>Encumbered by way of NDU</u> | <u>Total</u> |
|--|----------------|---------------------------------|--------------|
| No. of shares                          | 31750000       | 39600000                        | 71350000     |
| %age of holding held by SMFL           | 22.43%         | 27.97%                          | 50.40%       |
| %age of total holding held by promoter | 12.35%         | 15.40%                          | 27.75%       |
| %age of holding of total Capital       | 8.10%          | 10.10%                          | 18.20%       |