

| <b>(I)(a) STATEMENT SHOWING SHAREHOLDING PATTERN</b>    |   |                    |                  |  |   |                         |  |                                       |
|---|---|--------------------|------------------|--|---|-------------------------|--|---------------------------------------|
| <b>NAME OF THE COMPANY : MOTHERSON SUMI SYSTEMS LTD</b> |   |                    |                  |  |   |                         |  |                                       |
| <b>SCRIP CODE:</b>                                      |   |                    |                  |  |   |                         |  |                                       |
| <b>QUARTER ENDED: 31/12/2009</b>                        |   |                    |                  |  |   |                         |  |                                       |
| CATEGORY CODE   | CATEGORY OF SHAREHOLDERS  | NO OF SHAREHOLDERS | TOTAL NO SHARES  | NO OF SHARES HELD IN DEMATERIALIZED FORM | TOTAL SHAREHOLDING AS A PERCENTAGE OF TOTAL |                         | SHARES PLEDGED OR OTHERWISE ENCUMBERED |                                       |
|   |   |                    |                  |  | AS A PERCENTAGE (A+B)                       | AS A PERCENTAGE (A+B+C) | NO OF SHARES (VIII)                    | AS A PERCENTAGE (IX)=(VIII)/(IV)* 100 |
| (I)   | (II)  | (III)              | (IV)             | (V)                                      | (VI)  | (VII)                   | (VIII)                                 | (IX)                                  |
| <b>(A)</b>  | <b>PROMOTER AND PROMOTER GROUP 2</b>                                  |                    |                  |  |   |                         |  |                                       |
| (1)   | <b>INDIAN</b>   |                    |                  |  |   |                         |  |                                       |
| (a)   | Individuals /HUF  | 3                  | 14926909         | 14926909                                 | 4.20  | 4.20                    | 0                                      | 0.00                                  |
| (b)   | Central Government/State Government(s)                                | 0                  | 0                | 0  | 0.00  | 0.00                    | 0                                      | 0.00                                  |
| (c)   | Bodies Corporate  | 1                  | 140838015        | 140838015                                | 39.61                                       | 39.61                   | 70100000                               | 49.77                                 |
| (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>4</b>           | <b>155764924</b> | <b>155764924</b>                         | <b>43.81</b>                                | <b>43.81</b>            | <b>70100000</b>                        | <b>45.00</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         | 8804295                                  | 27.25                                       | 27.25                   | 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>8804295</b>                           | <b>27.25</b>                                | <b>27.25</b>            | <b>0</b>                               | <b>0.00</b>                           |
|   | <b>Total Share Holding of Promoter and Promoter Group A=A(1)+A(2)</b> | <b>5</b>           | <b>252656719</b> | <b>164569219</b>                         | <b>71.06</b>                                | <b>71.06</b>            | <b>70100000</b>                        | <b>27.74</b>                          |
| <b>(B)</b>  | <b>PUBLIC SHAREHOLDING 3</b>  |                    |                  |  |   |                         | NA                                     | NA                                    |
| (1)   | <b>INSTITUTIONS</b>   |                    |                  |  |   |                         |  |                                       |
| (a)   | Mutual Funds /UTI   | 26                 | 27982023         | 27982023                                 | 7.87  | 7.87                    |  |                                       |
| (b)   | Financial Institutions /Banks   | 6                  | 13018            | 6831                                     | 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                                       | 29                 | 22338532         | 22338532                                 | 6.28  | 6.28                    |  |                                       |
| (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>61</b>          | <b>50333573</b>  | <b>50327386</b>                          | <b>14.16</b>                                | <b>14.16</b>            |  |                                       |

|     |   |              |                  |                  |               |               |                 |              |  |
|-----|---|--------------|------------------|------------------|---------------|---------------|-----------------|--------------|--|
| (2) | <b>NON-INSTITUTIONS</b>   |              |                  |                  |               |               |                 |              |  |
| (a) | Bodies Corporate  | 483          | 20468068         | 20392309         | 5.76          | 5.76          |                 |              |  |
| (b) | Individuals   |              |                  |                  |               |               |                 |              |  |
|     | (i) Individuals holding nominal share capital upto Rs.1 lakh                  | 9388         | 14030943         | 10077934         | 3.95          | 3.95          |                 |              |  |
|     | (ii) Individuals holding nominal share capital in excess of Rs.1 lakh         | 15           | 17633963         | 17633963         | 4.96          | 4.96          |                 |              |  |
| (c) | Any Others  |              |                  |                  |               |               |                 |              |  |
|     | Clearing Mumber   | 60           | 27707            | 27707            | 0.01          | 0.01          |                 |              |  |
|     | Trusts  | 1            | 302              | 302              | 0.00          | 0.00          |                 |              |  |
|     | Non Resident Indians  | 172          | 382525           | 380838           | 0.11          | 0.11          |                 |              |  |
|     | Overseas Corporate Bodies   | 1            | 20000            | 20000            | 0.01          | 0.01          |                 |              |  |
|     | <b>Sub-Total B(2) :</b>   | <b>10120</b> | <b>52563508</b>  | <b>48533053</b>  | <b>14.78</b>  | <b>14.78</b>  |                 |              |  |
|     | <b>Total Public Share Holding B=B(1)+B(2) :</b>                               | <b>10181</b> | <b>102897081</b> | <b>98860439</b>  | <b>28.94</b>  | <b>28.94</b>  |                 |              |  |
|     | <b>Total (A+B) :</b>  | <b>10186</b> | <b>355553800</b> | <b>263429658</b> | <b>100.00</b> | <b>100.00</b> |                 |              |  |
| (C) | Shares held by custodians, against which Depository Receipts have been issued | 0            | 0                | 0                | 0.00          | 0.00          | NA              | NA           |  |
|     | <b>GRAND TOTAL (A+B+C) :</b>  | <b>10186</b> | <b>355553800</b> | <b>263429658</b> | <b>100.00</b> | <b>100.00</b> | <b>70100000</b> | <b>19.72</b> |  |

| <b>(I)(b) STATEMENT SHOWING SHAREHOLDING OF PERSONS BELONGING TO "PROMOTER AND PROMOTER GROUP"</b> |                                   |                   |                                   |  |                    |  |
|--|-----------------------------------|-------------------|-----------------------------------|--|--------------------|--|
| SLNO   | 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 A 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 | 140838015         | 39.61                             | 70100000                               | 49.77              | 19.72  |
| 2  | SUMITOMO WIRING SYSTEMS LTD.      | 96891795          | 27.25                             | 0                                      | 0.00               | 0.00   |
| 3  | VIVEK CHAAND SEHGAL               | 12757156          | 3.59                              | 0                                      | 0.00               | 0.00   |
| 4  | GEETA SONI                        | 1133415           | 0.32                              | 0                                      | 0.00               | 0.00   |
| 5  | NEELU MEHRA                       | 1036338           | 0.29                              | 0                                      | 0.00               | 0.00   |
|  | <b>TOTAL</b>                      | <b>252656719</b>  | <b>71.06</b>                      | <b>70100000</b>                        | <b>27.74</b>       | <b>19.72</b>   |

**(I)(C) Statement showing Shareholding 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 | 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                 | 13742709         | 3.87   |
| 2            | HDFC TRUSTEE COMPANY LIMITED-HDFC EQUITY FUND | 6900000          | 1.94   |
| 3            | ICICI PRUDENTIAL LIFE INSURANCE COMPANY LTD   | 5674543          | 1.60   |
| 4            | REETHA SHETTY                                 | 5575500          | 1.57   |
| 5            | TRUPTI PETROLEUMS PVT LTD                     | 4445714          | 1.25   |
| 6            | NEMISH S SHAH                                 | 4067360          | 1.14   |
| <b>TOTAL</b> |   | <b>40405826</b>  | <b>11.36</b>   |

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

| Sr No.       | Name of the shareholder | Category of shareholders(Promoters/Public) | 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                        | Nil  |
| <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 | 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                         | 0.00  |
| <b>TOTAL</b> |   | <b>0</b>                  |   |

**(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares 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.) | 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>  |

**NOT APPLICABLE**

| <b>(III)(a) Statement showing the voting pattern of shareholders, if more than one class of shares/securities is issued by the issuer</b> |   |   |                |                |                                       |                                    |                                   |
|---|---|---|----------------|----------------|---------------------------------------|------------------------------------|-----------------------------------|
| <b>CATEGORY CODE</b>  | <b>CATEGORY OF SHAREHOLDERS</b>   | <b>Number of Voting Rights held in each class of securities</b> |                |                | <b>Total Voting Rights (III+IV+V)</b> | <b>Total Voting Rights i.e(VI)</b> |                                   |
|   |   | <b>Class X</b>  | <b>Class Y</b> | <b>Class Z</b> |                                       | <b>As a percentage of (A+B)</b>    | <b>As a percentage of (A+B+C)</b> |
| <b>(I)</b>  | <b>(II)</b>   | <b>(III)</b>  | <b>(IV)</b>    | <b>(V)</b>     | <b>(VI)</b>                           | <b>(VII)</b>                       | <b>(VIII)</b>                     |
| <b>(A)</b>  | <b>PROMOTER AND PROMOTER GROUP <sup>2</sup></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)</b>  | <b>PUBLIC SHAREHOLDING <sup>3</sup></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)  |  |  |  |  |  |  |
|     | Clearing Members   |  |  |  |  |  |  |
|     | Non Resident Indians   |  |  |  |  |  |  |
|     | <b>Sub-Total (B)(2) :</b>  |  |  |  |  |  |  |
|     | <b>Total Public Share Holding (B)=(B)(1)+(B)(2) :</b>                                |  |  |  |  |  |  |
|     | <b>Total (A)+(B) :</b>   |  |  |  |  |  |  |
| (C) |  |  |  |  |  |  |  |
|     | <b>Shares held by custodians, against which Depository Receipts have been issued</b> |  |  |  |  |  |  |
|     | <b>GRAND TOTAL (A)+(B)+(C) :</b>   |  |  |  |  |  |  |

Note:- As already informed earlier, Samvardhana Motherson Finance Ltd. (SMFL) had executed certain Non-disposal Undertakings (NDU) and also pledged certain shares of the Company. The summarized positions as on 31.12.2009 are as follows:

| <u>Particulars</u>                     | <u>Pledged</u> | <u>Encumbered by way of NDU</u> | <u>Total</u> |
|--|----------------|---------------------------------|--------------|
| No. of shares                          | 15500000       | 54600000                        | 70100000     |
| %age of holding held by SMFL           | 11.00%         | 38.77%                          | 49.77%       |
| %age of total holding held by promoter | 6.13%          | 21.61%                          | 27.74%       |
| %age of holding of total Capital       | 4.36%          | 15.36%                          | 19.72%       |