

February 19, 2023

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

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

**Scrip Code : MOTHERSON****Scrip Code : 517334****Subject: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

This is with reference to the disclosure submitted by the Company for acquisition of 100% stake in SAS Autosystemtechnik GmbH, Germany by Samvardhana MotherSON Automotive Systems Group B.V., Netherlands, a step-down subsidiary of the Company.

An Investor Presentation pursuant to regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached herewith.

This is for your information and records.

Thanking you,

Yours truly,  
For Samvardhana MotherSON International Limited  
(formerly MotherSON Sumi Systems Limited)

Alok Goel  
Company Secretary



**Motherson  
further  
strengthens its  
position as  
Tier 0.5 supplier**

**Motherson Group reaches an agreement to acquire  
100% stake in SAS Autosystemtechnik GmbH, Germany  
from Faurecia**

19<sup>th</sup> February 2023

**motherson** 



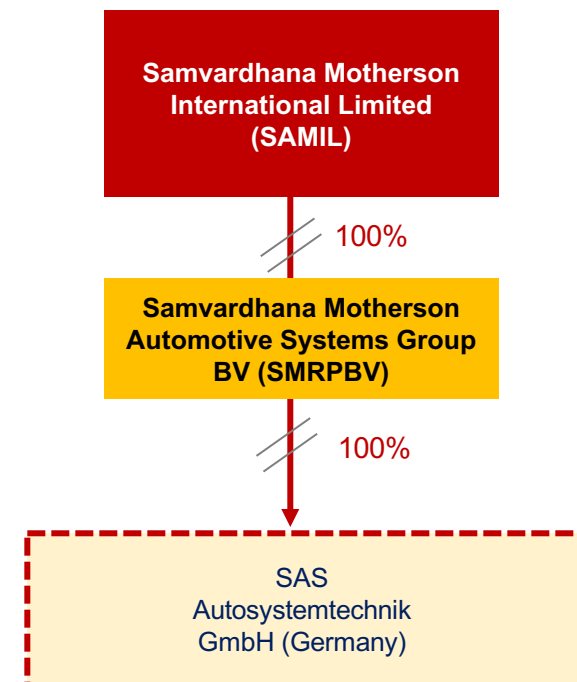
# Transaction Overview.



## Deal overview

- SMRPBV (wholly owned subsidiary of SAMIL) reaches an agreement to acquire 100% stake in SAS Autosystemtechnik GmbH (SAS) from Faurecia
- SAS is a leading global provider of cockpit module assembly for the automotive industry
- EPS accretive<sup>^</sup> transaction
- Enterprise value is Euro 540 million, to be funded by a mix of debt and internal accruals
- Remains subject to consultation with employee representatives and receipt of required regulatory approvals, expected to close by Q2 of FY24

## Proposed Structure



## Financial highlights

Euro in million	CY 2020	CY 2021	CY 2022
Gross Revenues* (On Principal basis)	3,509	3,835	4,423
Net Revenues**	633	684	896
EBITDA	71	99	103

Indirectly

Notes:

<sup>^</sup> As the Purchase price allocation will be done on transaction closing, the impact of the same on EPS is not known as of today. However, on a cash basis transaction is EPS accretive

\* Gross revenue represents total of agent flows and net sales; Source: Based on management accounts of SAS; \*\* Net revenue represents product sales as per SAS financials;

Source: Net revenue and EBITDA for CY20 & CY21 based on financial statements of SAS and CY22 is based on interim statements management report

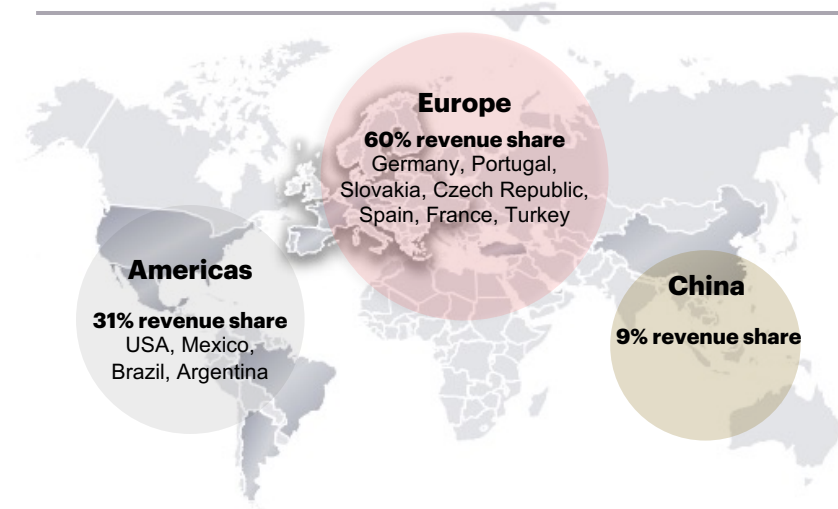


# SAS provides high-quality module assembly for top-tier OEM customers.

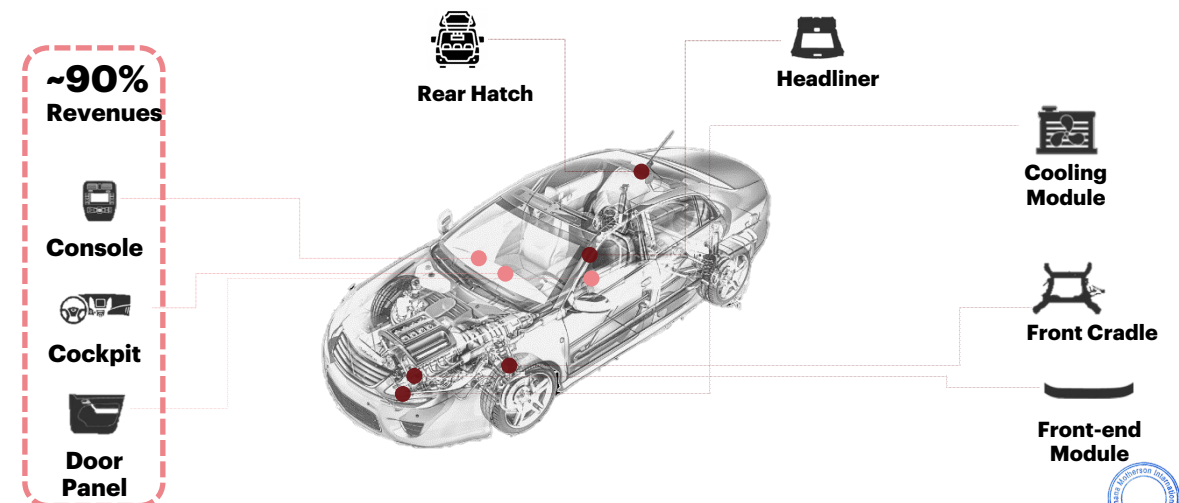
## About SAS.

- Expertise in JIT / JIS solutions
- Favourable exposure to premium vehicle segment
- Long term customer relationships, spanning over 3 decades
- Significant entry barriers due to deep expertise and customer trust
- Strong Booked business; over ~3 Bn\*\* Euro in cumulative net revenues over the next 3 years
- EV programs constitute almost half of the total net revenues
- 5,000+ headcount as on Dec22
- 24 manufacturing + 2HQ across 12 countries

## Footprint.\*



## Products.



Notes:

\* Based on management accounts of SAS for CY21; \*\* Based on information provided by SAS team

# Transaction Rationale.

**01**

Enhanced integration in the automotive supply chain thereby **increasing customer proximity**

**03**

Business on principal basis creates potential for **adding more content per vehicle** for other product lines of Motherson



**02**

Strong experience and competency in **assembly operations, automation and managing complex logistics.**

**04**

Customers and component diversification with **increased exposure to electric vehicle programs**

# 01 Modularisation trend leading to value-add shift to Tier 1 Players; Transaction is a step towards becoming Tier 0.5 supplier

**OEM**

## Evolution of Automotive Industry



Expert for all parts with high degree of internal production and assembly efforts

Reduction of assembly time and complexity by outsourcing system expertise

Vehicle platform expert with external JIS/JIT module partners

**Tier 1**



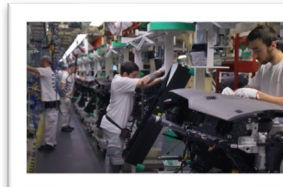
**Product expert**  
R&D, manufacturing, vertical integration



**System expert**  
Development and manufacturing of modules, vertical integration of sub-assemblies



R&D, manufacturing, vertical integration



**Module specialists**  
Final assembly and JIS solutions



Development and manufacturing of modules, vertical integration of sub-assemblies

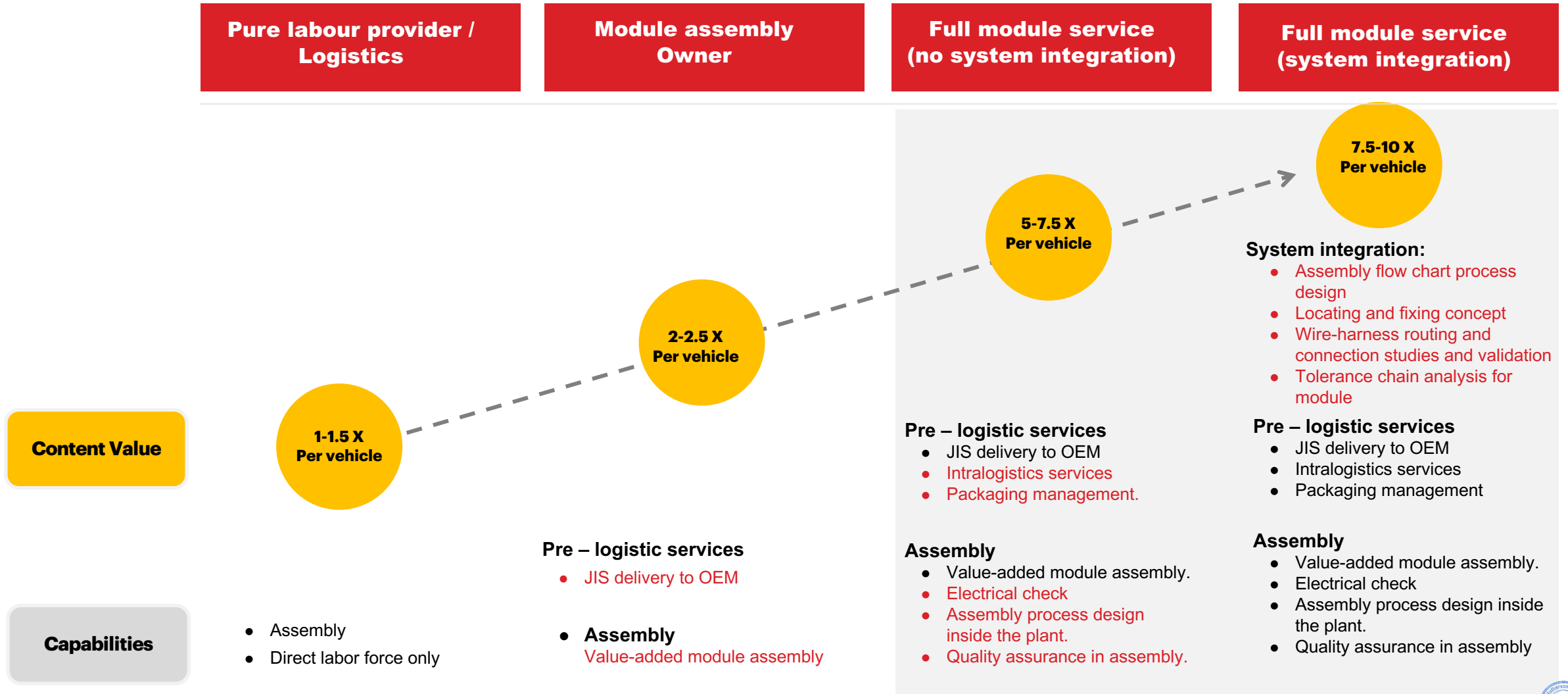


R&D, manufacturing, vertical integration

SAS



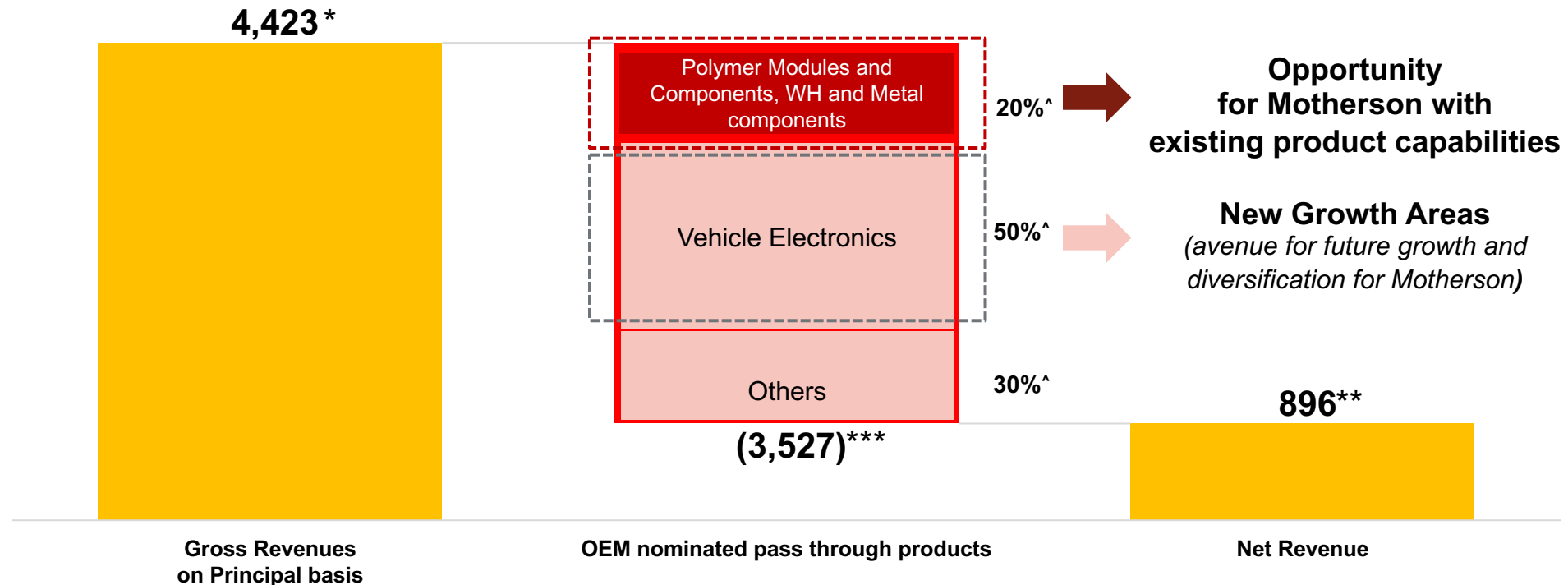
# 02 Strong competency for full module service



# 03 Potential Opportunities for other businesses of Motherson.



Euro Million for FY22



Notes:

\* Gross revenue (on principal basis) represents total of agent flows and net sales; Source: Based on management accounts of SAS;

\*\* Net revenue represents product sales as per SAS financials; Source: Based on interim statements management report

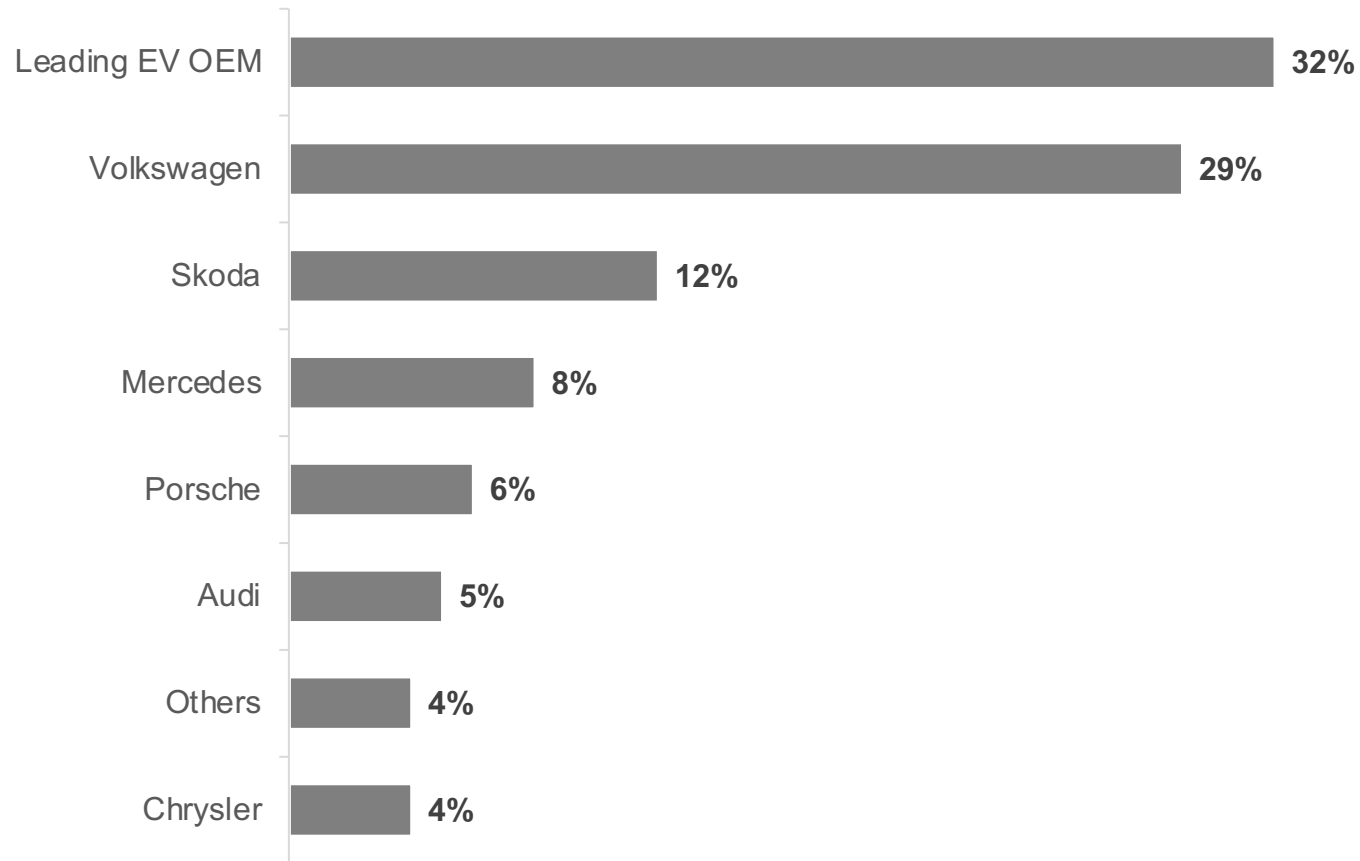
\*\*\* OEM nominated pass through products is Gross revenues on principal basis less Net revenue

<sup>^</sup> Based on information provided by SAS team during diligence process





## 04 Access to a portfolio with significant EV share.



**Approx. 50% of  
the total net  
revenue from  
EV programs**

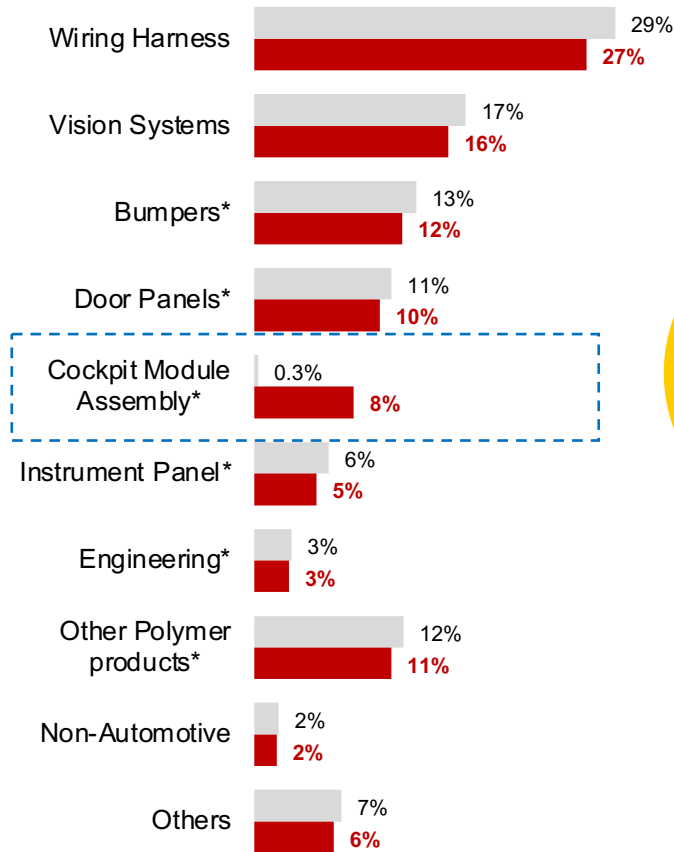
**Significant  
share of sales  
from premium  
vehicles**

Notes:

^ Based on CY 2021; Source: Based on information provided by SAS

# 04 Diversification of SAMIL's products and customer base (3CX 10) on a proforma basis.

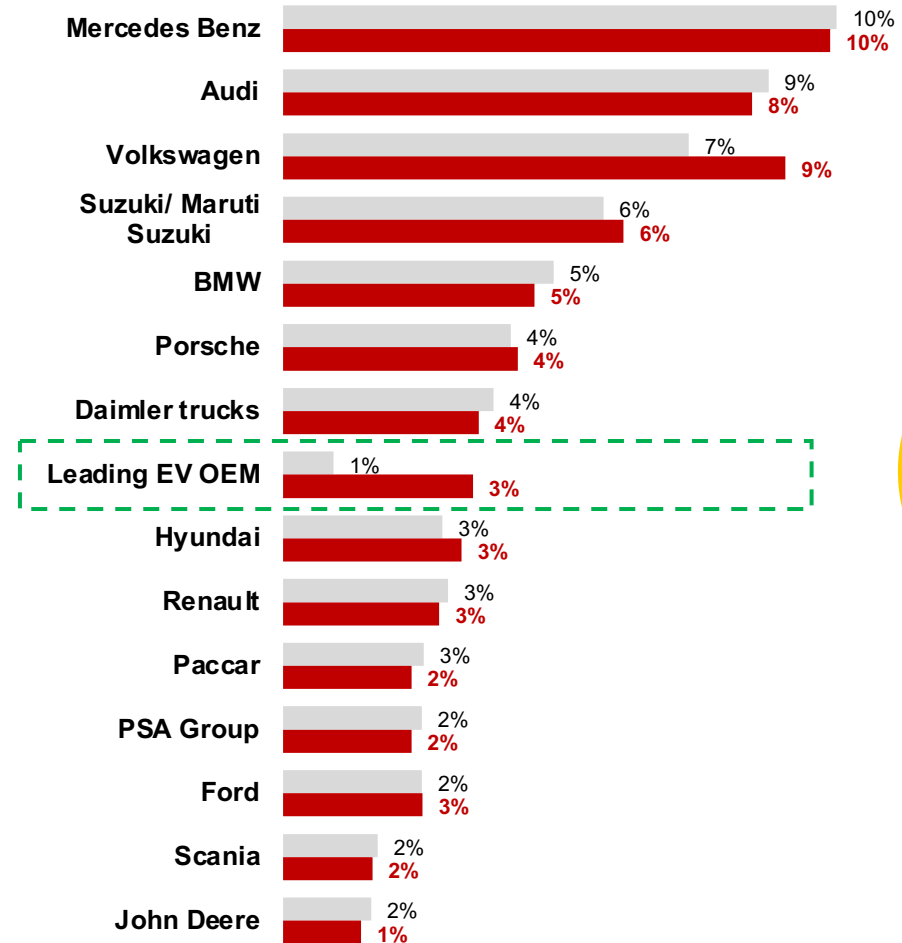
## Component wise.



Relatively new product line

## Customer wise.

(top 15 customers)



Significant traction from a leading American EV OEM

Notes:

1. Total revenue considered is including 100% of joint venture and associate companies consolidated under equity method.

• Under Modules and Polymer Products business division.

2. Revenue mix is computed based on SAMIL's H1FY23 revenue and SAS's net revenue of CY21

Proforma



# Thank you.

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