

April 15, 2025

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

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

Scrip Code : 517334**Scrip Code : MOTHERSON****Subject: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

This is with reference to the disclosure made by Samvardhana MotherSON International Limited (the “**Company**”) vide letter dated January 18, 2024, regarding entering into a Securities Subscription Agreement, Shareholders Agreement and Technology Support Agreement (“**Definitive Agreements**”) by Samvardhana MotherSON Innovative Solutions Limited (“**SMISL**”) a wholly owned subsidiary of the Company with BIEL Crystal (Singapore) Private Limited (“**BIEL**”). As per the Definitive Agreements, BIEL has right to hold up to 49% of the share capital on a fully diluted basis in MotherSON Electronic Components Private Limited (“**MECPL**”), presently a wholly owned subsidiary of SMISL.

Pursuant to the Definitive Agreements, BIEL, upon completion of the conditions precedent, as agreed between the parties (*including receipt of necessary approvals from Government of India pursuant to Press Note 3 of 2020 for its foreign direct investment in MECPL*), has made an initial primary investment in MECPL to subscribe 0.01% Cumulative Compulsory Convertible Preference Shares (“**CCPS**”) aggregating to 5,16,66,667 with a tenure of five (5) years from the date of their issuance and allotment.

The CCPS have been allotted for an aggregate consideration of ~Rs. 51.67 Crore in compliance with the pricing guidelines prescribed under the extant foreign exchange management regulations of India, and these will be compulsorily converted into the same number of equity shares at the end of tenure or earlier at the request of BIEL, subject to the terms of the CCPS. Consequent to the allotment of the CCPS, SMISL will hold 90%, and BIEL will hold 10% of the issued and paid-up share capital of MECPL on a fully diluted basis.

As per the Definitive Agreements, BIEL, *inter-alia*, has a right to: (a) nominate one (1) director to the board of MECPL, so long as BIEL holds less than 26% of the issued and paid-up share capital of MECPL, on a fully diluted basis; and (b) increase its shareholding in MECPL (*through a primary investment or secondary sale-purchase, or a combination of both*) up to an aggregate of 49% of the issued and paid-up share capital of MECPL, on a fully diluted basis and at fair value. BIEL has the right to increase its shareholding up to an aggregate of 49% on a fully diluted basis and such increase can be made in up to two tranches, which right can be exercised on or before April 17, 2029.

The above is for your information and records.

Thanking you,

Yours truly,
For Samvardhana MotherSON International Limited

Alok Goel
Company Secretary