

August 29, 2025

BSE Limited1st 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****Sub: - Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/Madam,

The Board of Directors of Samvardhana Motherson International Limited ("**Company**" or "**SAMIL**") at its meeting today, i.e., August 29, 2025 has, *inter alia*, considered and approved for undertaking the Scheme for Reduction of Share Capital by Motherson Technology Services Limited ("**MTSL**"), under Section 66 and other applicable provisions of the Companies Act, 2013 ("**the Act**"), subject to approval of Hon'ble National Company Law Tribunal.

SAMIL holds 92.96% shareholding in MTSL and post selective reduction of Equity Share Capital by MTSL of certain shareholders, MTSL will become a 100% wholly owned subsidiary of SAMIL.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, details of this are enclosed herewith as **Annexure-A**.

The Board meeting of the Company commenced at 0700 Hours (IST) and concluded at 0825 Hours (IST).

The above is for your information and records.

Thanking you,

Yours truly,
For Samvardhana Motherson International Limited

Alok Goel
Company Secretary

Annexure - A

Sr. no.	Details of Events that need to be provided	Information about such events
1.	Name of target entity, details in brief such as size, turnover etc.	<p>Motherson Technology Services Limited ("MTSL") is an existing subsidiary of Samvardhana Motherson International Limited (the "Company/SAMIL").</p> <p>Further, consolidated revenue from operations of MTSL for financial year ended March 31, 2025, was INR 11,362.6 Mn.</p>
2.	<p>Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/group companies have any interest in the entity being acquired?</p> <p>If yes, nature of interest and details thereof and whether the same is done at arms-length</p>	<p>Yes.</p> <p>MTSL is an existing subsidiary of SAMIL, with SAMIL holding 92.96% and balance held by promoter and promoter group and minority shareholders.</p> <p>MTSL will be undertaking reduction of 7,858,602 fully paid Equity Share at the price as determined basis valuation report obtained from a reputed valuer viz Price Waterhouse & Co LLP.</p> <p>The promoters and promoter group of SAMIL holds 3.17% equity shares of MTSL out of total 7.04% external shareholders. The entire minority shareholders including promoter and promoter group will be reduced as per the aforesaid valuation report by Price Waterhouse & Co LLP.</p> <p>Total payout amounts to approximately INR 335.25 Million, out of which INR 150.76 million is attributable to the promoters and promoter group.</p> <p>Post completion of process of selective reduction of Equity Share Capital, MTSL (along with its subsidiaries) will become a 100% wholly owned subsidiary of SAMIL.</p>
3.	Industry to which the entity being acquired belongs	Information Technology Sector
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the Company);	<p>No new acquisition of Shares.</p> <p>MTSL is an existing subsidiary of SAMIL, with SAMIL holding 92.96%, post completion of selective capital reduction process MTSL (along with its subsidiaries) will become a 100% wholly owned subsidiary of SAMIL.</p>
5.	Brief details of any governmental or regulatory approvals required for the acquisitions	<p>Not applicable for SAMIL.</p> <p>Selective Capital Reduction scheme of MTSL shall be subject to necessary to requisite approvals including of the Hon'ble National Company Law Tribunal.</p>

Sr. no.	Details of Events that need to be provided	Information about such events								
6.	Indicative time period for completion of the acquisition	During fourth quarter of Financial Year 2025-26.								
7.	Nature of consideration – whether cash consideration or share swap and details of the same	Not applicable								
8.	Cost of acquisition or the price at which the shares are acquired	Not applicable								
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	The holding of SAMIL will increase from 92.96% (approx.) to 100% of the total paid up share capital of MTSL.								
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and other significant information (in brief)	<p>MTSL was incorporated on 15.04.1985 and is a CMMI level 5 Company. MTSL is in the Information Technology sector working with the goal of assisting companies to expedite their digital and technological transformation processes.</p> <p>Total consolidated revenue from operations for last 3 financial years are as below:</p> <table><tr><th>Figures in INR Million</th><th>Consolidated</th></tr><tr><td>As on March 31, 2023</td><td>7,762.4</td></tr><tr><td>As on March 31, 2024</td><td>9,489.7</td></tr><tr><td>As on March 31, 2025</td><td>11,362.6</td></tr></table>	Figures in INR Million	Consolidated	As on March 31, 2023	7,762.4	As on March 31, 2024	9,489.7	As on March 31, 2025	11,362.6
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