



## Samvardhana Mother's International Limited

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August 29, 2025

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

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

**Scrip Code: 517334**

**Symbol: MOTHERSON**

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

Dear Sir / Madam,

The Board of Directors of Samvardhana Mother's International Limited ("**Company**") at its meeting held today, i.e., August 29, 2025 has, *inter alia*, considered and approved to acquire 81% stakes with voting rights in Yutaka Giken Co., Ltd. ("**YGCL**") and 11% stake in Shinnichi Kogyo Co., Ltd. ("**Shinnichi**") through its indirect wholly owned subsidiary, Mother's Global Investments B.V. ("**MGI BV**"). YGCL is a company duly incorporated and existing under the laws of Japan and is listed on Tokyo Stock Exchange and Shinnichi is a subsidiary of YGCL with 62% ownership by YGCL.

Also, the Company will directly or through its wholly owned subsidiary, to acquire 100% of the shares and voting rights in Yutaka Autoparts India Private Limited ("**Yutaka India**") from YGCL.

The closing of the aforesaid transaction will happen over multiple steps as detailed out in the **Annexure- A**.

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 Mother's International Limited

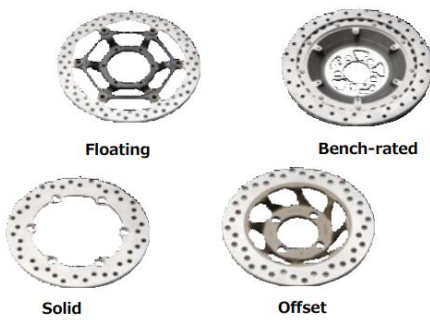
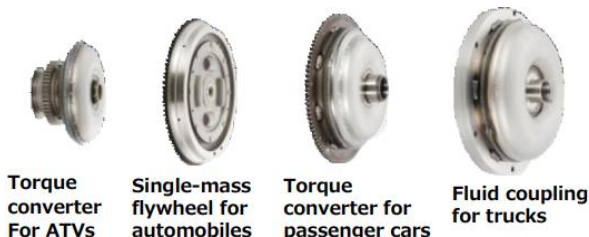
Alok Goel  
Company Secretary

Regd Office:  
Unit – 705, C Wing, ONE BKC, G Block  
Bandra Kurla Complex, Bandra East  
Mumbai – 400051, Maharashtra (India)  
Tel: 022-61354800, Fax: 022-61354801  
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Email: [investorrelations@motherson.com](mailto:investorrelations@motherson.com)

## ANNEXURE- A

### Acquisition (including agreement to acquire)

Sr. no.	Details of Events that need to be provided	Information about such events
a)	Name of target entity, details in brief such as size, turnover etc.	<p>1) <u>Name of the Target:</u></p> <p>Yutaka Giken Co., Ltd. a company duly incorporated and existing under the laws of Japan and having its registered office at, 508-1, Yutaka-cho, Chuo-ku, Hamamatsu City, Shizuoka Japan. ("<b>Target</b>") and is listed on Tokyo Stock Exchange.</p> <p>Honda Motor Co., Ltd. ("<b>Honda</b>") currently owns 69.66% stake in Target, and the rest is owned by the public.</p> <p>Samvardhana Motherson International Limited ("<b>SAMIL</b>") via its 100% indirect subsidiary Motherson Global Investments B.V. ("<b>MGI BV</b>") (collectively as "<b>Motherson</b>") to own 81% shares with voting rights in Target to be executed in multiple steps.</p> <p>Post completion of all steps, Honda shall continue to own remaining 19% voting rights shares in Target.</p> <p>SAMIL directly or via its wholly owned subsidiary will also acquire 100% of the shares and voting rights in Yutaka Autoparts India Private Limited ("<b>Yutaka India</b>") from Target including its nominee shareholder.</p> <p>MGI BV will also acquire 11% stake in Shinnichi Kogyo Co., Ltd. ("<b>Shinnichi, Japan</b>") ,which is a subsidiary of Target from Honda.</p> <p>2) <u>Business of the Target :</u></p> <p>Target is, inter alia, engaged in production of metal components and assemblies including rotors and stator assemblies for motors, drive systems, brake systems and Thermal management systems. Please refer to following page for details about the product portfolio.</p> <p><b>Motor Assemblies</b></p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> <div style="display: flex; justify-content: space-around; align-items: center;"> <span>Stator for e-HEV</span> <span>Rotor for e-HEV</span> </div> <p><b>Thermal Management Systems</b></p> <div style="display: flex; justify-content: space-around; align-items: center;">    </div> <div style="display: flex; justify-content: space-around; align-items: center;"> <span>Exhaust manifold</span> <span>Catalytic converter</span> <span>Silencer</span> </div> <div style="display: flex; justify-content: space-around; align-items: center;">  </div> <div style="display: flex; justify-content: space-around; align-items: center;"> <span>DPF (Diesel Particulate Filter)</span> </div>

Sr. no.	Details of Events that need to be provided	Information about such events
		<p><b>Braking Systems</b></p>  <p><b>Drive Systems</b></p>  <p>3) <u>Turnover for the FY 2024-25: ~JPY 179 Bn (~USD 1.2 Bn) (April 01, 2024, to March 31, 2025).</u></p>
b)	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? If yes, nature of interest and details thereof and whether the same is done at arms-length	No
c)	Industry to which the entity being acquired belongs	Automobile Industry
d)	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);	The transaction would further strengthen Company's global partnership with Honda and help expand share of business with Japanese OEMs. Would also enable Company to potentially cross-sell Target's existing product portfolio to other OEMs especially in emerging markets.
e)	Brief details of any governmental or regulatory approvals required for the acquisitions	Merger control clearance required from merger control authorities of Japan, United States, China, Brazil and Mexico.
f)	Indicative time period for completion of the acquisition	<p>Transaction steps:</p> <ol style="list-style-type: none"> <li>1. Anti-trust and other regulatory approvals.</li> <li>2. Launch of tender offer once necessary regulatory approvals are secured.</li> <li>3. Completion of tender offer after 20 business days from tender offer date.</li> <li>4. Purchase of 100% shares of Yutaka India from Target including its nominee shareholder.</li> <li>5. Settlement of tender offer within 5 business days post completion date of tender offer.</li> </ol>

Sr. no.	Details of Events that need to be provided	Information about such events																
		<div>6. Thereafter remaining shares (if any of other shareholders) will be subject to Squeeze Out / Stock Consolidation Process as defined in Japanese Regulations to ensure there are only two shareholders (Honda and MGI BV) of Target post Squeeze Out / Stock Consolidation Process.</div> <div>7. Thereafter, post the squeeze out/Stock Consolidation, MGI BV to additionally purchase 11% stake in Shinnichi Japan from Honda.</div> <div>8. Within 20 business days, after completion of Shinnichi Transaction, Target to buyback Honda shares in a manner that it results in final shareholding structure; <b>81% Motherson and 19% Honda Motor</b> (Voting right basis).</div> <div>Subject to satisfactory completion of all conditions precedent and steps outlined above, final closing is expected by <b>Q1 FY 26-27</b>.</div>																
g)	Nature of consideration – whether cash consideration or share swap and details of the same	Cash consideration																
h)	Cost of acquisition or the price at which the shares are acquired	<div>The total expected cash outflow for the 81% shareholding is JPY Bn ~27 (~USD 184 Mn*). The Target is a debt free company.</div> <div>JPY to USD conversion done at 148 JPY to USD.</div>																
i)	Percentage of shareholding / control acquired and / or number of shares acquired	<div>MGI BV to acquire 81% in Target and 11% in Shinnichi, Japan.</div> <div>SAMIL directly or through its wholly owned subsidiary to acquire 100% in Yutaka India.</div>																
j)	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)	<div>1) <u>Main line of business:</u></div> <div>Target is, inter alia, engaged in production of metal components and assemblies including rotors and stator assemblies for motors, drive systems, brake systems and Thermal management systems.</div> <div>2) <u>Date of incorporation of the Target:</u> July 01, 1954</div> <div>3) <u>Turnover of last three financial years of the Target:</u></div> <table><tr><th>Particular</th><th>FY 2023</th><th>FY 2024</th><th>FY 2025</th></tr><tr><td>Gross Turnover (JPY Bn)</td><td>486</td><td>490</td><td>360</td></tr><tr><td>Gross Turnover (USD Bn)</td><td>3.2</td><td>3.3</td><td>2.4</td></tr><tr><td>Net Turnover</td><td>218</td><td>216</td><td>179</td></tr></table>	Particular	FY 2023	FY 2024	FY 2025	Gross Turnover (JPY Bn)	486	490	360	Gross Turnover (USD Bn)	3.2	3.3	2.4	Net Turnover	218	216	179
Particular	FY 2023	FY 2024	FY 2025															
Gross Turnover (JPY Bn)	486	490	360															
Gross Turnover (USD Bn)	3.2	3.3	2.4															
Net Turnover	218	216	179															

Sr. no.	Details of Events that need to be provided	Information about such events				
			(JPY Bn)			
		Net Turnover	1.5	1.5	1.2	
			(USD Bn)			
		<p>JPY to USD conversion done at 148 JPY to 1USD</p> <p>4) <u>Presence</u>: The Target has 13 manufacturing facilities and 1 R&amp;D facilities in 9 countries across the world i.e. Japan, China, United States, Thailand, Brazil, India, Indonesia, Mexico and Philippines.</p>				