



Motherson Sumi Systems Limited

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January 18, 2021

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

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

Scrip Code : MOTHERSUMI

Scrip Code : 517334

Ref. : Disclosure under regulation 30 of SEBI (LODR) Regulation, 2015

Dear Sir / Madam,

This is with reference to our disclosure dated January 18, 2021 for proposed acquisition by Samvardhana Motherson Automotive Systems Group B.V., Netherland (“**SMRP BV**”), a material subsidiary of Motherson Sumi Systems Limited (“**the Company**”).

In this respect, details prescribed under regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015 are enclosed herewith as **Annexure – ‘A’**.

The above is for your information and records.

Yours truly,
For Motherson Sumi Systems Limited


Alok Góel
Company Secretary



Regd Office:
Unit – 705, C Wing, ONE BKC
G Block Bandra Kurla Complex
Bandra East Mumbai – 400051
Maharashtra (India)
Email: investorrelations@motherson.com
CIN No.: L34300MH1986PLC284510

Annexure – ‘A’

SI. No.	Details of event that need to be provided	Information about such events
A)	Name of the target entity, details in brief such as size, turnover etc.	Plast Met Plastik Metal Sanayi lmalat ve Ticaret Anonim Şirketi.(PM-Bursa) and Plast Met Kalıp Sanayi lmalat ve Ticaret Anonim Şirketi (PM-Istanbul) – (hereinafter collectively referred to as “ Target Companies ”). The combined revenues of Target Companies were Euro 33.4 mn in 2019.
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”	This is not a related party transaction for the Company. None of the promoter / promoter group / group companies have any interest in the Target Companies.
C)	Industry to which the entity being acquired belongs	Manufacturing
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 listed entity)	The proposed transactions will enhance diversification across customer portfolio and geographical footprint for the Purchaser Group.
E)	Brief details of any governmental or regulatory approvals required for the acquisition	The key regulatory approval is Anti-trust approval. Anti-trust approval is required in Turkey which will be obtained prior to closing of the proposed transaction.
F)	Indicative time period for completion of the acquisition	Subject to obtaining regulatory and other approvals, the transaction is expected to be closed within an estimated time period of 3 months.
G)	Nature of consideration - whether cash consideration or	Cash consideration



	share swap and details of the same							
H)	Cost of acquisition or the price at which the shares are acquired	<p>The base enterprise value of EUR 21.78 million will be used to determine the Equity value of the Target Companies and the Final Purchase price will be 75% of such equity value determined at closing.</p> <p>The final purchase price will be determined at Closing, subject to the adjustments, including but not limited to:</p> <ul style="list-style-type: none"> (i) Certain identified capex items; (ii) Employee liabilities like retirement liabilities and other customary accruals etc.; (iii) Shareholder balances; (iv) Corporate income tax balances; (v) Working capital normalization adjustments; (vi) Adjustment of certain advances and receipts regarding the tooling business; (vii) Cash and Debt positions; and (viii) Certain other pre agreed adjustments including any liability on account of actions being taken between signing and closing. 						
I)	Percentage of shareholding / control acquired and / or number of shares acquired.	75% of target companies						
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 any other significant information (in brief).	<p>Main line of business:</p> <p>Injection molded parts, sub-assemblies of mirrors, trim modules and lighting parts.</p> <p><u>Date of Incorporation:</u> The Target Companies have been incorporated on the following dates:</p> <table border="1"> <thead> <tr> <th>Target Entity</th> <th>Date of Incorporation</th> </tr> </thead> <tbody> <tr> <td>Plast Met Plastik Metal Sanayi İmalat ve Ticaret Anonim Şirketi</td> <td>05 Jan 1993</td> </tr> <tr> <td>Plast Met Kalıp Sanayi İmalat ve Ticaret Anonim Şirketi</td> <td>20 Aug 2004</td> </tr> </tbody> </table>	Target Entity	Date of Incorporation	Plast Met Plastik Metal Sanayi İmalat ve Ticaret Anonim Şirketi	05 Jan 1993	Plast Met Kalıp Sanayi İmalat ve Ticaret Anonim Şirketi	20 Aug 2004
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		<p>History of the Turnover: The turnover of Target Companies in Euro million are as follows:</p> <p style="text-align: right;">(Euro Millions)</p> <table border="1"> <thead> <tr> <th>Year</th> <th>2017</th> <th>2018</th> <th>2019</th> </tr> </thead> <tbody> <tr> <td>Total Sales</td> <td>38.04</td> <td>35.90</td> <td>33.36</td> </tr> </tbody> </table>			Year	2017	2018	2019	Total Sales	38.04	35.90	33.36
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