

Presentation by



Motherson Sumi
Systems Limited

February 2015

A member of Samvardhana Motherson Group

- **Vision**
- SMG Overview
- MSSL Overview
- Strategic Growth & Risk Management Levers
- MSSL Performance
- Customer Recognition

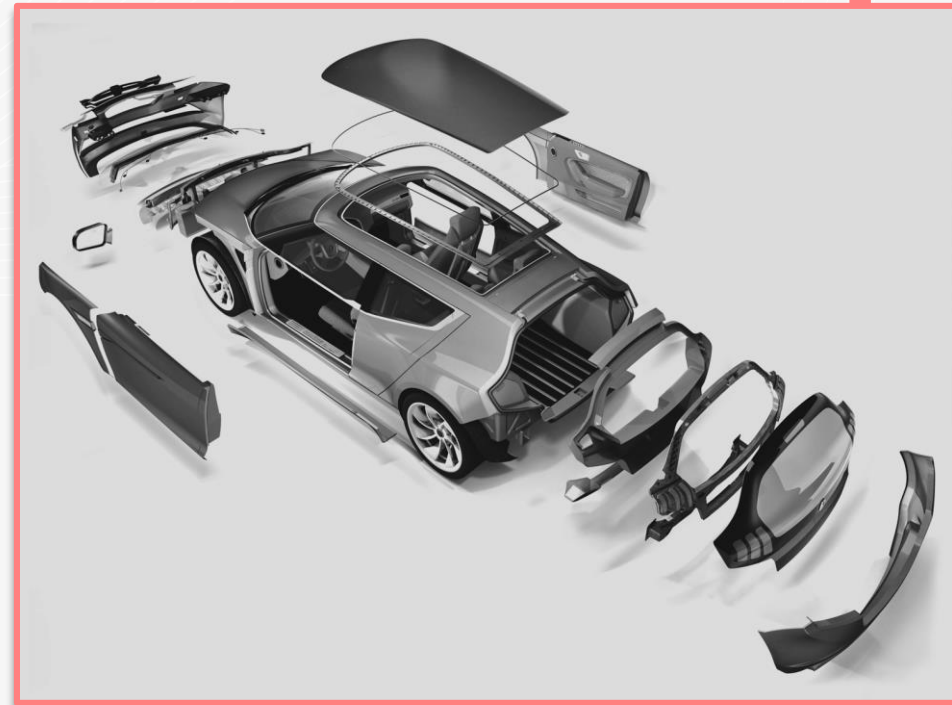


Vision

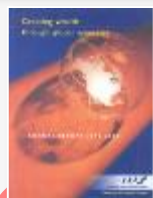
To be a Globally Preferred Solutions Provider

Mission

- Ensure Customer Delight
- Involve Employees as “Partners” in Progress
- Enhance Shareholder Value
- Set new standards in Good Corporate Citizenship



5 Year Targets



2005 Targets



2010 Targets



2015 Targets



Target	Achieved
To cross Rs. 1000 Crore (Consolidated) by the year 2005	Achieved Rs. 1029 Crores* *taking full turnover of JVs
Achieve 30% of sales from global customers	Sales from customers outside India was 29%
Not to have dependence of over 25% on any one source	Largest customer contributed 27% of the total turnover
Attaining Return on Capital Employed of 40%	ROCE of 39% (on both Consolidated & Standalone Basis)
Dividend Payout Ratio 40%	Dividend Payout Ratio was 43% for 2004-05

Target	Achieved
Make MSSL a Billion Dollar Company	Achieved USD 1.5 Bn
60% of our consolidated turnover should cater to the requirements of our customers outside India	Sales from customers outside India was 70%
Contribution from any individual customer in our turnover shall not be more than 20% of the total turnover	Single largest customer contributed 15% of the total turnover
Strive to maintain business ROCE of 40%	ROCE of 37% (standalone basis) ROCE of 22% (consolidated basis)
Shift our stated dividend policy of 40% payout of the company's profits to 40% payout of the consolidated Profits	Dividend Payout Ratio 44% (Standalone) 32% (Consolidated)

Target	Status as on 31.03.2014
Make MSSL a 5 Billion Dollar Company	Already Achieved USD 5.02 Bn, One year ahead of the target
70% of our consolidated turnover should cater to the requirements of our customers outside India	Sales from customers outside India is 84%
Global Presence in 26-27 countries	Presence in 25 countries
Achieve ROCE of 40%	ROCE of 26%* (on consolidated basis) ROCE of 39% (on standalone basis)
Dividend Payout Ratio of 40% of our consolidated net profit	Dividend Payout Ratio 34%

- Vision
- **SMG Overview**
- MSSL Overview
- Strategic Growth & Risk Management Levers
- MSSL Performance
- Customer Recognition



Group Overview

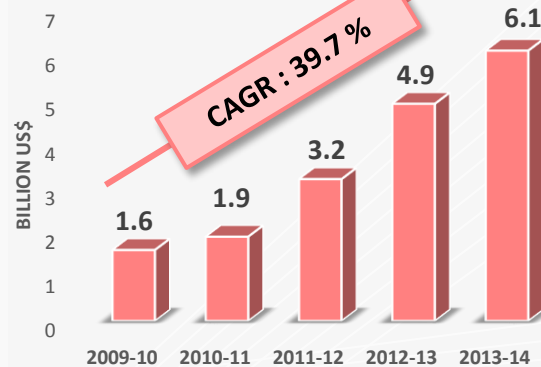


Overview

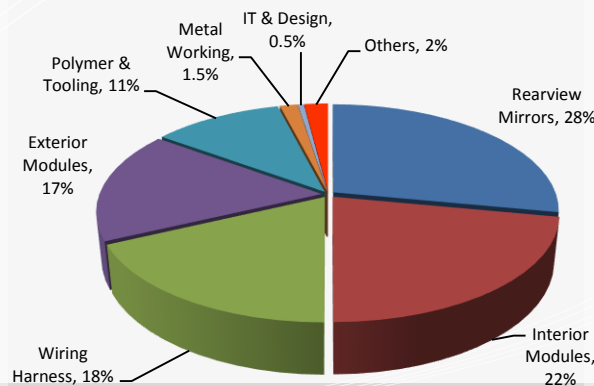
- A global Group
- Presence in 25 countries
- Global customer base
- Providing full system solutions to automotive and other related industries
- Supplies to all the major automotive OEMs across the world



Group Turnover



Business Portfolio



Industry Position

One of the largest

Globally



- Exterior rearview mirrors

Europe



- Exterior rearview mirrors



- IP modules, door trims and bumpers



- Wiring harnesses for 2- wheelers, earthmoving and material handling equipment

India



- Wiring harnesses for passenger cars



- Rearview mirrors for passenger cars



- Moulded components and modules



- Cabins for large size dump trucks



- Plastic air intake manifolds



- CBN & PCD cutting tools & Gear cutting tools

Group Global Presence



Over **170**
Manufacturing
facilities of Group

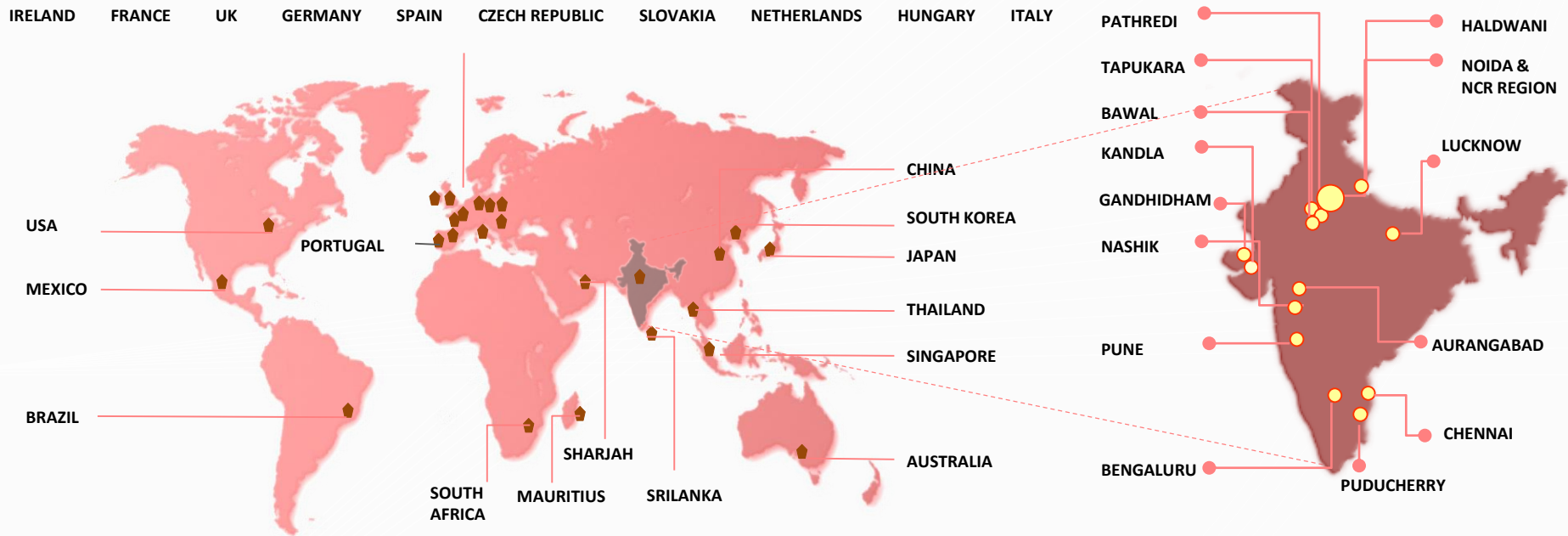
Over **145**
Manufacturing
facilities of MSSL

Presence in
25 Countries

Global Manufacturing
including strategic low cost
manufacturing locations

Global Customer Base
Strong presence in regions with
key customer concentration

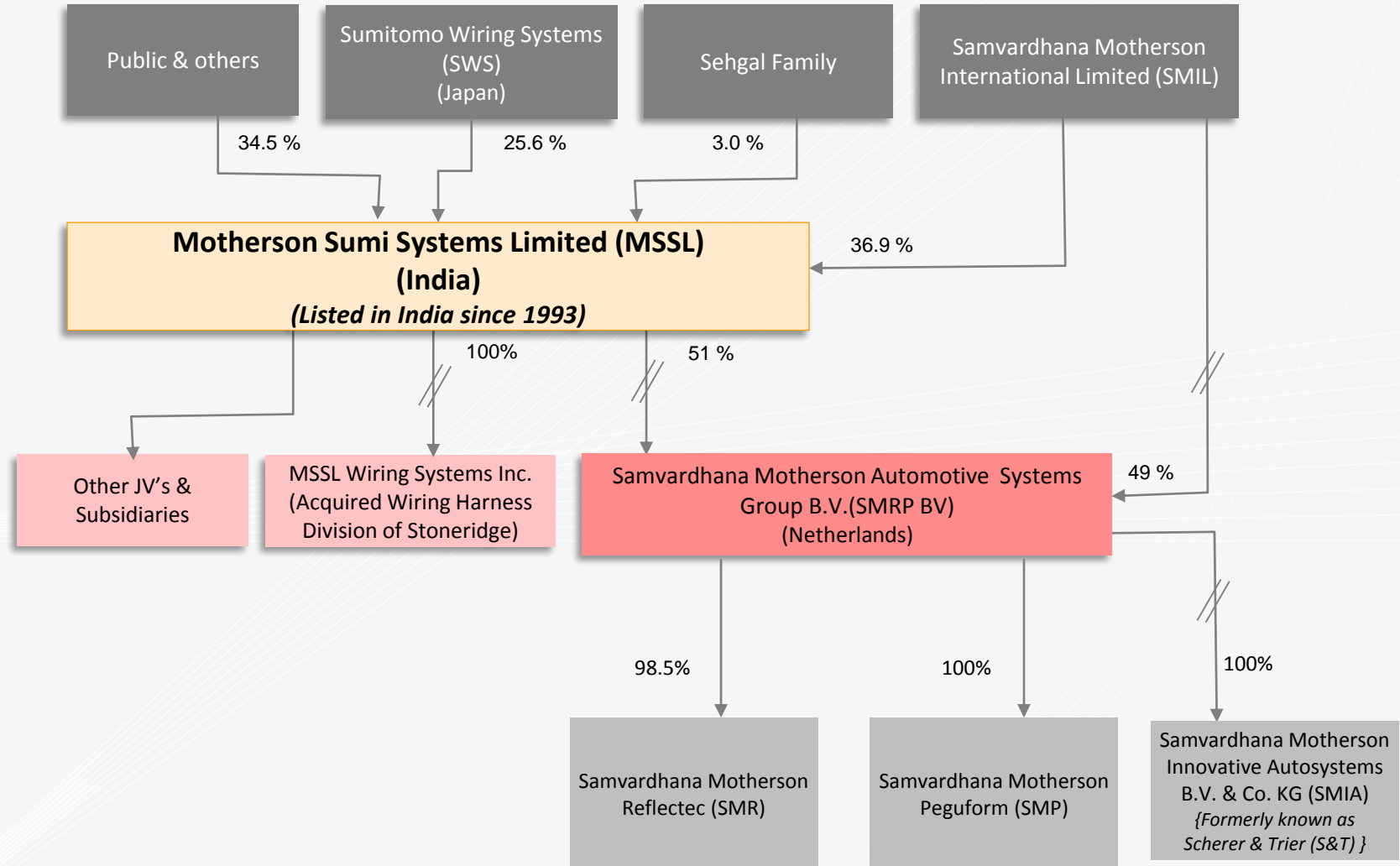
Balanced Spread
Covering both Developed
& Emerging markets



- Vision
- SMG Overview
- **MSSL Overview**
- Strategic Growth & Risk Management Levers
- MSSL Performance
- Customer Recognition



Group Structure

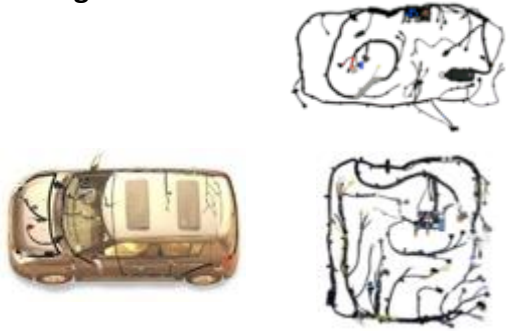


SMIL shareholding: Sehgal Family 90.3%, Sojitz Corporation 6.5%, Employees of the Group 3.2% // Indirect

Business Portfolio



Wiring Harnesses



Rearview Mirrors



Modules



Elastomer Processing



Polymer Processing & Tool Manufacturing



HVAC & Vehicle Electronics



Precision Metal Machining



Key Product Overview



Wiring Harnesses



- Market Leader – with over 65 % market share of passenger car wiring harnesses in India
- Manufacturing bases spread across India, Middle East, Europe, Sri Lanka, Thailand, Japan and Mexico. Serving a global customer base
- Strong presence in Europe two-wheeler & material handling equipment markets along with commercial vehicle segment in USA
- Full service supplier with complete in-house design capability, design validation and lab testing which enables SMG to provide complete design support to its customers
- Vertical backward integration for critical wiring harness components



Sumitomo Wiring Systems,
Japan



Kyungshin Corp
S. Korea

Rearview Mirrors



- Samvardhana Motherson Reflectec (SMR), which acquired global rear view mirror business of Visiocrp in March 2009, is a leading manufacturer of automotive rear view mirrors in the world
- Presence in India since 1996 through initial JV with Britax which later on became a part of Visiocrp
- Supplying products to the Top Ten OEMs totalling more than 360 individual programs
- 20 manufacturing plants across the world in growing markets like China, India, Korea, Brazil & Mexico
- Technology leader with over 500 patents and a history of innovations
- 22% share of global passenger car rearview mirror market and a 53% share in India



Ningbo HuaXiang Electronic
Co.,Ltd., China

Poong Jeong Ind Co., Ltd.,
S. Korea

Modules, Polymer Products and Tooling



- One of the largest molded parts, assemblies & module supplier to the European automotive industry through Samvardhana Motherson Peguform (SMP), Acquired in Nov 2011 & to the Indian automotive industry through polymer division Motherson Automotive Technologies & Engineering (MATE)
- Over 49 Manufacturing facilities across the globe
- Over 1100 machines of Injection, Gas, Compression and Blow Molding
- Injection Molding Machines from 5 Tons – 4500 Tons (Hydraulic / Electric)
- Complete In-house Post Processing Facilities including Paint Shop
- Robotic Trimming / Welding (Heat stake/ Ultrasonic/ Vibration) Operations
- LPI Injection Molding



Sumitomo Wiring
Systems, Japan



Vacuform 2000 pty
Ltd South Africa



Changshu Automobile
Interior Decoration Co.,
Ltd China

Blanos Partners S.L
Spain

Nippon Pigment (S) Pte. Ltd
Toyota Tsusho Corporation,
Japan

Recent Development :

Acquisition of assets of Scherer & Trier



Samvardhana Motherson Automotive Systems Group B.V., Netherlands (SMRP BV), the subsidiary of Motherson Sumi Systems Ltd (MSSL) and joint venture with Samvardhana Motherson International Ltd. (SMIL) has completed the acquisition of assets of Scherer & Trier group (S&T), Germany from its administrator through its step down subsidiaries on 30th January 2015.



Airbag covers



B-pillar cappings



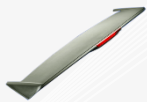
Foot rest moulding



Decor mouldings



Inner belt moulding



Rear spoilers

Business

Scherer & Trier is one of the leading specialist suppliers of extruded and injection-moulded exterior and interior components.

- Scherer & Trier with its headquarters in Michelau/Oberfranken (Germany) has become an internationally renowned specialist in plastic technologies since its foundation in 1967
- The key manufacturing technologies: injection-moulding, extrusion, stretch-bending, painting and assembly. Further, the group has a vast experience in Tool making activities.
- On the 10th of Mar 14, Scherer & Trier filed for insolvency due to a failed follow-up financing

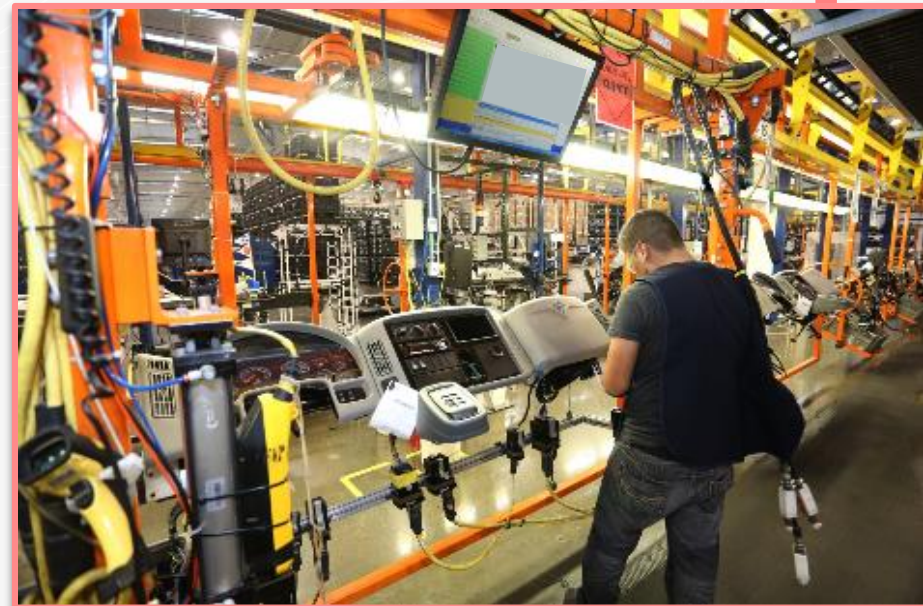
Rationale behind Acquisition

- Strong Strategic Fit
- Sourcing synergies with strong vertical integration including state-of-the-art tool room for injection moulding tools, process engineering and in-house material development capabilities
- Diversification of client and product mix
- Access to a strong R&D portfolio
- Access to strong engineering and tool room capabilities
- Increased penetration to customers in Europe
- Sharing of resources with SMRP BV
- Strong and explicit Customer support
- This acquisition further consolidates MSSL's polymer business in Europe & North America.

Consideration paid

- The consideration paid is approx. Euro 35.8 million for the assets including land and building & inventories along with the shareholding held in Mexican entities.
- This acquisition includes 2 manufacturing facilities situated at Michelau (Germany) and Puebla, (Mexico)

- Vision
- SMG Overview
- MSSL Overview
- **Strategic Growth & Risk Management Levers**
- MSSL Performance
- Customer Recognition



Advanced R&D capabilities resulting in strong intellectual property



R&D set-up

- Efficient utilisation of R&D spend enabling technological leadership
 - Long track-record of market-first products
 - Dedicated R&D engineering staff
 - Fully equipped centres of excellence for project management and advanced engineering
- Selected Innovation examples
 - Aesthetic/emotion: Audi – two tone slash skin for instrument panels
 - Aesthetic/emotion: JLR – Logo Lamp
 - Safety: Volvo – camera blind spot detection system (BSDS)
 - Safety: Ford Trucks – Telescopic Trailer Tow (TTT) mirrors
 - Environment: Mercedes-Benz – natural fiber inserts for door trims

Ability to serve customers with technologies of their choice

Successful Amalgamation of Multiple Technologies

Design Centers

25

Own Patents

900+

Registered Utility Models

27

R&D focus areas

Safety



Sensor based pedestrian protection



360° monitoring system with integrated lane and object detection



Full plastic and fibre-reinforced airbag boxes

Performance/efficiency



Advanced lighting



Next generation LogoLamp with improved properties



High performance full plastic rear bumper beam

Environment



Light weight and fibre composite Class A surface panels



Extremely lightweight door components i.e. "Aerospace foam"



Full plastic battery tray for electric vehicles

Aesthetics/emotion



High gloss panels with integrated HMI and light integration



'Hidden-till-lit' exterior solutions (dark chrome finish)

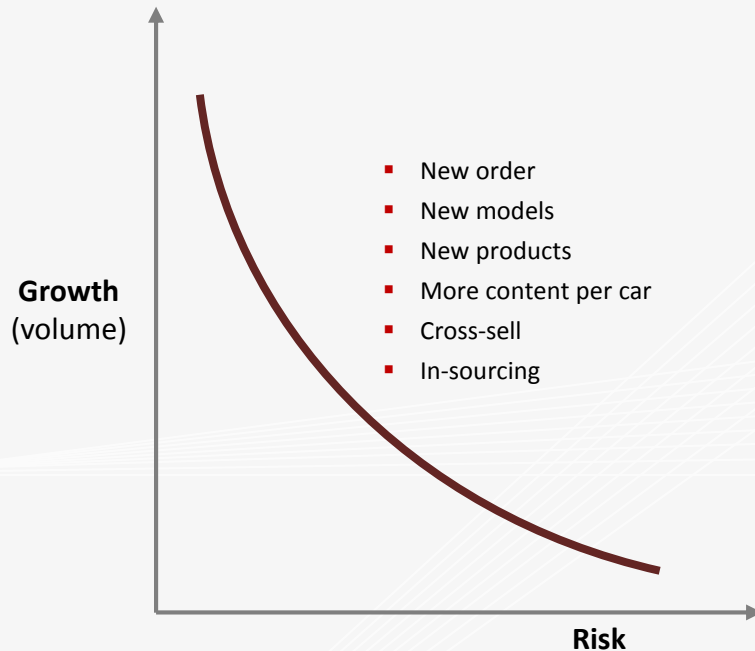


Next generation Logo Lamp with improved properties

Derisking Through Growth



- 1 Organic growth
- 2 In-organic growth
- 3 Organic growth of acquisitions

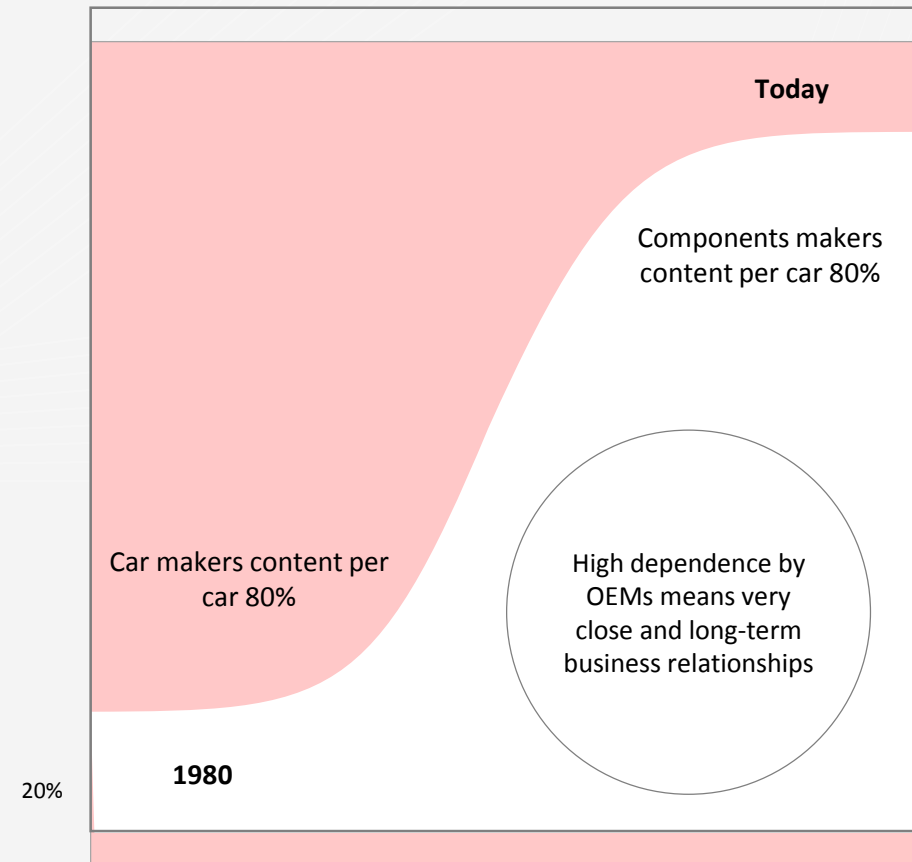


Strong customer bond

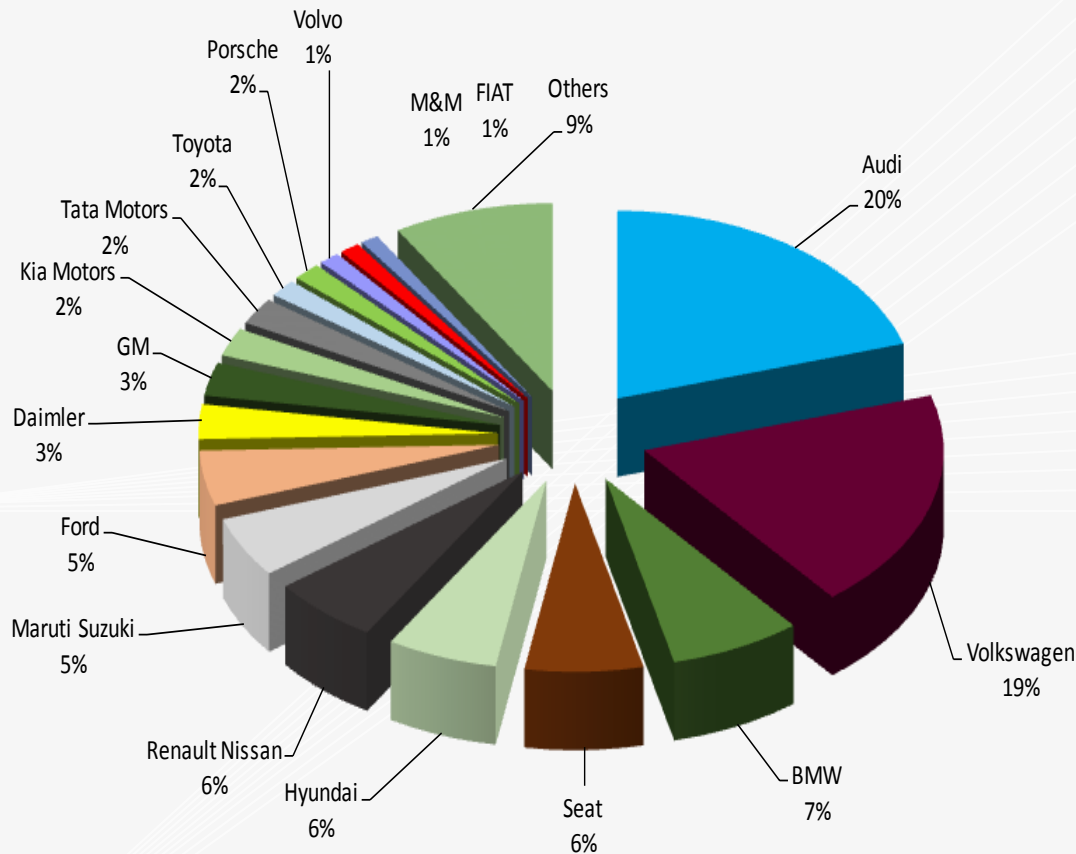
Diversified Portfolio

Lower Business Risk

Increased OEM outsourcing



Customer wise Sales*



Working on a policy to balance and grow the business in such a way that no

Single Customer

Single Country

Single Component

should constitute more than 15% of the turnover

- Vision
- SMG Overview
- MSSL Overview
- Strategic Growth & Risk Management Levers
- **MSSL Performance**
- Customer Recognition

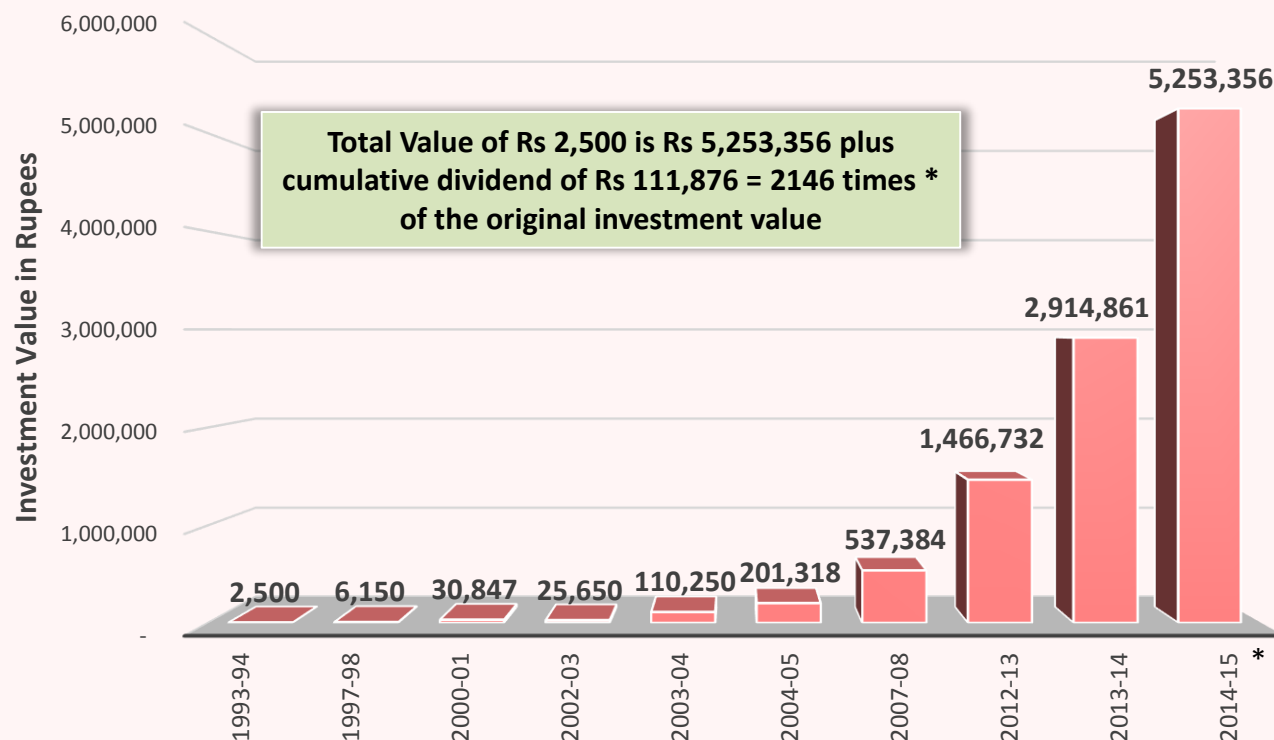


MSSL Returns to Shareholders



Returns to shareholders through consistent value creation

	1993-94	1997-98	2000-01	2002-03	2003-04	2004-05	2007-08	2012-13	2013-14
	IPO	Bonus Issue	Bonus Issue	Split to Par value of Rs. 5 per Share	Split to Par value of Rs. 1 per Share	Bonus Issue	Bonus Issue	Bonus Issue	Bonus Issue
Shares Held	100	150	225	450	2,250	3,375	5,062	7,593	11,390
Cumulative Dividend		1,040	2,990	5,802	8,052	11,428	27,205	83,399	111,876

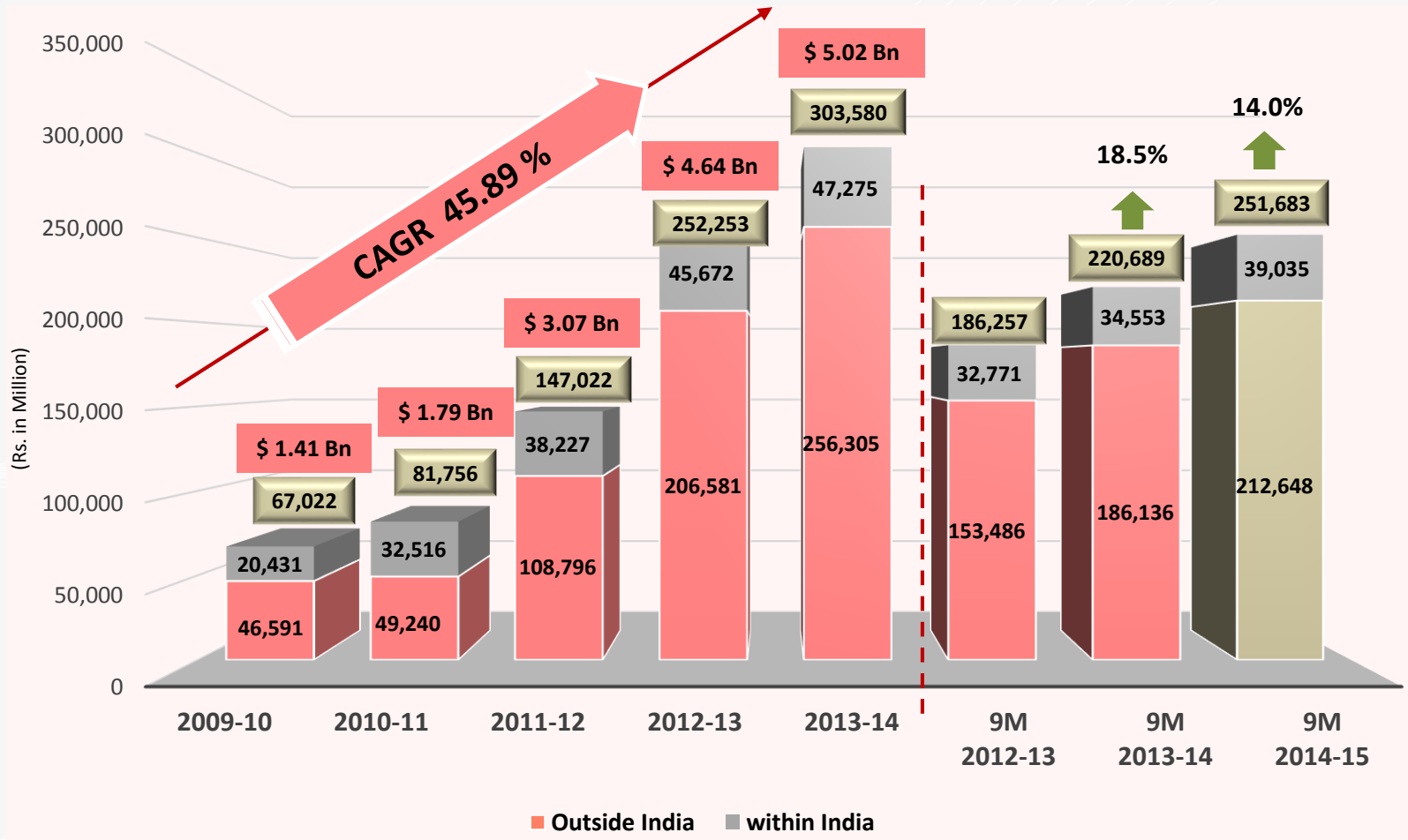


* At closing rate of 10th Feb 2015

Financial Performance



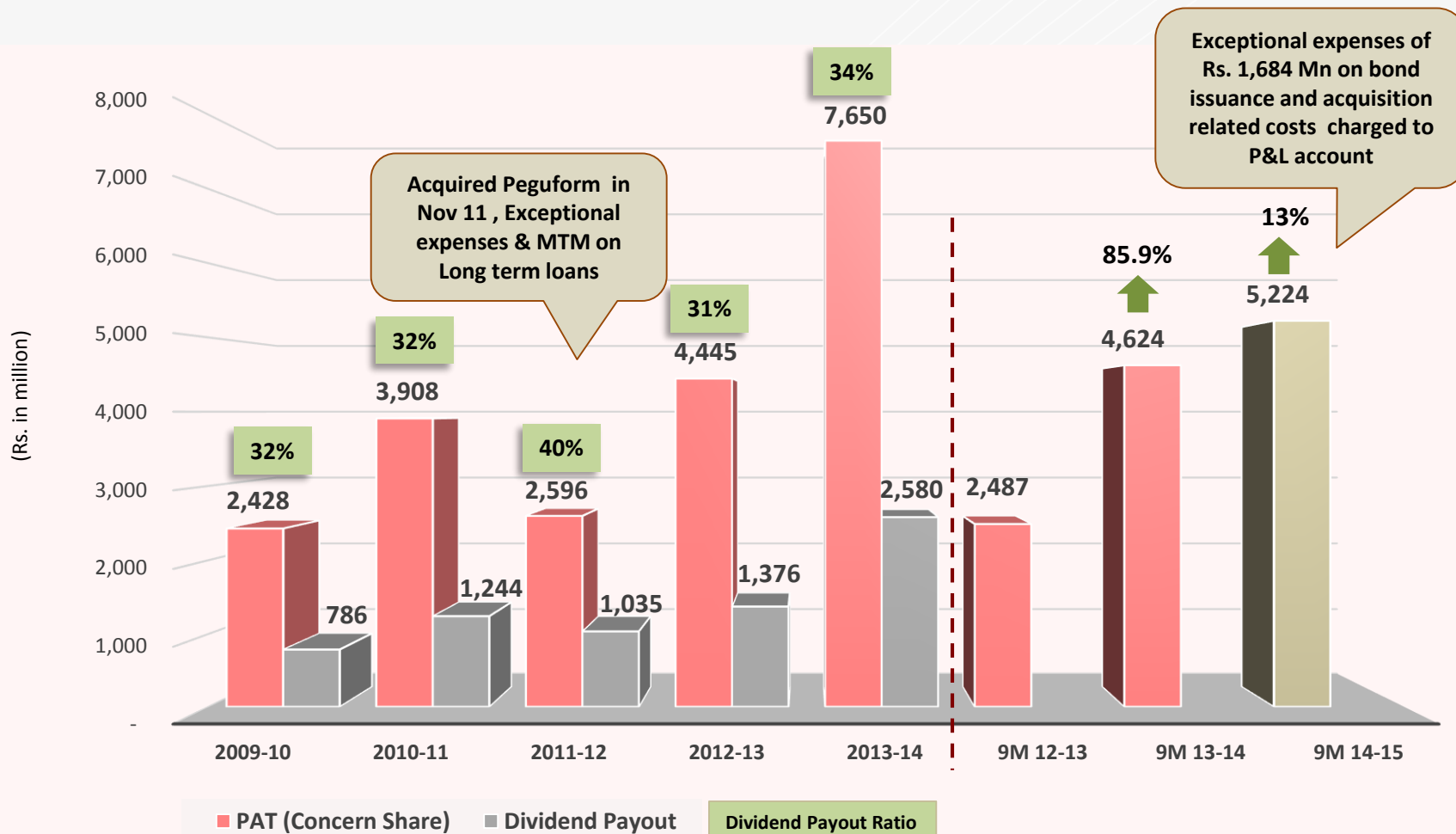
Consolidated Sales



Financial Performance



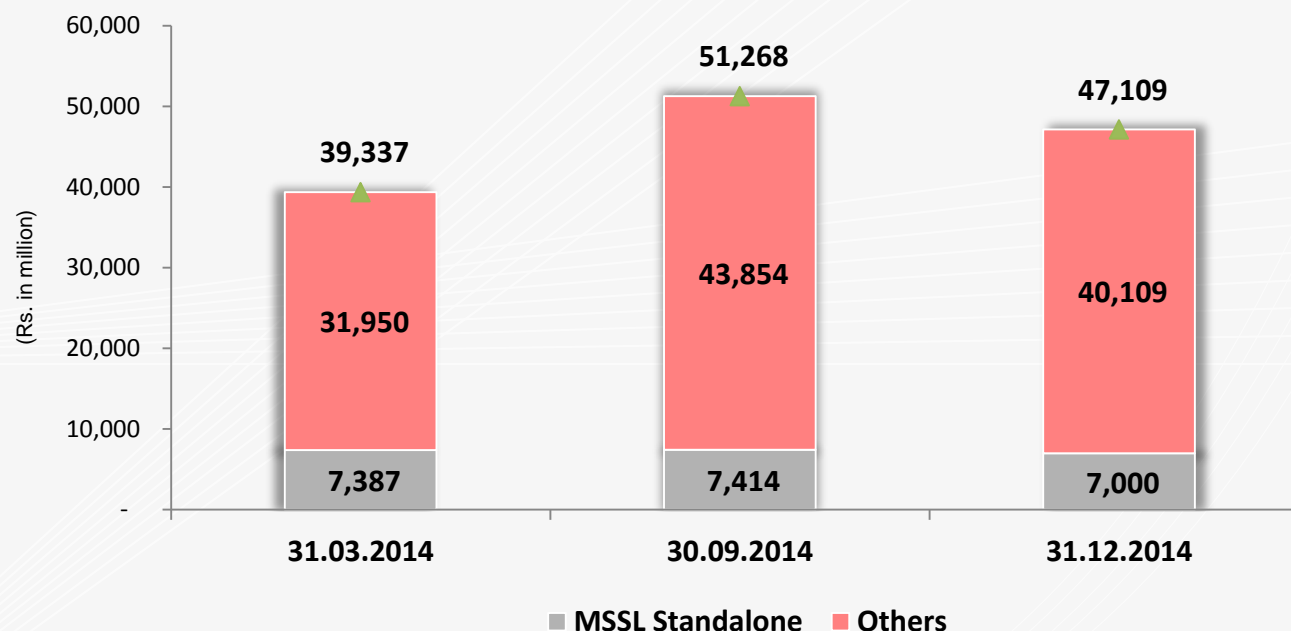
PAT, Dividend Payout & Dividend Payout Ratio



Debt Status



Rs in million	31.3.2014	30.09.2014	31.12.2014
Gross Debt*	48,398	61,923	58,391
* Include loans due in one year	8,452	2,977	2,563
Cash & Bank Balance	9,061	10,655	11,282
Net Debt	39,337	51,268	47,109

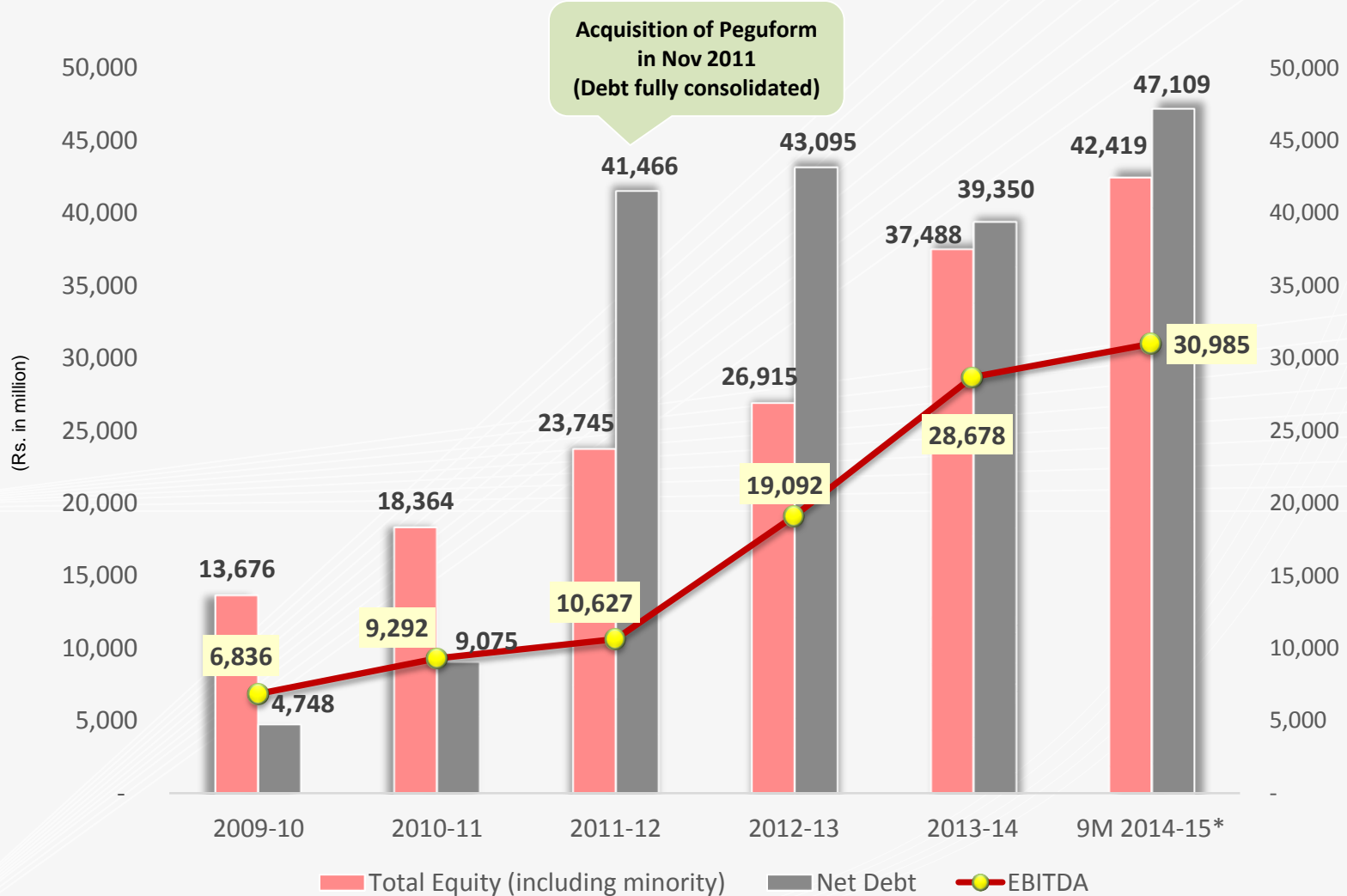


Exchange Rate used	31.3.2014	30.09.2014	31.12.2014
Rs / Euro	82.49	77.99	76.25
Rs / US \$	59.91	61.74	63.03

Financial Performance



Total Equity, Net Debt & EBITDA

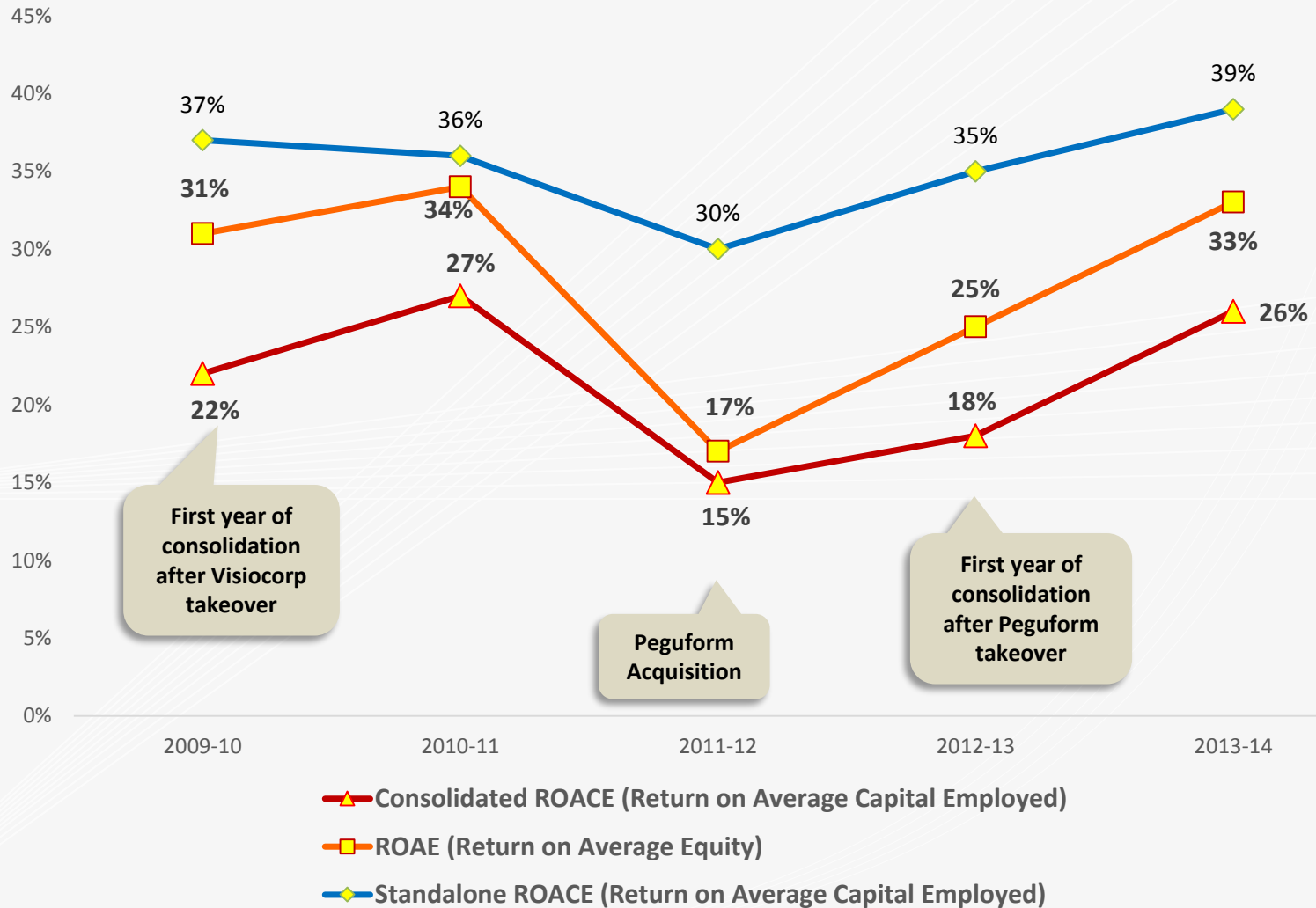


* As per clause 41, figure for EBITDA is for LTM (Last Twelve Months)

Financial Performance



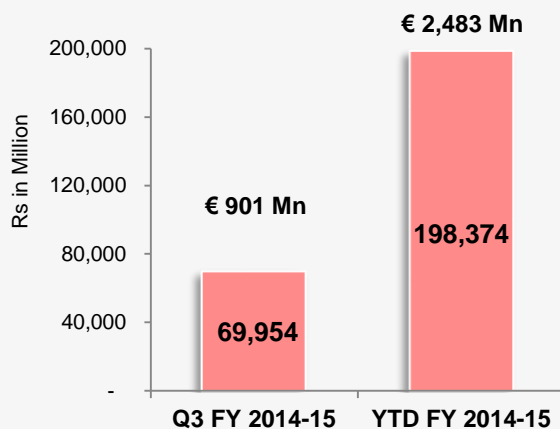
ROACE & ROAE



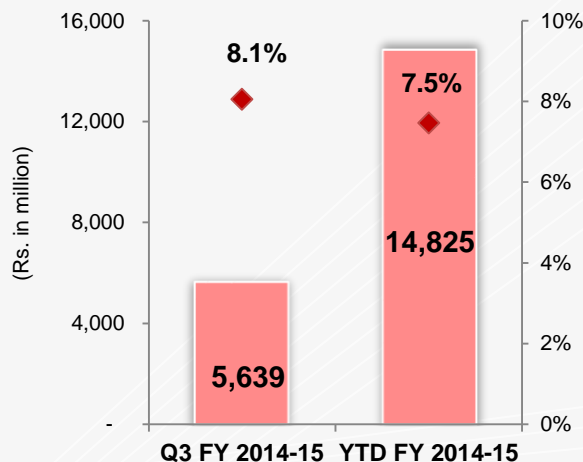
SMRPBV : Q3 FY 2014-15 and YTD FY 2014-15



» Sales



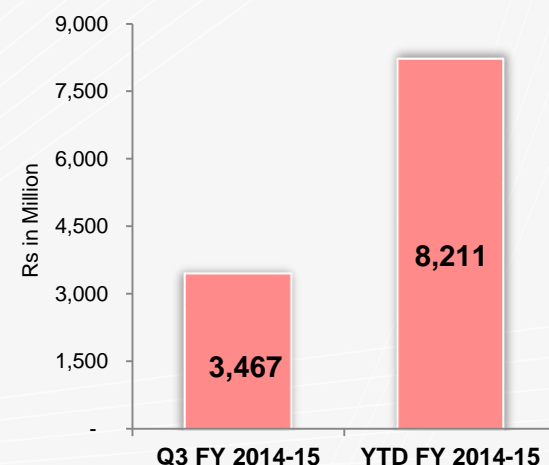
» EBITDA* / % to sales



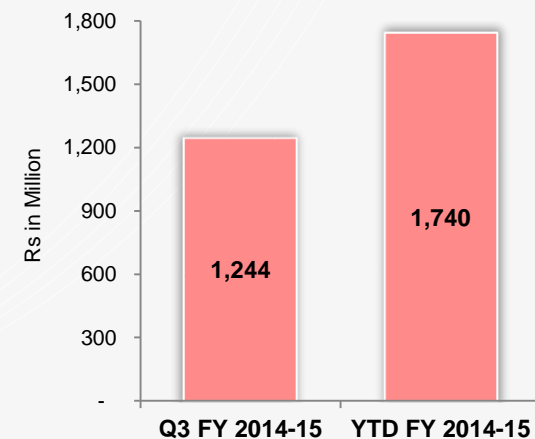
■ EBITDA ♦ % of Sales

{* Before exchange loss/ (Gain) and exceptional expenses}

» PBT



» PAT (MSSL Share)



Notes :

In Rs. Million	Q3 2014-15	YTD 2014-15
Exceptional expenses towards bonds issuance	(20)	1,286

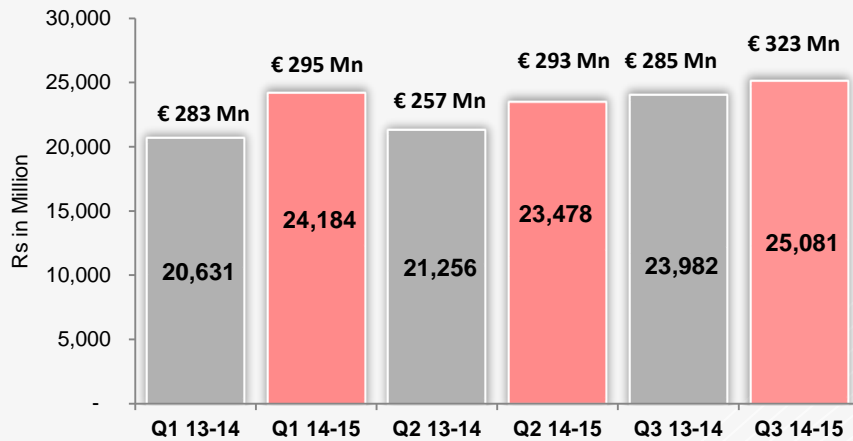
SMP & SMR: Quarterly Overview



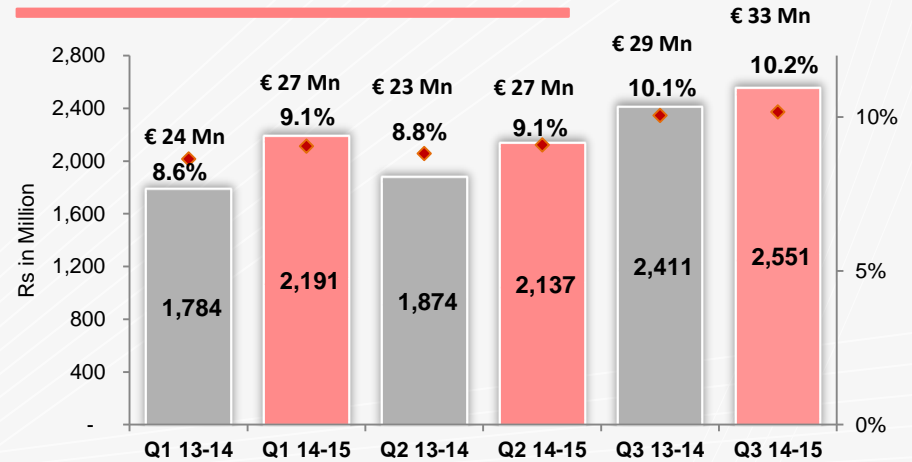
SMR

- Acquired rear view mirror business of Visocorp in March 2009

» Sales



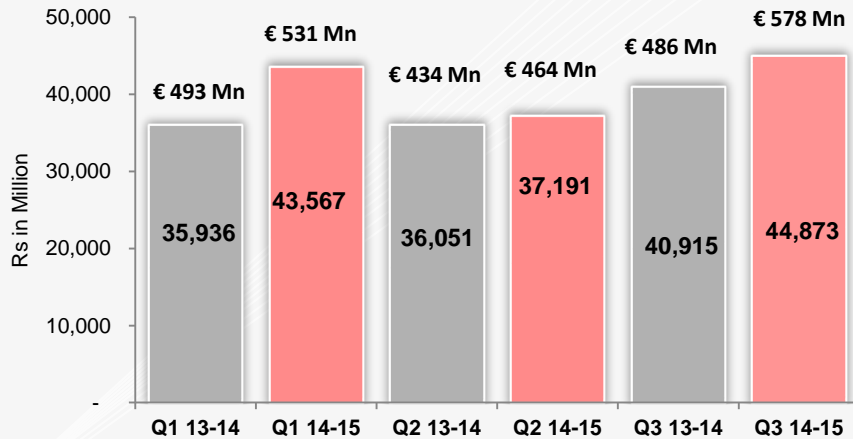
» EBIDTA* / % to Sales



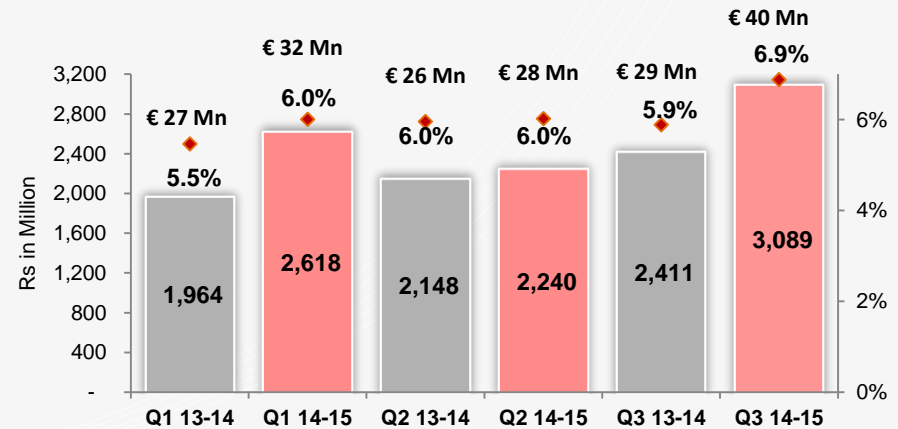
SMP

- Acquired Peguform in November 2011

» Sales



» EBIDTA* / % to Sales



{* Before exchange loss/ (Gain) and exceptional expenses}

Euro figures converted on Exchange rate used for consolidation for respective period

- Vision
- SMG Overview
- MSSL Overview
- Strategic Growth & Risk Management Levers
- MSSL Performance
- **Customer Recognition**



Customer Recognition



Overall Performance
Gold Award
2013-14



Quality & Delivery
2013-14



System Audit Rating
2013-14



Inner Part Localisation
2013-14



Manufacturing Excellence
2013-14



Nagare Schedule
Adherence
2013-14



Consistently High
Quality Performance
2013-14



Safety
2013-14



Superior Performance
Focused Cost Down
2013-14



Superior Performance
Car Sale
2013-14



Gold Award
Quality,
Cost and Delivery
2014



Outstanding
Performance in New
Products
Development
2013-14



Overall Best
Performance
Award
2013-14



Merit Award
for Best
Performance
2013-14



Supplier of the Year
Gold Award
2013



Outstanding Project
Management
2013



Zero PPM Award
2013



Best Quality
Performance
2013



Localisation
Award
2013

Customer Recognition



RENAULT NISSAN



Significant Improvement
in Customer indicators
2013

Mahindra



Best Quality
Performance
in FY 2014

TATA



Supplier of the Year
2013

GM



Supplier Quality
Excellence Award
2014



Supplier of the
Year
2012

VOLVO



Quality Award
2013



Social Contribution
Activities



QCIDM Supplier
2013



Quality Commitment
2011

CATERPILLAR®



Gold Certification
2012



Significant Contribution

JOHN DEERE



Excellence in
partner level
Performance
2013



New Product
Development
2013



Award for
support in
Aggressive
Indigenization

LEAR CORPORATION



Supplier of the year
2013



Best Supplier for
Quality & Delivery
2013-14



Quality Improvement
Award

Salcomp



Best Supplier Award
on Overall
Performance 2013

This presentation is strictly confidential and may not be copied, published, distributed or transmitted. The information in this presentation is being provided by Mothersumi Systems Limited (the “Company”).

Any reference in this presentation to “Mothersumi Systems Limited” shall mean, collectively, the Company and its subsidiaries.

This presentation has been prepared for informational purposes only. This presentation does not constitute a prospectus, offering circular or offering memorandum and is not an offer or invitation to buy or sell any securities, nor shall part, or all, of this presentation form the basis of, or be relied on in connection with, any contract or investment decision in relation to any securities. Furthermore, this presentation is not an offer of securities for sale in the United States, India or any other jurisdiction. Securities may not be offered or sold in the United States absent registration or an exemption from registration. Any public offering in the United States may be made only by means of a prospectus that may be obtained from the Company and that will contain detailed information about the Company and its management, as well as financial statements. Any offer or sale of securities in a given jurisdiction is subject to the applicable laws of that jurisdiction.

This presentation contains forward-looking statements based on the currently held beliefs and assumptions of the management of the Company, which are expressed in good faith and, in their opinion, reasonable. Forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause the actual results, financial condition, performance, or achievements of the Company or industry results, to differ materially from the results, financial condition, performance or achievements expressed or implied by such forward-looking statements. Given these risks, uncertainties and other factors, recipients of this presentation are cautioned not to place undue reliance on these forward-looking statements. The Company disclaims any obligation to update these forward-looking statements to reflect future events or developments.

The Company, as such, makes no representation or warranty, express or implied, as to, and does not accept any responsibility or liability with respect to, the fairness, accuracy, completeness or correctness of any information or opinions contained herein. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent development, information or events, or otherwise. Unless otherwise stated in this presentation, the information contained herein is based on management information and estimates. The information contained herein is subject to change without notice and past performance is not indicative of future results. The Company may alter, modify or otherwise change in any manner the content of this presentation, without obligation to notify any person of such revision or changes.

By attending this presentation you acknowledge that you will be solely responsible for your own assessment of the market and the market position of the Company and that you will conduct your own analysis and be solely responsible for forming your own view of the potential future performance of the business of the Company.

This presentation speaks as of February 2015. Neither the delivery of this presentation nor any further discussions of the Company with any of the recipients shall, under any circumstances, create any implication that there has been no change in the affairs of the Company since that date.

Thank You ...



A Relationship Built on Trust
