



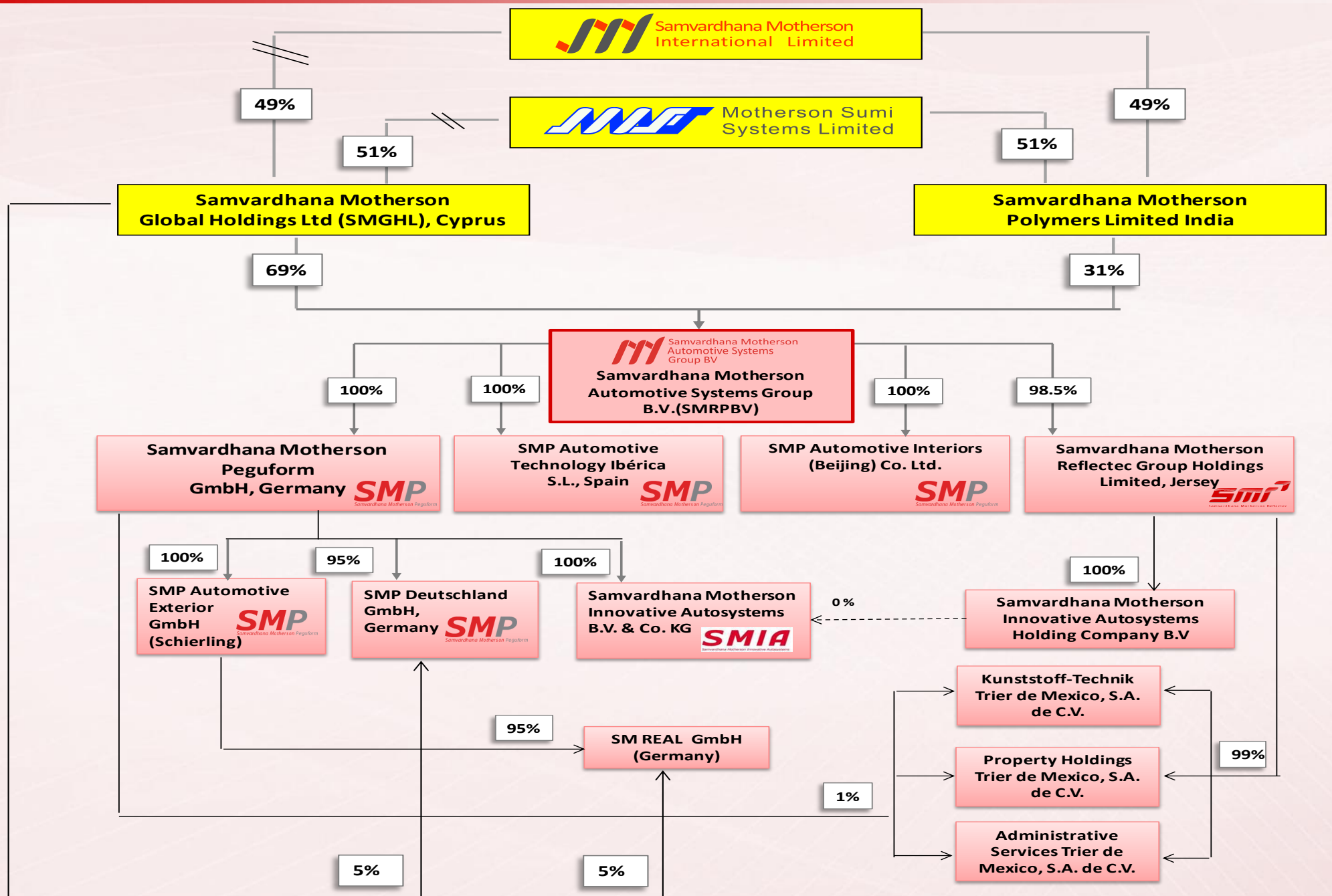
Results for the Nine Months Ended December 31, 2014

February 2015



- This is the first fiscal year of consolidation under IFRS, therefore there are no comparative prior period figures available and accordingly no comparable prior period figures for the quarter have been given.
- These financials statements have been prepared under IFRS for reporting to bondholders in accordance with the offering memorandum.
- Motherson Sumi Systems Limited (MSSL), ultimate parent Company, being listed entity in India announces consolidated results on quarterly basis as per Indian GAAPs in Indian Rupees (INR). As a part of such quarterly disclosures, MSSL also discloses results of SMR Group (Samvardhana Motherson Reflectec Group Holdings Limited and its subsidiaries) and Samvardhana Motherson BV (SMBV), which acquired stake in Peguform GmbH and Peguform Iberica including their subsidiaries in November 2011. SMBV has been renamed as Samvardhana Motherson Automotive Systems Group BV (SMRP BV) which acquired shareholding of Samvardhana Motherson Reflectec Group Holdings Limited (SMR) on June 13, 2014 from Samvardhana Motherson Group Holdings Limited, Cyprus in share exchange deal. (<http://www.motherson.com>)
- In response to feedback of investors/analysts we have incorporated financial performance of SMP & SMR in terms of revenue and EBITDA for last seven quarters as used for consolidation in MSSL results under Indian GAAPs. These figures are translated as per exchange rate used for consolidation for respective period. Refer Slide No. 18

Group Structure



Global Presence

- ✓ 39 manufacturing plants
- ✓ 16 countries
- ✓ 9 logistics centers
- ✓ Workforce of 18,000+

➤ Commercial production started for two greenfield plants of SMP at:

- Scherling, Germany
- Foshan, China

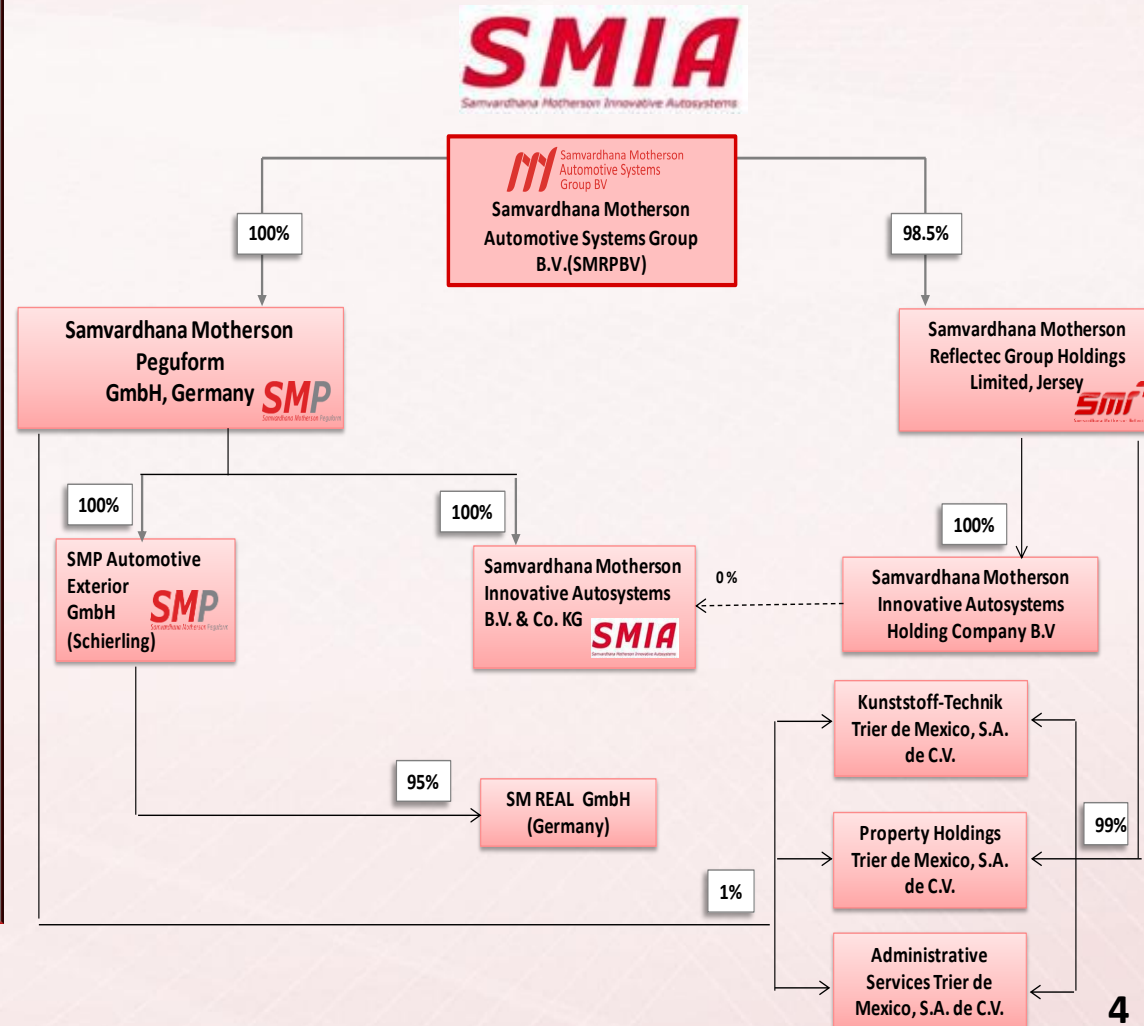


- Manufacturing and assembly plants
- Development, engineering, project management and sales commercial centres
- R&D centres
- Module and sequence centres

Acquisition of Assets of Scherer & Trier, Germany

- SMRP BV acquired assets of Scherer & Trier group (S&T), Germany
- Acquisition done at behest of OEMs
- Asset purchase at Germany including land, building & inventories
- Share purchase in Mexican entities
- Purchase consideration € 35.8 Million.
- Deal closed on 30th January 2015
- Funding done through available committed revolving credit facilities

- S&T renamed as Samvardhana Motherson Innovative Autosystems B.V. & Co. KG abbreviated as SMIA



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

- The main plant of the S&T (~98% of S&T's Net Sales for FY 2013) is located in Michelau, Germany. Further, S&T has comparatively smaller manufacturing facility in Puebla, Mexico.
- The key manufacturing technologies: injection-moulding, extrusion, stretch-bending, painting and assembly. Further, S&T 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.

German Operations



Location

Michelau

- **Plant Area:** 246,836 m²
- **Employees:** approx. 2,100
- **Revenue FY2013:** approx. €240 mn

Major products

- **Rocker panels, roof ditch moulding, IMD, A/B/C pillars**

Major customers



Mexican Operations



Location

Pubela

- **Plant Area:** 23,500 m²
- **Employees:** approx. 80
- **Revenue FY2013:** approx. €5 mn

Major products

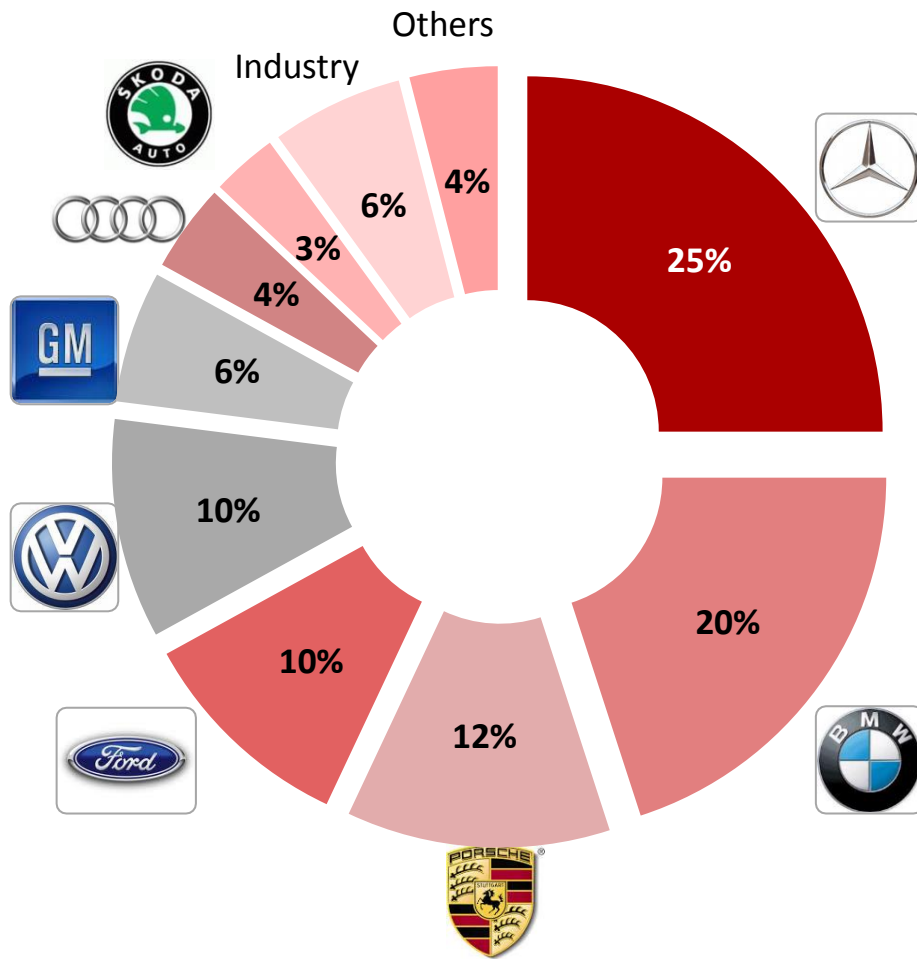
- **Production and finishing of extruded profiles and injections moulded parts**

Major customers



Customer & Product profile – S&T

Revenue by OEM (FY2013) - approx. €245m



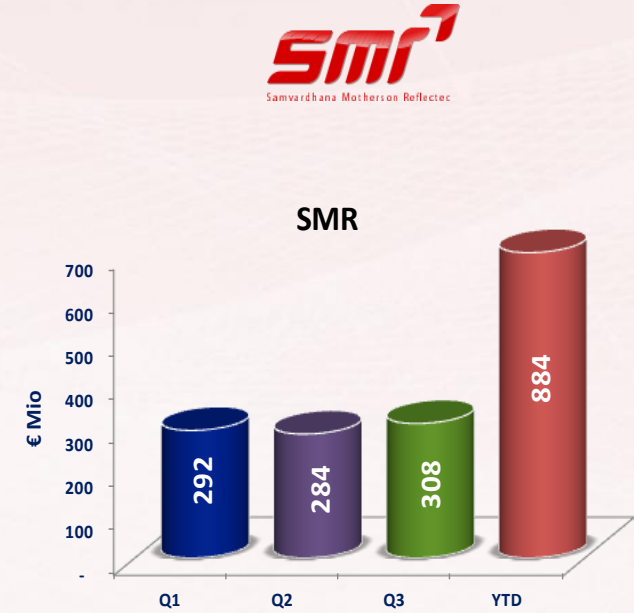
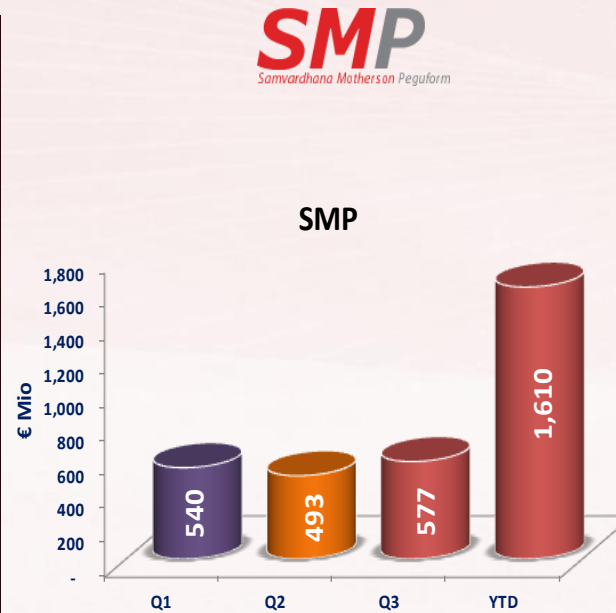
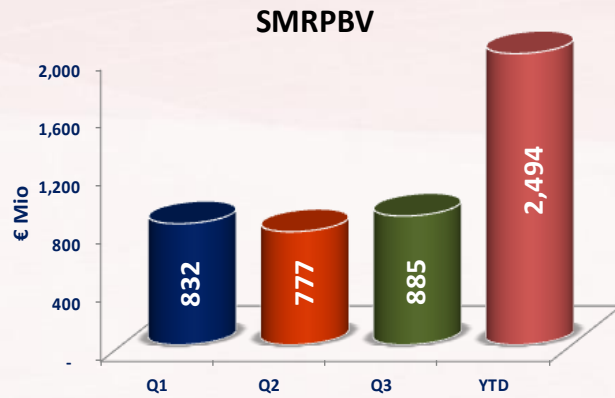
Product Profile



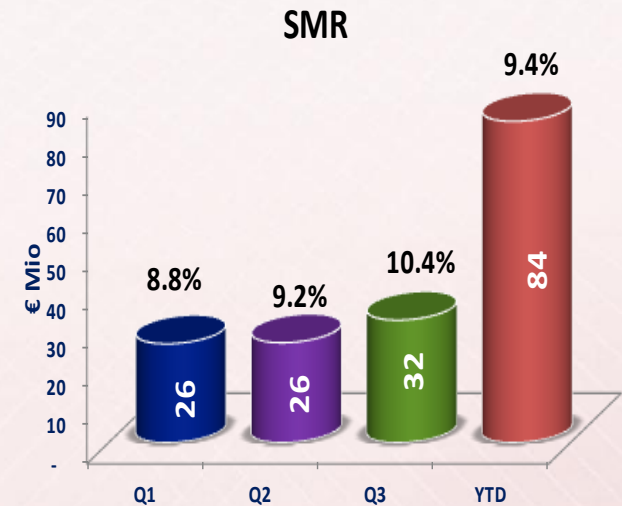
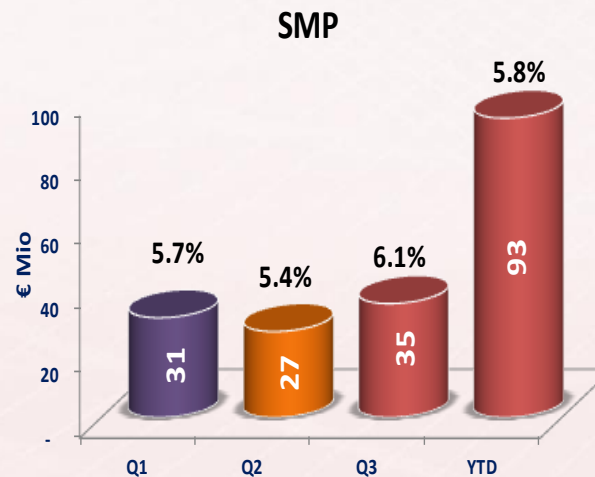
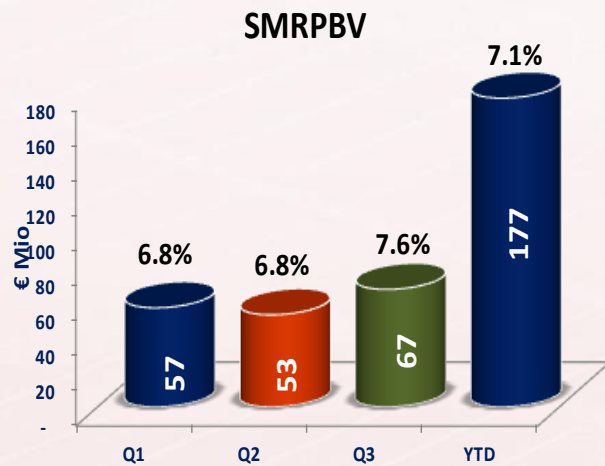
Revenue & EBITDA

For period ended December 31, 2014

Revenue



EBITDA / % to Revenue



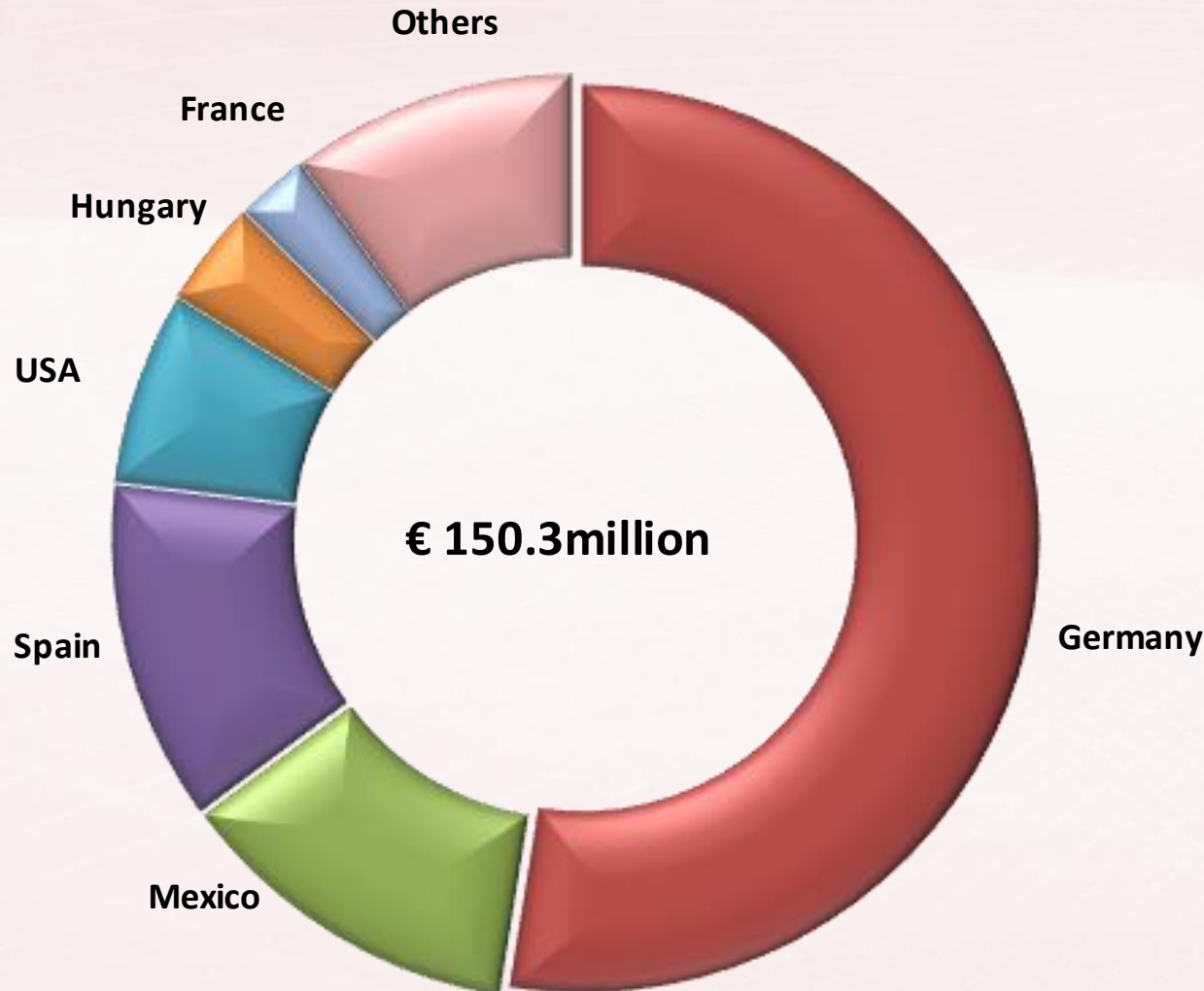
Summary of Cash Flow

For the nine months ended December 31, 2014

Statement of Cash Flows (€ millions)	For the period ended December 31, 2014	For the period ended September 30, 2014
Cash flow from operating activities before changes in working capital and income tax	174.2	113.8
Changes in working capital	(22.4)	(63.4)
Income tax paid	(33.2)	(20.3)
Cash flow from operating activities	118.6	30.1
Purchase of property, plant and equipment (including Pre-Payments)	(134.5)	(82.6)
Acquisition of Minority Interest at SMP	(28.9)	(28.9)
Others	3.7	1.5
Cash flow from investing activities	(159.7)	(110.0)
Proceeds from issue of bond (net of issue cost)	485.0	484.4
Proceeds from borrowings	85.1	84.7
Repayment of borrowings/finance leases	(441.0)	(408.7)
Net Repayment of Shareholders Loan	(68.3)	(68.3)
Interest Paid	(13.1)	(10.6)
Others	(12.0)	(5.9)
Cash flow from financing activities	35.7	75.6
Net increase in cash and cash equivalents	(5.4)	(4.3)
Cash and cash equivalents at the beginning of the period	85.7	85.7
Variation in cash and cash equivalents from translation in foreign currencies	1.8	0.8
Cash and cash equivalents at the end of the period	82.1	82.1

Capital Expenditure

For the nine months ended December 31, 2014



Approximately 69% of capital expenditure amounting to € 103.4 million was incurred on new facilities/expansion

Key Highlights:

- Schierling, Germany: € 44.9 Million
New plant for exterior module business
- Bötzingen, Germany: € 11 Million
Brownfield production facility For manufacturing of plastic components to meet new order
- Oldenburg, Germany: € 5.8 Million
New paint line
- Mexico: € 14.1 Million
Greenfield plant in Zitlaltepec
- Polinya, Spain: € 13.6 Million
New paint line to add capacities and bring further operational efficiencies
- Michigan, USA: € 10.2 Million
New plant for mirror business
- France: € 3.8 Million
Vertical integration for Actuator (key component of mirror business)

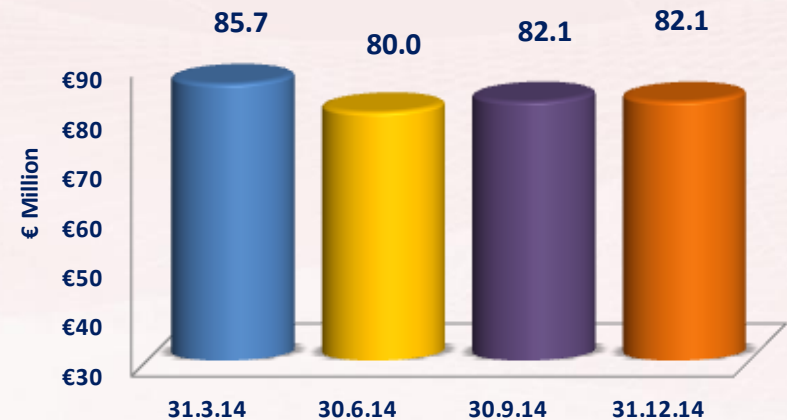
Cash & Debt Status - As at December 31, 2014

NET DEBT (NET OF CASH)

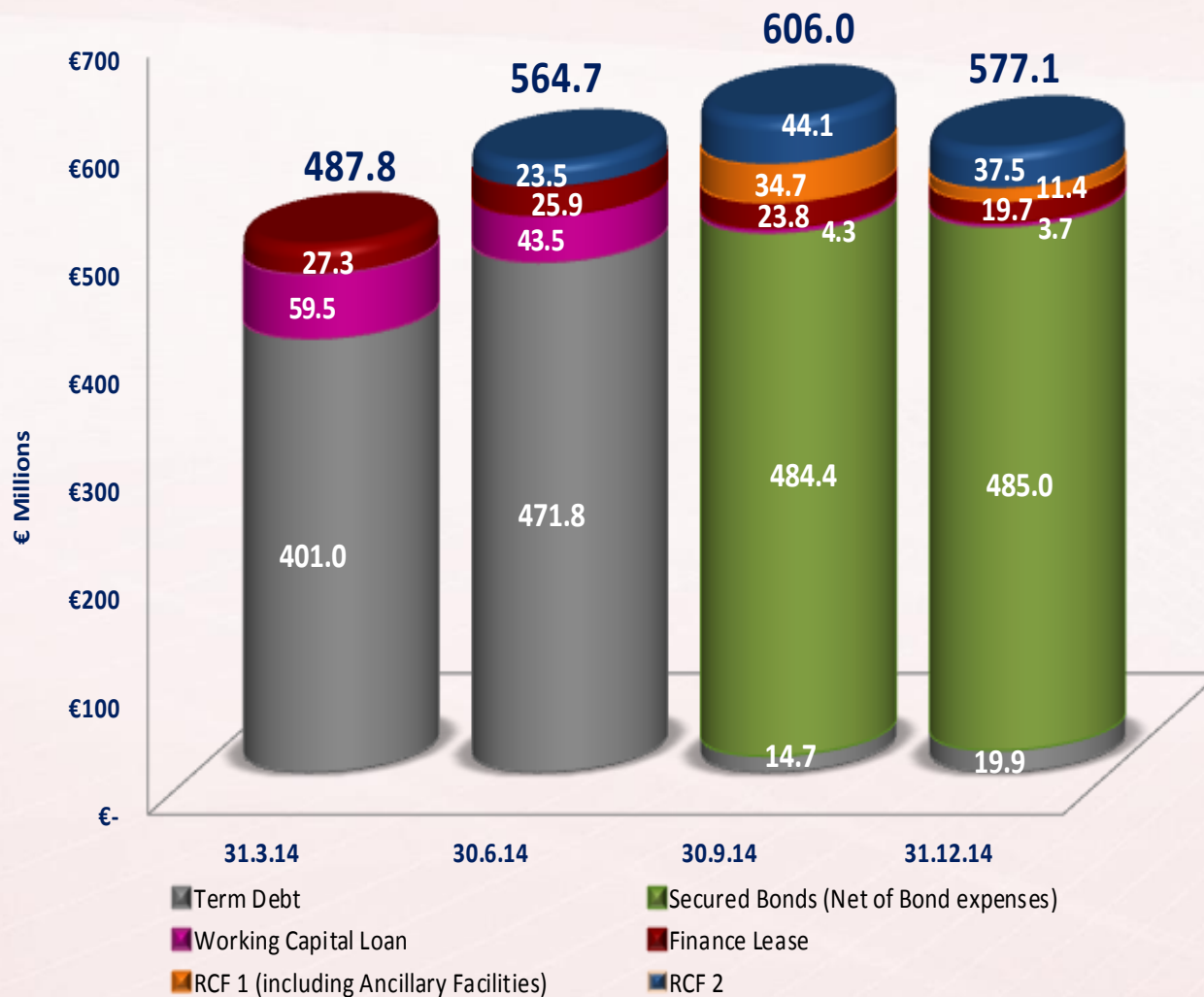
All figures in € Million

31.03.14	30.06.14	30.09.14	31.12.2014
€ 402.1	€ 484.7	€ 523.9	€ 495.0

Cash



GROSS DEBT



Key Highlights:

- Issued € 500 million 4.125% High Yield Senior Secured Notes (due 2021)
- Proceeds used to repay certain term loans, working capital facilities & finance leases
- Entered into € 125 million revolving credit facility (RCF 1). Utilised € 11,4 million (including ancillary facility) as on 31st Dec 2014
- Entered into € 50 million secondary revolving facility (RCF 2). Utilised €37.5 million as on 31st Dec 2014 for tooling & engineering projects for new launches
- Set up € 30 million uncommitted facility across USA, Mexico & Spain

Liquidity Status - As at December 31, 2014

€ in Millions	Committed Limit Available	Utilised as at Dec 31, 2014	Liquidity Available
RCF 1 (including Ancillary facility)	125.0	11.4	113.6
RCF 2	50.0	37.5	12.5
Cash and Cash Equivalent			82.1
Total Liquidity Available			208.2

- **SMRP BV entered into €125 million committed revolving facility (RCF 1) valid till 2019. As on December 31, 2014, RCF 1 was utilised for €11.4 million (including ancillary facilities) to meet operational cash requirement.**
- **SMP Deutschland GmbH (Subsidiary of SMRPBV) entered into € 50 million (RCF 2) committed secondary revolving facility valid till 2016. RCF 2 was utilised for €37.5 million as on December 31, 2014 to meet funding requirement for tooling and engineering projects for new launches.**

- 12

New facilities - Europe



Company : SMP

Location : Oldenburg (Germany)

Type : New Painting facility

Products : Bumpers & Rocker Panels

Start of Operation : Q3 FY14-15



Company : SMP

Location : Schierling (Germany)

Type : Greenfield Plant

Products : Bumpers

Start of Operation : Q3 FY14-15



Status update upcoming facilities - Europe



Company : SMP

Location : Polinya (Spain)

Type : New Painting facility

Products : Bumpers

Start of Operation : Q1 FY15-16



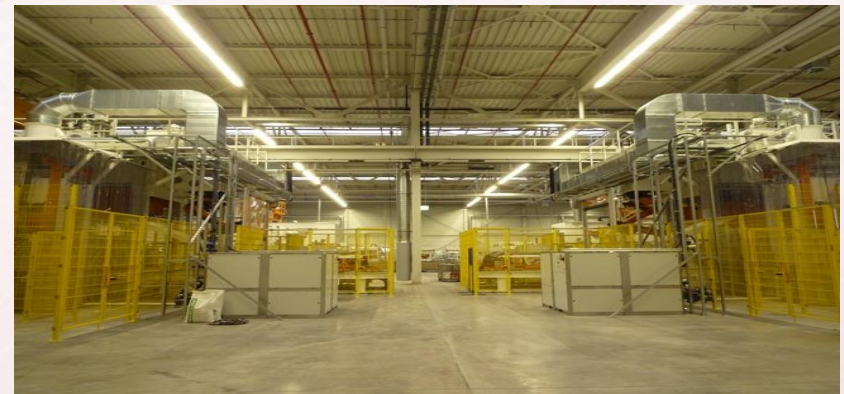
Company : SMP

Location : Boetzingen (Germany)

Type : Brownfield Expansion

Products : Door Panels based on natural fibre plastic

Start of Operation : Q3 FY15-16



New facilities - Americas



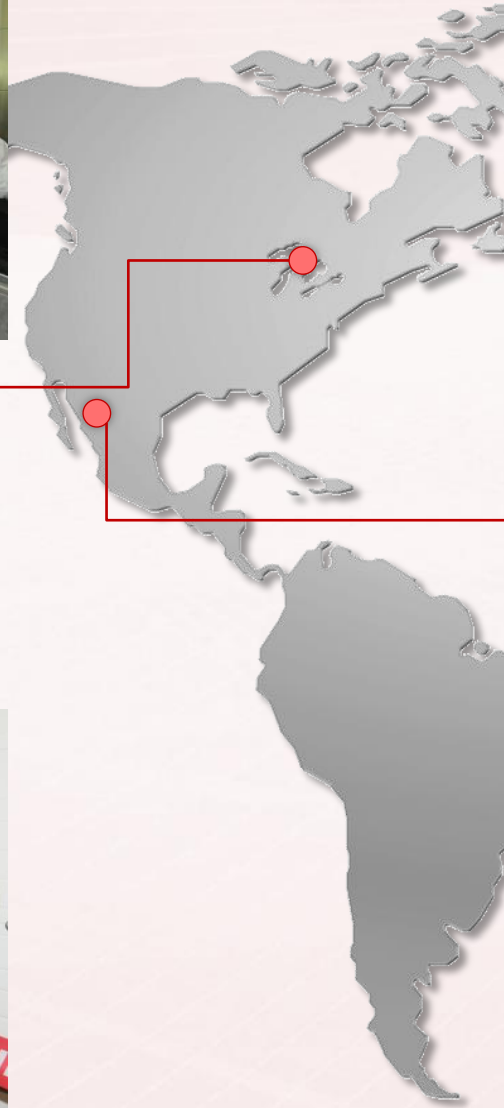
Company : SMR

Location : Marysville (USA)

Type : New plant and significant capacity expansion

Products : Exterior mirror

Start of Operation : Q4 FY 14-15



Company : SMP

Location : Zitlaltepec (Mexico)

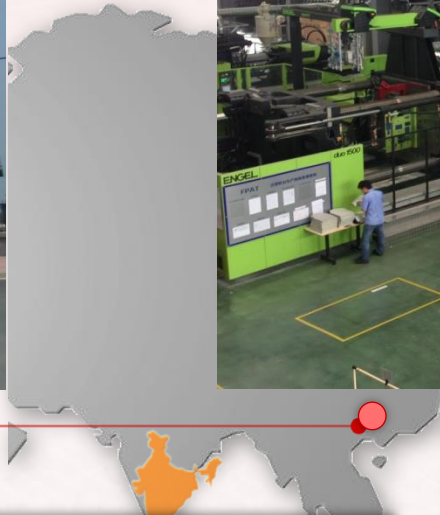
Type : Greenfield plant

Products : Bumpers, Rocker panels, Wheel covers, Roof spoilers

Start of Operation : Q1 FY 16-17



New facility – Asia Pacific



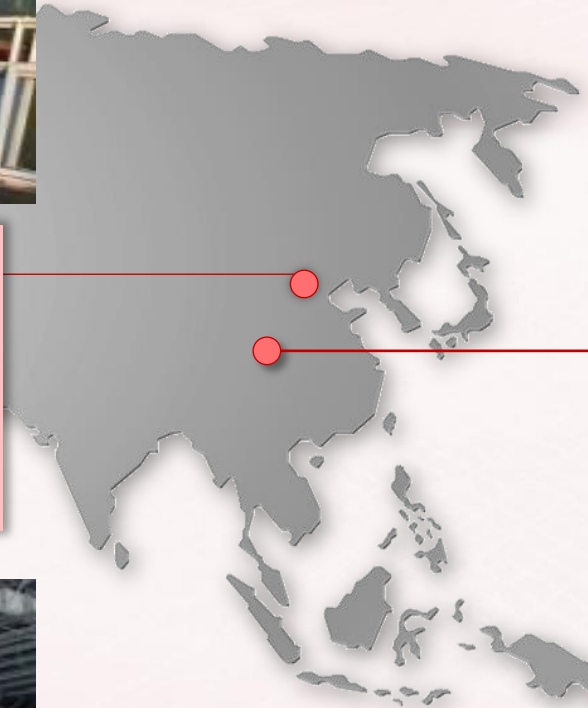
Company : SMP
Location : Foshan (China)
Type : Greenfield Plant
Products : A/B/C pillars
Start of Operation : FY 14-15



Status update upcoming facilities – Asia Pacific



Company : SMP
Location : Beijing (China)
Type : Greenfield Plant
Products : Door Panels
Start of Operation : Q1 FY 16-17



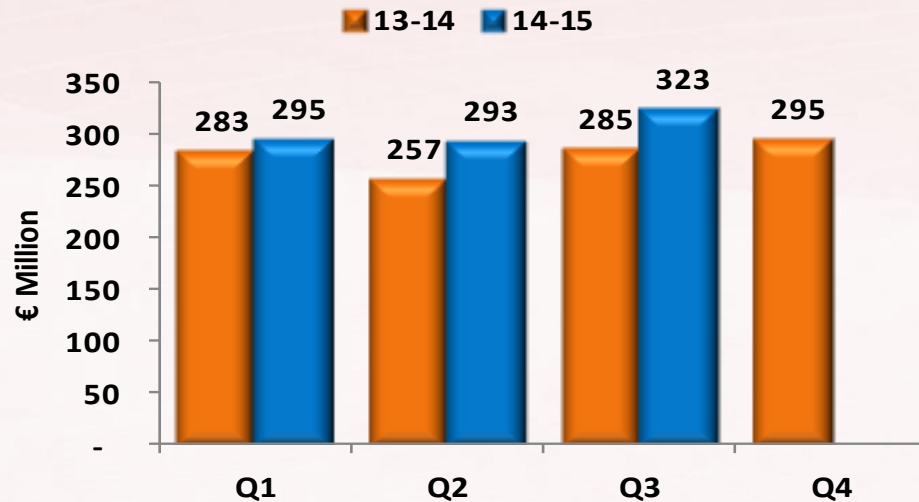
Company : SMR
Location : Chongqing (China)
Type : Greenfield Plant
Products : Exterior Mirrors
Start of Operation : Q4 FY 14-15



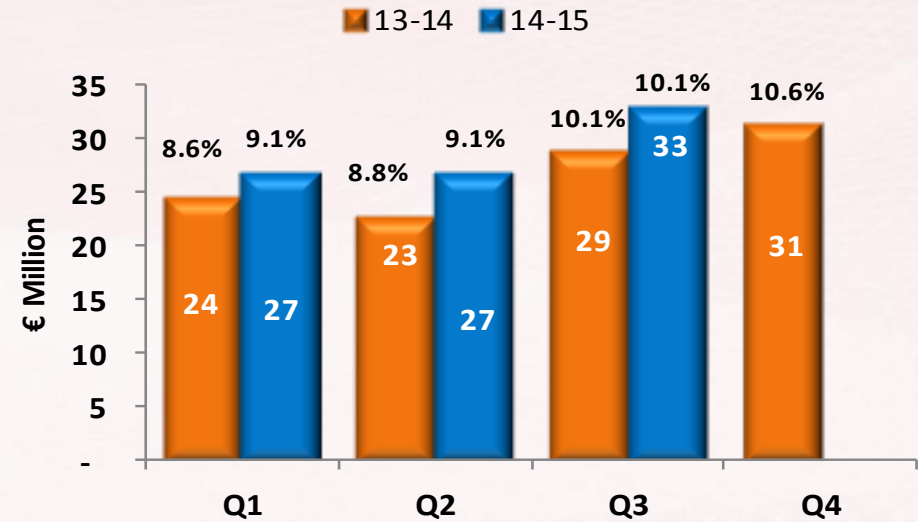
SMP & SMR: Quarterly Overview: Under Indian GAAPs



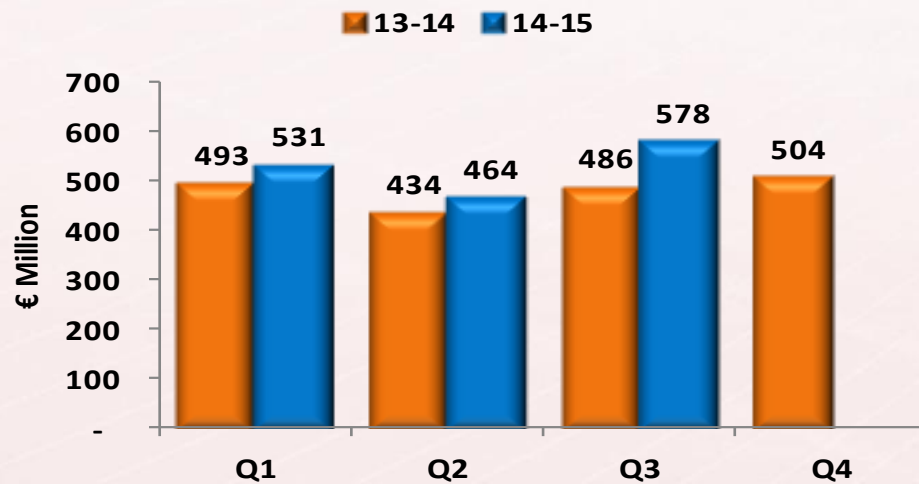
Sales



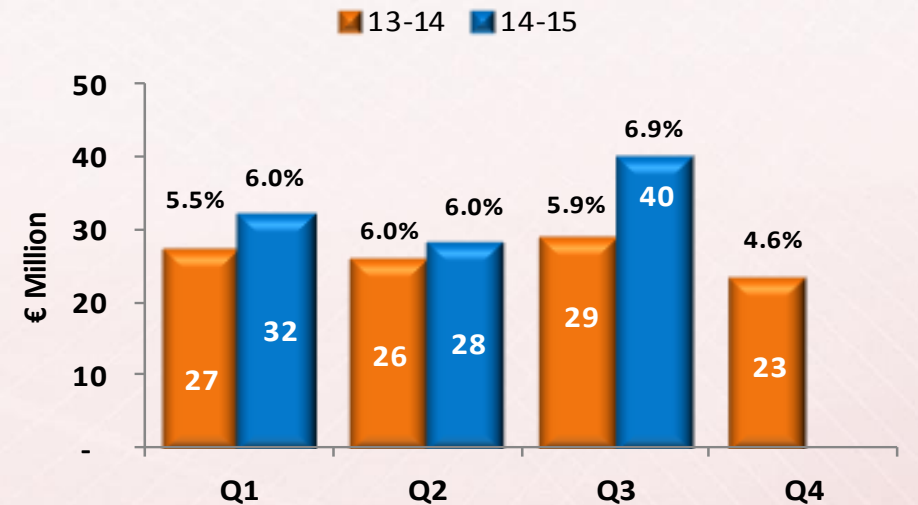
EBIDTA* / % to Sales



Sales



EBIDTA* / % to Sales



- This presentation is strictly confidential and may not be copied, published, distributed or transmitted. The information in this presentation is being provided by Samvardhana Motherson Automotive Systems Group BV (the “Company”).
- Any reference in this presentation to “Samvardhana Motherson Automotive Systems Group BV ” shall mean, collectively, the Company and its subsidiaries.
- The graphical presentation of the results has been prepared from Unaudited Interim Condensed financial statements for the nine months ended December 31, 2014, the same are available on the website of the company (<http://www.smrpbv.com>). The Company’s financial information included herein has been prepared on the basis of the Unaudited Interim Condensed Financials, prepared in accordance with the IFRS.
- This presentation contains financial performance of SMP & SMR in terms of revenue and EBITDA for last seven quarters as used for consolidation in MSSL results under Indian GAAPs. These figures are translated as per exchange rate used for consolidation for respective period. This has been incorporated on feedback of investors & analysts. No assurance is provided for differences between Indian GAAP and IFRS. Certain differences exist between Indian GAAP and International Financial Reporting Standards (IFRS) which might be material to the financial information contained herein.
- 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.
- 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. In making an investment decision, investors must rely upon their own examination of the Company and the financial information.

Thank You