



The Motherson story.

June 2017

01 A brief introduction to Motherson.



samvardhana
motherhood

**Samvardhana
Motherhood is one of
the world's fastest
growing specialized
automotive
component
manufacturing
companies
for OEMs.**

**US\$ 9.1 Bn
approx.
in yearly
revenues.**

**Operating
over 230
facilities in
33 countries.**

**Over
100,000
people.**

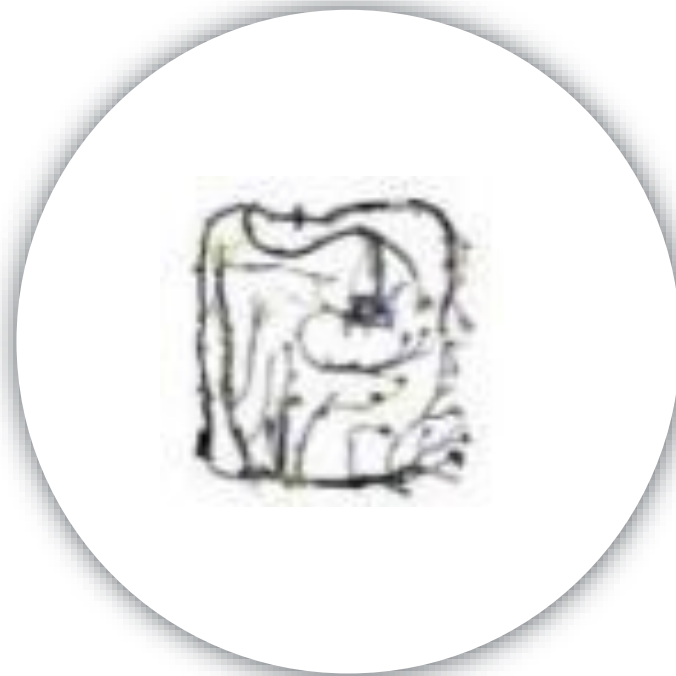
**Working
with 24
joint
venture
partners.**

**Formulated
in 1997, the
vision of
the Group
has been the
same all along.**

To be a
globally
preferred
solutions
provider.

Group business portfolio today.

01 Wiring harnesses.



02 Rear view mirrors.



03 Polymers and modules.



04 IT, engineering and design.



05 Metal working.



06 Elastomers.



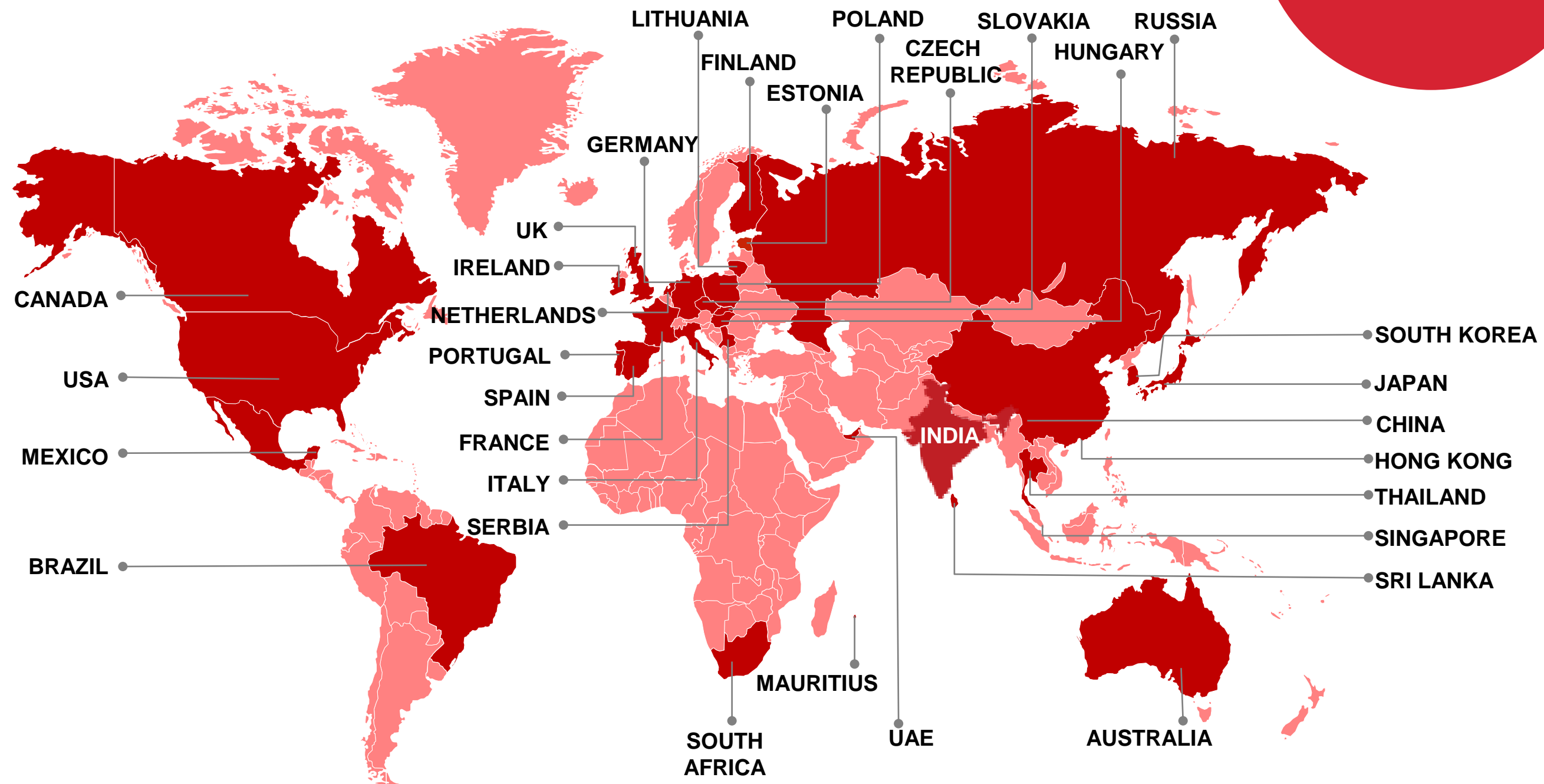
07 Manufacturing support.



A growing portfolio that is diverse and scalable.

Supporting customers globally.

Over 230 facilities in 33 countries.



**Proud
to be
part of...**



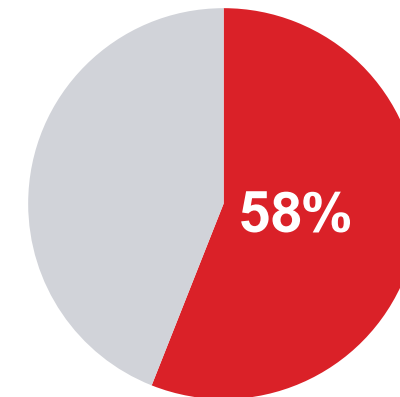
**...the
world's
most
admired
brands.**

MSSL's core business units.

01 Modules and polymer products

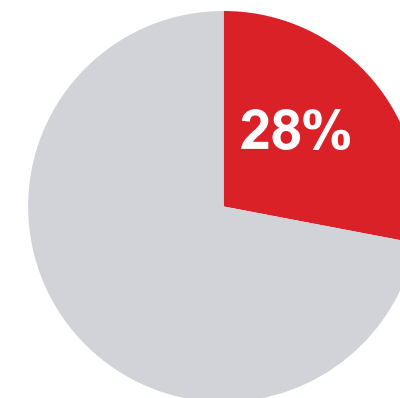


% of
MSSL sales*.



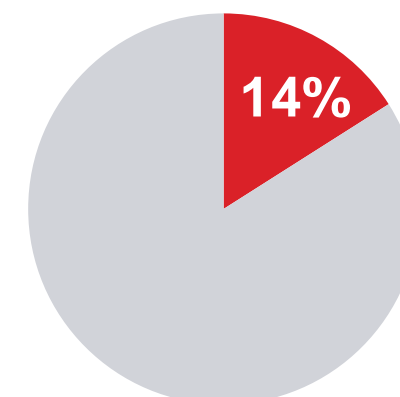
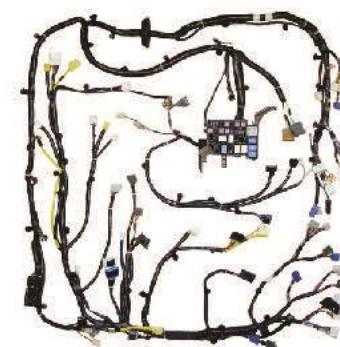
- Established in 1986, MSSL is a joint venture between Samvardhana Motherson Group (SMG) and Sumitomo Wiring Systems (Japan).

02 Rear view mirrors



- MSSL is one of the largest manufacturers of wiring harnesses, rear-view mirrors, IP modules, door trims and bumpers for passenger car manufacturers.

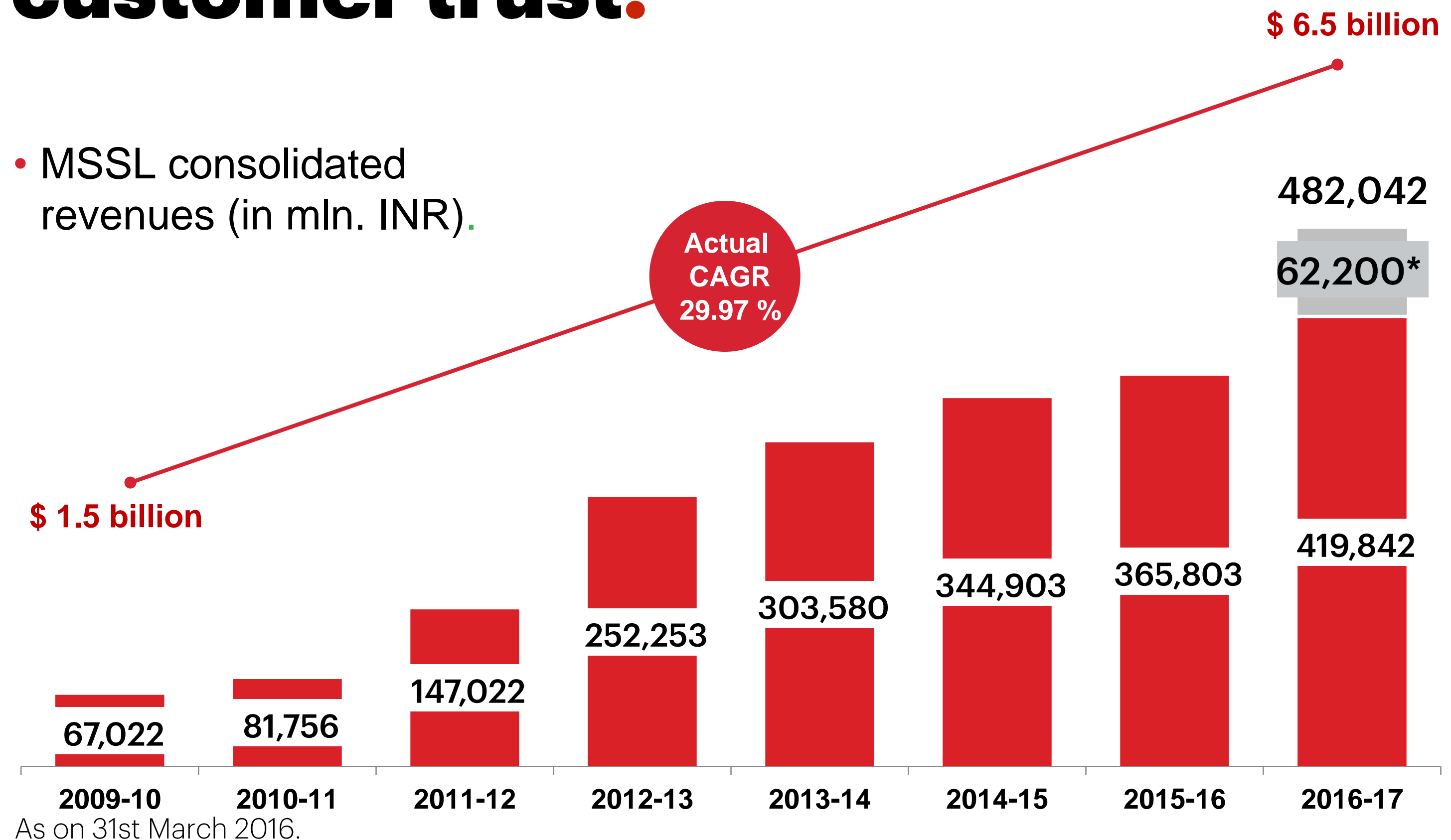
03 Wiring harnesses



*Based on FY 2017 consolidated revenues, excluding sales of services and other operating revenue

Growing through customer trust.

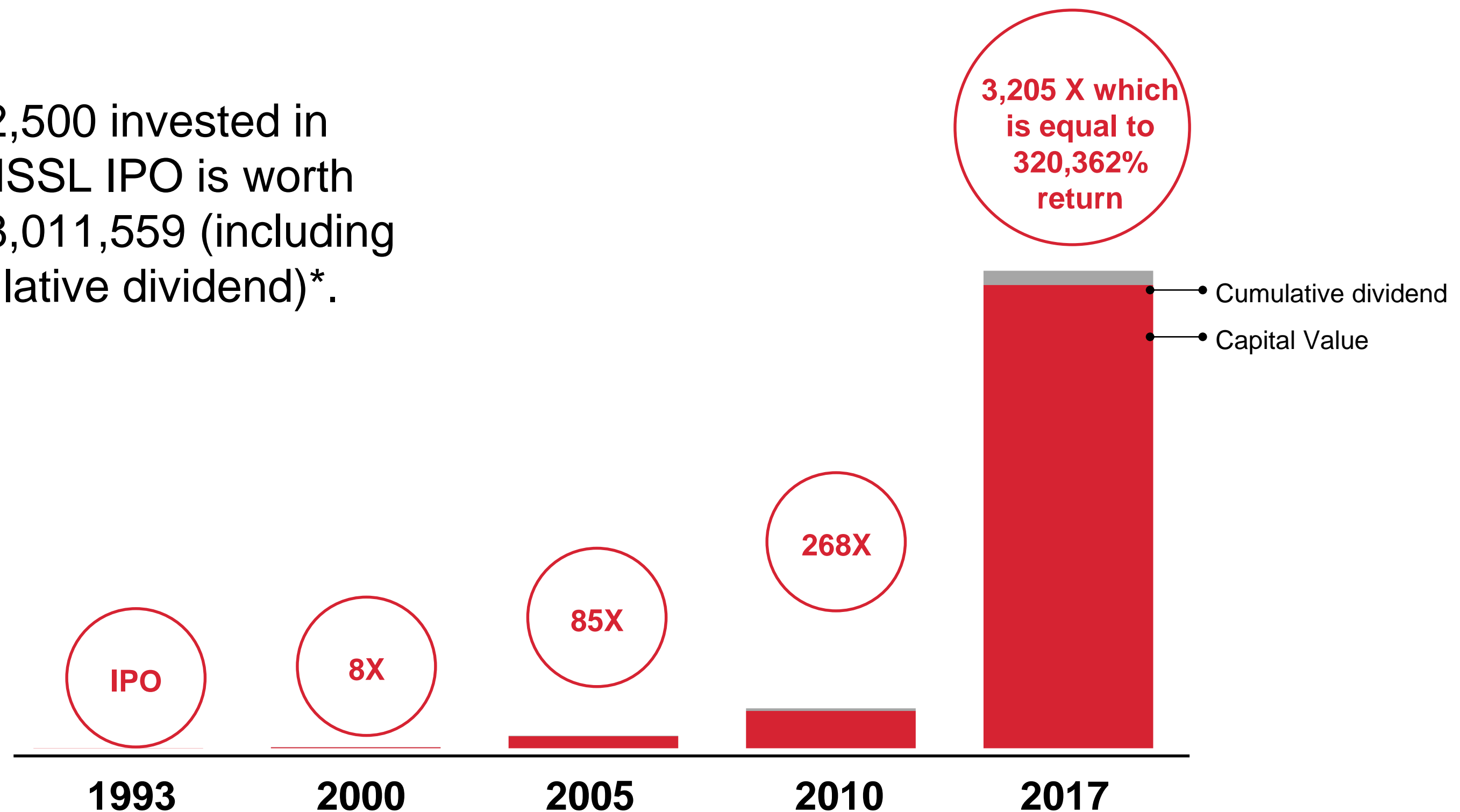
- MSSL consolidated revenues (in mln. INR).



* Revenues of PKC group (acquired at the end of March 2017) of Euro 845.6 million for 2016 on performa

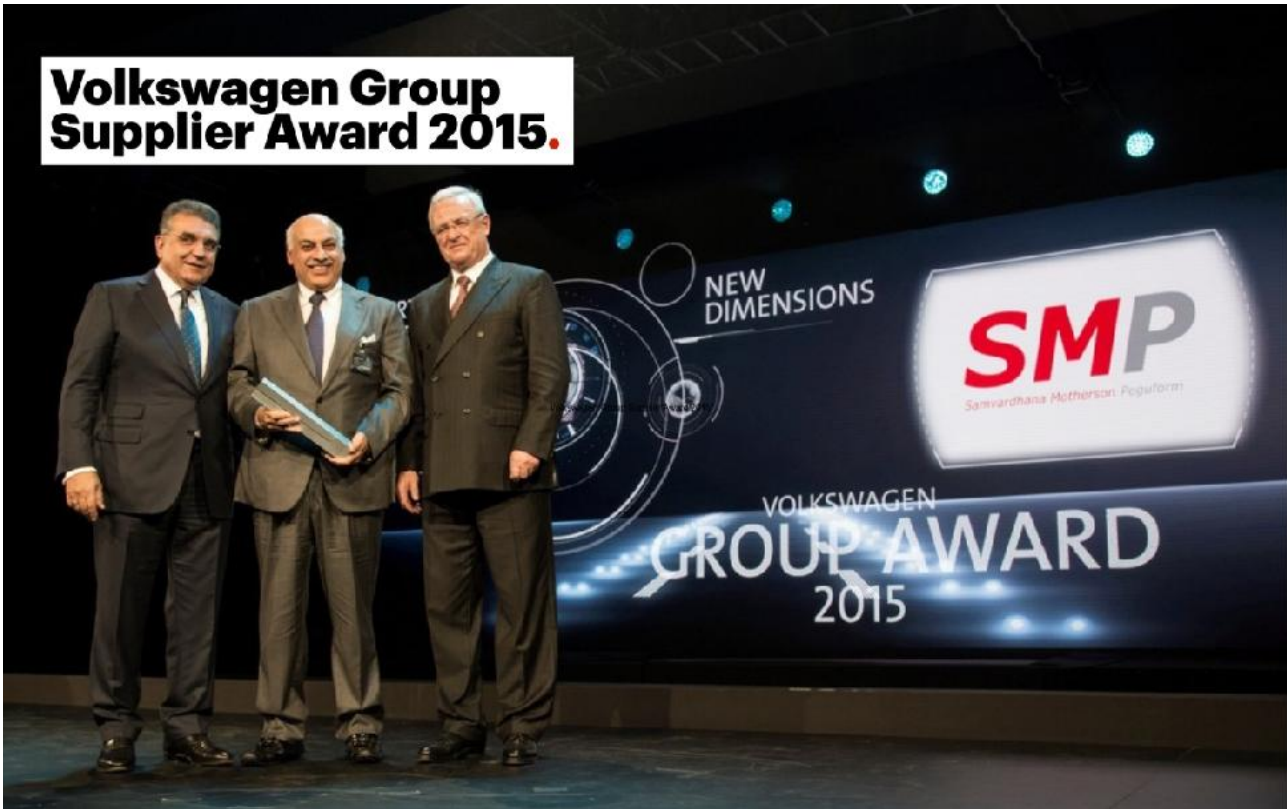
Returns to shareholders.

- INR 2,500 invested in the MSSL IPO is worth INR 8,011,559 (including cumulative dividend)*.



*As on 31st May 2017 I includes proposed dividend for March 2017.

Motherson is trusted by OEMs globally.



Motherson is trusted by OEMs globally.

Daimler



Best Performance Award



Partner for Asia

VW



Partner for FAST Program

GM



Supplier of the year



Supplier Quality Excellence Award

Maruti Suzuki



Overall Excellence



Design & Development

Toyota



Supplier of the Year Golden Award



Zero PPM Award

Hyundai



Best Overall Performance

Motherson is trusted by OEMs globally.

Renault
Nissan



Overall Best QCDM
Performance Awards

Nissan



Supplier Best Practices
Poke Yoke Development

Mahindra



Best Quality
Performance Award

Tata Motors



Best Supplier Quality

JCB



Chairman's Award
Special Citation
of Distinction



Q.C.R.P.M
Supplier
Performance

Caterpillar



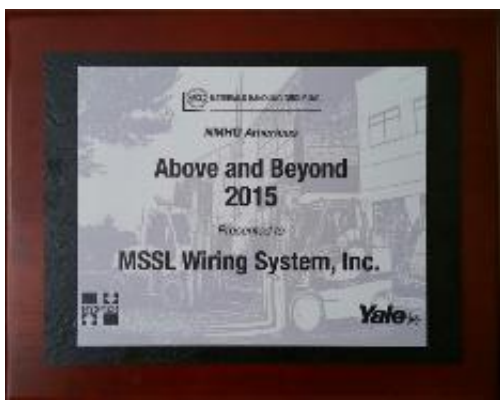
Platinum Level in
Supplier Quality
Excellence Process

John Deere



Commendable
Performance for
India Business

NAACO / Hyster Yale



Above and beyond

Rankings.

Top 100 global OEM parts suppliers - Ranked by sales of original equipment parts in 2015									
2015 rank	Company	Address	Executive	Total global OEM parts sales in 2015 (\$ million)	Total global OEM parts sales in 2014 (\$ million)	Percent change 2015/14	Percent change 2014/13	Percent change 2013/12	Products
22	Schaeffler AG	Industriestrasse 1-3 Hersbrunn, Bavaria 81524, Germany	Klaus Rosenfeld president	\$5,590	\$6,383	-12	20	51	24
23	Ponarsens Automotive Systems Co.	1008, Ohta-ku, Tokyo Kodaira City, Osaka 571-8501, Japan	Kazuhiko Tsuji president	\$1,887.12	\$1,843.11	2	20	14	55
24	Toyoda Gosei Co.	1-1-1, Higashi-ku, Tokyo Aichi 462-8584, Japan	Takashi Aoyama chairman	\$1,386.12	\$1,278.10	8	66	6	66
25	Alfa Romeo	Via Salaria 111, Box 70381 Strozzese, 20121 24, Sweden	Stefano Domenicali chairman, president & CEO	\$1,178	\$1,240	-5	31	34	—
26	Mitsubishi Motors	2-1-1, Higashi-ku, Tokyo Chiyoda-ku, Tokyo 100-8304, Japan	Hiroyuki Kato president & CEO	\$1,118.14	\$1,340.14	-17	—	—	—
27	Gerdau	Atauro 100, 10 Munich 80634, Spain	Francisco Robles president & CEO	\$1,111	\$1,338	-19	61	14	7
28	BorgWarner Inc.	3350 Rosslyn Road Auburn Hills, MI 48003, USA	James Vanter president & CEO	\$1,023	\$1,335	-24	33	28	—
29	Nippon Yusen Corp.	3-1-1, Ohta-ku, Tokyo Saitama 338-8511, Japan	Jun-ichi Yano president & CEO	\$1,000	\$1,300	-23	7	84	8
30	Magnum S.p.A.	Viale Azzurro 10, 10121 Cortina, Milan 20091, Italy	Paolo Geronzi CEO	\$1,000	\$1,000	0	10	10	8
31	Sanku Motors Group	Plot No. 1, Sector 107, Noida Noida, U.P. 201301, India	Vinay Chandra Sengupta chairman	\$1,000	\$1,000	0	40	41	5
32	Hella AG	Hellastrasse 1 Lippstadt 33689, Germany	Volker Dierckx CEO	\$1,000	\$1,000	0	53	58	—
33	Continental AG	Heinrich Heine 66 Cologne, Germany	Thomas Weber chairman & CEO	\$1,000	\$1,000	0	13	18	8
34	Bosch Powertrain GmbH	Munich 80634, Germany	Jürgen Otto CEO	\$1,000	\$1,000	0	22	21	1
35	GM	P.O. Box 100, Detroit Detroit, MI 48201, USA	Philip Breach CEO, GM Division	\$1,000	\$1,000	0	38	33	23
36	Jatco	7-1-1, Higashi-ku, Tokyo Aichi 462-8584, Japan	Teruo Nakamura president and CEO	\$1,000	\$1,000	0	—	—	—
37	Plastic Omnium Co.	1, rue Pierre Curie Lavallois, France 91503, France	Laurent Boute chairman & CEO	\$1,000	\$1,000	0	39	39	18
38	Tricor	1000 E. University Ave. Urbana, IL 61802, USA	Donald Reed chairman & CEO	\$1,000	\$1,000	0	6	2	1
39	Delta Holding Corp.	2430 Technology Drive Munich, Germany 85357, Germany	James Kerschke president & CEO	\$1,000	\$1,000	0	24	12	12
40	Goodyear Tire & Rubber Co.	230 Innovation Way Akron, OH 44316, USA	Richard Kohnen chairman, CEO and president	\$1,000	\$1,000	0	37	35	21
41	Mitsubishi Electric Corp.	2-1-1, Higashi-ku, Tokyo Chiyoda-ku, Tokyo 100-8304, Japan	Hiroyuki Kato president & CEO	\$1,000	\$1,000	0	31	22	47
42	Tricor	1000 E. University Ave. Urbana, IL 61802, USA	Donald Reed chairman & CEO	\$1,000	\$1,000	0	6	2	1
43	GM	P.O. Box 100, Detroit Detroit, MI 48201, USA	Philip Breach CEO, GM Division	\$1,000	\$1,000	0	38	33	23
44	Continental AG	Heinrich Heine 66 Cologne, Germany	Thomas Weber chairman & CEO	\$1,000	\$1,000	0	13	18	8

THE SECTORAL LIST

INDUSTRY RANK

FI
500

Rank
2016

REVENUE

Rs crore

PROFIT

Rs crore

ASSETS

Rs crore

NET WORTH

Rs crore

AUTO ANCILLARIES

1	MOTERSON SUMI SYSTEMS	37	38962.30	1273.70	12446.60	4236.00
2	AMTEK AUTO	76	16792.21	-987.09	20758.75	5900.40
3	SUNDARAM CLAYTON	100	12597.10	243.50	3532.68	1331.98
4	BOSCH	120	10936.50	1248.10	8775.80	8288.80
5	VARROC ENGINEERING	155	8578.62	245.51	3490.76	1847.94
6	BHARAT FORGE	170	7927.46	649.99	6776.76	3575.76
7	MAHINDRA CIE AUTOMOTIVE	231	5239.55	116.31	3343.31	2010.73
8	SUNDARAM FASTENERS	314	3312.36	122.98	1555.32	929.98
9	MINDA INDUSTRIES	391	2564.15	111.13	1016.65	468.21
10	SKF INDIA	397	2512.07	205.72	1596.86	1569.39
11	MINDA CORPORATION	398	2491.40	107.27	1198.47	547.59
12	RANE HOLDINGS	401	2477.11	65.54	1382.08	590.76
13	ASAHI INDIA GLASS	428	2211.32	86.95	1875.22	354.05
14	WHEELS INDIA	462	2015.62	39.99	800.18	408.16
15	WABCO INDIA	473	1894.24	204.62	1073.23	1053.95
16	FAB BEARINGS INDIA	486	1794.09	197.48	1312.77	1287.32

FORTUNE INDIA 588 // DECEMBER 2016

FORTUNE INDIA 500 // DECEMBER 2016



SMG ranked 31st
among global
automotive suppliers
by *Automotive News*

MSSL ranked No. 1
auto ancillary in India
for 7 consecutive years
by *Fortune India*

**MSSL among the Fab
50 companies of Asia**
for 4 consecutive years
by *Forbes*

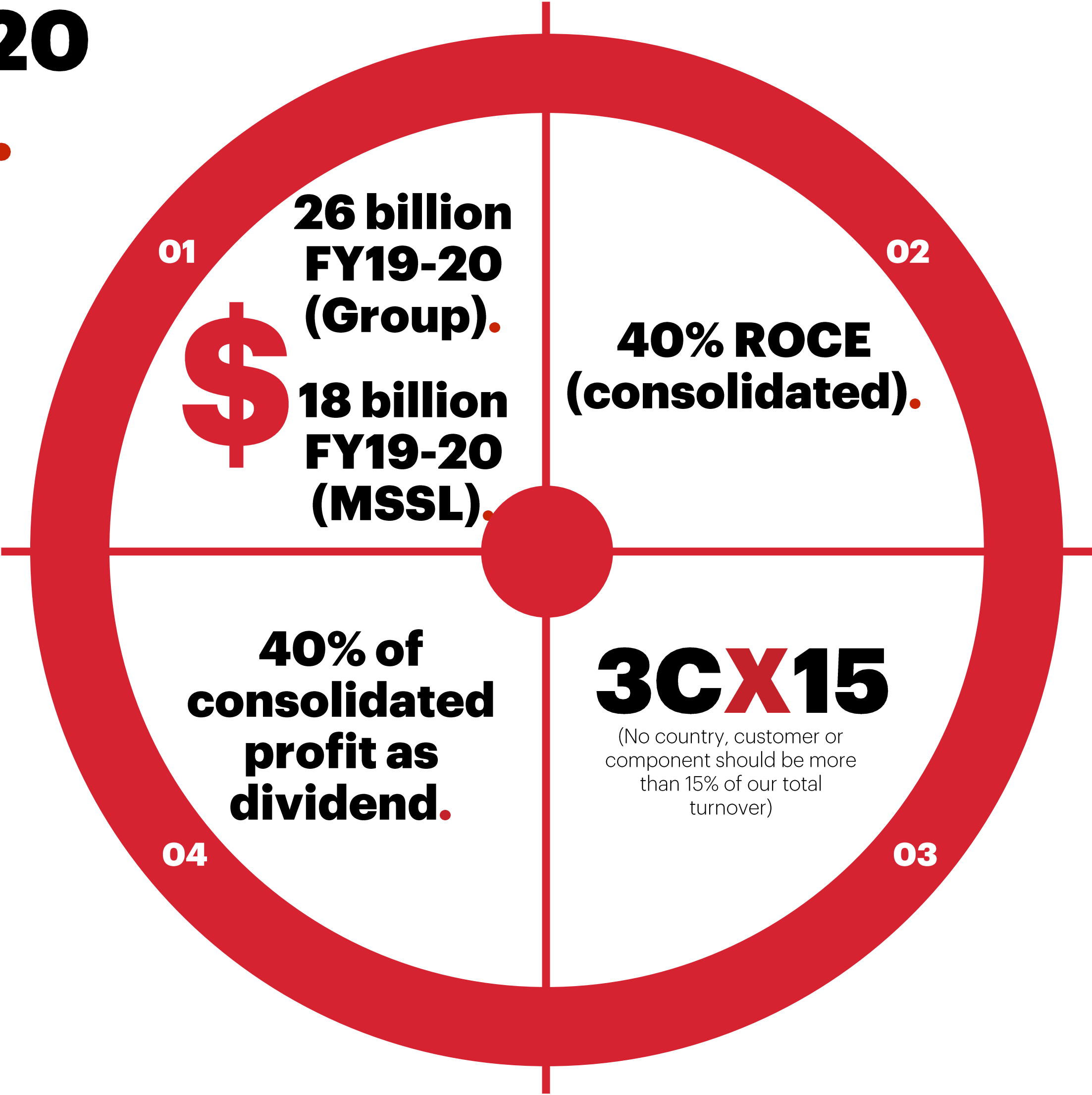
02 Our approach to growth.

5YP

In 1995, we started working with 5 year plans. Partly at the request of analysts, we started to publish them. Today, Motherson only gives a 5-year guidance.

Our 2020 targets.

Our 5th
five-year
plan.



Headroom for growth.

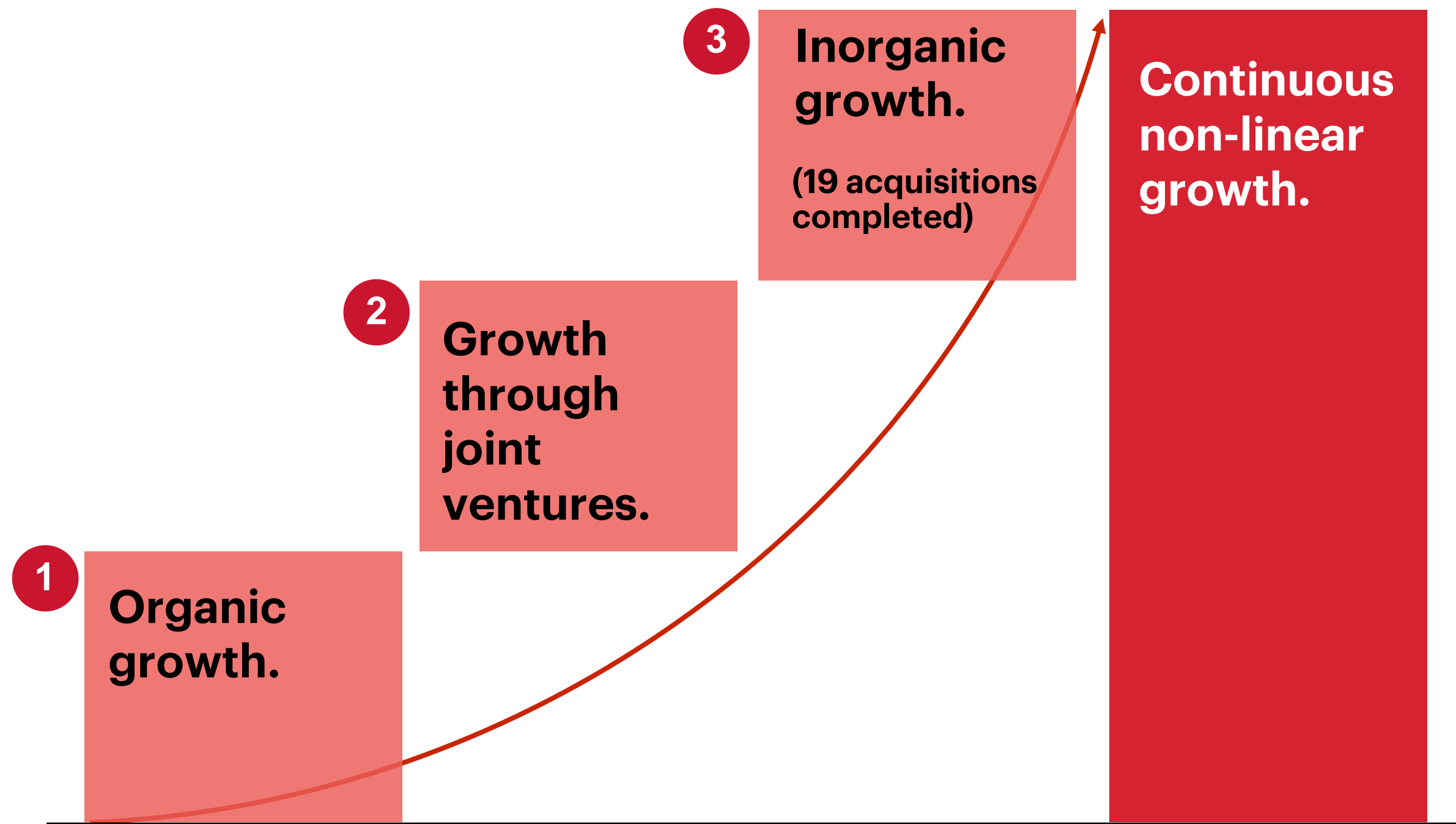
We have done successful bond issues at our subsidiary SMRPBV

- EUR 600 mln in 2014 and 2015.
- USD 400 mln in 2016.

In 2016, we completed a QIP and preferential allotment, placing total 80,647,287 new shares.

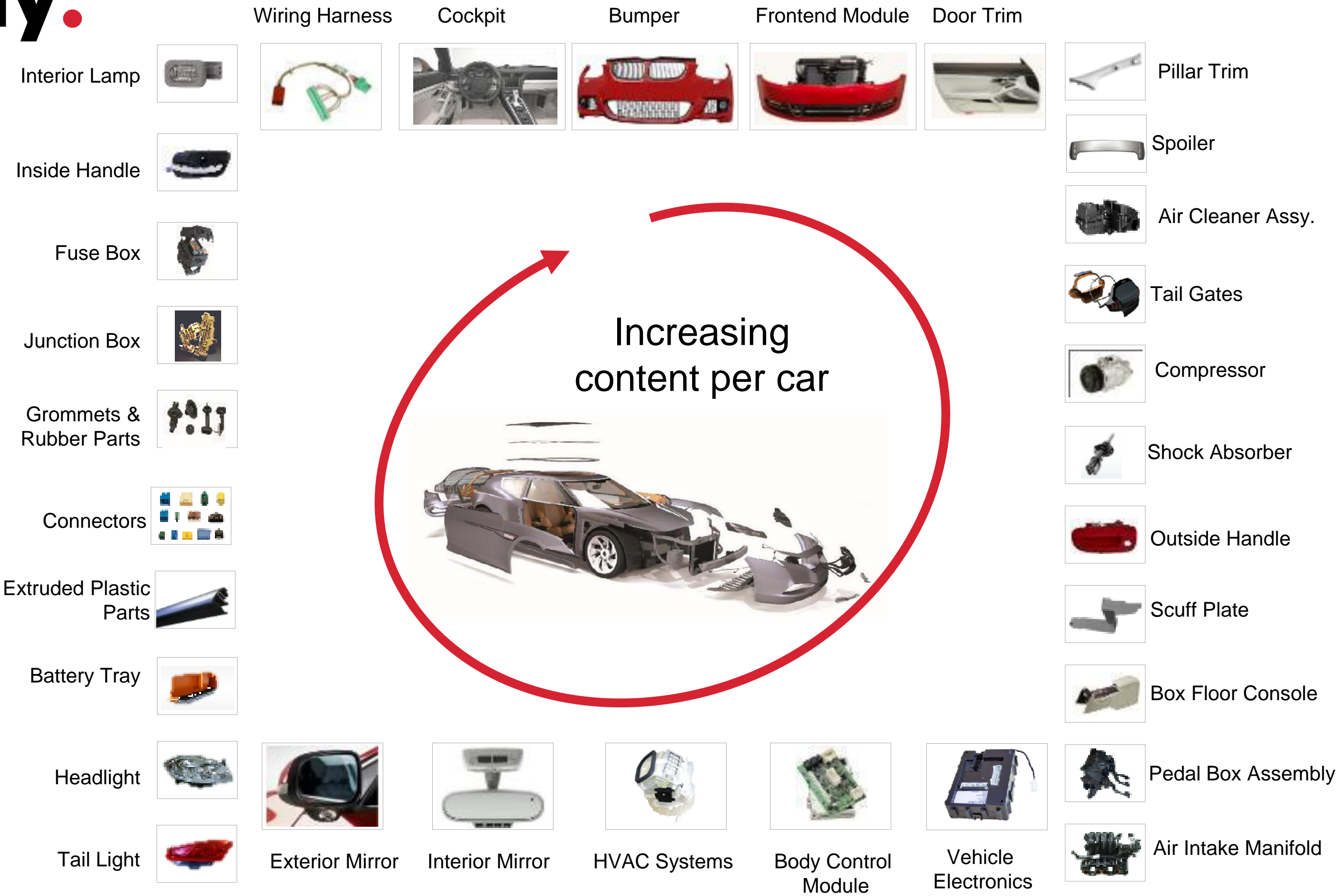


Focus on three pillars of growth.



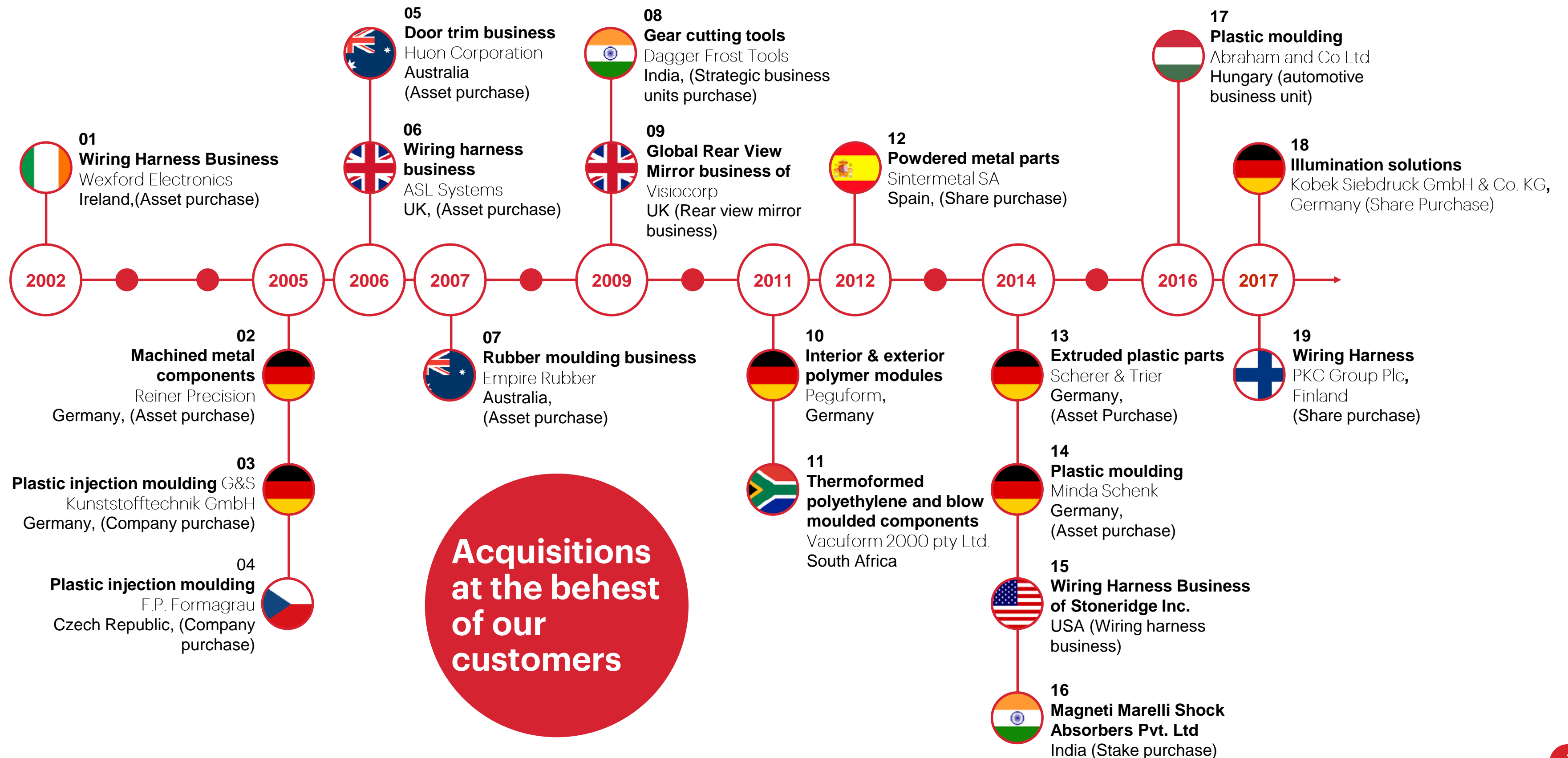
Organic growth: a “not yet” company.

Focus on giving the best suited solutions to customers. with an open mind. In the process, we increase content per vehicle, serve more geographies, get new technologies, make new acquisitions, etc.



Approach to acquisitions.

SMG has integrated 19 acquisitions since 2002, creating synergies while leaving companies to manage themselves as autonomously as possible.



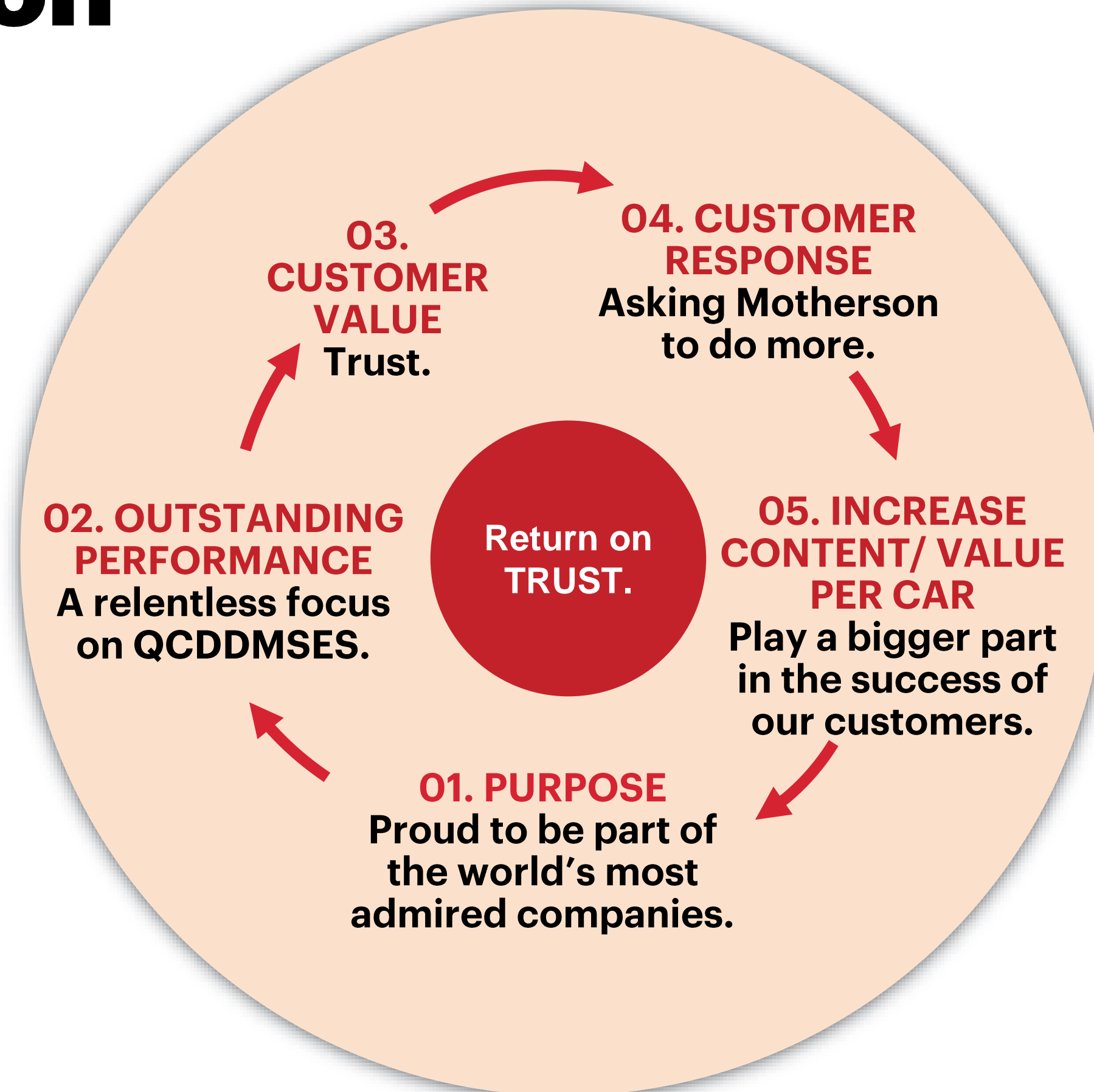
The industry environment: breathing with the market.

Circle of influence

We focus on
improving our own
operational
performance.

A global company
adjusts to the external
environment - as one
cannot change it.

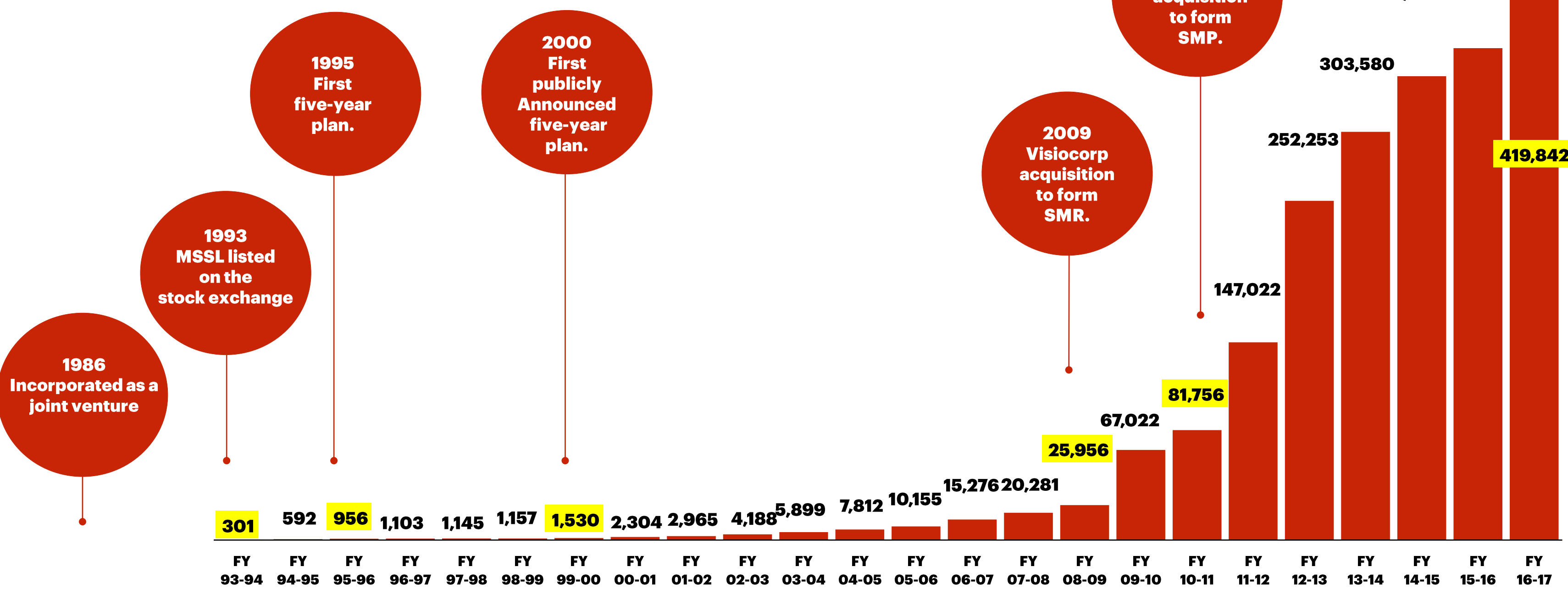
How Motherson creates value.



03 Our Recent Financial Performance.

MSSL Sales & Milestones.

■ Consolidated



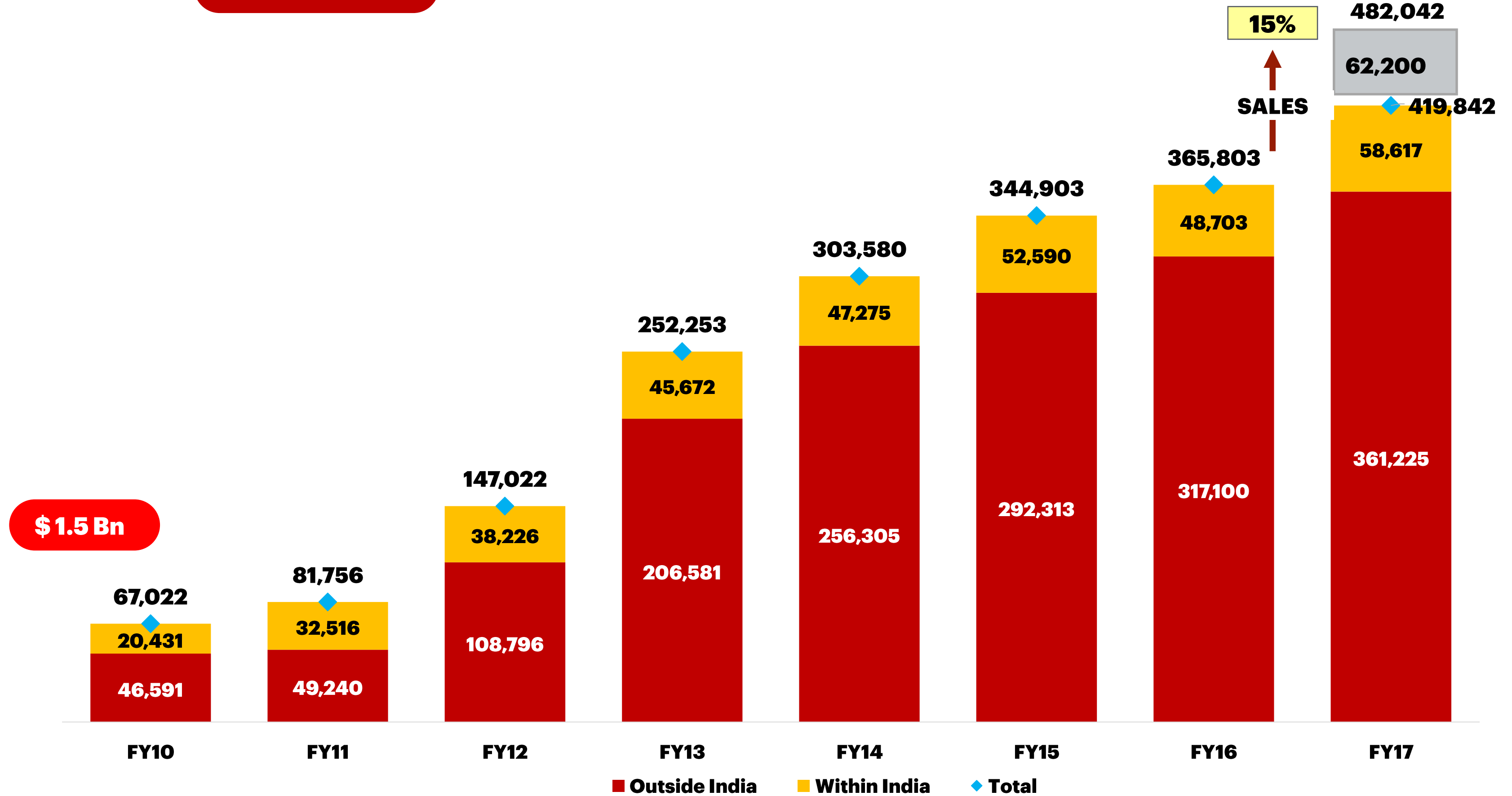
*As on 31st May 2017

* Revenues of PKC group (acquired at the end of March 2017 of Euro 845.6 million for 2016 on performa

Sales.

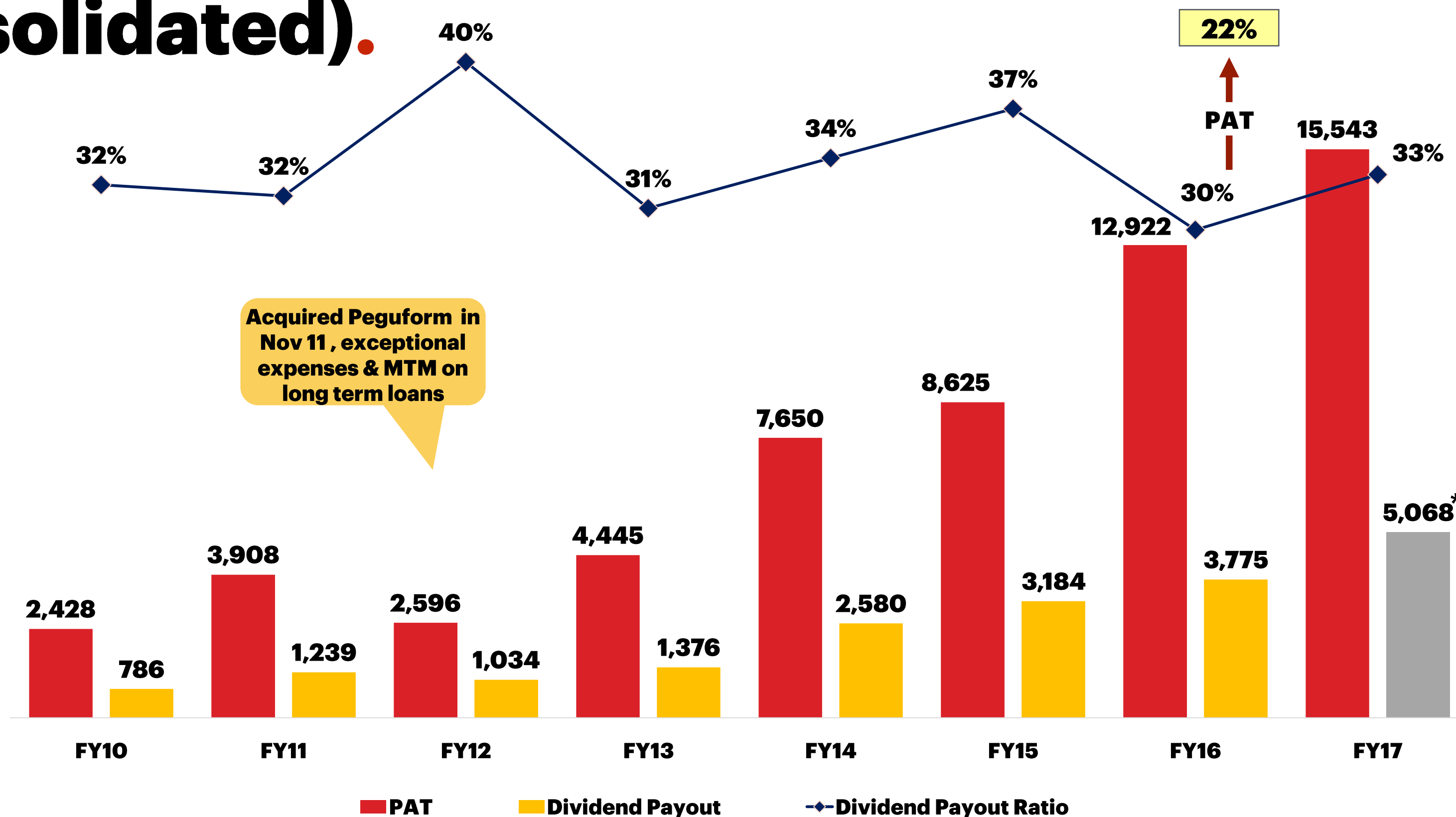
(Rs. in Million)

CAGR : 29.97%



* Revenues of PKC group (acquired at the end of March 2017 of Euro 845.6 million for 2016 on performa

PAT, Dividend Payout and Dividend Payout Ratio (consolidated).

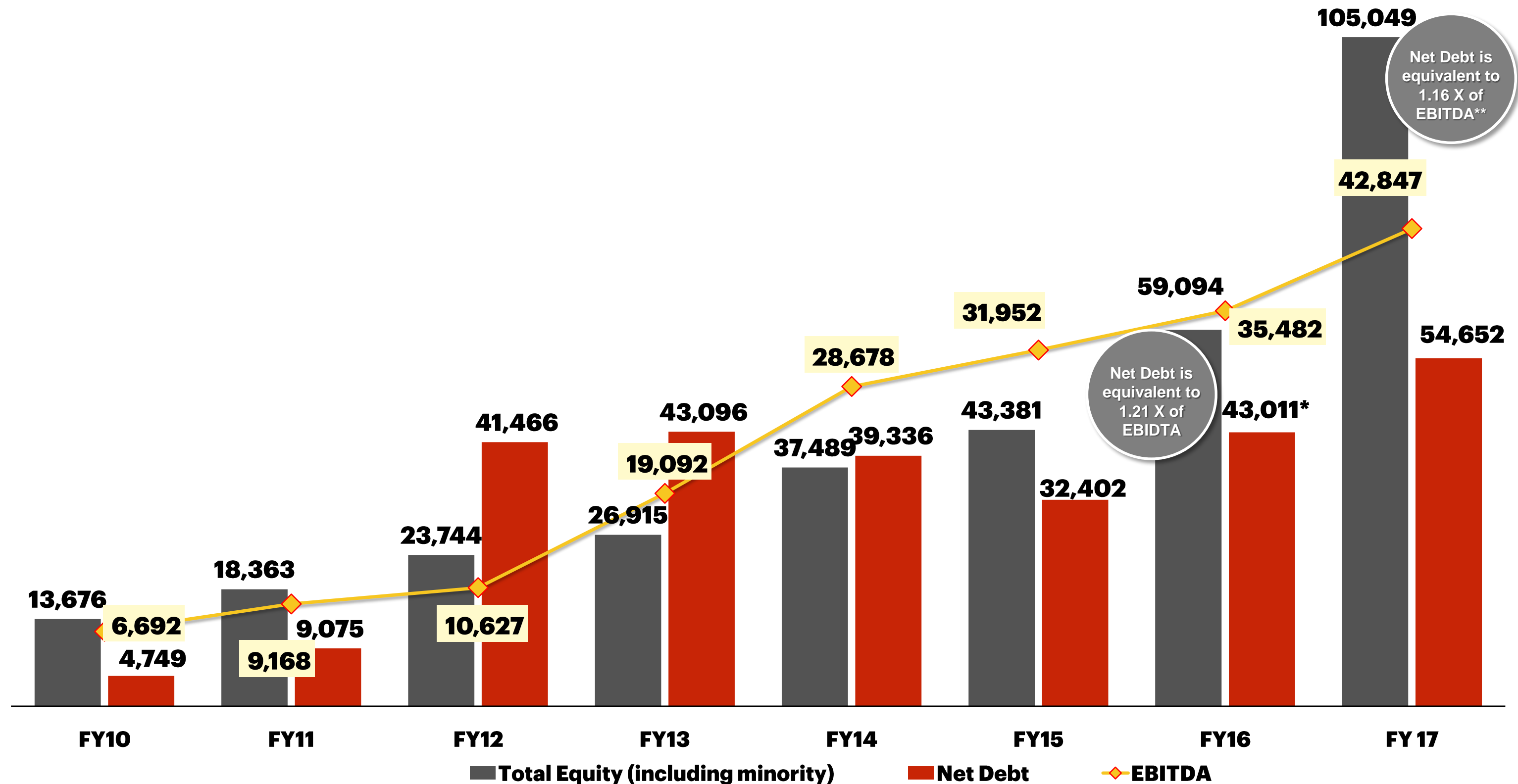


* Proposed dividend for Financial Year ended March 2017

Total Equity, Net Debt And EBITDA**

(Rs in Million)

Moody's Investors Service, ("Moody's") has assigned **Baa3** foreign currency and local currency issuer ratings to MSSL. The ratings outlook is **Stable**.

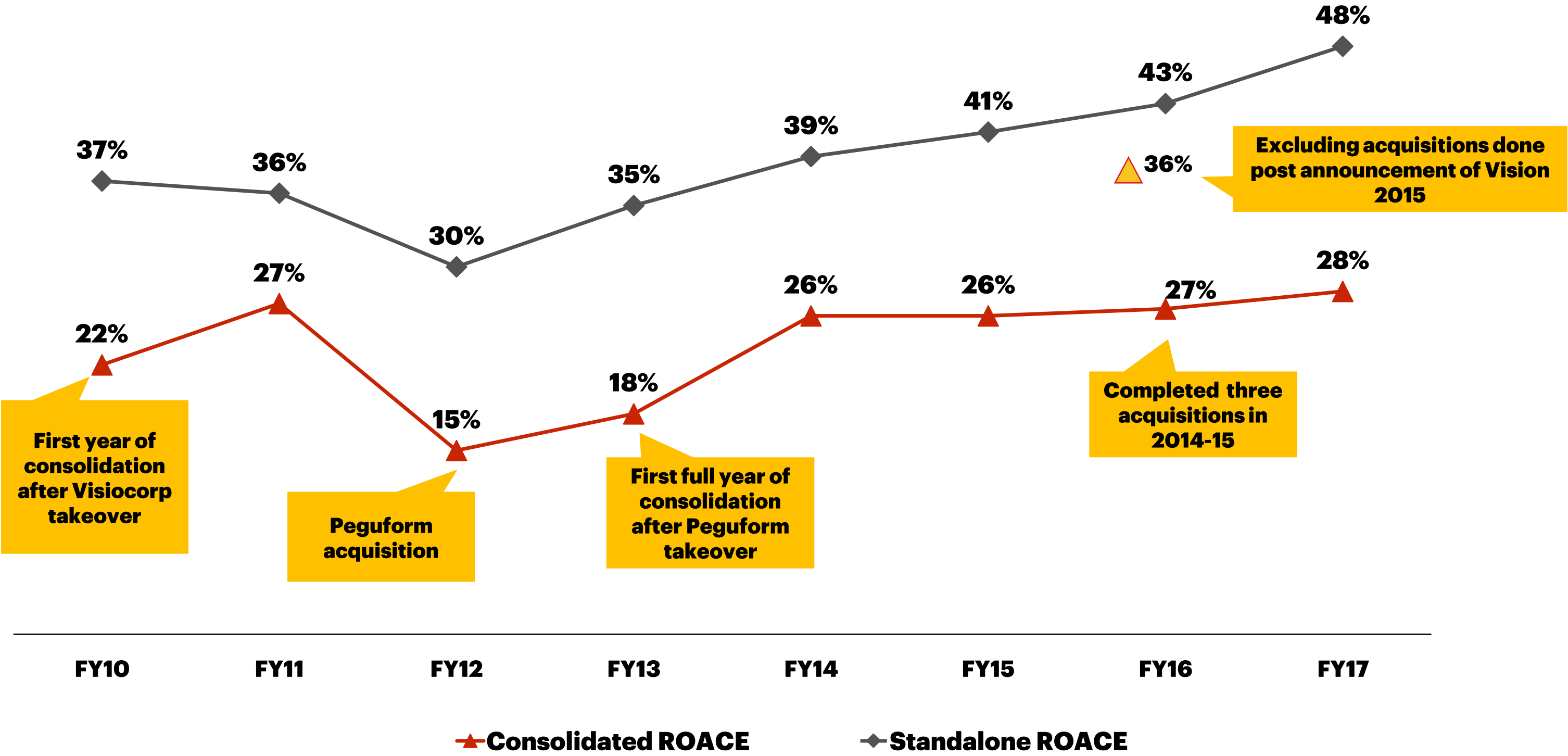


** adding EBITDA of Euro 64 million of PKC group for 2016

*Excluding other income and exchange fluctuations

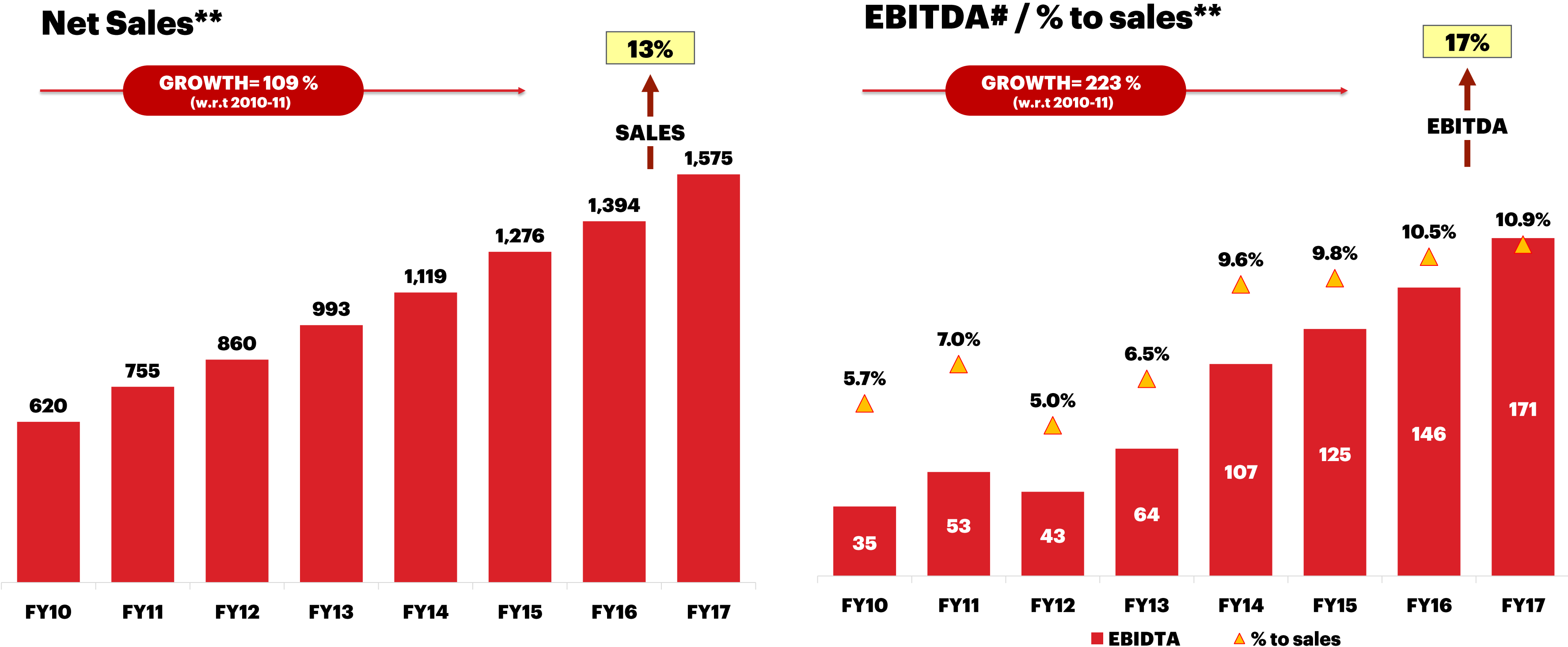
Return of Average Capital Employed (ROACE)

★ All Time High ROCE for Standalone at 48%



Samvardhana Motherson Reflectec (SMR) Performance since acquisition

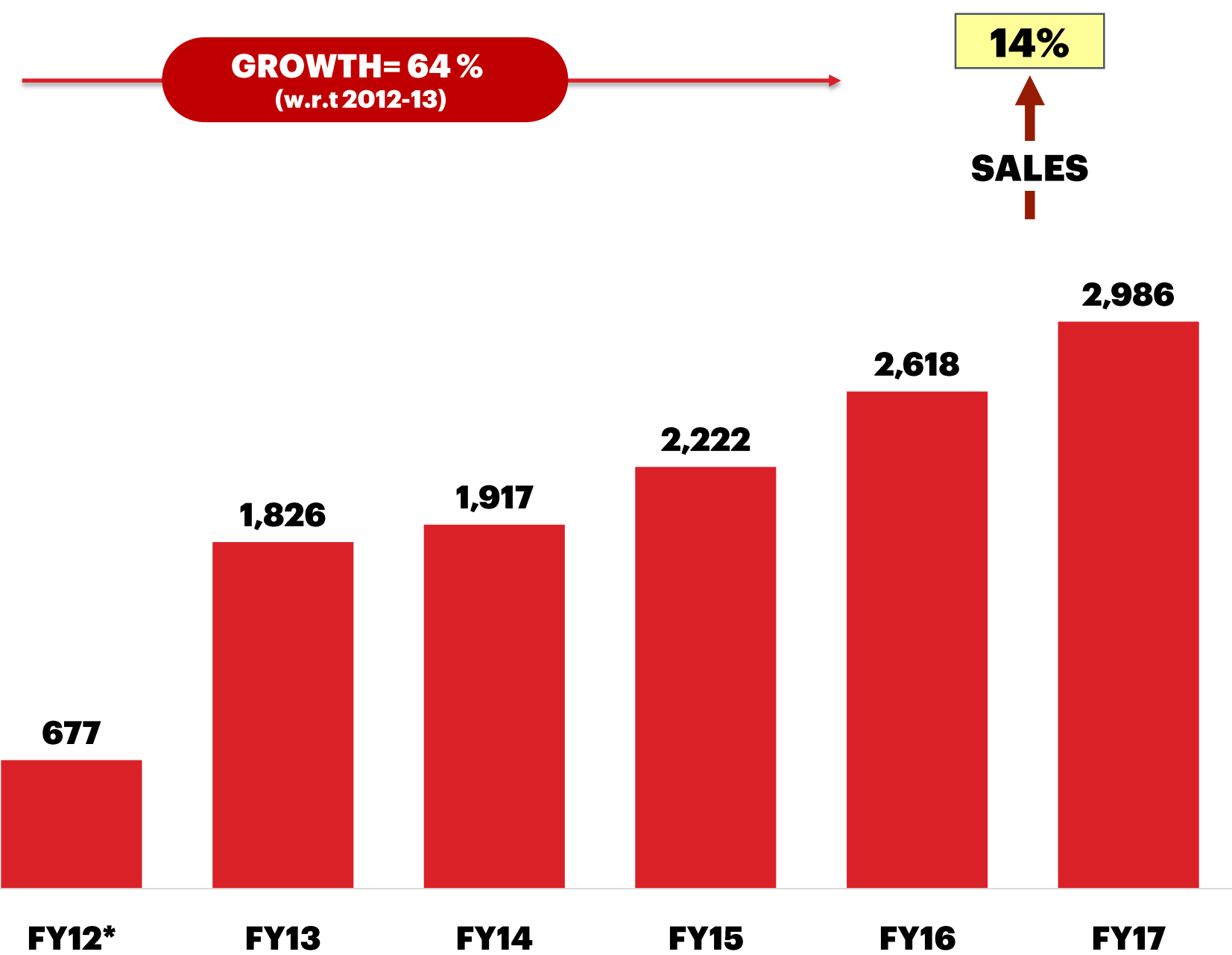
(Euro in Million)



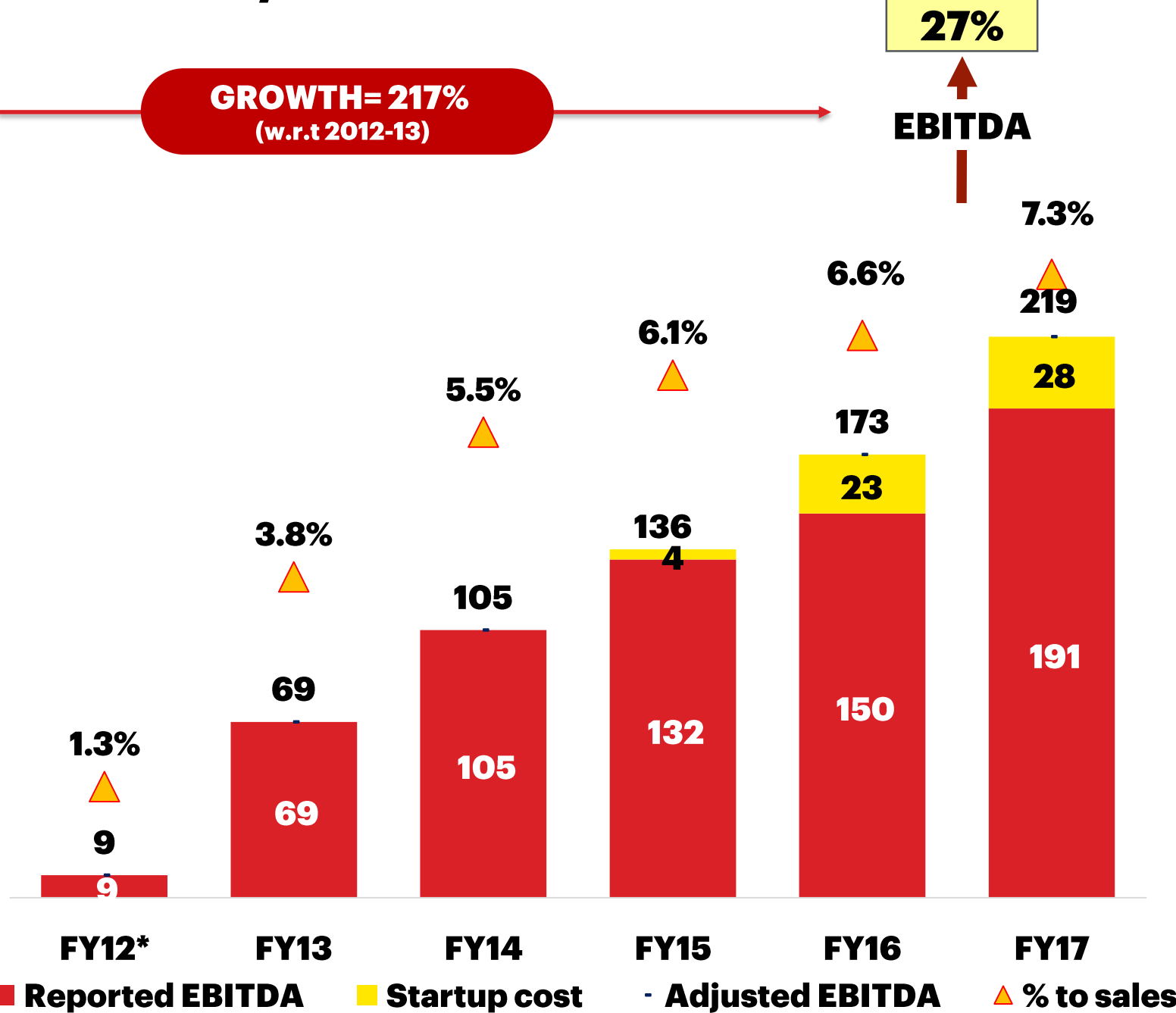
Samvardhana Motherson Peguform (SMP) Performance since acquisition

(Euro in Million)

Net Sales**



EBITDA# / % to sales**



* For 4 months as the acquisition was done on 23rd Nov 2011

**At exchange rate used for translation, please refer to note on last slide..

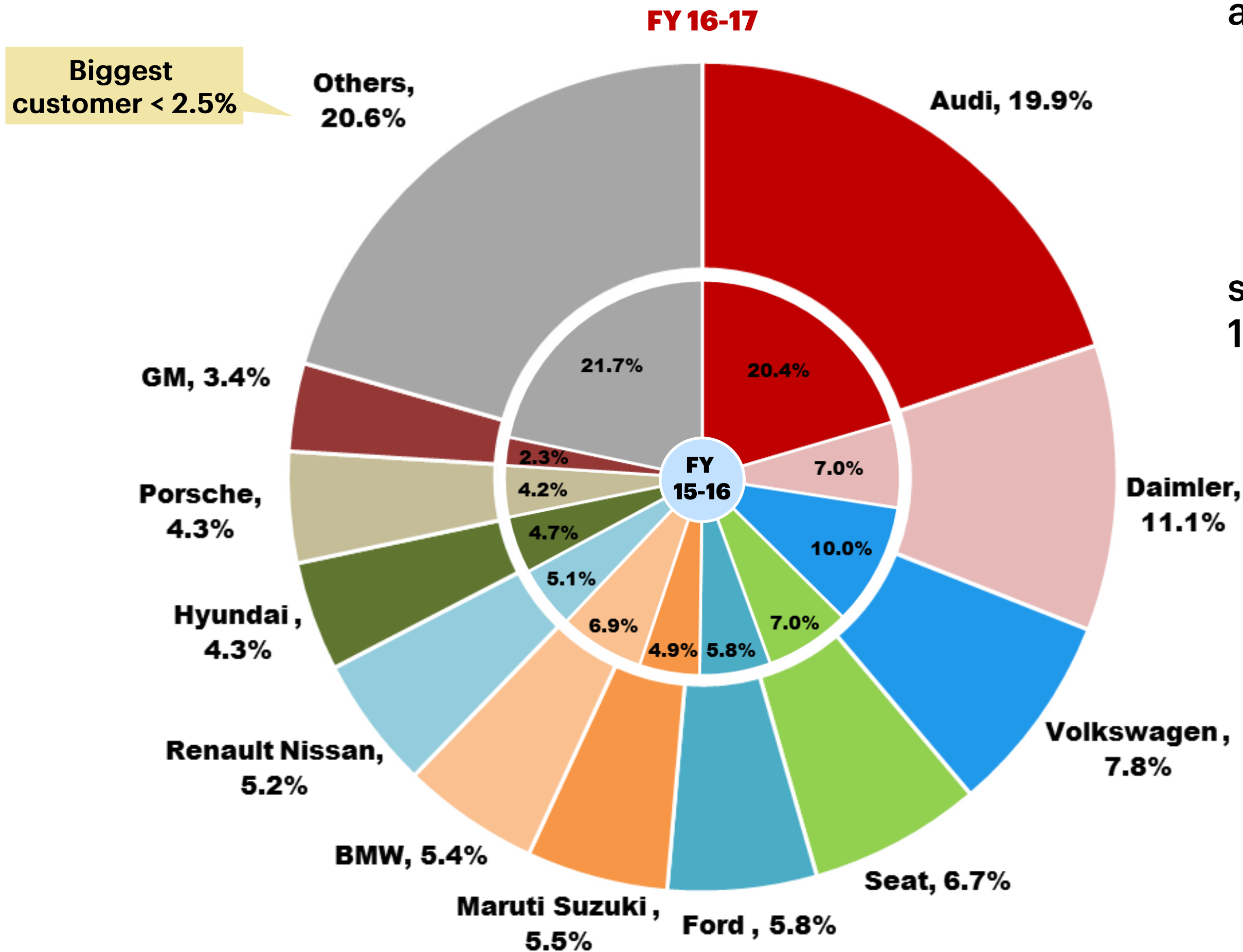
* For 4 months as the acquisition was done on 23rd Nov 2011

Before exchange gain / loss on long term loans

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



A person is skydiving over a deep, rugged canyon. The skydiver is in the upper right portion of the frame, falling towards the bottom. The canyon walls are steep and rocky, with some green vegetation visible. A river or lake is visible at the bottom of the canyon. The sky is blue with some white clouds.

Top line is vanity.

**Bottom line is
sanity.**

**Cash in bank
is reality.**

Never pursue
top line for
the sake of
topline only.

Ekla chalo.

The Motherson approach is not based on examples in corporate history.

We believe we can and must write our own history.



Thank you.

Note : Figures for FY ended 31st March 2016 & 2017 are as per INDAS and for prior years are as per Indian Gaaps

Safe harbour

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.