



The Mother's growth journey.

February 2019

01 Brief introduction to Motherson.

Motherson.

- Motherson started in 1975 in Delhi as a partnership between my mother the Late Shrimati Swaran Lata Sehgal and me.
- Our name signifies a relationship of trust with all stakeholders.





samvardhana
mother'son

is one
of the world's
leading specialised
automotive
component
manufacturing
companies
for OEMs.

Working
with 32 joint
venture
partners.

Over
135,000
people
worldwide.

Operating
over 270
facilities in
41 countries.

US\$ 11.5 bln**.
in yearly
revenues.

US\$ 6.72 bln.
market cap*

< 2010-18 CAGR = 27.09%

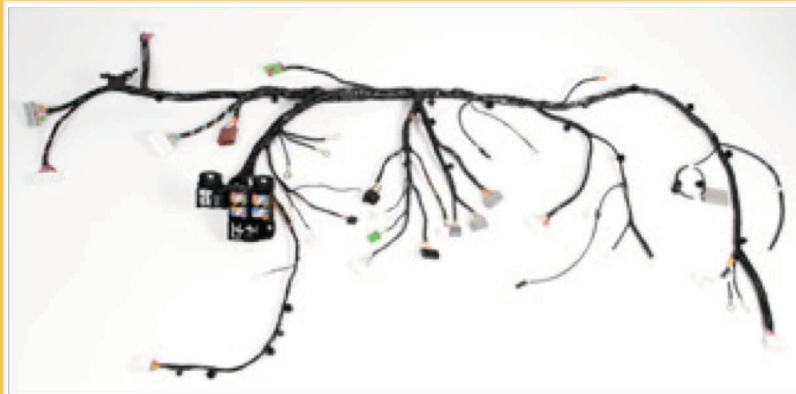
*Rounded figure, as on 25 January 2019.

** Including revenue of recently acquired Reydel group on proforma basis



Group business portfolio today.

A growing
portfolio that
is diverse and
scalable.



01 Wiring harnesses



02 Vision systems



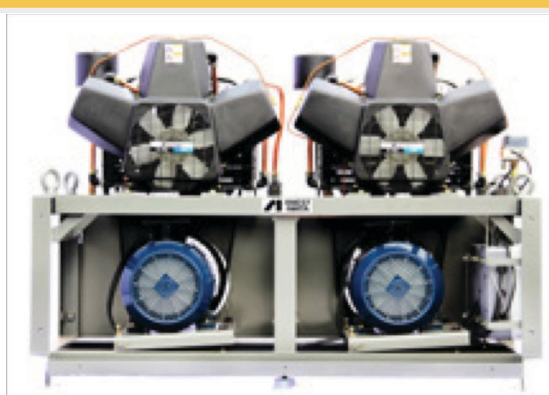
03 Module & Polymer Products



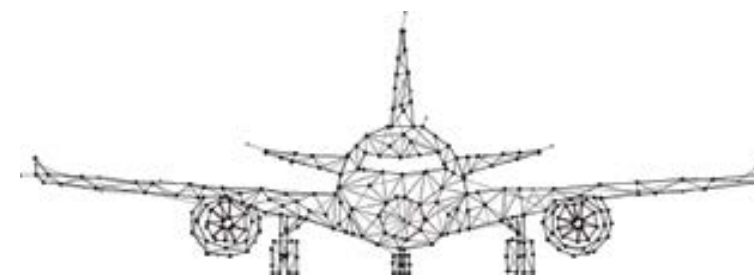
04 Technology & Software



05 Metal Products



06 Retail & Services



07 Aerospace, Defence & Security



08 Logistics

Governance at Motherson.

Chairman and Vice-Chairman

Family, with no full-time operational responsibility.



Professional managers

Non-family, with operational responsibility, governed by a code of conduct.

Highlights

- 50% of the board consists of independent directors
- Two lady directors on the board
- Audit and Remuneration committees are chaired by independent directors
- Key global policies on bribery, harassment, data privacy, anti-trust
- Whistleblower policy through an independent Ombudsman

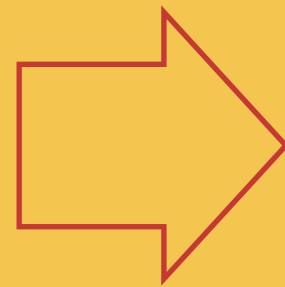
CSR at Motherson.

Highlights

- Good corporate citizenship is in the Motherson DNA
- All Group companies support the community around our factories
- Running our own skill development programs
- Supporting disaster relief and charitable causes



All profitable Group companies in India contribute



Co-ordinates all Motherson CSR activities in India

VISION

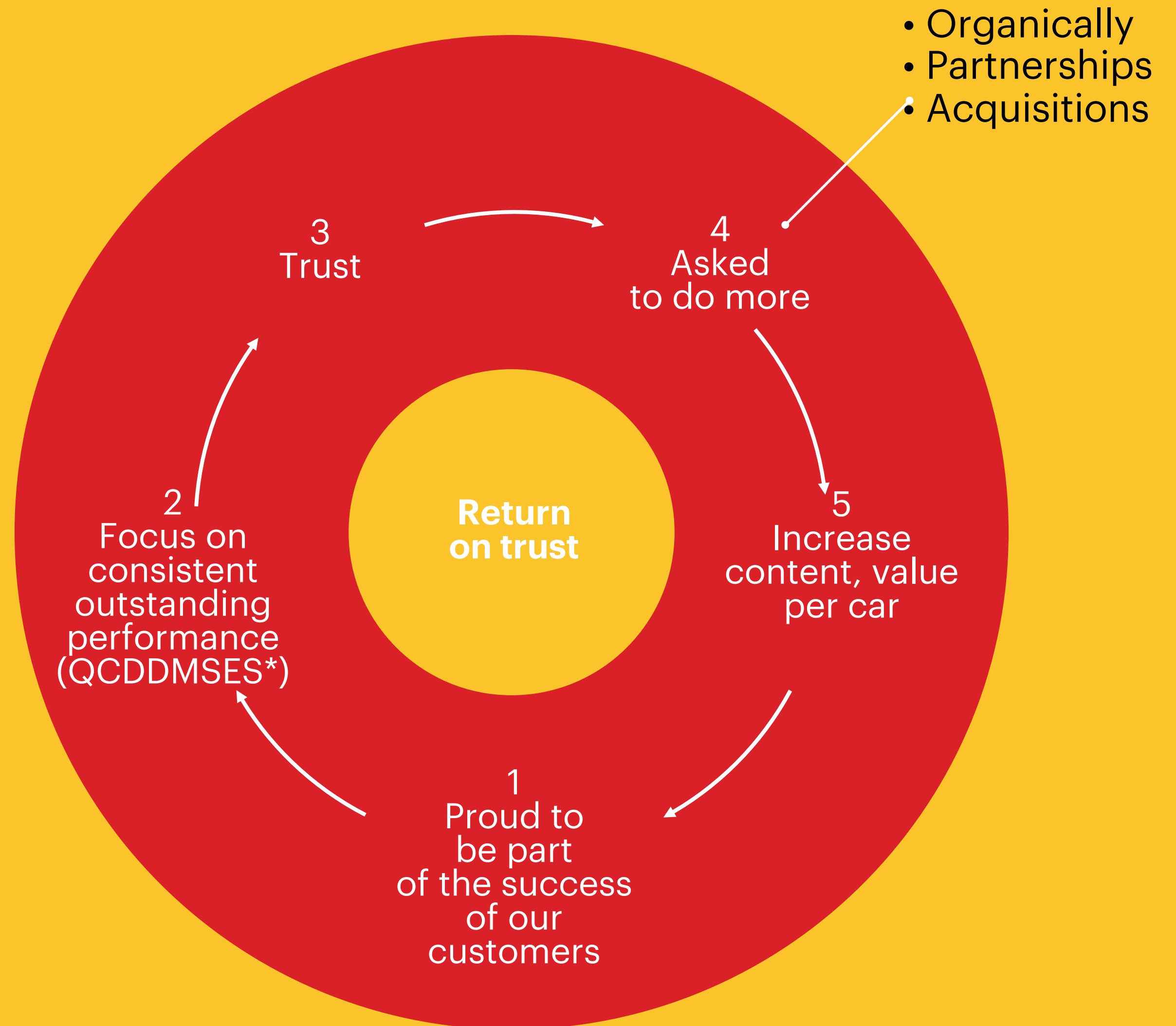
**To be a
globally
preferred
solutions
provider.**

Be part of the
success of
our customers.

02 Our path to profitable growth.

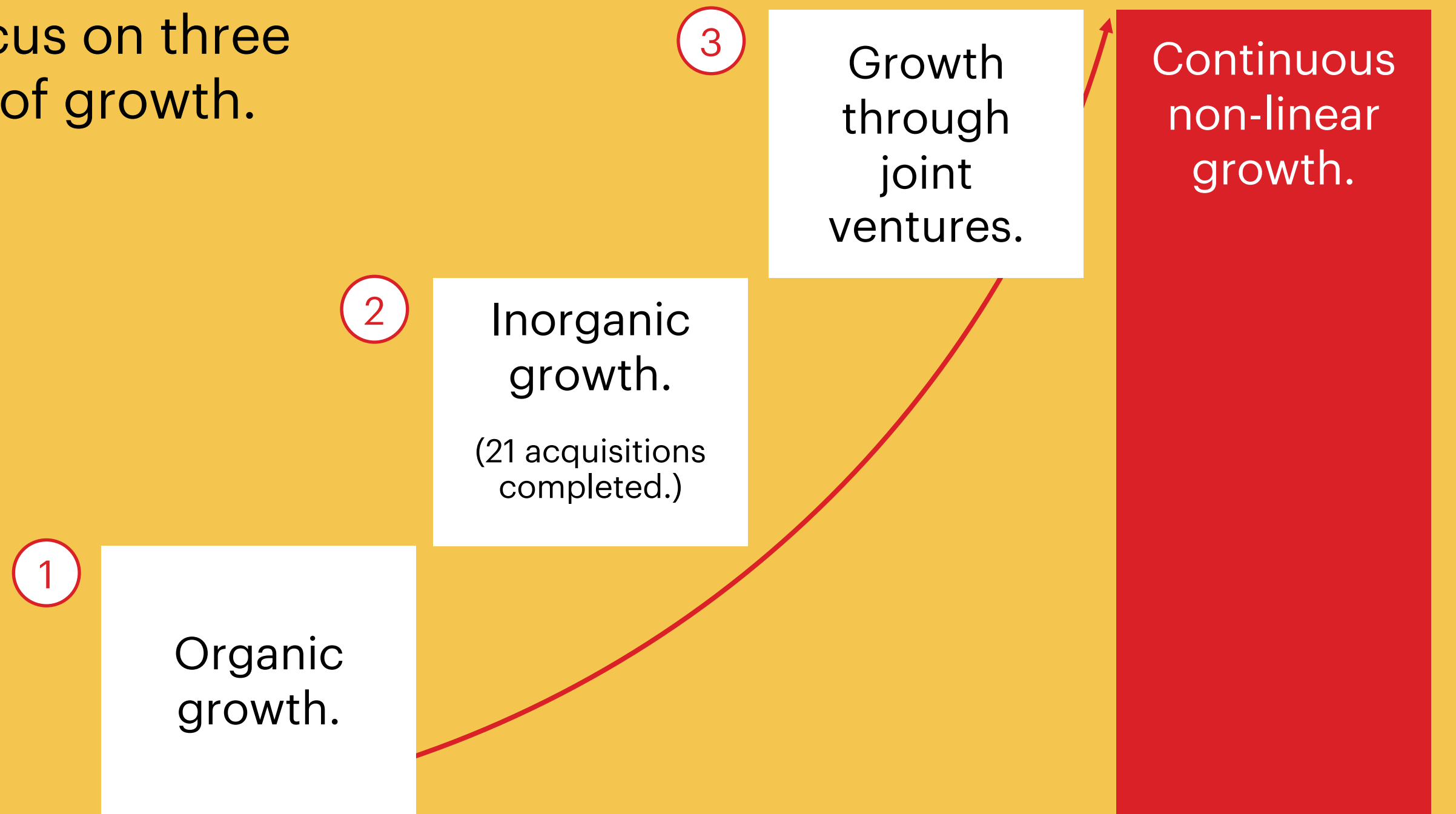
CHAKRA

How Motherson creates value.



Our growth strategy.

We focus on three pillars of growth.



Gaining customer trust through continuously improving performance.

Daimler



Excellence in Performance



Business Partner Award

Volkswagen



Innovation & Technology Award

Ford



South America Supplier of the year

Toyota



Regional Contribution Award



Supplier of the Year Silver award



Best Self Reliant Supplier



ZERO PPM Award



Certificate for Quality



Certificate for Delivery

Honda Cars



Gold Award from Honda

PSA Group



Best Supplier

Maruti Suzuki



Overall Performance



Excellence in Comprehensive Assessment



Certificate for Safety

GM



Supplier Quality Excellence Award



Supplier of the Year Award

Renault Nissan



Overall Best QCDM Performance Awards

Mahindra



Best SPD Performance

Volvo



Quality Excellence Award

Hyundai



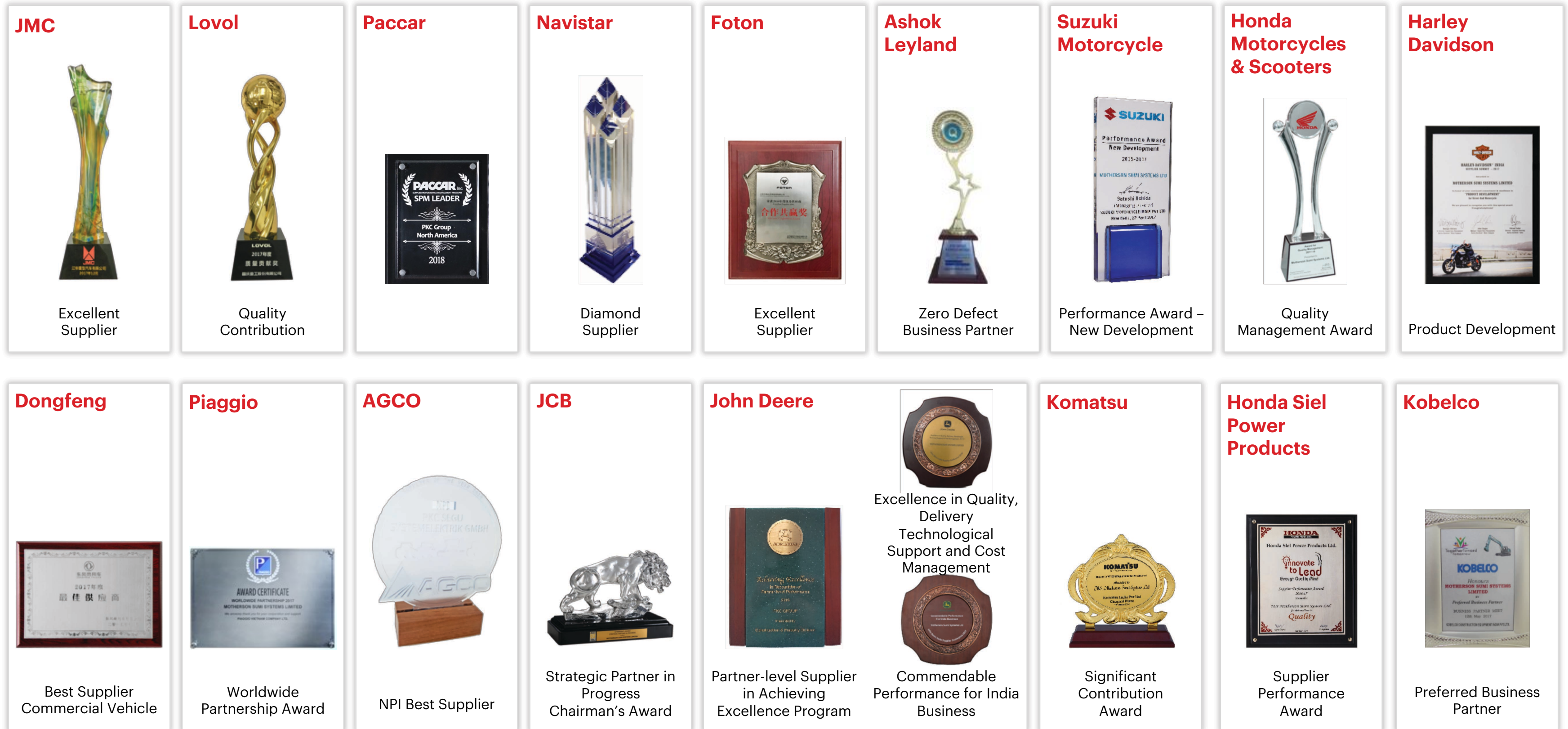
Platinum Award

Tata Motors



Best Supplier Overall Performance

Gaining customer trust through continuously improving performance.



Thanks to the trust of customers we rank among the top global automotive suppliers.

By sales of original
equipment parts
in 2017 we ranked **23rd**.

Automotive News

2017
rank Company

1	Robert Bosch GmbH (49) 711-811-0; bosch.com
2	Denso Corp. (81) 566-25-5511; denso.com
3	Magna International Inc. (905) 726-2462; magna.com
4	Continental AG (49) 511-938-01; conti-online.com
5	ZF Friedrichshafen AG (49) 7541-77-0; zf.com
6	Aisin Seiki Co. (81) 566-24-8441; aisin.co.jp
7	Hyundai Mobis (82) 2-2018-5114; mobis.co.kr
8	Lear Corp. (248) 447-1500; lear.com
9	Valeo SA (33) 1-40-55-20-20; valeo.com
10	Faurecia (33) 1-72-36-70-00; faurecia.com
11	Adient (734) 254-5000; adient.com
12	Yazaki Corp. (81) 0559-65-3002; yazaki-group.com
13	Panasonic Automotive Systems Co. (81) 6-6908-1121; panasonic.net
14	Sumitomo Electric Industries (81) 6-6220-4141; sei.co.jp
15	Mahle GmbH (49) 711-501-0; mahle.com
16	Yanfeng (86) 21-333-8100; yanfengco.com
17	Toyota Boshoku Corp. (81) 566-23-6611; toyota-boshoku.com
18	JTEKT Corp. (81) 52-527-1900; jtekt.co.jp
19	Thyssenkrupp AG (49) 201-8440; thyssenkrupp.com
20	BASF SE (49) 621-60-0; basf.com
21	Aptiv* (44) 163-423-4422; aptiv.com
22	Schaeffler AG (49) 9132-82-0; schaeffler.com

2017
rank Company

23	Samvardhana Motherson Group (91) 120-6679551; motherson.com
24	Autoliv Inc. (46) 8-587-20-600; autoliv.com
	BorgWarner Inc. (91) 754-9200; borgwarner.com
30	Hitachi Automotive Systems Ltd. (81) 3-4232-5300; hitachi-automotive.co.jp
31	GKN plc (44) 1527-517-715; gkn.com
32	Tenneco Inc. (847) 482-5000; tenneco.com
33	Flex-N-Gate Corp. (217) 278-2600; flex-n-gate.com
34	Koito Manufacturing (81) 3-3443-7111; koito.co.jp
35	Toyoda Gosei Co. (81) 052-400-1055; toyoda-gosei.co.jp
36	Dana Inc. (419) 887-3000; dana.com
37	Brose Fahrzeugteile GmbH (49) 9561-21-0; brose.com
38	Hyundai-WIA Corp. (82) 55-280-9114; hyundai-wia.com
39	JATCO (81) 545-51-0047; jatco.co.jp
40	American Axle & Mfg. Holdings Inc. (313) 758-2000; aam.com
41	Mitsubishi Electric Corp. (81) 03-3218-2111; mitsubishielectric.com
42	Grupo Antolin (34) 947-47-7700; grupoantolin.com
43	Federal-Mogul (248) 354-7700; federalmogul.com
44	NSK (81) 3-3779-7111; nsk.com



Proud
to be
part of...

...the
world's
most
admired
brands.

Audi

Honda

Toyota

Foton

Tata

Dongfeng

JMC

Renault

Suzuki

Land
Rover

Seat

BMW

Nissan

Fiat
Chrysler

Peugeot

Paccar

Mahindra

Mercedes
Benz

Porsche

John
Deere

Ford

Hyundai

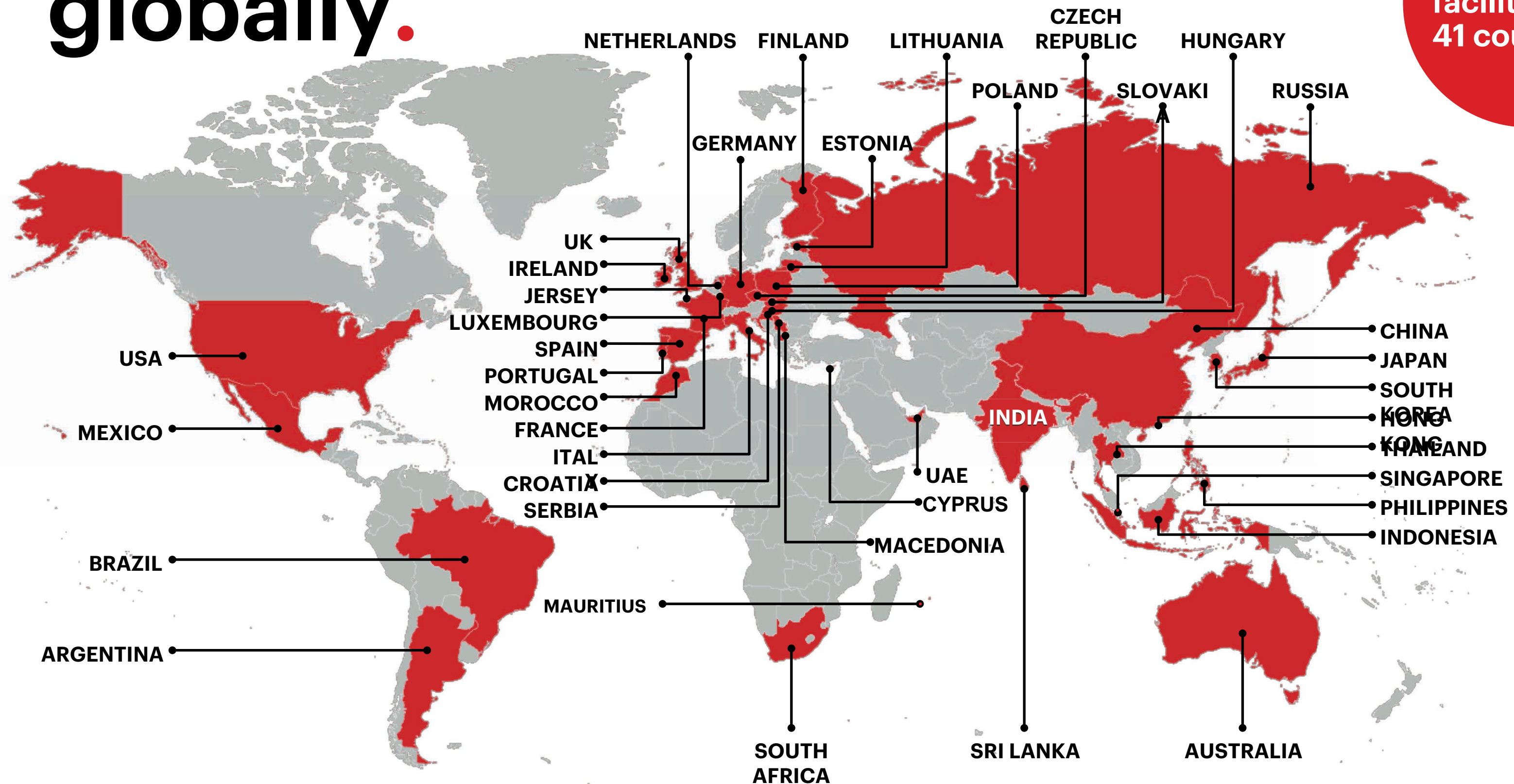
GM

Volvo

Volkswagen

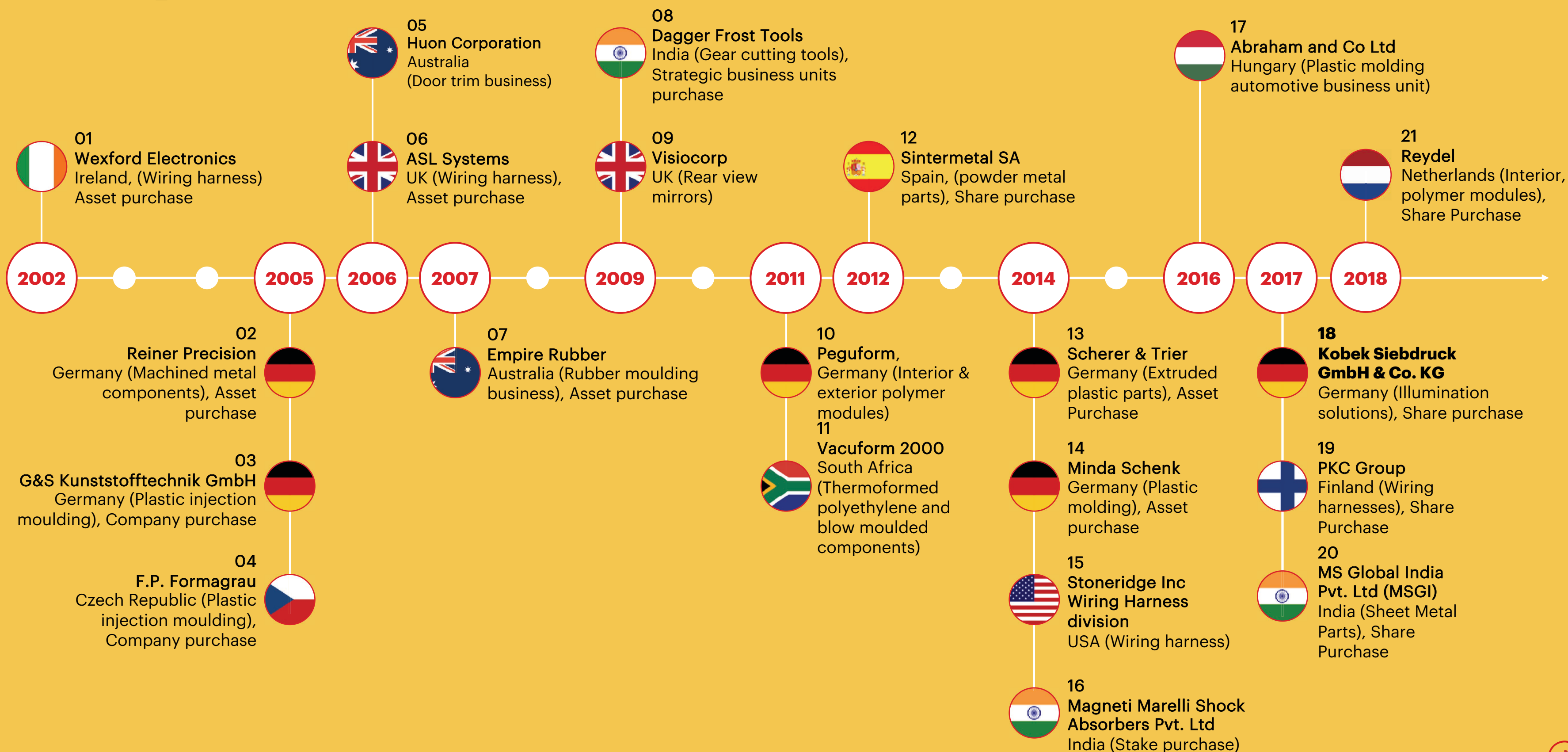
Supporting customers globally.

Over 270 facilities in 41 countries.



Approach to acquisitions.

SMG has integrated 21 acquisitions since 2002 bringing a wide range of solutions to customers



A vibrant landscape photograph featuring a large, multi-colored rainbow arching across a blue sky with scattered white clouds. Below the rainbow, a calm body of water stretches towards a distant shoreline where a small town is visible. In the foreground, a rocky, pebbly beach leads up to a grassy hillside with some brown, dried vegetation. The overall scene is bright and hopeful, symbolizing opportunity and optimism.

**Good times or
bad times, there
are always
opportunities.**



Some large acquisitions we made.



2009

Visiocorp

Brought leadership in mirrors and vision systems.



2011

Peguform

Doubled the size of the Group and brought growth to the polymer division.

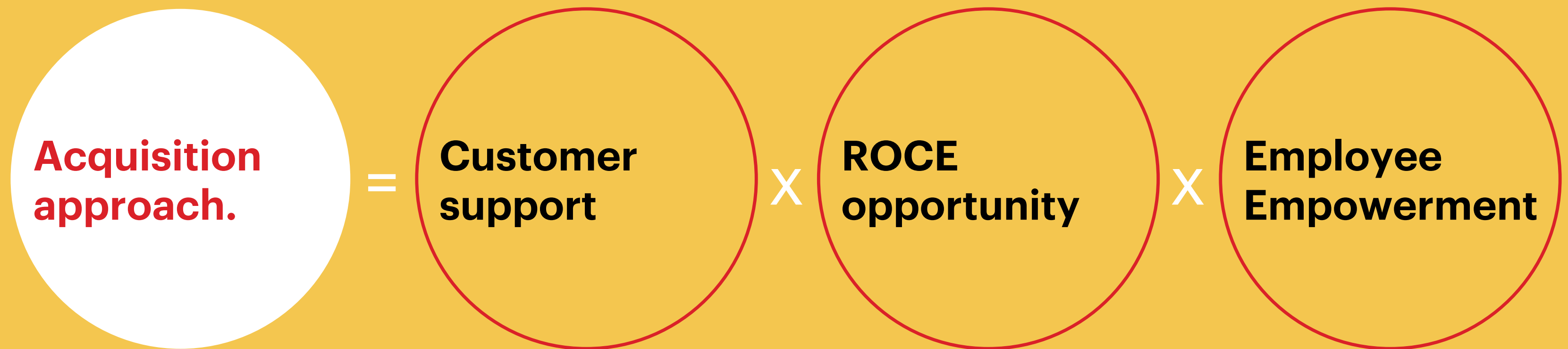


2017

PKC

Globalisation of the wiring division and leadership in the commercial vehicle segment.

Some keys to our acquisition success.



Each acquisition is different, hence needs a different solution.

Adding technologies and products through Joint Ventures.

32

existing
JV
partners

9

countries
of origin
of JV
partners

3

highest
number
of JVs
with one
partner

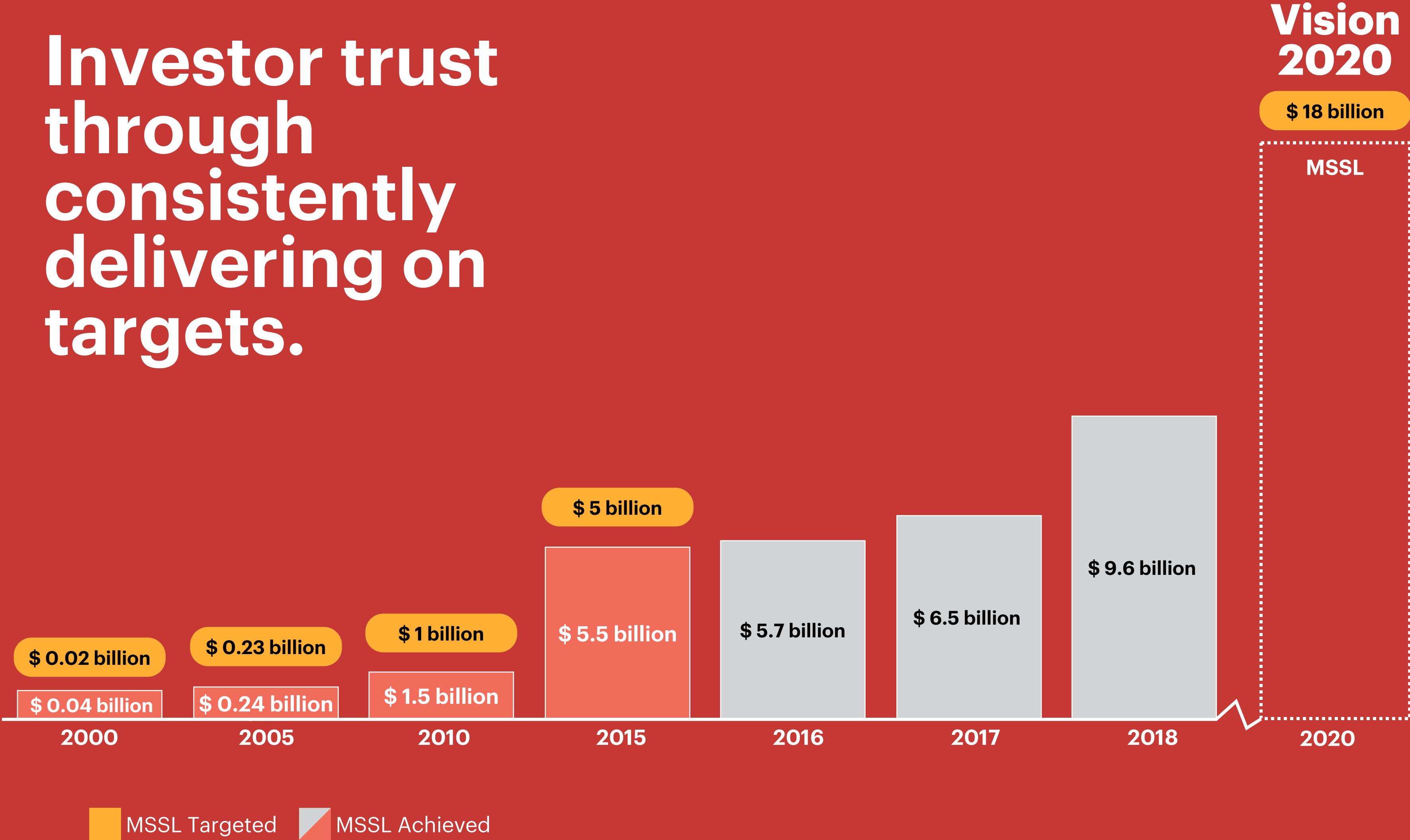
30

total
number of JV
companies
working
with

35

age
of our
oldest
partnership

Investor trust
through
consistently
delivering on
targets.



5 year vision

2022

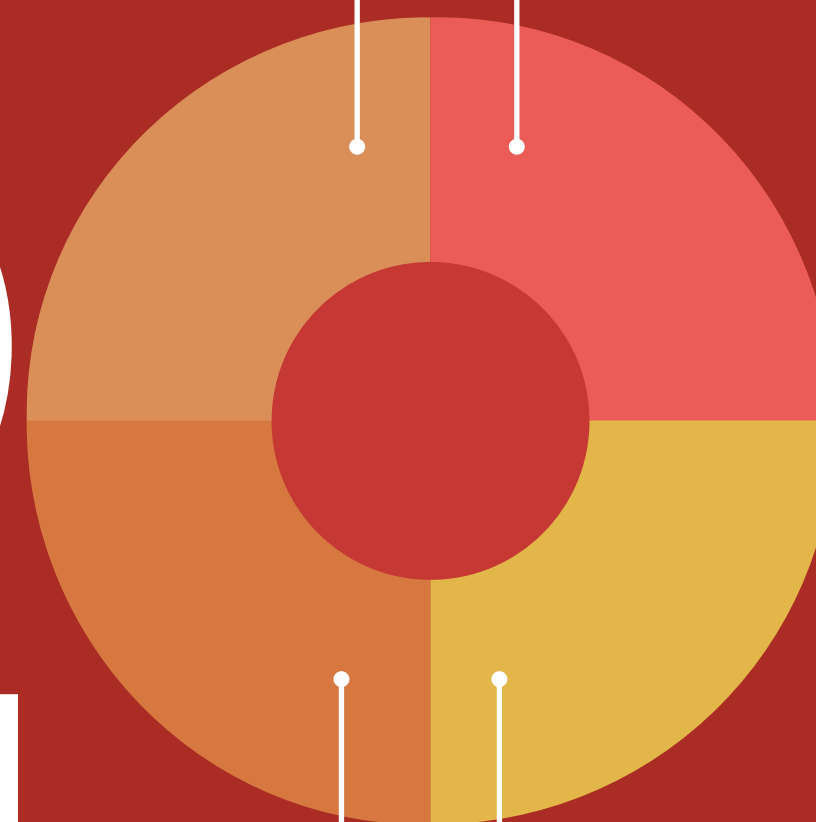
Our fifth
5-year plan.

1

USD 18 bn (MSSL)
FY 19-20.
(Revenue)

2

40%
ROCE
(Consolidated)



3

3CX15
(No Country,
Customer,
Component to
contribute more than
15% to our revenues)

4

40%
dividend
(Of consolidated
profit)

This was
in the
news.

WWW.ECONOMICTIMES.COM

18TH FEBRUARY 2016

Motherson Sumi in Talks to Acquire IAC for \$800 M

Win-win Deal Buyout likely to help Indian auto component maker get access to the US market and expand customer base

Another news report...

WWW.ECONOMICTIMES.COM

27TH MARCH 2017



Motherson Sumi Weighs \$600-M Bid for Bosch Arm

IN HOT PURSUIT Auto parts supplier is exploring financing options with banks to bid for German giant's starter motors and generators that was spun off for sale in 2015

Some recent deals.

ASIA OCTOBER 26, 2018 / 11:57 AM / 3 MONTHS AGO

Car parts group Faurecia swoops on Clarion in \$1.3 billion deal

Sudip Kar-Gupta

3 MIN READ



PARIS (Reuters) - France's Faurecia ([EPED.PA](#)) has agreed a 141 billion yen (\$1.3 billion) deal to buy Japanese car navigation system maker Clarion ([6796.T](#)) from Hitachi ([6501.T](#)) to strengthen its presence in new auto technologies.

Some recent deals.

JAPAN DECEMBER 7, 2018 / 12:27 PM / 2 MONTHS AGO

Baring Private Equity Asia to buy Japan's Pioneer for \$900 million

Junko Fujita

3 MIN READ



TOKYO (Reuters) - Baring Private Equity Asia will buy cash-strapped Japanese electronics firm Pioneer Corp ([6773.T](#)) for \$900 million, in a two-stage investment that marks the latest attempt by the country's car navigation system makers to survive.

ANCIAL TIMES

Fiat agrees €6bn sale of Magneti car parts unit to KKR's Calsonic

Peter Campbell, Motor Industry Correspondent in London, and Kana Inagaki in Tokyo

OCTOBER 22, 2018

4

Fiat Chrysler Automobiles has agreed to [sell](#) component maker Magneti Marelli to a rival parts maker owned by KKR for €6.2bn, creating one of the world's largest parts manufacturers with combined revenues of \$15bn.

Fiat to Sell Magneti Marelli to KKR's Calsonic

Fiat Chrysler sells Magneti to Japan's Calsonic Kansei | Plastics News

LIVE Milan

Tommaso Ebhardt
BLOOMBERG NEWS

Bloomberg **FIAT TO SELL MARELLI TO KKR'S CALSONIC**

Fiat to Sell Magneti Marelli to KKR's Calsonic
Bloomberg Markets - TV Shows
October 22nd, 2018, 11:08 AM GMT+0200

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“Fiat is getting a valuation that is at least 1 billion higher than the average consensus of analysts.”

2016

Calsonic Kansei.



\$ 4.5 bn.

(transaction price)

Acquisition
price

Calsonic
Kansei
revenues

\$ 4.5 bn.

\$ 10,2 bn.
(2015)

2018

Magneti Marelli.



\$ 7 bn.

(transaction price)

Acquisition
price

Magneti
Marelli
revenues

\$ 7 bn.

\$9.2 bn.
(2017)

The multiples we paid for Reydel were less than some of the recent market deals and the acquisition ROCE is higher than the above.

We look for top line growth and 40% ROCE.

(Both together are the target.)

**Acquisitions
must meet our
own criteria.**

We exercise
restraint, so we
deliver our
shareholders
what we promise.

**Not at
any
price.**

03 Some key management principles.

Top line is vanity.

**Bottom line is
sanity.**

**Cash in bank
is reality.**

Never
pursue top
line for the
sake of
topline only.





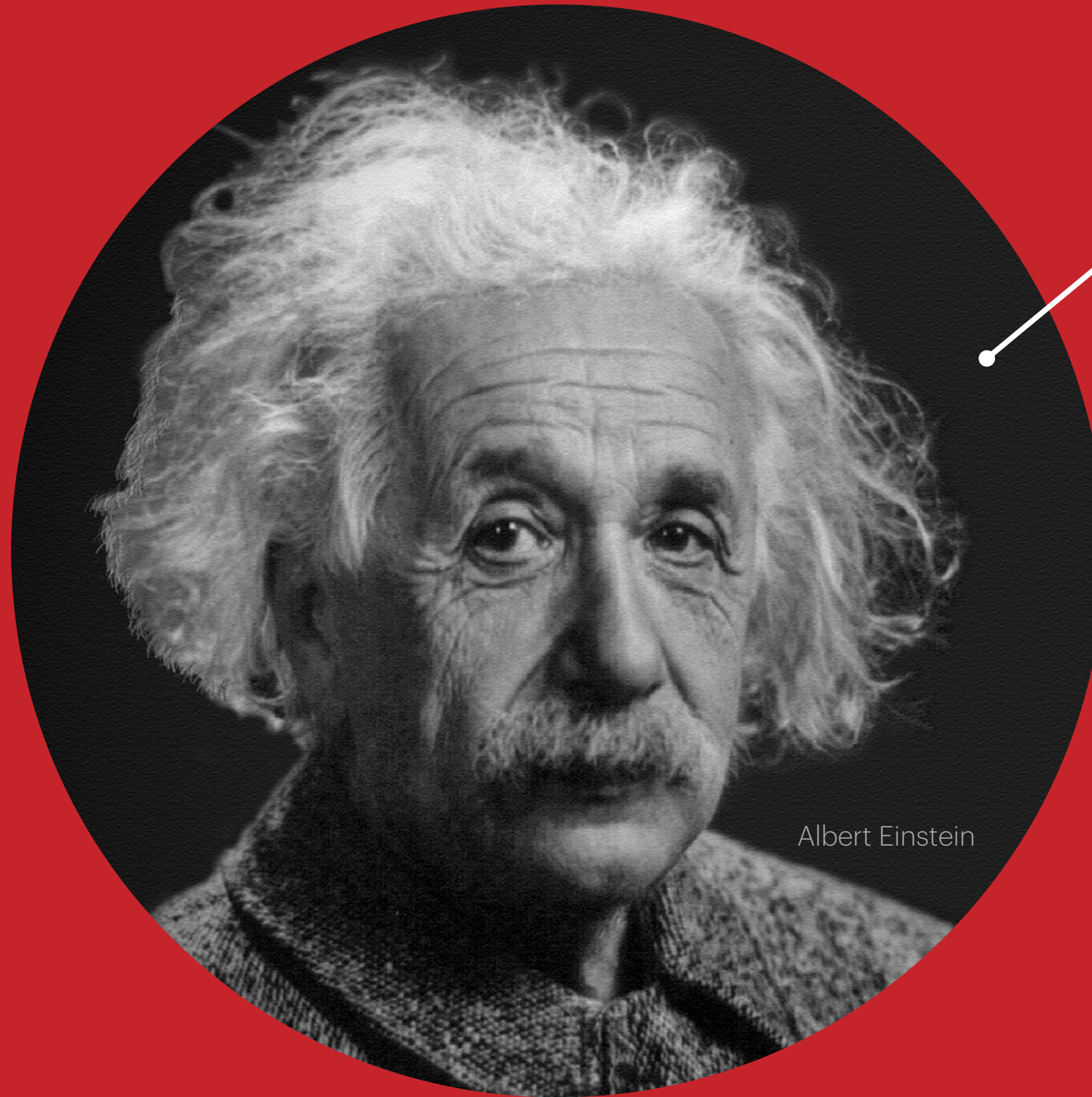
**Never
compromise
the quality
of our
product.**

People are the foundation.

Tied together with mutual trust.

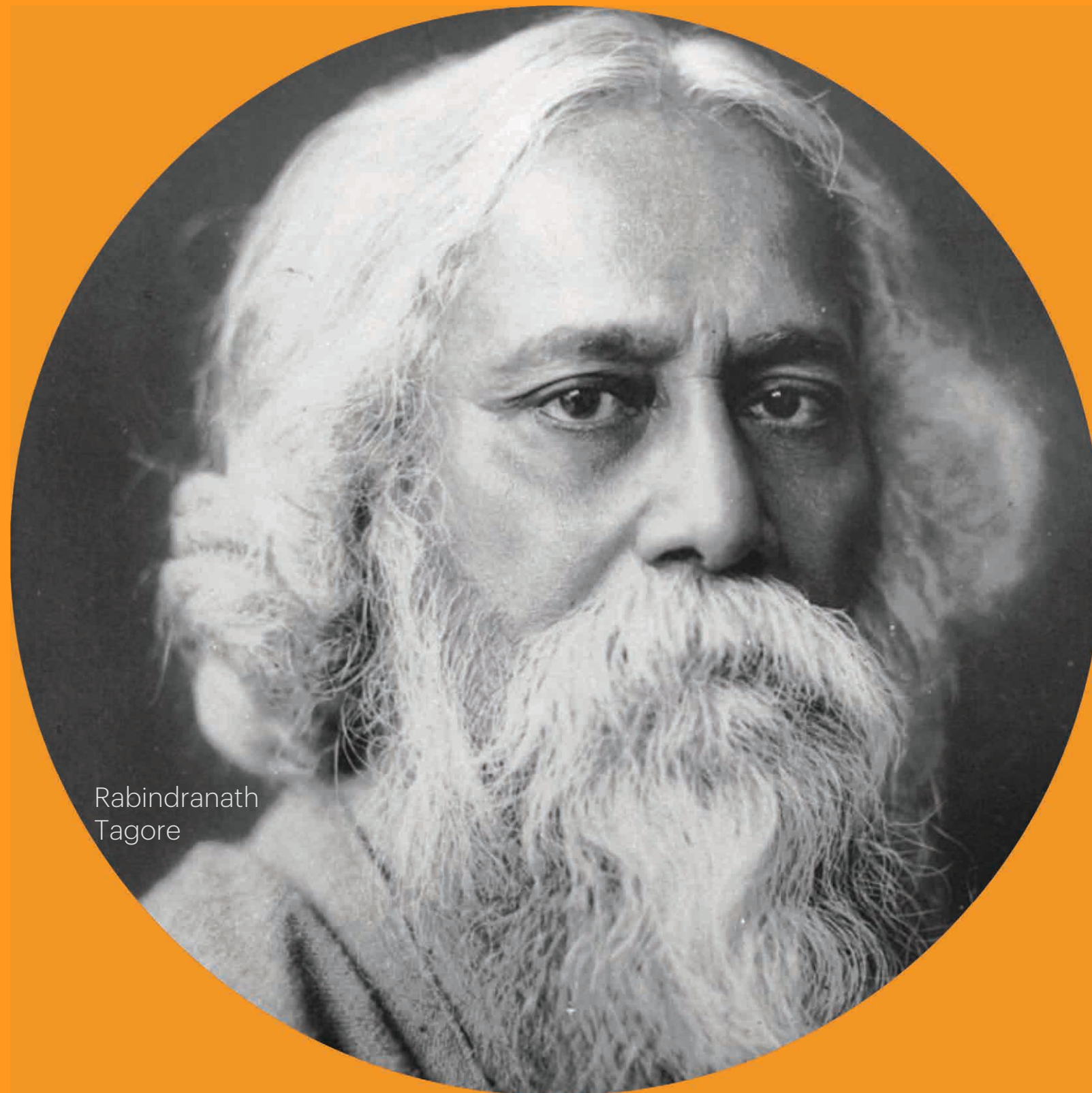


MBA vs. creativity.



Albert Einstein

**“Knowledge
gets you
from A to B.
Imagination
gets you
anywhere.”**



Rabindranath
Tagore

Ekla chalo.

The Mother's approach is not based on examples in corporate history.

We believe we can and must write our own history.



- **Easiest to explain, hardest to implement.**
- **Our own best achievement becomes our benchmark.**



Thank you.

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.