

The Board of Directors
Motherson Sumi Systems Limited
C-14, Sector-1,
Noida-201301

1. We have reviewed the consolidated results of Motherson Sumi Systems Limited, its subsidiaries, jointly controlled entities and associate companies hereinafter referred to as the "Group" for the quarter ended June 30, 2014 which are included in the accompanying UNAUDITED AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2014 (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in Motherson Sumi Systems Limited which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Group's Management pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. This Statement is the responsibility of the Group's Management and has been approved by the Board of Directors of Motherson Sumi Systems Limited. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement.
3. A review is limited primarily to inquiries of group's personnel and analytical procedures applied to group's financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
4. We have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in Motherson Sumi Systems Limited in the Statement from the disclosures made by the Group's Management and are, therefore, not expressing a review opinion thereon.
5. We did not review the financial results of 10 subsidiaries and 2 jointly controlled entities considered in the preparation of the Statement and which constitute total revenue of Rs. 620,792 lakhs and Rs. 18,125 lakhs and net profit of Rs. 7,958 lakhs and Rs. 1,513 lakhs respectively, for the quarter. These financial results and other financial information have been reviewed by other auditors whose reports have been furnished to us, and our opinion on the Statement to the extent they have been derived from such financial results is based solely on the report of such other auditors.
6. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse
Firm Registration Number: 012754N
Chartered Accountants


Rajib Chatterjee
Partner

Membership Number : 057134
Place: Noida
Date: August 12, 2014



MOTHERSON SUMI SYSTEMS LIMITED

Regd. Office: 2nd Floor, F-7, Block B-1, Mohan Cooperative Industrial Estate, Mathura Road, Delhi – 110044
UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2014

(Rs. In Lakhs)

	Particulars	Three months ended 30/06/2014 Unaudited	Three months ended 31/03/2014 Unaudited	Three months ended 30/06/2013 Unaudited	Year ended 31/03/2014 Audited
1	Income from Operations				
(a)	Net Sales/Income from Operations (net of excise duty)	829,643	828,901	701,338	3,035,795
	- Within India	124,832	127,209	114,575	472,741
	- Outside India	704,811	701,692	586,763	2,563,054
(b)	Other Operating Income	9,511	11,773	6,922	36,306
	Total Income From Operations (Net)	839,154	840,674	708,260	3,072,101
2	Expenses				
(a)	Changes in inventory of Finished Goods, Work in Progress and Stock in Trade	(23,282)	(3,514)	(12,539)	(30,362)
(b)	Cost of Material Consumed	543,043	531,512	456,658	1,955,584
(c)	Purchases of stock-in-trade	3,813	3,300	4,637	10,928
(d)	Employees Benefits Expense	152,751	138,897	119,554	510,646
(e)	Depreciation & Amortisation Expenses	21,930	21,291	18,390	81,719
(f)	Exchange Differences (net) on:				
	- Long Term Loans	1,179	(7,030)	16,707	17,771
	- Others	(1,093)	(61)	225	1,033
(g)	Other Expenses	90,037	90,904	77,789	337,492
	Total Expenses	788,378	776,299	681,421	2,884,811
3	Profit from Operations before Other Income, Finance Cost & Exceptional Items (1-2)	50,776	65,375	26,839	187,290
4	Other Income	491	367	427	1,762
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	51,267	65,742	27,266	189,052
6	Finance Costs	6,205	8,139	7,657	29,439
7	Profit from ordinary activities after Finance Costs but before Exceptional Items (5-6)	45,062	57,603	19,609	159,613
8	Exceptional Income / (Expenses) (Net)	(4,578)	-	-	-
9	Profit (+)/ Loss (-) from Ordinary Activities before tax (7+8)	40,484	57,603	19,609	159,613
10	Tax expense / (Credit)				
	- Current	18,438	10,853	12,466	51,688
	- Deferred	(3,272)	530	(2,815)	(2,087)
	- Fringe Benefit	71	92	117	345
11	Net Profit (+)/Loss(-) from Ordinary Activities after tax (9-10)	25,247	46,128	9,841	109,667
12	Extraordinary Item (net of tax)	-	-	-	-
13	Net Profit (+)/Loss(-) for the period before share of profit/(loss) of associates and minority interests (11-12)	25,247	46,128	9,841	109,667
14	Share of profit/(loss) of Associates	0	(26)	(5)	(15)
15	Minority Interests	8,874	15,849	2,516	33,155
16	Net Profit (+)/Loss(-) after taxes, share of profit/(loss) of associates and minority interest (13+14-15)	16,373	30,253	7,320	76,497
17	Paid up equity share capital (Face Value :- Rs. 1/- per share)	8,819	8,819	5,880	8,819
18	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	286,145
19	Earnings Per Share before Extraordinary items (EPS) (in Rs.)				
(a)	Basic and diluted EPS before Extraordinary items (Refer Note 8 below)				
	- Basic	1.86	3.43	0.83	8.67
	- Diluted	1.86	3.43	0.83	8.67
(b)	Basic and diluted EPS after Extraordinary items (Refer Note 8 below)				
	- Basic	1.86	3.43	0.83	8.67
	- Diluted	1.86	3.43	0.83	8.67
A	PARTICULARS OF SHAREHOLDING				
1	Public Shareholding				
	- Number of Shares	303,453,057	303,453,057	202,302,036	303,453,057
	- Percentage of Shareholding	34.41%	34.41%	34.41%	34.41%
2	Promoters and promoter group shareholding				
a)	Pledged / Encumbered				
	- Number of shares	117,812,999	147,274,999	66,935,000	147,274,999
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	20.37%	25.46%	17.36%	25.46%
	- Percentage of shares (as a % of the total share capital of the company)	13.36%	16.70%	11.38%	16.70%
b)	Non-encumbered				
	- Number of shares	460,653,304	431,191,304	318,709,204	431,191,304
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	79.63%	74.54%	82.64%	74.54%
	- Percentage of shares (as a % of the total share capital of the company)	52.23%	48.89%	54.21%	48.89%

B	Investors complaints received and disposed off during the quarter ended June 30, 2014	
	Complaints pending at the beginning of the quarter	0
	Complaints received during the quarter	22
	Disposal of complaints during the quarter	22
	Complaints lying unresolved at the end of the quarter	0





MOTHERSON SUMI SYSTEMS LIMITED

Regd. Office: 2nd Floor, F-7, Block B-1, Mohan Cooperative Industrial Estate, Mathura Road, New Delhi – 110044

UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2014

SEGMENT REPORTING

(Rs. in Lakhs)

Particulars	Consolidated			
	Three months ended 30/06/2014	Three months ended 31/03/2014	Three months ended 30/06/2013	Year ended 31/03/2014
	Unaudited	Unaudited	Unaudited	Audited
1 Segment Revenue				
(a) Automotive	822,775	825,880	693,329	3,010,835
(b) Non Automotive	15,795	14,486	14,554	59,266
(c) Unallocated	684	428	462	2,116
Total	839,254	840,794	708,345	3,072,217
Less: Inter Segment Revenue	-	-	-	-
Net Sales/Income from Operations	839,254	840,794	708,345	3,072,217
2 Segment Results				
(a) Automotive	48,495	58,014	41,752	199,491
(b) Non Automotive	1,991	1,585	1,666	6,524
(c) Unallocated	-	-	-	-
Total	50,486	59,599	43,418	206,015
Less i) Interest (Net)	5,814	9,538	7,315	29,439
ii) Other unallocable expenditure (Net of Unallocable Income)	4,188	(7,542)	16,494	16,963
(d) Profit/(loss) of Associate	-	(26)	(5)	(15)
Total Profit Before Tax	40,484	57,577	19,604	159,598
3 Capital Employed				
(a) Automotive	892,418	861,850	774,056	861,850
(b) Non Automotive	27,324	26,604	23,924	26,604
(c) Others (Including Investments)	(31,444)	(30,550)	(7,060)	(30,550)
Total Segment Capital Employed	888,298	857,904	790,920	857,904

Notes:

- The above financial results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meetings held on August 12, 2014.
- The Company operates in two primary business segments, viz Automotive and Non Automotive, determined on the basis of nature of products and services.
- During the quarter, Samvardhana Motherson Automotive Systems Group B.V., Netherland (SMRPBV) (erstwhile Samvardhana Motherson B.V.) has acquired shareholding of Samvardhana Motherson Reflectec Group Holdings Limited (SMR) in a share exchange deal, consequently SMR has become subsidiary of SMRPBV.
- On June 24, 2014, the Company has purchased minority interest of 16.28% held by PF Beteiligungsverwaltungs in SMP Deutschland GmbH and SMP Automotive Technology Iberica S.L, consequently MSSL and Samvardhana Motherson International Limited (SMIL) together hold 100% stake in SMP Deutschland GmbH and SMP Automotive Technology Iberica S.L. Further during the quarter, the Company and another minority shareholder has acquired share capital held by other minority shareholders in Samvardhana Motherson Reflectec Group Holdings Limited (SMR). As a result of such acquisition, MSSL and SMIL together hold 98.45% (earlier 93.63%) of the share capital of SMR, with the remaining 1.55% held by a minority shareholder.
- The estimated useful lives of certain fixed assets have been revised for entities in India in accordance with Schedule II of the Companies Act, 2013 with effect from April 1, 2014. Pursuant to the above mentioned changes in useful life of assets, the depreciation expense for the quarter is higher by Rs. 1,031 lakhs and in respect of the assets whose revised useful life expired prior to March 31, 2014, the net book value of Rs. 461 lakhs (net of Deferred Tax) has been adjusted with the opening retained earnings.
- Samvardhana Motherson Automotive Systems Group B.V., Netherlands (SMRPBV), the Company's subsidiary and joint venture with SMIL has issued 4% Senior Secured Notes for € 500 million on July 10, 2014. The net proceeds has been used to prepay existing third party indebtedness (including USD loans raised for acquisition of Peguform Group that were guaranteed by the Company and SMIL) and refund of shareholders loans.
- On August 1, 2014, the Company has completed the acquisition of wiring harness business of Stoneridge Inc. for total cash outlay of USD 71.38 million. The deal is structured by way of asset purchase and includes six manufacturing facilities and an engineering centre located in Mexico and USA.
- The basic and diluted earnings per share has been adjusted for all the periods presented consequent to bonus shares allotted on December 24, 2013 in the proportion of 1 share for every 2 shares held.
- The figures of previous periods have been re-grouped, wherever necessary, to conform to the current periods classification.

By Order of the Board of Directors
For Motherson Sumi Systems Limited



V C Sehgal
V C Sehgal
CHAIRMAN

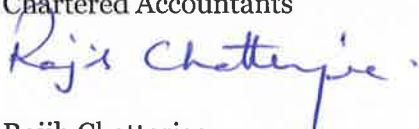
Place : Noida

Date: August 12, 2014

The Board of Directors
Motherson Sumi Systems Limited
C-14, A&B, Sector 1
Noida - 201301

1. We have reviewed the results of Motherson Sumi Systems Limited (the "Company") for the quarter ended June 30, 2014 which are included in the accompanying 'UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2014' (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Company pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement.
3. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
4. We have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in the Statement from the disclosures made by the Management and are, therefore, not expressing a review opinion thereon.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse
Firm Registration Number: 012754N
Chartered Accountants



Rajib Chatterjee
Partner
Membership Number : 057134
Place: Noida
Date: August 12, 2014



MOTHERSON SUMI SYSTEMS LIMITED

Regd. Office: 2nd Floor, F-7, Block B-1, Mohan Cooperative Industrial Estate, Mathura Road, Delhi – 110044
UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2014

(Rs. in Lakhs)

	Particulars	Three months ended 30/06/2014 Unaudited	Three months ended 31/03/2014 Unaudited	Three months ended 30/06/2013 Unaudited	Year ended 31/03/2014 Audited
1	Income from Operations				
(a)	Net Sales/Income from Operations (net of excise duty)	120,136	122,326	106,276	447,377
	- Within India	100,316	102,261	90,025	377,004
	- Outside India	19,820	20,065	16,251	70,373
(b)	Other Operating Income	2,375	2,692	1,546	7,701
	Total Income From Operations (Net)	122,511	125,018	107,822	455,078
2	Expenses				
(a)	Changes in inventory of Finished Goods, Work in Progress and Stock in Trade	(740)	(162)	(12)	(1,524)
(b)	Cost of Material Consumed	66,103	64,479	56,759	242,252
(c)	Purchases of stock-in-trade	3,806	3,064	4,637	10,692
(d)	Employees Benefits Expense	15,095	12,767	12,353	49,755
(e)	Depreciation & Amortisation Expenses	4,824	3,682	3,769	15,294
(f)	Exchange Differences on				
	- Long Term Loans	246	(1,626)	5,108	5,760
	- Others	(979)	(624)	(377)	(1,887)
(g)	Other Expenses	17,495	17,577	14,555	62,939
	Total Expenses	105,850	99,157	96,792	383,281
3	Profit from Operations before Other Income, Finance Cost & Exceptional Items (1-2)	16,661	25,861	11,030	71,797
4	Other Income	244	5,718	1,273	8,205
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	16,905	31,579	12,303	80,002
6	Finance Costs	693	1,129	982	4,166
7	Profit from ordinary activities after Finance Costs but before Exceptional Items (5-6)	16,212	30,450	11,321	75,836
8	Exceptional Income / (Expenses) (Net)	-	-	-	-
9	Profit (+) / Loss (-) from Ordinary Activities before tax (7+8)	16,212	30,450	11,321	75,836
10	Tax expense / (Credit)				
	- Current	5,827	7,898	4,923	22,946
	- Deferred	(651)	1,303	(1,682)	(623)
	- Fringe Benefit	-	-	-	-
11	Net Profit (+)/Loss(-) from Ordinary Activities after tax (9-10)	11,036	21,249	8,080	53,513
12	Extraordinary Item (net of tax)	-	-	-	-
13	Net Profit (+)/Loss(-) for the period before share of profit/(loss) of associates and minority interests (11-12)	11,036	21,249	8,080	53,513
14	Share of profit/(loss) of Associates	-	-	-	-
15	Minority Interests	-	-	-	-
16	Net Profit (+)/Loss(-) after taxes, share of profit/(loss) of associates and minority interest (13+14-15)	11,036	21,249	8,080	53,513
17	Paid up equity share capital (Face Value :- Rs. 1/- per share)	8,819	8,819	5,880	8,819
18	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	180,776
19	Earnings Per Share before Extraordinary Items (EPS) (in Rs.)				
(a)	Basic and diluted EPS before Extraordinary items (Refer Note 6 below)				
	- Basic	1.25	2.41	0.91	6.07
	- Diluted	1.25	2.41	0.91	6.07
(b)	Basic and diluted EPS after Extraordinary items (Refer Note 6 below)				
	- Basic	1.25	2.41	0.91	6.07
	- Diluted	1.25	2.41	0.91	6.07
A	PARTICULARS OF SHAREHOLDING				
1	Public Shareholding				
	- Number of Shares	303,453,057	303,453,057	202,302,036	303,453,057
	- Percentage of Shareholding	34.41%	34.41%	34.41%	34.41%
2	Promoters and promoter group shareholding				
a)	Pledged / Encumbered				
	- Number of shares	117,812,999	147,274,999	66,935,000	147,274,999
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	20.37%	25.46%	17.36%	25.46%
	- Percentage of shares (as a % of the total share capital of the company)	13.36%	16.70%	11.38%	16.70%
b)	Non-encumbered				
	- Number of shares	460,653,304	431,191,304	318,709,204	431,191,304
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	79.63%	74.54%	82.64%	74.54%
	- Percentage of shares (as a % of the total share capital of the company)	52.23%	48.89%	54.21%	48.89%

B	Investors complaints received and disposed off during the quarter ended June 30, 2014	
	Complaints pending at the beginning of the quarter	0
	Complaints received during the quarter	22
	Disposal of complaints during the quarter	22
	Complaints lying unresolved at the end of the quarter	0





MOTHERSON SUMI SYSTEMS LIMITED

Regd. Office: 2nd Floor, F-7, Block B-1, Mohan Cooperative Industrial Estate, Mathura Road, New Delhi – 110044

UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2014

SEGMENT REPORTING

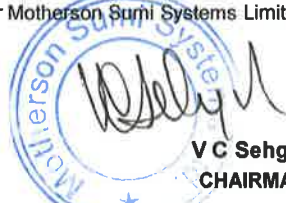
(Rs. in Lakhs)

Particulars	Standalone			
	Three months ended 30/06/2014 Unaudited	Three months ended 31/03/2014 Unaudited	Three months ended 30/06/2013 Unaudited	Year ended 31/03/2014 Audited
1 Segment Revenue				
(a) Automotive	114,284	116,488	100,329	423,220
(b) Non Automotive	7,577	7,916	7,324	30,542
(c) Unallocated	390	5,940	1,307	8,586
Total	122,251	130,344	108,960	462,348
Less: Inter Segment Revenue	-	-	-	-
Net Sales/Income from Operations	122,251	130,344	108,960	462,348
2 Segment Results				
(a) Automotive	14,304	21,653	15,109	71,522
(b) Non Automotive	1,182	1,473	484	3,229
(c) Unallocated	-	-	-	-
Total	15,486	23,126	15,593	74,751
Less i) Interest (Net)	188	736	847	3,231
ii) Other unallocable expenditure (Net of Unallocable Income)	(914)	(8,060)	3,425	(4,316)
Profit of Associate	-	-	-	-
Total Profit Before Tax	16,212	30,450	11,321	75,836
3 Capital Employed				
(a) Automotive	197,143	206,329	204,873	206,329
(b) Non Automotive	16,289	16,540	13,804	16,540
(c) Others (Including Investments)	43,645	43,682	31,289	43,682
Total Segment Capital Employed	257,077	266,551	249,966	266,551

Notes:

- The above financial results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meetings held on August 12, 2014.
- The Company operates in two primary business segments, viz Automotive and Non Automotive, determined on the basis of nature of products and services.
- Samvardhana Motherson Automotive Systems Group B.V., Netherlands (SMRPBV), the Company's subsidiary and joint venture with Samvardhana Motherson International Limited (SMIL) has issued 4½% Senior Secured Notes for ₹ 500 million on July 10, 2014. The net proceeds has been used to prepay existing third party indebtedness (including USD loans raised for acquisition of Peguform Group that were guaranteed by the Company and SMIL) and refund of shareholders loans.
- The estimated useful lives of certain fixed assets have been revised in accordance with Schedule II of the Companies Act, 2013 with effect from April 1, 2014. Pursuant to the above mentioned changes in useful life of assets, the depreciation expense for the quarter is higher by Rs. 980 lakhs and in respect of the assets whose revised useful life expired prior to March 31, 2014, the net book value of Rs. 362 lakhs (net of Deferred Tax) has been adjusted with the opening retained earnings.
- On August 1, 2014, the Company has completed the acquisition of wiring harness business of Stoneridge Inc. for total cash outlay of USD 71.38 million. The deal is structured by way of asset purchase and includes six manufacturing facilities and an engineering centre located in Mexico and USA.
- The basic and diluted earnings per share has been adjusted for all the periods presented consequent to bonus shares allotted on December 24, 2013 in the proportion of 1 share for every 2 shares held.
- The figures of previous periods have been re-grouped, wherever necessary, to conform to the current periods classification.

By Order of the Board of Directors
For Motherson Sumi Systems Limited


V C Sehgal
CHAIRMAN



Place : Noida
Date : August 12, 2014