MARUTI SUZUKI

June 12, 2012

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (E), Mumbai- 400 051

Ref: Clause 22 and Clause 36 of the listing agreement

Sub: Outcome of Board Meeting dated June 12, 2012

Dear Sir,

In compliance with the provisions of Clause 22, Clause 36 and other applicable clauses of the listing agreement, we hereby inform you that a Committee of Independent Directors ("Committee") of Maruti Suzuki India Limited ("MSIL"), which was constituted by the Board of Directors of MSIL ("Board") at its meeting held on 24th March 2012, to explore the possibility of restructuring the business and operations of MSIL has submitted its recommendations to the Board. The Committee has, with an objective of synergic consolidation and integration, recommended the amalgamation of Suzuki Powertrain India Limited ("SPIL") into and with MSIL.

The Board has noted that such amalgamation of SPIL into and with MSIL shall result in:

(i) consolidation of the businesses presently being carried on by SPIL and MSIL, which shall be beneficial to the interests of the shareholders, creditors and employees of both the companies and to the interests of public at large, as such amalgamation would create greater synergies between the businesses of both the companies and would enable them to have large asset base, access to better financial resources as well as enable them to manage their businesses more efficiently by effectively pooling the management, administrative, technical skills and resources of each other;

(ii) creation of value for shareholders of MSIL;

(iii) creation of better synergies across the group and optimal utilisation of resources;

(iv) better administration and cost reduction (including reduction in administrative and other common costs);

(v) alignment, coordination and streamlining of day to day operations of business of both the companies; and

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Plot No. 1, Nelson Mandela Road
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Haryana, India
Tel: 0124 2346721-30 Fax: 0124-2341304

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Plot No. 1, Sector 3A, IMT
Manesar, Gurgaon 122051 Haryana, India
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(vi) creation of synergies of operations besides economies of administrative and managerial costs by combining operations, which will result in improved performance and enhance shareholders' value.

After noting the above, the Board accepted the recommendations of the said Committee and has *inter-alia* taken the following decisions:

(i) Approved and accepted the proposal of amalgamation of SPIL into and with MSIL in terms of the Scheme of Amalgamation ("Scheme") under Section 391 to Section 394 of the Companies Act 1956, a draft of which was also presented before the Board and considered.

(ii) Approved the swap ratio of 1:70 i.e. One (1) share of Rs. 5/- each fully paid up in MSIL for every seventy (70) shares of Rs. 10/- each fully paid up in SPIL. The swap ratio is based on the valuation report submitted by Ernst & Young Pvt. Ltd. and KPMG India Private Limited and the fairness of such valuation having been confirmed by Kotak Mahindra Capital Company Limited, an independent merchant banker.

(iii) The appointed date for the amalgamation shall be April 01, 2012.

(iv) The Scheme as finalized will be filed with the stock exchanges in due course in terms of Clause 24 of the listing agreement. The Scheme shall then be subject to necessary approval of the shareholders, creditors, Competition Commission of India, and the approval and sanction of High Court of Judicature of Delhi at New Delhi.

This is for your information and record.

Yours faithfully

Maruti Suzuki India Limited

S. Ravi Aiyar
Executive Director (Legal) & Company Secretary

Cc:

The Secretary
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001

MARUTI SUZUKI

MSIL:: CSL: NSE: 12

12th June 2012

Vice President
National Stock Exchange of India Limited
"Exchange Plaza", Bandra - Kurla Complex
Bandra (E)
Mumbai – 400 051

Sub: Press release

Dear Sir,

Please find enclosed herewith as Annexure – "A" a copy of press release being issued today.

Thanking you,

Yours truly,

For **Maruti Suzuki India Limited**

S. Ravi Aiyar
Executive Director (Legal)
& Company Secretary

Encl.: As above

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Annexure-A

Press Release

Maruti Suzuki board approves merger of SPIL with MSIL

New Delhi, June approved a proposal to merge Suzuki Powertrain India Limited (SPIL) with MSIL.

SPIL, which supplies diesel engines as well as transmissions for vehicles to MSIL, is a subsidiary of Suzuki Motor Corporation (SMC), Japan. SMC holds a 70 per cent share in SPIL and the remaining 30 per cent is held by MSIL.

With the merger, MSIL will be able to bring its entire diesel engine capacity under a single management control. All key initiatives to strengthen the business, including sourcing, localization, production planning, manufacturing flexibility and cost reduction can be controlled, monitored and improved by the MSIL management.

The proposed merger also promises benefits for the combined entity through synergies in areas like finance, capital structuring and administration and consequent reduction of transaction costs.

There are no plans to reduce jobs, following this merger.

Proposed Terms of the Merger

The merger is proposed to be effected through a share swap

There will be no cash outflow from MSIL.

The swap ratio has been fixed at 1:70. As such, SMC will receive one share of MSIL (of Rs 5 each) for every 70 shares (of Rs 10 each) it holds in SPIL.

MSIL proposes to make a fresh issue of 13.17 million shares to SMC in lieu of SMC's 70 per cent holding in SPIL. Consequent to the merger, SMC's holding in MSIL will go up from 54.2 per cent to 66.2 per cent.

It is expected that the necessary regulatory approvals and legal requirements for the merger