

ANNEXURE - 'A'

(1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN			
NAME OF THE COMPANY:	SONA KOYO STEERING SYSTEMS LTD	Name of the Scrip:	SONAKOYA
SCRIP CODE (BSE):	520057	Name of the Scrip:	SONASTEER
SCRIP CODE (NSE):	SONASTEER		
Class of Security:	EQUITY		
QUARTER ENDED:	31.03.2015		
Partly paid-up shares	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company.
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	0	0	0
Outstanding convertible securities:	No. of outstanding securities	As a % of total no. of outstanding convertible securities.	As a % of total no. of shares of the Company assuming full conversion of the convertible securities
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	0	0	0
Warrants:	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the Company, assuming full conversion of warrants
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	0	0	0
Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities	198741832	0	100.00





Category Code	Category of Shareholder	Number of Shareholders	Total Number of Shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a Percentage of (A+B)	(VII)	Number of Shares	As a Percentage (VIII)/(VII)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(VII)*100
A)	Shareholding of Promoter and Promoter Group							
1	Indian							
a	Individuals/Hindu Undivided Family	13	819848	819848	0.41	0.41	0.00	0.00
b	Central Government/State Government(s)	0	0	0	0.00	0.00	0.00	0.00
c	Bodies Corporate	3	63748304	63748304	32.08	32.08	0.00	0.00
d	Financial Institutions / Banks	0	0	0	0.00	0.00	0.00	0.00
e	Any Other	0	0	0	0.00	0.00	0.00	0.00
	Sub-Total (A)(1)	16	64568152	64568152	32.49	32.49	0.00	0.00
2	Foreign							
a	Individuals (Non-Resident Individuals/Foreign Individuals)	0	0	0	0.00	0.00	0.00	0.00
b	Bodies Corporate	1	39947108	39947108	20.10	20.10	0.00	0.00
c	Institutions	0	0	0	0.00	0.00	0.00	0.00
d	Qualified Foreign Institutions	0	0	0	0.00	0.00	0.00	0.00
e	Any Other	0	0	0	0.00	0.00	0.00	0.00
	Sub-Total (A)(2)	1	39947108	39947108	20.10	20.10	0.00	0.00
	Total Shareholding of Promoter and Promoter Group (A1 + A2)	17	104515260	104515260	52.59	52.59	0.00	0.00
B)	Public Shareholding							
1	Institutions							
a	Mutual Funds/UTI	7	1099424	1099424	0.55	0.55	0.00	0.00
b	Financial Institutions / Banks	4	154403	154403	0.08	0.08	0.00	0.00
c	Central Government/State Government(s)	0	0	0	0.00	0.00	0.00	0.00
d	Venture Capital Funds	0	0	0	0.00	0.00	0.00	0.00
e	Insurance Companies	1	1200000	1200000	0.60	0.60	0.00	0.00
f	Foreign Institutional Investors	7	512446	512446	0.20	0.20	0.00	0.00
g	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0.00	0.00
h	Qualified Foreign Institutions	0	0	0	0.00	0.00	0.00	0.00
i	Any Other (foreign Portfolio Investors)	1	10099	10099	0.01	0.01	0.00	0.00
	Sub-Total (B)(1)	20	2976372	2976372	1.44	1.44	0.00	0.00
2	Non-Institutions							
a	Bodies Corporate	571	13119426	12961006	6.60	6.60	0.00	0.00
b	Individuals	51709	37501598	35602706	18.87	18.87	0.00	0.00
	Total Public Shareholding (B) = (B1+B2)	63	33259219	33259219	16.73	16.73	0.00	0.00
	Total (A)+(B)	53229	91250200	89192888	45.91	45.91	0.00	0.00
	Total Public Shareholding (B) = (B1+B2)	53249	94226572	92163260	47.35	47.35	0.00	0.00
	Total (A)+(B)	53266	198741832	196678520	100.00	100.00	0.00	0.00
C)	Shares held by Custodians and against which Depository Receipts have been issued							
1	Promoter and Promoter Group	0	0	0	0.00	0.00	0.00	0.00
2	Public	0	0	0	0.00	0.00	0.00	0.00
	Grand Total (A) + (B) + (C)	53266	198741832	196678520	100.00	100.00	0.00	0.00

* As per SEBI Circular No. CIR/CFD/DIL/10/2010 dated 18th December, 2010, the unclaimed Equity Shares of the Company have been consolidated under this Account

(iii)(a) Statement showing the voting pattern of shareholders, if more than one class of shares / securities is issued by the issuer.

Category Code	Statement showing the voting pattern of shareholders, if more than one class of shares / securities is issued by the issuer. (Give description of voting rights for each class of Security)	Number of Voting Rights held in each class of Security				Total Voting Rights (i)(iv)+(v)	Total Voting Rights i.e. (vi) As a Percentage of (A+B) (vii)
		Class X (iii)	Class Y (iv)	Class Z (v)	As a Percentage of (A+B) (vii)		
	Class X : Class Y : Class Z :						
	Category of Shareholder						
1	Shareholding of Promoter and Promoter Group						
	Individuals/Hindu Undivided Family						
	Central Government/State Government(s)						
	Bodies Corporate						
	Financial Institutions / Banks						
	Any Other						
	Sub-Total (A)(1)						
2	Foreign						
	Individuals (Non-Resident Individuals/Foreign Individuals)						
	Bodies Corporate						
	Institutions						
	Any Other						
	Sub-Total (A)(2)						
	Total Shareholding of Promoter and Promoter Group (A1 + A2)						
1	Public Shareholding						
	Institutions						
	Mutual Funds/UTI						
	Financial Institutions / Banks						
	Central Government/State Government(s)						
	Venture Capital Funds						
	Insurance Companies						
	Foreign Institutional Investors						
	Foreign Venture Capital Investors						
	Any Other						
	Sub-Total (B)(1)						
2	Non-Institutions						
	Bodies Corporate						
	Individuals						
	Individual shareholders holding nominal share capital upto Rs. 1 lakh						
	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh						
	Any Other						
	Trust						
	Partnership						
	Clearing Members						
	Sub-Total (B)(2)						
	Total Public Shareholding (B) = (B1+B2)						
	Total (A)+(B)						
	Shares held by Custodians and against which Depository Receipts have been issued						
	Grand Total (A) + (B) + (C)						

NOT APPLICABLE



ANNEXURE - 'B'

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY : SONA KOYO STEERING SYSTEMS LTD.
 QUARTER ENDED : 31ST MARCH, 2015.

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS (YES / NO)	REMARKS
II. Board of Directors	49 II		
(A) Composition of Board	49 (IIA)	YES	Total strength of the Board is – 12 No. of Independent Directors – 6 Non of Non-Independent Directors – 6
(B) Independent Directors	49 (IIB)	YES	Total Number of Independent Directors in the Board – 6.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	➤ Apart from receiving sitting fees, Independent Directors do not have any material pecuniary relationships or transactions with the Company, Subsidiaries or Associated Companies. ➤ No Commission has been paid during the quarter ended 31 st March, 2015. ➤ No Stock Options has been granted to any of the Directors.
(D) Other provisions as to Board and Committees	49 (IID)	YES	--
(E) Code of Conduct	49 (IIE)	YES	MD's declaration for compliance of the Code of Business Ethics by the Board members and senior management personnel formed part of the Annual Report for the year 2013-14.
(F) Whistle Blower Policy	49 (IIF)	YES	Whistle Blower Policy is in place.



: 2 :

III. Audit Committee	49 (III)		Total strength of the Committee is 5 of which 4 are Independent including Chairman.
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	All the members of the Audit Committee are financially literate and one of them has financial management expertise.
(B) Meeting of Audit Committee	49 (IIIB)	YES	Committee met every quarter to approve the accounts.
(C) Powers of Audit Committee	49 (IIIC)	YES	The Committee has adequate powers to investigate, to seek information, to obtain outside legal or professional advice and to secure attendance of outsiders with relevant expertise.
(D) Role of Audit Committee	49 (IIID)	YES	In line with the Listing Agreement requirements.
(E) Review of Information by Audit Committee	49 (IIIE)	YES	Audit Committee review all the information as per the guidelines.
IV. Nomination and Remuneration Committee	49 (IV)	YES	Total strength of the Committee is 4 of which 2 are Independent including Chairman.
V. Subsidiary Companies	49 (V)	YES	<ul style="list-style-type: none"> ➤ One Independent Director of the Board is on the Board of material unlisted Subsidiary Company. ➤ Minutes of the Board Meetings of the unlisted Subsidiary Companies are placed before the Board.
VI. Risk Management	49 (VI)	YES	The Company has already constituted a Risk Management Committee consisting of 4 directors of which 3 are Independent Directors.
VII. Related Party Transactions	49 (VII)	YES	--



VIII. Disclosures	49 (VIII)	
(A) Related party transactions	49 (VIII A)	Statement of transactions with Related Parties is submitted on a regular basis to the Audit Committee. YES
(B) Disclosure of Accounting Treatment	49 (VIII B)	Applicable Accounting Standards are being complied with on a continual basis and due disclosure is made in Annual Report. YES
(C) Remuneration of Directors	49 (VIII C)	Apart from sitting fee, none of the directors is receiving any remuneration except three numbers of whole-time directors. YES
(D) Management	49 (VIII D)	Complied in the Annual Report of Financial Year 2013-14. YES
(E) Shareholders	49 (VIII E)	All necessary information is uploaded on the Company's website as required. YES
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	No such proceed is generated during this quarter ended 31 st March, 2015. YES
IX. CEO/CFO Certification	49 (IX)	Complied in the Annual Report of Financial Year 2013-14. YES
X. Report on Corporate Governance	49 (X)	Complied in the Annual Report of Financial Year 2013-14. YES
XI. Compliance	49 (XI)	Complied in the Annual Report of Financial Year 2013-14. YES

For Sona Koyo Steering Systems Limited

Sudhir Chopra
President & Company Secretary

S.S. GUPTA
COMPANY SECRETARIES

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2004, Gali Raja Uggersain, Bazar Sita Ram, Delhi -110006, © 23233215

Ref: SSG/SONA/47C/MAR/2015

Dated: 9th April, 2015

CERTIFICATE UNDER CLAUSE 47 OF THE LISTING AGREEMENT

FOR THE HALF YEAR ENDED 31ST MARCH, 2015


I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to Sona Koyo Steering Systems Ltd. having its registered office at UGF-6, Indraprakash Building, 21, Barakhamba Road, New Delhi-110001, maintained by its Registrars and Share Transfer Agents, Karvy Computershare Private Limited having its registered office at Karvy House 46, Avenue 4, Street No. 1, Banjara Hills, Hyderabad - 500 034 and branch office at 305, New Delhi House, 27, Barakhamba Road, Connaught Place, New Delhi 110 001, pertaining to transfer of equity shares of the company for the period from 1st October, 2014 to 31st March, 2015 for the purpose of issuing a Certificate as per Clause 47(C) of the Listing Agreement entered into by, Sona Koyo Steering Systems Limited with BSE & NSE and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended on 31st March, 2015:

- A) Share Certificate(s) relating to the transfer of Shares received during the period from 1st October, 2014 to 31st March, 2015 as entered in the Memorandum of Transfers have been issued within fifteen days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.

Place: New Delhi
Date : 9th April, 2015

S.S. GUPTA
Company Secretaries





(S.S. GUPTA)

Proprietor

FCS No. 936

C.P.No. 4907

2004, Gali Raja

Uggersain,

Bazar Sita Ram, Delhi -110006.

RECONCILIATION OF SHARE CAPITAL AUDIT

[As per regulation 55A of the SEBI (Depositories and Participations) Regulation, 1996]

Ref: SSG/SONA/SAR/MAR/2015

DATE: 9th April, 2015

The Board of Directors
SONA KOYO STEERING SYSTEMS LTD.
UGF-6, Indraprakash
21, Barakhamba Road,
New Delhi-110001

We have examined the Register of Members, beneficiary details furnished by the Depositories and other records/documents maintained by M/s. SONA KOYO STEERING SYSTEMS LTD. and its Registrars and Share Transfer Agents, M/s. Karvy Computershare Private Limited, for issuing this certificate. In our opinion and to the best of our knowledge and according to the information and explanations given to us and based on such verification as considered necessary, we hereby certify that:

1.	For Quarter Ended	:	31 st March, 2015
2.	ISIN*	:	INE 643A01035
3.	Face Value	:	Rs. 1/- per equity share
4.	Name of the Company	:	Sona Koyo Steering Systems Ltd.
5.	Registered Office Address	:	UGF-6, Indraprakash Building 21, Barakhamba Road, New Delhi – 110001.
6.	Correspondence Address	:	UGF-6, Indraprakash Building 21, Barakhamba Road, New Delhi – 110001.
7.	Telephone & Fax No.	:	Phone: (0124) 468 5000 Fax : (0124) 410 4611.
8.	Email Address	:	sudhir.chopra@sonagroup.com
9.	Name of the Stock Exchanges Where the Company's Securities are listed.	:	1. The Bombay Stock Exchange Ltd. 2. The National Stock Exchange of India Ltd.
10.	Issued Capital (Equity)		No. of shares % of Total issued capital 19,87,41,832 100%
11.	Listed Capital (Exchange Wise)		No. of shares % of Total issued capital
	The Mumbai Stock Exchange		19,86,25,702 99.94%
	The National Stock Exchange of India Ltd.		19,86,25,702 99.94%
12.	Held in Dematerialised form in CDSL		1,70,85,137 8.60%
13.	Held in Dematerialised form in NSDL		17,95,93,383 90.36%
14.	Physical		19,47,182 0.98%
15.	Total No. of shares (12+13+14)		19,86,25,702 99.94%



16. Reasons for difference, if any, between (10&11) & (10&15)

Reason for difference between (10&11) & (10&15) :

As on date, Company's **Issued and Paid Up Capital is Rs. 19,87,41,832/-** consisting of **19,87,41,832** nos. of Equity Shares of Rs. 1/- each and **Listed Capital is Rs. 19,86,25,702/-** consisting of **19,86,25,702** nos. of Equity Shares of Rs. 1/- each and **1,16,130** nos. of Equity Shares of Rs. 1/- each are under the category of '**Abeyance Cases**', which are not listed. The Company has to obtain the final listing approval in respect of the Abeyance Cases on case to case basis.

17. Certifying the details of changes in share capital during the quarter under consideration as per Tables below

Particulars**	No. of Shares	Applied / Not Applied for Listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-principle approval pending for SE (Specify Names)
Nil	Nil	Nil	Nil	Nil	Nil	Nil

** Rights, Bonus, Preference Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, Any other (to specify).

18. Register of members is updated (yes / no). If not, updated upto which date. : Yes
19. Reference of previous quarter With regard to excess Dematerialized shares, if any. : Nil
20. Has the Company resolved the Matter mentioned in point no.19 Above, in the current quarter? If not, reasons why? : Not applicable
21. Mentioned the total no. of requests, if any confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons of delay : Nil

Total no. of demat requests	No. of requests	Nos. of shares	Reasons for delay
Confirmed after 21 days	Nil	Not applicable.	Not applicable.
Pending for more than 21 days.	Nil	Not applicable.	Not applicable.

22. Name, telephone and Fax No. of the Compliance Officer : Mr. Sudhir Chopra, Company Secretary.
Phone: (011) 23311924.
Fax : (0124) 4104611.
23. Name, Address, telephone, Fax No. and Regn. No. of the Auditor : Mr. S.S. Gupta, Company Secretaries.
Address: 2004, Gali Raja Uggersain, Bazar Sita Ram, Delhi - 110 006.
Phone : (011) 23233215
Fax : Nil
Regn. No. : FCS No. 936; CP No. 4907.



24. Appointment of common agency for share registry work : Karvy Computershare Private Limited
- Registered Office
Karvy House 46, Avenue 4
Street No. 1, Banjara Hills
Hyderabad – 500 034.
Phone : (040) 23312454/23320251/751
Fax : (040) 23311968
- Branch Office
305, New Delhi House
27, Barakhamba Road, Connaught Place
New Delhi 110 001.
Phone : (011) 43681700
Fax : (011) 43681710
25. Any other detail that the auditor may like to provide (e.g. BIFR company, delisting from SE, Company changed its name etc. : No

Place : New Delhi
Dated : 9th April, 2015



*For S.S. GUPTA
Company Secretaries*

A handwritten signature in blue ink, appearing to read "S.S. Gupta".

*(S.S. Gupta)
Proprietor
FCS No. 936
C.P. No. 4907
2004, Gali Raja Uggersain,
Bazar Sita Ram, Delhi – 110006.*

FORM A

SHAREHOLDING PATTERN SUMMARY FOR FREE-FLOAT INDICES

Name of the Company : SONA KOYO STEERING SYSTEMS LIMITED					
		Scrip Code	520057	Quarter Ended	31.03.2015
Category Code	Category	No. of Shares Held (Face Value Rs. 1/- each)		% of Shareholding	
I	CONTROLLING/STRATEGIC HOLDINGS				
A	BASED IN INDIA				
1	Indian Individuals/HUFs & Relatives	819,848		0.41	
2	Indian Corporate Bodies/ Trusts/ Partnerships	13,800,000		6.94	
3	Persons Acting in Concert (also include Suppliers/ Customers)	49,948,304		25.13	
4	Other Directors & Relatives (other than in 1 above)	NIL		NIL	
5	Employee Welfare Trusts/ESOPs (already converted into shares but locked in)	NIL		NIL	
6	Banks/Financial Institutions	NIL		NIL	
7	Central/ State Govt.	NIL		NIL	
8	Central/ State Govt. Institutions	NIL		NIL	
9	Venture Funds/ Private Equity Funds	NIL		NIL	
	Sub Total A	64,568,152		32.49	
B	BASED OVERSEAS				
10	Foreign Individuals (including FDI)	NIL		NIL	
11	Foreign Corporate Bodies (including FDI)	39,947,108		20.10	
12	Non Resident Indians (Individuals)	NIL		NIL	
13	Non Resident Indian Corporate Bodies	NIL		NIL	
	Sub Total B	39,947,108		20.10	
C	GDRs/ADRs/ ADSs				
	Sub Total C	NIL		NIL	
D	OTHERS (Please specify here)				
	Sub Total D	NIL		NIL	
E	ANY OTHER SHARES LOCKED-IN (except covered above)				
	Sub Total E	NIL		NIL	
	Sub Total I	104,515,260		52.59	



II	FREE FLOAT	No. of Shares Held (Face Value Rs. 1/- each)	% of Shareholding
A	BASED IN INDIA		
1	Indian Individuals/HUFs	70,524,705	35.49
2	Indian Corporate Bodies/Trusts/Partnerships	13,121,426	6.60
3	Independent Directors & Relatives	15,000	0.01
5	Banks/Financial Institutions	154,403	0.08
6	Central/State Govt.	NIL	NIL
7	Central/ State Govt. Institutions	6,000	0.00
8	Insurance Companies	1,200,000	0.60
9	Mutual Funds	1,093,424	0.55
10	Venture Funds/ Private Equity Funds	NIL	NIL
11	Customers	NIL	NIL
12	Suppliers	NIL	NIL
	Sub Total A	86,114,958	43.33
B	BASED OVERSEAS		
13	Foreign Individuals	NIL	NIL
14	Foreign Corporate Bodies	NIL	NIL
15	Foreign Institutional Investors (SEBI-registered)	512,446	0.26
16	Non Resident Indians (Individuals)	2,661,498	1.34
17	Non Resident Indian Corporate Bodies	NIL	NIL
18	Foreign Portfolio Investors	10,099	0.01
	Sub Total B	3,184,043	1.60
C	GDRs/ADRs/ADSs	NIL	NIL
	Sub Total C	NIL	NIL
D	OTHERS (Clearing Members)	92,328	0.05
	Sona Koyo Steering Systems Ltd.- Unclaimed Suspense Account#	4,835,243	2.43
	Sub Total D	4,927,571	2.48
	Sub Total II	94,226,572	47.41
	Grand Total	198,741,832	100.00
BROAD SUMMARY OF HOLDINGS		No. of Shares Held	% of Shareholding
Total Controlling/ Strategic Holdings		104,515,260	52.59
Total Free-float		94,226,572	47.41
Grand Total		198,741,832	100.00
SUMMARY OF DOMESTIC/FOREIGN HOLDINGS		No. of Shares Held	% of Shareholding
Total Domestic Holding		155,610,681	78.30
Total Foreign Holding		43,131,151	21.70
Grand Total		198,741,832	100.00

The Company has not issued any shares on preferential allotment basis to its employees (it does not include the allotment made under 'employee quota' at the time of public / right issue.

NOTE :

In future:

* In order to enable us to track the free-float of your company on a regular basis, you are requested to file these forms with us for each quarter of the year within 15 days of each quarter ending.

* In addition, the Shareholding Pattern needs

#As per SEBI Circular No. CIR/CFD/DIL/10/2010 dated 16th December, 2010, the unclaimed Equity Shares of the Company have been consolidated under this Account.

[Click here for Shareholding of 1% and above](#)



CONTROLLING/STRATEGIC HOLDERS

(Include every single holder and list them Categorywise)

Name of the Company : SONA KOYO STEERING SYSTEMS LIMITED					
		Scrip Code	520057	Quarter Ended	31.03.2015
Sl.no	Holders Name	No.of Shares Held (Face Value Rs. 1/- each)	% of Shareholding	Category Code	
1	MS. SUMITRA KAPUR	2000	0.00	I(A)(1)	
2	MR. SUNJAY KAPUR	3300	0.00	I(A)(1)	
3	DR. SURINDER KAPUR	6000	0.00	I(A)(1)	
4	MS. SUPERNA MOTWANE	6000	0.00	I(A)(1)	
5	MS. MANDIRA KOIRALA	8000	0.00	I(A)(1)	
6	MR.SHARAD KAPUR	13000	0.01	I(A)(1)	
7	MS. SANGEETA CHOPRA	15000	0.01	I(A)(1)	
8	MR. AMAN CHOPRA	21000	0.01	I(A)(1)	
9	MR. JUG MOHAN KAPUR	34000	0.02	I(A)(1)	
10	MR. SUBASH CHOPRA	75000	0.04	I(A)(1)	
11	MS. ESHA CHOPRA	150000	0.08	I(A)(1)	
12	JUG MOHAN KAPUR (HUF)	486548	0.24	I(A)(1)	
13	MARUTI SUZUKI INDIA LTD.	13800000	6.94	I(A)(2)	
14	SONA AUTOCOMP HOLDING LIMITED	49914664	25.12	I(A)(3)	
15	SUMISH FINANCE AND INVESTMENT CO PVT LTD	33640	0.02	I(A)(3)	
16	JTEKT CORPORATION	39947108	20.10	I(B)(11)	
	Total	104,515,260	52.59		

[Click here for Free-float Holders details](#)

