

**SUMMARY UNDER REGULATION 13(1B) OF THE COMPETITION
COMMISSION OF INDIA (PROCEDURE IN REGARD TO THE
TRANSACTION OF BUSINESS RELATING TO COMBINATIONS)
REGULATIONS, 2011**

a) Parties to the combination

- (a) JTEKT Corporation (“**JTEKT**” or “**Acquirer**”)
- (b) Sona Koyo Steering Systems Limited (“**SKSSL**” or “**Target**”)

Sona Autocomp Holding Limited (“**Seller**”)

b) Type of combination

- (a) The proposed combination relates to the purchase of 4,99,14,664 shares of the Target from the Seller amounting to 25.12% of the issued, subscribed and paid up capital of the Target (“**Transaction**”) as per terms contained in the Share Purchaser Agreement dated February 1, 2017 (“**SPA**”). Further, this will require the Acquirer to make an open offer to the other shareholders of the Target, as triggered under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Post open offer and closing under the proposed transaction, the Acquirer is expected to hold more than 50% shareholding in and acquire control over the Target.

(b) The Transaction is in the nature of an acquisition and falls under Section 5(a)(ii)(B) of the Competition Act, 2002.

c) Area of activity of the parties to the combination

Acquirer:

In India, the Acquirer, through its subsidiaries, is mainly engaged in the manufacture and/or sale of various types of bearings, machine tools and mechatronics. None of the above mentioned products are being presently manufactured by the Target.

Target:

The Target, by itself, and through its subsidiaries, manufactures and sells products pertaining to auto components including steering systems and parts thereof, to several automobile OEM manufacturers and also after-market sales (a very minor portion of the overall sales) of spares to independent distributors and dealers.

d) The relevant market(s) to which the combination relates

The Target's market is the manufacture and sale of steering systems and parts thereof, to automobile OEM manufacturers. Further, the Acquirer and its group supply bearings for steering systems to the Target and its subsidiaries and constitutes vertical product overlap. The sales of these bearings are a small portion of the overall sales in the bearings manufactured by the bearing

manufacturers in India and the proposed combination, therefore, is not expected to have any adverse effect on competition.