

Date: - 17th November, 2025

BSE Ltd. Regd. Office: Floor - 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001. BSE Scrip Code: 543300	National Stock Exchange of India Ltd. Listing Dept., Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 NSE Scrip: SONACOMS
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Subject: - Outcome of the Board Meeting

Dear Sir / Madam,

In terms of the Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), we wish to inform you that in terms of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee ("**NRC**"), in its meeting held on 17th November 2025, have approved the **Sona BLW Precision Forgings Limited- Performance Share Plan 2025 ("PSP 2025")**, subject to approval of the shareholders of the Company, for the benefit of Mr. Vivek Vikram Singh (DIN: 07698495), Managing Director and Group CEO of the Company.

The Board of Directors and the NRC in their respective meetings held on 27th October 2025 had reviewed Mr. Vivek Vikram Singh's remuneration from the financial year 2019 through 2025.

An independent reputed professional firm was engaged by the NRC to benchmark compensation of Mr. Vivek Vikram Singh with the MD and CEO of comparable Indian listed companies. The compensation benchmarking showed that the remuneration of Mr. Vivek Vikram Singh is one of the lowest amongst the comparable companies. The average remuneration in these comparable companies was 2.91 % of the PAT, whereas remuneration of Mr. Vivek Vikram Singh was 0.57% of the PAT of the Company.

The Board and NRC also noted that, since Mr. Vivek Vikram Singh appointed as MD and Group CEO in 2019, the Company's revenue and profit after tax have grown by 31% and 35% respectively.

Based on the benchmarking report, the NRC had recommended an optimal pay structure for Mr. Singh with the objective of aligning his compensation with the current market benchmarks to promote his retention, incentivizing him for the enhanced performance, and rewarding his performance in line with the performance of the Company.

Based on the NRC recommendations, among others, the Board, today on 17th November, 2025, approved the PSP 2025, subject to approval of the shareholders of the Company.



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The overall remuneration of Mr. Vivek Vikram Singh, including the perquisite arising out of allotment of shares under this PSP 2025, will be within the overall limit of 5% of the net profits of the Company as calculated under section 197, 198 of the Companies Act, 2013 in a financial year.

The details of the PSP 2025, as required in respect of the above under Regulation 30 read with Schedule III of the Listing Regulations read with SEBI master circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 are given under **Annexure- A** to this letter.

The meeting of Board of Directors of the Company commenced at 05:36 p.m. (IST) and concluded at 05:52 p.m. (IST).

This is for your information and further dissemination.

Thanking you,

For Sona BLW Precision Forgings Limited

Ajay Pratap Singh

**Senior Vice President - Group General Counsel,
Company Secretary and Compliance Officer**

Enclosed: as above

**SONA COMSTAR****Annexure-A**

Details required under Regulation 30 read with Schedule III of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024.

S. No.	Particulars	Details
1.	Brief details of Plan options granted	<p>Based on the benchmarking report provided by independent reputed professional firm and recommendations of the NRC, the Board has approved the Sona BLW Precision Forgings Limited- Performance Share Plan 2025 ("PSP 2025"), subject to approval of the shareholders.</p> <p>The PSP 2025 is proposed to be implemented for the benefit of Mr. Vivek Vikram Singh, in his capacity as Managing Director and Group CEO of the Company.</p> <p>The objectives of this Plan are as under:</p> <ul style="list-style-type: none"> a. Retention of Mr. Singh; b. incentivizing Mr. Singh for the enhanced performance; and c. rewarding his performance in line with the performance of the Company. <p>The Offer of Shares proposed to be made to Mr. Vivek Vikram Singh under the PSP 2025, after the effective date, would be in yearly tranches, over a period of 5 (five) years, based on Year on Year ("YoY") growth in consolidated Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA*) achieved in the previous financial year.</p> <p>The equity shares allotted pursuant to PSP 2025 shall be locked in for a period of 1 (one) year from date of respective allotment of Shares.</p>
2.	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable);	Yes
3.	Total number of shares covered by these options;	The total number of equity shares to be offered under the PSP 2025 shall not exceed 1,500,000 (One million and five hundred thousand only) equity shares, having face value of INR 10 /- (Rupee Ten only).

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4.	Pricing formula;	The equity shares will be allotted at Face value of equity share.											
5.	Options vested;	Not Applicable.											
6.	Time within which option may be exercised;	The Offer made by the NRC shall be accepted by Mr. Vivek Vikram Singh within 45 days. The PSP 2025 shall be effective for 5 years starting from Financial Year 2025-26 till 2029-30.											
7.	Options exercised;	Not Applicable.											
8.	Money realized by exercise of options;	Not Applicable.											
9.	The total number of shares arising as a result of exercise of option;	The total number of equity shares of the Company to be offered under the PSP 2025 shall not exceed 1,500,000 (One million and five hundred thousand only) equity shares, having face value of INR 10 /- (Rupee Ten only).											
10.	Options lapsed;	Not Applicable											
11.	Variation of terms of options;	Not Applicable											
12.	Brief details of significant terms;	<p>As per the PSP 2025, the NRC will offer Shares to Mr. Vivek Vikram Singh, each financial year, over a period of 5 (five) years, based on achievement of performance metrics (i.e., growth in consolidated EBITDA* in previous year), which shall be calculated based on the following mechanism:</p> <table><tr><th>Y-o-Y growth in Consolidated EBITDA* of the Company</th><th>Number of equity shares of the Company to be offered</th></tr><tr><td><5%</td><td>0</td></tr><tr><td>5%</td><td>100,000</td></tr><tr><td>>5% but less than 35%</td><td>Minimum 100,000 + Proportionate number of shares for the growth above 5% in EBITDA* (Consolidated) of the Company i.e. 8,333 shares for each percentage of growth between 5% and 35%</td></tr><tr><td>35% or more</td><td>350,000</td></tr></table>		Y-o-Y growth in Consolidated EBITDA* of the Company	Number of equity shares of the Company to be offered	<5%	0	5%	100,000	>5% but less than 35%	Minimum 100,000 + Proportionate number of shares for the growth above 5% in EBITDA* (Consolidated) of the Company i.e. 8,333 shares for each percentage of growth between 5% and 35%	35% or more	350,000
Y-o-Y growth in Consolidated EBITDA* of the Company	Number of equity shares of the Company to be offered												
<5%	0												
5%	100,000												
>5% but less than 35%	Minimum 100,000 + Proportionate number of shares for the growth above 5% in EBITDA* (Consolidated) of the Company i.e. 8,333 shares for each percentage of growth between 5% and 35%												
35% or more	350,000												
13.	Subsequent changes or cancellation or exercise of such options;	Not Applicable.											

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14.	Diluted earnings per share pursuant to issue of equity shares on exercise of options.	Not Applicable.
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* EBITDA has been calculated based on the relevant numbers extracted from the audited statement of consolidated Profit and Loss of the Company as follows. The same method of calculating EBITDA will be applied every year through the term of PSP 2025.

Particulars	Year ended 31st March 2025	Year ended 31st March 2024
Profit before tax	7,983.35	6,713.06
Less:- Other income	(1,269.16)	(239.48)
Add/ Less:-Exceptional expense/ (Income)	192.85	87.16
Add- Finance costs	301.73	257.98
Add- Depreciation and amortisation expense	2,543.95	2,202.25
EBITDA	9,752.72	9,020.97

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