

SM AUTO STAMPING LIMITED

Corporate Identification Number (CIN): L27109MH2006PLC163789
Registered Office: J-41, MIDC Ambad, Nashik-422010, Maharashtra, India
Corporate Office: C-13, MIDC Ambad, Nashik-422010, Maharashtra, India
Tel. No.: +91 253 6621102; Fax: +91 253 6601444
Email: companysecretary@smautostamping.com; Website: www.smautostamping.com.
Contact Person: Pawan Mahajan, Company Secretary and Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS BENEFICIAL OWNERS OF EQUITY SHARES OF SM AUTO STAMPING LIMITED I CONNECTION WHIT THE BUYBACK OF EQUITY SHARES ON A PROOFINIONATE BAS THROUGH A TENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD (INDIA)BUYBACK OF SECURITIES RECULATIONS, 2018, ANAIENDED

ISDIA 10 CAS SECTION TO SECTION T

Regulation

OFERT TO BUYBACK UP TO 6,00,000 (SIX LAKII) FULLY PAID-UP EQUITY SHARES HAVE
FACE VALUE OF FUG-REPEES TEN ONLY) EACH OF THE COMPANY ("EQUITY SHARES") AT
PRICE OF F-60. "CAPPEES SIXTY ONLY) BUYBACK PRICE;" PER EQUITY SHARES, TANNE
CASH, FOR AN AGGREGATE AMOUNT NOT EXCEEDING \$1,00,000-(RUPPEST THREE CRO)
AND SIXTY LAKIN ONLY), FROM THE FOUTTY SHAREDIDDERS: BENEFICELAL OWNERS THE GOUTTY SHARES OF THE COMPANY AS ON THE RECORD DATE, ON A PROFORTIONA
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DETAILS OF THE BUY-BACK OFFER AND BUY-BACK PRICE

- DETAILSOFTHE BUN-BACK OFFER AND BUN-BACK PRICE

 The bard of Direction of the Company the Board', which expension shall include any committee consist and authorized by the Board to accratic in powers cluded to bey-back i.e., the "Buy-back Committee"), a beauting held on Montal, November 66, 2022 [Float Meeting], but a subject to the approach of the Member the Company by we pof as special resolution through postal bullot and analysis on such approach of the Member the Company by we pof as peculi resolution through postal bullot and analysis on such approach of the Member of the Company by we post a proper such a proposition of the Member of the Company as on the Record Date, on a proportional bests, through the Earl offer routed using Societ Exchange Mechanism in accordance with the provisions of the Companies Act, 2013 annuated the "Act?" read with the rules financi under the Act including the Companies Act, 2013 annualed the "Act?" read with the rules financi under the Act including the Companies Act, 2013 annualed the "Act?" read with the rules financi under the Act including the Companies Act, 2013 annualed the "Act?" read with the rules financi under the Act including the Companies Act, 2013 annualed the "Act?" read with the rules financi under the Act including the Companies Act, 2013 annualed the "Act?" read with the rules financi under the Act including the Companies Act, 2013 annualed the "Act and the Act and the Ac
- The Buy-back is further subject to approvals, permissions, consents, sanctions and er necessary, and subject to such conditions and modifications, if any, from time to time from Annual support to season of mountained and mountained in the film film governmental underlines as required under applicable less, including but not limited. Board of India ("SEBI"), Registrar of Companies, Mumbai ("RoC"), and the stock exhaust of the Companies of India ("SEBI"), Registrar of Companies, Mumbai ("RoC"), and the stock exhaust of the Companies of India ("SEBI"), Registrar of Companies, Mumbai ("Bor "Sook Exhaust") understood to India ("SEBI"), Registrar of Companies, Valley and India ("SEBI"), Regi
- Board. The Buy-back Size do not include any expenses incurred or to be incurred for the Buy-back viz. the tax under the Income Tax Act, 1961 and other applicable laws, brokerage costs, fees, turnover charges, or transaction tax and goods and service text. (if any), stamp duy, and visor-legal fees, falling fees to SEII, other Appropriate Authorities, Stock Exchange charges, printing and dispatch expenses, if any announcement publication expenses and other incidental and related expenses and charges ("Trans-anouncement publication expenses and other incidental and related expenses and charges" (Trans-

- orded Segmenter 30, 2023, in compliance with the proviso to Section 66(25) of the Act and Proviso to Regulation of the SEB Ill hop-back Regulations. Further, the Asturant Brob-pack States, respected a 247% of the testification of the SEB Ill hop-back Regulations. Further, the Asturant Brob-pack States, courties are the section of the SEB Ill hop-back Regulations. Further and the section of SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations). The SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations). The SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations). The SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations). The SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations) and the section of SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations). The SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations) and the section of the SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations). The SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations) and the section of the SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations). The SEB Ill hop-back Regulations (and the SEB Ill hop-back Regulations) and the section of the SEB Ill hop-back Regulations and the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the section of the SEB Ill hop-back Regulations and that the sect

NECESSITY FOR THE BUY BACK

- NICESSITY FORTHER BLYSACK
 The Phy-back is being undertaken by the Company after orking into account the strategie and operational cash requirements of the Company in the medium term and for returning surplus funds to the shareholders in an effective and efficient rantamen.

 The Buy-back is being understack, pitch experience of the following reasons.

 The Buy-back is being understack, pitch experience of the pitch of t
- leading to long term increase in shareholder's value; and The Buy-back gives an option to the shareholders holding Equity Shares of the Company, who ca-chouse to participate and get each in lieu of Equity Shares to be accepted under the Buy-back Offer of they may choose not to participate and enjoy a resultant increase in their percentage shareholding, por the Buy-back Offer, without additional investment.
- the Buy-back Offer, without additional investment.

 MAXIMUM AMOUNT REQUIRED UNDER THE BUY-BACK AND ITS PERCENTAGE OF THI
 TOTAL PAID UP EQUITY SHARE CAPITAL AND FREE RESERVES AND SOURCES O
 FUNDS FROM WHICH BUY-BACK WOULD BE FINANCED
- THOSE FROM THE SECTION AND FREE RESERVES AND SOURCES OF UNIONS FROM THE BULL BEYANCE OUT THE THOSE FROM THE BULL BEYANCE OUT THE THE SECTION AND THE SECTION A
- source as may be permitted by the Statistics (Regulations of the Act, Acquission The Company shall master from its fire reserves, as mue qual to the nominal value of the Equity shares so bought back to the Capital Reclemption Reserve Account and details of such transfer shall be disclosed in its subsequent and its districts. A considered standards and consolidated function and consolidated functions and consolidated functions.

- The funds borrowed, if any, from banks and financial institutions will not be used for the purpos BUY-BACK PRICE AND THE BASIS OF ARRIVING AT THE BUY-BACK PRICE
- BU-BACK PRICE AND THE BASS OF ARRIVING AT THE BU-BACK PRICE.
 The Equity Starce of the Company are proposed so be bought back as a give or (f 60° (Eugenes Sixty only) ("Baback Price") per Equity Starce.

 The Buy-back Price" (a) the Bus mer raived at fair considering various factors including, but on United to (10 the shape price benchmarks on the BSE, the only stock exchange where the volume of trading in the Equity Starce of Company, and (could, off) the new words of the Company, and (could mainly for the Color instance of The Equity Starce on the Stock Exchange where the Equity Starce are listed as on the data continuation of the flowed Meeting for concluding the, shack (v) the Starley Starce on the Stock Exchange where the Equity Starce so the Stock Exchange where the Equity Starce are listed as on the data of the Board Exchange short the Equity Starce are listed as on the date of the Board Exchange where the Equity Starce are listed as on the date of the Board Exchange where the Equity Starce are listed as on the date of the Board Exchange where the Equity Starce are listed as on the date of the Board Exchange.

- Date 17.

 we constant use proposed of the thirty-back l'Infinition Members of 51.00%, over the closing market price of the Equity States on BEE, not withdrawing October 18, 2021, being a day on which the equity shares were quieted on BSE, preceding the infinitiation Date.

 premium of 26.05% over the evolume weighted overage market price of the Equity Shares on BSE, not week preceding the foliaments Date.

 premium of 26.05% over the evolume weighted overage market price of the Equity Shares on BSE, no and SE, not seen and the control of the Equity Shares on BSE, not seen and the control of the Equity Shares on BSE, not seen and the control of the Equity Shares on BSE, not seen and the Control of the Equity Shares on BSE, not seen and the Control of the Equity Shares on BSE, not seen and the Control of the Equity Shares on BSE, not seen and the Control of the Control of the Control of the Equity Shares on BSE, not seen and the Control of the Contro

- to provide Necting;

 Premium of \$3.8.4% over the closing price of the Equity Shares on BSE, as on the date of Boo Meeting i.e., November 06, 2022. (vi)

 Frinder, in accordinate with Regulation (Sci.) of the SEED Roy-back Equations, the Doubl'Bry-back in accordinate with Regulation (Sci.) of the SEED Roy-back Sequitions, the Doubl'Bry-back Sequitions, the Double Sequitions (Sequitions) of the Sequitio

rthe purpose of Buy-back. MUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUY-BACK

The Company proposes to buy-back of not exceeding 6,00,000 (six lakh) Equity Shares of the Compan representing 4,20% of the total number of equity shares in the total paid-up equity capital of the Company as a March 31, 2023, which is within the limit of 25% as per the provisions of the Act and the SEB Buy-bac

METHOD TO BE ADOPTED FOR THE BUY-BACK The Buy-back salled been a proportionate beat integrable value of fire years, as prescribed under the SEB Biy.

The Buy-back salled been a proportionate beat integrable value of prescribed present to the Buy-back salled beat to be present to the prescribed value of the Buy-back salled beat to the Buy-back sal

on such terms and conditions as may be decemed if by the Conquay.

DETAILS OF THE SHAREHOLING AND TRANSACTIONS OF THE PROMOTERS MEMBERS OF THE PROMOTER GROUP, DIRECTORS OF PROMOTERS/MEMBERS OF THE PROMOTER CORVED PRECTORS, EXP MANAGERIAL PERSONNEL AND PERSON ECONTROL OF THE COMPANY, IN THE EQUITY SHARES OF THE COMPANY

S. No.	Name of the Shareholder	No. of Equity Shares held	% of Shareholding
1.	Alka Mukund Kulkarni	68,95,352	48.26
2.	Suresh Gunwant Fegde	35,52,164	24.86
3.	Mukund Narayan Kulkarni	100	Negligible
4.	Ajinkya Mukund Kulkarni	100	Negligible
5.	Jayant Suresh Fegde	100	Negligible
6.	Aditya Mukund Kulkarni	8	Negligible
7.	Reshma Jayant Fegde	8	Negligible
	TOTAL	1,04,47,832	73.12

- egate shareholding of the directors/partners/trustees of the Promoter and Promoter Group pany, where the Promoter and Promoter Group is a company as on the Board Meeting Date shall hallot Notice, i.e., Monday, November 66, 2023 and on the date of the Public Announce becember 11, 2023: Not Applicable, as all the Promoters and Promoter Group of the Compa
- areholding of the directors and key managerial per

1	Public Announcement i.e. December 11, 2023:			
S. No.	Name of the Shareholder	Designation	No. of Equity Shares held	% of Shareholding
1.	Alka Mukund Kulkarni	Non-Executive Director	68,95,352	48.26
2.	Suresh Gunwant Fegde	Whole Time Director	35,52,164	24.86
3.	Mukund Narayan Kulkarni	Managing Director	100	Negligible
4.	Jayant Suresh Fegde	Non-Executive Director	100	Negligible
5.	Sunilkumarsatyanarain Dayama	Non-Executive Independent Director		
6.	Sanjay Ramchandra Bhargave	Non-Executive Independent Director		-
7.	Pawan Mahajan	Company Secretary & Compliance Officer		
8.	Suresh Jagdale	ChiefFinancial Officer		
		TOTAL	1.04.47.716	22.12

- No Equity Shares of the Company were either purchased or sold (either through the stock exchange transactions) by the Promoter and Promoter Group, directors of the Promoter Company and persons control of the Company, Directors and Key Managerial Personnel of the Company, during a period preceding the date of the Board Meeting Date/date of Prostal Ballot Notice, i.e. Monday, November from the date of the Board Meeting the date of this Public, Armonucement i.e. December 11, 2023 in from the date of the Board Meeting the date of this Public, Armonucement i.e. December 11, 2023 in the Company of t
- The maximum and minimum price at which purchases and sales referred at point 7.2 above w the relevant dates: Not Applicable
- INTENTION OF THE PROMOTERS, MEMBERS OF THE PROMOTER GROUP AN PERSONS IN CONTROL OF THE COMPANY TO TENDER THEIR EQUITY SHARES IN THE BUY-BACK

f	S. No.	Name of the Promoter Shareholder	Maximum Number of Equity Shares intended to b offered in the Buy-back
1	1.	Alka Mukund Kulkarni	4,00,000
ı	2.	Suresh Gunwant Fegde	2,00,000
1		TOTAL	6,00,000
			arni and Suresh Gunwant Fegde, who intend to particip

Price (₹) Value (₹)

10 5,00,000

50,0 50,0 49,9 8,61,9

f.	Nov 12, 2018	Transfer	(1)	10) 10	10	
g.	Aug 29, 2019	Acquisition of share	4	10) 10	40	8,61,942
		by way of Transfer of					
		shares					
h.	Sept 19, 2019	Bonus in the ratio of 7:1	60,33,594	10) .		68,95,536
		i.e.,7 Equity Shares for					
		every 1 Equity Share held					
i.	Oct 10, 2019	Acquisition of shares by	16	10	10	160	68,95,552
		way of Transfer of shares					
j.	Nov 15, 2019	Transfer	(200)	10) 10	2,000	68,95,352
	(ii) Sur	esh Gunwant Fegde					
S.	Date of	Nature of	No. of Shares	Face	Transaction	Transaction	Cumulative
No.	Transaction	Transaction	acquired/(sold)		Price (\$)	Value (₹)	No. of Shares
ā.	Aug 14, 2006	Subscriber to MOA	3,400	10	10	34,000	3,400
Ъ.	March 29, 2009	Business Takeover	4,40,633	10	10	44,06,330	4,44,033
c.	Nov 21, 2012	Transfer	(2)	10	10	20	4,44,031
d.	Oct 10, 2013	Transfer	(2)	10	10	20	4,44,029
c.	June 08, 2015	Acquisition of share	3	10	10	30	4,44,032
		by way of Transfer of					
		shares					
f.	June 23, 2015	Transfer	(1)	10	10	10	4,44,031
8-	April 05, 2016	Transfer	(2)	10	10	20	4,44,029
h.	Aug 29, 2019	Acquisition of shares	2	10	10	20	4,44,031
		by way of Transfer of					
		shares					
i.	Sept 19, 2019	Bonus in the ratio of 7:1	31,08,217	10			35,52,248
i.	Sept 19, 2019	Bonus in the ratio of 7:1 i.e.,7 Equity Shares for	31,08,217	10			35,52,248
i.		Bonus in the ratio of 7:1 i.e.,7 Equity Shares for every 1 Equity Share held	31,08,217				
i. j.	Sept 19, 2019 Oct 10, 2019	Bonus in the ratio of 7:1 i.e.,7 Equity Shares for every 1 Equity Share held Acquisition of shares by	31,08,217	10	- 10	160	
		Bonus in the ratio of 7:1 i.e.,7 Equity Shares for every 1 Equity Share held			10	160	35,52,248 35,52,264

- control of the Company or any Dendit to the promoters, members of the promoter group and penses control of the Company or any Discretes and Key Managerial Prosonal of the Company except to the east the cash consideration received by them from the Company pursuants to their respective participation in the I back in their capacity as equity shareholders of the Company and the change in their shareholding as per recognize received in the bey-sheck, as a result of the collegistionin or Copiny shares which will lead to reduce the Coping of the Cop

- NFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE SEBI BUCK REGULATIONS AND THE ACT

- CK REGULATIONS AND THEACT
 all the equity shares of the Company as fully paid-up;
 all the quity shares of the Company as fully paid-up;
 the Company shall one insee and then zego justy Shanes or other specified securities including by way of boun
 issue till the enjoy of the buy-back period i.e. from the date of declaration of results of the Postal Ballot
 issue till the enjoy of the buy-back period i.e. from the date of declaration of results of the postal
 formation with the same subsch they pursue of conseduration to induction who have a secured for he y-back
 the configuration of the provision of Section 60(3) of the ct, shall not make any further insue, of the same
 that of Ciguiny Shares or other securities incling allotmans of new equity states under Section 62(1); a) or
 other specified securities within a period of 6 (ixe) mentals after the completion of the Buy-back except by
 any of homes thates or Equity Shares issued on order to facilisate publishing deligations of some and one of the completion of the Buy-back except by
 any of homes thates or Equity Shares issued on order to facilisate publishing deligations and no ecoversion
 of preference shares or deletimes interfigure Shares:
- reamy attracts; unless otherwise as may be specifically permitted under any relaxation circular issued by SEBI. Regulation 24(0)() of the SEBI Buy-back Regulations, the Company shall not raise further capital period of one year from the expiry of the Buy-back Period i.e. the date on which the pays consideration to shareholders who have accepted the buy-back offer is made except in discha-sibilities (bulleting).
- subsisting obligations; the Company dual and thuy-back its Equity Shares or other specified securities from any person agastized deal whether on or off the stock exchanges or through sport transactions or through any arrangement in the interprenatation of the Bay-back is, tapo 0.5,000,000 (Raper Local Certa Strick, Laber Corte Strick, Laber C
- systemates, vol. 34.31.

 The number of Equity Shares proposed to be purchased under the Buy-back i.e. 6,00,000 Sts. ladable Estates does not exceed 25% of the noal number of Equity shares in the total pulsed-speciely capital Company nor Financial Interneded Meta-Est, 2022, 20
- pendency cut any skith Societies; the Cornecys skill form that say further offer of Buy-back within a period of one year reckneed from the the Cornecys skill form that say further offer of Buy-back offer after the tester of offer is filled with the SEBI or the public announcement for foot first of Buy-back is made; the Company skill comply with the susmoory and regulatory inculness in respect of the Buy-back in such manner as preserved beauther that a rate of the SIBI buy-back Regulators and any other applications.

- the Company shall not utilize any horsework funds, whether secured or unsecured, of any form or nature, for basis or financial institutions for the purpose of buying back its Equity Shares sendered in the Buyl-sack; the Company shall not directly or indirectly purchase its own Equity Shares sendered in the Buyl-sack; and the Company shall not directly or indirectly purchase its own Equity Shares showing any subsidiary companies, or through any investment company or group investment company or group investment company or group investment company.
- the Company shall earmark and make arrangements for adequate sources of funds for the pu Buy-back in accordance with the SEBI Buy-back Regulations;
- e with the pro risions of Section 92, 123, 127 and 129 of the Act;
- the company is in compliance with the provisions of Section 97, 123, 127 and 129 of the Act; the Company will never consequent reduction of in shee equal page 160, 90 heat and the Equity bought back by the Company will be extinguished and physically destroyed in the manuar prescribe to EFG 110 by when A Egginations and the Act which the expected intermedie paths, instrume pages 160 of EFG 110 by when A Egginations and the Act which the expected intermedie paths, instrume pages 160 of EFG 110 by when A Egginations and the Act when the EFG 110 by when A Egginations are pages 160 of EFG 110 by when A Egginations are presented in the EFG 110 by when A Egginations are pages 160 of EFG 110 by when A Egginations are pages 160 of EFG 110 by when A Egginations are the Act when A Egginations are pages 160 of EFG 110 by when A Egginations are pages 160 of EFG 110 by when A Egginations are when A Egginations are pages 160 of EFG 110 by when A Egginations are when A Egginations are pages 160 by when A Egginations are when A Egginations are pages 160 by when A Egginations are when A Egginations are pages 160 by when A Egginations are pages 16

- the ratio of the aggregate of secured and unsecured debat so well by the Company after the Buy-back shall b less than or equal to 2:1 of its paid-up capital and free reserves based on the audited standalone an consolidated financial statements of the Company as on half-year ended September 30, 2023 respectively, a prescribed under the Act and the SEBI Buy-back Regulations;
- proceeding under the Act and the SEB Bitsy-back Regulations; the Company shall trained from its fee receiver or securities permian account and or such sources as mit be permitted by law, a same equal to the norminal value of the Equity Shares bought back through the Bit tooks it the capital schemeling inservae account and the details of seath transfers shall the delawage in unbesperent authorist standards consolidated infrareal assements of the Company for the full type according to the Bitsy Seath, Stall tool result in delisting of the Equity Shares or other specified securities from BS Limited ("Soute: Exchanges").

- Limited ("Sock Exchange");

 Be Big-back would be subject to the condition of maintaining minimum public shareholding require as specified in Regulation 38 of the SEBI Listing Regulations and under the Securities Co (Regulation Date), 975, as amended, 18 (Regulation Date), 975, as amended, 18 as per Regulation 24(i)(6) of the SEBI Buy-back Regulations, the promoters and member of promoters grown, and their associates shall not deal in the Equity Sharen or other specified securities of the Co critic through the stock exchanges or off-market transactions (including inter-se transfer of Equity among the promoters and members of promoters peoply from the date of his seculation till of Equity among the promoters and members of promoters peoply from the date of his seculation till of Equity among the promoters and members of promoters peoply from the date of his seculation till of the promoters are promoters and members of promoters are peoply from the date of his seculation till of the promoters are promoters and the promoters are promoters and the promoters are promoters and the promoters are promoters as a promoter and the promoters are promoters and the promoters are promoters and the promoters are promoters as a promoter and the promoters are promoters and the promoters are promoters as a promoter and the promoters are promoters and the promoters are promoters are promoters as a promoter and the promoters are promoters and the promoters are promoters and the promoters are promoters as a promoter and the promoters are promoters and the promoters are promoters and the promoters are promoters and the promoters either through th among the prom Buy-back Offer;
- to By-back will not be in contravention of Regulation 4(vii) of SEBI Buy-back Regulation Company has not made the offer of Buy-back within a period of one year reckoned from the date buy-back period for perceding offer or Duy-back; and the period of one year reckoned from the date buy-back period of the preceding offer or Duy-back; and the Company shall not undertake the Buy-back tunks it has obtained the prior consent of its let of breach of any overant with such lenders;

CONFIRMATIONS FROM THE BOARD OF DIRECTORS OF THE COMPAN

- An enquired mader clause (s. of Schedule I in accordance with Regulation, 5(19/10) of the ST Regulation, the Bord bordy confirm for it in his montale full requiry into the affilies and po-Company and has formed an optimize that: immediately following the date of Dosard meeting, being November (6, 023.* ("Bord Resolution on which the result of the shareholders' resolution passed by way of postal ballow will be descelled resolution." propriet for the shareholders' resolution passed by way of postal ballow will be descelled resolution.

- REPORT BY THE COMPANY'S STATUTORY AUDITOR

The text of the report dated November 06, 2023 received from M/s. S. R. Rahalkar & Associates, Charl Accountants, the Statutory Auditor of the Company ("Auditor's Report") addressed to the Board is period

Dance

Dance Moderated Transport of The Proposed Buy Back of Equity Shares pursuant to the Recombers according to the Recombers of Section 86 and Section 70 of the Recombers of Section 86 and Section 70 of the Recombers of Section 86 and Section 70 of the Recombers of Section 70 of The Recombers of Section 70 of The Recombers of Section 70 of The Recomberged Transport of The Recomberged Tra

SM Auto Stamping Limited J-41, MIDC Ambad, Nashik, Maharashtra- 422010.

Dar's M'Malin,

Re Statutory, Audillers' Report in respect of proposed buy back of equity shares by SSI Acto Stamping

Re Statutory, Audillers' Report in respect of proposed buy back of equity shares by SSI Acto Stamping

Clame (v) of Scheduler of the Securities and Leisten Berk of Leible (dby-Back of Securities,

Regulations, 2018, as amounded ("the Budyand Regulations")

This Leyers is since in accordance with the terms of our engagement leiter dated Friday 3" November 2023 with

SAL MAS Samping Linited "the Company").

The Board of Directors of the Company have approved a proposal for buyback of Equity Shares by the Company its Meeting held on Monday the 06" November 2023, in pursuance of the provisions of Sections 68, 69 and 70 of 1 Act and the Buyback Regulations.

the Statement and applying an appropriate basis of preparation, are increasistance.

The Board of Directors are responsible in make a full inputity into the affairs and prospects of the Corputy and or Directors are responsible in the full inputity into the affairs and prospects of the Corputy and or Board and the Corput and Corput

- nts of the Buyback Regulations, it is our responsibility to provide a p
- we have inquired into the state of affairs of the Company in relation to the half yearly audited finan statements as at September 30, 2023;
- statements as at September 90, 20.25; the amount of permissible capital payment as stated in Annexure A, has been properly determ considering the half yearly audited financial statements as at September 30, 2023 in accordance Section 68(2)c) of the Act and Regulation 4(1) of the Buyback Regulations; and
- section (SC), yet of the Actual Regulation (4) of the Brybeck Regulations and the Board of Discorcio of the Company, in the Worling held on Monagh the 6° November 2023 In formed the epition as specified in Claime (1) of Schodule 1 to the Brybeck Regulations, on research of the company with an Armine great do its size dorf affini, he perioder in another defined in management reproachability above twill ma period of one year from the alternated desired an management reproachability above within a period of one year from the alternated and half yearing smalled financial statements referred to an arranger 30 cases, to he been maded by ye on which are decident of the period of the second of the sec
- our engagement in sometimes with any transactions to identify matters that may be of profestional interests. Our engagement in the See performing proceeds to obtain sufficients appropriate evidence reporting. The procedures selected depend on the auditor's judgement, including the assessment with the best performing. We accombing performed the fellowing precedures.

 (ii) Examined that the amount of permissible capital payment for the buy bed, as detailed in the accordance with the Section ORIQ; but the Act that Regulation of 10 of the Supsis Medical England and Consideration of the Section ORIQ; but the Control ORIQ; but the Control ORIQ; but the Supsis Medical England in the state of affairs of the Company with reference to the audited financial of September 20, and the September

- Traced the amounts of paid-up equity share capital, retained earnings and ger Annexure A from the audited financial statements as at September 30, 2023;
- Annexure A from the audited financial statements as at September 30, 2023; Verified the arithmetical accuracy of the amounts mentioned in Annexure Examined authorization for buy back from the Articles of Association of the C of Directors in its meeting held on Monday the 06° November 2023.

- (s) Examined authorization for buy but firm the Artitise of Association of the Company, approved by Boom of Directors in increasing leaf on Monday the 6th November 2012.

 (s) Examined that the ratio of the aggregate of securit and unaccured abbre sowed by the Company after the Company and the Company will not desire the Company and the Company and

- don inguinis conducted and our examination as above, we report that:

 We have inguired into the state of affairs of the Company in actionto to its half yearly and statements as at and fir the year ended September 20, 2022, which have been approved by Directions of the Company in conflicting the November 2022.

 The amount of permissible capital payment townshi the proposed beythost, of quity shares a work because of 2023 or of the case of the state of the s

Restriction on use:

This report has been issued at the request of the Company solely for use of the Company (i) in connection with proposed byplack of equips that on of the Company as mentioned in paragraph's device, (ii) to enable the Basine for the Company as the Company a Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any person to whom this certificate is shown or into whose hands it may come without our neighbor consists and the person to whom this certificate is shown or into whose hands it may come without our neighbor consists any other persons.

For S.R. RAHALKAR & ASSOCIATI
CHARTERED ACCOUNTANT
Firm Registration No.108283

S.R. Rahalk

Membership Number-014 UDIN: 23014509BGUQTR7

Annexure A - Statement of Permissione capital as a symmon.

Computation of amount of permissible capital payment towards buyback of equity shares in accordan with Section 68(2)(e) of the Companies Act, 2015 (The Act") and Regulation 4(f) of Securities at Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended, based on half year—

**Parametric automostics ast and for the very ended September 9(a)(22).

		INR in Lakh
	Particulars	Amount
(A)	Paid up Equity Share Capital as on 30° September, 2023.	1428.78
	(14287832 fully paid up Equity Shares of INR 10/- each)	
(B)	Free reserves*	
	Security premium	243.80
	Reserves	112.07
	Surplus	172.37
Total Fr	ne Reserves	528.24
Total of	Paid-up Equity Share Capital and Free Reserves (A+B)	1957.02
Maximu	m amount permissible for buyback under Section 68(2)(c) of	
the Act as	nd Regulation 4(i) of the SEBI Buyback Regulations (25% of the	
Total of t	he Paid up Equity Share Capital and Free Reserves)	489.26
Amount	approved by the board of directors subject to approval of shareholders	
for the bu	syback in the meeting held on Monday 6 th November 2023	360.00

For and on behalf of Board of Directors of	For S.R. RAHALKAR & ASSOCIATES
SM Auto Stamping Limited	CHARTEREDACCOUNTANTS
(Formerly known as S M	Firm Registration No.108283W
Auto Stamping Private Limited)	
Pawan Mahajan	S.R. Rahalka
Company Secretary	Partne
Membership Number-65674	Membership Number-14509
	UDIN:23014509BGUQTR7305
Date:06/11/2023	
Place: Nashik	

Unquote PRIOR APPROVALS FROM LENDERS

- As on the date this Public Announcement, the Company has obtained certain financing arran borrowings with banks, financial institutions and other entities ("Lenders"). The Company has obta approvals as may be required from the lenders pursuant to the provisions of such facilities.

 RECORD DATE AND SHAREHOLDER ENTITLEMENT

- RECORD ATE AND SHARFHOLDER ENTITLEMENT

 A required under the SEBI Buy-back Regulations, the Company has fixed friday, December 22, 2023 as the record date; "Record Date") for the purpose of determining the cutilitation and the names of the Eligible Shareholder, who the Eligible post regions in the Buy-back.

 As por the SEBI Buy-back Regulations and such other circulars or multification, as may be applicable, the SEBI Buy-back Regulations and such other circulars or multification, as may be applicable, the Form SII-d, as good produced to the Company of Regulations of the Company of Regulation of the Regulation

- source executing us on Receivance with the provise to Regulation of of the SEP Buy-back Regulation (5 of the SEP Buy-back) Re
- besoffis i a juge number of public shareholders, who would get classified as "mail shareholder". It leaded on the shareholder on the Record flowing the Central public shareholder is being shareholder in the learning shareholder in the learning shareholder is being shareholder in the learning shareholder in the learning shareholder in the learning shareholder in the learning shareholder are the flower of the public shareholder in the classified shareholder which shareholder is the learning shareholder are the flower of the public shareholder in the classified shareholder which shareholder is the shareholder in the
- in the Bay-back.

 In accordance with Regulation 9(x) of the SEBI Bay-back Regulations, in order to ensure that the same Eligible with multiple demia accounts (folior does not receive a higher emitteemit under the SeBi Bay-back Regulations) and the series of the SeBi Bay-back in case of point shareholding, the Equips Shareholder of General Calegory and their criticinates under Bay-back in case of point shareholding, the Equips Shareholder of General Calegory and their criticinates are the series of the SeBi Bay-back with the series of Park SeBi Bay-back with the SeBi Bay

- pering the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bo ne category shall first be accepted, in proportion to the Equity Shares tendered over and att in the offer by Eligible Shareholders in that category, and thereafter from Eligible Share ered over and above their entitlement in the other category.
- have tendered over and above their entitlement in the other contegor.

 Startholder portionization in Bys-value will be voluminy. Shareholders holding figuity Shares of the Comparcan choose to be participate and receive each in lies of Equity Shares accepted under the Bys-back, or they are
 concerned to participate and receive each in lies of Equity Shares accepted under the Bys-back, or they are
 concerned to participate and receive each in lies of Equity Shares accepted under the Bys-back, or they are
 concerned to the each of the Equity Shares of the Company das have the epotes
 accept a gard of their entitlements. Shareholders holding Equity Shares of the Company das have the epotes
 accept a gard of their entitlements. Shareholders holding Equity Shares of the Company das have the epotes
 accept a gard of their entitlements of the explanation of the explan

- Equity Shares tendered as per the entitlement by Eligible Shareholders as well as a lered, if any, will be accepted as per the procedure laid down in SEBI Buy-back Regit to tenders under the Buy-back will be done using the Stock Exchange Mechanism of Il Circulars.
- of the tenices under the Buy-back will be done using the Stock Evchange Mechanism motified by SEII Vield.

 The Buy-back from shareholders who are persons resident excised lessla, including the foreign portfol
 investes, preschild viewerses corporate bodies and non-resident fellulan, test, shall be subject to such approvals,
 invested, and the resident fellulan state of the support of the support

TENDER FORM WILL DE SENT PROPERTIES. PROCESS AND METHODOLOGY FOR THE RUY-RACK

- The Buy-back is open to all eligible shareholders/beneficial owners of the Equity Shares-Equity Shares either in physical form ("Physical Shares") or in the dematerialized for the Record Date.
- the Footen Date.

 The Bity-Back Abull be implemented using the Stock Exchange Mechanism notified by SEBI viske the SEB Curulars and in accordance with the procedure presented in the Act and the SEBI Bity-back Regulations and may be determined by the Bott and on so such resists and conditions are sub-permitted by the Omittian to time. For implementation of the Bay-back, the Company has appointed Choice Equip Broking Private Limited as II registered broke to the Company ("Cumpany Brakes") in facilitate the process of nedering of Equip Start forming the Seck Exchange Mechanism for the Bay-back, and finengil when the prochase and softeness to through the Company Technology of Secker are visited to the Seck and the Secker Back and the Secker

account of the Bity-back would see times a year.

Same: Check Design Priorit. Institut.

Name: Check Design Priorit.

Nam

- Correvance Emmil Dis (gigl.concounding.com; SEBI Registration no. 11 (N/00010011)) mapiny will coquest BSE Limited ("BSE"), being the designated stock exchange ("Designated Stockge"), to provide a separate window ("Acquisition Window") to facilitate placing of sell orders by the Shareholders who wish to tender their Equity Stares in the Buy-back. The details of the Acquisitio will be asspecified by BSE from unter to time.
- Inguish Samedoslers who wish to loader their Fujiii) States in the Inty-tract. It to define of the Acquisition of Arch Polymon States on the Inty-tract in the Inty-tract in the Inty-tract in the Acquisition of Arch Polymon States of the International Polymon States which Polymon States which Polymon States which Polymon States of the Inty-tract in the Acquisition States of the International Polymon States of the Acquisition States which Polymon States will be priced for the Acquisition States of the International Polymon States of the Acquisition States of the International Polymon States will be priced as the Acquisition States of the International Polymon Polymon States of the International Polymon Poly
- symptomic astronomous automatomy to Regularity to the DNY-1985.

 Mindification's carefulation of orders and multiple bids from a single Highle Sharcholder will only be allow during the isodering period of the Boy-back. Multiple bids made by a single Highle Sharcholder for sell-full fine purposes of macepines. The careful for the purpose of acceptance. The careful for the purpose of acceptance. The careful fine purpose of the purpose of t
- Further, the Company will not accept Equity Shares sendered for Buy-back which are uncourt or any other competent authority for transfer/sale and/or title in respect of which is or where loss of share certificates has been notified to the Company and the duplicate sheen issued either due to such request being under process as per the provisions of law or
- been issued other due to such requested bring under process as per the provisions of law or otherwise. In accordance with flequalities 24(v) of the playsh Regulations, 40(v) of the highest Regulations, 40(v) of the highest and non-transferable Equity Shares until the pendancy of the lock-in c until such Equity Shores and non-transferable Equity Shares with the pendancy of the lock-in c until such Equity Networks to be followed by Equity Shares had been been a such as the demanterialised forms:

 Procedure to be followed by Equity Sharesholders holding Equity Shares in the demanterialised forms:

 Slightle's Sharesholders who deserts to be forther their demant shares under the Biry-back, would have to through their copietive Sharesholder Brisker's principles on the conversed Sharesholder Brisker, the circlespois Sharesholder Brisker's principles and the Syrvicks.
- - The Shareholder Broker would be required to place an under bid on behalf of the Highles Shareholder wish to tender denart shares in the Buy-back using the Acquisition Window of the Designated Exchange (BBS). For further details, Englished Shareholders may refer to the circulars issued by BSI Indian Clearing Corporation*)
 - The relevant details and the settlement number under which the lien will be marked on the Equity St tendered for the Buy-back shall be informed in a separate circular that will be issued by the Designated Stexhange and/or the Clearing Corporation.
 - Exchange and/or the Chernig Corporation.

 The loss dual the marked by the Shareholdse's firsker in demus account of the Highb's Shareholdsers for it Equity Shares tookered in the Biy-yosk. The details of this dature marked as than in the domast account of the English Shareholdsers four it and the state of the Chernic Chernical Shareholdsers is beld in one deposition; and clearing member pool and clears concern of the English Shareholdsers is beld in one deposition; and endering member pool and clears corporation account is beld with other deposition; the Equity Shares tendered under the Biy-shots Admit and the Chernical Shareholdsers is also the Chernical Shareholdsers in the Chernical Shareholdsers in the Chernical Shareholdsers in a contrast at target depositors. States deposition; the Chernical Shareholdsers is some deposition; to clearing member pool (dening corporation account at target depositors). States deposition is also shareholdsers account a contrast at target depositors. States deposition to the Chernical Shareholdsers desired in the Chernical Shareholdsers account shall be provided by the target depository to the Chernical Corporation.
 - For existedian participant orders for demat shares, early pay-in is mandatory prior to co bid by custodian participant. The custodian participant shall either confirm or reject the the closing of fraiding bours on the last day of the tendering period. Thereafter, all encount deemed to be rejected. For all confirmed castedian participant of custodians, so when medificate consolidant confirmation and the revise of order shall be serve the castedian again for confirmation.

 - It is clarified that in cuse of demat shares, submission of the tender form and TRS is not treedipt of the demat shares by the Clearing Corporation and a valid bid in the exchange Buy-back shall be deemed to have been accepted, for Eligible Shareholders holding Eq form.
 - from: Eighibe shareholders who have tendered their demat shares in the buy-back shall also provide all relevant documents, which are necessary to ensure transferability of the domat shares in respect of the ender from the best. Start documents may include (but not be milimated by) (shally started opers of attenuts, if any person other than the eligible shareholder has signed the toucher from; (ii) alsy attacted incurrated copy of eligible entitled and the eligible shareholder is as signed the toucher from; (iii) ally attacted incurrated copy of eligible shareholder is documed, our entitional legal themsholder indicated any touchest will, in case any many and (iii) in case, and the eligible shareholder is documed, our count approved a better of integer anningements for a company, and (iii) in case, and interest in the country of the eligible shareholder is documed, our country of the eligible shareholder is documed, our country of the eligible shareholder is documed, our country of the eligible shareholder is documed to the eligible shareholder in document of the eligible shareholder is document.
 - resolutions). The Elighb's Stureholders will have to ensure that they keep the depository participant ("DP") account antive and authorized nearest reaching a few forms of Fajuly Shartes have brighted upon the properties of the p

- a) In accordance with SEBI Circular No.SEBIJHO/CFD/CMDI/CIR/P/ 2020/144, dated July 31, 2020 shareholders holding shares in physical form are allowed to tender such shares in a buy-back undertak-through tender offer route. However, such tendering shall be as per the provisions of the SEBI Buy-ba Regulations and terms of Letter of Offer.
- Regulations and terms of Letter of Office.

 Eligible Sharchofsor's water bolding hybrical abares and intend to praticipate in the Buy-back will required to approach their confidence of their days of their confidence of their days of their confidence of their days of the comments with a shadow of their confidence of their days of the comments of their days of their days of their manner form for 18-1 and their days of their manner form for 18-1 and their days of their manner form for 18-1 and their days of their manner form for 18-1 and their days of their manner form for 18-1 and 18
- following documents: which was more over the three contents of the property of the contents of

- The Eligible Sharcholders holding physical Equity Shares should note that physical Equity Shares accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Cineter (acceptance) and the physical Equity Cineter (acceptance) to the Equity of the
- In case any Eligible Shareholder has submitted Equity Shares in physical form for dem Eligible Shareholders should ensure that the process of getting the Equity Shares completed well in time so that they can participate in the Buy-back before the closure of the completed well in of the Buy-back.
- An unregistered shareholder holding physical shares may also tender their Equity Shares submitting the duly executed transfer deed for transfer of shares, purcheased prior to the name, along with the offer form, copy of their PAN Cerd and of the person from whom it shares and other relevant documents as required for transfer, if any, In the tend Shareholder's Burken may also process the orders received from the Eligible Shareholder.
- shares and other referents documents as required for transfer, if my, In the tendency process, Describedards Photocom, and depressed the process of the mice highly-barthedolers. Participation in the Boy-back by the Highly-barthedolers will be subject to set on distributed income per participation of the process of the process of the through the process of the through per participation of the process of the through the process of the through transfer the procedure in the agriculture procession of the through transfer in the body of the described by the procession of the through transfer in the body of the described by the procession of the through transfer in the process of the process of the through transfer in the process of the process

METHOD OF SETTLEMENT

- con finalization of the basis of acceptance as per the SEBI Buy-back Regulations:

 The settlement of trades shall be carried out in the manner similar to settlement of transarket.
- matted.

 The Company will pay the consideration to the Company Booker, which will transfer the consideration partialing of the By-back to the Cutainty Companies have been been considerated to the By-back to the Cutainty Companies have been presented activated to the By-back to the Cutainty Companies have been considerated to the By-back to the By-ba
- . For the Eligible Shareholders holding Equity Shares in physical form, the funds pay-ou their respective Shareholder broker's settlement accounts for releasing the same to the Shareholder's account.
- In case of certain Bigliob Starcholders viz., NRIs, non-residents etc. (where there are specific RBI a regulatory requirements pertaining to funds payoud who do not opt to settle through custodiants, the project would be given to their respective Starcholder Blacker's estimate at occurs for reference the respective Eligible Starcholder's account. For this purpose, the client type details would be from the depositories, whereas funds power pertaining to the bine stretch drough star-tum starcholder of the starcholder of the control of the custodiant, each in accordance with the ap mechanism prescribed by the SES and the Chemical Coupration from the to time to time.
- Details in respect of shareholder's entitlement for tender offer process will be provided to the Cleania Corporation by the Company or Registrar to the Buy-back. On receipt of the same, Cleaning Corporation wit cancel lien on the excess or unaccepted blocked shares in the demat account of the shareholder. On the settlement date, all blocked shares mentioned in the accepted but will be transferred to the Cleaning Corporation
- If the securities transfer instruction is rejected in the depository system, due to any issue then such will be transferred to the Shareholder Broker's depository pool account for onward transfer to the shareholder
- returned to them by the Caturing (or operation directly) to the respective Eighbe Sharhoolder's axes of cancidating participant orders, excess dream thases or manceped during them; family, and a serious of the control of the contro
- The Equity Shares bought back in demat form would be transferred directly Company opened for the Buy-back ("Company Demat Excrow Account") processing the Broker or it will be transferred by the Company's Broker to the Company's Brokers from the clearing and settlement mechanism of B
- The Fligible Shareholders of the demat shares will have to ensure that they keep the de (\mathbf{PDP}^n) account active and unblocked to receive credit in case of return of demat shares due to non-acceptance in the flip-shear, Further, Highligh Shareholders will have to ensua bank account attached with the D^n account active and updated to receive credit remittane of only-sheck of shares by the Companies by the Companies by the Companies.
- Any excess physical Equity Shares pursuant to proportionate acceptance/rejection will be returned to Ellighbe Shareholder(s) directly by the Registrar to the Buy-back. The Company is authorized to spli share certificate and issue new consolidated state certificate for the unaccepted Equity Shares, it accepted by the Company are less than the Equity Shares accepted by the Company are less than the Equity Shares tendered in the Buy-back be Equity Shareholders hooling Equity Shares in the physical forces in the physical forces.
- . The Shareholder Broker(s) would issue a contract note to their respective Eligible Sh Equity Shares accepted under the Buy-back. The Company Broker would issue a co Company for the Equity Shares accepted under the Buy-back.
- Company for the Equity States acceptor under the 16th 94th 85th 85th 185th 185
- xiii. The lien marked against unaccepted Equity Shares will be released, if any, or would be retur post or by ordinary post or courier (in case of physical shares) at the Higible Shareholders' is Shareholders should consure that their depository account is maintained till all formalities Buy-buck are completed.
- xiv. The Equity Shares lying to the credit of the Company Demat Escrow Acc back and accepted in physical form will be extinguished in the mar prescribed in the SEBI Buy-back Regulations.

COMPLIANCE OFFICER

The Computy on secretion and Compliance Officer
(COM Amiliance) by Unification of Computing Comp

case of any clarifications or to address investor grievance, the Eligible Shareholders may contact the eppliance Officer, during office hours i.e., from 10.00 a.m. to 5.00 p.m. on all working days except Saturday

Sunday and public holidays a the above mentioned address. INVESTOR SERVICE CENTREAND REGISTRAR TO THE BUY-BACK Company has appointed the following as the Registrar to the Buy-back



Bighaare Service Drivate Limited
Office No. Set. 2,6 Floor, Planate Bissiness Park, Next to Ahura Centre,
Office No. Set. 2,6 Floor, Planate Bissiness Park, Next to Ahura Centre,
Mithiada Care Book, Andhort (Eastr, Mambels—19009), Mithersoften, India.
E-mail ID: haydrode-flor; all-pightersoften comWestler www.haplanecendes.com
Javestor Girvane E-mail ID: investedis/highpharecedine.com
Comparate Intelligitation Number: 1999/981119941971C07/6514
SIGBI Registration No. 1NR000001355
Centater Presson, Manta Elec.

In case of any query, the Eligible Shareholders may contact the Registrar to the Buy-buck, appointed as the Investor Service Centre for the purpose of the Buy-buck, during office hours i.e., from 10.00 a.m. to 5.00 p.m. on all working days except Saturday, Sunday and public holidays a the above mentioned address.

MANAGER TO THE BUY-BACK The Company has appointed the following as Mar ager to the Buy-back

SAFFRON

Saffron Capital Advisors Private Limited
605. Sixth Floor, Centre Point, Andheri-Kurla Road,
J. B. Nagar, Andheri (Essa), Mumbai - 400 059, Maha
12. Nasar, Andheri (Essa), Mumbai - 400 059, Maha
12. Nas: 1912. 24733039

E-mail 110: buybacks@saffronadvisor.com
Investor Grievance E-mail 10: investorgrievances
Website: www.saffronadvisor.com

Website: www.saffronadvisor.com Corporate Identification Number: U67120MH2007PTC166711 SEBI Registration Number: INM000011211 Contact Person: Narendra Kumar Gamini / Satej Darde

DIRECTORS RESPONSIBILITY
As per Regulation 24(0)a) of the SEBI Buy-back Regulations, the Board accepts fall and final res
all the information contained in this Public Announcement and for the information containe
advertisements, circulars, etc., which may be issued in relation to the Buy-back, and coul
information in such documents, custom and will contain true, factatal and matterial information and
information in such documents custom and will contain true, factatal and matterial information and

For and on behalf of the Board of Directors of SM AUTO STAMPING LIMITED

Mukund Narayan Kulkarni	Suresh Gunwant Fegde	Pawan Mahajan
Sd/-	Sd/-	Sd/-
Chairman & Managing Director	Whole Time Director	Company Secretary & Compliance Officer ICSI Membership Number: 465674

Place: Nasihk Date: December 11, 2023