



# 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**

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**Contact Person: Pawan Mahajan, Company Secretary and Compliance Officer**

## POST BUY-BACK PUBLIC ADVERTISEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF SM AUTO STAMPING LIMITED

This post buy-back public advertisement ("Post Buy-back Public Advertisement") is being made in accordance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("SEBI Buy-back Regulations") regarding the completion of the Buy-back.

This Post Buy-back Public Advertisement should be read in conjunction with the public announcement dated December 11, 2023, published on December 12, 2023 ("Public Announcement") and the letter of offer dated December 27, 2023 ("Letter of Offer") issued in connection with the Buy-back.

Unless specifically defined herein, capitalised terms and abbreviations used herein shall have the same meaning as ascribed to such terms in the Public Announcement and the Letter of Offer.

### 1. THE BUYBACK

1.1. SM Auto Stamping Limited ("Company") had announced the offer to buy-back up to 6,00,000 (Six Lakh) fully paid-up equity shares of a face value of ₹10/- (Rupees Ten only) each of the Company ("Equity Shares"), representing 4.20% of the total number equity shares in the total paid-up equity share capital of the Company as on March 31, 2023, from all Equity Shareholders / Beneficial Owner(s) of Equity Shares of the Company as on the Record Date, i.e., Friday, December 22, 2023, on a proportionate basis, through the tender offer method, at a price of ₹ 60/- (Rupees Sixty only) per Equity Share, payable in cash, for an aggregate amount not exceeding ₹ 3,60,00,000/- (Rupees Three Crore Sixty Lakh only) ("Buy-back") excluding the Transaction Costs, which represents 18.40% and 17.05% of the aggregate of the Company's fully paid-up equity share capital, securities premium account and free reserves as per the standalone audited financial statements and consolidated audited financial statements of the Company as on September 30, 2023, respectively, (the latest audited financial statements available as on the date of the Board Meeting, recommending the proposal of the Buy-back) and is within the prescribed limit of 25%, in compliance with the proviso to Section 68(2)(b) of the Act and proviso to Regulation 4 of the SEBI Buy-back Regulations.

1.2. The Buy-back was implemented by the Company using the Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting ("Stock Exchange Mechanism") notified by SEBI vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with the SEBI Circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and the SEBI Circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, including any amendments or statutory modifications for the time being in force ("SEBI Circulars"). For the purposes of the Buy-back, BSE Limited ("BSE") was the designated stock exchange.

1.3. The Buy-back Opening Date was Friday, December 29, 2023 and the Buy-back Closing Date was Thursday, January 04, 2024.

### 2. DETAILS OF THE BUYBACK

2.1. 6,00,000 (Six Lakh) Equity Shares were bought back under the Buy-back, at a price of ₹ 60/- (Rupees Sixty only) per Equity Share.

2.2. The total amount utilized in the Buy-back is ₹ 3,60,00,000/- (Rupees Three Crore Sixty Lakh only), excluding Transaction Costs.

2.3. The Registrar to the Buy-back i.e., Bigshare Services Private Limited ("Registrar"), considered a total of 108 valid bids for 10,88,965 Equity Shares in response to the Buy-back, which is approximately 1.81 times of the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Category of Shareholders	Number of Equity Shares reserved in the Buy-back (A)	Number of valid Bids	Total Equity Shares Vaidly Tendered (B)	No. of Times (B/A)
Reserved Category for Small Shareholders	90,112	94	3,75,333	4.17
General Category for all other Eligible Shareholders	5,09,888	14	7,13,632	1.40
<b>TOTAL</b>	<b>6,00,000</b>	<b>108</b>	<b>10,88,965</b>	<b>1.81</b>

2.4. All valid bids were considered for the purpose of acceptance in accordance with the SEBI Buy-back Regulations and the terms set out in the Letter of Offer. The communication of acceptance/rejection was dispatched by the Registrar, through email, to the relevant Eligible Shareholders (who have their e-mail IDs registered with the Company or the Depositories) on Friday, January 12, 2024. In cases where email IDs were not registered with the Company or the Depositories, physical letters of acceptance/rejection will be dispatched to the Eligible Shareholders by the Registrar on Monday, January 15, 2024.

2.5. The settlement of all valid bids was completed by Indian Clearing Corporation Limited ("Clearing Corporation") on Thursday, January 11, 2024. The Clearing Corporation has made direct funds pay-out to the Eligible Shareholders whose shares have been accepted under the Buy-back. If bank account details of any Eligible Shareholders were not available or if the fund's transfer instruction was rejected by the Reserve Bank of India / relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder will be transferred to the Shareholder's Broker for onward transfer to such Eligible Shareholders.

2.6. Equity Shares in dematerialized form accepted under the Buy-back were transferred to the Company Demat Account on Thursday, January 11, 2024. The unaccepted Equity Shares, if any, tendered by the Eligible Shareholders in dematerialized form have been unblocked in the account of respective Eligible Shareholders by the Clearing Corporation on Thursday, January 11, 2024. No Equity Shares in physical form were validly tendered in the Buy-back.

2.7. The extinguishment of 6,00,000 (Six Lakh) Equity Shares accepted under the Buy-back, comprising of 6,00,000 Demat Shares are currently under process and shall be completed on or before Monday, January 22, 2024.

### 3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1. The capital structure of the Company pre and post Buy-back is set forth below:

(Equity Shares having a face value of ₹ 10/- each)

Particular	Pre-Buy-back*		Post-Buy-back <sup>†</sup>	
	No. of Equity Shares	Amount (₹)	No. of Equity Shares	Amount (₹)
Authorised Share Capital	1,65,00,000	16,50,00,000	1,65,00,000	16,50,00,000
Issued, Subscribed and Paid-up Share Capital	1,42,87,832	14,28,78,320	1,36,87,832	13,68,78,320

\*As on Record Date i.e. Friday, December 22, 2023, as mentioned in the Letter of Offer;

<sup>†</sup>Subject to extinguishment of 6,00,000 Equity Shares accepted in the Buy-back;

3.2. Details of the Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares bought back under the Buy-back are as mentioned below:

S. No.	Name of the Shareholder	No. of Equity Shares accepted under the Buy-back	Equity Shares accepted as a % of the total Equity Shares bought back	Equity Shares accepted as a % of total post Buy-back Equity Share Capital#
1.	Alka Mukund Kulkarni	3,06,343	51.06%	2.24%
2.	Suresh Gunwant Fegde	1,55,673	25.95%	1.14%
3.	Nirmal Aggarwal	24,130	4.02%	0.18%

<sup>#</sup>Subject to extinguishment of 6,00,00 Equity Shares accepted in the Buy-back;

3.3. The shareholding pattern of the Company Pre and Post Buy-back is set forth below:

Category of Shareholder	Pre-Buy-back*		Post-Buy-back <sup>†</sup>	
	No. of Equity Shares	% to the existing Equity	No. of Equity Share	% to the Post Buy-back Capital Shares
Promoter & Promoter Group	1,04,47,832	73.12	99,85,816	72.95
Foreign Investors (including Non-Resident Indians / FIIs / Foreign Nationals/ Foreign Corporate Bodies)	8,000	0.06	37,02,016	27.05
Financial Institutions / Banks & Mutual Funds/ Insurance Co.	-	-	-	-
Others (Individuals, Bodies Corporate, Employees, etc.)	38,32,000	26.82	-	-
<b>Total</b>	<b>1,42,87,832</b>	<b>100.00</b>	<b>1,36,87,832</b>	<b>100.00</b>

\*As on Record Date i.e. Friday, December 22, 2023, as mentioned in the Letter of Offer;

<sup>†</sup>Subject to extinguishment of 6,00,000 Equity Shares accepted in the Buy-back;

### 4. MANAGER TO THE BUY-BACK



**Saffron Capital Advisors Private Limited**

605, Sixth Floor, Centre Point,

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E-mail ID: buybacks@saffronadvisor.com

Investor Grievance E-mail ID: investorgrievance@saffronadvisor.com

Website: www.saffronadvisor.com

Contact Person: Narendra Kumar Gamini / Satej Darde

SEBI Registration Number: INM000011211

### 5. DIRECTOR'S RESPONSIBILITY

As per Regulation 24(i)(a) of the SEBI Buy-back Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buy-back Public Advertisement and confirms that the information included herein contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of SM Auto Stamping Limited

Sd/- Mukund Narayan Kulkarni	Sd/- Suresh Gunwant Fegde	Sd/- Pawan Mahajan
Chairman & Managing Director DIN: 00248797	Whole Time Director DIN: 00248850	Company Secretary & Compliance Officer ICSI Membership Number: A65674

Place : Nashik

Date : January 13, 2024