



SM Auto Stamping Limited



Manufacturers of sheet metal pressed components & welded assemblies for Automobile & Electrical OEMs.
GSTIN. : 27AAKCS1177K1ZX
CIN NO.: L27109MH2006PLC163789

To,
BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street, Mumbai- 400001.

Date: 6th November, 2023

Scrip Code: 543065/Scrip ID: SMAUTO

Sub: Outcome of Board Meeting dated 6th November, 2023, under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In furtherance of our intimation letter dated Saturday, October 28, 2023 and in terms of Regulation 30 of the SEBI LODR Regulations read with the SEBI circular bearing reference number CIR/CFD/CMD/4/2015 dated September 9, 2015 of SEBI and other applicable provisions of laws, we wish to inform you that the board of directors of SM Auto Stamping Limited (the "Company") at its meeting held today, i.e. Monday, November 06, 2023 has considered and approved the following decisions.

1. Reviewed and approved certificate issued by Chief Financial Officer (CFO) and Managing Director pursuant to Regulation 33(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Half year ended 30th September, 2023.
2. Considered the recommendation of Audit Committee and approved the Audited Standalone Financial Results of the Company for the Half Year ended on 30th September, 2023 along with Audit Report.
3. Considered the recommendation of Audit Committee and approved the Audited Consolidated Financial Results of the Company for the Half Year ended on 30th September, 2023 along with Audit Report.
4. Considered recommendation of Audit Committee and approved the Audited Standalone Financial Statements of the Company for the Half Year ended on 30th September 2023.
5. Considered recommendation of Audit Committee and approved the Audited consolidated Financial Statements of the Company for the Financial Year ended on 30th September 2023.
6. Approved the proposal of Buyback up to 6,00,000 Equity Shares of the Company for an aggregate amount not exceeding Rs. 360,00,000/- (Rupees Three Crore Sixty Lakh only) (hereinafter referred to as the "Buyback Size"), representing 18.40% and 17.05% of the aggregate of the company's paid up capital and free reserves as per the audited standalone and consolidated financial statements of the company for the half year ended as on 30th September 2023 of the total paid-up equity share capital, at Rs. 60/- (Rupees Sixty only) per Equity Share (hereinafter referred to as the "Buyback Price"). The buyback is proposed to be made from the existing shareholders of the Company as on the record date on a

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proportionate basis under the tender offer route using the stock exchange mechanism in accordance with the provisions contained in the SEBI (Buy-Back of Securities) Regulations, 2018 (hereinafter referred to as the "Buyback Regulations") and the Companies Act, 2013 and rules made thereunder. The Buyback Size does not include transaction costs, applicable taxes and other incidental and related expenses. The Buyback is subject to approval of the Shareholders by means of a special resolution through a postal ballot. The public announcement and Letter of Offer setting out the process, timelines and other requisite details will be released in due course in accordance with the Buyback Regulations. The pre-buyback shareholding pattern as on November 03, 2023 is enclosed as **Annexure A**.

7. Consider the recommendation of Audit committee to give omnibus approval for related party transactions to be entered during the financial year 2023-24.
8. Noted the list of Designated/Connected Persons of the Company as per code of conduct for prevention of Insider Trading framed by the Company in pursuance of SEBI(Prohibition of Insider Trading) Regulations, 2015.
9. Noted Quarterly and Half Yearly Compliances under SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 (Hereinafter referred to as 'SEBI (LODR) Regulations, 2015') and SEBI (Depository & Participant) Regulations, 2018 for the Quarter and Half Year ended on 30th September, 2023
10. Noted certification given by Managing Director of the company with respect to statutory dues for the half year ended on 30th September, 2023.
11. Buy Back Committee was formed comprising of following members :

Sr. No	Committee Members	Designation
1	Mukund Narayan Kulkarni	Managing Director
2	Suresh Gunwant Fegde	Whole time director
3	Jayant Suresh Fegde	Non-executive director

12. Postal Ballot Notice dated 06th November 2023 was approved
13. CS Sanil Ramesh Devghare of M/s. S R Devghare & Co, Practicing Company Secretary bearing Membership No A69192, COP No. 25779 has been appointed as Scrutinizer for conducting e voting process and the Postal Ballot in accordance with the Companies Act in a fair and transparent manner
14. Mrs. Alka Mukund Kulkarni and Suresh Gunwant Fegde have indicated to jointly participate in the buyback offer. None of the other promoter group members participating in the buyback offer.

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15. Postal Ballot Calendar is appended below :

Postal Ballot Notice Dispatch date	Tuesday 07 th November 2023
E- Voting Start Date with Time	Wednesday at 9.00 a.m. 08 th November 2023
E- Voting End Date with Time	Thursday at 5.00 p.m. 07 th December 2023
E-Voting Service Provider	Bigshare Services Pvt Ltd.
Postal Ballot Result Date	Thursday at 07 th December 2023
Last date of submission of result of postal ballot	Saturday, 09 th December, 2023

The meeting commenced at 11:30 a.m. (IST) and 6.30. P.M. (IST)

Kindly take note on your record and acknowledge.

Yours Faithfully,

For **SM AUTO STAMPING LIMITED**

Pawan Mahajan

Company Secretary & Compliance Officer

Membership No.: A65674

Address: C-13, MIDC Ambad, Nashik, Maharashtra-422010.

Enc: As above

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Annexure A

The pre-buyback shareholding pattern as on 3rd November, 2023 is as below.

Category of Shareholder	Number of Shareholders	Number of Equity Shares	% to the existing equity share capital
Promoters & Promoter Group along with persons acting in concert, (collectively "the Promoters")	7	10447832	73.12
Foreign Investors (including Non Resident Indians, FIs and Foreign Mutual Funds)	1	8000	0.06
Financial Institutions / Banks & Mutual Funds promoted by Banks / Institutions	0	0	0
Others (Public, Public Bodies Corporate etc.)	73	3840000	26.82
Total	81	14287832	100

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B. Related Party Transaction approved by Board

Name of related party	Nature of relationship	Nature of transaction (s) / Contracts / Arrangement(s) with related party	Value (Rs.)	Terms of transaction
SM Autovision Private Limited	Associate Company	Labour Charges Received	2,00,00,000/-	In the ordinary course of business and at arm's length
SM Autovision Private Limited	Associate Company	Labour Charges Paid	80,00,000/-	In the ordinary course of business and at arm's length
SM Autovision Private Limited	Associate Company	Purchases	5,00,00,000/-	In the ordinary course of business and at arm's length
SM Autovision Private Limited	Associate Company	Sales	5,00,00,000/-	In the ordinary course of business and at arm's length
SM Autovision Private Limited and Suvidh Engineering Industries	Associate Company and Partnership Firm in which directors are partner	Other development activities and exigencies	1,00,00,000/-	In the ordinary course of business and at arm's length
Suvidh Engineering Industries	Partnership Firm in which directors are partner	Sales	2,00,00,000/-	In the ordinary course of business and at arm's length

#The board is also requested to noted that pursuant to rule 6A of the Companies (Meetings of Board and its Powers) Rules, 2014, where Related Party Transaction cannot be foreseen and transaction details are not available, Audit Committee may grant omnibus approval for such transactions subject to their value not exceeding Rs. 1,00,00,000/- (One Crore only) per

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transaction or such other limits prescribed by the Regulatory authorities, the company has availed the limit of Rs 15,00,000/- in this category and obtained the approval of audit committee in board meeting held on 29th September 2023 hence the amount of Rs 85,00,000/- is remain unutilized for other development activities and exigencies.

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