



SM Auto Stamping Limited



Manufacturers of sheet metal pressed components & welded assemblies for Automobile & Electrical OEMs.

GSTIN. : 27AAKCS1177K1ZX

CIN NO.: L27109MH2006PLC163789

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

Date: 18th August, 2022

Scrip Code: 543065/Scrip ID: SMAUTO

Sub: Revised Outcome of Board Meeting dated 17th August, 2022, under Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

With regard to the discrepancy mail received from your good office dated 18th August, 2022, in relation to Outcome of Board Meeting dated 17th August, 2022, under Regulation 30(6) Of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 submitted to the stock exchange ("Exchange") on 17th August, 2022.

Discrepancies Reported: *Additional Details Required under SEBI Circular dated September 09, 2015, for Corporate Announcement filed under Regulation 30 of SEBI (LODR) Regulations, 2015. (Brief Profile of Directors Not Given).*

To clarify the discrepancy, Dr. Vinayak Mahadeo Govilkar was appointed as the Additional Non Executive Independent Director of the Company in the Board meeting held on 16th March, 2022, and disclosure of same considering the details required as per SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015 was submitted to the exchange on 16th March, 2022.

The Board in their meeting held on 17th August, 2022, approved and proposed the regularization of Dr. Vinayak Mahadeo Govilkar as the Independent Director of the Company to the members for their approval at the ensuing Annual General Meeting of the Company.

Further for Mr. Mukund Narayan Kulkarni, Managing Director and Mr. Suresh Gunwant Fegde, Wholetime Director, only remuneration was approved and proposed the same for approval of members at the ensuing Annual General Meeting.

Registered Office : J-41, MIDC Ambad, Nashik - 422010, Maharashtra, INDIA
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There was no intention of the Company to submit inadequate outcome of Board Meeting to the Exchange; hence, to rectify the discrepancy, revised outcome including the brief profile of director is being submitted.

Kindly take note on your record and acknowledge the receipt of same.

Yours Faithfully,

For SM AUTO STAMPING LIMITED

Akash Jagnani
Company Secretary & Compliance Officer
Membership No.: A65369
Address: C-13, MIDC Ambad, Nashik, Maharashtra-422010.



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

Date: 17th August, 2022

Scrip Code: 543065/Scrip ID: SMAUTO

Sub: Outcome of Board Meeting dated 17th August, 2022, under Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

We would like to inform you that a meeting of Board of Directors of the Company was held on Wednesday, 17th August, 2022, at C-13, MIDC Ambad, Nashik, Maharashtra-422010 and said meeting commenced at 11:00 a.m. (IST) and concluded at 01:45 p.m. (IST).

The Board of Directors accorded their consent on the following agenda items:

1. The agenda item for consideration of the recommendation of Audit Committee and approval of the draft Standalone Financial Statements of the Company for the financial year ended on 31st March, 2022, was **deferred** for next Board Meeting.
2. The agenda item for consideration of the recommendation of Audit Committee and approval of the draft Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2022, was **deferred** for next Board Meeting.
3. The agenda item for consideration of the recommendation of Audit Committee and approval of the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2022, along with Audit Report was **deferred** for next Board Meeting.
4. The agenda item for consideration of the recommendation of Audit Committee and approval of the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2022, along with Audit Report was **deferred** for next Board Meeting.
5. The agenda item for consideration of the recommendation of Audit Committee and approval of the Secretarial Audit Report of the Company for the Financial Year 2021-22 was **deferred** for next Board Meeting.

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6. Considered the recommendation of Nomination and Remuneration Committee of the Company and approved the re-appointment Mr. Mukund Narayan Kulkarni (DIN: 00248797) to retire by rotation subject to the approval of Shareholders of the Company at the ensuing Annual General Meeting.
7. The agenda item for consideration and approval of the Notice of the 16th Annual General Meeting of the members of the Company was **deferred** for next Board Meeting.
8. The agenda item for consideration and approval of the Director's Report of the Company for Financial Year 2021-22 was **deferred** for next Board Meeting.
9. The agenda item for consideration and approval of the appointment of Scrutinizer for voting process at the ensuing Annual General Meeting was **deferred** for next Board Meeting.
10. The agenda item for consideration and approval of the Book Closure was **deferred** for next Board Meeting.
11. Considered the recommendation of Audit Committee and approved the Internal Audit Report for Financial Year 2021-22.
12. Considered the recommendation of Audit Committee and approved the appointment of Internal Auditor of the Company for the Financial Year 2022-23.
13. Approved the scope of Internal Audit of the Company for Financial Year 2022-23.
14. Considered the recommendation of Nomination and Remuneration Committee and Audit Committee and fixed the payment of remuneration to Mr. Mukund Narayan Kulkarni, Managing Director of the company for a period of 2 (two) years i.e. from 10th December, 2022, to 09th December, 2024, of his continuing tenure of 5 years.
15. Considered the recommendation of Nomination and Remuneration Committee and Audit Committee and fixed the payment of remuneration to Mr. Suresh Gunwant Fegde, Whole-time Director of the company for a period of 2 (two) years i.e. from 10th December, 2022, to 09th December, 2024, of his continuing tenure of 5 years.
16. The agenda item for consideration of the recommendation of Nomination and Remuneration Committee and Audit Committee and fix the payment of remuneration to Mrs. Alka Mukund Kulkarni, Non-Executive Director of the company for a period of 2 (Two) Years i.e. From 10th December, 2022, to 09th December, 2024, was **deferred** for next Board Meeting.

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17. Noted Quarterly 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 period ended on 30th June, 2022.
18. Noted Internal Audit Report of RTA Bigshare Services Private Limited.
19. Noted and ratified related party transactions and approved related party transaction with Suvidh Engineering Industries.
20. Appointed Dr. Vinayak Mahadeo Govilkar as an Independent Director of the company not liable to retire by rotation.
21. Considered the recommendation of Audit Committee and approved the revision (Addition/Deletion) in list of Designated Persons/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.
22. To transact other incidental and ancillary matters.

- Approved related party transaction with SM Autovision Private Limited, the Associate Company.

Kindly take note on your record and acknowledge.

Yours Faithfully,

For SM AUTO STAMPING LIMITED

Akash Jagnani
Company Secretary & Compliance Officer
Membership No.: A65369

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Details of Related Party Transaction

A. Related Party Transaction ratified by Board

For FY 2021-22

Name of related party	Nature of relationship	Nature of transaction (s) / Contracts / Arrangement(s) with related party	Value (Rs.)	Terms of transaction
Suvidh Engineering Industries	Partnership Firm in which directors are partner	Labour Charges Received	5537/-	In the ordinary course of business and at arm's length
Suvidh Engineering Industries	Partnership Firm in which directors are partner	Labour Charges Paid	12567/-	In the ordinary course of business and at arm's length
Suvidh Engineering Industries	Partnership Firm in which directors are partner	Purchases	68,12,639/-	In the ordinary course of business and at arm's length
Suvidh Engineering Industries	Partnership Firm in which directors are partner	Sales	46,34,865/-	In the ordinary course of business and at arm's length

For FY 2022-23

Name of related party	Nature of relationship	Nature of transaction (s) / Contracts / Arrangement(s) with related party	Value (Rs.)	Terms of transaction
Suvidh Engineering Industries	Partnership Firm in which directors are	Labour Charges Paid	2972/-	In the ordinary course of business and at arm's length



	partner			
Suvidh Engineering Industries	Partnership Firm in which directors are partner	Purchase	5,71,054/-	In the ordinary course of business and at arm's length
Suvidh Engineering Industries	Partnership Firm in which directors are partner	Sales	31,59,141/-	In the ordinary course of business and at arm's length

B. Related Party Transaction approved by Board for FY 2022-23

Name of related party	Nature of relationship	Nature of transaction (s) / Contracts / Arrangement(s) with related party	Value (Rs.)	Terms of transaction
Suvidh Engineering Industries	Partnership Firm in which directors are partner	Sales	Rs. 80,00,000/-	In the ordinary course of business and at arm's length
Suvidh Engineering Industries	Partnership Firm in which directors are partner	Purchase	Rs. 20,00,000/-	In the ordinary course of business and at arm's length
SM Autovision Private Limited	Associate Company	Sales	Rs. 5,00,00,000/-	In the ordinary course of business and at arm's length



Details of Remuneration

Sr. No.	Particulars	Details	
		Mr. Mukund Narayan Kulkarni, (DIN: 00248797) Chairman & Managing Director	Mr. Suresh Gunwant Fegde, (DIN: 00248850) Whole-Time Director
1	Overall Limit approved by shareholders for remuneration to MD/ WTD/Non Executive Director	Rs. 84,00,000/- p.a.	Rs. 84,00,000/- p.a.
2	Date of Approval of Shareholders	Approval will be obtained at the ensuing Annual General Meeting	Approval will be obtained at the ensuing Annual General Meeting
3	Existing Remuneration drawn	Rs. 4,50,000/- per month	Rs. 4,50,000/- per month
4	Effective Period for which remuneration is valid	W.e.f. 10 th December, 2022 till 09 th December, 2024.	W.e.f. 10 th December, 2022 till 09 th December, 2024.



**Disclosure as required under Regulation 30 of the Listing Regulations and SEBI Circular
No.CIR/CFD/CMD/4/2015 dated 09th September 2015:**

Sr. No.	Details of event(s) that need to be provided	Information of such event(s)
1.	Reason for change viz. appointment, resignation, cessation, removal, death or otherwise	Proposal for Regularization of Dr. Vinayak Mahadeo Govilkar as an Independent Director of the Company to the members for their approval at the ensuing Annual General Meeting of the Company.
2.	Date of appointment/cessation (as applicable) & term of appointment	16-03-2022
3.	Brief profile (in case of appointment)	<p>Dr. Vinayak Mahadeo Govilkar is a renowned economist and academician with 30+ years of post graduate teaching experience.</p> <p>He is an eminent writer in English and Marathi, with an award of best book in economics, two awards for best articles in economics, with 20 books, 15 booklets, 700+ articles.</p> <p>He is a critical evaluator of Union Budgets since 1992 in public speeches, seminars, T.V. channels, radio and by writing articles.</p> <p>He is the founder of Govilkar and Associates, a Chartered Accountancy firm since 1981, specializing in Accounts, Audit, Taxation, and Project Financing.</p> <p>He also held positions like Member, Maharashtra State Planning Commission's Industry and Tourism Study group, Member, Director and Chairman, Audit</p>



		<p>Committee of United Western Bank Ltd., Zonal Advisory Body of LIC Of India, Member, Postal Advisory Committee, Secretary, C.H.M.E. Society, Member, Zonal Audit committee LIC of India, Expert Director, Jalagaon Janata Co-op. Bank Ltd</p> <p>He was awarded with Best Citizen Award, Best Teacher Award, S.L. Kirloskar Achievement Award 2011, Purush sinh Award 2013, Dr. Parnerkar Arthshashtra Purskar 2014, Nashik Bhushan Award 2015.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Dr. Vinayak Mahadeo Govilkar is not related to any of the directors of the Company

