

SMT ENGINEERING LIMITED

(Formerly known as Adarsh Mercantile Limited)

("SEL"/ "SMT"/ "TARGET COMPANY" / "TC") (Corporate Identification No. L33120WB1992PLC055082)

Registered Office: 8A & 8B, Satyam Towers 3, Alipore Road, Kolkata- 700027;

Corporate Office: Plot No 23 D Sector A Sanwer Road Industrial Area, Near Parle G Biscuit Factory, Industrial Estate (Indore), Indore, Madhya Pradesh, India, 452015; Phone No.: +91- 9109197950;

Email id: adarshmercantile@gmail.com/compliance@saimachinetools.com; Website: www.adarshmercantile.in

Open offer for acquisition of 42,95,200 Equity Shares of Rs. 10/- each representing 26.00% of the existing equity and voting share capital of the Target Company by Mr. Ajay Jaiswal ("Acquirer-1"), Mr. Vishal Jaiswal ("Acquirer-2"), Mr. Ashok Jaiswal ("Acquirer-3"), Mrs. Poonam Jaiswal ("Acquirer-4"), Mrs. Niharika Jaiswal ("Acquirer-5") and Mrs. Shikha Jaiswal ("Acquirer-6") (Acquirer-1, Acquirer-2, Acquirer-3, Acquirer-4, Acquirer-5 and Acquirer-6 hereinafter collectively referred to as the "Acquirers").

This Post offer Advertisement is being issued by Navigant Corporate Advisors Limited, The Manager to the offer, on behalf of the Acquirers, in connection with the offer made by the Acquirers in compliance with regulation 18 (12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulation, 2011").

The Detailed Public Statement ("DPS") pursuant to the Public Announcement ("PA") made by the Acquirers have appeared in Financial Express - English Daily (all editions); Jansatta - Hindi Daily (all editions); Pratahkaal - Marathi Daily (Mumbai edition); Arthik Lipi - Bangali Daily - (Kolkata edition) on 10th February, 2025.

1. **Name of the Target Company** : SMT ENGINEERING LIMITED (Formerly known as Adarsh Mercantile Limited)
2. **Name of the Acquirers** : Mr. Ajay Jaiswal ("Acquirer-1"), Mr. Vishal Jaiswal ("Acquirer-2"), Mr. Ashok Jaiswal ("Acquirer-3"), Mrs. Poonam Jaiswal ("Acquirer-4"), Mrs. Niharika Jaiswal ("Acquirer-5") and Mrs. Shikha Jaiswal ("Acquirer-6")
3. **Name of the Manager to the offer** : Navigant Corporate Advisors Limited
4. **Name of the Register to the offer** : Niche Technologies Private Limited
5. **Offer details**
 - a) **Date of Opening of the Offer** : Monday, 09th June, 2025
 - b) **Date of the Closing of the offer** : Friday, 20th June, 2025
6. **Date of Payment of Consideration** : 26.06.2025
7. **Details of the Acquisition** :

Sr No.	Particulars	Proposed in the Offer Document		Actual
7.1.	Offer Price	Rs. 42 per Equity Share		Rs. 42 per Equity Share
7.2.	Aggregate number of Shares tendered	42,95,200		32,590
7.3.	Aggregate number of Shares accepted	42,95,200		32,590
7.4.	Size of the offer (Numbers of shares multiplied by offer price per share)	Rs. 18,03,98,400		Rs. 13,68,780
7.5.	Shareholding of the Acquirers before Share Purchase Agreement (SPA) and Public Announcement (No. & %)	Nil (0.00%)		Nil (0.00%)
7.6.	Shares Acquired by way of Share Purchase Agreement (SPA) and Preferential Allotment ▪ Number ▪ % Fully Diluted Equity Share Capital	1,21,54,134 (73.57%)*		1,21,54,134 (73.57%)*
7.7.	Shares Acquired by way of Open offer ▪ Number ▪ % Fully Diluted Equity Share Capital	42,95,200 (26.00%)*		32,590 (0.20%)*
7.8.	Shares Acquired after detailed Public Statement ▪ Number of Shares acquired ▪ Price of the shares acquired ▪ % of the shares acquired	Not Applicable		Not Applicable
7.9.	Post offer Shareholding of Acquirers ▪ Number ▪ % Fully Diluted Equity Share Capital	1,64,49,334 (99.57%)*		1,21,86,724 (73.77%)*
7.10.	Pre and Post Offer Shareholding of Public Shareholders ▪ Number ▪ % Fully Diluted Equity Share Capital	Pre-Offer 9,23,847 (25.14%) ^	Post Offer 70,666 (0.43%)*	Pre-Offer 9,23,847 (25.14%) ^ Post offer 43,33,276 (26.23%)*

^ Computed as a percentage of pre preferential equity and voting share capital of SMT.

*Computed as a %age of existing equity and voting share capital of SMT.

8. The Acquirers accepts full responsibility for the information contained in this Post Offer Advertisement and also for the fulfillment of his obligations as laid down by SEBI (SAST) Regulations, 2011.

9. A copy of this Post Offer Advertisement will be available on the website of SEBI.

10. Capitalized terms used in this advertisement and not define herein, shall have same meaning assigned to them in the Letter of Offer dated 26.05.2025.

ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRERS

NAVIGANT CORPORATE ADVISORS LIMITED

804, Meadows, Sahar Plaza Complex, J B Nagar, Andheri Kurla Road, Andheri East, Mumbai - 400059.

Tel No. +91 22 4120 4837 / 4973 5078

Email id: navigant@navigantcorp.com

Website: www.navigantcorp.com

SEBI Registration No: INM000012243

Contact person: Mr. Sarthak Vijlani



Place: Mumbai

Date: June 26, 2025