

# Panyam Cements & Mineral Industries Limited

CIN No. : L26940AP1955PLC000546  
Phone : +91-40-23555317  
Fax : +91-40-23555316  
E-mail : caohyd@panyamcements.com  
Web : www.panyamcements.com



Central Administrative Office :  
Plot No. 188, 1st Floor,  
Phase-II, Kamalapur Colony,  
Hyderabad - 500 073. TS, INDIA.

**Date:** 27<sup>th</sup> July 2021

**The Senior General Manager,  
Department of Corporate Services,  
Bombay Stock Exchange Limited  
1<sup>st</sup> Floor, New Trading Wing,  
Rotunda Building, P.L Towers,  
Dalal Street, Mumbai-400 001.**

**Scrip Code: BSE: (500322)**

**Scrip Name: PANCM**

**Subject:** Synopsis of the approved resolution plan pursuant to disclosure dated 19 July 2021 under Regulation 42 of SEBI LODR, Panyam Cements & Mineral Industries Limited ('Panyam' or 'the Company') had intimated that the Record Date for the corporate action of proposed Capital Reduction has been fixed as 30 July 2021 for ascertaining name of the shareholders whose shares shall stand reduced and extinguished.

Dear Sir/Madam,

Pursuant to Regulation 30 (2) of LODR and in accordance with the requirements of sub-clause 16(g) of Para A of Part A of Schedule III of LODR, we wish to inform that the relevant extracts/synopsis of Resolution Plan approved by the Hon'ble National Company Law Tribunal ('NCLT') vide order dated 25 June 2021 read with revised order dated 10 July 2021 with respect to the shareholders.

You are requested to please take the information on record.

Kind Regards

Thanking you,  
Yours Faithfully,  
For **Panyam Cements and Mineral Industries Limited**

**BHRUGESH**  
**RAMESHCHA**  
**NDRA AMIN**

Digitally signed by  
BHRUGESH  
RAMESHCHANDRA AMIN  
Date: 2021.07.27  
17:42:51 +05'30'

Bhrugesh Amin  
In the capacity of Erstwhile Resolution Professional  
Implementation and Monitoring Committee Members  
IP Reg. No - IBBI/IPA-002/IP-N00353/2017-2018/11003

Regd. Office: C-1, Industrial Estate, Bommalasatram, Nandyal - 518 502, Kurnool Dist. (A.P.) India.  
Cement Works: Cementnagar - 518 206, Kurnool District (A.P.) India.

# Panyam Cements & Mineral Industries Limited

## **Synopsis of the approved resolution plan**

Pursuant to disclosure dated 19 July 2021 under Regulation 42 of SEBI LODR, Panyam Cements & Mineral Industries Limited ('Panyam' or 'the Company') had intimated that the Record Date for the corporate action of proposed **Capital Reduction** has been fixed as 30 July 2021 for ascertaining name of the shareholders whose shares shall stand reduced and extinguished.

The relevant extracts of Resolution Plan approved by the Hon'ble National Company Law Tribunal ('NCLT') vide order dated 25 June 2021 read with revised order dated 10 July 2021 are as under:

### **“Clause IV (B) – Interest of all Stakeholders**

<b>6. Shareholders</b>	
<i>Proposed Treatment</i>	<ul style="list-style-type: none"><li>• <i>Since the Admitted Claims on Corporate Debtor are much higher than the aggregate value of its assets, the liquidation value payable to the current shareholders of the Corporate Debtor will be NIL. In view of the same, no payment is proposed to be made to the existing shareholders of the Corporate Debtor and the existing paid-up share capital of the Corporate Debtor, whether as equity or preference share, along with any share application money shall be reduced to NIL and extinguished and cancelled pursuant to the capital reduction being proposed by the Resolution Applicant.</i></li><li>• <i>Trading of the shares of the Corporate Debtor that are listed on the Bombay Stock Exchange has been suspended due to penal reasons. As an integral part of this Resolution Plan, the Resolution Applicant intends to undertake the revocation of suspension of the listing of the Corporate Debtor and keep its listing status active. Accordingly, all the procedures required to be undertaken with MCA, Stock Exchanges and SEBI need approvals. The Corporate Debtor shall be reflected as active company in the records of Registrar of Companies (ROC), Stock Exchanges and SEBI and all the necessary actions that are required in this regard shall be deemed to have been undertaken by the Corporate Debtor as part of this Resolution Plan. Any dues and penalties owed to the stock exchanges shall stand extinguished and cancelled.</i></li><li>• <i>As a part of the Resolution Plan, the Resolution Applicant is desirous of acquiring 95% shareholding of the Corporate Debtor by way of fresh equity infusion and extinguishing all shareholding interest of the existing shareholders. The balance 5% shareholding (or more, if so stipulated by law) of the Corporate Debtor shall be with public shareholders to enable the relisting of the Corporate Debtor as per SEBI minimum public shareholding norms.</i></li><li>• <i>The entire existing shareholding of the Corporate Debtor, including any rights granted to any Person (whether exercisable now or in the future and whether contingent or not) to acquire shares or receive dividends in the Corporate Debtor shall be cancelled and extinguished such the Resolution Applicant shall hold 95% shareholding (or less, if so stipulated by law) of the Corporate Debtor on the Transfer Date, with the balance 5% shareholding (or more, if so stipulated by law) with public shareholders to enable the relisting of the Corporate Debtor as per SEBI minimum public shareholding norms.</i></li></ul>

### **Clause V – Acquisition Structure**

#### **2. Infusion of Funds in Corporate Debtor**

*On the Transfer Date, the Resolution Applicant will subscribe to 95% equity shares/equity-like securities and/or debt instruments of the Corporate Debtor (or less, if so stipulated in law), which will be part of the fresh capital infusion proposed to be invested in accordance with Section III (Proposal of the Resolution Applicant) and shall be issued and allotted new equity shares /equity-like securities*

## Panyam Cements & Mineral Industries Limited

and/or debt instruments. The balance 5% shareholding of the Corporate Debtor (or more, if so stipulated in law) shall be with public shareholders to enable the relisting of the Corporate Debtor as per SEBI Minimum Public Shareholding norms.

### 3. Capital Reduction of the Corporate Debtor and Re-listing

On the Transfer Date, immediately after/ simultaneously with the issuance and allotment of the new securities in accordance with paragraph 2 above, the existing paid-up share capital of the Corporate Debtor shall stand extinguished without any payment to the shareholders (including any cancelled value of the abovementioned equity shares or the preference shares) of the Corporate Debtor holding such existing share capital. Any other equity linked securities convertible into or exchangeable with equity shares of the Corporate Debtor and all other securities of the Corporate Debtor, if any, shall also stand cancelled and extinguished without any payment. The Plan Approval Order shall be deemed to have approved the capital reduction and shall not require any other procedure as required under the Companies Act, 2013 including under Section 66 of the Companies Act, 2013 or regulations issued by the SEBI.

Basis above, the Resolution Applicants will hold 95% of the paid-up equity share capital and balance 5% will be held by public shareholders. Accordingly, the shareholding pattern pre and post capital reduction and proposed preferential issue is as under -

Category	Existing share capital (Before capital reduction and preferential issue)		Revised share capital (Post capital reduction and preferential issue)	
	No of Shares	%	No of Shares	%
Erstwhile Promoters and Promoter Group – (A)	88,73,729	52.63	--	--
Resolution Applicants as per the Resolution Plan – (B)	--	--	76,20,330	95
Public (C)	79,87,470	47.37	4,01,070	5
Total (A) + (B) + (C)	1,68,61,199	100.00	80,21,400	100.00

The public shareholders who were holding 79,87,470 shares before capital reduction and preferential issue will now hold 4,01,070 shares (i.e., ~5% of their current holding). For every 100 shares, they will now hold 5 shares, subject to rounding off adjustments)

**BHRUGESH**

**RAMESHCHANDRA  
AMIN**

Digitally signed by BHRUGESH

RAMESHCHANDRA AMIN

Date: 2021.07.27 17:07:42

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**BHRUGESH AMIN.**

Erstwhile Resolution Professional in the matter of CIRP of Panyam Cements and Mineral Industries Limited.

Implementation and Monitoring Committee ("IMC") Member

**IBBI Registration no.** IBBI/IPA-002/IP-N00353/2017-18/11003