

SMEL/SE/2023-24/55

September 21, 2023

**The Secretary, Listing Department  
BSE Limited**Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001  
Maharashtra, India  
Scrip Code: **543299****The Manager – Listing Department  
National Stock Exchange of India  
Limited**"Exchange Plaza", 5th Floor, Plot No. C/1, G  
Block, Bandra-Kurla Complex, Bandra  
(East), Mumbai 400 051, Maharashtra, India  
Symbol: **SHYAMMETL****Sub: Proceeding of 21st Annual General Meeting of Company held through Video Conferencing or Other Audio-Visual Means (VC/OAVM) under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

In view of the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (referred to as 'SEBI Circulars') and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 21st Annual General Meeting (AGM) of the Company held on Thursday, September 21, 2023 at 3:00 P.M. (IST) through Video Conference ('VC')/Other Audio-Visual Means ('OAVM'), without the physical presence of its members at a common venue, to transact the business as stated in the AGM Notice dated July 27, 2023 ('Notice').

Mr. Brij Bhushan Agarwal, Vice-Chairman and Managing Director of the Company chaired the meeting. The Vice-Chairman welcomed the shareholders to the meeting. On the confirmation of the requisite quorum being present received from the Company Secretary, Vice-Chairman called the meeting to order.

All the Directors of the company were present at the meeting through VC from their respective locations except Ms. Rajni Mishra, Independent Director, who has specifically requested to grant leave of absence. The Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee were also present at the AGM.

The Vice-Chairman welcomed the Directors and requested them to introduce themselves to the members.

The Vice-Chairman thereafter informed the members that, representative of M/s. MSKA & Associates, Chartered Accountant as Statutory Auditors and representative of M/s. MKB & Associates, Secretarial Auditors of the Company and Mr. Raj Kumar Banthia, Partner MKB & Associates, Scrutinizer for the e-voting were also present at the meeting.

OUR BRANDS:

**SHYAM METALICS AND ENERGY LIMITED**

REG. OFFICE: Trinity Tower, 7th Floor, 83, Topsia Road, Kolkata - 700 046, West Bengal, CIN: L40109WB2002PLC095491 GSTIN: 19AAHCS5842A2ZD

SALES &amp; MARKETING OFFICE: Viswakarma Building, North West Block, 1st, 2nd &amp; 3rd Floor, B6C, Topsia Road, Kolkata - 700 046

T: +91 33 4016 4001 F: +91 33 4016 4025 Email: contact@shyamgroup.com Web: www.shyammetalics.com Follow us on:

Thereafter, Vice-Chairman formally addressed to the Shareholders on Performance of the Company during the FY 2022-23, economic environment, business outlook, expansion plan of the company, products diversification, acquisition of Ramsarup Industries Ltd., status of Mittal Corp., Capital allocation policy, CSR etc. The Vice-Chairman also acknowledged the contribution of all the employees and other stakeholders.

Thereafter, Vice-Chairman requested Mr. Deepak Agarwal, Whole-time Director & CFO of the Company to take up the proceedings further.

Mr. Deepak Agarwal, Whole-time Director & CFO of the Company informed to the Members that the Registers and Documents, as statutorily required to be made available at the AGM, were available for inspection during the Meeting electronically.

With the consent of the Members, the Notice convening the Meeting and the Auditors' Report were taken as read. Mr. Deepak Agarwal informed to the Members that the Auditors' Report does not contain any qualifications on financial transactions which have any adverse effect on the functioning of the Company.

In terms of the Notice dated July 27, 2023 convening the 21st AGM of the Company, the following items of business, were transacted at the meeting through e-voting:

**ORDINARY BUSINESS:**

Item No.	Details of Agenda	Resolution Required
1.	To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended 31st March, 2023 together with the Director's Report and the Auditor's Report thereon.	Ordinary
2.	To confirm Interim dividend @ 18% of Rs. 1.80/- per equity share of Rs. 10/- each on 2nd August, 2022 during FY 2022-23.	Ordinary
3.	To appoint a Director in place of Mr. Sanjay Kumar Agarwal (DIN: 00232938) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary
4.	Appointment of Statutory Auditor to fill the Casual Vacancy.	Ordinary
5.	Appointment of Statutory Auditors of the Company for a period of 5 (Five) consecutive years.	Ordinary

**SPECIAL BUSINESS:**

Item No.	Details of Agenda	Resolution Required
6.	Ratification of remuneration of Cost Auditor of the Company.	Ordinary

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7.	Appointment of Mr. Malay Kumar De (DIN 00117655) as an Independent Director of the Company.	<b>Special</b>
8.	Appointment of Mr. Shashi Kumar (DIN 00116600) as an Independent Director of the Company.	<b>Special</b>
9.	Amendment/Modification in the SMEL Employees Stock Incentive Plan – 2023.	<b>Special</b>
10.	Authorization under section 185 of the Companies Act, 2013.	<b>Special</b>
11.	Authorization under section 186 of the Companies Act, 2013.	<b>Special</b>
12.	To consider and obtain fresh approval for raising of funds.	<b>Special</b>

Mr. Deepak Agarwal, Whole-time Director & CFO of the Company informed to the Members that the Company had provided remote e-voting facility to all persons who were members of the Company as on 14<sup>th</sup> September, 2023, being the cut-off date. The Remote e-voting was open from 9:00 a.m. 18<sup>th</sup> September, 2023 and ended at 5:00 p.m. on 20<sup>th</sup> September, 2023.

Further, e-voting facility were also provided to the shareholders who couldn't vote earlier from the commencement of the AGM proceedings till 15 minutes from end of the AGM proceedings.

Mr. Deepak Agarwal, Whole-time Director of the Company then invited the Members to express their views, ask questions and seek clarifications. All the questions were well answered by him post completion of the e-voting process.

He further informed that, scrutinizer for e-voting shall submit the report thereon within permissible time of two working days and the result of the voting shall be declared on the website of the company and that of Stock Exchanges and NSDL.

After completion of the formal business, Vice-Chairman and Managing Director concluded the meeting and conveyed sincere thanks to the Central and State Governments, Stock Exchanges, SEBI, MCA, Shareholders, Investors, Lenders, suppliers, customers and the employees for their consistent and firm support.

The meeting commenced at 3:00 p.m. and concluded at 4:25 p.m.

This is for your information and records.

Thanking You.

**For Shyam Metalics And Energy Limited**

  
**Birendra Kumar Jain**  
**Company Secretary**  
**ICSI Membership No. A8305**



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