

SMEL/SE/2024-25/59

07th September, 2024

**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**

Dear Sir/Madam,

Sub: Outcome of e-voting and e-voting at the 22nd Annual General Meeting of the Company held on 6th September 2024

This is in furtherance to our letter dated 6th September, 2024, wherein the company had submitted the proceedings of 22nd Annual General Meeting (AGM) of the company held on 6th September, 2024.

As per the requirements of the companies Act, 2013, (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the relevant Circulars issued by MCA, the Company had provided remote e-voting facility to its shareholders for voting on the business transacted at the AGM. The Company had appointed Mr. Raj Kumar Banthia, Practicing Company Secretary as the Scrutinizer for the remote e-voting and e-voting at the AGM. As per the Scrutinizer Report, all the Resolutions as set out in the Notice of 22nd AGM have been duly approved by the Shareholders with requisite majority. The Scrutinizer's report is enclosed herewith as per Annexure – A.

Pursuant to Regulation 44(3) of Listing Regulations, please also find enclosed the consolidated outcome of voting held through remote e-voting and e-voting during the 22nd AGM of the Company.

You are requested to kindly take above information on your records.

Thanking You,

Yours faithfully,

For Shyam Metals and Energy Limited

BIRENDRA KUMAR JAIN
Digitally signed by
BIRENDRA KUMAR JAIN
Date: 2024.09.07
13:12:53 +05'30'

**Birendra Kumar Jain
Company Secretary**

Encl: as above

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 & MARKETING OFFICE: Viswakarma Building, North West Block, 1st, 2nd & 3rd Floor, 86C, Topsia Road, Kolkata - 700 046

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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the 22nd (Twenty Second) Annual General Meeting (AGM) of Members of Shyam Metalics and Energy Limited (CIN: L40101WB2002PLC095491), held on Friday, 6th day of September, 2024 at 03:00 P.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of **Shyam Metalics and Energy Limited** ("the Company") for the purpose of scrutinizing the process of voting through Remote-Voting and electronic voting at the Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 2/2022, 10/2022 and 09/2023 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021, 8th December, 2021, 14th December, 2021, 5th May, 2022, 28th December, 2022 and 25th September, 2023 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/





CIR/2023/4 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023 and 7th October, 2023 and Secretarial Standards on General Meetings, in respect of the below mentioned Resolutions proposed at the 22nd Annual General Meeting of the Company held on Friday, 6th day of September, 2024 at 03:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), do hereby submit my report as follows:

- (a) The Notice dated 30th July, 2024 convening the 22nd Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent electronically on Wednesday, 14th August, 2024, to the members of the Company whose email addresses were registered with the Company/ Depositories/ RTA.
- (b) Since this AGM was held pursuant to the aforesaid MCA Circulars through VC or OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of above mentioned MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with.
- (c) The Company provided remote e-voting facility offered by National Securities and Depositories Limited (NSDL) to its shareholders. At the Annual General Meeting, the Company provided electronic voting facility offered by NSDL to the shareholders who did not cast their vote through remote e-voting.
- (d) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e., Friday, 30th August, 2024 were entitled to vote on the proposed resolutions.





- (e) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Monday, 2nd September, 2024 at 9:00 AM (IST) and ended on Thursday, 5th September, 2024 at 5:00 PM (IST).
- (f) The members present at the meeting exercised their voting rights electronically through facility offered by National Securities and Depositories Limited (NSDL).
- (g) After conclusion of voting at the 22nd Annual General Meeting, the votes cast electronically at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Ms. Khushi Nangalia and Ms. Payal Mundhara, who acted as witnesses in accordance with Rule 20 the Companies (Management & Administration) Rules, 2014 as amended.
- (h) Thereafter, the details containing, inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote through remote e-voting and electronic voting during the AGM were derived from the report generated from the e-voting website of NSDL, www.evoting.nSDL.com.
- (i) A total of 458 Members have cast their vote, out of which 452 Members have cast their votes through remote e-voting and 6 Members have cast their votes electronically during the AGM and all such votes are valid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.





	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast through e-voting during the meeting (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
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ORDINARY BUSINESS

Item No. 1 as an Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended on 31st March, 2024 together with the Director's Report and the Auditor's Report thereon.

(1) Voted in favour of the resolution	226862652	1373	226864025	99.9998
(2) Voted against the resolution	357	0	357	0.0002
Total	226863009	1373	226864382	100
(3) Invalid votes:	--	--	--	--

Item No. 2 as an Ordinary Resolution: To confirm Interim dividend @ 18% of Rs. 1.80/- per equity share of Rs. 10/- each on 24th May, 2023 and declaration of Final Dividend @ 27% i.e. Rs. 2.70/- per equity share of Rs. 10/- each for the Financial Year ended 31st March, 2024.

(1) Voted in favour of the resolution	226861891	1373	226863264	99.9999
(2) Voted against the resolution	218	0	218	0.0001





Total	226862109	1373	226863482	100
(3) Invalid votes	--	--	--	--

Item No. 3 as an Ordinary Resolution: To appoint a Director in place of Mr. Mahabir Prasad Agarwal (DIN: 00235780) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

(1) Voted in favour of the resolution	225566506	1373	225567879	99.4289
(2) Voted against the resolution	1295593	0	1295593	0.5711
Total	226862099	1373	226863472	100
(3) Invalid votes	--	--	--	--

Item No. 4 as an Ordinary Resolution: To appoint a Director in place of Mr. Dev Kumar Tiwari (DIN: 02432511) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

(1) Voted in favour of the resolution	226821547	1373	226822920	99.9821
(2) Voted against the resolution	40607	0	40607	0.0179
Total	226862154	1373	226863527	100
(3) Invalid votes	--	--	--	--





SPECIAL BUSINESS

Item No. 5 as an Ordinary Resolution: Ratification of remuneration payable to M/s. BSS & Associates, Cost Accountants (FRN: 001066), Cost Auditors of the Company for the Financial Year 2024-25.

(1) Voted in favour of the resolution	226860163	1373	226861536	99.9991
(2) Voted against the resolution	1991	0	1991	0.0009
Total	226862154	1373	226863527	100
(3) Invalid votes:	--	--	--	--

Item No. 6 as a Special Resolution: Appointment of Mr. Chandra Shekhar Verma (DIN: 00121756), as an Independent Director of the Company for a period of five years w.e.f 4th July, 2024.

(1) Voted in favour of the resolution	226835678	1373	226837051	99.9973
(2) Voted against the resolution	6236	0	6236	0.0027
Total	226841914	1373	226843287	100
(3) Invalid votes:	--	--	--	--





Based on the aforesaid results, the resolution no.(s) 1 to 6 as contained in the Notice have been passed with the requisite majority.

The remote e- voting register and other related papers/ registers and records, as applicable, is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042700



Raj Kumar Banthia
Partner

Date: 07/09/2024
Place: Kolkata
UDIN: A017190F001169022

Membership no. 17190
COP no. 18428

General information about company	
Scrip code	543299
NSE Symbol	SHYAMMETL
MSEI Symbol	NOTLISTED
ISIN	INE810G01011
Name of the company	SHYAM METALICS AND ENERGY LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	06-09-2024
Start time of the meeting	03:00 PM
End time of the meeting	04:27 PM

Scrutinizer Details	
Name of the Scrutinizer	RAJ KUMAR BANTHIA
Firms Name	MKB & ASSOCIATES
Qualification	CS
Membership Number	17190
Date of Board Meeting in which appointed	30-07-2024
Date of Issuance of Report to the company	07-09-2024

Voting results	
Record date	30-08-2024
Total number of shareholders on record date	135677
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	15
b) Public	75
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended on 31st March, 2024 together with the Director's Report and the Auditor's Report thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	208194775	208194565	99.9999	208194565	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208194775	208194565	99.9999	208194565	0	100
Public-Institutions	E-Voting	23890215	9462701	39.6091	9462701	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23890215	9462701	39.6091	9462701	0	100
Public- Non Institutions	E-Voting	47046863	9205743	19.5672	9205386	357	99.9961	0.0039
	Poll		1373	0.0029	1373	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47046863	9207116	19.5701	9206759	357	99.9961
Total		279131853	226864382	81.275	226864025	357	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm Interim dividend @ 18% of Rs. 1.80/- per equity share of Rs. 10/- each on 24th May, 2023 and declaration of Final Dividend @ 27% i.e. Rs. 2.70/- per equity share of Rs. 10/- each for the Financial Year ended 31st March, 2024.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	208194775	208194565	99.9999	208194565	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208194775	208194565	99.9999	208194565	0	100
Public-Institutions	E-Voting	23890215	9462701	39.6091	9462701	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23890215	9462701	39.6091	9462701	0	100
Public- Non Institutions	E-Voting	47046863	9204843	19.5653	9204625	218	99.9976	0.0024
	Poll		1373	0.0029	1373	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47046863	9206216	19.5682	9205998	218	99.9976
Total		279131853	226863482	81.2747	226863264	218	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Mahabir Prasad Agarwal (DIN: 00235780) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	208194775	208194565	99.9999	208194565	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208194775	208194565	99.9999	208194565	0	100
Public- Institutions	E-Voting	23890215	9462701	39.6091	8179755	1282946	86.4421	13.5579
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23890215	9462701	39.6091	8179755	1282946	86.4421
Public- Non Institutions	E-Voting	47046863	9204833	19.5652	9192186	12647	99.8626	0.1374
	Poll		1373	0.0029	1373	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47046863	9206206	19.5682	9193559	12647	99.8626
Total		279131853	226863472	81.2747	225567879	1295593	99.4289	0.5711
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Dev Kumar Tiwari (DIN: 02432511) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	208194775	208194565	99.9999	208194565	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208194775	208194565	99.9999	208194565	0	100
Public-Institutions	E-Voting	23890215	9462701	39.6091	9434816	27885	99.7053	0.2947
	Poll		1373	0.0057	1373	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23890215	9464074	39.6149	9436189	27885	99.7054
Public- Non Institutions	E-Voting	47046863	9204888	19.5654	9192166	12722	99.8618	0.1382
	Poll		1373	0.0029	1373	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47046863	9206261	19.5683	9193539	12722	99.8618
Total		279131853	226864900	81.2752	226824293	40607	99.9821	0.0179
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to M/s. BSS & Associates, Cost Accountants (FRN: 001066), Cost Auditors of the Company for the Financial Year 2024-25.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	208194775	208194565	99.9999	208194565	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208194775	208194565	99.9999	208194565	0	100
Public- Institutions	E-Voting	23890215	9462701	39.6091	9462701	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23890215	9462701	39.6091	9462701	0	100
Public- Non Institutions	E-Voting	47046863	9204888	19.5654	9202897	1991	99.9784	0.0216
	Poll		1373	0.0029	1373	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47046863	9206261	19.5683	9204270	1991	99.9784
Total		279131853	226863527	81.2747	226861536	1991	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Chandra Shekhar Verma (DIN: 00121756), as an Independent Director of the Company for a period of five years w.e.f. 4th July, 2024.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	208194775	208194565	99.9999	208194565	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208194775	208194565	99.9999	208194565	0	100
Public- Institutions	E-Voting	23890215	9442201	39.5233	9437938	4263	99.9549	0.0451
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23890215	9442201	39.5233	9437938	4263	99.9549
Public- Non Institutions	E-Voting	47046863	9205148	19.5659	9203175	1973	99.9786	0.0214
	Poll		1373	0.0029	1373	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47046863	9206521	19.5688	9204548	1973	99.9786
Total		279131853	226843287	81.2674	226837051	6236	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

