

SMEL/SE/2022-23/18

26th May, 2022

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
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Dear Sir/Madam,**Sub: - Submission of Annual Secretarial Compliance Report for the
year ended 31st March, 2022**

Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMDI/27/2019 dated 08th February, 2019, we are enclosing herewith the Annual Secretarial Compliance Report for the year ended 31st March, 2022 issued by a Company Secretary in Practice.

This is for your information and record.

Thanking You,

For Shyam Metals and Energy Limited


Birendra Kumar Jain
Company Secretary

**Encl: as above****SHYAM METALICS AND ENERGY LIMITED**

OUR BRANDS:

SEL®

REG. OFFICE: Trinity Tower, 7th Floor, 83, Topsia Road, Kolkata - 700 046, West Bengal, CIN: U40101WB2002PLC095491 GSTIN: 19AAHCS5842A2ZD

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

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**SECRETARIAL COMPLIANCE REPORT OF SHYAM METALICS AND ENERGY LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2022**

TO THE MEMBERS OF
SHYAM METALICS AND ENERGY LIMITED

We, **KPA & Co. LLP, Company Secretaries**, have examined:

- a) all the documents and records made available to us and explanation provided by **SHYAM METALICS AND ENERGY LIMITED** ("the listed entity") having CIN: L40101WB2002PLC095491 and Registered Office at "Trinity Tower", 83, Topsia Road, 7th Floor, Kolkata 700046,
- b) the filings/submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, including by way of electronic mode,

for the year ended **31st March, 2022** ("Review Period") in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, Circulars, Guidelines issued thereunder, to the extent applicable to the Company; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), Rules made thereunder, and the Regulations, Circulars, Guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI") to the extent applicable to the Company;

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended [hereinafter referred to as SEBI LODR 2015];
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during Audit Period)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during Audit Period)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during Audit Period)**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2018; **(Not applicable to the Company during Audit Period)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

The Company got listed its Equity Shares with National Stock Exchange of India Limited and BSE Limited on 24th June, 2021. Hence, the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, Circulars, and Guidelines issued thereunder became applicable to the Company w.e.f. 24th June, 2021.

and Circulars/ Guidelines issued thereunder; to the extent applicable to the Company;

Based on the above examination, we hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/Circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)	The Company has delayed in the submission of Financial Results for the Quarter and Year ended 31 st March, 2021.	The Equity Shares of the Company got listed on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) on 24 th June, 2021. The due date for submission of financial results for the quarter and year ended



	Regulations, 2015	31 st March, 2021 was 30 th May, 2021, but SEBI has extended the due date for submission of financial results for the quarter and year ended 31 st March, 2021 till 30 th June, 2021. However, the Company had complied with Regulation 33 of SEBI (LODR) Regulation, 2015 on 8 th July, 2021 with a delay of 8 days. Show cause notice for this has been issued by NSE and BSE. Further, the penalty of Rs. 47,200/- and Rs. 47,200/- (inclusive of GST) has been levied by NSE and BSE respectively. The Company has subsequently paid the fines on 11 th March, 2022 levied by the Stock Exchanges.
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- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from our examination of those records.
- c) The following are the details of actions taken against the listed entity/its promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder:

Sr. No.	Action taken by SEBI/ Stock Exchange	Details of violation	Details of action taken e.g. fines, warning letter, debarment, etc.	Observations/ Remarks of the Practicing Company Secretary, if any
1.	BSE Limited	Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Late submission of the Financial Results for the Quarter and Year ended 31st March, 2021	The show cause notice has been issued by BSE and the penalty of Rs. 47,200/- (inclusive of GST) has also been levied.	The Company has paid the fine imposed by BSE Limited on 11 th March, 2022 through NEFT vide NEFT No. 000121351048/ icic0000104.



2.	National Stock Exchange of India Limited	Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Late submission of the Financial Results for the Quarter and Year ended 31st March, 2021	The show cause notice has been issued by NSE and the penalty of Rs. 47,200/- (inclusive of GST) has also been levied.	The Company has paid the fine imposed by NSE Limited on 11 th March, 2022 through NEFT vide NEFT No. 000121350700/1BKL0001000.
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d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations made in the secretarial compliance report for the year ended. (the years are to be mentioned)	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on the action taken by the listed entity
Not Applicable			



Date: 25th May, 2022
Place: Kolkata

Preeti Agarwal
(Preeti Agarwal)
Partner
KPA & Co. LLP
Company Secretaries
FRN: P2019WB078600
Peer Review No: 1363/2021
FCS No:10297
CP No: 22698
UDIN: F010297D000386081