

<p>The Secretary, Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 Maharashtra, India Scrip Code: 543299</p>	<p>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</p>
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Sub: Intimation under Regulation 30 of SEBI(LODR) Regulation 2015 – Outcome of the Board Meeting of Shyam Sel and Power Limited being Material Subsidiary Company.

Dear Sir/Madam,

This is in furtherance to our intimation dated 30th April, 2022 regarding approving of the Scheme of Merger of two of its Wholly-Owned Subsidiary (WOS) companies i.e. Hrashva Storage & Warehousing Pvt. Ltd. and Platinum Minmet Private Limited with the Parent Company i.e. Shyam Sel and Power Limited.

Please be noted that Board of Directors of Shyam Sel and Power Limited, a Material Subsidiary of the Company, in its meeting held on 31st August, 2022 have approved to amend the said scheme and accordingly only one of its Wholly-Owned Subsidiary (WOS) companies i.e. Hrashva Storage & Warehousing Pvt. Ltd. will be merged with the Parent Company i.e. Shyam Sel and Power Limited and the Appointed date shall be the same as before i.e. 01.04.2022. The relevant details with respect to the merger is enclosed in Annexure – A.

This is for your kind information and records.

Thanking you,

Yours faithfully,

For Shyam Metals And Energy Limited

Birendra Kumar Jain
Company Secretary



SHYAM METALICS AND ENERGY LIMITED

OUR BRANDS:


SEL®

TIGER
 550D TMT RE BAR

TIGER
 GRILLS & STEELS

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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Amalgamation/ Merger

"Annexure - A"

Sr. No.	Particulars	Details												
a)	Name of the entity (ies) forming part of the merger, details in brief such as, size, turnover etc.;	<p>The details of Hrashva Storage and Warehousing Private Limited (HSWPL) ("Transferor Companies") and Shyam Sel and Power Limited (SSPL) ("Transferee company" or "the Company"), are as under:</p> <p>As on 31st March, 2022</p> <table border="1" data-bbox="807 779 1549 1059"> <thead> <tr> <th data-bbox="807 779 1066 857">Particulars</th> <th data-bbox="1066 779 1286 857">HSWPL (in Rs.)</th> <th data-bbox="1286 779 1549 857">SSPL (in Rs.)</th> </tr> </thead> <tbody> <tr> <td data-bbox="807 857 1066 902">Paid – up capital</td> <td data-bbox="1066 857 1286 902">76,68,000</td> <td data-bbox="1286 857 1549 902">441,300,360</td> </tr> <tr> <td data-bbox="807 902 1066 981">Net worth (standalone)</td> <td data-bbox="1066 902 1286 981">28,719,760</td> <td data-bbox="1286 902 1549 981">31,062,100,000</td> </tr> <tr> <td data-bbox="807 981 1066 1059">Turnover* (Standalone)</td> <td data-bbox="1066 981 1286 1059">20,180,040</td> <td data-bbox="1286 981 1549 1059">57,042,300,000</td> </tr> </tbody> </table> <p>*Revenue from operations</p>	Particulars	HSWPL (in Rs.)	SSPL (in Rs.)	Paid – up capital	76,68,000	441,300,360	Net worth (standalone)	28,719,760	31,062,100,000	Turnover* (Standalone)	20,180,040	57,042,300,000
Particulars	HSWPL (in Rs.)	SSPL (in Rs.)												
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b)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"?	<p>Yes, The Transferor Company is a wholly owned subsidiary of the Transferee Company and as such both the companies are related party to each other.</p> <p>However, the Ministry of Corporate Affairs has clarified vide its General Circular No. 30/2014 dated 17th July, 2014 that transactions arising out of Compromise, Arrangements and Amalgamations dealt with under specific provisions of the Companies Act, 2013, will not fall within the purview of related party transaction in terms of Section 188 of the Companies Act, 2013.</p>												




SHYAM METALICS AND ENERGY LIMITED

OUR BRANDS:



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c)	Area of business of the entity(ies);	<p>Hrashva Storage and Warehousing Private Limited:</p> <p>The Company is, <i>inter alia</i>, engaged in the business of storage and warehousing.</p>																								
		<p>Shyam Sel and Power Limited:</p> <p>The Company is, <i>inter alia</i>, engaged in the business of manufacture and sale of Iron and steel products.</p>																								
d)	Rationale for amalgamation/merger;	<p>Hrashva Storage and Warehousing Private Limited is having required land and infrastructure which will help in creating synergy, enhanced facility and be more economical and profitable to Shyam Sel and Power Limited.</p>																								
e)	Incense of cash transaction- amount or otherwise share exchange ratio	N.A.																								
f)	Brief details of change in shareholding pattern (if any) of transferor companies.	<p>Transferor Company: Hrashva Storage and Warehousing Pvt. Ltd.</p> <table border="1"> <thead> <tr> <th>Category</th> <th>Number of shares & % of voting rights Pre-Amalgamation (as of 31st March, 2022)</th> <th>Number of shares & % of voting rights Post-Amalgamation@</th> </tr> </thead> <tbody> <tr> <td>Promoter</td> <td>7,66,800</td> <td>0</td> </tr> <tr> <td>Non - Promoter</td> <td>0</td> <td>0</td> </tr> <tr> <td>Total</td> <td>7,66,800</td> <td>0</td> </tr> </tbody> </table> <p>Transferee Company:</p> <table border="1"> <thead> <tr> <th>Category</th> <th>Number of shares & % of voting rights Pre-Amalgamation (as of 31st March, 2022)</th> <th>Number of shares & % of voting rights Post-Amalgamation@</th> </tr> </thead> <tbody> <tr> <td>Promoter</td> <td>441,300,360</td> <td>441,300,360</td> </tr> <tr> <td>Non - Promoter</td> <td>0</td> <td>0</td> </tr> <tr> <td>Total</td> <td>441,300,360</td> <td>441,300,360</td> </tr> </tbody> </table> <p>Number of shares will remain same as no share will be issued by the transferee company as the transferor company is a wholly owned subsidiary.</p>	Category	Number of shares & % of voting rights Pre-Amalgamation (as of 31 st March, 2022)	Number of shares & % of voting rights Post-Amalgamation@	Promoter	7,66,800	0	Non - Promoter	0	0	Total	7,66,800	0	Category	Number of shares & % of voting rights Pre-Amalgamation (as of 31 st March, 2022)	Number of shares & % of voting rights Post-Amalgamation@	Promoter	441,300,360	441,300,360	Non - Promoter	0	0	Total	441,300,360	441,300,360
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