

The Secretary, Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 Maharashtra, India Scrip Code: 543299	Listing 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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**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,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that at the meeting of the Board of Directors of Shyam Sel and Power Limited, a Material Subsidiary of the Company, held today i.e. 30th April, 2022 have approved the following:



1. Scheme of Merger of two of its Wholly-Owned Subsidiary (WOS) companies i.e. Hrashva Storage & Warehousing Private Limited. and Platinum Minmet Private Limited with the Parent Company i.e. Shyam Sel & Power Limited and the appointed date shall be 01.04.2022. The relevant details with respect to the merger is enclosed in Annexure – A.
2. Formation of a Wholly-Owned Subsidiary (WOS) company in Dubai to explore business.

This is for your kind information and records.

Thanking you,

Yours faithfully,

For Shyam Metals And Energy Limited

**Birendra Kumar Jain
Company Secretary**

Encl: as above

SHYAM SEL AND POWER LIMITED

OUR BRANDS:

SEL®

SEL
TIGER
550D TMT RE-BAR

SEL
TIGER
GRILLS & STEELS

REG. OFFICE: S S Chambers, 5, C.R. Avenue, Kolkata - 700 072, West Bengal, CIN: U27109WB1991PLC052962 GSTIN: 19AAECS9421J1ZZ
SALES & MARKETING OFFICE: Viswakarma Building, North West Block, 1st, 2nd & 3rd Floor, 86C, Topsia Road, Kolkata - 700 046
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Annexure - A
Amalgamation/ Merger

Sl. 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) and Platinum Minmet Private Limited (PMPL) ("Transferor Companies") and Shyam Sel And Power Limited (SSPL) ("Transferee company" or "the Company"), are as under:</p> <p align="right">As on 31st March, 2021 (In Rs.)</p> <table border="1"> <thead> <tr> <th align="center">Particulars</th> <th align="center">HSWPL</th> <th align="center">PMPL</th> <th align="center">SSPL</th> </tr> </thead> <tbody> <tr> <td>Paid - up capital</td> <td align="right">76,68,000</td> <td align="right">13,00,000</td> <td align="right">44,12,78,400</td> </tr> <tr> <td>Net worth (standalone)</td> <td align="right">2,17,73,549</td> <td align="right">1,13,84,196</td> <td align="right">21,84,00,27,000</td> </tr> <tr> <td>Turnover* (Standalone)</td> <td align="right">1,81,23,105</td> <td align="right">0</td> <td align="right">32,43,42,91,846</td> </tr> </tbody> </table> <p>*Revenue from operations</p>				Particulars	HSWPL	PMPL	SSPL	Paid - up capital	76,68,000	13,00,000	44,12,78,400	Net worth (standalone)	2,17,73,549	1,13,84,196	21,84,00,27,000	Turnover* (Standalone)	1,81,23,105	0	32,43,42,91,846
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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 Companies are wholly owned subsidiaries 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>																			



c)	Area of business of the entity(ies);	<p><u>Hrashva Storage and Warehousing Private Limited and Platinum Minmet Private Limited:</u></p> <p>Hrashva Storage And Warehousing Private Limited and Platinum Minmet Private Limited are engaged in storage warehousing and real-estate business.</p>
		<p><u>Shyam Sel and Power Limited:</u></p> <p>The Company is, inter alia, engaged in the business of manufacture and sale of Iron and steel products.</p>
d)	Rationale for amalgamation/ merger;	<p>Both Hrashva Storage and warehousing Private Limited and Platinum Minmet Private Limited are having required land and infrastructure which will help in create synergy, enhanced production facility and more economical and profitable to Shyam Sel and Power Limited.</p>
e)	Incase of cash transaction- amount or otherwise share exchange ratio	N.A.



e)	Brief details of change in shareholding pattern (if any) of transferor companies.	Transferor Company:			
		1. Hrashva Storage and Warehousing Pvt. Ltd.			
		Category	Number of shares & % of voting rights Pre-Amalgamation(as of 31st March, 2021)	Number of shares & % of voting rights Post-Amalgamation @	
		Promoter	7,66,800	0	
		Non - Promoter	0	0	
		Total	7,66,800	0	
		1. Platinum Minmet Pvt. Ltd.			
		Category	Number of shares & % of voting rights Pre-Amalgamation(as of 31st March, 2021)	Number of shares & % of voting rights Post-Amalgamation @	
		Promoter	1,30,000	0	
		Non - Promoter	0	0	
		Total	1,30,000	0	
		@Based on shareholding of 31 st March, 2021			



Transferee Company:		
Category	Number of shares & % of voting rights Pre-Amalgamation(as of 31st March, 2021)	Number of shares & % of voting rights Post-Amalgamation @
Promoter	441,278,400.00	441,278,400.00
Non Promoter	0	0
Total	441,278,400.00	441,278,400.00
Number of shares will remain same as no shares will be issued by the transferee company as both the transferor companies are wholly owned subsidiaries.		

