

SMEL/SE/2023-24/33

10<sup>th</sup> July, 2023

<p><b>The Secretary,</b>  <b>Listing Department, BSE Limited</b>          Phiroze Jeejeebhoy Towers,          Dalal Street, Mumbai 400 001          Maharashtra, India          Scrip Code: <b>543299</b></p>	<p><b>The Manager – Listing Department</b>  <b>National Stock Exchange of India Limited</b>          "Exchange Plaza", 5th Floor, Plot No. C/1,          G-Block, Bandra-Kurla Complex, Bandra (East),          Mumbai 400 051, Maharashtra, India          Symbol: <b>SHYAMMETL</b></p>
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Dear Sir/Madam,

**Sub: Intimation of Outcome of E-voting results of Postal Ballot under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Notice of Postal Ballot dated 07<sup>th</sup> June, 2023, we enclose herewith the Results of Postal Ballot in respect of resolutions contained in the said Postal Ballot Notice.

Date of Postal Ballot	07 <sup>th</sup> July, 2023 {Voting start date: 08th June, 2023 at 9:00 a.m. (IST) and Voting end date: 07th July, 2023 at 5:00 p.m. (IST)}
Total number of Members as on 25 <sup>th</sup> November, 2022 (Cut-off date for reckoning the voting rights of the Shareholders)	153962
No. of Shareholders present in the meeting either in person or through proxy	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable

The Mode of voting for all resolutions was E-voting conducted between 08<sup>th</sup> June, 2023 (9:00 a.m.) to 07<sup>th</sup> July, 2023 (5:00 p.m.).

Copy of Consolidated Report on Voting submitted by the Scrutinizer, Mr. Raj Kumar Banthia, Practicing Company Secretary is enclosed herewith for your reference and record. Based on this report, the Chairman today announced the results and declared that the item of the Agenda as contained in the Notice of Postal Ballot have been passed with requisite majority.

Voting Result as required under Regulation 44 of the SEBI (LODR) Regulations, 2015 is as mentioned below:

OUR BRANDS:



**SHYAM METALICS AND ENERGY LIMITED**

REG. OFFICE: Trinity Tower, 7th Floor, 83, Topsia Road, Kolkata - 700 046, West Bengal, CIN: L40101WB2002PLC095491 GSTIN: 19AAHCS5842A2ZD

SALES & MARKETING OFFICE: Viswakarma Building, North West Block, 1st, 2nd & 3rd Floor, 86C, 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:

**Details of Agenda:**

**Item no. 1**

**APPROVAL OF SMEL EMPLOYEE STOCK INCENTIVE PLAN – 2023**

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	732	233677204	NA	NA	732	233677204	99.4418
Voted against the resolution	122	1311790	NA	NA	122	1311790	0.5582
<b>Total</b>	<b>854</b>	<b>234988994</b>	<b>NA</b>	<b>NA</b>	<b>854</b>	<b>234988994</b>	<b>100</b>

**Item no. 2**

**APPROVAL OF SMEL EMPLOYEE STOCK INCENTIVE PLAN – 2023 FOR THE ELIGIBLE EMPLOYEES OF THE SUBSIDIARY COMPANIES**


	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	720	233764453	NA	NA	720	233764453	99.4789
Voted against the resolution	131	1224430	NA	NA	131	1224430	0.5211



**SHYAM METALICS AND ENERGY LIMITED**

REG. OFFICE: Trinity Tower, 7th Floor, 83, Topsia Road, Kolkata - 700 046, West Bengal, CIN: L40101WB2002PLC095491 GSTIN: 19AAHCS5842A220

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

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Total	851	234988883	NA	NA	851	234988883	100
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**Item no. 3**

**APPROVAL FOR IMPLEMENTATION OF THE SMEL EMPLOYEE STOCK INCENTIVE PLAN - 2023 THROUGH TRUST ROUTE**

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	728	233764951	NA	NA	728	233764951	99.4791
Voted against the resolution	125	1223970	NA	NA	125	1223970	0.5209
<b>Total</b>	<b>853</b>	<b>234988921</b>	<b>NA</b>	<b>NA</b>	<b>853</b>	<b>234988921</b>	<b>100</b>

**Item no. 4**

**APPROVAL FOR ACQUISITION OF SHARES OF THE COMPANY BY THE TRUST FOR THE PURPOSES OF SMEL - EMPLOYEE STOCK INCENTIVE PLAN 2023**


	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	720	233765969	NA	NA	720	233765969	99.4796



**SHYAM METALICS AND ENERGY LIMITED**

REG. OFFICE: Trinity Tower, 7th Floor, 83, Topsia Road, Kolkata - 700 046, West Bengal, CIN: L40101WB2002PLC095491 GSTIN: 19AAHCS534222D

SALES & MARKETING OFFICE: Viswakarma Building, North West Block, 1st, 2nd & 3rd Floor, 86C, 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: 



Voted against the resolution	131	1222923	NA	NA	131	1222923	0.5204
Total	851	234988892	NA	NA	851	234988892	100

**Item no. 5**

**APPROVAL FOR GRANTING LOAN AND/ OR PROVIDING GUARANTEE OR SECURITY FOR PURCHASE OF SHARES OF THE COMPANY BY THE TRUST / TRUSTEES OF THE TRUST FOR THE BENEFIT OF THE EMPLOYEES UNDER THE SMEL - EMPLOYEE STOCK INCENTIVE PLAN 2023**

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	714	233675380	NA	NA	714	233675380	99.4410
Voted against the resolution	140	1313603	NA	NA	140	1313603	0.5590
Total	854	234988983	NA	NA	854	234988983	100

You are requested to take the same on record.

Thanking You,

**For Shyam Metalics and Energy Limited**

**Birendra Kumar Jain**  
Company Secretary


END IS ABOVE



**SHYAM METALICS AND ENERGY LIMITED**

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## SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

10<sup>th</sup> July, 2023

To  
The Chairman  
Shyam Metals and Energy Limited  
Trinity Tower, 7th Floor  
83, Topsia Road  
Kolkata - 700 046

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries has been appointed by the Board of Directors of Shyam Metals and Energy Limited (the Company) for the purpose of scrutinizing the postal ballot process including voting through e-voting conducted for seeking approval of members of the Company on the items as mentioned in postal ballot notice dated 24<sup>th</sup> May, 2023 do hereby submit my report as follows:

- (a) On 7<sup>th</sup> June, 2023 the Company has completed the dispatch of Notice of Postal Ballot electronically to all the members who have registered their e-mail addresses with the Company/RTA or with the Depositories and whose names appear in the Register of Members/list of Beneficial Owners as on the Cut-off date i.e. Monday, 5<sup>th</sup> June, 2023, in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021, 3/2022 dated 5<sup>th</sup> May, 2022 and 11/2022 dated December 28, 2022 ("MCA Circulars").
- (b) The Company has provided e-voting facility offered by National Securities Depository Limited ("NSDL") to its shareholders.





- (c) The members holding shares either in physical or dematerialized form, as on the "Cut off" date i.e. Monday, 5<sup>th</sup> June, 2023 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period commenced on Thursday, 8<sup>th</sup> June, 2023 at 9:00 a.m. and ended on Friday, 7<sup>th</sup> July, 2023 at 5:00 p.m.
- (e) Since the voting on the postal ballot was conducted only through e-voting, reporting on number of physical postal ballot forms received including those that are invalid, is not applicable.
- (f) The e-voting facility provided by NSDL was unlocked on Monday, 10<sup>th</sup> July, 2023 in the presence of two witnesses.
- (g) Thereafter, the details containing, inter-alia, list of the members, who voted "For" or "Against" on the resolutions were derived from the report generated from the e-voting website of NSDL: [www.evoting.nsdl.com](http://www.evoting.nsdl.com) in respect of voting through e-voting.
- (h) 854 Members representing 234,988,994 equity shares have cast their votes through e-voting on the resolution and all such votes were valid.

I now submit my consolidated report as under on the results of the voting through e-voting.

<b>Item No. 1 as Special Resolution:</b> Approval of 'SMEL Employee Stock Incentive Plan - 2023' ("ESIP-2023") subdivided into two categories i. SMEL Performance ESOP Scheme (ESOP - 2023) and ii. SMEL Loyalty ESPP Scheme (ESPP - 2023).							
Voting through e-voting		Voting through Ballots		Consolidated Voting Results			
No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast	







Voted in favour of the resolution	732	233677204	NA	NA	732	233677204	99.4418
Voted against the resolution	122	1311790	NA	NA	122	1311790	0.5582
Total	854	234988994	NA	NA	854	234988994	100

**Item No. 2 as Special Resolution:** Approval of 'SMEL Employee Stock Incentive Plan - 2023' ("ESIP-2023") subdivided into two categories i. SMEL Performance ESOP Scheme (ESOP - 2023) and ii. SMEL Loyalty ESPP Scheme (ESPP - 2023) for the eligible employees of subsidiary companies.

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	720	233764453	NA	NA	720	233764453	99.4789
Voted against the resolution	131	1224430	NA	NA	131	1224430	0.5211
Total	851	234988883	NA	NA	851	234988883	100

**Item No. 3 as Special Resolution:** Approval for implementation of 'SMEL Employee Stock Incentive Plan - 2023' ("ESIP-2023") through trust route

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	728	233764951	NA	NA	728	233764951	99.4791





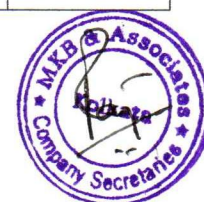
Voted against the resolution	125	1223970	NA	NA	125	1223970	0.5209
Total	853	234988921	NA	NA	853	234988921	100

**Item No. 4 as Special Resolution:** Approval for Acquisition Of Shares of the Company by the Trust for the purposes of SMEL - Employee Stock Incentive Plan 2023.

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	720	233765969	NA	NA	720	233765969	99.4796
Voted against the resolution	131	1222923	NA	NA	131	1222923	0.5204
Total	851	234988892	NA	NA	851	234988892	100

**Item No. 5 as Special Resolution:** Approval for granting Loan and/ or providing Guarantee or Security in one or more tranches, up to an amount not exceeding 5% (five percent) of the aggregate of the paid up share capital and free reserves of the Company, for purchase of shares of the Company by the Trust / Trustees of the Trust for the benefit of the Employees under the SMEL - Employee Stock Incentive Plan 2023.

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	714	233675380	NA	NA	714	233675380	99.4410
Voted against the resolution	140	1313603	NA	NA	140	1313603	0.5590









Total	854	234988983	NA	NA	854	234988983	100
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In view of the above scrutiny, I hereby certify that the resolution nos. 1 to 5 as aforesaid, as set out in notice dated 24<sup>th</sup> May, 2023 has been approved and passed by requisite majority.

For MKB & Associates  
Company Secretaries  
Firm Reg No: P2010WB042700

Raj Kumar Banthia  
Partner

Membership no. 17190  
COP no. 18428

Date: 10.07.2023

Place: Kolkata

UDIN: A017190E000578355