

SMEL/SE/2022-23/40

September 27, 2022

<p><b>The Secretary, 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 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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**Sub: Proceeding of 20th Annual General Meeting of Company held through Video Conferencing or Other Audio-Visual Means (VC/OAVM) under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

In view of the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (referred to as 'SEBI Circulars') and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 20th Annual General Meeting (AGM) of the Company held on Monday, September 26, 2022 at 3.00 P.M (IST) through Video Conference ('VC')/Other Audio-Visual Means ('OAVM'), without the physical presence of its members at a common venue, to transact the business as stated in the AGM Notice dated August 2, 2022 ('Notice').

Mr. Brij Bhushan Agarwal, Vice-Chairman and Managing Director of the Company chaired the meeting. The Vice -Chairman welcomed the shareholders to the meeting. On the confirmation of the requisite quorum being present received from the company Secretary, Vice-Chairman called the meeting to order.

All the Directors of the company were present at the meeting through VC from their respective locations except Mr. Bhagwan Shaw and Mr. Venkata Krishna Nageswara Rao Majji. The Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee were also present at the AGM.

Vice-Chairman welcomed the Directors and requested them to introduced themselves to the members.

Vice-Chairman thereafter informed the members that, representative of M/s. S K Agarwal Chartered and Co. Chartered Accountants LLP, Chartered Accountant Statutory Auditors and representative of M/s. MKB & Associates, Secretarial Auditors of the Company and Scrutinizer for the e-voting were also present at the meeting.

Thereafter, Vice-Chairman formally addressed to the Shareholders on Performance of the Company during the FY 2021-22, economic environment, business outlook, expansion plan of the company, Acquisition of Ramsarup Industries Ltd, Capital allocation policy, CSR etc. The Vice-Chairman also acknowledged the contribution of all the employees and other stakeholders.

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Thereafter, Vice-Chairman requested Mr. Deepak Kumar Agarwal, Whole-time Director of the Company to take up the proceedings further.

Mr. Deepak Kumar Agarwal, Whole-time Director of the Company informed to the Members that the Registers and Documents, as statutorily required to be made available at the AGM, were available for inspection during the Meeting electronically.

With the consent of the Members, the Notice convening the Meeting and the Auditors' Report were taken as read. Mr Deepak Kumar Agarwal, Whole-time Director of the Company informed to the Members that the Auditors' Report does not contain any qualifications on financial transactions which have any adverse effect on the functioning of the Company.

In terms of the Notice dated August 2, 2022 convening the 20th AGM of the Company, the following items of business, were transacted at the meeting through e-voting:

**ORDINARY BUSINESS:**

Item No.	Details of Agenda	Resolution Required
1.	To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended 31st March, 2022 together with the Board's Report and the Auditor's Report thereon.	Ordinary
2.	To confirm Interim dividend @ 22.5% of Rs. 2.25/- per equity share of Rs. 10/- each on 08th November, 2021 and 09th February, 2022 during F.Y. 2021-22 and declaration of final dividend @ 27% of Rs. 2.70/- per equity share of Rs. 10/- each for the financial year ended 31st March, 2022.	Ordinary
3.	To appoint a Director in place of Mr. Deepak Kumar Agarwal (DIN:00560010) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4.	To appoint a Director in place of Mr. Mahabir Prasad Agarwal (DIN: 00235780) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
5.	Appointment of M/s S K Agrawal and Co Chartered Accountants LLP, Chartered Accountants, as Statuary Auditors and fix their remuneration.	Ordinary

**SPECIAL BUSINESS:**

Item No.	Details of Agenda	Resolution Required
6.	Ratification of remuneration of Cost Auditor of the Company	Ordinary
7.	Alteration in the Main Object Clause of the Memorandum of Association of the Company	Special
8.	To increase Authorised Share Capital of the Company and alteration in the capital clause of the Memorandum of Association of the Company	Ordinary
9.	To consider and approve Raising of Funds	Special


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Mr. Deepak Kumar Agarwal, Whole-time Director of the Company informed to the Members the Company had provided remote e-voting facility to all persons who were members of the Company as on 19<sup>th</sup> September, 2022, being the cut-off date. The Remote e-voting was open from 9:00 a.m. 23<sup>rd</sup> September, 2022 and ended at 5:00 p.m. on 25<sup>th</sup> September, 2022.

Further, e-voting facility were also provided to the shareholders who couldn't vote earlier from the commencement of the AGM proceedings till 15 minutes from end of the AGM proceedings.

Mr. Deepak Kumar Agarwal, Whole-time Director of the Company then invited the Members to express their views, ask questions and seek clarifications. All the questions were well answered by him post completion of the e-voting process.

He further informed that, scrutinizer for e-voting shall submit the report thereon within permissible time of two working days and the result of the voting shall be declared on the website of the company and that of Stock Exchanges and NSDL.

After completion of the formal business, Vice-Chairman and Managing Director concluded the meeting and conveyed sincere thanks to the Central and State Governments, Stock Exchanges, SEBI, MCA, Shareholders, Investors, Lenders, suppliers, customers and the employees for their consistent and firm support.

The meeting commenced at 3:00 p.m. and concluded at 4:30 p.m.

This is for your information and records.

Thanking You.

**For Shyam Metals And Energy Limited**

  
**Birendra Kumar Jain**  
**Company Secretary**  
**ICSI Membership No. A8305**



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