

Date: 02nd January, 2024

BSE Limited
Corporate Relations Department
Pheroze Jeejeebhoy Towers
Dalal Street
Fort, Mumbai 400 001
Maharashtra, India
Security Code: 543299

The National Stock Exchange of India Limited
Listing Department
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex
Bandra (East), Mumbai 400051
Maharashtra, India
Symbol: SHYAMMETL

Dear Madam / Sir

Sub: Qualified institutions placement of equity shares of face value of ₹ 10 (the “Equity Share(s)”) by Shyam Metalics and Energy Limited (the “Company”) under the provisions of Chapter VI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”), and Sections 42 and 62 of the Companies Act, 2013 (including the rules made thereunder), as amended (the “Issue”)

We wish to inform you that pursuant to the approval accorded by the board of directors of the Company (the “**Board**”), at its meeting held on July 27, 2023, and the shareholders of the Company, pursuant to the special resolution passed during the Annual General Meeting dated September 21, 2023, the **QIP Committee 2023-24** (the “**Committee**”) has, at its meeting held today i.e. 02nd January, 2023, *inter alia*, considered and passed the following resolutions:

- Authorizing the opening of the Issue today, i.e. 02nd January, 2024.
- Approving the floor price for the Issue, being ₹ 597.63/- per Equity Share, based on the pricing formula as prescribed under the SEBI ICDR Regulations; and
- Approving and adopting the preliminary placement document dated 02nd January, 2024, together with the application form in connection with the Issue.

We further wish to inform you that the ‘relevant date’ for the purpose of the Issue, in terms of Regulation 171 (b)(i) of the SEBI ICDR Regulations, is 02nd January, 2024 and the floor price in respect of the Issue has been determined according to the same, based on the pricing formula as prescribed under Regulation 176(1) of the SEBI ICDR Regulations. The certified true copy of the resolutions passed by the Committee authorizing the opening of the Issue and fixing the Floor Price and the relevant date is enclosed for your information and records.





Pursuant to Regulation 176(1) of the SEBI ICDR Regulations and in accordance with the approval of the Shareholders accorded through a special resolution passed during the Annual General Meeting dated September 21, 2023, the Company may at its discretion offer a discount of not more than 5% on the floor price for the Issue. Please note that the trading window of the Company has been closed from 01st January, 2024 until 48 hours from the declaration of the financial results of the Company for the Quarter and Nine month ended 31st December, 2023.



SHYAM METALICS AND ENERGY LIMITED

REG. OFFICE: Trinity Tower, 7th Floor, 83, Topsia Road, Kolkata - 700 046, West Bengal, CIN: L40109WB2002PLC095491 GSTIN: 19AAHCS5842A2ZD

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

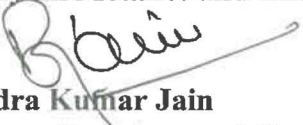
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The meeting of the Committee commenced at **8:35 P.M.** and concluded at **8:50 P.M.**

We also wish to further inform you that a meeting of the Committee is scheduled to be held on or after **05th January, 2024** *inter alia*, to consider and determine the issue price of Equity Shares pursuant to the Issue, including a discount on the floor price, if any thereto, as permitted under the SEBI ICDR Regulations and pursuant to the approval of the shareholders of our Company accorded through their special resolution passed during the Annual General Meeting dated September 21, 2023, for the Equity Shares to be allotted to qualified institutional buyers, pursuant to the Issue.

We request you to kindly take this on records, and the same be treated as compliance under Regulation 29(1) and 30 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015, as amended.

Thanking you
For Shyam Metals and Energy Limited


Birendra Kumar Jain
Company Secretary and Compliance Officer
Membership No. A8305







OUR BRANDS:



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CERTIFIED TRUE COPY OF THE RESOLUTIONS ADOPTED BY THE QIP COMMITTEE 2023-24 OF BOARD OF DIRECTORS ("COMMITTEE") OF SHYAM METALICS AND ENERGY LIMITED AT THE MEETING HELD ON TUESDAY, 2ND JANUARY, 2024 AT REGISTERED OFFICE OF THE COMPANY AT TRINITY TOWER, 7TH FLOOR, 83, TOPSIA ROAD, KOLKATA-700046

ISSUE OPENING, RELEVANT DATE, FLOOR PRICE AND DISCOUNT

The QIP Committee 2023-24 is requested to note that the Board had, by way of its resolution dated July 27, 2023 and the shareholders of the Company, pursuant to the special resolution dated September 21, 2023, authorized the issuance of further securities including a qualified institutions placement in accordance with Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations") and Sections 42 and 62 of the Companies Act, 2013, as amended (the "Companies Act"), read with the rules issued thereunder (the "Issue").

The QIP Committee 2023-24 is further requested to note that the Board at its meeting held on 27TH July, 2023 had delegated further powers with respect to the Issue to the committee to decide on, *inter alia*, offer, issue and allot the Equity Shares arising out of the Issue.

Accordingly, it is proposed that the Issue be opened today, i.e., January 2, 2024 for receiving bids in connection with the Issue and that the QIP Committee 2023-24 shall determine the Issue closing date and the price at which Equity Shares will be issued and allotted in the Issue (the "Issue Price") at a meeting of the QIP Committee 2023-24 to be held on or after January 5, 2024, in accordance with Chapter VI of the SEBI ICDR Regulations.

The QIP Committee 2023-24 is requested to approve the above and pass following resolution:

"RESOLVED THAT pursuant to the special resolution passed by the shareholders of Shyam Metalics and Energy Limited (the "Company") at the annual general meeting on September 21, 2023, the proposed issue of equity shares of the Company of face value of ₹ 10 each (the "Equity Shares") to eligible qualified institutional buyers through a qualified institutions placement under Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and Section 42 and 62 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, each as amended (the "Issue") be opened today, i.e. January 2, 2024, for receiving bids in connection with the Issue and that the QIP Committee 2023-24 shall determine the Issue closing date and the price at which Equity Shares will be issued and allotted in the Issue (the "Issue Price") at a meeting of this QIP Committee 2023-24 to be held on or after January 5, 2024, in accordance with Chapter VI of the SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

RESOLVED FURTHER THAT in respect of the Issue, the 'relevant date' for the determination of the floor price at which the Equity Shares shall be issued pursuant to the Issue, in accordance with the terms of Regulation 171(b)(i) of the SEBI ICDR Regulations, shall be the date of this resolution i.e. January 2, 2024 (the "Relevant Date") and any member of the QIP Committee 2023-24 of Board Directors, be and are hereby severally authorised to decide the Issue closing date.

Certified To Be True Copy

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SHYAM METALICS AND ENERGY LIMITED

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RESOLVED FURTHER THAT the floor price of ₹ 597.63 per Equity Share (the “Floor Price”) for the Issue, as calculated based on the pricing formula prescribed under Regulation 176(1) of the SEBI ICDR Regulations and other applicable provisions of the SEBI ICDR Regulations, and based on the certificate received from M/s MSKA & Co., Chartered Accountants, the statutory auditors of the Company, for determination of Floor Price, be and is hereby approved and taken on record by the QIP Committee 2023-24.

RESOLVED FURTHER THAT in accordance with the proviso to Regulation 176(1) of the SEBI ICDR Regulations and pursuant to the special resolution passed by the shareholders of the Company through Annual General Meeting on 21st September, 2023, the Company, in consultation with the book running lead manager to the Issue, may offer a discount of not more than 5% on the Floor Price so calculated for the Issue.

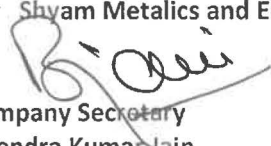
RESOLVED FURTHER THAT the QIP Committee 2023-24 hereby approves execution of various deeds, documents, confirmations, undertakings, declarations, appointment letters, mandates, authority letters, powers of attorney, forms, other letters and other papers as may be required and to undertake all such acts as are necessary or appropriate in order to complete the Issue, including but not limited to issuing a prior intimation to BSE Limited and the National Stock Exchange of India Limited (the “Stock Exchange”) in relation to determination of the Issue price, including a discount, if any thereto, in accordance with the SEBI ICDR Regulations, of the Equity Shares to be allotted to qualified institutional buyers, pursuant to the Issue.

RESOLVED FURTHER THAT any member of the QIP Committee 2023-24 of Board Directors be and are hereby severally authorized to do all such acts, deeds, matters and things, as may be required including but not limited to liaising with book running lead managers, lawyers, advisors, escrow bankers, printers, the Stock Exchanges, the Securities and Exchange Board of India (the “SEBI”), the Registrar of Companies, West Bengal at Kolkata, other government and non-government authorities, nodal agencies and all such other agencies, person or persons, to give effect to the above resolutions, including all such acts, deeds, matters and things as may be required by the Stock Exchanges, SEBI or any other governmental or regulatory authority and making necessary applications including for listing of the Equity Shares, in connection with the Issue.

RESOLVED FURTHER THAT any member of the QIP Committee 2023-24 of Board Directors, be and are hereby severally authorised to certify the true copy of these resolutions and the same be forwarded to concerned authorities for necessary actions.”

CERTIFIED TO BE TRUE COPY

For Shyam Metalics and Energy Limited


Company Secretary
Birendra Kumar Jain
Membership No.: A8305



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