

SMEL/SE/2025-26/54

August 26, 2025

**The Secretary, Listing Department
BSE Limited**

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001
Maharashtra, India
Scrip Code: **543299**

**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**

Sub: Proceeding of 23rd 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,

Pursuant to the provision of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a summary of the proceedings of the 23rd Annual General Meeting ('AGM') of the Company held through Video Conferencing / Other Audio-Visual Means ('VC / OAVM') on Tuesday, 26th August, 2025 at 03:00 P.M. ('IST') is enclosed herewith for your record.

The voting results, in the prescribed format in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be submitted subsequently within the prescribed time.

This intimation is also being made available on the website of the Company i.e. www.shyammetalics.com.

Kindly take this on record.

Thanking You,

For Shyam Metals and Energy Limited


Birendra Kumar Jain
Company Secretary & Compliance Officer
Membership No. F13320



Encl: as above
OUR BRANDS



SHYAM METALICS AND ENERGY LIMITED

Regd. Office: P-19, (Plate No.: D-403), Taratala Road, CPT Colony, Kolkata, West Bengal - 700088

CIN: L40101WB2002PLC095491 GSTIN: 19AAHCS5842A1ZE

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Summary of the Proceedings of the 23rd Annual General Meeting

The 23rd Annual General Meeting ('AGM') of Shyam Metalics and Energy Limited was convened on Tuesday, 26th August 2025 at 3:00 P.M (IST) through Video Conferencing / Other Audio-Visual Means ('VC/OAVM'), in accordance with various circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') and in compliance with the relevant provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Brij Bhushan Agarwal, (Chairman and Managing Director) chaired the AGM. The Chairman welcomed the shareholders to the meeting. It was informed that total 128 Shareholders attended through Video conferencing. On the confirmation of the requisite quorum being present received from the Company Secretary, 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. Nand Gopal Khaitan and Mr. Shashi Kumar, Independent Directors, who have specifically requested to grant leave of absence. The Chairman of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee were also present at the AGM.

The Chairman welcomed the Directors and requested them to introduce themselves to the members.

The Chairman thereafter informed the members that, representative of M/s. MSKA & Associates, Chartered Accountants as Statutory Auditors and representative of M/s. MKB & Associates, Practicing Company Secretaries, Secretarial Auditors of the Company and Mr. Raj Kumar Banthia, Partner MKB & Associates, as the Scrutinizer to oversee the remote e-voting and e-voting process in a fair and transparent manner.

Thereafter, Chairman formally addressed to the Shareholders on Performance of the Company during the FY 2024-25, business outlook, financial performance of the Company, strategic initiatives, sustainability and ESG Commitment, Expansion plan etc. The Chairman also acknowledged the contribution of all the employees and other stakeholders.

Thereafter, Chairman requested Mr. Deepak Agarwal, Director-Finance & Group CFO of the Company to take up the proceedings further.

Mr. Deepak Agarwal, Director-Finance & CFO of the Company informed to the Members that the Statutory Registers and other relevant documents, as required under the Act, along with the certificate from the Secretarial Auditor in accordance with Regulation 13 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, were accessible in electronic mode throughout the meeting.

With the consent of the Members, the Notice convening the Meeting and the Auditors' Report were taken as read. Mr. Deepak Agarwal 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 July 22, 2025 convening the 23rd AGM of the Company, the following items of business, were transacted at the meeting through e-voting:

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ORDINARY BUSINESS:

Item No.	Details of Agenda	Resolution Required
1.	Consideration and Adoption of the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended 31st March, 2025, together with the Director's Report and the Auditor's Report thereon.	Ordinary Resolution
2.	Confirmation of the Interim Dividend @ 22.5% i.e. ₹ 2.25/- per equity share of ₹10 each on 28th January, 2025 and declaration of Final Dividend @ 22.5% i.e. ₹ 2.25/- per equity share of ₹ 10/- each for the Financial Year ended 31st March, 2025.	Ordinary Resolution
3.	Appointment of Mr. Sanjay Kumar Agarwal (DIN: 00232938), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution
4.	Appointment of Mr. Deepak Agarwal (DIN: 00560010), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution

SPECIAL BUSINESS:

Item No.	Details of Agenda	Resolution Required
5.	Ratification of the remuneration payable to M/s. BSS & Associates, Cost Auditors for financial year 2025-26.	Ordinary Resolution
6.	Appointment of M/s. MKB & Associates, Company Secretaries in Practice, as Secretarial Auditor of the Company for a term of five consecutive years from FY 2025-26 to FY 2029-30.	Ordinary Resolution
7.	Approval for enhancement of the borrowing limit of the Company up to ₹ 9,000 crores under Section 180 (1) (c) of the Companies Act, 2013	Special Resolution
8.	Approval for creation of Mortgage and/or charge creation on movable and immovable assets and properties of the Company under Section 180 (1) (a) of the Companies Act, 2013	Special Resolution
9.	Authorization for increasing the limit for loan and investment up to Rs. 9000 Crores under section 186 of the Companies Act, 2013.	Special Resolution
10.	Approval for raising funds through issuance of securities of the Company up to Rs. 4500 crores.	Special Resolution
11.	To approve raising of funds by way of issuance of Non-Convertible Debentures (NCDS) / Bonds/ other instruments aggregating to ₹ 3,000 crore (Rupees Three Thousand Crore) and to delegate the powers to any Committee empowered by the Board.	Special Resolution



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Mr. Deepak Agarwal, Director-Finance & CFO of the Company informed to the Members that the Company had provided remote e-voting facility to all persons who were shareholders of the Company as on Tuesday, 19th August, 2025, being the cut-off date. The Remote e-voting was open from 9:00 a.m. 22nd August, 2025 and ended at 5:00 p.m. on 25th August, 2025.

Further, Shareholders who had not exercised their vote through remote e-voting were requested to cast their votes using the e-voting facility made available during the AGM. To facilitate this, the e-voting window remained open for an additional 15 minutes after the conclusion of discussions, enabling Members to record their votes.

Mr. Deepak Agarwal, Director-Finance & CFO of the Company invited the Members to express their views, ask questions and seek clarifications during the proceedings of the meeting. 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, the Director-Finance & CFO 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 4:34 P.M.

The voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.



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