SHYAM METALICS
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SHYAM METALICS AND ENERGY LIMITED

Shyam Metalics and Energy Limited ("**Company**") was originally incorporated as Shyam DRI Power Limited on December 10, 2002 at Kolkata, West Bengal, India as a public limited company under the Companies Act, 1956 and received the certificate for commencement of business from the Registrar of Companies, West Bengal at Kolkata ("**RoC**") on December 11, 2002. Subsequently, the name of our Company was changed to Shyam Metalics and Energy Limited vide a special resolution passed by our Shareholders on November 23, 2009, and a fresh certificate of incorporation consequent upon change of name was issued by the RoC on January 5, 2010. For details of the change in the name and registered office of our Company, please see the section entitled "*History and Certain Corporate Matters*" on page 158 of the Prospectus dated June 17, 2021 ("**Prospectus**") and filed with the RoC.

Registered and Corporate Office: Trinity Tower, 7th Floor, 83, Topsia Road, Kolkata – 700046, West Bengal, India. **Contact Person:** Birendra Kumar Jain, Company Secretary and Compliance Officer; **Tel:** +91 33 4016 4000
E-mail: compliance@shyamgroup.com; **Website:** www.shyammetalics.com; **Corporate Identity Number:** U40101WB2002PLC095491

OUR PROMOTERS: MAHABIR PRASAD AGARWAL, BRIJ BHUSHAN AGARWAL, SANJAY KUMAR AGARWAL, SUBHAM CAPITAL PRIVATE LIMITED, SUBHAM BUILDWELL PRIVATE LIMITED, NARANTAK DEALCOMM LIMITED, KALPATARU HOUSEFIN & TRADING PRIVATE LIMITED, DORITE TRACON PRIVATE LIMITED AND TOPLIGHT MERCANTILES PRIVATE LIMITED

Our Company has filed the Prospectus with the RoC, and the Equity Shares are proposed to be listed on the National Stock Exchange of India Limited ("**NSE**") and BSE Limited ("**BSE**") and trading is expected to commence on June 24, 2021.

BASIS OF ALLOTMENT

INITIAL PUBLIC OFFER OF 29,705,880 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF SHYAM METALICS AND ENERGY LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE^ OF ₹ 306 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ 296 PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING TO ₹ 9087.97^* MILLION ("OFFER") COMPRISING A FRESH ISSUE OF 21,470,588 EQUITY SHARES AGGREGATING TO ₹ 6567.97^* MILLION BY OUR COMPANY (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF 82,35,292 EQUITY SHARES AGGREGATING TO ₹ 2,520.00 MILLION ("OFFER FOR SALE"), COMPRISING 1,209,150 EQUITY SHARES AGGREGATING TO ₹ 370.00 MILLION BY SUBHAM CAPITAL PRIVATE LIMITED, 2,058,823 EQUITY SHARES AGGREGATING TO ₹ 630.00 MILLION BY SUBHAM BUILDWELL PRIVATE LIMITED, 816,993 EQUITY SHARES AGGREGATING TO ₹ 250.00 MILLION BY KALPATARU HOUSEFIN & TRADING PRIVATE LIMITED, 980,392 EQUITY SHARES AGGREGATING TO ₹ 300.00 MILLION BY DORITE TRACON PRIVATE LIMITED AND 3,169,934 EQUITY SHARES AGGREGATING TO ₹ 970.00 MILLION BY NARANTAK DEALCOMM LIMITED (COLLECTIVELY, THE "PROMOTER SELLING SHAREHOLDERS" OR THE "SELLING SHAREHOLDERS", AND SUCH EQUITY SHARES, THE "OFFERED SHARES"). THE OFFER CONSTITUTES 11.65 % OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE OFFER INCLUDED A RESERVATION OF 300,000* EQUITY SHARES, AGGREGATING TO ₹ 87.30^ MILLION, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER AND NET OFFER CONSTITUTE 11.65% AND 11.59%, RESPECTIVELY, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF THE COMPANY.

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10 EACH. THE OFFER PRICE IS ₹ 306 PER EQUITY SHARE AND IS 30.6 TIMES THE FACE VALUE OF THE EQUITY SHARES.

^A discount of 4.90 % on the Offer Price was offered to the Eligible Employees Bidding in the Employee Reservation Portion ("Employee Discount") equivalent to ₹ 15 per Equity Share.

*** The Eligible Employees Portion was subscribed to the extent of 0.4501 times and 135,045 Equity Shares were allotted to 177 successful Bidders (after rejections) in this category. The unsubscribed portion constituting 164,955 Equity Shares from the Employee Reservation Portion spilled over and were allotted to Bidders in the QIBs, NIB and Retail Categories in the ratio of 50:15:35. Accordingly the Allotment to Eligible Employees was for 135,045 Equity Shares amounting to ₹ 39.30 million.**

OFFER PRICE: ₹ 306 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH
THE OFFER PRICE IS 30.6 TIMES OF THE FACE VALUE

Risks to Investors:

- **The five Book Running Lead Managers associated with the Offer have handled 37 public offers in the past 3 years out of which 13 offers closed below the offer price on listing date.**
- **The Price/Earnings ratio based on diluted EPS for Fiscal 2020 for the Company at the upper end of the Price band is 21.00.**
- **Weighted Average Return on Net Worth for Fiscals 2020, 2019 and 2018 is 17.93%.**
- **Average Cost of acquisition of Equity Shares of our Promoters Mr. Mahabir Prasad Agarwal, Mr. Brij Bhushan Agarwal, Mr. Sanjay Kumar Agarwal, Subham Capital Private Limited, Subham Buildwell Private Limited, Narantak Dealcomm Limited, Kalpataru Housefin & Trading Private Limited and Dorite Tracon Private Limited and Toplight Mercantiles Private Limited is ₹ 2.00, ₹ 0.75, ₹ 4.29, ₹ 2.54, ₹ 2.37, ₹ 10.39, ₹ 8.04, ₹ 10.72 and ₹ 5.94 respectively and the Offer Price at the upper end of the Price Band is ₹ 306 per Equity Share.**

BID/OFFER PROGRAMME
BID/OFFER OPENED ON JUNE 14, 2021
BID/OFFER CLOSED ON JUNE 16, 2021

The Offer has been made in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("**SCRR**"), read with Regulation 31 of the SEBI ICDR Regulations. The Offer has been made in accordance with Regulation 6(1) of the SEBI ICDR Regulations, through the Book Building Process wherein not more than 50% of the Net Offer shall be allocated on a proportionate basis to Qualified Institutional Buyers ("**QIBs**") ("**QIB Portion**"), of which our Company and the Promoter Selling Shareholders in consultation with the BRLMs has allocated up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations, out of which one-third was reserved for domestic Mutual Funds only, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Offer Price, in accordance with the SEBI ICDR Regulations. 5% of the QIB Portion (excluding the Anchor Investor Portion) was made available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion was made available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Net Offer was made available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Offer was made available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. Further, Equity Shares were allocated on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids received from them at or above the Offer Price. All Bidders, other than Anchor Investors, were required to mandatorily participate in the Offer through the Application Supported by Blocked Amount ("**ASBA**") process providing details of their respective bank accounts which were blocked by the Self Certified Syndicate Banks ("**SCSBs**") or through the UPI Mechanism. Anchor Investors were not permitted to participate in the Anchor Investor Portion through the ASBA process. For details, please see the section entitled "*Offer Procedure*" on page 362 of the Prospectus.

The Offer received 1,851,979 applications for 2,524,153,680 Equity Shares resulting in 84.97 times subscription as disclosed in Prospectus. The details of the applications received in the Offer from Retail Individual Investors, Non-Institutional Bidders, Employee Reservation Portion, QIBs and Anchor Investors are as under (before technical rejections):

Sl. no	Category	No. of Applications applied	No. of Equity Shares	Shares Reserved as per Prospectus	No. of times Subscribed	Amount (₹)
A	Retail Individual Bidders	1,842,707	106,519,410	10,292,058	10.35	32,595,230,466
B	Non-Institutional Bidders	4,424	1,483,182,630	4,410,882	336.26	453,853,826,595
C	Employee Investors	4,704	466,065	300,000	1.55	135,676,305
D	Qualified Institutional Bidders (excluding Anchor Investors)	122	923,756,670	5,881,176	157.07	282,669,541,020
E	Anchor Investors	22	10,228,905	8,821,764	1.16	3,130,044,930
	Total	**1,851,979**	**2,524,153,680**	**29,705,880**	**84.97**	**772,384,319,316**

Final Demand

A summary of the final demand as per BSE and NSE as on the Bid/Offer Closing Date at different Bid prices is as under:

Sl. No	Bid Price	No. of Equity Shares	% to Total	Cumulative Total	Cumulative % of Total
1	303	1,078,920	0.04	1,078,920	0.04
2	304	915,165	0.04	1,994,085	0.08
3	305	1,222,965	0.05	3,217,050	0.13
4	306	2,470,116,690	96.22	2,473,333,740	96.34
5	Cut-Off	93,875,760	3.66	2,567,209,500	100.00
	TOTAL	**2,567,209,500**	**100.00**		

The Basis of Allotment was finalized in consultation with the Designated Stock Exchange, being BSE on June 21, 2021.

A. Allotment to Retail Individual Investors (After Technical Rejections) (including ASBA Applications)

The Basis of Allotment to the Retail Individual Investors, who have bid at cut-off or at the Offer Price of ₹ 306 per Equity, was finalized in consultation with BSE. This category has been subscribed to the extent of 9.9467 times. The total number of Equity Shares Allotted in Retail Individual Bidders category is 10,349,793 Equity Shares to 229,995 successful applicants. The category-wise details of the Basis of Allotment are as under:

Category	No. of Applications Received	% of Total	Total No. of Equity Shares Applied	% to Total	No. of Equity Shares Allotted per Bidder	Ratio	Total No. of Equity Shares Allotted
45	1,632,755	91.51	73,473,975	71.37	45	62 : 481	9,470,655
90	79,987	4.48	7,198,830	6.99	45	62 : 481	463,950
135	20,272	1.14	2,736,720	2.66	45	62 : 481	117,585
180	12,335	0.69	2,220,300	2.16	45	62 : 481	71,550
225	7,001	0.39	1,575,225	1.53	45	62 : 481	40,590
270	3,273	0.18	883,710	0.86	45	62 : 481	18,990
315	4,211	0.24	1,326,465	1.29	45	62 : 481	24,435
360	2,692	0.15	969,120	0.94	45	62 : 481	15,615
405	828	0.05	335,340	0.33	45	107 : 828	4,815
450	4,094	0.23	1,842,300	1.79	45	62 : 481	23,760
495	1,012	0.06	500,940	0.49	45	62 : 481	5,850
540	803	0.05	433,620	0.42	45	104 : 803	4,680
585	739	0.04	432,315	0.42	45	95 : 739	4,275
630	14,314	0.80	9,017,820	8.76	45	62 : 481	83,025
					1	3 : 3256	18
TOTAL	**1,784,316**	**100.00**	**102,946,680**	**100.00**			**10,349,793*^**

***Includes spilled over of 57,735 Equity Shares from Employee category.**

^Please Note : 1 additional Share shall be allotted to 18 Allottees from amongst 19536 successful Bidders from the categories 90-630 (I.e. Excluding successful Bidders from Category 45) in the ratio of 3:3256

B. Allotment to Non Institutional Bidders (After Technical Rejections) (including ASBA Applications)

The Basis of Allotment to the Non-Institutional Bidders, who have bid at the Offer Price of ₹ 306 per Equity Share or above, was finalized in consultation with BSE. This category has been subscribed to the extent of 332.6187 times. The total number of Equity Shares allotted in this category is 4,435,626 Equity Shares to 1,788 successful applicants. The category-wise details of the Basis of Allotment are as under: (Sample)

Category	No. of Applications Received	% of Total	Total No. of Equity Shares Applied	% to Total	No. of Equity Shares Allotted per Bidder	Ratio	Total No. of Equity Shares Allotted
675	1011	23.52	682,425	0.05	45	46 : 1011	2,070
720	89	2.07	64,080	0.00	45	4 : 89	180
765	29	0.67	22,185	0.00	45	2 : 29	90
810	57	1.33	46,170	0.00	45	3 : 57	135
855	8	0.19	6,840	0.00	45	0 : 8	0
900	160	3.72	144,000	0.01	45	1 : 16	450
945	52	1.21	49,140	0.00	45	3 : 52	135
990	78	1.81	77,220	0.01	45	5 : 78	225
1035	27	0.63	27,945	0.00	45	2 : 27	90
1080	11	0.26	11,880	0.00	45	1 : 11	45
7516305	2	0.05	15,032,610	1.02	22597	1 : 1	45,194
8104545	1	0.02	8,104,545	0.55	24366	1 : 1	24,366
8169930	6	0.14	49,019,580	3.32	24562	1 : 1	147,372
8201970	1	0.02	8,201,970	0.56	24659	1 : 1	24,659
9803880	1	0.02	9,803,880	0.66	29460	1 : 1	29,460
10457505	1	0.02	10,457,505	0.71	31424	1 : 1	31,424
10865970	1	0.02	10,865,970	0.74	32651	1 : 1	32,651
11437875	20	0.47	228,757,500	15.51	34386	1 : 1	687,720
14704335	1	0.02	14,704,335	1.00	44188	1 : 1	44,188
TOTAL	**4298**	**100**	**1,475,372,520**	**100.0**			**4,435,626***

***Includes spilled over of 24,744 Equity Shares from Employee category**

C. Allotment to Employee Reservation (After Technical Rejections) (including ASBA Applications)

The Basis of Allotment to the Employee Reservation category, who have bid at the Offer Price of ₹ 291 per Equity Share or above, was finalized in consultation with BSE. This category has been subscribed to the extent of 0.4501 times. The total number of Equity Shares allotted in this category is 135,045 Equity Shares to 177 successful applicants. The category-wise details of the Basis of Allotment are as under: (Sample)

Category	No. of Applications Received	% of Total	Total No. of Equity Shares Applied	% to Total	No. of Equity Shares Allotted per Bidder	Ratio	Total No. of Equity Shares Allotted
45	40	22.60	1,800	1.33	45	1 : 1	1,800
90	20	11.30	1,800	1.33	90	1 : 1	1,800
135	11	6.21	1,485	1.10	135	1 : 1	1,485
180	11	6.21	1,980	1.47	180	1 : 1	1,980
225	2	1.13	450	0.33	225	1 : 1	450
270	2	1.13	540	0.40	270	1 : 1	540
315	3	1.69	945	0.70	315	1 : 1	945
360	4	2.26	1,440	1.07	360	1 : 1	1,440
405	2	1.13	810	0.60	405	1 : 1	810
450	1	0.56	450	0.33	450	1 : 1	450
495	2	1.13	990	0.73	495	1 : 1	990
540	1	0.56	540	0.40	540	1 : 1	540
630	1	0.56	630	0.47	630	1 : 1	630
675	3	1.69	2,025	1.50	675	1 : 1	2,025
855	1	0.56	855	0.63	855	1 : 1	855
900	1	0.56	900	0.67	900	1 : 1	900
1035	3	1.69	3,105	2.30	1035	1 : 1	3,105
1125	1	0.56	1,125	0.83	1125	1 : 1	1,125
1260	1	0.56	1,260	0.93	1260	1 : 1	1,260
1350	3	1.69	4,050	3.00	1350	1 : 1	4,050
1395	1	0.56	1,395	1.03	1395	1 : 1	1,395
1440	1	0.56	1,440	1.07	1440	1 : 1	1,440
1485	1	0.56	1,485	1.10	1485	1 : 1	1,485
1575	1	0.56	1,575	1.17	1575	1 : 1	1,575
1620	7	3.95	11,340	8.40	1620	1 : 1	11,340
1710	53	29.94	90,630	67.11	1710	1 : 1	90,630
TOTAL	**177**	**100.00**	**135,045**	**100.00**			**135,045***

***Unsubscribed portion of 164,955 Equity Shares spilled over to QIB, NIB & Retail Categories in the ratio of 50:15:35 respectively.**

D. Allotment to QIBs (After Technical Rejections)

Allotment to QIBs, who have bid at the Offer Price of ₹ 306 per Equity Share or above, has been done on a proportionate basis in consultation with BSE. This category has been subscribed to the extent of 154.8978 times of Net QIB portion. As per the SEBI ICDR Regulations, Mutual Funds were allotted 5% of the Equity Shares of Net QIB portion available i.e. 298,183 Equity Shares and other QIBs and unsatisfied demand of Mutual Funds were allotted the remaining available Equity Shares i.e. 5,665,469 Equity Shares on a proportionate basis. The total number of Equity Shares allotted in the QIB category is 5,963,652 Equity Shares, which were allotted to 122 successful Applicants.

Category	FIs/Banks	FIIs/FPIs	IC	MFs	NBFC	OTHs	Total
Equity Shares	1,929,259	1,740,821	29,410	597,012	-	1,667,150	**5,963,652***

***Includes spilled over of 82,476 Equity Shares from Employee category.**

E. Allotment to Anchor Investors (After Technical Rejections)

The Company and the Selling Shareholders, in consultation with the BRLMs, have allocated 8,821,764 Equity Shares to 21 Anchor Investors who had applied through 22 Applications (including 4 Mutual Funds through 5 schemes) at the Anchor Investor Offer Price of ₹ 306 per Equity Share in accordance with the SEBI ICDR Regulations. This represents 60% of the QIB Portion.

Category	FIs/Banks	MFs	ICs	VCF	AIFs	FPI/FIIs	OTHs	Total
Equity Shares	-	3,006,450	490,275	-	980,460	4,344,579	-	**8,821,764**

The Board of Directors of our Company on Monday, June 21, 2021 has Allotted Equity Shares to Allottees based on the Basis of Allotment of Equity Shares approved by the Designated Stock Exchange, being BSE. The Allotment Advice Cum Refund Intimation will be emailed or dispatched to the email Id or address of the investors as registered with the depositories. Further, instructions to the SCSBs have been issued for unblocking of funds and transfer to the Public Offer Account on June 21, 2021 and the payments to non-syndicate brokers have been issued on June 23, 2021. In case the same is not received within ten days, investors may contact the Registrar to the Offer at the address given below. The Equity Shares allotted to the successful allottees have been uploaded on June 22, 2021 for credit into the respective beneficiary accounts subject to validation of the account details with the depositories concerned. The Company has received the listing and trading approval from BSE and NSE, and trading is expected to commence on or about June 24, 2021.

Note: All capitalized terms used and not defined herein shall have the respective meanings assigned to them in the Prospectus.

INVESTORS PLEASE NOTE

The details of the Allotment made shall be hosted on the website of Registrar to the Offer, KFin Technologies Private Limited at www.kfintech.com.

All future correspondence in this regard may kindly be addressed to the Registrar to the Offer quoting full name of the First/ Sole Bidder, Serial number of the ASBA Form, number of Equity Shares bid for, name of the Member of the Syndicate, place where the bid was submitted and payment details at the address given below:

KFINTECH

KFIN TECHNOLOGIES PRIVATE LIMITED
(Formerly known as "Karvy Fintech Private Limited")
Selenium Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad 500 032.
Tel: +91 40 6716 2222; **E-mail:** einward.ris@karvy.com; **Investor grievance email:** einward.ris@kfintech.com
Website: www.kfintech.com; **Contact Person:** M. Murali Krishna; **SEBI Registration No.:** INR000000221

For **SHYAM METALICS AND ENERGY LIMITED**
On behalf of the Board of Directors
Sd/-
Company Secretary & Compliance Officer

Place : Kolkata, West Bengal
Date : June 23, 2021

THE LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARES ON LISTING OR THE BUSINESS PROSPECTS OF SHYAM METALICS AND ENERGY LIMITED.

SHYAM METALICS AND ENERGY LIMITED has filed the Prospectus with the RoC and thereafter with SEBI and the Stock Exchanges. The Prospectus is available on the website of the SEBI at www.sebi.gov.in as well as on the websites of the book running lead managers, ICICI Securities Limited, Axis Capital Limited, IIFL Securities Limited, JM Financial Limited and SBI Capital Markets Limited at www.icicisecurities.com, www.axiscapital.co.in, www.iiflcap.com, www.jmfl.com and www.sbicaps.com, respectively. Investors should note that investment in equity shares involves a high degree of risk and for details relating to such risks, see "*Risk Factors*" on page 21 of the Prospectus.

The Equity Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**") or any other applicable law of the United States and, unless so registered, may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, the Equity Shares are being offered and sold (a) in the United States only to persons reasonably believed to be "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act and referred to in the Red Herring Prospectus as "**U.S. QIBs**") in transactions exempt from the registration requirements of the U.S. Securities Act and (b) outside the United States in compliance with Regulation S and the applicable laws of the jurisdiction where those offers and sales are made. There will be no public offering in the United States.