

SMEL/SE/2025-26/94

December 24, 2025

<b>The Secretary, Listing Department</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 Maharashtra, India Scrip Code: <b>543299</b>	<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>
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**Subject: Proceedings of Postal Ballot and Voting Results along with Scrutinizer’s Report on Postal Ballot**

Dear Sir/Madam,

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the summary of proceedings of the Postal Ballot of the Company conducted through remote e-voting, for obtaining the approval of the shareholders, as set out in the Notice dated 7th November, 2025, in respect of: (i) Re-appointment of Ms. Rajni Mishra (DIN: 07706571) as an Independent Director of the Company for a second term of five (5) consecutive years; (ii) Revision in the terms of remuneration of Mr. Sheetij Agarwal (DIN: 08212992), Whole-Time Director of the Company; (iii) Revision in the terms of remuneration of Mr. Dev Kumar Tiwari (DIN: 02432511), Whole-Time Director of the Company.

Further, in accordance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith, voting results of the Postal Ballot of the Company transacted via remote E-voting along with a copy of consolidated report on voting submitted by scrutinizer, Mr. Raj Kumar Banthia, Practicing Company Secretary, (Membership no. A17190/CP-18428).

All items of Agenda as contained in the notice of Postal Ballot dated 07<sup>th</sup> November, 2025, have been passed with requisite majority.

Thanking you,

**Yours faithfully,**  
**For Shyam Metalics 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**T: +91 33 6521 6521 Email:** contact@shyamgroup.com **Web:** www.shyammetalics.com **Follow us on:**

**SUMMARY OF THE PROCEEDINGS OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT**

The Board of Directors, at its meeting held on 7<sup>th</sup> November, 2025, decided to obtain consent of the members through Postal Ballot pursuant to provisions of Section 108 and Section 110 of the Companies Act, 2013 (the "Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in compliance with the General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circular"), Secretarial Standards on General Meetings (SS-2) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and pursuant to other applicable laws, circulars and regulations (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), only through remote e-voting for passing the following resolutions:

Sl. No.	Item Description	Type of Resolution	Approval
1.	Re-Appointment of Ms. Rajni Mishra (DIN: 07706571) as an Independent Director of the Company for the Second term 5 (five) consecutive years.	Special Resolution	Passed with requisite majority
2.	Revision in the terms of remuneration of Mr. Sheetij Agarwal (DIN: 08212992), Whole-Time Director of the Company.	Ordinary Resolution	Passed with requisite majority
3.	Revision in the terms of remuneration of Mr. Dev Kumar Tiwari (DIN: 02432511), Whole-Time Director of the Company.	Ordinary Resolution	Passed with requisite majority

The Postal Ballot Notice dated 07<sup>th</sup> November, 2025 was sent to the members of the Company whose names appeared in the Register of Members/ List of Beneficial Owners as received from National Securities Depositories Limited ("NSDL") and Central Depository Services Limited ("CDSL") on Friday, 14<sup>th</sup> November, 2025 (cut-off Date).

The Company had completed sending the Postal Ballot Notice by way of e-mail on Friday, 21<sup>st</sup> November, 2025. In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and

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**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

T: +91 33 6521 6521 Email: [contact@shyamgroup.com](mailto:contact@shyamgroup.com) Web: [www.shyammetalics.com](http://www.shyammetalics.com) Follow us on:

Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 , the MCA Circulars and SS- 2 on General Meetings, the Company had provided e-voting facility only to its Members to enable them to cast their votes electronically through the E-voting platform provided by National Securities Depository Limited (“NSDL”). The e-voting commenced on Monday, 24<sup>th</sup> November, 2025 at 9:00 AM IST and ended on Tuesday, 23<sup>rd</sup> December, 2025 at 5:00 PM IST.

The said notice has also been placed on the website of the Company. The intimation about completion of dispatch of the Postal Ballot Notice was also intimated to the members by way of publication of advertisement in the newspapers namely, “The Financial Express” – (English Newspaper-All India editions), “Aarthik Lipi”- (Bengali Newspaper – Kolkata edition) and “Jansatta” – (Hindi Newspaper) on Saturday, 22<sup>nd</sup> November, 2025.

The Company had appointed Mr. Raj Kumar Banthia, Practicing Company Secretary (Membership no. A17190/CP-18428), partner of M/s. MKB & Associates, Practicing Company Secretaries, Kolkata as the Scrutinizer for conducting the Postal Ballot in a fair and transparent manner. The Scrutinizer’s report was received on 24<sup>th</sup> December, 2025 and the resolution as set out in the Notice was passed with requisite majority.

This is for your information and records.

Thanking You.

**Yours faithfully,  
For Shyam Metalics and Energy Limited**

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

#### OUR BRANDS



### SHYAM METALICS AND ENERGY LIMITED

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

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**T: +91 33 6521 6521 Email:** [contact@shyamgroup.com](mailto:contact@shyamgroup.com) **Web:** [www.shyammetalics.com](http://www.shyammetalics.com) **Follow us on:** 

<b>General information about company</b>	
Scrip code	543299
NSE Symbol	SHYAMMETL
MSEI Symbol	NOTLISTED
ISIN	INE810G01011
Name of the company	SHYAM METALICS AND ENERGY LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-12-2025
Start time of the meeting	
End time of the meeting	

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Mr. Raj Kumar Banthia
Firms Name	M/s. MKB & Associates, Practicing Company Secretaries
Qualification	CS
Membership Number	17190
Date of Board Meeting in which appointed	07-11-2025
Date of Issuance of Report to the company	24-12-2025

<b>Voting results</b>	
Record date	14-11-2025
Total number of shareholders on record date	107471
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RE-APPOINTMENT OF MS. RAJNI MISHRA AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) CONSECUTIVE YEARS.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	208194741	208194565	99.9999	208194565	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208194741	208194565	99.9999	208194565	0	100
Public- Institutions	E-Voting	14417350	9228153	64.0073	8860654	367499	96.0176	3.9824
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14417350	9228153	64.0073	8860654	367499	96.0176
Public- Non Institutions	E-Voting	56519762	28415055	50.2745	28405718	9337	99.9671	0.0329
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		56519762	28415055	50.2745	28405718	9337	99.9671
Total		279131853	245837773	88.0723	245460937	376836	99.8467	0.1533
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				REVISION IN REMUNERATION OF MR. SHEETIJ AGARWAL (DIN-08212992), WHOLE-TIME DIRECTOR OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	208194741	208194565	99.9999	208194565	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208194741	208194565	99.9999	208194565	0	100
Public- Institutions	E-Voting	14417350	9228153	64.0073	6137363	3090790	66.5069	33.4931
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14417350	9228153	64.0073	6137363	3090790	66.5069
Public- Non Institutions	E-Voting	56519762	28415012	50.2745	13480824	14934188	47.4426	52.5574
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		56519762	28415012	50.2745	13480824	14934188	47.4426
Total		279131853	245837730	88.0723	227812752	18024978	92.6679	7.3321
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				REVISION IN REMUNERATION OF MR. DEV KUMAR TIWARI (DIN-02432511), WHOLE-TIME DIRECTOR OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	208194741	208194565	99.9999	208194565	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208194741	208194565	99.9999	208194565	0	100
Public- Institutions	E-Voting	14417350	9228153	64.0073	9228153	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14417350	9228153	64.0073	9228153	0	100
Public- Non Institutions	E-Voting	56519762	28415010	50.2745	28406248	8762	99.9692	0.0308
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		56519762	28415010	50.2745	28406248	8762	99.9692
Total		279131853	245837728	88.0723	245828966	8762	99.9964	0.0036
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





## SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

24<sup>th</sup> December, 2025

To  
The Chairman  
Shyam Metalics and Energy Limited  
P-19, Plate No. D-403 CPT Colony,  
Taratala Road  
Kolkata - 700088

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries has been appointed by the Board of Directors of **Shyam Metalics and Energy Limited** (the Company) for the purpose of scrutinizing the postal ballot process through voting by electronic means only (remote e-voting) in a fair & transparent manner in respect of all the resolutions as set out in the Postal Ballot notice dated 7<sup>th</sup> November, 2025, do hereby submit my report as follows:

- (a) On 21<sup>st</sup> November, 2025 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. Friday, 14<sup>th</sup> November, 2025, 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, 11/2022 dated 28<sup>th</sup> December, 2022, 09/2023 dated 25<sup>th</sup> September, 2023, 09/2024 dated 19<sup>th</sup> September, 2024 and 03/2025 dated 22<sup>nd</sup> September, 2025 ("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. Friday, 14<sup>th</sup> November, 2025 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 Monday, 24<sup>th</sup> November, 2025 at 9:00 a.m. (I.S.T) and ended on Tuesday, 23<sup>rd</sup> December, 2025 at 5:00 p.m (I.S.T).
- (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 Tuesday, 23<sup>rd</sup> December, 2025 after 5:00 p.m 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: <https://www.evoting.nsdl.com> in respect of voting through e-voting.
- (h) 464 Members representing 245,837,773 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.





**Item No. 1 as Special Resolution:** To approve re-appointment of Ms. Rajni Mishra (DIN: 07706571) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from 12th February, 2026 to 11th February, 2031.

	Voting through e-voting		Voting through Postal Ballot Form		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	416	245,460,937	NA	NA	416	245,460,937	99.8467
Voted against the resolution	48	376,836	NA	NA	48	376,836	0.1533
Total	464	245,837,773	NA	NA	464	245,837,773	100

**Item No. 2 as Ordinary Resolution:** To approve revision in remuneration of Mr. Sheetij Agarwal (DIN-08212992), Whole-time Director of the Company with effect from 1st April, 2026 till his residual tenure in office.

	Voting through e-voting		Voting through Postal Ballot Form		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	398	227,812,752	NA	NA	398	227,812,752	92.6679
Voted against the resolution	66	18,024,978	NA	NA	66	18,024,978	7.3321
Total	464	245,837,730	NA	NA	464	245,837,730	100







**Item No. 3 as Ordinary Resolution:** To approve revision in remuneration of Mr. Dev Kumar Tiwari (DIN-02432511), Whole-time Director of the Company with effect from 1st April, 2025 till his residual tenure in office.

	Voting through e-voting		Voting through Postal Ballot Form		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	428	245,828,966	NA	NA	428	245,828,966	99.9964
Voted against the resolution	35	8,762	NA	NA	35	8,762	0.0036
Total	463	245,837,728	NA	NA	463	245,837,728	100

In view of the above scrutiny, I hereby certify that the resolutions 1 to 3 as aforesaid, as set out in notice dated 7<sup>th</sup> November, 2025 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: 24.12.2025  
Place: Kolkata  
UDIN: A017190G002719890