

# Shyam Century Ferrous Limited

Regd. Office. : Vill. : Lumshnong, PO: Khaliehriat, Dist. East Jaintia Hills, Meghalaya-793 210, Phone No. - 03655-278215/16/18  
Fax : 03655-278217, E-mail : investors@shyamcenturyferrous.com, Website - www.shyamcenturyferrous.com  
CIN-L27310ML2011PLC008578

Date: 24<sup>th</sup> November, 2022

The Listing Department  
National Stock Exchange of India Limited  
"Exchange Plaza"  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051  
Scrip Code: SHYAMCENT (NSE)

The Listing Department  
The BSE Limited  
Phiroze Jeejeebhoy Tower  
Dalal Street  
Mumbai - 400001  
Scrip Code: 539252 (BSE)

Dear Sir(s),

Dear Sir(s),

**Re: Extinguishment of equity shares in connection with Buyback of 1,00,00,000 equity shares of Re. 1/- each of Shyam Century Ferrous Limited**

In accordance with the provisions of Regulation 11 and 24(iv) of the SEBI (Buyback of Securities) Regulations, 2018, as amended (Buyback Regulations), we would like to inform that the Company has extinguished 1,00,00,000 fully paid up equity shares of Re. 1/- each in dematerialized form consequent to conclusion of Buyback of 1,00,00,000 equity shares of the Company.

Further to the above, the paid-up share capital of the Company, post buyback, is 21,21,72,990 equity shares of Re. 1/- each.

We enclose the following in connection with the above:

1. Pre and Post Buyback Shareholding Pattern (Annexure A);
2. Debit confirmation from National Securities Depository Limited and Central Depository Services (India) Limited ;
3. Certified true copy of the certificate dated 22<sup>nd</sup> November, 2022 relating to the extinguishment/destruction of above equity shares in accordance with the provisions of regulation 11(iii) of the Buyback Regulations; and
4. Certified true copy of the Statutory Auditor's Report dated 22<sup>nd</sup> November, 2022 in respect of extinguishment of equity shares of the Company

**Office & Works** : EPIP, Rajabagan, Byrnihat, Meghalaya-793101, Ph : No. - 9436108851

**Corporate Office** : Century House, P-15/1, Taratala Road, 2nd floor, Kolkata -700088

**Guwahati Office** : C/o Star Cement Limited, Mayur Garden, 2nd Floor, Opp. Rajiv Bhawan, GS Road, Guwahati-781005  
Ph : 0361 24612215/16/17, Fax : 0361 2462217

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We request you to take the above on record and accordingly revise the listed capital with the stock exchanges.

Further, we would like to confirm that the above extinguishment has been done as per the provisions of the Buyback Regulations.

This is for your information and records.

Thanking you,  
For **Shyam Century Ferrous Limited**

24-11-2022

X

*Ritu Agarwal*

Ritu Agarwal  
Company Secretary  
Signed by: rituagarwal

**Ritu Agarwal**  
**Company Secretary**



*Encl. As stated*

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## Annexure-A

1. The equity capital structure of the Company, pre and post the Buyback is as under:

(Equity shares have a face value of ₹ 1 each)

Particulars	Pre-Buyback*		Post-Buyback#	
	No. of equity shares	Amount (Rs. in crores)	No. of equity shares	Amount (Rs. in crores)
Authorized Equity Share Capital	22,27,00,000	22.27	22,27,00,000	22.27
Issued, Subscribed and Paid-up Equity Share Capital	22,21,72,990	22.22	21,21,72,990	21.22

2. The shareholding pattern of the Company pre-buyback and Post Buyback is as under:

Particulars	Pre- Buyback*		Post Buyback#	
	No. of equity shares	% of existing equity share capital	No. of equity shares	% of Post-Buyback equity share capital
Promoters and persons acting in Concert (Collectively "the Promoters")	11,52,67,649	51.89%	10,96,90,011	51.70%
Foreign Investors (Including Non Resident Indians, FIIs and Foreign Mutual Funds)	4,46,360	0.20%	4,46,360	0.21%
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions	-	0.00%	-	0.00%
Others (Public, Public Bodies Corporate etc.)	10,64,58,981	47.91%	10,20,36,619	48.09%
<b>Total</b>	<b>22,21,72,990</b>	<b>100.00%</b>	<b>21,21,72,990</b>	<b>100.00%</b>

For Shyam Century Ferrous Limited

24-11-2022

X

*Ritu Agarwal*

Ritu Agarwal  
Company Secretary  
Signed by: rituagarwal

**Ritu Agarwal**  
Company Secretary



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Ph : 0361 24612215/16/17, Fax : 0361 2462217

# National Securities Depository Limited



Ref: II/CA/COM/67993/2022

November 21, 2022

Ms. Rachna Pareek  
Company Secretary  
Shyam Century Ferrous Limited  
EPIP, Rajabagan  
Byrnihat, Ribhoi  
Meghalaya - 793101

## Sub : Buy-back (tender offer)

Madam,

As per the corporate action(s) executed by your R&T Agent/Registry Division viz; Maheshwari Datamatics Private Limited, Equity Shares were credited/debited to the account(s) in the NSDL system, details of which are given below :

ISIN	ISIN Description	D/C	Records	Quantity	Execution Date
INE979R01011	SHYAM CENTURY FERROUS LIMITED EQ	Debit	1	10,000,000.000	21/Nov/2022

You may contact your R&T Agent/ Registry Division for further details in this regard.

Yours faithfully,

**Rakesh Mehta**  
Vice President

Certified to be true Copy

Shyam Century Ferrous Limited

  
Company Secretary

Digitally Signed By  
Name: RAKESH M MEHTA  
Date: 21/11/2022 14:19:28  
Reason: Authentication  
Location: NSDL\_Mumbai

4<sup>th</sup> Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, India  
Tel.: 91-22-2499 4200 | Fax: 91-22-2497 6351 | CIN-U74120MH2012PLC230380 | Email: info@nsdl.co.in | Web: www.nsdl.co.in



## Ritu Agarwal

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**From:** Karan Dudhwadkar /OPS/L PAREL <karand@cdslindia.com> on behalf of CA IPO <caipo@cdslindia.com>  
**Sent:** 24 November 2022 15:05  
**To:** Ritu Agarwal; Debabrata Thakurta; Brij Mohan Jha; jayantiojha  
**Subject:** RE: Confirmation - mail-Capital Updation-CORPORATE ACTION FORM FOR CAPITAL UPDATION AND EXTINGUISHMENT OF SHARES FOR BUYBACK- SHYAM CENTURY FERROUS LIMITED-PART-1

Dear Sir/Madam,

This is to inform you and for your necessary action that your request for updation of capital under corporate action of "BUY-BACK" for your company "SHYAM CENTURY FERROUS LIMITED for ISIN - INE979R01011 having face value of Rs.1/- is updated Successfully and as per our record your existing capital are showing as 21,21,72,990.



**Note** - Please mark all corporate action related mails only to the Id - [caipo@cdslindia.com](mailto:caipo@cdslindia.com). Also note that email id - [caipo1@cdslindia.com](mailto:caipo1@cdslindia.com) & [iepf@cdslindia.com](mailto:iepf@cdslindia.com) have been discontinued from 01/10/2022.

 Central Depository Services (India) Limited

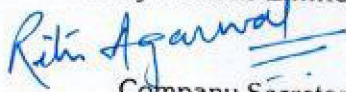
Warm Regards,  
Karan Dudhwadkar  
Operations Dept. Tel (D): 022 23058696  
Central Depository Services (India) Ltd.  
25th Floor, Marathon Futurex,  
N M Joshi Marg, Lower Parel (East),  
Mumbai - 400013.  
[karand@cdslindia.com](mailto:karand@cdslindia.com) | Website: [www.cdslindia.com](http://www.cdslindia.com)

**From:** Ritu Agarwal <rituagarwal@starcement.co.in>  
**Sent:** 24-Nov-2022 12:33  
**To:** Karan Dudhwadkar /OPS/L PAREL <karand@cdslindia.com>; CA IPO <caipo@cdslindia.com>  
**Cc:** Debabrata Thakurta <debabratathakurta@starcement.co.in>; Brij Mohan Jha <brijjha@starcement.co.in>; jayantiojha <jayantiojha@starcement.co.in>  
**Subject:** FW: Capital Updation-CORPORATE ACTION FORM FOR CAPITAL UPDATION AND EXTINGUISHMENT OF SHARES FOR BUYBACK- SHYAM CENTURY FERROUS LIMITED-PART-1

Dear Sir,

Pfa the NSDL Debit confirmation.

Certified to be true Copy

Shyam Century Ferrous Limited  
  
Company Secretary



**CERTIFICATE OF EXTINGUISHMENT OF EQUITY SHARES BOUGHT BACK BY SHYAM CENTURY FERROUS LIMITED ("THE COMPANY")**

This Certificate is being issued in compliance with the requirement of Regulation 11 of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018.

Pursuant to the Public Announcement dated September, 19, 2022 and the Letter of Offer dated October 14, 2022, the Company bought back 1,00,00,000 Equity Shares of Re.1/- each fully paid up from its shareholders holding shares as on September 27, 2022 i.e., Record Date, through Tender Offer method at a price of Rs.28/- per Equity Share. The tendering period opened on Tuesday, October 25, 2022 and closed on Wednesday, November 09, 2022.

The following are the details of Equity Shares accepted under the Buy-Back offer made by the Company and consequently extinguished:

**A. SHARES IN DEMATERIALISED FORM**

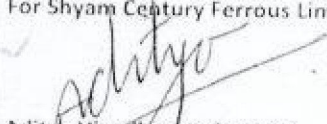

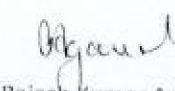

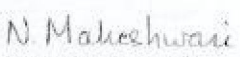


Name of the Depository	DP Name and DP ID	Company's A/c. No.	Date of Extinguishment	Number of Equity Shares Extinguished
National Securities Depository Limited (NSDL)	Eureka Stock & Shares Broking Services Limited [IN302105]	10928324	November 21, 2022	1,00,00,000

**B. SHARES IN PHYSICAL FORM**

Registered Folio No.	Certificate No.	Distinctive Number of Equity Shares (From)	Distinctive Number of Equity Shares (To)	Date of Extinguishment	Number of Equity Shares Extinguished
NIL					

**C. TOTAL NUMBER OF EQUITY SHARES EXTINGUISHED/DESTROYED (A+B): 1,00,00,000**

It is certified that above Equity Shares of the Company were extinguished in compliance with and according to the provisions of the Companies Act, 2013 and the Rules made thereunder, Regulation 11 of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 and Securities and Exchange Board of India (Depository and Participants) Regulations, 1996 and the Bye Laws framed thereunder.

<p>For Shyam Century Ferrous Limited</p>  <p>Aditya Vimalkumar Agrawal Managing Director DIN: 03330313</p> 	<p>For Shyam Century Ferrous Limited</p>  <p>Rajesh Kumar Agarwal Director DIN: 00223718</p> 
<p>For D.K. Chhajer &amp; Co. Chartered Accountants Firm's Registration No. 304138E</p>  <p>Neha Maheshwari Partner Membership No. 308616</p> 	<p>For Maheshwari Datamatics Private Limited</p> <p>MAHESHWARI DATAMATICS PVT. LTD.</p> <p>Compliance Officer</p>  <p>Ravi Bahl Compliance Officer</p>

Date: November 22, 2022  
Place: Kolkata

Certified to be true Copy

Shyam Century Ferrous Limited  
  
Company Secretary



# D. K. CHHAJER & CO.

CHARTERED ACCOUNTANTS

NILHAT HOUSE  
11, R. N. MUKHERJEE ROAD  
GROUND FL., KOLKATA - 700 001  
PHONES : 033 - 2262 7280 / 2262 7279  
TELE - FAX : 033 2230 - 6106  
E-mail : dkchhajer@gmail.com  
kolkata@dkcindia.com

The Board of Directors  
Shyam Century Ferrous Limited  
Village: Lumshnong, P.O. Khaliehriat  
Dist. East Jaintia Hills, Meghalaya-793 210

Statutory Auditors' Certificate with respect to extinguishment of 1,00,00,000 equity shares of Re. 1/- each bought back by Shyam Century Ferrous Limited ("the Company") pursuant to the requirements of Regulation 11 of Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (hereinafter referred to as 'the Regulations')

1. This Certificate is issued in terms of our engagement dated 21 November, 2022.
2. For the purpose of issuing this certificate, we have verified the particulars contained in the attached "Certificate of Extinguishment of Equity Shares bought back by Shyam Century Ferrous Limited" ("the Statement"), prepared by the Company and confirmed by the Company's Registrar and Transfer Agent – Maheshwari Datamatics Private Limited.
3. We are informed by the Company that 1,00,00,000 equity shares of Re. 1/- each have been bought back during the period 25 October, 2022 to 9 November, 2022.
4. In connection with the aforesaid, we have been requested by the Management of the Company to provide a certificate with respect to extinguishment of the above equity shares for submission to the Securities and Exchange Board of India ("SEBI"), National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE").

#### Management's Responsibility for the Statement

5. The preparation of the Statement is the responsibility of the Management of the Company including the creation and maintenance of all accounting and other records supporting its contents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
6. The Management is responsible for extinguishment / cancellation of shares bought back through tender offer for the period 25 October, 2022 to 9 November, 2022 as set out in the Statement in dematerialised form and ensuring compliance with the provisions of the Regulations.



Certified to be true Copy

Shyam Century Ferrous Limited  
*Rishi Agarwal*  
Company Secretary



7. The Management is also responsible for ensuring extinguishment / cancellation of shares and that the Company complies with the requirements of the SEBI Buyback Regulations and the Companies Act, 2013 in relation to buyback of equity shares and for providing all the information to the Securities Exchange Board of India.

#### Auditors Responsibility

8. Our responsibility, for the purpose of this certificate, is to provide a reasonable assurance in the form of an opinion that the extinguishment of equity shares, as per the particulars contained in the Statement, is in compliance with the Regulations.
9. Our engagement involves performing procedures to obtain sufficient appropriate evidence on the above reporting. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the above reporting. Within the scope of our work, we performed the following procedures:
- i. Examined the share extinguishment confirmation received by the Company from National Securities Depository Limited (NSDL) with respect to the shares held in dematerialised form which were bought back;
  - ii. Examined the resolution passed by the Board of Directors of the Company for extinguishment of shares which were bought back; and
  - iii. Examined the report from the share transfer agent on the specific shares bought back.
10. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016), issued by the Institute of Chartered Accountants of India ('the Guidance Note'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
11. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

#### Opinion

12. On the basis of our verification as stated above and according to the information, explanations and representations provided to us by the Management of the Company, we certify that the particulars furnished by the Company in the said Statement, are in agreement with the relevant records and documents maintained by the Company as on the date of the certificate and the extinguishment is in compliance and in accordance with the provisions of the Regulations.

Certified to be true Copy



Shyam Century Ferrous Limited  
*Rishi Agawal*  
Company Secretary



**Restriction on use**

13. This certificate has been issued at the request of the Company solely for use of the Company in relation to submission to the Securities and Exchange Board of India, National Stock Exchange of India Limited and BSE Limited each for the purpose of extinguishment of equity shares and may not be suitable for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this Certificate is shown or into whose hands it may come without our prior consent in writing.

For D. K. Chhajer & Co.  
Chartered Accountants  
Firm Registration No. 304138E

*N. Maheshwari*

**Neha Maheshwari**  
Partner  
Membership No. 308616  
UDIN No.: 22308616BDUHNA7239

Place: Kolkata

Date: 22 November, 2022



Certified to be true Copy

Shyam Century Ferrous Limited

*Pitru Aganwal*  
Company Secretary