



## LLOYDS METALS AND ENERGY LIMITED

Regd. Office and Works : Plot No. A1 & A2, MIDC Industrial Area, Ghugus 442 505, District Chandrapur (MS), Tel : 07172-285398, 07172-285103  
Corporate Office : A2, 2nd Floor Madhu Estate, Pandurang Budhkar Marg, Lower Parel, Mumbai-400013, Tel : +91-22-62918111

www.lloyds.in | CIN: L40300MH1977PLC019594 | investor@lloyds.in

**Date: 28<sup>th</sup> June, 2021**

**To,**  
**BSE Limited**  
The Corporate Relationship Department  
P.J. Towers, 1<sup>st</sup> Floor,  
Dalal Street,  
Mumbai - 400 001

To,  
Head- Listing & Compliance  
**Metropolitan Stock Exchange of India Ltd. (MSEI)**  
Vibgyor Towers, 4th floor,  
Plot No C 62, G - Block,  
Opp. Trident Hotel,  
Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 098

**Sub: Outcome of Meeting of the Committee of Board of Directors pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 09<sup>th</sup> September, 2015**

**Ref: BSE Scrip Code : 512455**  
**BSE and MSEI Scrip ID: LLOYDSME**

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Dear Sir,

With reference to the captioned subject and in terms of the provisions of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Committee of Board of Directors of Lloyds Metals and Energy Limited at their meeting held today i.e. 28<sup>th</sup> June, 2021 has considered and approved the allotment of: **(a)** 9,00,00,000 (Nine Crore) equity shares of the Company of face value of Re. 1/- (Rupee One Only) each at a premium of Rs. 19/- (Rupees Nineteen Only) each ("**Equity Shares**") aggregating to Rs. 180,00,00,000/- (Rupees One Eighty Crore Only); and **(b)** 1,00,00,000 (One Crore) 3%



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Optionally Fully Convertible Debentures (“**OFCDs**”) of face value of Rs. 20/- each at par aggregating to Rs. 20,00,00,000/- (Rupees Twenty Crore Only) convertible at the option of the Debenture Holder (as defined below) into 1,00,00,000 (One Crore) fully paid up equity shares of face value of Re. 1/- (Rupee One Only) each of the Company within a period of 18 months from the date of allotment i.e., each such OFCD shall be converted at the option of the Debenture Holder within a period of 18 months from the date of allotment into one fully paid up equity share of Re. 1/- (Rupee One Only) each of the Company at a price of Rs. 20/- (Rupees Twenty only) (including premium of Rs. 19/- (Rupees Nineteen)) per share being the price which is higher than the price of Rs. 11.43 per share or shall be redeemed compulsorily on the date of expiry of 18 months from the date of allotment in accordance with the provisions of applicable laws to Thriveni Earthmovers Private Limited (“**Allottee**”/“**Debenture Holder**”) (“**Preferential Allotment**”).

*The Preferential Allotment to the Allottee as mentioned above has also triggered an obligation on the Allottee to make an open offer to the equity shareholders of the Company (including the non-promoter non public shareholder of the Company) but excluding the shareholders forming part of the promoter and promoter group of the Company in terms of Regulations 3 and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“**Open Offer**”). Upon completion of the Open Offer, Thriveni Earthmovers Private Limited will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company. In connection with the Open Offer, the Acquirer has filed the: (a) public announcement; (b) detailed public statement; and (c) draft letter of offer, inter alia, with the Securities and Exchange Board of India on 14<sup>th</sup> May, 2021, 21<sup>st</sup> May 2021 and 31<sup>st</sup> May 2021 respectively.*

The Company has passed special resolution in the Annual General Meeting held on 14<sup>th</sup> June, 2021 for the issue of aforesaid Equity Shares and OFCDs. The Company has also received In Principle approval from BSE Limited vide letter no. DCS/PREF/PB/PRE/1265/2021-22 dated 02<sup>nd</sup> June, 2021 and from Metropolitan Stock Exchange of India Limited (MSEI) vide letter no. MSE/LIST/2021/618 dated 02<sup>nd</sup> June, 2021 for the aforesaid preferential issue of Equity Shares and OFCDs.



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Below are the details as required as per Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated 09<sup>th</sup> September, 2015:

### 1. Names of the Investor and other details:

Sr. No.	Name of the Allottee	Category	Type of Securities allotted	No. of Securities allotted
1.	Thriveni Earthmovers Private Limited	*Acquirer (proposed promoter along with the existing members of the promoter and promoter group of the Company)	Equity Shares	9,00,00,000
			Optionally Fully Convertible Debentures (OFCDs)	1,00,00,000

*\*The Preferential Allotment to the Allottee as mentioned above has also triggered an obligation on the Allottee to make an open offer to the equity shareholders of the Company (including the non-promoter non public shareholder of the Company) but excluding the shareholders forming part of the promoter and promoter group of the Company in terms of Regulations 3 and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Open Offer"). Upon completion of the Open Offer, Thriveni Earthmovers Private Limited will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company. In connection with the Open Offer, the Acquirer has filed the: (a) public announcement; (b) detailed public statement; and (c) draft letter of offer, inter alia, with the Securities and Exchange Board of India on 14<sup>th</sup> May, 2021, 21<sup>st</sup> May 2021 and 31<sup>st</sup> May 2021 respectively.*

### 2. Post Allotment of Securities:

- Outcome of Subscription

#### Equity Shares

9,00,00,000 Equity Shares of face value of Re. 1/- per share are allotted on preferential basis at an issue price of Rs. 20/- per share (including Premium



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of Rs. 19/- per share) amounting to Rs. 180,00,00,000/- to Thriveni Earthmovers Private Limited for cash consideration. The Company has received the entire amount of Rs. 180,00,00,000/- (One Eighty Crore) on the allotment of said equity shares.

### OFCDs

1,00,00,000 OFCDs of face value of Rs. 20/- each are allotted on preferential basis at par amounting to Rs. 20,00,00,000/- to Thriveni Earthmovers Private Limited for cash consideration. The Company has received the entire amount of Rs. 20,00,00,000/- (Twenty Crore) on the allotment of said OFCDs.

- **Issue Price/ Allotted Price-  
Equity Shares**

Equity Shares are issued and allotted at a price of Rs. 20/- per share (Face Value Re. 1/- per share + Premium Rs. 19 per share).

### OFCDs

The OFCDs are issued and allotted at the face value of Rs. 20/- each at par.

The price has been fixed in accordance with Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018

- **Number of Investor- One (1)**

### 3. **Details of Conversion/ Redemption of OFCDs:-**

- i. The last and the final date of conversion of OFCDs shall be 27<sup>th</sup> December, 2022 (i.e. shall be converted within 18 months from the date of allotment of OFCDs). The OFCDs shall be converted into 1 fully paid up Equity Share of Re. 1/- each at a price of Rs. 20/- each (including Premium of Rs. 19/- each).
- ii. In case, Debenture holder does not choose to exercise the conversion option before the expiry of 18 months from the date of allotment of OFCD, the OFCDs held by the Debenture holder shall be redeemed compulsorily on the date of expiry of 18 months from the date of allotment in accordance with the provisions of applicable laws and regulations including the provisions of



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Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations and Companies Act, 2013.

The Meeting of the Committee of Board of Directors commenced today at 06: 00 p.m. and concluded at 06:09 p.m.

The above intimation is given to you for your record, Kindly take the note of the same.

Thanking You,  
Yours faithfully,  
**For Lloyds Metals and Energy Limited**

**Sneha Yezarkar**  
**Company Secretary**