



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

TERMS AND CONDITIONS OF OPTIONALLY FULLY CONVERTIBLE DEBENTURES

Aggregate Quantity	6,00,00,000 (Six Crore) Optionally Fully Convertible Debentures ("OFCDs")
Face Value	Rs. 150/- each
Issue Price	Rs. 204.35/- each (Face Value of OFCDs Rs. 150/- each + Premium on OFCDs Rs. 54.35/- each)
Interest Rate & Manner of Computation of Interest	The OFCDs shall not carry interest and no interest will accrue until the time of conversion of OFCDs into Equity Shares.
Overdue Interest	The Company is liable to pay interest at the rate of 9% p.a. on the face value of the OFCDs if the Company fails to convert the OFCDs and in the event the allottee does not exercise the conversion right within the 18 month conversion period, then the OFCDs will be redeemed by the Company within 48 months from the date of allotment and interest will accrue at 9% p.a. on the face value of OFCDs from the expiry of the conversion period of 18 months until redemption of the OFCDs'.
Mode and Terms of Payment	The Company is liable to pay interest at the rate of 9% p.a. on the face value of the OFCDs if the Company fails to convert the OFCDs and in the event the allottee does not exercise the conversion right within the 18 month conversion period, then the OFCDs will be redeemed by the Company within 48 months from the date of allotment and interest will accrue at 9% p.a. on the face value of OFCDs from the expiry of the conversion period of 18 months until redemption of the OFCDs'.
Terms and Period of Conversion of OFCD	Each OFCD shall be converted into Equity Shares at the option of Debenture holder not before 9 months but not later than 18 months from the date of allotment of OFCDs into 1 (one) fully paid-up Equity Share of Re. 1/- each of the Company at a conversion price of Rs. 204.35/- (including premium of Rs. 203.35/-) per share.
Redemption of OFCD	In the event the Debenture holder does not exercise the conversion right within the 18 month conversion period, then the OFCDs will be redeemed by the Company within 48 months from the date of allotment and interest will accrue at 9% p.a. on the face value of OFCDs from the expiry of the conversion period of 18 months until redemption of the OFCDs.



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Redemption Price	At par
Security	The OFCDs shall be unsecured
No Rights of Shareholder	The OFCDs by themselves do not give to the holder thereof any rights of a Shareholder of the Company
Lock IN	The "OFCDs" and the "Equity Shares to be allotted on conversion of OFCDs" shall be subject to a lock-in for such period as specified under Regulation 167 of Chapter V of SEBI (ICDR) Regulations, 2018.
Restrictions on Transferability	The Transferability of the "OFCDs" and of the "Equity Shares to be allotted on conversion of OFCDs" shall be in accordance with the provisions of applicable laws and regulations including Regulation 168 of Chapter V of SEBI (ICDR) Regulations, 2018.

**Certified True Copy
For Lloyds Metals and Energy Limited**

**Trushali Shah
Company Secretary
Date: 20th June, 2022**