

# STELLANT SECURITIES (INDIA) LIMITED

CIN: L67190MH1991PLC064425

Regd. Off.: 305, Floor 3, Plot-208,  
Regent Chambers, Jamnalal Bajaj Marg,  
Nariman Point, Mumbai- 400021.  
Mobile No.8898231554  
Email Id: sellaidspublication@yahoo.in  
Website: www.stellantsecurities.com

Date: 3<sup>rd</sup> August, 2024

To,  
BSE Limited,  
P. J. Towers,  
Dalal Street, Fort,  
Mumbai-400023.

Script Code: 526071

Sub: Notice of AGM for the year ended 31<sup>st</sup> March, 2024

Ref: Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of 33<sup>rd</sup> AGM for the Financial Year 2023-24. The 33<sup>rd</sup> AGM of the Company is scheduled to be held on Monday, 26<sup>th</sup> August, 2024 at 9.00 a.m. at the Registered Office of the Company at 305, Floor 3, Plot-208, Regent Chambers, Jamnalal Bajaj Marg, Nariman Point- 400021.

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Notice of 33<sup>rd</sup> AGM for the Financial Year 2023-24 have been sent through electronic mode to all the Members whose email addresses are registered with the Company / Registrar & Share Transfer Agent or Depositories.

This is for your information and records.

Thanking you,

Yours faithfully,

For STELLANT SECURITIES (INDIA) LIMITED,

*ms Res*  
(MANGALA RATHOD)

Whole-time Director

DIN: 02170580

***STELLANT SECURITIES  
( INDIA ) LIMITED  
AGM NOTICE  
2023-2024***

# STELLANT SECURITIES (INDIA) LIMITED

CIN: L67190MH1991PLC064425

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Regd. Off.: 305, Floor 3, Plot-208, Regent Chambers  
Jamnalal Bajaj Marg, Nariman Point  
Mumbai – 400021.  
Ph. No.: 022-2206 1606  
Email Id: sellaidspublicaion@yahoo.in

## NOTICE

NOTICE is hereby given that the Thirty Third (33rd) Annual General Meeting of the members of Company will be held on Monday, 26<sup>th</sup> August, 2024 at 9.00 a.m. at the Registered Office of the Company at 305, Floor 3, Plot-208, Regent Chambers, Jamnalal Bajaj Marg, Nariman Point- 400021 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2024 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Bhavesh Bafna (DIN: 02402307), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

3. **Appointment of Mr. Suhas Ashok Kadam (DIN: 10521378) as an Independent Director of the Company not liable to retire by rotation**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:-

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150 & 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Suhas Ashok Kadam (DIN: 10521378), who was appointed as an Additional and Independent Director of the Company by the Board of Directors on recommendation of Nomination and Remuneration Committee, with effect from 28<sup>th</sup> May, 2024, pursuant to provisions of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company and whose term of office expires at this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as

an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five consecutive years upto 27<sup>th</sup> May, 2029.”

**BY ORDER OF THE BOARD,  
STELLANT SECURITIES (INDIA) LTD.**

Place: Mumbai  
Date: 11<sup>th</sup> July, 2024

**(MANGALA RATHOD)  
WHOLE-TIME DIRECTOR  
DIN: 02170580**

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY IN ORDER TO BE VALID AND EFFECTIVE, MUST BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. As per Section 105 of the Companies Act, 2013 and relevant rules made there under, a person can act as a proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than 10% (ten percent) of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Members/Proxies should bring the enclosed Attendance Slip duly filled in, for attending the meeting and the proxy holder should prove his identity at the time of attending the meeting. A Proxy Form which does not state the name of the Proxy shall be considered as invalid.
4. Corporate members intending to send their authorised representative to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Individual Shareholders can avail of the facility of nomination. The nominee shall be the person in whom all rights of transfer and/or amount payable in respect of the shares shall vest in the event of the death of the share holder(s). A minor can be a nominee provided the name of the guardian is given in the Nomination Form. The facility of nomination is not available to non-individual shareholders such as Bodies Corporate, Kartas of Hindu Undivided Families, Societies,

Trusts and holders of Power of Attorney. For further details, please contact the Company's registered office/RTA.

7. Members are requested to:
  - (a) intimate to the Company's registered office or to RTA, changes, if any, in their respective addresses along with Pin Code Number at an early date:
  - (b) Quote Folio Numbers in all their correspondence:
  - (c) Consolidate holdings in to one folio in case of multiplicity of Folios with names in identical orders.
8. Queries on accounts and operations of the Company, if any, may please be sent to the Company at least seven days in advance of the meeting so that the answers may be made readily available at the Meeting.
9. SEBI vide its Circular dated January 25, 2022 has mandated that the listed companies shall henceforth issue the securities in dematerialized form only, while processing service requests such as issue of duplicate share certificates, transmission, transposition, etc. Accordingly, Members who still hold shares in physical form are advised to dematerialize their holdings.
10. The relevant Explanatory Statements pursuant to Section 102(1) of the Companies Act, 2013, in respect of item Nos. 3 of the Notice as set out above, is annexed hereto and forms part of the Notice.
11. Brief profile and other additional information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standards on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, in respect of Director seeking re-appointment/appointment, is annexed to this Notice.
12. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, 20<sup>th</sup> August, 2024 to Monday, 26<sup>th</sup> August, 2024 (both days inclusive) for the purpose of Annual General Meeting of the Company.
13. In compliance with Ministry of Corporate Affairs ('MCA') General Circular No. No. 9/2023 dated September 25, 2023, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 2/2022 dated May 5, 2022, General Circular No. 02/2021 dated January 13, 2021, MCA General Circular No. 20/2020 dated May 5, 2020 read together with MCA General Circular Nos. 14 & 17/2020 dated April 8, 2020 and April 13, 2020 respectively, and Securities and Exchange Board of India ('SEBI') Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023, SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, the notice of the 33<sup>rd</sup> AGM along with the Annual Report 2023-24 are being sent only by electronic mode to those Members whose

e-mail addresses are registered with the Company/ Depositories. Members may please note that this Notice and Annual Report 2023-24 will also be available on the Company's website at [www.stellantsecurities.com](http://www.stellantsecurities.com) and website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).

#### 14. VOTING THROUGH ELECTRONIC MEANS:

In compliance with Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility as an alternative mode of voting which will enable the members to cast their vote electronically. The members may cast their vote using an electronic voting system from a place other than the venue of the AGM ("remote e-voting"). Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting.

The facility for voting through polling paper shall be made available at the AGM and the members attending the AGM who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

#### **The instructions for members for remote e-voting are as under:**

- (i) The voting period begins on Friday, 23<sup>rd</sup> August, 2024 at 9.00 a.m. IST and ends on Sunday, 25<sup>th</sup> August, 2024 at 5.00 p.m. IST. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) Monday, 19<sup>th</sup> August, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is</li> </ol>

	<p>available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS” “Portal” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote</li> </ol>



	during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- (v) Login method for e-Voting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p style="text-align: center;">?</p> <p>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</p>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p style="text-align: center;">?</p> <p>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</p>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [sellaidspublication@yahoo.in](mailto:sellaidspublication@yahoo.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

(xvii) If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

15. Once the vote on a resolution is cast by the shareholder through remote e-voting, the shareholder shall not be allowed to change it subsequently.
16. The voting right of the shareholders shall be in proportion to their shares in the paid up equity capital of the Company as on the cut-off date.
17. A copy of this notice is placed on the website of the Company and the website of CDSL.
18. Mrs. Jayshree A. Lalpuria, Practicing Company Secretary (Certificate of Practice Number 7109) has been appointed as scrutinizer for conducting the e-voting in fair and transparent manner.
19. The Scrutinizer shall after the conclusion of the voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not later than 3 days of the conclusion of AGM, a consolidated Scrutinizer Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by the chairman in writing, who shall countersign the same and declare the result of the voting forthwith.
20. The result declared along with the Scrutinizer's Report shall be placed on the Company's website - [www.stellantsecurities.com](http://www.stellantsecurities.com) and the website of CDSL within two days of passing the resolutions at the AGM of the Company and communicated to BSE Ltd.

**21. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by writing to the Company's Registrar and Share Transfer Agent, M/s. Link Intime India Private Limited. at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).

**BY ORDER OF THE BOARD,  
STELLANT SECURITIES (INDIA) LTD.**

Place: Mumbai  
Date: 11<sup>th</sup> July, 2024

**(MANGALA RATHOD)  
WHOLE-TIME DIRECTOR  
DIN: 02170580**

**EXPLANATORY STATEMENT**

**The following Explanatory Statements, pursuant to Section 102 of the Companies Act, 2013 ("Act"), set out all material facts relating to the business mentioned at Item No. 3 of the accompanying Notice dated 11<sup>th</sup> July, 2024:**

**Item no: 3**

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company had appointed, Mr. Suhas Ashok Kadam as an Additional Director and also an Independent Director of the Company not liable to retire by rotation, for a term of 5 years i.e. from 28th May, 2024 to 27th May, 2029, subject to approval of the Members. Pursuant to Section 161(1) of the Companies Act, 2013 (hereinafter referred to as the "Act") and Articles of Association of the Company, he holds office upto the date of the ensuing Annual General Meeting. A notice in writing under Section 160 of the Act, has been received from a member signifying his candidature for the office of Independent Director of the Company. Mr. Suhas Ashok Kadam is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Section 149 of the Act inter alia stipulates the criteria of independence should a company propose to appoint an Independent Director on its Board. As per the said Section 149, an Independent Director can hold office for a term upto 5 (five) consecutive years on the Board and he shall not be included in the total number of Directors for retirement by rotation. As per Section 150(2) of the Act, the appointment of Independent Director shall be approved by the members at the general meeting.

The Company has received a declaration from Mr. Suhas Ashok Kadam that he meets the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Act.

In the opinion of the Board, Mr. Suhas Ashok Kadam fulfills the conditions for his appointment as an Independent Director as specified in the Act and is independent of management.

Keeping in view his expertise and knowledge, the Board considers that his continued association would be of immense benefit to the Company and hence, it is desirable to appoint him as the Independent Director of the Company for the term of 5 (five) years, not liable to retire by rotation.

Copy of the draft letter for appointment of Mr. Suhas Ashok Kadam setting out the terms and conditions is available for inspection by members at the Registered Office of the Company during normal business hours on any working day.

Apart from Mr. Suhas Ashok Kadam, none of the other Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding.

The Board commends the Special Resolution set out at Item No. 3 of the Notice for approval by the shareholders.

Details of Mr. Suhas Ashok Kadam are provided in the "Annexure" to this Notice.

**BY ORDER OF THE BOARD,  
STELLANT SECURITIES (INDIA) LTD.**

Place: Mumbai  
Date: 11<sup>th</sup> July, 2024

**(MANGALA RATHOD)  
WHOLE-TIME DIRECTOR  
DIN: 02170580**

**Disclosure relating to Directors seeking appointment/re-appointment pursuant to Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard 2 on General Meetings:**

<b>Particulars</b>	<b>Mr. Bhavesh Bafna</b>	<b>Mr. Suhas Ashok Kadam</b>
<b>Age</b>	42 years	38 years
<b>Qualification</b>	B.Com.	12 <sup>th</sup>
<b>Experience</b>	Stock Market Trading Operations & Client Acquisition	7 years of experience in the field of accounts, finance and taxation
<b>Terms &amp; Conditions of appointment/ re-appointment and Remuneration to be paid</b>	Re-appointment as Director liable to retire by rotation	Appointment as (Additional) Independent Director for a period of 5 years w.e.f. 28.05.2024 and not liable to rotation.
<b>Remuneration last drawn</b>	Nil	NA
<b>Date of first appointment on Board</b>	10.11.2008	28.05.2024
<b>Shareholding in the Company</b>	Nil	Nil
<b>Relationship with other Directors/Manager/Key Managerial Personnel</b>	Nil	Nil
<b>Number of Board Meetings attended during 2023-24</b>	5	NA
<b>List of Companies in which outside Directorships held as on 31<sup>st</sup> March, 2024</b>	Stellant Stock Broking Private Limited	Nil
<b>Chairman / Member of the Committees of other Companies on which he / she is a Director as on 31<sup>st</sup> March, 2024</b>	Nil	Nil

**STELLANT SECURITIES (INDIA) LIMITED**

305, Floor 3, Plot-208, Regent Chambers, Jamnalal Bajaj Marg, Nariman Point- 400021

CIN: L67190MH1991PLC064425

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**ATTENDANCE SLIP**

(Annual General Meeting)

Folio No. /DP ID No. & Client ID No. ....

No. of shares held.....

I hereby record my presence at the 33<sup>rd</sup> Annual General Meeting of the Company held on Monday, 26<sup>th</sup> August, 2024 at 9.00 a.m. at the Registered Office of the Company at 305, Floor 3, Plot-208, Regent Chambers, Jamnalal Bajaj Marg, Nariman Point- 400021

Member's Name: .....

Proxy's Name: .....

\_\_\_\_\_  
Member's/ Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the Hall.



**STELLANT SECURITIES (INDIA) LIMITED**

305, Floor 3, Plot-208, Regent Chambers, Jamnalal Bajaj Marg, Nariman Point- 400021

CIN: L67190MH1991PLC064425

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**MGT-11**

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):

Email ID:

Registered Address:

Folio No. /DP ID & Client ID:

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature: , or failing him

2. Name:

Address:

E-mail Id:

Signature: , or failing him

3. Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33<sup>rd</sup> Annual General Meeting of the Company, to be held on Monday, 26<sup>th</sup> August, 2024 at 9.00 a.m. at the Registered Office of the company at 305, Floor 3, Plot-208, Regent Chambers, Jamnalal Bajaj Marg, Nariman Point- 400021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description of Resolution	Vote*	
		For	Against
1	Adoption of Financial Statements for the year ended 31 <sup>st</sup> March, 2024 together with the reports of the Directors and Auditor thereon.		

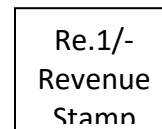
2	Appointment of a Director in place of Mr. Bhavesh Bafna (DIN: 02402307), who retires by rotation and being eligible, offers himself for re-appointment.		
3.	Appointment of Mr. Suhas Ashok Kadam (DIN: 10521378) as an Independent Director of the Company not liable to retire by rotation for a first term of 5 years.		

\*It is optional to indicate your preference. If you leave the 'for or against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Signed this \_\_\_\_ day of August, 2024

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_



**Note:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. The form should be signed across the stamp as per specimen signature registered with the Company.
3. A Proxy need not be a member of the Company.

# ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING

