

# STEL Holdings Limited

(CIN: L65993KL1990PLC005811)

Regd. Office: 24/1624 Bristow Road, Willingdon Island, Cochin 682 023

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September 28, 2023

<p>The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex Bandra (E), Mumbai, Maharashtra - 400051 <b>Symbol- STEL</b></p>	<p>The Secretary Bombay Stock Exchange Limited Corporate Relationship Department 1<sup>st</sup> Floor, New Trading Ring, Rotunda Building P.J. Towers, Dalal Street, Fort, Mumbai Maharashtra - 400001 <b>Symbol- 533316</b></p>
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Dear Sir / Madam,

**Sub: Brief Proceedings of the 33<sup>rd</sup> Annual General Meeting of the Company held on Thursday, September 28, 2023 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) deemed to be held at its Registered Office at 24/1624, Bristow Road, Willingdon Island, Cochin 682003**

Pursuant to Regulation 30 read with Para A of Part A in Schedule III of the Listing Regulations, we enclose herewith the brief of the proceedings of the Thirty Third Annual General Meeting (AGM) of the Company held on **Thursday, September 28, 2023 at 12.00 Noon (IST)** through Video Conference (VC) or Other Audio-Visual Means (OAVM) as **Annexure A.**

You are requested to take the same on records.

Thanking You,

Yours faithfully,

**For STEL Holdings Limited**

**Lakshmi P.S**  
**Company Secretary and Compliance Officer**

Encl : as above

## **Annexure A**

### **Proceedings of the 33<sup>rd</sup> Annual General Meeting (AGM) of the Company**

The Thirty Third Annual General Meeting ('AGM') of STEL Holdings Limited ('the Company'), was held on **Thursday, September 28, 2023** at **12.00 Noon** (IST) through Video Conference (VC) or Other Audio-Visual Means (OAVM).

Mr. Alok Kalani, Non-Executive Director and Chairperson of the Stakeholders' Relationship Committee of the Company, chaired the meeting as Chairperson of the Board, Mr. Kaushik Roy was not able to chair the meeting due to health issues. The Chairman after ascertaining the quorum, called the meeting to order at 12.00 Noon and commenced the proceedings by welcoming the Members to the AGM. He informed the Members that, the 33<sup>rd</sup> Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means, in accordance with various circulars issued by the Ministry of Corporate Affairs and SEBI Listing Regulations.

Chairman confirmed the presence of following Directors who were present at the 33<sup>rd</sup> Annual General Meeting through Video Conference (VC) or Other Audio-Visual Means (OAVM) from their respective locations:

1. Mr. Abraham Ittyipe, Whole-time Director
2. Mr. Umang Kanoria, Independent Director, Chairman of the Audit Committee & Nomination and Remuneration Committee
3. Mr. Kaushik Roy, Non-Executive Non- Independent Director
4. Mr. H. C Dalal, Independent Director
5. Mr. Prem Kapil, Independent Director
6. Mr. Mahesh Narayanaswamy, Non Executive Non- Independent Director
7. Ms. Iram Hassan, Independent Director

Ms. Lakshmi P.S, Company Secretary and Mr. Sivaram Neelakantan Krishnan, Chief Financial Officer were in attendance.

The Chairman further informed that the representatives of Statutory Auditors "M/s. G Joseph & Associates", Secretarial Auditors "M/s. SEP & Associates" and Scrutinizer "M/s. MDS & Associates" were also attending the meeting.

A Total of 47 (Forty Seven) Members holding 11850968 (One Crore Eighteen Lakh Fifty Thousand Nine Hundred and Sixty Eight) shares were present at the AGM through the VC/OAVM facility provided through WebEx facility of Central Depository Services Limited (CDSL).

Chairman then mentioned about the total number of Corporate Authorisations received by the company. He also informed that there is no proxy facility available for the meeting.

Thereafter, the Chairman informed that the Notice of the 33<sup>rd</sup> Annual General Meeting was already sent to the Members in accordance with the circulars issued by the MCA and SEBI and therefore was taken as read.

He then mentioned that the Statutory Auditor's Report and Secretarial Auditor's Report did not contain any qualification, observation or adverse comments, hence, it was not required to read the Auditor's Report and Secretarial Auditor's Report and was taken as read.

The Chairman addressed the members *inter-alia*, highlighting the financial performance and operations of the Company.

Ms. Lakshmi P.S, Company Secretary of the Company greeted and informed the Members that the Company had provided the facility of 'remote e-voting' for voting on the resolutions contained in the 33<sup>rd</sup> Notice calling the AGM, which commenced on Monday, September 25, 2023 and concluded on Wednesday, September 27, 2023. She then informed that the Company had also provided the facility to vote at the meeting through the e-voting platform of CDSL to those Members who did not exercise their right to vote through remote e-voting. She informed that since this meeting is being held through Video Conference/Other Audio Visual Means and the resolutions mentioned in the Notice convening this meeting have already been put to the vote through "remote e-voting" there is no proposing and seconding of resolutions.

She further informed that Mr. M. D Selvaraj, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore was present as the Scrutinizer for remote e-voting as well as e-voting at the AGM and the Scrutinizer would hand over the combined report on voting within two working days of conclusion of the AGM, which shall be filed with the stock exchanges and uploaded on the website of the Company and that of CDSL.

The Chairman then invited the Members who had registered themselves in advance by sending request from their registered email id to express their views/raise queries at the AGM. The Chairman replied to the queries raised at the AGM by the registered members.

The Chairman thanked the Members for attending the Meeting and declared the meeting as concluded and informed that those Members who have not voted through remote e-voting may cast their votes during next 15 minutes and authorised the Company Secretary of the Company to receive the voting results and intimate same to the stock exchanges.

Items of business as mentioned in the Notice convening the AGM, which were put to vote through remote e-voting and voting at the AGM:

<b>Sr. No</b>	<b>Business Conducted at the AGM</b>	<b>Type of Resolution</b>
1	<b><u>Ordinary Business</u></b> Adoption of : a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors' and the Auditors' thereon; and	Ordinary

	b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors' thereon.	
2	To appoint a director in the place of Mr. Mahesh Narayanaswamy (DIN: 01449684) who retires by rotation in terms of Section 152 (6) of the Companies Act,2013, and being eligible, offers himself for re-appointment.	Ordinary
3	<p><b><u>Special Business</u></b></p> <p>Appointment of Ms. Iram Hassan (DIN :10183873) as an Independent Woman Director of the Company for a first term of five consecutive years effective from August 25, 2023.</p>	Special

The AGM concluded at 12.48 p.m. including the time provided for e-voting at the AGM.

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