

# STEL Holdings Limited

(CIN: L65993KL1990PLC005811)

Regd. Office: 24/1624, Bristow Road, Willingdon Island, Cochin - 682003, Kerala

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Email: [secretarial@stelholdings.com](mailto:secretarial@stelholdings.com) Website: [www.stelholdings.com](http://www.stelholdings.com)

27<sup>th</sup> September, 2018

The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex Bandra (E), Mumbai, Maharashtra – 400051 <u>Symbol: STEL</u>	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 <u>Scrip Code: 533316</u>
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Dear Sir / Madam,

Sub: Submission of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 28<sup>th</sup> Annual General Meeting of the Company held on 26<sup>th</sup> September, 2018

This is to inform that the 28<sup>th</sup> Annual General Meeting of the Company was duly held on Wednesday the 26<sup>th</sup> day of September, 2018 at 2:00 P.M at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin-682 016, Kerala, India and all the resolutions in the Notice of the Annual General Meeting dated August 3, 2018 have been duly passed by the shareholders.

A copy of the combined Scrutinizer Report on remote e-voting and poll conducted at the venue of the 28<sup>th</sup> Annual General Meeting is also attached herewith.

The afore mentioned information is available on the web site of the Company at [www.stelholdings.com](http://www.stelholdings.com) and on the web site of CDSL India Ltd. at [www.evotingindia.com](http://www.evotingindia.com).

Kindly take this intimation on record.

For **STEL Holdings Limited**

  
**ABRAHAM IFFY IPE**

Manager

Encl: As above



*MDS & Associates*  
Company Secretaries in Practice

*M.D. Selvaraj* M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755. Fax : 0422-2314792. E-mail : mds@mdsservices.in. Web : www.mdsservices.in

**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL**  
**(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and**  
**Rule 21 of the Companies (Management and Administration) Rules, 2014 – as amended)**

To  
The Chairman  
28<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**M/s. STEL HOLDINGS LIMITED**  
(CIN: L65993KL1990PLC005811)  
Held on Wednesday the 26<sup>th</sup> day of September, 2018 at 02:00 PM at  
Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road,  
Cochin-682 016, Kerala, India

Dear Sir,

Sub: **Passing of Resolution through Remote E-voting Process and through Poll**  
**conducted at the 28<sup>th</sup> Annual General Meeting of M/s. STEL Holdings Ltd**  
**held on 26<sup>th</sup> August, 2018**

I, M D Selvaraj, FCS Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore, Tamilnadu have been appointed by the Board of Directors of M/s. STEL HOLDINGS LIMITED ("the Company") as the Scrutinizer for the remote e-voting process held between Sunday, the 23<sup>rd</sup> day of September, 2018 at 9:00 AM till Tuesday the 25<sup>th</sup> day of September, 2018 at 5:00 PM and for the poll taken at the 28<sup>th</sup> Annual General Meeting of the Company held on Wednesday the 26<sup>th</sup> day of September, 2018 at 02:00 PM at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin-682 016, Kerala, India, on the Resolution(s) set out under Item No.1 to Item No.3 in the Notice convening the said 28<sup>th</sup> Annual General Meeting dated 3<sup>rd</sup> August, 2018.

**Responsibility of the Management**

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 28<sup>th</sup> Annual General Meeting dated 3<sup>rd</sup> August, 2018.



**Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 28<sup>th</sup> Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No(s).1 to 3 in the Notice convening the 28<sup>th</sup> Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 28<sup>th</sup> Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 27<sup>th</sup> September, 2018 on the remote e-voting process and also a separate Scrutinizer's Report dated 27<sup>th</sup> September, 2018 in the prescribed Form No.MGT-13 on the Poll taken at the 28<sup>th</sup> Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary BusinessResolution No: 1**Ordinary resolution**

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March, 2018 together with the Reports of the Board of Directors and Auditors thereon.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	39	92,76,130	100.00
Poll	6	48	100.00
Total Voting	45	92,76,178	100.00

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

**INVALID VOTES**

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	2
Total Voting	1	2



**Ordinary Business**

**Resolution No: 2**

**Ordinary resolution**

Re-appointment of Mr. Sunil Bhandari (DIN: 00052161) as a Director on retirement by rotation.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	39	92,76,130	100.00
Poll	6	48	100.00
<b>Total Voting</b>	<b>45</b>	<b>92,76,178</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	2
<b>Total Voting</b>	<b>1</b>	<b>2</b>



**Ordinary Business**

**Resolution No: 3**

**Ordinary resolution**

Approval for continuation of the appointment of M/s. J Krishnan & Associates, Chartered Accountants, (Registration No.: 001523S) as Statutory Auditors of the Company without ratification till the conclusion of the 32<sup>nd</sup> Annual General Meeting to be held in the year 2022 and to authorize the Board of Directors to fix their remuneration as may be recommended by the Audit Committee.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	37	92,75,745	100.00
Poll	6	48	100.00
<b>Total Voting</b>	<b>43</b>	<b>92,75,793</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	385	Negligible
Poll	0	0	0.00
<b>Total Voting</b>	<b>2</b>	<b>385</b>	<b>Negligible</b>

**INVALID VOTES**

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	2
<b>Total Voting</b>	<b>1</b>	<b>2</b>

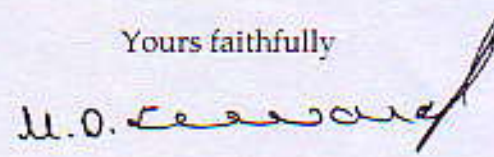
Based on the Scrutinizer's Report  
Resolution(s) No(s).1 to 3 have been  
passed with requisite majority

**For STEL HOLDINGS LIMITED**

  
**ABRAHAM ITTY IPE**  
**MANAGER**

Date : 27<sup>th</sup> September, 2018  
Place : Coimbatore

Yours faithfully



**MDS & ASSOCIATES**  
Prop : M.D.SELVARAJ M.Com, MBA,FCS,  
COMPANY SECRETARY IN PRACTICE  
FCS - 960, CP - 411  
"SURYA" 35, MAYFLOWER AVENUE  
SOWRIPALAYAM ROAD, COIMBATORE - 641 028