

# STEL Holdings Limited

(CIN: L65993KL1990PLC005811)

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

**Ph:** 0484 6624335, 6624362 **Fax:** 0484 - 2668024

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

October 1, 2016

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: Consolidated Voting Results along with the Scrutinizer's Report for the 26<sup>th</sup> Annual General Meeting of the Company pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 26<sup>th</sup> Annual General Meeting of the Company was held on September 30, 2016, at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin 682 016, at 2.30 P.M. and the businesses as mentioned in the Notice of AGM were transacted.

Pursuant to regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Consolidated Voting Results of the businesses transacted at the Annual General Meeting along with the Scrutinizer's Report

You are requested to kindly note and take the same into your records.

For **STEL HOLDINGS LIMITED**



**AUTHORISED SIGNATORY**

Encl: As above





**COMBINED SCRUTINIZER REPORT FOR REMOTE E - VOTING AND POLL FOR  
M/s STEL HOLDINGS LIMITED**

To  
The chairman  
M/s. STEL Holdings Limited  
24/1624, Bristow Road,  
Willingdon Island,  
Cochin - 682003

Ref: 26<sup>th</sup> Annual General Meeting of Equity Shareholders of M/s. STEL Holdings Limited held on Friday, September 30, 2016 at 2.30 p.m at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Kochi – 682 016

Dear Sir,

I, CS Pradeep P C, Practising Company Secretary holding Membership Number: FCS – 5170 and Certificate of Practise Number: 3905, Partner, ABP & Associates, Company Secretaries, ARTIS House, Behind Kuruvithadam, Surabhi Road, NH Bye pass, Edappally, Kochi – 682 024 have been appointed as the scrutinizer by:

- The Board of Directors of M/s. STEL Holdings Limited vide resolution dated August 1, 2016 pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between September 27, 2016 at 09.00 AM to September 29, 2016 at 05.00 PM.
- The chairman of the 26<sup>th</sup> Annual General Meeting (AGM) on Poll under the provision of section 109 of the Companies Act, 2013 read with rule 21 of the Companies Management and Administration) Rules, 2014 on the Resolution contained in the Notice of the 26<sup>th</sup> AGM of the members of the company, held on Friday, September 30, 2016 at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Kochi – 682 016.

Based on Poll conducted using ballot paper at the AGM Venue and from the data downloaded from the Official website of the Central Depository Services (India) Limited for the E- voting process, we now submit combined report (E- Voting and Poll) as under:



**For ABP & ASSOCIATES**

*Pradeep P.C.*  
**PRADEEP P.C.**  
Company Secretary  
FCS 5170  
CP No: 3905

**Item No: 1 - Adoption of Audited Balance Sheet as at March 31, 2016, the statement of profit and Loss for the year ended on that date and the report of the Directors and Auditors and the consolidated Audited Financial Statement for the year ended March 31, 2016 (Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

No. of members voted in E-Voting	No. of votes cast (shares) E - voting	No. of members / Proxies voted - Poll	No. of votes cast (shares)- Poll	Total No. of votes cast through E-voting & Poll	% of total number of valid votes cast
45	5639392	17	3640520	9279912	100

(ii) Voted **against** the resolution:

No. of members voted in E-Voting	No. of votes cast (shares) E - voting	No. of members / Proxies voted - Poll	No. of votes cast (shares)- Poll	Total No. of votes cast through E-voting & Poll	% of total number of valid votes cast
1	50	0	0	50	0

(iii) **Invalid** Votes:

No. of members voted in E-Voting	No. of votes cast (shares) E - voting	No. of members / Proxies voted - Poll	No. of votes cast (shares)- Poll	Total No. of votes cast through E-voting & Poll
0	0	18	434	434

Vote casted in both E- Voting and Poll at the AGM by the same shareholder are considered as invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to item no 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.**



**For ABP & ASSOCIATES**

*[Signature]*  
**PRADEEP P.C.**  
 Company Secretary  
 FCS 5170  
 CP No: 3905



**Item No: 2 - Reappointment of Director Shri. Anant vardhan Goenka (DIN – 02089850) who retires by rotation (Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

No. of members voted in E-Voting	No. of votes cast (shares) E - voting	No. of members / Proxies voted - Poll	No. of votes cast (shares)- Poll	Total No. of votes cast through E-voting & Poll	% of total number of valid votes cast
45	5639392	17	3640520	9279912	100

(ii) Voted **against** the resolution:

No. of members voted in E-Voting	No. of votes cast (shares) E - voting	No. of members / Proxies voted - Poll	No. of votes cast (shares)- Poll	Total No. of votes cast through E-voting & Poll	% of total number of valid votes cast
1	50	0	0	50	0

(iii) **Invalid** Votes:

No. of members voted in E-Voting	No. of votes cast (shares) E - voting	No. of members / Proxies voted - Poll	No. of votes cast (shares)- Poll	Total No. of votes cast through E-voting & Poll
0	0	18	434	434

Vote casted in both E- Voting and Poll at the AGM by the same shareholder are considered as invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to item no 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.**



**For ABP & ASSOCIATES**

*Pradeep P.C.*  
**PRADEEP P.C.**  
 Company Secretary  
 FCS 5170  
 CP No: 3905

**Item No: 3 -Ratification of appointment of M/s G. Joseph & Associates as Statutory Auditor and to fix their remuneration**

(i) Voted in **favour** of the resolution:

No. of members voted in E-Voting	No. of votes cast (shares) E - voting	No. of members / Proxies voted - Poll	No. of votes cast (shares)- Poll	Total No. of votes cast through E-voting & Poll	% of total number of valid votes cast
45	5639392	17	3640520	9279912	100

(ii) Voted **against** the resolution:

No. of members voted in E-Voting	No. of votes cast (shares) E - voting	No. of members / Proxies voted - Poll	No. of votes cast (shares)- Poll	Total No. of votes cast through E-voting & Poll	% of total number of valid votes cast
1	50	0	0	50	0

(iii) **Invalid** Votes:

No. of members voted in E-Voting	No. of votes cast (shares) E - voting	No. of members / Proxies voted - Poll	No. of votes cast (shares)- Poll	Total No. of votes cast through E-voting & Poll
0	0	18	434	434

Vote casted in both E- Voting and Poll at the AGM by the same shareholder are considered as invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to item no 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.**



**For ABP & ASSOCIATES**

*Pradeep P.C.*  
**PRADEEP P.C.**  
 Company Secretary  
 FCS 5170  
 CP No: 3905

The relevant records relating to E- Voting and Poll were sealed and handed over to the Manager for safe keeping.

Thanking you,

Yours faithfully,

For **ABP & Associates**,  
Company Secretaries

**For ABP & ASSOCIATES**

**P.C.Pradeep**  
CP No.3905  
FCS No. 5170

  
**PRADEEP P.C.**  
Company Secretary  
FCS 5170  
CP No:3905

