

STEL Holdings Limited

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

This Familiarization Program ("the Program") for Independent Directors of STEL Holdings Limited ("the Company") has been adopted by the Board of Directors pursuant to Clause 49 of the Listing Agreement.

1. Purpose

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

2. Familiarization Process

- 2.1. The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company;
- 2.2. Such programs / presentations will provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time;
- 2.3. the programs / presentations shall also familiarize the Independent Directors with their roles, rights and responsibilities;
- 2.4. The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time; and

2.5. The Company may conduct an introductory familiarization program/presentation, when a new Independent Director comes on the Board of the Company.

3. Disclosure of the Policy

This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

4. Review of the Program

The Board will review this Program and make revisions as may be required.

The familiarization program has been approved by the Board of Directors of the Company at its meeting held on May 29, 2015.

DETAILS OF FAMILIARIZATION PROGRAMME CONDUCTED FOR INDEPENDENT DIRECTORS

Pursuant to the Company's Policy on Familiarization Programme for Independent Directors read together with SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015, ("the SEBI Regulations"), the Company through its Whole Time Director, Key Managerial Personnel, etc. had made various presentations at the Board Meetings to the Directors covering inter alia, the financial performance, business overview, strategy, risk management, etc. The Programmes are aimed to provide insights into the Company to enable the Directors to take well informed timely decisions and contribute to the Company.

Duration of each programmes ranges between 30 minutes to 1 hours each.

Pursuant to Regulation 46 (2) (i) of the Listing Regulations, details of such familiarization programmes attended by Independent Directors are given below:

Particulars	Financial Year	Name of Independent Director				
		Umang Kanoria	H C Dalal	Kusum Dadoo*	Prem Kapil	Suhana Murshed*
No of Programme(s) Attended	2020-21	4	4	3	4	NA
	2021-22	4	4	NA	4	4
	Cummulative till date	8	8	3	8	4
No of hours spent in the programme (s) attended	2020-21	2.00	2.00	1.5	2.00	NA
	2021-22	2.00	2.00	NA	2.00	2.00
	Cummulative till date	4.00	4.00	1.5	4.00	2.00

Note:

*Mrs. Kusum Dadoo resigned w.e.f. 04.02.2021 and Mrs. Suhana Murshed was appointed w.e.f. 29.04.2021.