

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Stel Holdings Limited**  
 2. Quarter ending - **30-Sep-2022**

**i. Composition Of Board Of Director**

Title (Mr. / Ms)	Name of the Director	DIN	PAN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1 A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities included in this listed entity [in reference to Regulation 17 A (1)]	No. of Independent Directorship in listed entities included in this listed entity	No. of memberships in Audit/ Stakeholder Committee(s) included in this listed entity	No. of posts of Chairperson in Audit / Stakeholder Committee	Memberships in Committees of the Company	Remarks	

																		gulation 17 A (1)]			held in listed identities including this listed identity		
Mr.	Pr em K ap il	0 6 9 2 1 6 0 1	A F M P K 0 3 9 1 P	ID		0 1 - 0 c t - 2 0 1 4	0 6- Se p- 2 0 1 9		9 6	0 8- Fe b- 1 9 4 7	No				A c t i v e	Ye s	0 6- Se p- 2 0 1 9	3	3	3	0	AC	
Mr.	K a u s h	0 6 5	A C D	N E D		0 3 -	2 8- Se			2 8- M	No				A c t i v e	N A		3	0	1	0		

	ik Roy	13489	PR6594F			Aug-2017	p-2020			ar-1965													
Mr.	Umaning Kanoria	000811008	AGEDPK6971A	ID		01-0ct-2014	06-Sep-2019		96	02-Nov-1959	No				Active	NA		4	2	6	3	AC, SC, NRC	
Mr.	Mahesh Narayan aswamy	01449684	ADAPN2351A	C & NED		08-Feb-2021	28-Sep-2021			30-Jan-1968	No				Active	NA		1	0	0	0		
Mr.	Sunil Bahandari	000521661	ADPB665H	NED		26-Sep-2011	28-Sep-2021	01-Aug-2022		22-Aug-1960	No				Active	NA		2	0	2	1	AC, SC, NRC	
Mr.	H.C. Dalal	002062	ADAPD26	ID		01-0ct-	06-Sep-20		96	11-Apr-19	No				Active	Yes	06-Sep-20	3	3	4	1	AC, NRC	

		3 2	3 3 G			2 0 1 4	1 9			4 6						1 9						
M r.	A b r a h a m I t t y i p e	0 2 7 1 7 3 4 4	A A D P I 9 3 5 0 E	E D		1 3 - A u g - 2 0 2 0	2 9- S e p- 2 0 2 2			1 8- F e b- 1 9 6 5	N o				A c t i v e	N A		1	0	2	0	AC, SC
M r s.	Su h a n a M u r s h e d	0 8 5 7 2 3 9 4	A B J P I 5 9 8 9 G	I D		2 9 - A p r - 2 0 2 1	2 8- S e p- 2 0 2 1		1 7 .1	0 5- N o v - 1 9 8 2	N o				A c t i v e	N A		4	4	2	0	AC, SC
M r.	Al o k K a l a n i	0 3 8 2 8 0 1	A E Q P K 2 1 1 3 L	N E D		1 2 - A u g - 2 0 2 2	2 9- S e p- 2 0 2 2			2 3- F e b- 1 9 6 9	N o				A c t i v e	N A		1	0	2	1	AC, SC, NR C

Company Remarks	
Whether Permanent chairperson appointed	No
Whether Chairperson is related to MD or CEO	No

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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1	Umang Kanoria	ID	Chairperson	30-May-2013	
2	H. C. Dalal	ID	Member	30-May-2013	
3	Prem Kapil	ID	Member	30-May-2013	
4	Sunil Bhandari	NED	Member	30-May-2013	01-Aug-2022
5	Abraham Ittyipe	ED	Member	24-Jun-2021	
6	Suhana Murshed	ID	Member	13-Aug-2021	
7	Alok Kalani	NED	Member	12-Aug-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sunil Bhandari	NED	Chairperson	30-May-2013	01-Aug-2022
2	Umang Kanoria	ID	Member	30-May-2013	
3	Abraham Ittyipe	ED	Member	30-May-2013	
4	Suhana Murshed	ID	Member	29-Apr-2021	
5	Alok Kalani	NED	Chairperson	12-Aug-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Umang Kanoria	ID	Chairperson	30-May-2014	
2	H. C. Dalal	ID	Member	30-May-2014	
3	Sunil Bhandari	NED	Member	30-May-2014	01-Aug-2022
4	Alok Kalani	NED	Member	12-Aug-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
24-May-2022	Yes	8	7	3

12-Aug-2022	Yes	8	8	4
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Company Remarks	
Maximum gap between any two consecutive (in number of days)	79

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	24-May-2022	Yes	6	5	3	0
Audit Committee	12-Aug-2022	Yes	5	5	4	0
Nomination & Remuneration Committee	03-Aug-2022	Yes	2	2	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	79

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

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**Name** : **LAKSHMI PS**  
**Designation** : **Company Secretary & Compliance Officer**

### ANNEXURE III

#### Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	

Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Note:

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**Name :** LAKSHMI PS  
**Designation :** Company Secretary & Compliance Officer

**ANNEXURE IV**

%symbol%	%companyName%	%quarterEnded%
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	10703712	0	0

**(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**



<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months (taking into account any invocation)</b>
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

<b>Entity</b>	<b>Type of Security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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**Affirmations**

*All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company*

**Company Remarks in case of non-compliant status**

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**Name:** SIVARAMAKRISHNAN  
**Designation:** Chief Financial Officer  
**Place:** KOCHI  
**Date:** 14-Oct-2022