## ANNEXURE I

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

1. Name of Listed Entity **-** **Stel Holdings Limited**
2. Quarter ending **- 30-Jun-2023**
3. **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 | Date of cessation | 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 (1A) of Listing Regulations] | Date of passing special resolution | No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)] | No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)] | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Membership in Committees of the Company | Remarks |
| Mr. | Prem Kapil | 06921601 | AFMPK0391P | ID |  | 01-Oct-2014 | 06-Sep-2019 |  | 105 | 08-Feb-1947 | No |  |  |  | Active | Yes | 06-Sep-2019 | 3 | 3 | 3 | 0 | AC |  |
| Mr. | Kaushik Roy | 06513489 | ACDPR6594F | C & NED |  | 03-Aug-2017 | 28-Sep-2020 |  |  | 28-Mar-1965 | No |  |  |  | Active | NA |  | 3 | 0 | 1 | 0 |  |  |
| Mr. | Umang Kanoria | 00081108 | AGEPK6971A | ID |  | 01-Oct-2014 | 06-Sep-2019 |  | 105 | 02-Nov-1959 | No |  |  |  | Active | NA |  | 4 | 2 | 6 | 2 | AC,SC,NRC |  |
| Mr. | Mahesh Narayanaswamy | 01449684 | ADAPN2351A | NED |  | 08-Feb-2021 | 28-Sep-2021 |  |  | 30-Jan-1968 | No |  |  |  | Active | NA |  | 1 | 0 | 0 | 0 |  |  |
| Mr. | H. C. Dalal | 00206232 | AAAPD2633G | ID |  | 01-Oct-2014 | 06-Sep-2019 |  | 105 | 11-Apr-1946 | No |  |  |  | Active | Yes | 06-Sep-2019 | 3 | 3 | 4 | 1 | AC,NRC |  |
| Mr. | Abraham Ittyipe | 02717344 | AADPI9350E | ED |  | 13-Aug-2020 | 29-Sep-2022 |  |  | 18-Feb-1965 | No |  |  |  | Active | NA |  | 1 | 0 | 2 | 0 | AC,SC |  |
| Mrs. | Suhana Murshed | 08572394 | ABJPI5989G | ID |  | 29-Apr-2021 | 28-Sep-2021 |  | 26.1 | 05-Nov-1982 | No |  |  |  | Active | NA |  | 4 | 4 | 2 | 0 | AC,SC |  |
| Mr. | Alok Kalani | 03082801 | AEQPK2113L | NED |  | 12-Aug-2022 | 29-Sep-2022 |  |  | 23-Feb-1969 | No |  |  |  | Active | NA |  | 1 | 0 | 3 | 1 | AC,SC,NRC |  |

|  |  |
| --- | --- |
| Company Remarks | The composition of the Board of Directors is as per SEBI LODR Regulations, 2015 |
| Whether Regular chairperson appointed | No |
| Whether Chairperson is related to MD or CEO | No |

1. **Composition of Committees**
2. **Audit Committee**

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

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular chairperson appointed | Yes |

1. **Stakeholders Relationship** **Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |
| 1 | Umang Kanoria | ID | Member | 30-May-2013 |  |
| 2 | Abraham Ittyipe | ED | Member | 30-May-2013 |  |
| 3 | Suhana Murshed | ID | Member | 29-Apr-2021 |  |
| 4 | Alok Kalani | NED | Chairperson | 12-Aug-2022 |  |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular chairperson appointed | Yes |

1. **Risk Management** **Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular chairperson appointed |  |

1. **Nomination and Remuneration** **Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |
| 1 | Umang Kanoria | ID | Chairperson | 30-May-2014 |  |
| 2 | H. C. Dalal | ID | Member | 30-May-2014 |  |
| 3 | Alok Kalani | NED | Member | 12-Aug-2022 |  |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular chairperson appointed | Yes |

1. **Meeting of Board of Directors**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)** | **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)** | **No. of Independent Directors attending the meeting** |
| 07-Feb-2023 | Yes | 8 | 7 | 3 |
| 25-May-2023 | Yes | 8 | 8 | 4 |

|  |  |
| --- | --- |
| Company Remarks |  |
| Maximum gap between any two consecutive (in number of days) | 106 |

1. **Meeting of Committees**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **Name of the Committee** | **Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)** | **Whether requirement of Quorum met (Yes/No)** | **Total Number of Directors in the Committee as on date of the meeting** | **Number of Directors present (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 | 22-Feb-2023 | Yes | 6 | 6 | 4 | 0 |
| Audit Committee | 07-Feb-2023 | Yes | 6 | 5 | 3 | 0 |
| Audit Committee | 25-May-2023 | Yes | 6 | 6 | 4 | 0 |

|  |  |
| --- | --- |
| Company Remarks |  |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 91 |

1. **Related Party Transactions**

|  |  |  |
| --- | --- | --- |
| ***Subject*** | ***Compliance status (Yes/No/NA)*** | ***Remark*** |
| Whether prior approval of audit committee obtained | Yes |  |
| 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 | Yes |  |

|  |  |
| --- | --- |
| Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions |  |

**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
	1. Audit Committee - **Yes**
	2. Nomination & remuneration committee - **Yes**
	3. Stakeholders relationship committee - **Yes**
	4. Risk management committee (applicable to the top 1000 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**