

STEL Holdings Limited

(CIN: L65993KL1990PLC005811)

Regd. Office: 24/1624 Bristow Road, Willingdon Island, Cochin 682 023

Tel No.0484 26680230, 6624335 Fax: 0484 2668024

Email: secretarial@stelholdings.com, Website: www.stelholdings.com

April 25,2024

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| <p>The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex Bandra (E), Mumbai, Maharashtra - 400051 Symbol- STEL</p> | <p>The Secretary BSE Limited Corporate Relationship Department 1st Floor, New Trading Ring, Rotunda Building P.J. Towers, Dalal Street, Fort, Mumbai Maharashtra - 400001 Symbol- 533316</p> |
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Dear Sir / Madam,

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Brief Proceedings of the Extra Ordinary General Meeting of the Company

Pursuant to Regulation 30 read with Para A of Part A in Schedule III of the Listing Regulations, we enclose herewith the brief of the proceedings of the Extraordinary General Meeting (EGM) of the Company held on **Thursday, April 25,2024**, at **11.30 a.m.**

You are requested to take the same on records.

Thanking You,

Yours faithfully,

For STEL Holdings Limited

Lakshmi P.S
Company Secretary and Compliance Officer

Encl : as above

Proceedings of the Extraordinary General Meeting

An Extraordinary General Meeting ("EGM") of STEL Holdings Limited ('the Company'), was held on Thursday, April 25, 2024, at 11.30 a.m. (IST) through Video Conferencing or Other Audio-Visual Means.

Mr. Kaushik Roy, Chairman on the Board of the Company, chaired the meeting and after ascertaining the quorum, he called the meeting to order at 11.30 a.m. The Chairman commenced the proceedings by welcoming the Members to the EGM. Chairman informed the Members that, in accordance with circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, and in compliance with the applicable provisions of the Companies Act 2013 and SEBI Listing Regulations 2015, the Extraordinary General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means.

Chairman then confirmed the presence of following Directors who were present at the EGM through Video Conference (VC) or Other Audio-Visual Means (OAVM) from their respective locations:

1. Mr. Abraham Ittyipe, Whole-time Director
2. Mr. Umang Kanoria, Independent Director, Chairman of the Audit Committee & Nomination and Remuneration Committee
3. Mr. Alok Kalani, Non-Executive Non- Independent Director
4. Mr. H. C Dalal, Independent Director
5. Mr. Mahesh Narayanaswamy, Non Executive Non- Independent Director
6. Ms. Iram Hassan, Independent Director

The Chairman further informed that, the representatives of Statutory Auditors "M/s. G. Joseph & Associates", Secretarial Auditors "M/s. SEP & Associates" were also attending the meeting.

Ms. Lakshmi P.S, Company Secretary and Mr. Sivaram Neelakantan Krishnan, Chief Financial Officer were in attendance.

A Total of 56 (Fifty Six) Members holding 1,03,96,462 (One Crore Three Lakh Ninety Six Thousand Four Hundred and Sixty Two) shares were present at the EGM through the VC/OAVM facility provided through WebEx facility of Central Depository Services Limited (CDSL).

The Chairman informed that, the Notice of the meeting was already circulated to the members and therefore was taken as read.

Thereafter Ms. Lakshmi P.S, Company Secretary informed the Members that the Company had provided facility to shareholders to cast their vote on Special Business set out in the Notice of the EGM, through remote e-voting which commenced on **Monday, April 22, 2024, at 09:00 a.m. (IST) and concluded on Wednesday, April 24, 2024, at 5:00 p.m (IST)**. She then informed that the Company had also provided the

facility to vote at the meeting through the e-voting platform of CDSL to those Members who did not exercise their right to vote through remote e-voting.

She further informed that the resolutions mentioned in the Notice convening the EGM have already been put to the vote through "remote e-voting" hence there is no proposing and seconding of resolutions. There was no proxy facility available for this meeting. She also informed that Mr. M D Selvaraj, Partner, M/s. MDS & Associates LLP, Company Secretaries, Coimbatore was present as the Scrutinizer for remote e-voting as well as e-voting at the EGM and the Scrutinizer would hand over the combined report on voting within two working days of the conclusion of the EGM, which shall be filed with the stock exchanges and uploaded on the website of the Company and that of CDSL.

She then informed to the members that based on the reasons of business exigency / urgency, the Board of Directors of the Company have decided that the 'Special Business Items' included in the notice convening the meeting is unavoidable, hence the same being considered in this meeting. Thereafter she detailed the special business agenda item contained in the notice for the information and approval of members.

| Sr. No | Special Business Conducted at the EGM | Type of Resolution |
|---------------|---|---------------------------|
| 1. | Approval for the Material Related Party Transaction(s) proposed to be entered into by the Company with PCBL Limited, a related party during the financial year(s) 2024-25 and 2025-26 respectively. | Ordinary |

The Chairman then mentioned that, the Company had offered Members the opportunity to register as Speaker Shareholders in advance by sending a request from their registered email ID to express their views or ask questions during the EGM. However, none of the shareholders had registered as speakers for the meeting.

The Chairman thanked the Members for their attendance at the Meeting. He also informed that Members who had not voted through remote e-voting could cast their votes within the next 30 minutes. The EGM was concluded at 12:11 P.M.(IST).
