

# 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](mailto:secretarial@stelholdings.com), Website: [www.stelholdings.com](http://www.stelholdings.com)

September 27, 2024

<p>The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex Bandra (E), Mumbai, Maharashtra - 400051 <b>Symbol- STEL</b></p>	<p>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 <b>Symbol- 533316</b></p>
--	--

Dear Sir / Madam,

**Sub: Brief Proceedings of the 34<sup>th</sup> Annual General Meeting of the Company held on Friday, September 27,2024 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) deemed to be held at its Registered Office at 24/1624, Bristow Road, Willingdon Island, Cochin 682003**

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 Thirty Fourth Annual General Meeting (AGM) of the Company held on **Friday, September 27,2024 at 12.00 Noon (IST)** through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) as **Annexure A.**

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

## **Annexure A**

### **Proceedings of the 34<sup>th</sup> Annual General Meeting (AGM) of the Company**

The Thirty Fourth Annual General Meeting ('AGM') of STEL Holdings Limited ('the Company'), was held on **Friday, September 27, 2024** at **12.00 Noon** (IST) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

Mr. Kaushik Roy, Non-Executive Director and Chairperson on the Board of the Company, chaired the meeting. The Chairman after ascertaining the quorum, called the meeting to order at 12.00 Noon.

A Total of 45 (Forty-Five) Members were present at the 34<sup>th</sup> AGM through the Video Conferencing (VC) or Other Audio-Visual Means (OAVM) facility provided through WebEx facility of Central Depository Services Limited (CDSL).

The Chairman then commenced the proceedings by welcoming the Members to the AGM. He informed the Members that, the 34<sup>th</sup> Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means, in accordance with various circulars issued by the Ministry of Corporate Affairs and SEBI Listing Regulations in this regard.

Chairman then confirmed the presence of following Directors who were present at the 34<sup>th</sup> Annual General Meeting through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) from their respective locations:

- Mr. Abraham Ittyipe - Whole-time Director of the Company
- Ms. Iram Hassan - Independent Director & Chairperson of the Audit Committee
- Mr. Alok Kalani - Non-Executive Director & Chairman of the Stakeholders' Relationship Committee
- Mr. Samarth Parekh - Independent Director & Chairman of the Nomination and Remuneration Committee
- Mr. Umang Kanoria- Independent Director
- Mr. Prem Kapil - Independent Director
- Mr. Mahesh Narayanaswamy - Non -Executive Director
- Mr. Rohin Feroze Bomanji- Independent Director

Chairman mentioned that, Mr. H. C Dalal, Independent Director was unable to attend the meeting due to other unavoidable engagements.

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

The Chairman further informed that Mr. Reuben Joseph, Partner of M/s. G. Joseph & Associates, Statutory Auditor, Mr. Sivakumar P, Managing Partner of M/s. SEP & Associates, Secretarial Auditors and Mr. M.D. Selvaraj, Managing Partner of M/s. MDS and Associates, LLP, Scrutinizer were also attending the meeting.

Thereafter, the Chairman informed that the Notice of the 34<sup>th</sup> Annual General Meeting and Annual Report was already sent to the Members in accordance with the circulars issued by the MCA and SEBI and therefore was taken as read.

He then mentioned that the Statutory Auditor's Report and Secretarial Auditor's Report did not contain any qualification, or adverse comments, hence, it was not required to read the Auditor's Report and Secretarial Auditor's Report. Thereafter the reports were taken as read.

The Chairman addressed the members highlighting *inter-alia*, the financial performance and operations of the Company.

Ms. Lakshmi P.S, Company Secretary of the Company greeted and informed the Members that the Company had provided the facility of 'remote e-voting' for voting on the resolutions contained in the 34<sup>th</sup> Notice calling the AGM, which commenced on Tuesday, September 24, 2024 (9.00 a.m IST) and concluded on Thursday, September 26, 2024 (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 informed that since this meeting is being held through Video Conference/Other Audio Visual Means and the resolutions mentioned in the Notice convening this meeting have already been put to the vote through "remote e-voting" there is no proposing and seconding of resolutions. She added that, there was no proxy facility available for the meeting.

She further informed that Mr. M. D Selvaraj, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore was present as the Scrutinizer for remote e-voting as well as e-voting at the AGM and the Scrutinizer would hand over the combined report on voting within two working days of conclusion of the AGM, which shall be filed with the stock exchanges and uploaded on the website of the Company and that of CDSL.

The Chairman then requested Ms. Lakshmi to invite the speaker shareholders who had registered themselves in advance by sending request from their registered email id to express their views/raise queries at the AGM. Accordingly, Ms. Lakshmi invited the speaker shareholders, who had joined the meeting to raise their queries or express views. Thereafter the queries raised by the shareholders were suitably answered by the Chairman.

The Chairman thanked the Members for attending the Meeting and declared the meeting as concluded and informed that those Members who have not voted through remote e-voting may cast their votes during next 30 minutes and authorised the Company Secretary of the Company to receive the voting results and intimate same to the stock exchanges.

Items of business as mentioned in the Notice convening the 34<sup>th</sup> AGM, which were put to vote through remote e-voting and voting at the AGM:

Sr. No	Business Conducted at the AGM	Type of Resolution
1.	<p><b><u>Ordinary Business</u></b></p> <p>Adoption of :</p> <p>a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors' and the Auditors' thereon; and</p> <p>b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors' thereon.</p>	Ordinary
2.	To appoint a director in the place of Mr. Kaushik Roy (DIN: 06513489) who retires by rotation in terms of Section 152 (6) of the Companies Act,2013, and being eligible, offers himself for re-appointment.	Ordinary
3.	<p><b><u>Special Business</u></b></p> <p>Appointment of Mr. Rohin Feroze Bomanji (DIN:06971089) as an Independent Director of the Company for a first term of five consecutive years effective from August 01, 2024.</p>	Special
4.	Appointment of Mr. Samarth Parekh (DIN: 00199598) as an Independent Director of the Company for a first term of five consecutive years effective from August 01, 2024.	Special
5.	Appointment of Mr. Sunil Kamalakar Tamhane (DIN: 03179129) as an Independent Director of the Company for a first term of five consecutive years effective from October 01, 2024.	Special

The proceedings of the 34<sup>th</sup> AGM concluded at 12.33 p.m. (IST) and the e-voting facility provided at the meeting was extended for another 30 minutes to enable the members to cast their votes.

This is for your information and records.

\*\*\*\*\*