

Nishanth Sebastian Jose B Com, FCA

Partner, J Krishnan & Associates
Chartered Accountants

41/3976, 1st Floor,
I.S. Press Building, Banerji Road,
Cochin-682 018
Kerala, India
Phone:- + 91 484 2394858 (O)

Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

Board of Directors of

STEL Holdings Ltd.

We have audited the quarterly standalone financial results of STEL Holdings Ltd. ('the Company') for the quarter ended March 31, 2018 and the year to date results for the period from April 1, 2017 to March 31, 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that the figures for the quarter ended March 31, 2018 and the corresponding quarter ended in the previous year as reported in the statement are the balancing figures between the audited figures in respect of full financial year and the published unaudited year to date figures up to the end of third quarter of the relevant financial year. Also the figures upto the end of the third quarter of the respective financial year have only been reviewed and not subjected to audit.

The statement has been prepared on the basis of the audited annual standalone Ind AS financial statements and reviewed standalone quarterly financials upto the end of fourth quarter, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such standalone annual Ind AS financial statements which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard, prescribed, under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India and in compliance with the requirement of regulations 33 of SEBI (Listing obligations and Disclosure Requirements) regulations, 2015.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



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In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated July 5, 2016 in this regard; and

ii. give a true and fair view of the net profit and other financial information for the quarter ended March 31, 2018 as well as the year to date results for the period from April 1, 2017 to March 31, 2018.

For J. Krishnan & Associates

Chartered Accountants

Firm Regn. No. 001523S



Nishanth Sebastian Jose

Partner

M. No. 218068

Cochin, May 21, 2018

Auditor's Report On Quarterly Consolidated Financial Results and Consolidated Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

Board of Directors of

STEL Holdings Ltd.

We have audited the quarterly consolidated financial results of STEL Holdings Ltd. ('the Company') and its subsidiary, Doon Dooars Plantations Ltd. (collectively referred to as 'the Group') for the quarter ended March 31, 2018 and the year to date consolidated results for the period from April 1, 2017 to March 31, 2018, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that the figures for the quarter ended March 31, 2018 and the corresponding quarter ended in the previous year as reported in the statement are the balancing figures between the audited figures in respect of full financial year and the published unaudited year to date figures up to the end of third quarter of the relevant financial year. Also the figures up to the end of the third quarter of the respective financial year have only been reviewed and not subjected to audit.

The statement has been prepared on the basis of the audited annual Consolidated Ind AS financial statements and reviewed Consolidated quarterly financials up to the end of fourth quarter, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of such consolidated annual Ind AS financial statements which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard, prescribed, under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India and in compliance with the requirement of regulations 33 of SEBI (Listing obligations and Disclosure Requirements) regulations, 2015.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the



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accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these consolidated quarterly financial results as well as the consolidated year to date results:

- i. include the quarterly financial results and year to date of the following entities;
 - a. STEL Holdings Ltd.
 - b. Doon Dooars Plantations Ltd.

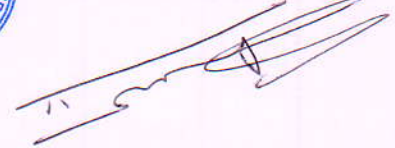
- ii. have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

- iii. give a true and fair view of the consolidated net profit and other financial information for the quarter ended March 31, 2018 as well as the consolidated year to date results for the period from April 1, 2017 to March 31, 2018.

For J. Krishnan & Associates

Chartered Accountants

Firm Regn. No. 001523S



Nishanth Sebastian Jose

Partner

M. No. 218068

Cochin, May 21, 2018

STEL Holdings Limited

CIN: L65993KL1990PLC005811

Regd. Office : 24/1624, Bristow Road, Willingdon Island, Cochin - 682003, Kerala.

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

AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2018

Particulars	STANDALONE				CONSOLIDATED	
	Quarter Ended		Year Ended		Year Ended	Year Ended
	March 31, 2018	December 31, 2017	March 31, 2017	March 31, 2018	March 31, 2018	March 31, 2017
	Audited	Unaudited	Audited	Audited	Audited	Audited
Revenue from operation	319.37	-	-	-	-	-
Other Operating Income	-	23.39	271.88	692.05	692.05	389.48
Total Income	319.37	23.39	272	692.05	692.05	389.48
Expenditure						
a. Cost of materials consumed	-	-	-	-	-	-
b. Purchases of stock-in-trade	-	-	-	-	-	-
c. Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-	-
d. Employee benefits expense	2.03	1.91	1.55	7.86	7.86	5.82
e. Depreciation and amortisation expense	1.35	1.40	3.12	5.46	6.14	6.53
f. Provisions & Contingencies	43.25	-	56.11	43.25	43.25	56.11
g. Finance cost	-	-	-	-	-	-
h. Other expenses	4.04	7.92	16.95	41.72	42.03	46.12
Total Expenditure	50.67	11.22	77.73	98.29	99.28	114.58
Profit from Ordinary Activities before tax	268.70	12.17	194.15	593.76	592.77	274.90
Provision for Taxation	5.44	4.63	(24.18)	17.11	17.11	139.67
Net Profit/(Loss) for the period	0.93	-	-	0.93	0.93	-
Other Comprehensive Income	262.34	7.54	218.33	575.72	574.73	135.22
Items that will not be reclassified to profit or loss	-8,660.62	9,554.44	11,102.45	14,649.50	14,649.50	18,573.83
Income Tax on above NIL	-	-	-	-	-	-
Total comprehensive income for the period	-8,398.28	9,561.99	11,320.78	15,225.22	15,224.23	18,709.05
Paid up Equity Share Capital (Face Value of Rs.10 ea	1,845.54	1,845.54	1,845.54	1,845.54	1,845.54	1,845.54
Basic & Diluted EPS before Extraordinary items for the period	Rs. 1.42	Rs. 0.04	Rs. 1.18	Rs. 3.12	Rs. 3.11	Rs. 0.73
Basic & Diluted EPS after Extraordinary items for the period	Rs. 1.42	Rs. 0.04	Rs. 1.18	Rs. 3.12	Rs. 3.11	Rs. 0.73



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PART II

Particulars	Quarter Ended			Year Ended	
	March 31, 2018	December 31, 2017	March 31, 2017	March 31, 2018	March 31, 2017
A. Particulars of Shareholding					
Public Shareholding					
-Number of Shares	91,71,249	91,71,249	91,71,249	91,71,249	91,71,249
-Percentage of Shareholding	49.69%	49.69%	49.69%	49.69%	49.69%
Promoters and promoter group Shareholding					
a) Pledged/Encumbered	-	-	-	-	-
- Number of shares	-	-	-	-	-
- % of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-
- % of shares (as a % of the total share capital of the company)	-	-	-	-	-
b) Non-encumbered					
- Number of shares	92,84,156	92,84,156	92,84,156	92,84,156	92,84,156
- % of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%
- % of shares (as a % of the total share capital of the company)	50.31%	50.31%	50.31%	50.31%	50.31%

Particulars	Stand Alone		Consolidated	
	As at		As at	
	March 31, 2018 Audited	March 31, 2017 Audited	March 31, 2018 Audited	March 31, 2017 Audited
ASSETS				
Non-current assets				
a. Fixed assets	97.14	102.60	103.21	109.34
b. Non-current investments	72,751.94	58,102.44	72,743.31	58,093.81
c. Other non-current assets (Income tax assets)	-	3.17	-	3.17
Current assets				
a. Cash and Cash equivalents	1,437.31	950.40	1,437.80	950.89
b. Short-term loans and advances	623.02	659.88	620.50	657.66
c. Other financial assets	457.27	457.27	457.27	457.27
TOTAL	75,366.67	60,275.75	75,362.07	60,272.14



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EQUITY AND LIABILITIES

Shareholders' Funds				
a. Capital				
b. Reserves	1,845.54	1,845.54	1,845.54	1,845.54
Non-current liabilities	73,515.80	58,290.59	73,511.08	58,286.86
a. Long-term borrowings	-	-	-	-
Current Liabilities				
a. Trade payables	0.18	3.75	0.18	3.75
b. Other current liabilities	2.20	1.71	2.32	1.83
c. Short term provisions	2.95	134.16	2.95	134.16
TOTAL	75,366.67	60,275.75	75,362.07	60,272.14

Notes:-

- The entire income of the Company comprises of dividend and interest income and accordingly there are no reportable segments.
- Previous period's figures have been regrouped wherever necessary to conform to the classification for the current periods.
- The Financial results for the company have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standard) Rules, 2015, and Companies (Indian Accounting Standard) Amendment Rules, 2016. The Company has for the first time adopted Ind AS for the financial year commencing from April 01, 2017 with a transition date of April 01, 2016.
- CFL in which the Company holds more than 20% of the equity has not been considered for Consolidation. Accordingly, we are unable to comment on the consequent impact on the Holding Company's consolidated results.
- Management remarks: - Since the Company does not have any significant influence over the affairs of CFL, it is not considered as an Associate Company for the purpose of Consolidation u/s 129(3) of the Companies Act, 2013
- The above results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 21, 2018.
- The reconciliation of the Net Profit reported in accordance with the previous Indian GAAP to total comprehensive income in accordance with Ind AS for its corresponding quarter of the previous year as required by Securities and Exchange Board of India vide, its circular no. CIR/CFD/FAC/62/2016 dated July 05, 2016 (circular), is given below:

Description	Quarter	Year ended
	Ended March 31, 2017 (Audited)	March 31, 2017 (audited)
Net Profit for the Period as per Indian GAAP	218.33	477.55
Other Comprehensive Income	11,102.45	18,232.16
Items that will not be reclassified to profit or loss		
Total Comprehensive Income	11,320.78	18,709.71

Cochin
May 21, 2018



For J. KRISHNAN & ASSOCIATES
CHARTERED ACCOUNTANTS

Nishanth Sebastian
NISHANTH SEBASTIAN JOSE
Partner (M. No. 218068)
Firm No. 001523

By Order of the Board
For STEL Holdings Limited

Sebastian
Director