

☒ **National Stock Exchange of India Limited**Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai 400 051☒ **BSE Limited**Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001☐ **The Company Secretary**STEL Holdings Limited,  
24/1624 Bristow Road, Willingdon Island  
Ernamkulam- 682003**Re: Security Code: 533316; Security ID/Symbol: STEL****Sub: Disclosure under Regulation 30(2) and Declaration under Regulation 31(4) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011.**

Dear Madam,

Pursuant to provisions of Regulation 30(2) of the Securities and Exchange Board of India (SEBI) (Substantial Acquisition of Shares and Takeover) Regulations, 2011, I disclose herewith the number of shares and voting rights held by me as a Member of Promoter Group along with persons acting in concert in STEL Holdings Limited as on March 31, 2020.

Disclosures under Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011:

**PART-A – Details of Shareholding:**

|    |                                                                                                                                                                                                                                                                                                  |                                                                    |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|
| 1. | Name of the Target Company (TC)                                                                                                                                                                                                                                                                  | <b>STEL Holdings Limited</b>                                       |
| 2. | Name(s) of the stock exchange(s) where the shares of the TC are listed                                                                                                                                                                                                                           | NSE- National Stock Exchange of India Limited;<br>BSE- BSE Limited |
| 3. | Particulars of the shareholder(s):                                                                                                                                                                                                                                                               |                                                                    |
| a. | Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. | N.A                                                                |
|    | Or                                                                                                                                                                                                                                                                                               |                                                                    |
| b. | Name(s) of promoter(s), member of the promoter group and PAC with him.                                                                                                                                                                                                                           | <b>As per Annexure A</b>                                           |

| 4. | Particulars of the shareholding of person(s) mentioned at (3) above                | Number of shares         | % w.r.t total share/ voting capital wherever applicable | % of total diluted share/voting capital of TC(*) |
|----|------------------------------------------------------------------------------------|--------------------------|---------------------------------------------------------|--------------------------------------------------|
|    | As of March 31 <sup>st</sup> of the year, holding of :                             |                          |                                                         |                                                  |
|    | a) Shares                                                                          | <b>As per Annexure A</b> |                                                         |                                                  |
|    | b) Voting Rights (otherwise than by shares)                                        | -                        | -                                                       | -                                                |
|    | c) Warrants,                                                                       | -                        | -                                                       | -                                                |
|    | d) Convertible Securities                                                          | -                        | -                                                       | -                                                |
|    | e) Any other instrument that would entitle the holder to receive shares in the TC. | -                        | -                                                       | -                                                |
|    | <b>TOTAL</b>                                                                       | <b>98,86,086</b>         | <b>53.57</b>                                            | <b>53.57</b>                                     |

## PART-B (\*\*)

| Name of the Target Company: |                                                                           | STEL Holdings Limited                                  |
|-----------------------------|---------------------------------------------------------------------------|--------------------------------------------------------|
| Sr. No.                     | Name(s) of the person and Persons Acting in Concert (PAC) with the person | Whether the person belongs to Promoter/ Promoter group |
| 1.                          | Mala Goenka                                                               | YES                                                    |
| 2.                          | Swallow Associates LLP                                                    | YES                                                    |
| 3.                          | Carniwal Investments Limited                                              | YES                                                    |
| 4.                          | Summit Securities Limited                                                 | YES                                                    |
| 5.                          | Instant Holdings Limited                                                  | YES                                                    |
| 6.                          | Sofreal Mercantrade Pvt. Ltd.                                             | YES                                                    |
| 7.                          | Ektara Enterprises LLP                                                    | YES                                                    |
| 8.                          | Chattarpati Apartments LLP                                                | YES                                                    |
| 9.                          | Vayu Udaan Aircraft LLP                                                   | YES                                                    |
| 10.                         | Malabar Coastal Holdings LLP                                              | YES                                                    |
| 11.                         | Atlantus Dwellings and Infrastructure LLP                                 | YES                                                    |
| 12.                         | Harsh Vardhan Goenka (Trustee of Stellar Energy Trust)                    | YES                                                    |
| 13.                         | Harsh Vardhan Goenka (Trustee of Secura India Trust)                      | YES                                                    |
| 14.                         | Harsh Vardhan Goenka (Trustee of Monitor Portfolio Trust)                 | YES                                                    |
| 15.                         | Harsh Vardhan Goenka (Trustee of Crystal India Tech Trust)                | YES                                                    |
| 16.                         | Harsh Vardhan Goenka (Trustee of Nucleus Life Trust)                      | YES                                                    |
| 17.                         | Harsh Vardhan Goenka (Trustee of Prism Estates Trust)                     | YES                                                    |
| 18.                         | Harsh Vardhan Goenka (Trustee of Ishaan Goenka Trust)                     | YES                                                    |

|     |                                                                 |     |
|-----|-----------------------------------------------------------------|-----|
| 19. | Harsh Vardhan Goenka (Trustee of Navya Goenka Trust)            | YES |
| 20. | Harshvardhan Ramprasad Goenka (Karta of Harsh Anant Goenka HUF) | YES |
| 21. | Anant Vardhan Goenka (Trustee of AVG Family Trust)              | YES |
| 22. | Anant Vardhan Goenka (Trustee of RG Family Trust)               | YES |
| 23. | Anant Vardhan Goenka                                            | YES |
| 24. | Radha Anant Goenka                                              | YES |
| 25. | Rama Prasad Goenka                                              | YES |
| 26. | Sanjiv Goenka                                                   | YES |
| 27. | Rainbow Investments Limited                                     | YES |
| 28. | Saregama India Limited                                          | YES |
| 29. | Castor Investments Limited                                      | YES |
| 30. | Trivikram Khaitan (Trustee of HML Trust No.I)                   | Yes |
| 31. | Trivikram Khaitan (Trustee of HML Trust No.II)                  | Yes |
| 32. | Trivikram Khaitan (Trustee of HML Trust No.III)                 | Yes |
| 33. | Trivikram Khaitan (Trustee of HML Trust No.IV)                  | Yes |
| 34. | Trivikram Khaitan (Trustee of HML Trust No.V)                   | Yes |
| 35. | Trivikram Khaitan (Trustee of HML Trust No.VI)                  | Yes |

Notes:

1. In case of promoter(s) making disclosure under Regulation 30(2), no additional disclosure under Regulation 30(1) is required.

(\*) Diluted share/ voting capital mean the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(\*\*) Part B shall be disclosed to Stock Exchange but shall not be disseminated.

#### **Declaration under Regulation 31(4)**

Pursuant to Regulation 31(4) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, I hereby confirm that I have not made any encumbrance, directly or indirectly alongwith persons acting in concert, during the financial year ended March 31, 2020.

Kindly take the above information in your record(s).  
Thanking you,

Yours faithfully,

.....  
**Mala Goenka**  
**Place: Mumbai**  
**Date: 22.05.2020**

## Annexure A

**Name(s) and Detail(s) of shareholding of Promoter(s), member of the promoter group and Persons Acting in Concert as at March 31, 2020**

| Sr. No.      | Name(s) and Detail(s) of the shareholding of person(s) mentioned at (3) above | Number of shares | % w.r.t total share/ voting capital wherever applicable | % of total diluted share/voting capital of Target Company (*) |
|--------------|-------------------------------------------------------------------------------|------------------|---------------------------------------------------------|---------------------------------------------------------------|
| 1            | Mala Goenka                                                                   | 10               | 0.00                                                    | 0.00                                                          |
| 2            | Swallow Associates LLP                                                        | 9,14,097         | 4.95                                                    | 4.95                                                          |
| 3            | Carnival Investments Limited                                                  | 13,63,580        | 7.39                                                    | 7.39                                                          |
| 4            | Summit Securities Limited                                                     | 8,78,501         | 4.76                                                    | 4.76                                                          |
| 5            | Instant Holdings Limited                                                      | 16,05,200        | 8.70                                                    | 8.70                                                          |
| 6            | Sofreal Mercantrade Pvt. Ltd.                                                 | 10               | 0.00                                                    | 0.00                                                          |
| 7            | Vayu Udaan Aircraft LLP                                                       | 10               | 0.00                                                    | 0.00                                                          |
| 8            | Ektara Enterprises LLP                                                        | 10               | 0.00                                                    | 0.00                                                          |
| 9            | Chattarpati Apartments LLP                                                    | 10               | 0.00                                                    | 0.00                                                          |
| 10           | Malabar Coastal Holdings LLP                                                  | 10               | 0.00                                                    | 0.00                                                          |
| 11           | Atlantus Dwellings and Infrastructure LLP                                     | 10               | 0.00                                                    | 0.00                                                          |
| 12           | Harsh Vardhan Goenka (Trustee of Stellar Energy Trust)                        | 10               | 0.00                                                    | 0.00                                                          |
| 13           | Harsh Vardhan Goenka (Trustee of Secura India Trust)                          | 10               | 0.00                                                    | 0.00                                                          |
| 14           | Harsh Vardhan Goenka (Trustee of Monitor Portfolio Trust)                     | 10               | 0.00                                                    | 0.00                                                          |
| 15           | Harsh Vardhan Goenka (Trustee of Crystal India Tech Trust)                    | 10               | 0.00                                                    | 0.00                                                          |
| 16           | Harsh Vardhan Goenka (Trustee of Nucleus Life Trust)                          | 10               | 0.00                                                    | 0.00                                                          |
| 17           | Harsh Vardhan Goenka (Trustee of Prism Estates Trust)                         | 10               | 0.00                                                    | 0.00                                                          |
| 18           | Harsh Vardhan Goenka (Trustee of Ishaan Goenka Trust)                         | 10               | 0.00                                                    | 0.00                                                          |
| 19           | Harsh Vardhan Goenka (Trustee of Navya Goenka Trust)                          | 10               | 0.00                                                    | 0.00                                                          |
| 20           | Harshvardhan Ramprasad Goenka (Karta of Harsh Anant Goenka HUF)               | 45,000           | 0.24                                                    | 0.24                                                          |
| 21           | Anant Vardhan Goenka (Trustee of AVG Family Trust)                            | 10               | 0.00                                                    | 0.00                                                          |
| 22           | Anant Vardhan Goenka (Trustee of RG Family Trust)                             | 10               | 0.00                                                    | 0.00                                                          |
| 23           | Anant Vardhan Goenka                                                          | 10               | 0.00                                                    | 0.00                                                          |
| 24           | Radha Anant Goenka                                                            | 10               | 0.00                                                    | 0.00                                                          |
| 25           | Rama Prasad Goenka                                                            | 10,000           | 0.05                                                    | 0.05                                                          |
| 26           | Sanjiv Goenka                                                                 | 35,000           | 0.19                                                    | 0.19                                                          |
| 27           | Rainbow Investments Limited                                                   | 44,71,438        | 24.22                                                   | 24.22                                                         |
| 28           | Saregama India Limited                                                        | 100              | 0.00                                                    | 0.00                                                          |
| 29           | Castor Investments Limited                                                    | 3,00,900         | 1.63                                                    | 1.63                                                          |
| 30           | Trivikram Khaitan (Trustee of HML Trust No.I)                                 | 43,680           | 0.24                                                    | 0.24                                                          |
| 31           | Trivikram Khaitan (Trustee of HML Trust No.II)                                | 43,680           | 0.24                                                    | 0.24                                                          |
| 32           | Trivikram Khaitan (Trustee of HML Trust No.III)                               | 43,680           | 0.24                                                    | 0.24                                                          |
| 33           | Trivikram Khaitan (Trustee of HML Trust No.IV)                                | 43,680           | 0.24                                                    | 0.24                                                          |
| 34           | Trivikram Khaitan (Trustee of HML Trust No.V)                                 | 43,680           | 0.24                                                    | 0.24                                                          |
| 35           | Trivikram Khaitan (Trustee of HML Trust No.VI)                                | 43,680           | 0.24                                                    | 0.24                                                          |
| <b>Total</b> |                                                                               | <b>98,86,086</b> | <b>53.57</b>                                            | <b>53.57</b>                                                  |