

SECURA INDIA TRUST

Registered Office: CEAT Mahal, Dr. Annie Besant Road, Worli, Mumbai, Maharashtra

March 2, 2023

To,

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Dear Sir,

Ref: Disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('the Regulations')

Please find enclosed herewith the disclosure by Secura India Trust under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of acquisition of the shares of STEL Holdings Limited from Open Market.

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,

On behalf of Secura India Trust



Authorised Signatory

Encl.: As above

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Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Refer Note #)

Part-A- Details of the Acquisition:

Name of the Target Company (TC)	STEL Holdings Limited
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Harsh Vardhan Goenka (in his capacity as Trustee of Secura India Trust) ('Acquirer') <u>Persons acting in concert with the Acquirer:</u> 1. Rama Prasad Goenka 2. Anant Vardhan Goenka 3. Radha Anant Goenka 4. Mala Goenka 5. Sanjiv Goenka 6. Harsh Vardhan Goenka 7. Harsh Vardhan Goenka (Trustee of Nucleus Life Trust) 8. Harsh Vardhan Goenka (Trustee of Prism Estates Trust) 9. Anant Vardhan Goenka (Trustee of AVG Family Trust) 10. Harsh Vardhan Goenka (Trustee of Ishaan Goenka Trust) 11. Harsh Vardhan Goenka (Trustee of Navya Goenka Trust) 12. Anant Vardhan Goenka (Trustee of RG Family Trust) 13. Instant Holdings Limited 14. Carniwal Investments Limited 15. Summit Securities Limited 16. Swallow Associates LLP 17. Ektara Enterprises LLP 18. Chattarpati Apartments LLP 19. Vayu Udaan Aircraft LLP 20. Sofreal Mercantrade Private Limited 21. Malabar Coastal Holdings LLP 22. Atlantus Dwellings and Infrastructure LLP 23. Trivikram Khaitan (Trustee of HML Trust No.I) 24. Trivikram Khaitan (Trustee of HML Trust No.II) 25. Trivikram Khaitan (Trustee of HML Trust No.III) 26. Trivikram Khaitan (Trustee of HML Trust No.IV) 27. Trivikram Khaitan (Trustee of HML Trust No.V)

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	28. Trivikram Khaitan (Trustee of HML Trust No.VI) 29. Rainbow Investments Limited 30. Saregama India Limited 31. Castor Investments Limited 32. Lebnitze Real Estates Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE')		
Details of the acquisition as follows	Number	% w.r.t. total share/ voting capital wherever applicable (*)	% w.r.t. total diluted share/ voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of: a) Shares carrying voting rights Secura India Trust Persons Acting in Concert	8,77,770 1,07,30,343	4.76 58.14	4.76 58.14
b) Shares in the nature of encumbrance (pledge / lien / non - disposal undertaking / others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants / convertible securities /any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	1,16,08,113	62.90	62.90
Details of acquisition:			
a) Shares carrying voting rights acquired	44,609	0.24	0.24
b) VRs acquired otherwise than by equity shares	-	-	-

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c) Warrants /convertible securities /any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+/-d)	44,609	0.24	0.24
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
Secura India Trust	9,22,379	5.00	5.00
Persons Acting in Concert	1,07,30,343	58.14	58.14
b) VRs otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking / others)	-	-	-
e) Total (a+b+c+d)	1,16,52,722	63.14	63.14
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter – se transfer / encumbrance, etc.)	Open Market		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Fully paid-up Equity Shares of Face value of Rs. 10/- each		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC.	March 2, 2023		

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Equity share capital / total voting capital of the TC before the said acquisition	No. of shares: 1,84,55,405 of face value Rs. 10/- each. Amount: Rs. 18,45,54,050/-
Equity share capital/ total voting capital of the TC after the said acquisition	No. of shares: 1,84,55,405 of face value Rs. 10/- each. Amount: Rs. 18,45,54,050/-
Total diluted share/voting capital of the TC after the said acquisition	There is no dilution of the share capital/voting rights of the TC as a result of the transaction.

Part-B***

Name of the Target Company: **STEL Holdings Limited**

S r No	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
1	Harsh Vardhan Goenka (Trustee of Secura India Trust)	YES	
2	Rama Prasad Goenka	YES	
3	Anant Vardhan Goenka	YES	
4	Radha Anant Goenka	YES	
5	Mala Goenka	YES	
6	Sanjiv Goenka	YES	
7	Harsh Vardhan Goenka	YES	
8	Harsh Vardhan Goenka (Trustee of Nucleus Life Trust)	YES	
9	Harsh Vardhan Goenka (Trustee of Prism Estates Trust)	YES	
10	Anant Vardhan Goenka (Trustee of AVG Family Trust)	YES	
11	Harsh Vardhan Goenka (Trustee of Ishaan Goenka Trust)	YES	
12	Harsh Vardhan Goenka (Trustee of Navya Goenka Trust)	YES	
13	Anant Vardhan Goenka (Trustee of RG Family Trust)	YES	
14	Instant Holdings Limited	YES	
15	Carniwal Investments Limited	YES	
16	Summit Securities Limited	YES	
17	Swallow Associates LLP	YES	
18	Ektara Enterprises LLP	YES	
19	Chattarpati Apartments LLP	YES	
20	Vayu Udaan Aircraft LLP	YES	
21	Sofreal Mercantrade Private Limited	YES	
22	Malabar Coastal Holdings LLP	YES	
23	Atlantus Dwellings and Infrastructure LLP	YES	

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24	Trivikram Khaitan (Trustee of HML Trust No.I)	YES	
25	Trivikram Khaitan (Trustee of HML Trust No.II)	YES	
26	Trivikram Khaitan (Trustee of HML Trust No.III)	YES	
27	Trivikram Khaitan (Trustee of HML Trust No.IV)	YES	
28	Trivikram Khaitan (Trustee of HML Trust No.V)	YES	
29	Trivikram Khaitan (Trustee of HML Trust No.VI)	YES	
30	Rainbow Investments Limited	YES	
31	Saregama India Limited	YES	
32	Castor Investments Limited	YES	
33	Lebnitze Real Estates Private Limited	YES	

Note:

(#) The disclosure obligation under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is not attracted as the aggregate shareholding of the acquirer together with persons acting in concert (PAC) is already above 5%. However, this disclosure is being made as matter of abundant caution and without prejudice to our rights, as the individual holding of the acquirer (excluding holdings of PAC) has crossed 5%.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) Diluted share/voting capital means 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 the Stock Exchanges but shall not be disseminated.

For Secura India Trust

Authorised Signatory

Place: Mumbai

Date: 02.03.2023