



March 09, 2023

To
The Manager
The Department of Corporate Services
BSE Limited
Floor 25, P. J. Towers,
Dalal Street, Mumbai – 400 001

To
The Manager
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

Scrip Code: 539450

Scrip Symbol: SHK

Dear Sir/ Madam,

Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that Nova Fragranze Srl (Italy), CFF Labs Srl, (Italy) and CFF Commerciale Srl (Italy) have been merged with Creative Flavours & Fragrances SpA (Italy). These companies are a part of Company's group companies.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 are enclosed as "Annexure - A".

You are requested to take the above on record.

Thanking you,

Yours faithfully,

For **S H Kelkar and Company Limited**

Rohit Saraogi
Company Secretary and Compliance officer
Encl: As above



S H Kelkar And Company Limited
Lal Bahadur Shashtri Marg, Mulund (West), Mumbai - 400 080. Tel : +91 22 2167 7777
Regd. Office : Devkaran Mansion, 36, Mangaldas Road, Mumbai - 400 002. (INDIA)
Phone : (022) 2206 96 09 & 2201 91 30 / Fax : (022) 2208 12 04
www.keva.co.in
CIN No. L74999MH1955PLC009593



Annexure A

Sr. No	Details of events that need to be provided	Information of such event(s)												
1.	Name of the entity(ies) forming part of the amalgamation/ merger, details in brief such as size, turnover etc.	<p>Details of Nova Fragranze Srl ('Nova'), CFF Labs Srl, ('CFF Labs'), CFF Commerciale Srl ('CFF Commerciale') ('Transferor Companies') and Creative Flavours & Fragrances SpA ('Transferee Company/CFF') as on March 31, 2022 are as under:</p> <p align="right">Rs. (in crores)</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>Nova</th> <th>Consolidated data of CFF Labs, CFF Commerciale and CFF</th> </tr> </thead> <tbody> <tr> <td>Paid up Capital</td> <td>0.44</td> <td>54.26</td> </tr> <tr> <td>Revenue from Operations</td> <td>23.49</td> <td>317.56</td> </tr> <tr> <td>Profit/(Loss) for the year</td> <td>2.95</td> <td>13.42</td> </tr> </tbody> </table>	Particulars	Nova	Consolidated data of CFF Labs, CFF Commerciale and CFF	Paid up Capital	0.44	54.26	Revenue from Operations	23.49	317.56	Profit/(Loss) for the year	2.95	13.42
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Paid up Capital	0.44	54.26												
Revenue from Operations	23.49	317.56												
Profit/(Loss) for the year	2.95	13.42												
2.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length";	Yes. However, arm's length criteria is not applicable since the transferor and transferee companies are direct/indirect wholly owned subsidiaries of the Company and therefore as per Regulation 23(5)(c) of SEBI (LODR) Regulations, the provisions of related party transactions are not applicable to this merger.												
3.	area of business of the entity(ies);	Nova, an Italy based company specializes in the fragrance development in hair care/ beauty care segments. CFF and its subsidiaries, CFF Labs and CFF Commerciale are engaged in fragrance development and have a strong presence in Europe.												
4.	rationale for amalgamation/ merger;	To simplify the structure for operational synergy												
5.	in case of cash consideration – amount or otherwise share exchange ratio;	Nil consideration												
6.	brief details of change in shareholding pattern (if any) of listed entity.	N.A												



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