



From:

APG Asset Management N.V.

Amsterdam,
23 April 2020

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Gustav Mahlerplein 3
1082 MS Amsterdam

Phone
+3164112348

Attachment(s)
1

Our reference
Lily H 20200422

Your reference
-

Internet
<https://www.apg.nl/en>

E-mail
compliancecontrol@apg-am.nl

To attention of, and hereafter;

S H Kelkar and Company Limited

Devkaran Mansion 36, Mangaldas Road Mumbai,
400 002 India

Attn: Deepti Chandratre, Company Secretary DGM
Email: investors@keva.co.in

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,

Maharashtra – 400001 Mumbai

Attn: Sr. General Manager, DCS – Listing Department

Fax: +91 22 2272 1919

corp.comm@bseindia.com

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, Block G

Bandra Kurla Complex, Bandra (East)

Maharashtra – 400051 Mumbai

Attn: Head – Listing

Fax: +91 22 2659 8120

iisl@nse.co.in

Subject: Disclosure of disposal of shares under Regulation 29(2) of the Securities and Exchange Board of India Substantial Acquisition of Shares and Takeovers (SAST) Regulations, 2011

Dear Sirs,

Stichting Depository APG Emerging Markets Equity Pool ("APG") sold **736,035** equity shares of **SH Kelkar and Company Limited ("Company")** on April 22, due to which the shareholding of APG in the Company has decreased below 5 % (five percent) of the paid-up capital of the Company. The shareholding of APG in the Company is **4.69%** (four point sixty nine percent) after APG's sale of shares on April 22, 2020.

Please find enclosed the disclosure report under the provisions of Regulation 29(2) of the Securities and Exchange Board of India SAST Regulations, 2011 pursuant to the decrease in shareholding of APG in the Company beyond 5% (five percent).

Submitted for your information and necessary action. Kindly acknowledge the receipt of the same.

Thank you,

On behalf of Stichting Depository APG Emerging Markets Equity Pool, acting as depository of APG Emerging Markets Equity Pool

duly represented and authorized by **APG Asset Management N.V.**

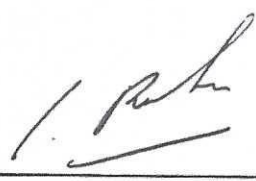
Date: April 23, 2020

Place: Amsterdam

Name:


R. van Dijk
Authorized signatory

Name:


N.C.J. Renkens
Authorized signatory



भारतीय प्रतिभूति और विनियम बोर्ड Securities and Exchange Board of India

Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the disposal of shares

Name of the Target Company (TC)	S H Kelkar and Company Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Stichting Depository APG Emerging Markets Equity Pool		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ul style="list-style-type: none"> • BSE Limited • National Stock Exchange of India Limited 		
Details of the disposal 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 disposal of the shares under consideration, holding of:			
(a) Shares carrying voting rights	7,369,225	5.21%	
(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)			--
Total (a+b+c+d)	7,369,225	5.21%	--

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.



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Details of sale			
(a) Shares carrying voting rights acquired	736,035	0.52%	
(b) VRs acquired 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) acquired	--	--	--
(d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	--	--	--
Total (a+b+c+/-d)	736,035	0.52%	--
After the sale, holding of:			
(a) Shares carrying voting rights	6,633,190	4.69%	
(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)	--	--	--
Total (a+b+c+d)	6,633,190	4.69%	--
Mode of sale (e.g. open market / public issue/ rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Open Market		
Date of acquisition of/ sale of shares / 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.	Sale of shares on April 22,2020		
Equity share capital / total voting capital of the TC before the said acquisition	141,320,801		
Equity share capital/ total voting capital of the TC after the said acquisition	141,320,801		
Total diluted share/voting capital of the TC after the said acquisition	N/A		



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Securities and Exchange Board of India

Signature of the seller / Authorized Signatory

Name:

R. van Dijk

Place: Amsterdam, The Netherlands

Authorized signatory

Date: April 23, 2020

Name:

N.C.J. Renkens

Authorized signatory