



FIL Investment Management (Hong Kong) Limited
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Admiralty, Hong Kong

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4 April 2019

Dear Sir/Madam:

Enclosed please find a copy of regulatory filing for **S H Kelkar and Company Ltd.**

- Regulatory filing required under regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation 2011

If you have any questions, please contact us directly by email apac.regulatory.filings@fil.com or by fax at +852 2629 9669.

Yours faithfully,

A handwritten signature in black ink, consisting of a stylized, cursive script.

Regulatory Reporting, Asia Pacific

Encl.

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

Part-A- Details of the Acquisition

Name of the Target Company (TC)	S H Kelkar and Company Ltd		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	See attached Schedule for breakdown of funds under the management of FMR LLC and its direct and indirect subsidiaries and FIL Limited and its direct and indirect subsidiaries		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Ltd. BSE Ltd.		
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	5,810,718	4.02%	N/A
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)	5,810,718	4.02%	-

Details of acquisition a) Shares carrying voting rights acquired 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) e) Total (a+b+c/-d)	 3,099,899 3,099,899	 2.14% 2.14%	 N/A -
After the acquisition, holding of acquirer along with PACs of: a) Shares carrying voting rights 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)	 8,910,617 8,910,617	 6.16% 6.16%	 N/A -
Mode of acquisition (e.g. open market /public issue / rights issue /preferential allotment /inter-se transfer/ encumbrance, etc.)	Market Purchase		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc	N/A		

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	02 April 2019
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Equity share capital / total voting capital of the TC before the said acquisition	144,620,801
Equity share capital/ total voting capital of the TC after the said acquisition	144,620,801
Total diluted share/voting capital of the TC after the said acquisition	N/A

Schedule

	Fund	Shares held	% of shares and voting rights held
Funds under the management of FMR LLC and its direct and indirect subsidiaries and FIL Limited and its direct and indirect subsidiaries	FID SERIES EMERGING MARKETS FD	4,531,417	3.13
	FIAM EMERG MKT ALL CP T16825	991,300	0.69
	FIAM EMERG MKT CM PL T1058	2,266,700	1.57
	FID EMERGING MKT EQ INS T55386	1,121,200	0.77
Total		8,910,617	6.16

Signature of the acquirer / Authorised Signatory



Jen Li
Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney by and on behalf of FMR LLC and FIL Limited

Place: C/O FIL Asia Pte Ltd, Level 21, 88 Queensway, Admiralty, Hong Kong

Date: 4 April 2019

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 5 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.