



June 09, 2021

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: Postal Ballot Results under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Further to our letter dated May 04, 2021, we wish to inform you that the resolution in the Postal Ballot Notice dated April 30, 2021 has been passed by the members of the Company with requisite majority.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we enclose herewith the report of the Scrutinizer on postal ballot conducted through e-voting and e-voting result.

The aforesaid reports are being uploaded on the website of the Company at www.keva.co.in and on the website of the CDSL at www.evoting.cdsl.com.

You are requested to take the same on record.

Thanking You,

Yours faithfully,

For **S H KELKAR AND COMPANY LIMITED**

Deepti Chandratre
Company Secretary & Compliance Officer

Encl: As above



S H Kelkar And Company Limited
Lal Bahadur Shastri 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

S. ANANTHA & VED LLP

(Registered with Limited Liability)

Company Secretaries • LLP IN : AAH - 8229

C - 316, 3rd Floor, Nirmal Avior - Galaxy

LBS Marg, Mulund (W), Mumbai - 400 080

www.sanantha.com; info@sanantha.com

Tel: (+91 22) 2591 3041

Report of Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and the Companies
(Management and Administration) Rules, 2014]

To
The Chairman
S H Kelkar and Company Limited
Devkaran Mansion,
36, Mangaldas Road,
Mumbai – 400 002

Dear Sir,

Sub: Result of the Postal Ballot conducted through e-voting to obtain the approval of Shareholders of S H Kelkar and Company Limited (the 'Company')

I, Sachin Sharma (Membership No.46900/CP. No.20423), Designated Partner of S. Anantha & Ved LLP (LLPIN:AAH-8229), Practicing Company Secretaries, Mumbai, was appointed as the Scrutinizer by the Company for conducting the Postal Ballot by way of remote e-voting process, carried out as per Section 108 and 110 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 read with the General Circular No.14/ 2020 dated April 8, 2020 and the General Circular No.17/ 2020 dated April 13, 2020; 22/2020 dated June 15, 2020; 33/2020 dated September 28, 2020 and 39/2020 dated December 31, 2020 ("MCA Circulars") and in line with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015"), in connection with the passing of the resolution as mentioned in the Notice of Postal Ballot dated April 30, 2021.

In view of the situation arising due to COVID-19 pandemic and lockdown, MCA has issued Circulars giving certain relaxations in the provisions of the Act and the Rules for facilitating passing of ordinary and special resolutions by the Companies, realizing the challenges faced by the Companies in providing physical Postal Ballot voting facility to shareholders. The result along with Scrutinizer's report will simultaneously be posted on the Company's website-www.keva.co.in and website of CDSL - www.evotingindia.com, besides communicating the same to the National Stock Exchange of India Limited and BSE Limited.

...2



: 2 :

On account of threat posed by this pandemic and in terms of the MCA Circulars, the Company had sent the Postal Ballot Notice in electronic form only to those members whose email id was registered with the Depositories and the RTA and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above. Accordingly, the communication of the assent or dissent of the Members had to take place through the E-voting system only.

All the required instructions in relation to e-voting by the shareholders were duly mentioned in the Notice sent to the shareholders of the Company through e-mail, wherever e-mail ids were available. The above activities were completed by May 04, 2021.

As per applicable provisions of the Companies Act, 2013 and Rules made thereunder, SEBI (LODR) Regulations, 2015 and as provided in the MCA circular mentioned above, an advertisement was published by the Company in Financial Express (English) and Mumbai Lakshdeep (Vernacular -Marathi) newspapers, on May 05, 2021, informing about the sending of the Postal Ballot Notice by e-mail.

The Company and Central Depository Services (India) Limited (CDSL) had uploaded the Notice together with the explanatory statement on their respective websites www.keva.co.in and www.evotingindia.com The Company had generated Event Number: 210503001 on CDSL for the casting votes through e-voting mode.

The Shareholders holding the shares as on the "cut-off" date i.e., Friday, April 30, 2021, were entitled to vote on the proposed resolutions through e-voting.

The remote e-voting period commenced on Saturday, May 08, 2021 (9.00 a.m.) and ended on Monday, June 07, 2021 (5.00 p.m.) for the shareholders exercising their vote through remote e-voting. The remote e-voting module was disabled by CDSL for voting thereafter. All votes cast by e-voting received upto Monday, June 07, 2021 (5.00 p.m.) being last date fixed by the Company for exercise of vote by e-voting, were considered for my scrutiny.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI (LODR) Regulations, 2015, relating to the item being placed for approval of the shareholders through Postal Ballot by e-voting.

...3



: 3 :

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on votes cast through e-voting as also the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL).

The Report of the Postal Ballot was duly compiled and accordingly the results of Postal Ballot through remote e-voting for the following resolutions are as under:

Continuation of Directorship of Mrs. Prabha Vaze (DIN: 00509817) as a Non-Executive, Non- Independent Director in terms of Regulation 17(1A) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015:

“RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 and relevant Rules framed thereunder (including any statutory modification(s)/amendment(s)/re-enactment(s) thereto) and further to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the continuation of directorship of Mrs. Prabha Vaze (DIN:00509817), who would be attaining the age of seventy-five years on June 19, 2021, as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any one of the Directors of the Company or any Committee thereof be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution.”

Total number of e-Votes considered in connection with the passing of the above mentioned Special Resolution:

Sr. No.	Particulars	No. of e-Votes	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	140	3,13,62,329	93.72
B	Votes against the Resolution	16	21,01,055	6.28
C	Total Valid Votes (A + B)	156	3,34,63,384	100.00

For S. ANANTHA & VED LLP
Company Secretaries



Sachin Sharma
Designated Partner
CP No.: 20423
UDIN: A046900C000434650

Date : 09th June, 2021
Place : Mumbai

Countersigned by



Kedar Ramesh Vaze
Whole-time Director & Group CEO
DIN: 00511325
S H Kelkar and Company Limited



Date : 09th June, 2021
Place : Mumbai

S H Kelkar And Company Limited
Postal Ballot Voting Results

Record Date	4/30/2021
Total No. of shareholders on record date	36393
No. of shareholders present in the meeting either in person or through proxy	NA
Promoters and Promoter Group:	-
Public:	-
No. of shareholders attended the meeting through vide conferencing	NA
Promoters and Promoter Group:	-
Public:	-

Resolution Required : (Special) Continuation of Directorship of Mrs. Prabha Vaze (DIN: 00509817) as a Non-Executive, Non- Independent Director in terms of Regulation 17(1A) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100
Promoter and Promoter Group	E-Voting	82,766,817	4,158,500	5.0244	4,158,500	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		4,158,500	5.0244	4,158,500	-	100.0000	0.0000
Public Institutions	E-Voting	16,512,268	14,278,098	86.4696	12,177,931	2,100,167	85.2910	14.7090
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		14,278,098	86.4696	12,177,931	2,100,167	85.2910	14.7090
Public Non Institutions	E-Voting	42,041,716	15,026,786	35.7426	15,025,898	888	99.9941	0.0059
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		15,026,786	35.7426	15,025,898	888	99.9941	0.0059
Total		141,320,801	33,463,384	23.6790	31,362,329	2,101,055	93.7213	6.2787



KR Vaze