

RAMESH VAZE

ADD: C/O S H Kelkar and Company Limited, Balrajeshwar Road, Mulund (West),
Mumbai-400080

Date: December 19, 2016

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

Dear Sir/ Madam,

Sub: Disclosure pursuant to Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

In accordance with Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I, Ramesh Vaze, Promoter of S H Kelkar and Company Limited ("SHK"), wish to inform you that, I have acquired 8574600 equity shares of SHK from Ramesh Vinayak Vaze HUF, being 5.93% of the total paid up capital of SHK, on December 19, 2016, pursuant to dissolution of Ramesh Vinayak Vaze HUF.

Accordingly, I enclose herewith the requisite disclosure under the above Regulation.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,


Ramesh Vaze

Enclosed: As above

CC: Company Secretary & Compliance Officer,
S H Kelkar and Company Limited,
Devkaran Mansion 36 Mangaldas Road
Mumbai- 400 002, India.

ANNEXURE – 2

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

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	Ramesh Vaze		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition / 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 acquisition under consideration, holding of :			
a) Shares carrying voting rights	17391000	12.03%	12.03%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	17391000	12.03%	12.03%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	8574600	5.93%	5.93%
b) VRs acquired /sold otherwise than by 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/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	8574600	5.93%	5.93%

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After the acquisition/sale, holding of:			
a) Shares carrying voting rights	25965600	17.95%	17.95%
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by 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) after acquisition			
e) Total (a+b+c+d)	25965600	17.95%	17.95%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off-market (acquisition of Equity shares by Ramesh Vaze on account of dissolution of Ramesh Vinayak Vaze HUF).		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	December 19, 2016		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 144,62,08,010/- (Rupees One Hundred Forty Four Crores Sixty Two Lakhs Eight Thousand and Ten only)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 144,62,08,010/- (Rupees One Hundred Forty Four Crores Sixty Two Lakhs Eight Thousand and Ten only)		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 144,62,08,010/- (Rupees One Hundred Forty Four Crores Sixty Two Lakhs Eight Thousand and Ten only)		

(*) 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.



Ramesh Vaze

Signature of the acquirer / seller / Authorised Signatory

Place: Mumbai

Date: 19.12.2016
