

KEDAR VAZE

C/o. S H Kelkar and Company Limited,
Balrajeshwar Road, Mulund West, Mumbai - 400080

December 29, 2017

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 31(1) and 31(2) of Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

I, Kedar Vaze, am a promoter of S H Kelkar and Company Limited (“SHK”).

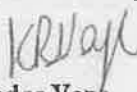
In accordance with Regulation 31(1) and 31(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I wish to inform you that pledge created in favour of Kotak Mahindra Investments Limited (referred to as Kotak Mahindra Bank Limited in earlier disclosure) on 7,28,598 equity shares held by me in SHK, being 0.50% of the total paid up capital of SHK has been released on December 28, 2017.

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

You are requested to take the same on your record.

Thanking you,

Yours faithfully,


Kedar Vaze

Enclosed: As above

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

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance / release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | |
|--|--|---|--|
| Name of the Target Company(TC) | | S H Kekar and Company Limited | |
| Names of the stock exchanges where the shares of the target company are listed | | BSE Limited National Stock Exchange of India Limited | |
| Date of reporting | | 29-12-2017 | |
| Name of the promoter or PAC on whose shares encumbrance has been created/ released/invoked | | Kedar Vaze | |

| Details of the creation of encumbrance: | | | | | | | | | | |
|---|--|---|---|---|-------------------------|--------|--------------------|---|---|--------------------------|
| Name of promoter(s) of PACs with him* | Promoter holding in the target company (1) | Promoter holding already encumbered (2) | Details of events pertaining to encumbrance (3) | Type of Encumbrance | Reasons for Encumbrance | Number | % of share capital | Name of the entity in whose favour shares encumbered ** | Post event holding of encumbered shares {creation [(2)+(3)]/release [(2)+(3)]/invocation [(1)-(3)]} | % of total share capital |
| | | | Type of event (creation /release /invocation) | of Encumbrance (pledge /lien/ non disposal /under taking/ others) | | | | | | |
| | Number | Number | Date of creation/ release | | | | | | | |
| | % of total share capital | % of total share capital | | | | | | | | |
| | | | | | | | | | | |

Kumar

| | | | | | | | | | | | | | |
|------------|-------------|--------|-----------|-------|---------|-------------------------------------|--------|---------------------------------|----------|-------|---|-----------|------|
| Kedar Vaze | 1,55,25,100 | 10.74% | 24,64,800 | 1.70% | Release | 28 th Decemb er, 2017 | Pledge | Collateral for loan taken | 7,28,598 | 0.50% | Kotak Mahindra Investments Limited# | 17,36,202 | 1.20 |
|------------|-------------|--------|-----------|-------|---------|-------------------------------------|--------|---------------------------------|----------|-------|---|-----------|------|

Kedar Vaze
Kedar Vaze
Director
Place: Mumbai
Date: 29/12/2017

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

Note: The details of encumbrances of residual promoters as on 22.12.2017 enclosed herewith as Annexure 1 is the data received from S H Kelkar and Company Limited.

Referred to as Kotak Mahindra Bank Limited in earlier disclosure.

Annexure-I

| Sr. No. | Name of the shareholders | Total Shares held | | Shares Pledged or otherwise encumbered | |
|---------|---|--------------------|-------------------------------|--|-------------------------------|
| | | No. of Shares held | As a % of total share capital | No. of Shares held | As a % of total share capital |
| 1 | RAMESH VINAYAK VAZE | 25965600 | 17.95 | 0 | 0 |
| 2 | KNP INDUSTRIES PTE LIMITED | 17124000 | 11.84 | 0 | 0 |
| 3 | PRABHA RAMESH VAZE | 5014514 | 3.47 | 0 | 0 |
| 4 | VINAYAK GANESH VAZE CHARITIES | 2030000 | 1.4 | 0 | 0 |
| 5 | ASN INVESTMENT ADVISORS PRIVATE LIMITED | 1522500 | 1.05 | 0 | 0 |
| 6 | NIHAR S NENE | 1522500 | 1.05 | 0 | 0 |
| 7 | SKK INDUSTRIES PRIVATE LIMITED | 1522500 | 1.05 | 0 | 0 |
| 8 | NANDAN KEDAR VAZE | 1325000 | 0.92 | 0 | 0 |
| 9 | PARTH KEDAR VAZE | 1325000 | 0.91 | 0 | 0 |
| 10 | NEHA KEDAR KARMARKAR | 761250 | 0.53 | 0 | 0 |
| 11 | NISHANT KEDAR KARMARKAR | 761250 | 0.53 | 0 | 0 |
| 12 | SUMEDHA KEDAR KARMARKAR | 150 | 0 | 0 | 0 |
| 13 | ANAGHA SANDEEP NENE | 100 | 0 | 0 | 0 |
| 14 | RAMESH VINAYAK VAZE FAMILY TRUST | 100 | 0 | 0 | 0 |
| 15 | KEDAR RAMESH VAZE FAMILY TRUST | 100 | 0 | 0 | 0 |
| 16 | KEVA CONSTRUCTIONS PVT LTD | 8963757 | 6.20 | 0 | 0 |
| | Total | 67838321 | 46.90 | 0 | 0 |