



August 10, 2018

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: Summary of proceedings of 62<sup>nd</sup> Annual General Meeting of the Company**


We wish to inform you that the 62<sup>nd</sup> Annual General Meeting of the Company (“AGM”) was duly held on August 09, 2018 at 5.00 pm at Indraprastha Hall, 261, Balrajeshwar Road, Vaishali Nagar, Mulund (West), Mumbai – 400080. In this regard, please find enclosed a summary of proceedings of the AGM.

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 Shashtri 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](http://www.keva.co.in)  
CIN No. L74999MH1955PLC009593



**Summary of proceedings of 62<sup>nd</sup> Annual General Meeting of the Company (“AGM” or “Meeting”) held on August 09, 2018 at 5.00 pm at Indraprastha Hall, 261, Balrajeshwar Road, Vaishali Nagar, Mulund (West), Mumbai – 400080:**

Mrs. Deepti Chandratre, Company Secretary welcomed the Shareholders of the Company and introduced the Board of Directors and the Executives of the Company, who were on the dais.

The Board of Directors elected Mr. Kedar Vaze, Whole-time Director & CEO as the Chairman of the Meeting.

Mr. Kedar Vaze chaired the Meeting and welcomed the members present. As per the attendance records, in aggregate, One Hundred and Thirteen (113) members were present at the AGM, out of which One Hundred and Twelve (112) Members were present in person/through authorised representative and One (one) member was present through Proxy. The quorum being present, Chairman called the Meeting to order. The members were informed that the requisite registers and documents referred to in the Notice of the AGM were available for inspection during the Meeting.

The Managing Director shared his thoughts about the Company with the members. Thereafter, the Chairman took the members through key developments and operational performance during the financial year 2017-18.

The Chairman placed the following agenda items before the members:

**Ordinary Business:**

1. Adoption of audited standalone and consolidated Financial Statements of the Company for the year ended March 31, 2018 alongwith the Report of Board of Directors and Auditors thereon
2. Declaration of dividend for the financial year ended March 31, 2018
3. Appointment of Mrs. Prabha Vaze (DIN: 00509817) as a non-executive/non-independent Director, liable to retire by rotation
4. Appointment of Mr. Shrikant Oka (DIN: 08135918) as an Independent Director
5. Appointment of Mr. Deepak Raj Bindra (DIN: 06835196) as a Director
6. Ratification of remuneration payable to Cost Auditors of the Company for the financial year 2018-19

The Chairman then provided an opportunity to speak at the AGM and raise queries on the agenda items, if any. There were a few queries regarding segment revenues, R&D capabilities, impact of GST, product offerings, dividend distribution policy, challenges facing the F&F industry and ways to overcome them. Members appreciated the quality and contents of the Annual Report.

The Chairman thanked the members for their kind comments and addressed the concerns and queries raised by them. The members were satisfied with the response of the Chairman and thanked the Chairman for the same. The other suggestions of the members were taken on record.

The Chairman informed the members about the remote e-voting facility provided by the Company. He then stated that the remote e-voting period commenced on Monday, 06 August 2018 (9.00 a.m.) and concluded on Wednesday, 08 August 2018 (5.00 p.m.). He further informed that Mr. Ved Prakash (Membership No. 36837/CP. No. 16986), Designated Partner, M/s. S. Anantha & Ved LLP., Company Secretaries, Mumbai had been appointed as the Scrutiniser for conducting the e-voting process.



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Voting by use of ballot was then ordered by the Chairman to provide an opportunity to members present at the Meeting to cast their votes in case they were unable to vote through remote e-voting. The members accordingly cast their votes through ballot.

Mr. Ved Prakash, Practicing Company Secretary, who was appointed as the Scrutinizer for voting by use of ballot, diligently scrutinized the entire voting process in a fair and transparent manner.

Thereafter, the members were informed that a consolidated report on total votes cast in favour and against would be submitted by the Scrutinizer to the Chairman at the earliest and the same would be forthwith declared by the Company by publishing it on its website, the website of CDSL and by notifying the Stock Exchanges where the shares of the Company are listed.

The Chairman authorized the Company Secretary to declare the results of voting, on receipt of the Scrutinizer's Report.

The AGM concluded with a vote of thanks to those present.

The Results of the Meeting are as under:

S. No.	Agenda	Resolution Required	Mode of Voting	Remark
1.	Consider and adopt Standalone and Consolidated Audited Financial Statements, Reports of the Board of Directors and Auditors for the financial year ended March 31, 2018	Ordinary	e-Voting and ballot paper at the AGM	Passed unanimously
2.	Declaration of dividend for the financial year ended March 31, 2018.	Ordinary	e-Voting and ballot paper	Passed unanimously
3.	Appointment of Mrs. Prabha Vaze (DIN: 00509817) as a non-executive/non-independent Director, liable to retire by rotation.	Ordinary	e-Voting and ballot paper at the AGM	Passed with requisite majority
4.	Appointment of Mr. Shrikant Oka (DIN: 08135918) as an Independent Director	Special	e-Voting and ballot paper at the AGM	Passed unanimously
5.	Appointment of Mr. Deepak Raj Bindra (DIN: 06835196) as a Director	Special	e-Voting and ballot paper at the AGM	Passed with requisite majority
6.	Ratification of remuneration payable to Cost Auditors of the Company for the financial year 2018-19	Special	e-Voting and ballot paper at the AGM	Passed unanimously

For S H KELKAR AND COMPANY LIMITED

  
Deepti Chandratre  
Company Secretary & Compliance Officer



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