



August 11, 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

Scrip Code: 539450

Scrip Symbol: SHK

Dear Sir/ Madam,

Sub: Outcome of 60th Annual General Meeting of the Company

We wish to inform you that the 60th Annual General Meeting of the Company (“AGM”) was duly held on August 09, 2016 at 3.30 pm at Indraprastha Hall, 261, Balrajeshwar Road, Vaishali Nagar, Mulund (West), Mumbai – 400080.

As required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with the Rules framed thereunder, the Company had provided e-voting facility to the Members to cast their votes electronically in respect of all businesses mentioned in the Notice of AGM.

Mr. S. Anantha Rama Subramanian (FCS:4443, CP No.1925), Proprietor, M/s. S. Anantha & Co, Practising Company Secretary had been appointed as the Scrutiniser for conducting the entire voting process (e-voting and ballot) in a fair and transparent manner. As per the Scrutinizer’s Report, all resolutions contained in the Notice convening the AGM have been duly passed by the Members with requisite majority.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we enclose herewith the consolidated voting results of the business transacted at the AGM in the prescribed format. Further, consolidated report of the Scrutinizer on e-voting and voting at the AGM is also enclosed.

The aforesaid reports are being uploaded on the website of the Company at www.keva.co.in and on the website of 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 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
CIN No. [U74999MH1955PLC009593](http://www.keva.co.in)



S H KELKAR AND COMPANY LIMITED

Date of AGM / EGM / Postal Ballot	August 09, 2016
Total Number of Shareholders on Record Date i.e. August 2, 2016	19,856
No. of Shareholder Present in the meeting either in person or through Proxy	98
1. Promoter & Promoter Group	- 9 in person - 6 through Authorised Representative
2. Public	- 73 in person - 8 through Authorised Representative - 2 through proxy
No. of Shareholder attended the meeting through Video Conferencing	No such facility was arranged
1. Promoter & Promoter Group	
2. Public	



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S H Kelkar And Company Limited

Resolution Required : (Ordinary)			1 - Adoption of audited standalone and consolidated Financial Statements of the Company for the year ended 31 March, 2016 alongwith the Report of Board of Directors and Auditors thereon					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	82014464	0	0.0000	0	0	0.0000	0.0000
	Poll		82014464	100.0000	82014464	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		82014464	100.0000	82014464	0	100.0000	0.0000
Public Institutions	E-Voting	23680725	20377091	86.0493	20377091	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20377091	86.0493	20377091	0	100.0000	0.0000
Public Non Institutions	E-Voting	38925612	275	0.0007	275	0	100.0000	0.0000
	Poll		31308341	80.4312	31308341	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31308616	80.4319	31308616	0	100.0000	0.0000
Total		144620801	133700171	92.4488	133700171	0	100.0000	0.0000



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S H Kelkar And Company Limited

Resolution Required : (Ordinary)		2 - Confirmation of Interim Dividend declared on the Equity Shares of the Company as Final Dividend for the financial year 2015-16						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	82014464	0	0.0000	0	0	0.0000	0.0000
	Poll		82014464	100.0000	82014464	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		82014464	100.0000	82014464	0	100.0000	0.0000
Public Institutions	E-Voting	23680725	20999331	88.6769	20999331	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20999331	88.6769	20999331	0	100.0000	0.0000
Public Non Institutions	E-Voting	38925612	275	0.0007	275	0	100.0000	0.0000
	Poll		31308341	80.4312	31308341	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31308616	80.4319	31308616	0	100.0000	0.0000
Total		144620801	134322411	92.8790	134322411	0	100.0000	0.0000



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S H Kelkar And Company Limited

Resolution Required : (Ordinary)		3 - Re-appointment of Mr. Amit Dalmia (DIN: 05313886) as a non- executive / non-independent Director liable to retire by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	82014464	0	0.0000	0	0	0.0000	0.0000
	Poll		82014464	100.0000	82014464	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		82014464	100.0000	82014464	0	100.0000	0.0000
Public Institutions	E-Voting	23680725	20999331	88.6769	19758016	1241315	94.0888	5.9112
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20999331	88.6769	19758016	1241315	94.0888	5.9112
Public Non Institutions	E-Voting	38925612	275	0.0007	275	0	100.0000	0.0000
	Poll		31308341	80.4312	31308341	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31308616	0.0007	31308616	0	100.0000	0.0000
			134322411	14.5205	133081096	1241315	99.0759	0.9241



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S H Kelkar And Company Limited

Resolution Required : (Ordinary)		4 - Ratification of appointment of M/s. B S R & Co. LLP as the Statutory Auditors of the						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	82014464	0	0.0000	0	0	0.0000	0.0000
	Poll		82014464	100.0000	82014464	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		82014464	100.0000	82014464	0	100.0000	0.0000
Public Institutions	E-Voting	23680725	20999331	88.6769	18059226	2940105	85.9991	14.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20999331	88.6769	18059226	2940105	85.9991	14.0009
Public Non Institutions	E-Voting	38925612	275	0.0007	275	0	100.0000	0.0000
	Poll		31308341	80.4312	31308261	80	99.9997	0.0003
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31308616	80.4319	31308616	0	100.0000	0.0000
Total		144620801	134322411	92.8790	131382226	2940185	97.8111	2.1889



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S. Anantha Rama Subramanian
BBA, LLB, FCS

S. ANANTHA & CO.
COMPANY SECRETARIES

C-316, 3rd Floor, Nirmal Avior - Galaxy
LBS Marg, Mulund (W), Mumbai 400080
Tel : (+91 22) 2591 3041
Cell : +91 98 33 77 00 11
Website : www.aishcon.co
income108@yahoo.co.in/admin@aishcon.co

REPORT OF SCRUTINIZER

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies
(Management and Administration) Rules, 2014]*

To

The Chairman

11th August, 2016

60th (Sixtieth) Annual General Meeting (AGM) of the Equity Shareholders of
S H KELKAR AND COMPANY LIMITED held on Tuesday, August 09, 2016 at 03:30 p.m.
at Indraprastha Hall, 261, Balrajeshwar Road, Vaishali Nagar, Mulund (West),
Mumbai - 400 080

Dear Sir,

Sub : Scrutinizer's Report on remote e-voting and Voting through Ballot Forms at the
Annual General Meeting in terms of provisions of the Companies Act, 2013 read with Rules
issued thereunder and the applicable provisions of the SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015

I, S. Anantha Rama Subramanian, Practising Company Secretary (FCS: 4443; CP: 1925) was appointed as Scrutinizer by the Board of Directors of **S H Kelkar And Company Limited** for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014] (Amendment Rules, 2015) in respect of the below mentioned resolutions passed at the Sixtieth Annual General Meeting of the Equity Shareholders of **S H Kelkar And Company Limited** held on Tuesday, August 09, 2016 at 03:30 p.m. at Indraprastha Hall, 261, Balrajeshwar Road, Vaishali Nagar, Mulund (West), Mumbai - 400080, and I submit my report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (remote e-voting) and voting by use of ballot by the shareholders on the resolutions proposed in the notice of the 60th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and submit consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the report generated electronically or voting by use of ballots at the meeting.

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2. As per the Notice of 60th Annual General Meeting of the Shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014] (Amendment Rules, 2015) on July 16, 2016, the remote e-voting opened at 09.00 a.m. on August 06, 2016 and remained open until 05.00 p.m. on August 08, 2016.
3. The Shareholders holding the Equity Shares of the Company as on August 02, 2016 viz. the "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 60th Annual General Meeting of the Company.
4. After the declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on them. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses who are not the employees of the Company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (R&TA) of the Company and the Authorizations/ proxies lodged with the Company.
5. The ballots, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
6. The votes on remote e-voting were unblocked, in the presence of two witnesses who are not the employees of the Company, at around 06.00 p.m. after conclusion of voting at the AGM and the e-voting results / list of Equity Shareholders who were voted for and against were downloaded from the e-voting website of Central Depository Services Limited (www.evotingindia.com) and the same are being handed over to the Chairman.
7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

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A. Resolution No. 1: Ordinary Resolution

Adoption of the Standalone and Consolidated Audited Financial Statements, of the Company for the year ended 31st March, 2016, alongwith the Report of Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting*	49	203,77,366	15.24
Voting by ballot	50	11,33,22,805	84.76
Total	99	13,37,00,171	100.00

*Note: 1 folio holding 6,22,240 equity shares abstained from participation through e-voting.

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by ballot	0	0	0
Total	0	0	0

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
3	165

Summary of Total valid votes for Resolution No. 1

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	13,37,00,171	100.00
Votes against	0	0.00
Total	13,37,00,171	100.00

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B. Resolution No. 2: Ordinary Resolution

Confirmation of Interim Dividend declared on the equity shares of the Company as Final Dividend for the financial year 2015-16.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	50	2,09,99,606	15.63
Voting by ballot	50	11,33,22,805	84.37
Total	100	13,43,22,411	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by ballot	0	0	0
Total	0	0	0

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
3	165

Summary of Total valid votes for Resolution No. 2

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	13,43,22,411	100.00
Votes against	0	0
Total	13,43,22,411	100.00

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S. Anantha Rama Subramanian
BBA, LLB, FCS

S. ANANTHA & CO.
COMPANY SECRETARIES

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C. Resolution No. 3: Ordinary Resolution

Re-Appointment of Mr. Amit Dalmia as a Director, liable to retire by rotation

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	45	1,97,58,291	14.71
Voting by ballot	50	11,33,22,805	84.37
Total	95	13,30,81,096	99.08

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	5	12,41,315	0.92
Voting by ballot	0	0	0
Total	5	12,41,315	0.92

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
3	165

Summary of Total valid votes for Resolution No. 3

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	13,30,81,096	99.08
Votes against	12,41,315	0.92
Total	13,43,22,411	100.00



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D. Resolution No. 4: Ordinary Resolution

Ratification of appointment of M/s. BSR & Co. LLP., as the Statutory Auditors of the Company.

i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	37	1,80,59,501	13.44
Voting by ballot	49	11,33,22,725	84.37
Total	86	13,13,82,226	97.81

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	29,40,105	2.19
Voting by ballot	1	80	0.00
Total	14	29,40,185	2.19

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
3	165

Summary of Total valid votes for Resolution No. 4

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	13,13,82,226	97.81
Votes against	29,40,185	2.19
Total	13,43,22,411	100.00



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S. Anantha Rama Subramanian
BBA, LLB, FCS

S. ANANTHA & CO.
COMPANY SECRETARIES

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8. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of 60th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You.

Yours faithfully,

For S. ANANTHA & Co.,
Company Secretaries



S. Anantha Rama Subramanian
Proprietor
FCS: 4443; CP: 1925

Witnesses:

1. HARISH R. CHALAM
S/o RAMESH V. CHALAM
ADD: C5/602, VEDANT (OMP,
VARTAK NAGAR, THANE CW),
400606.

2. ANJALI RASTOGI
Add:- C-403, Osmo Dhara Greens
Balave Road, Khadagpada
Kalyan (W)- 421301

OCCUPATION: SERVICE
Counter signed
For SH KELKAR AND COMPANY LIMITED

OCCUPATION: SERVICE.



Kedar Vaze
Chairman of the 60th Annual General Meeting
DIN : 00511325