



August 13, 2025

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: Voting Results and Scrutiniser's Report – 69th Annual General Meeting

We wish to inform you that the 69th Annual General Meeting of the Company ("AGM") was duly held on Tuesday, August 12, 2025 at 4:30 pm IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

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 facility for remote e-voting as well as e-voting at the AGM to enable the Members to cast their votes electronically in respect of all businesses mentioned in the Notice of AGM.

Mr. Vishwanath (Membership No. A14521/CP. No. 25099), Designated Partner, M/s. Sharma and Trivedi LLP, Company Secretaries, Mumbai had been appointed as the Scrutiniser for conducting the e-voting process in a fair and transparent manner.

Please find enclosed herewith the consolidated voting results i.e. result of remote e-voting together with that of the e-voting conducted at the AGM in respect of the business transacted at the AGM in the prescribed format as **Annexure I**. Further, the Scrutiniser's report on the consolidated voting results is also enclosed as **Annexure II**.

All resolutions contained in the Notice convening the AGM have been duly passed by the Members with requisite majority.

The aforesaid reports are being uploaded on the website of the Company at www.keva.co.in and on the website of Central Depository Services Limited (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
Global Legal Counsel and Company Secretary

Encls: As above



S H Kelkar And Company Limited
Lal Bahadur Shastri Marg, Mulund (West), Mumbai - 400 080. Tel : +91 22 6606 7777
Regd. Office : Devkaran Mansion, 36, Mangaldas Road, Mumbai - 400 002. (INDIA)
Phone : (022) 2206 96 09 & 2201 91 30
www.keva.co.in
CIN No. L74999MH1955PLC009593

[Home](#)[Validate](#)

Voting results	
Record date	05-08-2025
Total number of shareholders on record date	51709
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	13
b) Public	59
No. of resolution passed in the meeting	11
Disclosure of notes on voting results	Add Notes

[Prev](#)

[Home](#)[Validate](#)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited standalone Financial Statements of the Company for the Financial Year ended 31 March 2025 together with the Reports of the Board of Directors and Auditors thereon.				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10689009	69.5069	10689009	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10689009	69.5069	10689009	0	100.0000
Public- Non Institutions	E-Voting	47096905	360354	0.7651	360354	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	360354	0.7651	360354	0	100.0000
Total		138420801	86791351	62.7011	86791351	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 March 2025 together with the Report of the Auditors thereon				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10689009	69.5069	10689009	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10689009	69.5069	10689009	0	100.0000
Public- Non Institutions	E-Voting	47096905	360354	0.7651	360354	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	360354	0.7651	360354	0	100.0000
Total		138420801	86791351	62.7011	86791351	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mrs. Prajna Vaze (DIN: 00509817), Non-Executive and Non-Independent Director, who retires by rotation and being eligible offers herself for re-appointment.				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10725263	69.7427	6226494	4498769	58.0545	41.9455
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10725263	69.7427	6226494	4498769	58.0545
Public- Non Institutions	E-Voting	47096905	360354	0.7651	337878	22476	93.7628	6.2372
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	360354	0.7651	337878	22476	93.7628
Total		138420801	86827605	62.7273	82306360	4521245	94.7928	5.2072
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend of Re. 1 (10%) per equity share on 13,84,20,801 fully paid-up equity shares of face value of Rs. 10/- each for the Financial Year ended 31 March 2025				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10725263	69.7427	10725263	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10725263	69.7427	10725263	0	100.0000
Public- Non Institutions	E-Voting	47096905	360354	0.7651	360349	5	99.9986	0.0014
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	360354	0.7651	360349	5	99.9986
Total		138420801	86827605	62.7273	86827600	5	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To pay remuneration by way of commission to Mr. Ramesh Vaze (DIN: 00509751) as a Non-Executive Director and Chairman of the Board				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10725263	69.7427	9755139	970124	90.9548	9.0452
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10725263	69.7427	9755139	970124	90.9548
Public- Non Institutions	E-Voting	47096905	346525	0.7358	323228	23297	93.2770	6.7230
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	346525	0.7358	323228	23297	93.2770
Total		138420801	86813776	62.7173	85820355	993421	98.8557	1.1443
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

[Home](#)
[Validate](#)

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr. Kedar Vaze (DIN: 00511325) as a whole-time Director of the Company, designated as Whole-time Director & Group Chief Executive Officer, for a period of 3 (three) years with effect from 01 September 2025.				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10725263	69.7427	10725151	112	99.9990	0.0010
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10725263	69.7427	10725151	112	99.9990
Public- Non Institutions	E-Voting	47096905	354291	0.7523	353817	474	99.8662	0.1338
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	354291	0.7523	353817	474	99.8662
Total		138420801	86821542	62.7229	86820956	586	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To waive the recovery of excess remuneration paid to Mr. Kedar Vaze, Whole-Time Director and Group Chief Executive Officer of the Company for the Financial Year 2024-25				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10725263	69.7427	9755251	970012	90.9558	9.0442
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10725263	69.7427	9755251	970012	90.9558
Public- Non Institutions	E-Voting	47096905	346525	0.7358	345637	888	99.7437	0.2563
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	346525	0.7358	345637	888	99.7437
Total		138420801	86813776	62.7173	85842876	970900	98.8816	1.1184
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve payment or Commission for the financial year 2024-25 and remuneration for the period from 01 April 2025 to 31 August 2025 to Mr. Kedar Vaze, Whole-Time Director and Group Chief Executive Officer of the Company.				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10725263	69.7427	9755251	970012	90.9558	9.0442
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10725263	69.7427	9755251	970012	90.9558
Public- Non Institutions	E-Voting	47096905	346525	0.7358	346162	363	99.8952	0.1048
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	346525	0.7358	346162	363	99.8952
Total		138420801	86813776	62.7173	85843401	970375	98.8822	1.1178
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Ms. Pallavi Gokhale (DIN: 00036369) as Non – Executive and Non - Independent Director on the Board of Directors of the Company				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10725263	69.7427	10725263	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10725263	69.7427	10725263	0	100.0000
Public- Non Institutions	E-Voting	47096905	354291	0.7523	354217	74	99.9791	0.0209
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	354291	0.7523	354217	74	99.9791
Total		138420801	86821542	62.7229	86821468	74	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s. Mehta and Mehta, Practicing Company Secretaries as Secretarial Auditors and to fix their remuneration				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10725263	69.7427	10725263	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10725263	69.7427	10725263	0	100.0000
Public- Non Institutions	E-Voting	47096905	352588	0.7486	352378	210	99.9404	0.0596
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	352588	0.7486	352378	210	99.9404
Total		138420801	86819839	62.7217	86819629	210	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants, appointed as Cost Auditors of the Company for the Financial Year 2025-26				
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	75945564	75741988	99.7319	75741988	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		75945564	75741988	99.7319	75741988	0	100.0000
Public- Institutions	E-Voting	15378332	10725263	69.7427	10725263	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15378332	10725263	69.7427	10725263	0	100.0000
Public- Non Institutions	E-Voting	47096905	352588	0.7486	352478	110	99.9688	0.0312
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		47096905	352588	0.7486	352478	110	99.9688
Total		138420801	86819839	62.7217	86819729	110	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

SHARMA AND TRIVEDI LLP

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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]

August 13, 2025

To,
The Chairman
S H KELKAR AND COMPANY LIMITED

69th (Sixty-Ninth) Annual General Meeting (AGM) of the Equity Shareholders of **S H KELKAR AND COMPANY LIMITED** (CIN: L74999MH1955PLC009593) held on **Tuesday, August 12, 2025 at 04:30 p.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and e-voting at the 69th AGM of S H KELKAR AND COMPANY LIMITED held on Tuesday, August 12, 2025 at 04:30 p.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

I, Vishwanath (ACS:14521; CP:25099), Designated Partner of M/s. Sharma and Trivedi LLP, Practising Company Secretary was appointed as the Scrutinizer by the Board of Directors of S H KELKAR AND COMPANY LIMITED (the 'Company') vide resolution dated May 16, 2025, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended till date to scrutinize and report on the electronic voting ('remote e-voting') and the e-voting during the Annual General Meeting of the Company in respect of the resolutions proposed to be passed at the 69th (Sixty- Ninth) Annual General Meeting of the shareholders of the Company to be held on Tuesday, August 12, 2025 at 04:30 p.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") 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 e-voting by the shareholders on the resolutions proposed in the notice of the 69th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the AGM is conducted in a fair and transparent manner and submit the 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.
2. As per the Notice of 69th 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 19, 2025 in English Newspapers vide. "Financial Express" and in Marathi (Vemacular) Newspaper "Mumbai Lakshadeep", the remote e-voting opened at 09:00 a.m. on Friday, August 08, 2025 and remained open until 05:00 p.m. on Monday, August 11, 2025.
3. The Shareholders holding the Equity Shares of the Company as on Tuesday, August 05, 2025 viz. the "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 69th Annual General Meeting of the Company.
4. The Notice of AGM dated May 16, 2025 along with Statement setting out material facts under Section 102 of the Act, was sent to the shareholders in respect of the below mentioned resolutions for passing at the AGM of the Company by e-mail in compliance with the MCA Circular Number 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, General Circular No.09/2023 dated September 25, 2023 and General Circular No.09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India (SEBI) Circular Number SEBI / HO / CFD/ CMD1 / CIR / P/ 2020 / 79 dated May 12, 2020 and SEBI / HO / CFD/ CMD2/ CIR / P/ 2021/11 dated January 15, 2021, SEBI/ HO/ CFD/ CMD2/ CIR/ P/ 2022/ 62 dated May 13, 2022, SEBI/ HO/ CFD/ PoD-2/P/ CIR/ 2023/4 dated January 05, 2023 and SEBI/ HO/ CFD/ CFD- PoD-2/P/ CIR/ 2023/167 dated October 07, 2023 (collectively referred to as "SEBI Circulars").

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: 2 :

5. As required under the MCA Circulars, the Company had also provided e-voting facility during the AGM to the members attending the said meeting through VC / OAVM and who had not cast their vote earlier through remote e-voting.
6. The votes on remote e-voting and e-voting during the meeting were unblocked, in the presence of two witnesses who are not the employees of the Company, after conclusion of voting at the AGM and the e-voting results / list of Equity Shareholders who voted for and against were downloaded from the e-voting website of Central Depository Services (India) Limited ("CDSL") i.e. www.evotingindia.com and the same are being handed over to the Chairman.
7. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system and the summary of the e-voting process is as follows:

A. Ordinary Business:

Resolution No.1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 March, 2025 together with the Reports of the Board of Directors and Auditors thereon:

(i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	170	8,67,69,349	99.97
E-voting at AGM	2	22,002	0.03
Total	172	8,67,91,351	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	--	--	--
E-voting at AGM	--	--	--
Total	--	--	--

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

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	8,67,91,351	100.00
Votes against	--	--
Total	8,67,91,351	100.00

Note: i) One (1) Folio holding 36,254 Equity Shares of Face Value of Rs.10/- each of the Company, has not voted on the above resolution.

ii) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.1, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023. ...3

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: 3 :

Resolution No.2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 March, 2025 together with the Report of the Auditors thereon:

(i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	170	8,67,69,349	99.97
E-voting at AGM	2	22,002	0.03
Total	172	8,67,91,351	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	--	--	--
E-voting at AGM	--	--	--
Total	--	--	--

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

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	8,67,91,351	100.00
Votes against	--	--
Total	8,67,91,351	100.00

Note: i) One (1) Folio holding 36,254 Equity Shares of Face Value of Rs.10/- each of the Company, has not voted on the above resolution.

ii) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.2, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

...4

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: 4 :

Resolution No.3: Ordinary Resolution

To appoint a Director in place of Mrs. Prabha Vaze (DIN: 00509817), Non-Executive and Non-Independent Director, who retires by rotation and being eligible offers herself for re-appointment:

(i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	143	8,22,84,358	99.97
E-voting at AGM	2	22,002	0.03
Total	145	8,23,06,360	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	28	45,21,245	100.00
E-voting at AGM	--	--	--
Total	28	45,21,245	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

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	8,23,06,360	94.79
Votes against	45,21,245	5.21
Total	8,68,27,605	100.00

Note: i) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.3, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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: 5:

Resolution No.4: Ordinary Resolution

To declare final dividend of Re. 1 (10%) per equity share on 13,84,20,801 fully paid-up equity shares of face value of Rs.10/- each for the Financial Year ended 31 March, 2025;

(i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	170	8,68,05,598	99.97
E-voting at AGM	2	22,002	0.03
Total	172	8,68,27,600	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	5	100.00
E-voting at AGM	--	--	--
Total	1	5	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

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	8,68,27,600	100.00
Votes against	5	0.00
Total	8,68,27,605	100.00

Note: i) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.4, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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: 6 :

B. Special Business:

Resolution No.5: Special Resolution

To pay remuneration by way of commission to Mr. Ramesh Vaze (DIN: 00509751) as a Non-Executive Director and Chairman of the Board:

i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	155	8,57,98,353	99.97
E-voting at AGM	2	22,002	0.03
Total	157	8,58,20,355	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	14	9,93,421	100.00
E-voting at AGM	--	--	--
Total	14	9,93,421	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.5

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	8,58,20,355	98.86
Votes against	9,93,421	1.14
Total	8,68,13,776	100.00

Note: i) Two (2) Folios holding in aggregate 13,829 Equity Shares of Face Value of Rs.10/- each of the Company, have not voted on the above resolution.

ii) Based on the aforesaid result, we report that, the aforesaid Special Resolution at Item No.5, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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: 7 :

Resolution No.6: Special Resolution

To re-appoint Mr. Kedar Vaze (DIN: 00511325) as a Whole-time Director of the Company, designated as Whole-time Director & Group Chief Executive Officer, for a period of 3 (three) years with effect from 01 September 2025:

i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	166	8,67,98,954	99.97
E-voting at AGM	2	22,002	0.03
Total	168	8,68,20,956	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	586	100.00
E-voting at AGM	--	--	--
Total	4	586	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.6

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	8,68,20,956	99.999
Votes against	586	0.001
Total	8,68,21,542	100.000

Note: i) One (1) Folio holding 6,063 Equity Shares of Face Value of Rs.10/- each of the Company, has not voted on the above resolution.

ii) Based on the aforesaid result, we report that, the aforesaid Special Resolution at Item No.6, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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: 8 :

Resolution No.7: Special Resolution

To waive the recovery of excess remuneration paid to Mr. Kedar Vaze, Whole-Time Director and Group Chief Executive Officer of the Company for the Financial Year 2024-25:

i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	157	8,58,20,874	99.97
E-voting at AGM	2	22,002	0.03
Total	159	8,58,42,876	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	9,70,900	100.00
E-voting at AGM	--	--	--
Total	12	9,70,900	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.7

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	8,58,42,876	98.88
Votes against	9,70,900	1.12
Total	8,68,13,776	100.00

Note: i) Two (2) Folios holding in aggregate 13,829 Equity Shares of Face Value of Rs.10/- each of the Company, have not voted on the above resolution.

ii) Based on the aforesaid result, we report that, the aforesaid Special Resolution at Item No.7, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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: 9 :

Resolution No.8: Special Resolution

To approve payment of Commission for the Financial Year 2024-25 and remuneration for the period from 01 April 2025 to 31 August 2025 to Mr. Kedar Vaze, Whole-Time Director and Group Chief Executive Officer of the Company:

i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	160	8,58,21,399	99.97
E-voting at AGM	2	22,002	0.03
Total	162	8,58,43,401	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	9	9,70,375	100.00
E-voting at AGM	--	--	--
Total	9	9,70,375	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.8

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	8,58,43,401	98.88
Votes against	9,70,375	1.12
Total	8,68,13,776	100.00

Note: i) Two (2) Folios holding in aggregate 13,829 Equity Shares of Face Value of Rs.10/- each of the Company, have not voted on the above resolution.

ii) Based on the aforesaid result, we report that, the aforesaid Special Resolution at Item No.8, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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: 10 :

Resolution No.9: Ordinary Resolution

To appoint Ms. Pallavi Gokhale (DIN: 00036369) as Non – Executive and Non - Independent Director on the Board of Directors of the Company:

i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	168	8,67,99,466	99.97
E-voting at AGM	2	22,002	0.03
Total	170	8,68,21,468	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	74	100.00
E-voting at AGM	--	--	--
Total	2	74	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.9

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	8,68,21,468	99.9999
Votes against	74	0.0001
Total	8,68,21,542	100.0000

Note: i) One (1) Folio holding 6,063 Equity Shares of Face Value of Rs.10/- each of the Company, has not voted on the above resolution.

ii) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.9, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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: 11 :

Resolution No.10: Ordinary Resolution

To appoint M/s. Mehta and Mehta, Practicing Company Secretaries as Secretarial Auditors and to fix their remuneration:

i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	167	8,67,97,627	99.97
E-voting at AGM	2	22,002	0.03
Total	169	8,68,19,629	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	210	100.00
E-voting at AGM	--	--	--
Total	3	210	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.10

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	8,68,19,629	99.9998
Votes against	210	0.0002
Total	8,68,19,839	100.0000

Note: i) One (1) Folio holding 7,766 Equity Shares of Face Value of Rs.10/- each of the Company, has not voted on the above resolution.

ii) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.10, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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: 12 :

Resolution No.11: Ordinary Resolution

To ratify the remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants, appointed as Cost Auditors of the Company for the Financial Year 2025-26:

i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	168	8,67,97,727	99.97
E-voting at AGM	2	22,002	0.03
Total	170	8,68,19,729	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	110	100.00
E-voting at AGM	--	--	--
Total	2	110	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.11

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	8,68,19,729	99.9999
Votes against	110	0.0001
Total	8,68,19,839	100.0000

Note: i) One (1) Folio holding 7,766 Equity Shares of Face Value of Rs.10/- each of the Company, has not voted on the above resolution.

ii) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.11, as contained in the Notice of AGM dated May 16, 2025 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000
C-316, 3rd Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,
Mulund (W), Mumbai – 400 080
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

: 14 :

8. All relevant records of voting are available only in the electronic format and there was no physical voting. The relevant records will remain in my custody until the Chairman considers, approves and signs the minutes of 69th Annual General Meeting and the same shall be sent / handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For SHARMA AND TRIVEDI LLP
Company Secretaries

VISHWANATH
ATH


Digitally signed by
VISHWANATH
Date: 2025.08.13
17:51:02 +05'30'

Vishwanath
Designated Partner
DIN: 09566878
ACS:14521; CP:25099
UDIN: A014521G001002574

Witnesses:

Signature: 

1. Name: Mr. Chetan Umesh Takle
Son of: Mr. Umesh G. Takle
Address: C/o. M/s Sharma and Trivedi LLP
C-316, Avior Corporate Park, Near
Deep Mandir Theatre, L.B.S. Marg
Mulund West, Mumbai - 400080
Occupation: Service

Signature: 

2. Name: Mr. Mahesh Salpe
Son of: Mr. Janu Salpe
Address: C/o. M/s Sharma and Trivedi LLP
C-316, Avior Corporate Park, Near
Deep Mandir Theatre, L.B.S. Marg
Mulund West, Mumbai - 400080
Occupation: Service

Counter signed
For S H KELKAR AND COMPANY LIMITED

Deepti Chandratre
Global Legal Counsel & Company Secretary
Membership No.: A20759