

Scrutinizers' Report

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

The Chairman
107th Annual General Meeting of the Equity Shareholders of
Alembic Limited,
to be held on 13th day of August, 2014 at 4.00 p.m.
At "Sanskriti", Alembic Corporate Conference Centre,
Opp. Pragati Sahakari Bank Limited, Alembic Colony,
Vadodara - 390003


Dear Sir,

I, S. Samdani, Partner of M/s. Samdani Shah & Associates, Company Secretaries, having office at 103 Tanishq Complex, Opp. SBI Urmi Branch, Productivity Road, Vadodara-390020, have been appointed as Scrutinizer of Alembic Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 107th Annual General Meeting of the Equity Shareholders of Alembic Limited, to be held on 13th Day of August, 2014 at 4.00 p.m. at "Sanskriti", Alembic Corporate Conference Centre, Opp. Pragati Sahakari Bank Limited, Alembic Colony, Vadodara – 390003. I submit the report as under:

1. The e-voting period remained open from 08th August, 2014, 9.00 a.m. to 09th August, 2014, 6.00 p.m.
2. The shareholders holding shares as on the "cut off" date i.e. 20th June, 2014 were entitled to vote on the proposed resolutions (item No. 1 to 11 as set out in the Notice of the 107th AGM of the Alembic Limited).
3. The votes were unblocked on 11th August, 2014 around 10.45 a.m. in the presence of two witnesses Ms. Ankita Parmar and Mr. Hardik Patel who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Ms. Ankita Parmar



Name: Mr. Hardik Patel



4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of Central Depository Systems Limited (<http://evotingindia.co.in>): - **Annexure - A**

5. The results of the e-voting for respective Resolutions are as under:

1. Adoption of Financial Statement for the year ended on 31st March, 2014

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
42	173122574	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
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(iii) **Invalid Votes(IV)/ Not Voted(NV):**

Total number of members whose votes were IV/NV	Total number of votes
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2. To declare dividend on Equity Shares

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
42	173122574	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
--	--	--

(iii) **Invalid Votes(IV)/ Not Voted(NV):**



Total number of members whose votes were IV/NV	Total number of votes
--	--

3. Re-appoint of Mr. Ashok Tulankar, who retires by rotation

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
42	173122574	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
--	--	--

(iii) **Invalid** Votes (IV)/ **Not** Voted(NV):

Total number of members whose votes were IV/NV	Total number of votes
--	--

4. Appointment of M/s. K. S. Aiyar & Co., Chartered Accountants, as Independent Auditors and fixing their remuneration

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
42	173122574	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
--	--	--

(iii) **Invalid** Votes (IV)/ **Not** Voted(NV):



Total number of members whose votes were IV/NV	Total number of votes
--	--

5. Appointment of Mr. R. C. Saxena as an Independent Director for a term of 5 years

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
42	173122574	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
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(iii) **Invalid** Votes (IV)/ **Not** Voted (NV):

Total number of members whose votes were IV/NV	Total number of votes
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6. Appointment of Mr. C. P. Buch as an Independent Director for a term of 5 years

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
42	173122574	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
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(iii) **Invalid** Votes(IV)/ **Not** Voted(NV):



Total number of members whose votes were IV/NV	Total number of votes
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7. Appointment of Mr. Milin Mehta as an Independent Director for a term of 5 years

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
42	173122574	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
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(iii) **Invalid** Votes (IV)/ **Not** Voted (NV):

Total number of members whose votes were IV/NV	Total number of votes
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8. Revision in terms of appointment including remuneration and re-designation of Mr. Udit Amin as Director & President –Operations.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
41	173121574	99.99%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
1	1000	0.01%

(iii) **Invalid** Votes(IV)/ **Not** Voted(NV):



Total number of members whose votes were IV/NV	Total number of votes
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9. To reconfirm authority to Board of Directors for borrowings upto Rs 750 Crore.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
42	173122574	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
--	--	--

(iii) **Invalid** Votes(IV)/ **Not** Voted(NV):

Total number of members whose votes were IV/NV	Total number of votes
--	--

10. To approve creation of charge/security over the assets/undertaking of the company, in respect of borrowings.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
42	173122574	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
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(iii) **Invalid** Votes(IV)/ **Not** Voted(NV):



Total number of members whose votes were IV/NV	Total number of votes
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11. To approve alteration of Articles of Association of the Company

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
41	173122074	99.99%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
1	500	0.01%

(iii) **Invalid** Votes(IV)/ **Not** Voted(NV):

Total number of members whose votes were IV/NV	Total number of votes
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6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

S. Samdan
Partner
Samdani Shah & Asso.
Company Secretaries
COP# 2863
Membership # 3677

Place : Vadodara
Dated :12/08/2014



8/11/2014

CDSL eVoting System



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You will be redirected to a new page after 1800 seconds of inactivity. Welcome admin [Logout](#)

Manage Function of Users

Ballot Details

EVSN

Voting Result as of today.

EVSN

EVSN

Check File Status

EVSN

140602008 for ALEMBIC LIMITED

Ballot Details

ISIN

INE426A01027-ALEMBIC LIMITED

Ballot Details

Nominal Value

2

Report

Voting Rights

1

Vote/Comp/Abstain

Total Folios Voted

42

Change Password

Report	EVSN	ISIN	Nominal Value	Voting Rights	Total Folios Voted
Vote/Comp/Abstain	1	173122574 (64.83%)	0 (0.00%)	173122574	
Change Password	2	173122574 (64.83%)	0 (0.00%)	173122574	
	3	173122574 (64.83%)	0 (0.00%)	173122574	
	4	173122574 (64.83%)	0 (0.00%)	173122574	
	5	173122574 (64.83%)	0 (0.00%)	173122574	
	6	173122574 (64.83%)	0 (0.00%)	173122574	
	7	173122574 (64.83%)	0 (0.00%)	173122574	
	8	173121574 (64.83%)	1000 (0.00%)	173122574	
	9	173122574 (64.83%)	0 (0.00%)	173122574	
	10	173122574 (64.83%)	0 (0.00%)	173122574	
	11	173122074 (64.83%)	500 (0.00%)	173122574	

The eVoting System is a web-based system for electronic voting. It is designed to be secure, reliable, and easy to use. The system is used by the company to conduct elections and to provide a secure and reliable way for shareholders to exercise their voting rights.

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