

**Alembic Limited - Voting Results**

Alembic Limited - Voting Results									
Date of the AGM		28th July, 2017							
Total number of shareholders on record date		58401							
No. of shareholders present in the meeting either in person or through proxy:		65							
Promoters and Promoter Group		26							
Public		39							
No. of shareholders attended the meeting through Video Conferencing:		Not Applicable							
Promoters and Promoter Group		-							
Public		-							
Agenda wise disclosure									
Item No. 1 - Adoption of Financial Statements for the year ended 31st March, 2017									
Resolution required: (Ordinary/Special)		Ordinary							
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	
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-voting		175,628,823	100.00%	175,628,823	-	100.00%	0.00%	
	Poll	175,628,823	-	-	-	-	-	-	
	Postal Ballot	-	-	-	-	-	-	-	
Public Institutions	Total	175,628,823	175,628,823	100.00%	175,628,823	-	100.00%	0.00%	
	E-voting		3,908,653	85.23%	3,908,653	-	100.00%	0.00%	
	Poll	4,585,755	-	-	-	-	-	-	
	Postal Ballot	-	-	-	-	-	-	-	
Public Non-Institutions	Total	4,585,755	3,908,653	85.23%	3,908,653	-	100.00%	0.00%	
	E-voting		569,972	0.66%	569,972	-	100.00%	0.00%	
	Poll	86,817,250	83,833	0.10%	83,833	-	100.00%	0.00%	
	Postal Ballot	-	-	-	-	-	-	-	
Total		86,817,250	653,805	0.75%	653,805	-	100.00%	0.00%	
	Total	267,031,828	180,191,281	67.48%	180,191,281	-	100.00%	0.00%	



Item No. 2 - Declaration of dividend on Equity Shares of the Company					Resolution required: (Ordinary/Special)				
Whether promoter/promoter group are interested in the agenda/resolution?					Ordinary				
					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		175,628,823	100.00%	175,628,823	-	100.00%	0.00%	
	Poll	175,628,823	-	-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-	
	Total	175,628,823	175,628,823	100.00%	175,628,823	-	100.00%	0.00%	
Public Institutions	E-voting		3,908,653	85.23%	3,908,653	-	100.00%	0.00%	
	Poll	4,585,755	-	-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-	
	Total	4,585,755	3,908,653	85.23%	3,908,653	-	100.00%	0.00%	
Public Non-Institutions	E-voting		569,972	0.66%	569,972	-	100.00%	0.00%	
	Poll	86,817,250	83,833	0.10%	83,833	-	100.00%	0.00%	
	Postal Ballot		-	-	-	-	-	-	
	Total	86,817,250	653,805	0.75%	653,805	-	100.00%	0.00%	
Total		267,031,828	180,191,281	67.48%	180,191,281	-	100.00%	0.00%	





Item No. 3 - Re-appointment of Mr. Abhijit Joshi, who retires by rotation									
Resolution required: (Ordinary/Special)							Ordinary		
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		175,628,823	100.00%	175,628,823	-	100.00%	0.00%	
	Poll	175,628,823	-	-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-	
	Total	175,628,823	175,628,823	100.00%	175,628,823	-	100.00%	0.00%	
Public Institutions	E-voting		3,908,653	85.23%	3,908,653	-	100.00%	0.00%	
	Poll	4,585,755	-	-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-	
	Total	4,585,755	3,908,653	85.23%	3,908,653	-	100.00%	0.00%	
Public Non-Institutions	E-voting		569,972	0.66%	569,972	-	100.00%	0.00%	
	Poll	86,817,250	83,833	0.10%	83,833	-	100.00%	0.00%	
	Postal Ballot		-	-	-	-	-	-	
	Total	86,817,250	653,805	0.75%	653,805	-	100.00%	0.00%	
Total		267,031,828	180,191,281	67.48%	180,191,281	-	100.00%	0.00%	



Item No. 4 - Appointment of Statutory Auditors of the Company and to fix their remuneration									
Resolution required: (Ordinary/Special)							Ordinary		
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		175,628,823	100.00%	175,628,823	-	100.00%	0.00%	
	Poll	175,628,823	-	-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-	
	Total	175,628,823	175,628,823	100.00%	175,628,823	-	100.00%	0.00%	
Public Institutions	E-voting		3,908,653	85.23%	3,908,653	-	100.00%	0.00%	
	Poll	4,585,755	-	-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-	
	Total	4,585,755	3,908,653	85.23%	3,908,653	-	100.00%	0.00%	
Public Non-Institutions	E-voting		569,972	0.66%	569,972	-	100.00%	0.00%	
	Poll	86,817,250	83,833	0.10%	83,833	-	100.00%	0.00%	
	Postal Ballot		-	-	-	-	-	-	
	Total	86,817,250	653,805	0.75%	653,805	-	100.00%	0.00%	
Total		267,031,828	180,191,281	67.48%	180,191,281	-	100.00%	0.00%	



Item No. 5 - Appointment of Mrs. Malika Amin as Managing Director and Chief Executive Officer of the Company  
Resolution required: (Ordinary/Special)

Whether promoter/promoter group are interested in the agenda/resolution?

Special

Yes

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 Poll Postal Ballot Total	175,628,823 175,628,823	175,628,823 -	100.00% -	175,628,823 -	- -	100.00% -	0.00% -
Public Institutions	E-voting Poll Postal Ballot Total	175,628,823 4,585,755 4,585,755	175,628,823 3,908,653 -	100.00% 85.23% -	175,628,823 3,908,653 -	- - -	100.00% 100.00% -	0.00% 0.00% -
Public Non-Institutions	E-voting Poll Postal Ballot Total	4,585,755 86,817,250 86,817,250	3,908,653 569,972 83,833	85.23% 0.66% 0.10%	3,908,653 569,972 14,683	- - 69,150	100.00% 100.00% 17.51%	0.00% 0.00% 82.49%
Total	Total	86,817,250 267,031,828	653,805 180,191,281	0.75% 67.48%	584,655 180,122,131	69,150 69,150	89.42% 99.96%	10.58% 0.04%





Item No. 6 - Ratification of Remuneration to the Cost Auditor for the F.Y. 2017-18									
Resolution required: (Ordinary/Special)							Ordinary		
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	
Promoter and Promoter Group	E-voting	175,628,823	175,628,823	100.00%	175,628,823	-	100.00%	0.00%	
	Poll		-	-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-	
	Total		175,628,823	100.00%	175,628,823	-	100.00%	0.00%	
Public Institutions	E-voting	4,585,755	3,908,653	85.23%	3,908,653	-	100.00%	0.00%	
	Poll		-	-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-	
	Total		3,908,653	85.23%	3,908,653	-	100.00%	0.00%	
Public Non-Institutions	E-voting	86,817,250	569,972	0.66%	569,972	-	100.00%	0.00%	
	Poll		83,833	0.10%	83,833	-	100.00%	0.00%	
	Postal Ballot		-	-	-	-	-	-	
	Total		653,805	0.75%	653,805	-	100.00%	0.00%	
Total		267,031,828	180,191,281	67.48%	180,191,281	-	100.00%	0.00%	



Item No. 7 - Re-classification of the Promoters of the Company								
Resolution required: (Ordinary/Special)				Special				
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		175,628,823	100.00%	175,628,823	-	100.00%	0.00%
	Poll	175,628,823	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	175,628,823	175,628,823	100.00%	175,628,823	-	100.00%	0.00%
Public Institutions	E-voting		3,908,653	85.23%	3,908,653	-	100.00%	0.00%
	Poll	4,585,755	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	4,585,755	3,908,653	85.23%	3,908,653	-	100.00%	0.00%
Public Non-Institutions	E-voting		569,972	0.66%	569,972	-	100.00%	0.00%
	Poll	86,817,250	83,833	0.10%	83,833	-	100.00%	0.00%
	Postal Ballot		-	-	-	-	-	-
	Total	86,817,250	653,805	0.75%	653,805	-	100.00%	0.00%
Total		267,031,828	180,191,281	67.48%	180,191,281	-	100.00%	0.00%





## **Consolidated Scrutinizer's Report**

To,  
The Chairman,  
110<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**Alembic limited**  
Held on the 28<sup>th</sup> day of July, 2017 at 12:30 p.m.,  
At "Sanskriti", Alembic Corporate Conference Centre,  
Opp. Pragati Sahakari Bank Limited,  
Alembic Colony,  
Vadodara - 390003.

### **Scrutinizer's Report on Poll including voting by Electronic Means in respect of the resolutions (businesses) contained in the Notice dated May 09, 2017.**

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Dear Sir,

I, S. Samdani, Partner, Samdani Shah & Kabra (Erstwhile Samdani Shah & Asso.), Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **ALEMBIC LIMITED**, for the purpose of scrutinizing the e-voting process (remote e-voting) and poll taken on the below mentioned resolution(s) (business(es)), at the 110<sup>th</sup> Annual General Meeting of the Equity Shareholders of ALEMBIC LIMITED, held on Friday, July 28, 2017, at 12:30 p.m.

The Management of the company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made there under; (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the Poll including voting by electronic means (remote e-voting). My responsibility as a Scrutinizer is restricted to give a Consolidated Report on the votes cast by the members for the resolutions (businesses) contained in the Notice dated May 09, 2017, based upon:

- a) The report generated from the e-voting platform provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities and;
- b) The scrutiny of the Polling papers received at the 110<sup>th</sup> Annual General Meeting.

1. I submit my report as under:

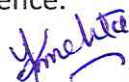
1.1 After declaration of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.





1.2 The locked ballot box was subsequently opened by me in the presence of two witnesses namely Mr. Kunal Mehta and Ms. Shreya Mitra and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations / proxies lodged with the Company. Then the votes cast through remote e-voting were unblocked on July 28, 2017 around 1:10 p.m. in the presence of above named witnesses who are not in the employment of the Company.

The witnesses have signed below in confirmation of the ballot boxes being unlocked in their presence and also in confirmation of the remote votes being unblocked in their presence.



Mr. Kunal Mehta



Ms. Shreya Mitra

1.3 The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.

2. The result of the scrutiny of voting by Poll and voting by electronic means in respect of resolutions (businesses) contained in notice dated May 09, 2017 is as under:

**2.1 Resolution (Business) No. 1:**

**To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2017 including Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	68	180107448	28	83833	96	180191281	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>68</b>	<b>180107448</b>	<b>28</b>	<b>83833</b>	<b>96</b>	<b>180191281</b>	<b>100.00</b>
Invalid votes	0	0	2	300	2	300	N.A.

**2.2 Resolution (Business) No. 2:**

**To declare dividend on Equity Shares. (Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	68	180107448	28	83833	96	180191281	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>68</b>	<b>180107448</b>	<b>28</b>	<b>83833</b>	<b>96</b>	<b>180191281</b>	<b>100.00</b>
Invalid votes	0	0	2	300	2	300	N.A.

**2.3 Resolution (Business) No. 3:**

**To appoint a Director in place of Mr. Abhijit Joshi (DIN: 06568584), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	68	180107448	28	83833	96	180191281	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>68</b>	<b>180107448</b>	<b>28</b>	<b>83833</b>	<b>96</b>	<b>180191281</b>	<b>100.00</b>
Invalid votes	0	0	2	300	2	300	N.A.



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**2.4 Resolution (Business) No. 4:**

**Appointment of Statutory Auditors of the Company and to fix their remuneration (Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	68	180107448	28	83833	96	180191281	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>68</b>	<b>180107448</b>	<b>28</b>	<b>83833</b>	<b>96</b>	<b>180191281</b>	<b>100.00</b>
Invalid votes	0	0	2	300	2	300	N.A.

**2.5 Resolution (Business) No. 5:**

**Appointment of Mrs. Malika Amin (DIN: 00242613) as Managing Director and Chief Executive Officer of the Company (Special Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	68	180107448	24	14683	92	180122131	99.96
Voted against	0	0	4	69150	4	69150	0.04
<b>Total</b>	<b>68</b>	<b>180107448</b>	<b>28</b>	<b>83833</b>	<b>96</b>	<b>180191281</b>	<b>100.00</b>
Invalid votes	0	0	2	300	2	300	N.A.



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**2.6 Resolution (Business) No. 6:**

**Ratification of Remuneration to the Cost Auditor for the F.Y. 2017-18. (Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	68	180107448	28	83833	96	180191281	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>68</b>	<b>180107448</b>	<b>28</b>	<b>83833</b>	<b>96</b>	<b>180191281</b>	<b>100.00</b>
Invalid votes	0	0	2	300	2	300	N.A.

**2.7 Resolution (Business) No. 7:**

**Re-classification of the Promoters of the Company (Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	68	180107448	28	83833	96	180191281	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>68</b>	<b>180107448</b>	<b>28</b>	<b>83833</b>	<b>96</b>	<b>180191281</b>	<b>100.00</b>
Invalid votes	0	0	2	300	2	300	N.A.



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3. All the figures shown in percentage have been rounded off to 2 decimal points.
4. All the resolutions (business) are passed / conducted with requisite majority.
5. The poll papers and all other relevant records will remain in my custody and will be handed over to the Chairman / Company Secretary for safe keeping after the Chairman signs the minutes.

Thanking you,

Yours Faithfully,

  
**S. Samdani**  
Partner  
**Samdani Shah & Kabra**  
(Erstwhile Samdani Shah & Asso.)  
Company Secretaries  
CP No. 2863



Vadodara, July 28, 2017