

| | | | | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Date of the AGM | | | | | 12th August, 2025 | | | |
| Total number of shareholders on record date | | | | | 1,09,653 | | | |
| No. of shareholders present in the meeting either in person or through proxy: | | | | | - | | | |
| Promoters and Promoter Group | | | | | - | | | |
| Public | | | | | - | | | |
| No. of shareholders attended the meeting through Video Conferencing: | | | | | 78 | | | |
| Promoters and Promoter Group | | | | | 31 | | | |
| Public | | | | | 47 | | | |
| Agenda wise disclosure | | | | | | | | |
| Item No. 1 - To receive, consider and adopt: | | | | | | | | |
| a. the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2025 together with the Reports of the Board of Directors and the Auditors thereon. | | | | | | | | |
| b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025 together with the Report of the Auditors thereon. | | | | | | | | |
| 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 | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot | | - | - | - | - | - | |
| | Total | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| Public Institutions | E-voting | 38,47,734 | 20,56,653 | 53.45% | 20,56,653 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot | | - | - | - | - | - | |
| | Total | 38,47,734 | 20,56,653 | 53.45% | 20,56,653 | - | 100.00% | 0.00% |
| Public Non-Institutions | E-voting | 7,09,23,017 | 65,94,078 | 9.30% | 65,94,077 | 1 | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot | | - | - | - | - | - | |
| | Total | 7,09,23,017 | 65,94,078 | 9.30% | 65,94,077 | 1 | 100.00% | 0.00% |
| Total | | 25,67,81,828 | 19,06,61,808 | 74.25% | 19,06,61,807 | 1 | 100.00% | 0.00% |



| Item No. 2 - To declare dividend on equity shares for the financial year 2024-25. | | | | | | | | |
|---|----------------|---------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| Public Institutions | E-voting | 38,47,734 | 21,30,723 | 55.38% | 21,30,723 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 38,47,734 | 21,30,723 | 55.38% | 21,30,723 | - | 100.00% | 0.00% |
| Public Non-Institutions | E-voting | 7,09,23,017 | 65,94,078 | 9.30% | 65,93,965 | 113 | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 7,09,23,017 | 65,94,078 | 9.30% | 65,93,965 | 113 | 100.00% | 0.00% |
| Total | | 25,67,81,828 | 19,07,35,878 | 74.28% | 19,07,35,765 | 113 | 100.00% | 0.00% |



Item No. 3 - To appoint a Director in place of Mr. Chirayu Amin (DIN: 00242549), who retires by rotation and being eligible, offers himself for re-appointment.

| 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 | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| Public Institutions | E-voting | 38,47,734 | 21,30,723 | 55.38% | 21,00,465 | 30,258 | 98.58% | 1.42% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 38,47,734 | 21,30,723 | - | 21,00,465 | 30,258 | - | - |
| Public Non-Institutions | E-voting | 7,09,23,017 | 65,93,678 | 9.30% | 64,53,716 | 1,39,962 | 97.88% | 2.12% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 7,09,23,017 | 65,93,678 | 9.30% | 64,53,716 | 1,39,962 | 97.88% | 2.12% |
| Total | | 25,67,81,828 | 19,07,35,478 | 74.28% | 19,05,65,258 | 1,70,220 | 99.91% | 0.09% |



Item No. 4 - Payment of commission to Mr. Udit Amin (DIN: 00244235), Non-Executive Director of the Company for the financial year 2024-25.

| 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 | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| Public Institutions | E-voting | 38,47,734 | 21,30,723 | 55.38% | - | 21,30,723 | 0.00% | 100.00% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 38,47,734 | 21,30,723 | 55.38% | - | 21,30,723 | 0.00% | 100.00% |
| Public Non-Institutions | E-voting | 7,09,23,017 | 65,94,078 | 9.30% | 64,53,476 | 1,40,602 | 97.87% | 2.13% |
| | Poll | | - | 0.00% | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 7,09,23,017 | 65,94,078 | 9.30% | 64,53,476 | 1,40,602 | 97.87% | 2.13% |
| Total | | 25,67,81,828 | 19,07,35,878 | 74.28% | 18,84,64,553 | 22,71,325 | 98.81% | 1.19% |



| Item No. 5 - Appointment of Secretarial 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 | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| Public Institutions | E-voting | 38,47,734 | 21,30,723 | 55.38% | 21,30,723 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 38,47,734 | 21,30,723 | 55.38% | 21,30,723 | - | 100.00% | 0.00% |
| Public Non-Institutions | E-voting | 7,09,23,017 | 65,94,078 | 9.30% | 64,57,996 | 1,36,082 | 97.94% | 2.06% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 7,09,23,017 | 65,94,078 | 9.30% | 64,57,996 | 1,36,082 | 97.94% | 2.06% |
| Total | | 25,67,81,828 | 19,07,35,878 | 74.28% | 19,05,99,796 | 1,36,082 | 99.93% | 0.07% |



Item No. 6 - Ratification of Remuneration to the Cost Auditors for the financial year 2025-26.

| 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 | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 18,20,11,077 | 18,20,11,077 | 100.00% | 18,20,11,077 | - | 100.00% | 0.00% |
| Public Institutions | E-voting | 38,47,734 | 21,30,723 | 55.38% | 21,30,723 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 38,47,734 | 21,30,723 | 55.38% | 21,30,723 | - | 100.00% | 0.00% |
| Public Non-Institutions | E-voting | 7,09,23,017 | 65,94,078 | 9.30% | 64,57,981 | 1,36,097 | 97.94% | 2.06% |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 7,09,23,017 | 65,94,078 | 9.30% | 64,57,981 | 1,36,097 | 97.94% | 2.06% |
| Total | | 25,67,81,828 | 19,07,35,878 | 74.28% | 19,05,99,781 | 1,36,097 | 99.93% | 0.07% |

For Alembic Limited

Kavai Thakkar
Company Secretary



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and as per MCA General Circular (GC) No. 14/2020 dated 08.04.2020, GC No. 17/2020 dated 13.04.2020, GC No. 20/2020 dated 05.05.2020, resting with GC No. 09/2024 dated 19.09.2024. ("MCA Circulars")]

The Chairman,
118th Annual General Meeting of the Members of
Alembic Limited
held on Tuesday, August 12, 2025, at 04:30 P.M. IST
through Video Conferencing / Other Audio-Visual Means ("VC / OAVM")

Dear Sir,

I, S. Samdani, Partner, Samdani Shah & Kabra, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Alembic Limited** ("Company"), for the purpose of scrutinizing the e-voting process conducted for transacting the business(es) as mentioned in the Notice dated May 13, 2025, convening 118th Annual General Meeting ("AGM") of the Members of the Company which was held on Tuesday, August 12, 2025, at 04:30 P.M. IST through VC / OAVM.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013, and Rules made thereunder, read with MCA Circulars; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circulars issued thereunder and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of the Company Secretaries of India, if any, relating to remote e-voting prior to the date of AGM and during the AGM.

My responsibility as a Scrutinizer is restricted to give a Report on votes cast by the Members of the Company.

I submit my report as under:

1. The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for providing remote e-voting facility to the Members of the Company prior to AGM as well as during the AGM.
2. Prior to the date of AGM, the remote e-voting facility remained open for three days from August 09, 2025, 9:00 A.M. IST to August 11, 2025, 5:00 P.M. IST, both days inclusive and was disabled for voting thereafter.
3. Further, the Company had also provided remote e-voting facility to the members who attended the AGM through VC / OAVM and had not voted on resolutions through remote e-voting prior to the date of AGM, to cast their votes during the AGM.

4. After the completion of the e-voting process at the AGM, the votes cast through remote e-voting prior to the date of AGM as well as during the AGM were unblocked and downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) on August 12, 2025, around 05:10 P.M. IST, in the presence of two witnesses – Rahul Nagpal and Lubna Vhora, who are not in the employment of the Company.
5. I have scrutinized and reviewed the votes cast by the members through remote e-voting prior to the date of AGM as well as during the AGM, based on the data downloaded from the NSDL website.

The result of the remote e-voting prior to the date of AGM and during the AGM is as under:

Resolution / Business No. 1:

Adoption of –

- a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2025 together with the Reports of the Board of Directors and the Auditors thereon;
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025 together with the Reports of the Auditors thereon:

(Ordinary Resolution)

| Voting Description | No. of Members | No. of votes cast | % of total number of valid votes cast |
|--------------------|----------------|---------------------|---------------------------------------|
| Voted in Favour | 228 | 19,06,61,807 | 100.00 |
| Voted Against | 1 | 1 | 0.00 |
| Total | 229 | 19,06,61,808 | 100.00 |
| Invalid Votes | 0 | 0 | - |

Resolution / Business No. 2:

Declaration of Dividend on Equity Shares for the Financial Year 2024-25:

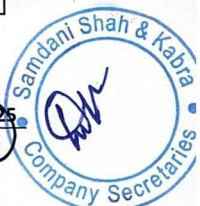
(Ordinary Resolution)

| Voting Description | No. of Members | No. of votes cast | % of total number of valid votes cast |
|--------------------|----------------|---------------------|---------------------------------------|
| Voted in Favour | 228 | 19,07,35,765 | 100.00 |
| Voted Against | 2 | 113 | 0.00 |
| Total | 230 | 19,07,35,878 | 100.00 |
| Invalid Votes | 0 | 0 | - |

SRAL12082025

702, Ocean, Sarabhai Compound, Near Centre Square Mall, Dr. Vikram Sarabhai Road, Vadodara-390023.

Ph: +91 265 2988933-2311933, 9723462962. E-mail: cssamdani@gmail.com



Resolution / Business No. 3:

Appointment of a Director in place of Mr. Chirayu Amin (DIN: 00242549), who retires by rotation and being eligible, offers himself for re-appointment.

(Special Resolution)

| Voting Description | No. of Members | No. of votes cast | % of total number of valid votes cast |
|--------------------|----------------|---------------------|---------------------------------------|
| Voted in Favour | 221 | 19,05,65,258 | 99.91 |
| Voted Against | 8 | 1,70,220 | 0.09 |
| Total | 229 | 19,07,35,478 | 100.00 |
| Invalid Votes | 0 | 0 | - |

Resolution / Business No. 4:

Payment of commission to Mr. Udit Amin (DIN: 00244235), Non-Executive Director of the Company for the Financial Year 2024-25:

(Special Resolution)

| Voting Description | No. of Members | No. of votes cast | % of total number of valid votes cast |
|--------------------|----------------|---------------------|---------------------------------------|
| Voted in Favour | 201 | 18,84,64,553 | 98.81 |
| Voted Against | 29 | 22,71,325 | 1.19 |
| Total | 230 | 19,07,35,878 | 100.00 |
| Invalid Votes | 0 | 0 | - |

Resolution / Business No. 5:

Appointment of Secretarial Auditors of the Company and to fix their Remuneration:

(Ordinary Resolution)

| Voting Description | No. of Members | No. of votes cast | % of total number of valid votes cast |
|--------------------|----------------|---------------------|---------------------------------------|
| Voted in Favour | 228 | 19,05,99,796 | 99.93 |
| Voted Against | 2 | 1,36,082 | 0.07 |
| Total | 230 | 19,07,35,878 | 100.00 |
| Invalid Votes | 0 | 0 | - |

SRAL12082025

702, Ocean, Sarabhai Compound, Near Centre Square Mall, Dr. Vikram Sarabhai Road, Vadodara-390023.

Ph: +91 265 2988933-2311933, 9723462962. E-mail: cssamdani@gmail.com



Resolution / Business No. 6:

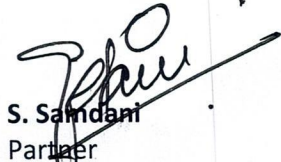
Ratification of Remuneration to the Cost Auditors for the Financial Year 2025-26:
(Ordinary Resolution)

| Voting Description | No. of Members | No. of votes cast | % of total number of valid votes cast |
|--------------------|----------------|-------------------|---------------------------------------|
| Voted in Favour | 227 | 19,05,99,781 | 99.93 |
| Voted Against | 3 | 1,36,097 | 0.07 |
| Total | 230 | 19,07,35,878 | 100.00 |
| Invalid Votes | 0 | 0 | - |

Notes:


1. All the figures shown in percentage have been rounded off to 2 (two) decimal points.
2. Register(s) and all other records relating to Remote e-voting as conducted for AGM are under my safe custody and will be handed over to the Chairman / Company Secretary / Person duly authorized by the Board for preserving records safely after the Chairman signs the minutes.
3. All the resolutions are passed with requisite majority.

Thanking you,
Yours Faithfully,


S. Samdani
Partner

Samdani Shah & Kabra
Company Secretaries
FCS No. 3677 | CP No. 2863




Counter Signed By
Chairman

Alembic Limited

ICSI Peer Review # 1079/2021
ICSI Unique Code: P2008GJ016300
ICSI UDIN: F003677G000991158

Place: Vadodara | Date: August 12, 2025

SRAL12082025