					-	Membic Limit	Alembic Limited - Voting Results	sults					
Date of the AGM	AGM						10.08.2016						
Total numbe	er of sharehold	Total number of shareholders on record date	d date				54262						
No. of share	holders prese	nt in the meet	ing either in p	No. of shareholders present in the meeting either in person or through proxy:	gh proxy:		42						
ď	romoters and F	Promoters and Promoter Group					19						
مَ	Public						23						
No. of share	holders attend	led the meetin	ig through Vid	No. of shareholders attended the meeting through Video Conferencing:	ng:	_	Not Arranged				10		
P	omoters and P	Promoters and Promoter Group											
P	Public			3									
						Details o	Details of the Agenda						
Category	No. of shares held		No. of votes polled	led	% of Votes	No.	No. of Votes - in favour	avour	No.	No. of Votes – against	inst	% of Votes in	% of Votes
					outstanding							polled	votes polled
	(1)	×	(2)		(3)=[(2)/(1)]*100		(4)			(5)		(6)=[(4)/(2)]*100	$(6)=[(4)/(2)]^{100}$ $(7)=[(5)/(2)]^{100}$
		Poll	E-voting	Total		Poll	E-voting	Total	Poll	E-voting	Total		
Resolution N	lo. 1: Adoptio	n of Financial	Statements for	ir the year end	Resolution No. 1: Adoption of Financial Statements for the year ended 31st March, 2016 (Ordinary)	116 (Ordinary)				9			
Whether pro	moter/promot	er group are ir	nterested in th	Whether promoter/promoter group are interested in the agenda/resolution?	lution?					No			
Promoter and Promoter Group	172127166	0	172127166	172127166	100.00%	0	172127166	172127166	0	0	0	100.00%	0.00%
Public Institutions	24639146	0	15509191	15509191	62.95%	0	15509191	15509191	0	0	0	100.00%	%00.0
Public Non- Institutions	70265516	1176	496901	498077	0.71%	1176	496896	498072	0	5	5	%666'66	0.001%
Resolution N	lo. 2: Declarat	ion of Dividen	d on Equity St	lares of the Co	Resolution No. 2: Declaration of Dividend on Equity Shares of the Company (Ordinary)								
Whether pro	moter/promote	er group are ir	terested in th	Whether promoter/promoter group are interested in the agenda/resolution?	lution?					No			
Promoter and Promoter Group	172127166	0	172127166	172127166	100.00%	0	172127166	172127166	0	0	0	100.00%	0.00%
Public Institutions	24639146	0	15509191	15509191	62.95%	0	15509191	15509191	0	0	0	100.00%	%00:0
Public Non- Institutions	70265516	1176	496901	498077	0.71%	1176	496896	498072	0	5	5	%666.66	0.001%



Category	No. of	N	No. of votes polled	lled	% of Votes	No.	No. of Votes - in favour	avour	No.	No. of Votes - against	inst	% of Votes in	% of Votes
	shares held				Polled on outstanding shares							favour on votes polled	against on votes polled
	(1)		(2)		(3)=[(2)/(1)]*100		(4)			(5)		(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
		Poll	E-voting	Total		Poll	E-voting	Total	Poll	E-voting	Total		
Resolution	Resolution No. 3: Re-appointment of Mrs. Malika Amin, who retires by rotation	ntment of Mr	s. Malika Amir	n, who retires t	by rotation (Ordinary)	ary)				<u> </u>			
Whether pro	Whether promoter/promoter group are interested in the agenda/resolution?	r group are ir	nterested in th	e agenda/reso	lution?					Yes			
Promoter and Promoter Group	172127166	0	172127166	172127166	100.00%	0	172127166	172127166	0	0	0	100.00%	0.00%
Public Institutions	24639146	0	15495016	15495016	62.89%	0	15495016	15495016	0	0	0	100.00%	0.00%
Public Non- Institutions	70265516	1176	494681	495857	0.71%	1176	494666	495842	0	15	15	99.997%	0.003%
Resolution N	Resolution No. 4: Ratification of appointment of W/s. K. S. Aiyar & Co., Chartered	on of appoint	ment of M/s. K	. S. Aiyar & Co	tered	ountants as S	tatutory Audit	Accountants as Statutory Auditors of the Company (Ordinary)	pany (Ordina	(2)			
Whether pro	Whether promoter/promoter group are interested in the agenda/resolution?	r group are ir	nterested in th	e agenda/reso						No			
Promoter and Promoter Group	172127166	0	172127166	172127166	100.00%	0	172127166	172127166	0	0	0	100.00%	0.00%
Public Institutions	24639146	0	15504991	15504991	62.93%	0	15504991	15504991	0	0	0	100.00%	%00:0
Public Non- Institutions	70265516	1176	496901	498077	0.71%	1176	496896	498072	0	5	2	%666.66	0.001%
Resolution N	lo. 5: Appointm	ent of Mr. Ud	it Amin as Mai	naging Directo	Resolution No. 5: Appointment of Mr. Udit Amin as Managing Director of the Company (Special)	(Special)							
Whether pro	Whether promoter/promoter group are interested in the agenda/resolution?	r group are in	terested in the	e agenda/resol	lution?					Yes		: :	
Promoter and Promoter Group	172127166	0	172127166	172127166	100.00%	0	172127166	172127166	0	0	0	100.00%	%00.0
Public Institutions	24639146	0	15509191	15509191	62.95%	0	13971360	13971360	0	1537831	1537831	%80.06	9.92%
Public Non- Institutions	70265516	1176	494681	495857	0.71%	1176	494676	495852	0.	5	5	%666.66	0.001%



Category	No. of shares held	Ż	No. of votes polled	led	% of Votes Polled on outstanding	No.	No. of Votes – in favour	ivour	No.	No. of Votes – against	iinst	% of Votes in favour on votes	% of Votes against on votes polled
					shares								
	(1)		(2)		(3)=[(2)/(1)]*100		(4)			(5)		(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
		Poll	E-voting	Total		Poll	E-voting	Total	Poll	E-voting	Total		
Resolution N	lo. 6: Ratificati	on of the Ren	nuneration to t	he Cost Audit	Resolution No. 6: Ratification of the Remuneration to the Cost Auditor for the F.Y. 2016-17 (Ordinary)	6-17 (Ordinar	_			,			
Whether pro	Whether promoter/promoter group are interested in the agenda/resolution?	er group are ir	terested in the	e agenda/reso	lution?					No			
Promoter and Promoter Group	172127166	0	172127166	172127166	100.00%	0	172127166	172127166	0	0	0	100.00%	0.00%
Public Institutions	24639146	0	15509191	15509191	62.95%	0	15509191	15509191	0	0	0	100.00%	0.00%
Public Non- Institutions	70265516	1176	496901	498077	0.71%	1176	496496	497672	0	405	405	99.92%	0.08%
Resolution N	lo. 7: Approval	of charges fc	or service of do	ocuments on t	Resolution No. 7: Approval of charges for service of documents on the shareholders (Ordinary)	(Ordinary)							
Whether pro	Whether promoter/promoter group are interested in the agenda/resolution?	er group are ir	terested in the	e agenda/reso	lution?					No			
Promoter and Promoter Group	172127166	0	172127166	172127166	100.00%	0	172127166	172127166	0	0	0	100.00%	%00.0
Public Institutions	24639146	0	15509191	15509191	62.95%	0	15509191	15509191	0	0	0	100.00%	0.00%
Public Non- Institutions	70265516	1176	494681	495857	0.71%	1176	493385	494561	0	1296	1296	99.74%	0.26%



Consolidated Scrutinizer's Report

To,
The Chairman,
109th Annual General Meeting of the Equity Shareholders of
Alembic limited
Held on the 10th day of August, 2016 at 12:30 p.m.,
At "Sanskruti", 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 passing of the resolutions contained in the Notice dated April 26, 2016.

Dear Sir,

I, S. Samdani, Partner, Samdani Shah & Asso., Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Alembic Limited** (the Company), for the purpose of scrutinizing the e-voting process (remote e-voting) and poll taken on the below mentioned resolution(s), at the 109th Annual General Meeting of the Equity Shareholders of Alembic Limited, held on Wednesday, 10th August, 2016, 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 contained in the Notice dated April 26, 2016, 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 109th 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.

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1.2 The locked ballot box was subsequently opened by me in the presence of two witnesses namely Mr. Rahul R. Shah and Ms. Pooja Jadwani 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 10th August, 2016 around 12:55 p.m. in the presence of above mentioned witnesses who are not in the employment of the Company.

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

Mr. Rahul R. Shah

- Ms. Pooja Jadwani
- 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 results of the scrutiny of voting by Poll and voting by electronic means in respect of passing of resolutions contained in notice dated 26th April, 2016 is as under:

2.1 Resolution No. 1:

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2016 including Balance Sheet as at 31st March, 2016, 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)

(I) Voted in Favour of the Resolution:

Mode of Voting	Number	of	Number of Votes	% of the total
	Members	who	cast by them	number of valid
	voted		79	votes cast
Poll		8	1,176	0.00
Remote e-voting		208	188,133,253	100.00
Total		216	188,134,429	100.00
				NH 8 HAW

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Mode of Voting	Number	of	Number of	Votes	% of the tot	tal
	Members	who	cast by them		number of val	lid
	voted		7000		votes cast	
Poll		0		0	0.0	00
Remote e-voting		1		5	0.0	00
Total		1		5	0.0	00

(III) Invalid Votes:

Total number of members whose votes	Total number of
were declared invalid	votes cast
0	0
0	0
0	0
	0

2.2 Resolution No. 2:

To declare dividend on equity shares. (Ordinary Resolution)

(I) Voted in Favour of the Resolution:

Mode of Voting	Number	of	Number of V	otes	% of	the	total
	Members	who	cast by them		numbe		
	voted		S51		votes c	ast	
Poll		8	1	,176			0.00
Remote e-voting		208	188,133	3,253	(8)	1	00.00
Total		216	188,134	,429		1	00.00



Mode of Voting	Number	of	-27 -29	Votes	A2000	
	Members	who	cast by them		number of	valid
	voted				votes cast	
Poll		0		0	2	0.00
Remote e-voting		1		5		0.00
Total		1		5		0.00

(III) Invalid Votes:

Mode of Voting	Total number of members whose votes	Total number of
	were declared invalid	votes cast
Poll	0	0
Remote e-voting	0	0
Total	0	0

2.3 Resolution No. 3:

To appoint a Director in place of Mrs. Malika Amin (DIN: 00242613), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)

(I) Voted in Favour of the Resolution:

Mode of Voting	Number Members voted	of who	Number of Votes cast by them	% of the total number of valid
Poll	voted	8	1,176	votes cast
			1,176	0.00
Remote e-voting		204	188,116,848	100.00
Total		212	188,118,024	100.00

Mode of Voting	Number Members	of who	Number of cast by them	Votes	% of the tota number of valid
	voted				votes cast
Poll		0		0	0.00
Remote e-voting		2		15	0.00
Total		2		15	0.00

(III) Invalid Votes:

Mode of Voting	Total number of members whose votes	Total number of
	were declared invalid	votes cast
Poll	0	0
Remote e-voting	*3	*16,395
Total	3	16,395

^{*3} shareholders holding total 16395 shares have neither voted in favour nor voted against.

2.4 Resolution No. 4:

To ratify appointment of M/s. K. S. Aiyar & Co., Chartered Accountants (FRN: 100186W) as Statutory Auditors of the Company in accordance with the resolution passed by the members at the 107th Annual General Meeting held on 13th August, 2014 and to authorize the Board of Directors to fix their remuneration. (Ordinary Resolution)

(I) Voted in Favour of the Resolution:

Total		215	188,1	30,229	SAMO	1	00.00
Remote e-voting		207	188,12	29,053	NISHAH	1 & A550	00.00
Poll		8		1,176			0.00
Mode of Voting	Number Members voted	of who	Number of cast by them	Votes	% of numbe votes c	r of	

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Mode of Voting	Number	of	Number of	Votes	% of the total	al
	Members	who	cast by them		number of vali	id
	voted		///		votes cast	
Poll		0		0	0.0	00
Remote e-voting		1		5	0.0	00
Total		1		5	0.0	00

(III) Invalid Votes:

Mode of Voting	Total number of members whose votes	Total number of
	were declared invalid	votes cast
Poll	0	0
Remote e-voting	*1	*4,200
Total	1	4,200

^{*1} shareholder holding total 4200 shares has neither voted in favour nor voted against.

2.5 **Resolution No. 5:**

Appointment of Mr. Udit Amin as Managing Director of the Company. (Special Resolution)

(I) Voted in Favour of the Resolution:

Number	of	Number of Vo	tes % of the total
Members	who	cast by them	number of valid
voted			votes cast
	8	1,	0.00
	65	186,593,2	202 99.18
	73	186,594,	378 99.18
	Members	Members who voted 8	Members who voted 8 1,665 186,593,2

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Mode of Voting	Number Members	of who	Number of cast by them	Votes	% of number	
	voted		sust by them		votes ca	vana
Poll		0		0		0.00
Remote e-voting		142	1,5	37,836		0.82
Total		142	1,5	37,836		0.82

(III) Invalid Votes:

Mode of Voting	Total number of members whose votes	Total number of
	were declared invalid	votes cast
Poll	0	0
Remote e-voting	*2	*2,220
Total	2	2,220

^{*2} shareholders holding total 2200 shares have neither voted in favour nor voted against.

2.6 Resolution No. 6:

Ratification of Remuneration to the Cost Auditor for the F.Y. 2016-17. (Ordinary Resolution)

(I) Voted in Favour of the Resolution:

Number	of	Number of Vote	s % of the total
Members	who	cast by them	number of valid
voted			votes cast
	8	1,17	6 0.00
	207	188,132,85	3 100.00
	215	188,134,02	9 100.00
	Members	Members who voted 8	Members who voted 8 1,17 207 188,132,85

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Mode of Voting	Number Members	of who	Number of cast by them	Votes	% of the t	
	voted				votes cast	
Poll		0		0	(0.00
Remote e-voting		2		405	(0.00
Total		2		405	(0.00

(III) Invalid Votes:

Mode of Voting	Total number of members whose votes	Total number of
	were declared invalid	votes cast
Poll	0	0
Remote e-voting	0	0
Total	0	0

2.7 Resolution No. 7:

Approval of charges for service of documents on the shareholders. (Ordinary Resolution)

(I) Voted in Favour of the Resolution:

Mode of Voting	Number	of	Number of Votes	% of the total
	Members	who	cast by them	number of valid
	voted			votes cast
Poll		8	1,176	0.00
Remote e-voting		203	188,129,742	100.00
Total		211	188,130,918	100.00

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Mode of Voting	Number	of	Number of	Votes	% of the total
	Members	who	cast by them		number of valid
	voted		0		votes cast
Poll		0		0	0.00
Remote e-voting		4		1,296	0.00
Total		4		1,296	0.00

(III) Invalid Votes:

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast
Poll	0	0
Remote e-voting	*2	*2,220
Total	2	2,220

^{*2} shareholders holding total 2200 shares have neither voted in favour nor voted against.

Note: Figures in percentage have been rounded off to 2 decimal points.

- 3. All the resolutions are passed with requisite majority.
- 4. 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. Sam

Samdani Shah & Asso. **Company Secretaries**

CP # 2863

Vadodara, August 10, 2016.

