

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L26100GJ1907PLC000033

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCA7950P

(ii) (a) Name of the company

ALEMBIC LIMITED

(b) Registered office address

ALEMBIC ROAD
BARODA
Gujarat
390003
India

(c) *e-mail ID of the company

drigesh.mittal@alembic.co.in

(d) *Telephone number with STD code

02652280550

(e) Website

www.alembiclimited.com

(iii) Date of Incorporation

30/07/1907

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 06/08/2021

(b) Due date of AGM 30/09/2021

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	39.41
2	L	Real Estate	L1	Real estate activities with own or leased property	60.59

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ALEMBIC PHARMACEUTICALS	L24230GJ2010PLC061123	Associate	28.41

2	ALEMBIC CITY LIMITED	U70100GJ1994PLC021552	Subsidiary	100
3	NIRAYU LIMITED	U28100GJ1971PLC098778	Holding	63.06

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) * SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	300,000,000	256,791,193	256,791,193	256,781,828
Total amount of equity shares (in Rupees)	600,000,000	513,582,386	513,582,386	513,563,656

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	300,000,000	256,791,193	256,791,193	256,781,828
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	600,000,000	513,582,386	513,582,386	513,563,656

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	4,115,011	252,666,817	256781828	513,563,656	513,563,656	
Increase during the year	0	267,390	267390	534,780	534,780	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify Dematerialization of shares held in physical form		267,390	267390	534,780	534,780	0
Decrease during the year	267,390	0	267390	534,780	534,780	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify Dematerialization of shares held in physical form	267,390		267390	534,780	534,780	
At the end of the year	3,847,621	252,934,207	256781828	513,563,656	513,563,656	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE426A01027

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

723,000,071

(ii) Net worth of the Company

3,818,692,309

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	20,091,500	7.82	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	161,916,777	63.06	0	
10.	Others LLP & Trusts	2,600	0	0	
	Total	182,010,877	70.88	0	0

Total number of shareholders (promoters)

21

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	50,954,604	19.84	0	
	(ii) Non-resident Indian (NRI)	926,805	0.36	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	

4.	Banks	126,050	0.05	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	4,118,032	1.6	0	
7.	Mutual funds	11,008,594	4.29	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,885,674	0.73	0	
10.	Others Foreign Bank, NBFCs registered	5,751,192	2.24	0	
	Total	74,770,951	29.11	0	0

Total number of shareholders (other than promoters)

67,217

**Total number of shareholders (Promoters+Public/
Other than promoters)**

67,238

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

24

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, H			24,583	0.01
BNS ASIA LIMITED	HSBC SECURITIES SERVICES 11TH F			650,327	0.25
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			10,837	0
CITY OF NEW YORK GF	DEUTSCHE BANK AG DB HOUSE, H			74,070	0.03
DFA INTERNATIONAL	STANDARD CHARTERED BANK SEC			10,680	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			100	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			483,755	0.19
ELARA INDIA OPPORT	C/O. ICICI BANK LTD., SMS 1ST FLC			1,050,000	0.41
EMERGING MARKETS (DEUTSCHE BANK AG, DB HOUSE H			39,315	0.02
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES			690,119	0.27
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			38,303	0.01
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			8,597	0
EMERGING MARKETS T	DEUTSCHE BANK AG, DB HOUSE H			32,490	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			6,876	0.01
EMERGING MARKETS	DEUTSCHE BANK AG, DB HOUSE H			62,025	0.02
INDIA OPPORTUNITIES	STANDARD CHARTERED BANK Sec			200,000	0.08
LOS ANGELES CITY EM	CITIBANK N.A. CUSTODY SERVICES			1,256	0
MCKINLEY CAPITAL M	HSBC SECURITIES SERVICES 11TH F			228,580	0.09
OREGON PUBLIC EMPI	DEUTSCHE BANK AG, DB HOUSE H			9,476	0
QUEENSLAND INVEST	CITIBANK N.A. CUSTODY SERVICES			21,241	0.01
T.A. WORLD EX U.S. CC	CITIBANK N.A. CUSTODY SERVICES			29,520	0.01
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			401,943	0.16
WORLD EX U.S. CORE I	CITIBANK N.A. CUSTODY SERVICES			28,091	0.01
WORLD EX U.S. TARGE	CITIBANK N.A. CUSTODY SERVICES			15,848	0.01

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	21	21
Members (other than promoters)	53,111	67,217
Debenture holders	0	1

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	2	1	2	2.99	3.24
B. Non-Promoter	0	5	0	5	0	0.01
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	4	0	4	0	0.01

C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	7	1	7	2.99	3.25

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
CHIRAYU RAMANBHA	00242549	Director	8,317,644	
MALIKA CHIRAYU AMI	00242613	Managing Director	7,678,954	
UDIT CHIRAYU AMIN	00244235	Director	0	
CHANDRASHEKHAR F	05352912	Director	0	
SAMEER SUBHASH KI	00009317	Director	500	
MAYANK NATUBHAI A	03455164	Director	18,000	
RATI AJAY DESAI	08535681	Director	0	
ABHIJIT ACHYUT JOSI	06568584	Director	0	
MALIKA CHIRAYU AMI	ABMPA5730G	CEO	7,678,954	
RASESH SHAH	AXHPS8019B	CFO	10	
DRIGESH MITTAL	ATWPM2736N	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	07/08/2020	60,209	59	70.86

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/05/2020	8	8	100
2	07/08/2020	8	8	100
3	03/11/2020	8	8	100
4	28/01/2021	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

10

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMMITTEE	25/05/2020	3	3	100
2	AUDIT COMMITTEE	07/08/2020	3	3	100
3	AUDIT COMMITTEE	03/11/2020	3	3	100
4	AUDIT COMMITTEE	28/01/2021	3	3	100
5	STAKEHOLDER	25/05/2020	3	3	100
6	STAKEHOLDER	07/08/2020	3	3	100
7	STAKEHOLDER	03/11/2020	3	3	100
8	STAKEHOLDER	28/01/2021	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
9	NOMINATION	25/05/2020	4	4	100
10	CORPORATE	25/05/2020	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	06/08/2021
								(Y/N/NA)
1	CHIRAYU RAI	4	4	100	1	1	100	Yes
2	MALIKA CHIR	4	4	100	1	1	100	Yes
3	UDIT CHIRAY	4	4	100	4	4	100	Yes
4	CHANDRASH	4	4	100	10	10	100	Yes
5	SAMEER SUE	4	4	100	6	6	100	Yes
6	MAYANK NAT	4	4	100	9	9	100	Yes
7	RATI AJAY DE	4	3	75	0	0	0	Yes
8	ABHIJIT ACHY	4	4	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MALIKA CHIRAYU	MANAGING DIF	13,170,000	0	0	1,203,000	14,373,000
	Total		13,170,000	0	0	1,203,000	14,373,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RASESH SHAH	CFO	7,163,479	0	0		7,163,479

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	DRIGESH MITTAL	COMPANY SEC	1,554,195	0	0		1,554,195
	Total		8,717,674	0	0	0	8,717,674

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	CHIRAYU AMIN	DIRECTOR	0	0	0	170,000	170,000
2	UDIT AMIN	DIRECTOR	0	0	0	200,000	200,000
3	CHANDRASHEKHA	DIRECTOR	0	0	0	330,000	330,000
4	SAMEER KHERA	DIRECTOR	0	0	0	290,000	290,000
5	MAYANK AMIN	DIRECTOR	0	0	0	320,000	320,000
6	RATI DESAI	DIRECTOR	0	0	0	130,000	130,000
7	ABHIJIT JOSHI	DIRECTOR	0	0	0	160,000	160,000
	Total		0	0	0	1,600,000	1,600,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

SAMDANI SHAH AND KABRA

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

2863

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 09 dated 12/08/2015

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

ABHIJIT JOSHI Digitally signed by ABHIJIT JOSHI
Date: 2021.08.13 12:24:19 +05'30'

DIN of the director

06568584

To be digitally signed by

DRIGESH PRAMOD HAI MITTAL Digitally signed by DRIGESH PRAMOD HAI MITTAL
Date: 2021.09.13 11:39:51 +05'30'

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

MGT-7 Explanation Letter.pdf
AL_MGT_8_2020_21.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

**MGT-8
CERTIFICATE**

*[Pursuant to Section 92(2) of the Companies Act, 2013 and
Rule 11(2) of Companies (Management and Administration) Rules, 2014]*

We have examined the registers, records, books and papers of **ALEMBIC LIMITED** ("Company") as required to be maintained under the Companies Act, 2013 ("Act") and the rules made thereunder for the Financial Year ended on March 31, 2021 ("review period"). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its Officers and Agents, we certify that:

- A. The Annual Return states the facts as at the close of the review period correctly and adequately.
- B. During the review period, the Company has complied with provisions of the Act and Rules made thereunder in respect of:
1. Its status under the Act;
 2. Maintenance of registers / records and making entries therein within the time prescribed therefor;
 3. Filing of Forms and Returns, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;
 4. Calling / Convening / Holding Meetings of Board of Directors or its Committees, and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Books / Registers maintained for the purpose and the same have been signed;
 5. Closure of Register of Members / Security holders, as the case may be;
 6. Advances / Loans to its Directors and / or persons or firms or companies referred in Section 185 of the Act;
 7. Contracts / Arrangements with Related Parties as specified in Section 188 of the Act;
 8. Transfer or Transmission of shares / securities and issue of security certificates. There was no Issue or allotment or buyback of securities, no redemption of preference shares or debentures, no alteration or reduction of share capital, no conversion of shares or securities;
 9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
 10. Declaration / payment of dividend, transfer of unpaid / unclaimed dividend / other amounts as applicable, to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

MGT8AL2021



Samdani Shah & Kabra

Company Secretaries

11. Signing of Audited Financial Statements as per the provisions of Section 134 of the Act and Report of Directors is as per sub-sections (3) and (5) thereof;
12. Constitution / appointment / retirement / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. However, there was no re-appointment / filling up casual vacancies of the Directors, Key Managerial Personnel;
13. Appointment / re-appointment / filling up casual vacancies of the Auditors as per the provisions of Section 139 of the Act. However, there was no appointment / re-appointment or any change in Auditors of the Company;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under various provisions of the Act, wherever applicable;
15. Acceptance / renewal / repayment of deposits. However, the Company has not accepted any deposits as per Section 73 to 76 of the Act;
16. Borrowings from its Directors, Members, Public Financial Institutions, Banks and others and Creation / Modification / Satisfaction of Charges in that respect, wherever applicable;
17. Loans and Investments or Guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. Alteration of the provisions of the Memorandum and / or Articles of Association of the Company. However, there were no such alterations.


S. Samdani
Partner

Samdani Shah & Kabra

Company Secretaries

FCS No. 3677, CP No. 2863



ICSI PR#: 1079/2021

ICSI UDIN: F003677C000930757

Place: Vadodara Date: September 10, 2021

MGT8AL2021

Date: 8th September, 2021

To,
Registrar of Companies, Gujarat
ROC Bhavan, Opp. Rupal Park Society,
Behind Ankur Bus Stop,
Naranpura, Ahmedabad – 380 013

Respected Sir,

Sub: Explanation for Form MGT-7

With reference to the captioned matter, we would like to inform you that during the F.Y. 2020-21, 2,67,390 Equity Shares were dematerialized by the shareholders by converting the physical share certificates into the demat form. Therefore, we have mentioned the same no. of equity shares under the head Increase during the year "Others, specify" in the column of "DEMAT" and the same no. of Equity Shares are mentioned under the head Decrease during the year "Others, specify" in the column of "Physical" by specifying "Dematerialization of shares held in physical form" respectively, in order to tally / reconcile no. of equity shares of the Company in Physical and Demat with the records of the Depositories and Stock Exchanges.

We request you to kindly take note of the above.

Thanking You,

For Alembic Limited


Drigesh Mittal

Company Secretary

FCS:8213

Add.: B-901, Vardhman Complex,
New IPCL Road, Subhanpura,
Vadodara - 390023



ALEMBIC LIMITED