

ANNEXURE E

Form No. MGT - 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2018

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

(i)	CIN	L26100GJ1907000033
(ii)	Registration Date	13/07/1907
(iii)	Name of the Company	Alembic Limited
(iv)	Category/Sub-Category of the Company	Company Limited by Shares
(v)	Address of the Registered Office and Contact Details	Alembic Road, Vadodara - 390 003. Tel: +91 265 2280550 Fax: +91 265 2282506 Website: www.alembiclimited.com Email Id: alembic.investors@alembic.co.in
(vi)	Whether listed company	Yes
(vii)	Name, Address and Contact Details of Registrar and Transfer Agent, if any:	Link Intime India Private Limited B - 102 & 103 Shangrila Complex, First Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara - 390 020, Tel: +91 265 2356573, 2356794 Fax: +91 265 2356791 Email Id: vadodara@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products/services	NIC Code of the Product/ Service	% to total turnover of the company
(i)	API	35250 & 35260	43.18
(ii)	Real Estate	99531129	36.46

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No.	Name and Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
(i)	Alembic City Limited Alembic Road, Vadodara – 390 003	U70100GJ1994PLC021552	Subsidiary	100.00	2(87)(ii)
(ii)	Alembic Pharmaceuticals Limited Alembic Road, Vadodara – 390 003	L24230GJ2010PLC061123	Associate	29.43	2(6)

IV. SHAREHOLDING PATTERN (Equity share Capital Break up as percentage of Total Equity):

(i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
A. Promoters									
(I) Indian									
a) Individual/HUF	2,70,18,290	-	2,70,18,290	10.12	2,09,91,910	-	2,09,91,910	7.86	(2.26)

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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt. (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	14,60,10,333	-	14,60,10,333	54.68	14,65,30,053	-	14,65,30,053	54.87	0.20
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Other:									
i) Trust	25,98,400	-	25,98,400	0.97	25,98,400	-	25,98,400	0.97	-
ii) LLP	1,800	0.00	-	-	1,800	-	1800	0.00	-
Sub-total (A)(1):-	17,56,28,823	-	17,56,28,823	65.77	17,01,22,163	-	17,01,22,163	63.71	(2.06)
(2) Foreign									
NRIs, Bodies Corporate, Banks, FIs, others	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A) = (A) (1)+(A)(2)	17,56,28,823	-	17,56,28,823	65.77	17,01,22,163	-	17,01,22,163	63.71	(2.06)
B. Public									
Shareholding									
I. Institutions									
a) Mutual Funds	-	-	-	-	1,21,73,065	-	1,21,73,065	4.56	4.56
b) Banks/FI	2,36,355	17,450	2,53,805	0.10	1,74,672	17,450	1,92,122	0.07	(0.03)
c) Central Govt.	-	-	-	-	17,92,914	-	17,92,914	0.67	0.67
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs / FPI	1,49,44,038	-	1,49,44,038	5.60	30,89,483	-	30,89,483	1.16	(4.44)
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others-Alternate Investment Funds	-	-	-	-	19,23,790	-	19,23,790	0.72	0.72
Sub-total (B) (1):-	1,51,80,393	17,450	1,51,97,843	5.70	1,91,53,924	17,450	1,91,71,374	7.18	1.48
2. Non-Institutions									
a) Bodies Corp.									
(i) Indian	52,73,549	20,400	52,93,949	1.98	43,57,882	18,600	43,76,482	1.64	(0.34)
(ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
(i) Individual Shareholders holding nominal share capital upto Rs. 1 lakh	4,49,74,887	59,08,884	5,08,83,771	19.06	4,78,84,854	49,87,614	5,28,72,468	19.80	0.74
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	1,21,94,658	1,40,100	1,23,34,758	4.62	1,41,86,133	1,40,100	1,43,26,233	5.37	0.75

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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
c) Others (specify)									
(i) Unclaimed Shares	20,12,101	-	20,12,101	0.75	8,25,751	-	8,25,751	0.31	(0.44)
(ii) Clearing Member	15,02,278	-	15,02,278	0.56	6,44,184	-	6,44,184	0.24	(0.32)
(iii) Non Resident Indians (NRI)- Repat	8,95,217	-	8,95,217	0.34	8,26,353	-	8,26,353	0.31	(0.03)
(iv) Non Resident Indians (NRI)- Non- Repat	5,12,733	27,300	5,40,033	0.2	8,05,086	3,150	8,08,236	0.30	0.10
(v) Trusts	1,42,836	5,700	1,48,536	0.06	3,06,036	5,700	3,11,736	0.11	0.05
(vi) Foreign Nationals	10,425	-	10,425	-	3,000	-	3,000	-	-
(vii) HUF	25,84,494	-	25,84,494	0.97	27,43,848	-	27,43,848	1.03	0.06
Sub-total (B)(2):-	7,01,02,778	61,02,384	7,62,05,562	28.54	7,25,83,127	51,55,164	7,77,38,291	29.11	0.57
Total Public Shareholding (B)=(B)(1)+(B)(2)	8,52,83,171	61,19,834	9,14,03,405	34.23	9,17,37,051	51,72,614	9,69,09,665	36.29	2.06
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	26,09,11,994	61,19,834	26,70,31,828	100	26,18,59,214	-	26,70,31,828	100	-

(ii) Shareholding of Promoters:

Details of Shareholding of Promoters:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total shares of the company	% shares pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% shares pledged/encumbered to total shares	
1.	Chirayu Amin*	86,92,930	3.26	-	86,92,930	3.26	-	Nil
2.	Malika Amin	60,11,460	2.25	-	60,11,460	2.25	-	Nil
3.	Udit Amin	20,13,960	0.75	-	20,13,960	0.75	-	Nil

* 21,46,500 Equity Shares held in the name of Chirayu Ramanbhai Amin in representative capacity of Karta of Chirayu Ramanbhai Amin HUF.

Details of Shareholding of persons and entities of promoter group:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total shares of the company	% shares pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% shares pledged/encumbered to total shares	
1.	Nirayu Private Limited	3,80,15,263	14.24	-	10,97,90,783	41.11	-	26.88#
2.	Shreno Limited	3,67,37,560	13.76	-	3,67,37,560	13.76	-	Nil
3.	Whitefield Chemtech Private Limited	3,65,70,460	13.70	-	0.00	0.00	-	(13.70)#

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Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total shares of the company	% shares pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% shares pledged/encumbered to total shares	
4.	Sierra Investments Private Limited	3,43,35,340	12.86	-	0.00	0.00	-	(12.86)#
5.	Pranav Amin	20,19,600	0.76	-	20,19,600	0.76	-	Nil
6.	Shaunak Amin	20,13,960	0.75	-	20,13,960	0.75	-	Nil
7.	Vidyanidhi Trust	16,19,100	0.61	-	16,19,100	0.61	-	Nil
8.	Arogyavardhini Society	5,61,900	0.21	-	5,61,900	0.21	-	Nil
9.	Utkarsh Vidyakendra	2,92,500	0.11	-	2,92,500	0.11	-	Nil
10.	Ujjwal Vidyalaya	1,24,500	0.05	-	1,24,500	0.05	-	Nil
11.	Naintara Amin	60,000	0.02	-	60,000	0.02	-	Nil
12.	Samira Amin	60,000	0.02	-	60,000	0.02	-	Nil
13.	Ranvir Amin	60,000	0.02	-	30,000	0.02	-	Nil
14.	Quick Flight Limited	3,50,000	0.13	-	0.00	0.00	-	(0.13)
15.	Inaaya Amin	60,000	0.02	-	60,000	0.02	-	Nil
16.	Viramya Packlight LLP	1,800	0.00	-	1,800	0.00	-	Nil
17.	Paushak Limited	1,710	0.00	-	1,710	0.00	-	Nil
18.	Laburnum Family Trust	200	0.00	-	200	0.00	-	Nil
19.	Virsad Family Trust	200	0.00	-	200	0.00	-	Nil

Pursuant to the Order passed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench dated 1st December, 2017 in the matter of the Scheme of Arrangement in the nature of amalgamation of Sierra Investments Private Limited and Whitefield Chemtech Private Limited with Nirayu Private Limited, the shares held by Sierra Investments Private Limited and Whitefield Chemtech Private Limited of the Company are transferred to Nirayu Private Limited.

(iii) Change in Promoter's Shareholding (please specify, if there is no change):

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year		
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company	
	At the beginning of the year	17,56,28,823	65.77	17,56,28,823	65.77	
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for the increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.)	11.09.2017	(60,26,380)	(2.26)	16,96,02,443	63.51
		(Reclassification of Shares from Promoter to Public)				
		18.08.2017 (Purchase)	40,000	0.01	16,96,42,443	63.53
		08.12.2017 (Purchase)	1,00,000	0.04	16,97,42,443	63.57
		22.12.2017 (Purchase)	3,79,720	0.14	17,01,22,163	63.71
	At the end of the year	17,01,22,163	63.71	17,01,22,163	63.71	

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(v) **Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

SI No.	Name	Shareholding at the beginning (01.04.2017)		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Nirayu Private Limited	3,80,15,263	14.24	During the financial year	7,17,75,520	Increase	10,97,90,783	41.12
					-	-		
2	Shreno Limited	3,67,37,560	13.76	During the financial year	-	No change during the year	3,67,37,560	13.76
3	SBI Small and Midcap Fund	0	0	During the financial year	1,21,73,065	Increase	1,21,73,065	4.56
					-	Decrease		
4	Pranav Amin	20,19,600	0.76	During the financial year	-	No change during the year	20,19,600	0.76
5	IL & FS Trust Company Limited - Forefront Alternative Investment Trust - Forefront Alternative Equity Scheme	0	0	During the financial year	19,23,790	Increase	19,23,790	0.72
					-	Decrease		
6	Vidyanidhi Trust	16,19,100	0.61	During the financial year	-	No change during the year	16,19,100	0.61
7	Yeraben Amin	16,61,830	0.62	During the financial year	-	Increase	15,61,830	0.58
					(1,00,000)	Decrease		
8	Shreya Mukherjee	17,43,150	0.65	During the financial year	-	Increase	13,63,430	0.51
					(3,79,720)	Decrease		
9	Shaunak Amin	20,13,960	0.75	During the financial year	-	No change during the year	20,13,960	0.75
10	Emerging Markets Core Equity Portfolio	6,81,203	0.26	During the financial year	3,60,541	Increase	10,41,744	0.39
					-	Decrease		
11	Lotus Global Investment(*)	71,69,712	2.69	During the financial year	-	Increase	0	0
					(71,69,712)	Decrease		
12	Elara India Opportunities Fund Limited(*)	56,22,003	2.11	During the financial year	-	Increase	0	0
					(56,22,003)	Decrease		
13	Whitefield Chemtech Pvt. Ltd.(#)	3,65,70,460	13.70	During the financial year	-	Increase	0	0
					(3,65,70,460)	Decrease		
14	Sierra Investments Pvt. Ltd.(#)	3,43,35,340	12.86	During the financial year	3,50,000	Increase	0	0
					(3,46,85,340)	Decrease		

*Ceased to be a top ten shareholder as on 31st March, 2018.

Pursuant to the Order passed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench dated 1st December, 2017 in the matter of the Scheme of Arrangement in the nature of amalgamation of Sierra Investments Private Limited and Whitefield Chemtech Private Limited with Nirayu Private Limited, the shares held by Sierra Investments Private Limited and Whitefield Chemtech Private Limited of the Company are transferred to Nirayu Private Limited.

Note:

1. The above information is based on the weekly beneficiary positions received from Depositories.
2. The details of holding has been clubbed based on PAN.

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(vi) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For each of the Directors and KMP	Shareholding at the beginning of the year		*Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
	At the beginning/ end of the year				
1.	Mr. Chirayu Amin, Chairman	86,92,930	3.26	86,92,930	3.26
2.	Mrs. Malika Amin, Managing Director & CEO	60,11,460	2.25	60,11,460	2.25
3.	Mr. Udit Amin, Director	20,13,960	0.75	20,13,960	0.75
4.	Mr. Sameer Khera, Independent Director	-	-	2,000	0.00

*There is no change in the shareholding at the end of the year.

Mr. Rasesh Shah, CFO and Mr. Drigesh Mittal, Company Secretary of the Company does not hold any shares in the Company. None of the other Directors hold any shares in the Company.

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment: Nil

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Director and/or Manager:

(₹ in Lacs)

Sl. No.	Particulars of Remuneration	Name of MD	
		Malika Amin	
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961		132.27
	(b) Value of Perquisites u/s 17(2) Income Tax Act, 1961		0.40
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961		-
2.	Stock Option		-
3.	Sweat Equity		-
4.	Commission - as % of profit		-
5.	Others, please specify		-
	Total (A)		132.67
	Ceiling as per the Act		410.56

B. Remuneration to other Directors:

(₹ in Lacs)

Sl. No.	Particulars of Remuneration	Name of Directors							Total Amount
		Milin Mehta	R. C. Saxena	C. P. Buch	Sameer Khera	Chirayu Amin	Udit Amin	Abhijit Joshi	
1.	Independent Directors								
	· Fee for attending board/committee	2.90	2.40	2.90	1.30	-	-	-	9.50
	· Commission	-	-	-	-	-	-	-	-
	· Others, Please specify	-	-	-	-	-	-	-	-
	Total (I)	2.90	2.40	2.90	1.30	-	-	-	9.50

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2.	Other Non-Executive Directors								
	· Fee for attending board/ committee	-	-	-	-	1.30	1.60	1.20	4.10
	· Commission	-	-	-	-	-	110.00*	-	110.00*
	· Others, Please	-	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	1.30	111.60	1.20	114.10
	Total Managerial Remuneration (1+2)	2.90	2.40	2.90	1.30	1.30	111.60	1.20	123.60
	Overall Ceiling as per the Act								410.56

* Subject to approval from members at the 111th Annual General Meeting

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

(₹ in Lacs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		Malika Amin CEO	Drigesh Mittal Company Secretary	Rasesh Shah CFO	Total
1.	Gross Salary	Covered at point VI – A above			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961		9.21	39.87	49.08
	(b) Value of Perquisites u/s 17(2) Income Tax Act, 1961		-	-	-
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961		-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	-	9.21	39.87	49.08

Note: The above stated figures for remuneration are extracted from Form-16 of the individual Managerial Personnel and Key Managerial Personnel for the F.Y. 2017-18. Whereas the figures for the managerial remuneration in Corporate Governance Report are prepared on the basis of accrual accounting principle and hence are not comparable.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

There has been no penalty or punishment or compounding of offences against/by the Company, Directors and Other Officers in default under the provisions of the Companies Act, 2013 during the F.Y. 2017-18.

For and on behalf of the Board of Directors,

Sd/-

Chirayu Amin
Chairman

Date: 17th May, 2018

Place: Vadodara