

Date: 15th June, 2022

To,
The Manager,
Department of Corporate Services,
BSE Limited
P. J. Towers, Dalal Street,
Fort, Mumbai - 400 001

Dear Sir/Madam,

Sub: Declaration of Voting Results for the Meeting of the Equity Shareholders of the Company convened as per the directions of Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT")

Ref: Our intimation dated 10th May, 2022

With reference to the captioned matter and above referred intimation, we would like to inform that the Meeting of the Equity Shareholders of the Company was held on 14th June, 2022 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Please find enclosed herewith:

- a) Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) Consolidated Scrutinizers' Report on E-voting (without Annexure) as per the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration), Rules, 2014.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For Alembic Pharmaceuticals Limited



Charandeep Singh Saluja
Company Secretary

Encl.: A/a.

ALEMBIC PHARMACEUTICALS LIMITED

REGD. OFFICE : ALEMBIC ROAD, VADODARA - 390 003, INDIA • TEL : +91-265-2280550 • FAX : +91-265-2282837
Website : www.alembicpharmaceuticals.com • E-mail : alembic@alembic.co.in
CIN : L24230GJ2010PLC061123

| Alembic Pharmaceuticals Limited - Voting Results | | | | | | | | |
|---|----------------|---------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Type of Meeting | | | | | NCLT Convened Meeting | | | |
| Date of Meeting | | | | | 14th June, 2022 | | | |
| Total number of shareholders as on record date (7th June, 2022) | | | | | 1,04,573 | | | |
| No. of shareholders present in the meeting either in person or through proxy: | | | | | Not Applicable | | | |
| Promoters and Promoter Group | | | | | - | | | |
| Public | | | | | - | | | |
| No. of shareholders attended the meeting through Video Conferencing: | | | | | 60 | | | |
| Promoters and Promoter Group | | | | | 29 | | | |
| Public | | | | | 31 | | | |
| Agenda wise disclosure | | | | | | | | |
| Item No. 1 - Approval for the Scheme of Arrangement in the nature of Amalgamation of Aleor Dermaceuticals Limited with Alembic Pharmaceuticals Limited and their respective shareholders. | | | | | | | | |
| 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 | 13,68,28,253 | 13,68,28,253 | 100.00% | 13,68,28,253 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot | | - | - | - | - | - | |
| | Total | | 13,68,28,253 | 13,68,28,253 | 100.00% | 13,68,28,253 | - | 100.00% |
| Public Institutions | E-voting | 3,54,86,849 | 2,73,45,081 | 77.06% | 2,73,45,081 | - | 100.00% | 0.00% |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot | | - | - | - | - | - | |
| | Total | | 3,54,86,849 | 2,73,45,081 | 77.06% | 2,73,45,081 | - | 100.00% |
| Public Non-Institutions | E-voting | 2,42,48,022 | 31,56,622 | 13.02% | 31,54,861 | 1,761 | 99.94% | 0.06% |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot | | - | - | - | - | - | |
| | Total | | 2,42,48,022 | 31,56,622 | 13.02% | 31,54,861 | 1,761 | 99.94% |
| Total | | 19,65,63,124 | 16,73,29,956 | 85.13% | 16,73,28,195 | 1,761 | 100.00% | 0.00% |



Consolidated 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 No. 14/2020 dated 08.04.2020, Circular No. 17/2020 dated 13.04.2020 and Circular No. 20/2021 dated 08.12.2021]

To,

Janak Bathiya,

The Chairman of the Meeting of the

Equity Shareholders of Alembic Pharmaceuticals Limited convened pursuant to Order of the National Company Law Tribunal ('NCLT'), Ahmedabad Bench in

CA (CAA) 30/AHM/2022 dated April 28, 2022 and May 12, 2022

held on Tuesday, June 14, 2022, at 03:00 P.M. IST

through Video Conferencing / Other Audio Visual Means ('VC / OAVM')

Alembic Pharmaceuticals Limited

CIN: L24230GJ2010PLC061123

Alembic Road,

Vadodara - 390 003,

Gujarat, India.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting by Remote e-voting and e-voting at the Meeting of Equity Shareholders of the Company convened pursuant to the NCLT Order.

I, S. Samdani, Partner, Samdani Shah & Kabra, Company Secretaries, have been appointed pursuant to the directions of the Hon'ble NCLT, Ahmedabad Bench vide its Order dated April 28, 2022 and May 12, 2022 ('NCLT Order') in Company Scheme Application No. CA (CAA) 30/AHM/2022, as the Scrutinizer for the purpose of scrutinizing the e-voting conducted for transacting the business as mentioned in the Notice dated May 06, 2022, in a fair and transparent manner, at Meeting of the Equity Shareholders ('Meeting') of Alembic Pharmaceuticals Limited ('Company') held on Tuesday, June 14, 2022, at 03:00 P.M. IST through VC / OAVM.

Pursuant to Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with Master Circular No. SEBI/HO/CFD/DIL/1/CIR/P/2021/0000000665, dated November 23, 2021, no separate Report regarding votes cast by Public Shareholders of the Company is required to be submitted as the Scheme of Arrangement proposed in the Notice dated May 06, 2022, provides for Amalgamation of a wholly owned subsidiary company i.e. Aleor Dermaceuticals Limited with the Company.



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; (ii) The SEBI Listing Regulations 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 the Meeting and e-voting process during the Meeting.

My responsibility as a Scrutinizer is restricted to the preparation of the Consolidated Scrutinizer's Report of the votes cast by the Equity Shareholders of the Company, "in favour" or "against" the Resolution as set out in the Notice of the Meeting dated May 06, 2022, in a fair and transparent manner, based upon the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL'), the Authorized Agency engaged by the Company to provide e-voting facilities to the Equity Shareholders of the Company prior to Meeting as well as during the Meeting.

I submit my report as under:

1. The Company had availed the e-voting facility offered by NSDL for providing remote e-voting facility to the Equity Shareholders of the Company prior to Meeting as well as during the Meeting.
2. Prior to the date of Meeting, the remote e-voting facility remained open for 4 (Four) days from June 10, 2022, 9:00 A.M. (IST) to June 13, 2022, 5:00 P.M. (IST) and was disabled for voting thereafter.
3. Further, the Company had also provided e-voting facility to the Equity Shareholders who attended the Meeting through VC / OAVM and had not voted on resolution through remote e-voting, to cast their vote during the Meeting.
4. The Equity Shareholders holding shares as on the "cut-off" date i.e. Tuesday, June 07, 2022 were entitled to vote on the proposed resolution as set out in the Notice of the Meeting dated May 06, 2022.
5. After completion of the e-voting process at the Meeting, the votes cast through remote e-voting prior to the date of Meeting as well as during the Meeting were unblocked and downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>) on June 14, 2022 around 03:40 P.M. in the presence of two witnesses – Iram Shaikh and Preeti Yadav, who are not in the employment of the Company.
6. I have scrutinized and reviewed the votes cast by the Equity Shareholders through remote e-voting prior to the date of Meeting as well as e-voting during the Meeting, based on the data downloaded from the NSDL website.
7. The total number of Shareholders and Shares of the Company is 1,04,573 (One Lakh Four Thousand Five Hundred and Seventy Three) and 19,65,63,124 (Nineteen Crore Sixty Five Lakh Sixty Three Thousand One Hundred and Twenty Four) respectively.

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The Consolidated Result of the remote e-voting prior to the date of Meeting and e-voting during the Meeting is as under:

Resolution:

Approval of Scheme of Arrangement in the nature of Amalgamation of Aleor Dermaceuticals Limited with Alembic Pharmaceuticals Limited and their respective shareholders.

A. Total **Valid** Votes

| Voting Description | Number of Equity Shareholders who voted | % of total number of Equity Shareholders who voted | Number of shares for which votes cast by Equity Shareholders | % of Total number of votes cast by Equity Shareholders |
|-------------------------|---|--|--|--|
| Remote e-voting | 375 | 0.36 | 16,73,29,876 | 85.13 |
| E-voting at the Meeting | 1 | 0.00 | 80 | 0.00 |
| Total | 376 | 0.36 | 16,73,29,956 | 85.13 |

B. Voted in **Favor** out of Total Valid Votes

| Voting Description | Number of Equity Shareholders who voted | % of number of Equity Shareholders who voted | Number of shares for which votes cast by Equity Shareholders | % of number of shares for which votes cast by Equity Shareholders |
|-------------------------|---|--|--|---|
| Remote e-voting | 363 | 96.54 | 16,73,28,115 | 99.99 |
| E-voting at the Meeting | 1 | 0.27 | 80 | 0.00 |
| Total | 364 | 96.81 | 16,73,28,195 | 99.99 |



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C. Voted **Against** out of Total Valid Votes

| Voting Description | Number of Equity Shareholders who voted | % of total number of Equity Shareholders who voted | Number of shares for which votes cast by Equity Shareholders | % of total number of votes cast by Equity Shareholders |
|-------------------------|---|--|--|--|
| Remote e-voting | 12 | 3.19 | 1,761 | 0.01 |
| E-voting at the Meeting | 0 | 0.00 | 0 | 0.00 |
| Total | 12 | 3.19 | 1,761 | 0.01 |

D. **Invalid** Votes

| Voting Description | Number of Equity Shareholders who voted | Number of shares for which votes casted by Equity Shareholders |
|-------------------------|---|--|
| Remote e-voting | 0 | 0 |
| E-voting at the Meeting | 0 | 0 |
| Total | 0 | 0 |



Notes:

1. A list of Equity Shareholders who have voted is enclosed as Annexure.
2. All the figures shown in percentage have been rounded off to 2 (two) decimal points.
3. The resolution was passed with requisite majority.
4. Register(s) and all other relevant records related to e-voting conducted are handed over to the Company Secretary of the Company for safe keeping.

Thanking you,
Yours Faithfully,


S. Samdani
Partner
Samdani Shah & Kabra
Company Secretaries
CP No. 2863



Counter Signed


Janak Bathiya
Chairman for NCLT Convened Meeting of
Equity Shareholders of
Alembic Pharmaceuticals Limited

ICSI Peer Review # 1079/2021
ICSI UDIN: F003677D000489767

Place: Vadodara | Date: June 14, 2022

Encl: As Stated