Details of Voting Results

Date of AGM	12 th August, 2015
Total No. of Shareholders as on Record Date	55112
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoter and Promoter Group	24
- Public	48
Total	72
No. of Shareholders present in the meeting through Video Conferencing	Not Arranged

Agenda-wise

Sr. No.	Particulars	Type of Resolution	Mode of Voting	Remarks
1	Adoption of Audited Financial Statements for the year ended 31st March, 2015	Ordinary	E-voting & Poll	Passed with requisite majority
2	Declaration of Dividend on Equity Shares	Ordinary	E-voting & Poll	Passed with requisite majority
3	Re-appointment of Mr. Chirayu Amin, who retires by rotation	Ordinary	E-voting & Poll	Passed with requisite majority
4	Ratification of appointment of M/s. K. S. Aiyar & Co., Chartered Accountants as Statutory Auditors of the Company	Ordinary	E-voting & Poll	Passed with requisite majority
5	Appointment of Mr. Abhijit Joshi as an Non-Executive Non- Independent Director	Ordinary	E-voting & Poll	Passed with requisite majority
6	Appointment of Mr. Sameer Khera as an Independent Director	Ordinary	E-voting & Poll	Passed with requisite majority
7	Ratification of Remuneration payable to the Cost Auditor for the F.Y. 2014-15	Ordinary	E-voting & Poll	Passed with requisite majority
8	Ratification of Remuneration payable to the Cost Auditor for the F.Y. 2015-16	Ordinary	E-voting & Poll	Passed with requisite majority
9	Approval for Material Related Party Transactions	Special	E-voting & Poll	Passed with requisite majority



		1	W		Detai	Details of the Agenda	enda						
Promoter/ Public	No. of shares held		No. of votes polled	lled	% of Votes Polled on outstanding shares		No. of Votes in favour	favour	No. of	No. of Votes against	ainst	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)		(2)				(4)			(2)		(6)=[(4)/(2)]*	=(2)
		Physical Ballot	E-voting	Total	(3)=[(2)/(1)]*100	Physical Ballot	E-voting	Total	Physical Ballot	E-voting	Total	100	[(5)/(2)]*100
- Table in the latest and the latest		A CONTRACTOR OF THE CONTRACTOR											
Resolution No	. 1: Adoption of	Audited Fin	Resolution No. 1: Adoption of Audited Financial Statements for the year		ended 31st March, 2015 (Ordinary)	2015 (Ordin	iary)						
Promoter and Promoter Group	170848004	. 0	170848004	170848004	100	O	170848004	170848004	o	0	0	100	0
Public Institutional holders	12789096	0	2138964	2138964	16.72	0	2138964	2138964	0	0	0	100	0
Public-Others	83394728	46356	12499971	12546327	15.04	46356	12499971	12546327	0	0	0	100	0

Resolution No). 2: Declaration	of Dividenc	Resolution No. 2: Declaration of Dividend on Equity Shares (Ordinary)	s (Ordinary)									
Promoter and Promoter Group	170848004	0	170848004	170848004	100	0	170848004	170848004	0	0	0	100	0
Public Institutional holders	12789096	0	2138964	2138964	16.72	0	2138964	2138964	0	0	0	100	0
Public-Others	83394728	46356	12499971	12546327	15.04	46356	12499971	12546327	0	0	0	100	0
							and the state of t		A CONTRACTOR OF THE CONTRACTOR				
Resolution No	o. 3: Re-appointr	nent of Mr.	Resolution No. 3: Re-appointment of Mr. Chirayu Amin, who retires by rotation (Ordinary)	ho retires by rota	ation (Ordinary)								
Promoter and Promoter Group	170848004	0	170848004	170848004	100	0	170848004	170848004	O	0	0	100	0
Public Institutional holders	12789096	0	2138964	2138964	16.72	0	2138964	2138964	0	0	0	100	0
Public-Others	83394728	46356	12499971	12546327	15.04	46356	12499971	12546327	0	0	0	100	0
			***************************************			W							



and the state of t		- Annaha (Annaha)	manufa piddicara a mara mara mara mara mara mara mar		Detai	Details of the Agenda	penda						
Promoter/	No. of shares		No. of votes polled	pəll	% of Votes		No. of Votes - in favour	favour	No. ol	No. of Votes - against	gainst	% of Votes	% of Votes
Public	held				Polled on outstanding shares							in favour on votes polled	against on votes poiled
	(1)		(2)				(4)			(2)		(6)=[(4)/(2)]*	=(2)
		Physical Ballot	E-voting	Total	(3)=[(2)/(1)]*100	Physical Ballot	E-voting	Total	Physical Ballot	E-voting	Total	100	[(5)/(2)]*100
Resolution No). 4: Ratification c	of appointm	ent of M/s. K. S.	Aiyar & Co., Cha	Resolution No. 4: Ratification of appointment of M/s. K. S. Aiyar & Co., Chartered Accountants as Statutory Auditors of the Company (Ordinary)	ts as Statul	tory Auditors of t	he Company (Orc	dinary)				
Promoter and Promoter Group	170848004	0	170848004	170848004	100	0	170848004	170848004	0 .	0	0	100	0
Public Institutional holders	12789096	0	2138964	2138964	16.72	0	2138964	2138964	0	0	0	100	0
Public-Others	83394728	46356	12499971	12546327	15.04	46356	12499971	12546327	0	0	0	100	0
		- C 8 4 - 9 L 5	14 14 14 14 14 14 14 14 14 14 14 14 14 1	N Custing Mo	Non Indonondont Director (Ordinan)	Poctor (Ord	inacui						
Promoter and Promoter	170848004 1708	0	170848004	170848004	100	0	170848004	170848004	0	0	0	100	0
Public Institutional	12789096	0	2138964	2138964	16.72	0	2138964	2138964	0	0	0	100	0
Public-Others	83394728	46356	12499971	12546327	15.04	46356	12499971	12546327	0	0	0	100	0
Recolution No	Resolution No 6:Annoinfment of Mr. Sameer Khera as an Independent Director (Ordinary)	of Mr. Sam	eer Khera as an	Independent Dire	Sctor (Ordinary)								
Promoter and Promoter Group	170848004	0	170848004	170848004	100	0	170848004	170848004	0	0	0	100	0
Public Institutional holders	12789096	0	2138964	2138964	16.72	0	2138964	2138964	0	0	0	100	0
Public-Others	83394728	46356	12499971	12546327	15.04	46356	12499971	12546327	0	0	0	100	0



					Detai	Details of the Agenda	genda						
Promoter/ Public	No. of shares held		No. of votes polled	lled	% of Votes Polled on outstanding shares		No. of Votes – in favour	favour	No. o	No. of Votes against	gainst	% of Votes in favour on votes polled	% of Votes against on votes polled
The state of the s	(1)		(2)				(4)			(2)		*1/0///4///	+(4)
	ender de structum des de companya de partir de companya de companya de companya de companya de companya de comp	Physical Ballot	E-voting	Total	(3)=[(2)/(1)]*100	Physical Ballot	E-voting	Total	Physical Ballot	E-voting	Total	(6)-[(4)(4)]	[(5)/(5)]*100
Resolution No	. 7: Ratification	of Remune	Resolution No. 7: Ratification of Remuneration payable to the Cost Audit	the Cost Auditor	tor for the F.Y. 2014-15 (Ordinary)	-15 (Ordina	ıry)						
Promoter and Promoter Group	170848004	0	170848004	170848004	100	0	170848004	170848004	0	0	0	100	O
Public Institutional holders	12789096	0	2138964	2138964	16.72	0	2138964	2138964	0	0	0	100	0
Public-Others	83394728	46356	12499971	12546327	15.04	46356	12499971	12546327	0	0	0	100	0
Resolution No	. 8: Ratification o	 of Remune	ration payable to	the Cost Auditor	Resolution No. 8: Ratification of Remuneration payable to the Cost Auditor for the F.Y. 2015-16 (Ordinary)	16 (Ordina	ry)						
Promoter and Promoter Group	170848004	0	170848004	170848004	100	0	170848004	170848004	0	0	0	100	0
Public Institutional holders	12789096	0	2138964	2138964	16.72	0	2138964	2138964	0	0	0	100	0
Public-Others	83394728	46356	12499971	12546327	15.04	46356	12499971	12546327	0	0	0	100	0
Resolution No	. 9: Approval for	r Material R	 Resolution No. 9: Approval for Material Related Party Transactions (Special)	sactions (Specia			The department of the control of the			-			
Promoter and Promoter Group	170848004	0	0	0	00.0	O	0	0	0	0	0	N.A.	N.A.
Public Institutional holders	12789096	0	2138964	2138964	16.72	0	2138964	2138964	0	0	0	100	0
Public-Others	83394728	46356	12499971	12546327	15.04	46356	12499970	12546326	0	1	Н	100.00	0.00001



prigesh Mittal
By. Company Secretary

103, Tanishq, Opp. SBI Urmi Branch, Productivity Road, Vadodara - 390 020.

Ph.: +91 265 3054015, 2330583, 2321494, (M) 94234 62962 Email: samdanics@gmail.com, cssamdani@gmail.com

Web: www.samdanishah.com

To,
Shri Chirayu R. Amin
Chairman
108th Annual General Meeting of the Equity Shareholders of Alembic Limited
Held on 12th day of August, 2015 at 12:30 p.m.
At "Sanskruti" Alembic Corporate Conference Center,
Opp. Pragati Sahakari Bank Limited,
Alembic Colony,
Vadodara-390 003

Scrutinizer's Report on Poll including voting by electronic means in respect of passing of the resolutions contained in the Notice dated 7th May, 2015.

Dear Sir,

I, S. Samdani, partner of Samdani Shah & Associates, Company Secretaries, have been appointed as a scrutinizer by the Board of Directors of Alembic Limited (the Company), for the purpose of scrutinizing the poll taken on the below mentioned resolution(s), including the remote e-voting process at the 108th Annual General Meeting of the Equity Shareholders of **Alembic Limited**, held on 12th August, 2015 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 and (ii) Listing Agreements with the Stock Exchanges, relating to the Poll including remote evoting. 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 7th May, 2015, 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 for e-voting and
- b) the scrutiny of the Physical Polling papers received at the Annual General Meeting.

1. I, submit my report as under:

- 1.1 After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 1.2 The locked ballot box was subsequently opened by me in the presence of two witnesses namely Ms. Kaushal Shah and Ms. Ekta Chandel and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company. Then the votes cast through remote e-voting



were unblocked on 12th August, 2015 around 02.00 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.

Name: Ms. Kaushal Shah

- Name: Ms. Ekta Chandel
- 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 the above Poll voting including voting by electronic means in respect of passing of resolutions contained in notice dated 7th May, 2015 is as under:

2.1 Resolution No.1:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2015 including Balance Sheet as at 31st March 2015, Statement of Profit and Loss Account along with notes appended thereto, for the year ended on that date and the Reports of the Board of Directors and Auditors thereon:

(I) Voted in Favour of the Resolution:

Particulars	Number	of	Number of Votes	% of the total
(Mode of Voting)	Members	who	cast by them	number of valid
	voted			votes cast
Poil		40	46356	0.02
Remote e-voting		54	185486939	99.98
Total		94	185533295	100.00

(II) Voted against the Resolution:

Particulars	Number			Votes	% of the total
(Mode of Voting)	Members voted	who	cast by them		number of valid
Poll	10100	. 0		0	0.00
Remote e-voting		0		. 0	0.00
Total		0		0	0.00

(III) Invalid Votes:

Particulars	Total	number	of	members	Total	number	of	votes	ĺ



(Mode of Voting)	whose votes were declared	cast by them
	invalid	
Poll	2	1250
Remote e-voting	0	0
Total	2	1250

2.2 Resolution No.2:

To declare dividend on Equity Shares for the year ended 31st March, 2015:

(I) Voted in Favour of the Resolution:

Particulars	Number	of	Number	of	Votes	%	of	the	total
(Mode of Voting)	Members	who	cast by th	iem		nu	mbe	er of	valid
	voted					vo	tes (cast	
Poll		40			46356				0.02
Remote e-voting		54		1854	486939				99.98
Total		94		185	533295			1	.00.00

(II) Voted against the Resolution:

Particulars	Number	of	Number of	Votes	% of the	total
(Mode of Voting)	Members \	who	cast by them		number of	valid
· · · · · · · · · · · · · · · · · · ·	voted				votes cast	
Poll		0		0		0.00
Remote e-voting		0		0		0.00
Total		0		0		0.00

(III) Invalid Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared invalid	
Poll	2	1250
Remote e-voting	0	0
Total	2	1250

2.3. Resolution No.3

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

(I) Voted in Favour of the Resolution:

Particulars	Number of	Number of Votes	% of the total
(Mode of Voting)	Members who	cast by them	number of valid
	voted		votes cast





Poll	40	46356	0.02
Remote e-voting	54	185486939	99.98
Total	94	185533295	100.00

(II) Voted against the Resolution:

Particulars	Number	of	Number of Vote	s % of the total
(Mode of Voting)	Members	who	cast by them	number of valid
	voted			votes cast
Poll		0		0.00
Remote e-voting		0		0.00
Total		0		0.00

(III) Invalid Votes:

Particulars	Total number of members	i
(Mode of Voting)	whose votes were declared invalid	by tilem
Poll	2	1250
Remote e-voting	0	0
Total	2	1250

2.4. Resolution No.4:

To ratify appointment M/s. K. S. Aiyar & Co., Chartered Accountants (FRN: 101186W) 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 fix their remuneration:

(i) Voted in Favour of the Resolution:

Particulars	Number	of	Number of Votes	% of the total		
(Mode of Voting)	Members	who	cast by them	number of valid		
	voted			votes cast		
Poil		40	46356	0.02		
Remote e-voting		54	185486939	99.98		
Total		94	185533295	100.00		

(II) Voted against the Resolution:

Particulars	Number	of	Number o	of Votes	% of th	ne total
(Mode of Voting)	Members	who	cast by the	m	number	of valid
·	voted				votes cas	it
Poll		0		0		0.00
Remote e-voting		. 0		0		0.00
Total		. 0		0		0.00



(III) Invalid Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared invalid	['	of votes
Poll	2		1250
Remote e-voting	0		0
Total	2		1250

2.5. Resolution No.5:

Appointment of Mr Abhijit Joshi (DIN: 06568584) as a Non- Excecutive Non-Independent Director:

(I) Voted in Favour of the Resolution:

Particulars	Number of	Number of Votes	% of the total
(Mode of Voting)	Members who	cast by them	number of valid
	voted		votes cast
Poll	40	46356	0.02
Remote e-voting	54	185486939	99.98
Total	94	185533295	100.00

(II) Voted against the Resolution:

Particulars	Number	of	Number o	f Votes	% of	the total
(Mode of Voting)	Members	who	cast by ther	n	number	of valid
•	voted				votes ca	ast
Poll		0		.0		0.00
Remote e-voting		0		0		0.00
Total		0		0		0.00

(III) Invalid Votes:

Particulars	Total number of members	Total number of votes
(Mode of Voting)	whose votes were declared	cast by them
	invalid	
Poll	2	1250
Remote e-voting	0	. 0
Total	2	1250



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2.6. Resolution No.6:

Appointment of Mr Sameer Khera (DIN: 00009317) as an Independent Director:

(I) Voted in Favour of the Resolution:

Particulars	Number	of	Number of V	otes %	of the tota
(Mode of Voting)	Members	who	cast by them	n	umber of valid
•	voted			V	otes cast
Poll		40	46	5356	0.0
Remote e-voting		54	185486	5939	99.9
Total		94	185533	3295	100.0

(II) Voted against the Resolution:

Particulars	Number	of	Number	of	Votes	%	of	the	total
(Mode of Voting)	Members	who	cast by th	nem		nu	mbe	er of	valid
	voted					VO	tes c	ast	
Poll		0			0				0.00
Remote e-voting		0			0	l			0.00
Total		0			.0				0.00

(III) Invalid Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared	of votes
•	invalid	
Poll	2	1250
Remote e-voting	0	0
Total	2	1250

2.7. Resolution No.7:

Ratification of remuneration to the Cost Auditor for the F.Y. 2014-15:

(I) Voted in Favour of the Resolution:

Particulars	Number	of	Number of Votes	% of the total
(Mode of Voting)	Members	who	cast by them	number of valid
	voted			votes cast
Poll		40	46356	0.02
Remote e-voting		54	185486939	99.98
Total		94	185533295	100.00



(II) Voted against the Resolution:

Particulars (Mode of Voting)	Number Members	of who	Number of Vo	otes	% of t		
(IVIOGE OF VOCING)	voted		Cust by them		votes cas		
Poll		0		0		0.	.00
Remote e-voting		0		0		0.	.00
Total		0		0		0.	.00

(III) Invalid Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared invalid	
Poll	2	1250
Remote e-voting	0	0
Total	2	1250

2.8. Resolution No.8:

Ratification of remuneration to the Cost Auditor for the F.Y. 2015-16:

(I) Voted in Favour of the Resolution:

Particulars	Number	of	Number of Votes	
(Mode of Voting)	Members voted	who	cast by them	number of valid
Poll	Voteu	40	46356	0.02
Remote e-voting		54	185486939	99.98
Total		94	185533295	100.00

(II) Voted against the Resolution:

Particulars (Mode of Voting)	Number Members voted	of who	Number of Votes cast by them	% of the number of votes cast	
Poll		0	0		0.00
Remote e-voting		0	0		0.00
Total		0	0		0.00



(III) Invalid Votes:

Particulars (Mode of Voting)	Total number of members whose votes were declared invalid	
Poll	2	1250
Remote e-voting	0	0
Total	2	1250

2.9. Resolution No. 9:

Approval for Material Related Party Transaction:

(I) Voted in Favour of the Resolution:

Particulars	Number	of	Number of Votes	% of the total
(Mode of Voting)	Members	who	cast by them	number of valid
	voted			votes cast
Poli		40	46356	0.32
Remote e-voting		21	14638934	99.68
Total		61	14685290	100.00

(II) Voted **against** the Resolution:

Particulars	Number	of	Number of Votes	% of the total
(Mode of Voting)	Members	who	cast by them	number of valid
	voted			votes cast
Poil		0	0	0.00
Remote e-voting		1	1	0.00
Total		1	1	0.00

(III) Invalid Votes:

Particulars (Mode of Voting)	Total number of me whose votes were de	i	of votes
	invalid		
Poll		2	 1250
Remote e-voting		0	0
Total		2	1250

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



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- 3. The resolutions are passed with requisite majority.
- **4.** The electronic data along with the poll papers and all the other relevant records relating to e-voting and the Poll papers received are under my safe custody and will be handed over to the Company Secretary /Chairman duly authorized by the Board for preserving safely after the Chairman signs the minutes.

Thanking you,

Yours Faithfully,

S.Samdani

Partner

Samdani Shah & Asso.

Company Secretaries

CP # 2863

Date: 12th August, 2015

Place: Vadodara

Countersigned by: For Alembic Limited

Chirayu R. Amin Chairman