

Date: 8<sup>th</sup> August, 2017

|                                                                                                                                                                                                 |                                                                                                                        |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------|
| To,<br>✓ <b>National Stock Exchange of India Limited</b><br>Exchange Plaza,<br>Plot No. C/1, G Block,<br>Bandra Kurla Complex,<br>Bandra (East), Mumbai - 400 051<br>NSE Scrip Code: ALEMBICLTD | To,<br><b>BSE Limited</b><br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai - 400 001<br>BSE Scrip Code: 506235 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------|

Dear Sirs,

**Subject: Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations")**

I, Mrs. Malika Chirayu Amin, holding equity shares of Alembic Limited, as part of the promoter group, have acquired from individuals being the promoters of Alembic Limited, by way of 'inter-se' transfer, the equity shares of the entities ("Promoter Holding Companies") which are collectively holding 54.68% stake in Alembic Limited as part of the promoter group, which amounts to indirect acquisition of equity shares of Alembic Limited under Regulation 3 read with Regulation 5 of the Takeover Regulations. The said acquisition was pursuant to inter-se transfer of shares amongst qualifying persons as specified in Regulation 10(1)(a)(ii) of Takeover Regulations.

The Report as prescribed under Regulation 10(6) of the Takeovers Regulations as amended by SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2016/52 dated May 2, 2016 setting out the details of the said indirect acquisition of shares of Alembic Limited by way of inter-se transfer is enclosed herewith.

The necessary intimation under Regulation 10(5) of the Takeover Regulations for the said indirect acquisition, in the prescribed format, have already been submitted vide letter dated 1<sup>st</sup> August, 2017.

Kindly take the information on record.

Thanking you,

Yours faithfully,



**Mrs. Malika Chirayu Amin**  
**(Acquirer)**

**Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|    |                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                |                                                                  |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|
| 1. | Name of the Target Company (TC)                                                                                                                                                                                                                                  | Alembic Limited                                                                                                                                                                                                                                                                                                                |                                                                  |
| 2. | Name of the acquirer (s)                                                                                                                                                                                                                                         | Mrs. Malika Chirayu Amin                                                                                                                                                                                                                                                                                                       |                                                                  |
| 3. | Name of the stock exchange where shares of the TC are listed                                                                                                                                                                                                     | BSE Ltd. (BSE) & National Stock Exchange of India Ltd. (NSE)                                                                                                                                                                                                                                                                   |                                                                  |
| 4. | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.                                                                                                                                                                 | This was an indirect acquisition of shares and voting rights of Alembic Limited by the acquirer pursuant to internal restructuring of shareholding of promoter and promoter group.                                                                                                                                             |                                                                  |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer.                                                                                                                                                                                 | 10(1)(a)(ii)                                                                                                                                                                                                                                                                                                                   |                                                                  |
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,<br>- whether disclosure was made and whether it was made within the timeline specified under the regulations.<br>- date of filing with the stock exchange. | Yes<br><br>1 <sup>st</sup> August, 2017                                                                                                                                                                                                                                                                                        |                                                                  |
| 7. | Details of acquisition                                                                                                                                                                                                                                           | Disclosures required to be made under regulation 10(5)                                                                                                                                                                                                                                                                         | Whether the disclosures under regulation 10(5) are actually made |
|    | a. Name of the transferor / seller                                                                                                                                                                                                                               | Annexure A                                                                                                                                                                                                                                                                                                                     | Yes                                                              |
|    | b. Date of acquisition                                                                                                                                                                                                                                           | 8 <sup>th</sup> August, 2017                                                                                                                                                                                                                                                                                                   |                                                                  |
|    | c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above                                                                                                                                                       | The Acquirer has indirectly acquired shares of the TC by acquiring equity shares of entities ("Promoter Holding Companies") which are collectively holding 54.68% stake in Alembic Limited as part of the promoter group. Please refer Annexure A for number of shares of Promoter Holding Companies acquired by the Acquirer. |                                                                  |

|    |                      |                                                                      |                                              |                                   |                                                         |
|----|----------------------|----------------------------------------------------------------------|----------------------------------------------|-----------------------------------|---------------------------------------------------------|
|    | d.                   | Total shares actually acquired as a % of diluted share capital of TC | Annexure A                                   |                                   |                                                         |
|    | e.                   | Price at which shares are actually acquired                          | Nil, as transfer of shares is by way of gift |                                   |                                                         |
| 8. | Shareholding details |                                                                      | Pre-Transaction                              |                                   | Post-Transaction #                                      |
|    |                      |                                                                      | No. of shares held                           | % w.r.t total share capital of TC | No. of shares held<br>% w.r.t total share capital of TC |
|    | a.                   | <b>Each Acquirer/Transferee (*)</b>                                  |                                              |                                   |                                                         |
|    |                      | <b>Acquirer (s)</b>                                                  |                                              |                                   |                                                         |
|    |                      | Malika Chirayu Amin                                                  | 6,011,460                                    | 2.25                              | 6,011,460<br>2.25                                       |
|    |                      | <b>Total</b>                                                         | <b>6,011,460</b>                             | <b>2.25</b>                       | <b>6,011,460</b><br><b>2.25</b>                         |
|    | b.                   | <b>Each Seller/Transferor</b>                                        |                                              |                                   |                                                         |
|    |                      | Chirayu Ramanbhai Amin                                               | 8,692,930                                    | 3.26                              | 8,692,930<br>3.26                                       |
|    |                      | Pranav Chirayu Amin                                                  | 20,19,600                                    | 0.76                              | 20,19,600<br>0.76                                       |
|    |                      | Shaunak Chirayu Amin                                                 | 20,13,960                                    | 0.75                              | 20,13,960<br>0.75                                       |
|    |                      | Udit Chirayu Amin                                                    | 20,13,960                                    | 0.75                              | 20,13,960<br>0.75                                       |
|    |                      | <b>Total</b>                                                         | <b>14,740,450</b>                            | <b>5.52</b>                       | <b>14,740,450</b><br><b>5.52</b>                        |

# As this was an indirect acquisition of shares of the TC, there is no change in direct shareholding of the Acquirer and the Sellers in the TC. However, as detailed in Annexure A, the Acquirer has acquired equity shares of the Promoter Holding Companies, which are collectively holding stake in the TC.



Mrs. Malika Chirayu Amin  
(Acquirer)

Date: 8<sup>th</sup> August 2017  
Place: Vadodara

**Note:**

- (\*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

**Annexure A: Indirect Transfer of Shares in Alembic Limited amongst persons named as Promoters (qualifying persons)**

| Name of the Company whose shares are being transferred        | No. of shares held in Target Company | % holding in the Target Company |
|---------------------------------------------------------------|--------------------------------------|---------------------------------|
| Nirayu Private Limited (Details given in Note 1)              | 3,80,15,263                          | 14.24                           |
| Whitefield Chemtech Private Limited (Details given in Note 2) | 3,65,70,460                          | 13.70                           |
| Sierra Investments Private Ltd. (Details given in Note 3)     | 3,46,85,340                          | 12.99                           |
| Shreno Limited (Details given in Note 4)                      | 3,67,37,560                          | 13.76                           |
| <b>Total</b>                                                  | <b>14,60,08,623</b>                  | <b>54.68</b>                    |

**Note 1**

**Transfer of shares of Nirayu Private Limited**

| Transferor's Name          | No. of Shares being transferred | % holding    |
|----------------------------|---------------------------------|--------------|
| Mr. Chirayu Ramanbhai Amin | 1,63,858                        | 89.27        |
| Mr. Pranav Chirayu Amin    | 2,184                           | 1.19         |
| Mr. Shaunak Chirayu Amin   | 2,115                           | 1.15         |
| Mr. Udit Chirayu Amin      | 1,992                           | 1.09         |
| <b>Total</b>               | <b>1,70,149</b>                 | <b>92.70</b> |
|                            |                                 |              |
| Transferee's Name          |                                 |              |
| Mrs. Malika Chirayu Amin   | 1,70,149                        | 92.70        |
| <b>Total</b>               | <b>1,70,149</b>                 | <b>92.70</b> |

**Note 2**

**Transfer of shares of Whitefield Chemtech Private Limited**

| Transferor's Name          | No. of Shares being transferred | % holding    |
|----------------------------|---------------------------------|--------------|
| Mr. Chirayu Ramanbhai Amin | 71,065                          | 5.60         |
| Mr. Pranav Chirayu Amin    | 1,17,950                        | 9.29         |
| Mr. Shaunak Chirayu Amin   | 1,17,950                        | 9.29         |
| Mr. Udit Chirayu Amin      | 1,17,950                        | 9.29         |
| <b>Total</b>               | <b>4,24,915</b>                 | <b>33.47</b> |
|                            |                                 |              |
| Transferee's Name          |                                 |              |
| Mrs. Malika Chirayu Amin   | 4,24,915                        | 33.47        |
| <b>Total</b>               | <b>4,24,915</b>                 | <b>33.47</b> |

**Note 3****Transfer of shares of Sierra Investments Private Limited**

| <b>Transferor's Name</b>   | <b>No. of Shares<br/>being transferred</b> | <b>% holding</b> |
|----------------------------|--------------------------------------------|------------------|
| Mr. Chirayu Ramanbhai Amin | 2,41,770                                   | 8.25             |
| Mr. Pranav Chirayu Amin    | 84,058                                     | 2.87             |
| Mr. Shaunak Chirayu Amin   | 60,818                                     | 2.08             |
| Mr. Udit Chirayu Amin      | 27,338                                     | 0.93             |
| <b>Total</b>               | <b>4,13,984</b>                            | <b>14.13</b>     |
|                            |                                            |                  |
| <b>Transferee's Name</b>   |                                            |                  |
| Mrs. Malika Chirayu Amin   | 4,13,984                                   | 14.13            |
| <b>Total</b>               | <b>4,13,984</b>                            | <b>14.13</b>     |

**Note 4****Transfer of shares of Shreno Limited**

| <b>Transferor's Name</b> | <b>No. of Shares<br/>being transferred</b> | <b>% holding</b> |
|--------------------------|--------------------------------------------|------------------|
| Mr. Pranav Chirayu Amin  | 18,402                                     | 0.41             |
| Mr. Shaunak Chirayu Amin | 30,405                                     | 0.68             |
| Mr. Udit Chirayu Amin    | 18,465                                     | 0.41             |
| <b>Total</b>             | <b>67,272</b>                              | <b>1.50</b>      |
|                          |                                            |                  |
| <b>Transferee's Name</b> |                                            |                  |
| Mrs. Malika Chirayu Amin | 67,272                                     | 1.50             |
| <b>Total</b>             | <b>67,272</b>                              | <b>1.50</b>      |