Alembic

Date: 1st August, 2015

To,
The Manager
Listing Department,
National Stock Exchange of India Limited
Exhange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

Dear Sir,

Sub: Declaration of Voting Results of the 5th Annual General Meeting of the Company as per the requirements of Clause 35A of Listing Agreement

With reference to the captioned matter, we would like to state that the 5th Annual General Meeting of the Company was held on 31st July, 2015 at "Sanskruti", Alembic Corporate Conference Center, Opp. Pragati Sahakari Bank Limited, Alembic Colony, Vadodara - 390 003.

Please find enclosed herewith:

a) Voting results in the format prescribed under Clause 35A of the Listing Agreement.

b) Scrutinizers' Report on E-voting and Poll as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration), Rules, 2014.

Kindly take note of the same.

Thanking you,

Yours faithfully,
For Alembic Pharmaceuticals Limited

A. K. Desai

Ajay Kumar Desai
VP – Finance & Company Secretary

Encl.: As above

Details of Voting Results

Date of AGM	**31st July, 2015**
Total No. of Shareholders as on Record Date	**49583**
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoter and Promoter Group	**25**
- Public	**32**
Total	**57**
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. R. K. Baheti, 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 Dr. Archana Hingorani as an Independent Director	Ordinary	E-voting & Poll	Passed with requisite majority
6.	Ratification of Remuneration payable to the Cost Auditor for the F.Y. 2014-15	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.	Appointment of Mr. Pranav Amin as Joint Managing Director of the Company	Special	E-voting & Poll	Passed with requisite majority
9.	Appointment of Mr. Pranav Amin as Joint Managing Director of the Company	Special	E-voting & Poll	Passed with requisite majority



Details of the Agenda														
Promoter/ Public	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
		Physical Ballot	E-voting	Total		Physical Ballot	E-voting	Total	Physical Ballot	E-voting	Total		
Resolution No. 1: Adoption of Audited Financial Statements for the year ended 31st March, 2015 (Ordinary)													
Promoter and Promoter Group	139,738,620	-	139,738,620	139,738,620	100%	-	139,738,620	139,738,620	-	-	-	100.00%	0.00%
Public Institutional holders	23,151,277	-	10,364,015	10,364,015	45%	-	10,364,015	10,364,015	-	-	-	100.00%	0.00%
Public-Others	25,626,017	19,890	251,995	271,885	1%	19,890	251,995	271,885	-	-	-	100.00%	0.00%
Resolution No. 2: Declaration of Dividend on Equity Shares (Ordinary)													
Promoter and Promoter Group	139,738,620	-	139,738,620	139,738,620	100%	-	139,738,620	139,738,620	-	-	-	100.00%	0.00%
Public Institutional holders	23,151,277	-	10,386,998	10,386,998	45%	-	10,386,998	10,386,998	-	-	-	100.00%	0.00%
Public-Others	25,626,017	19,891	251,995	271,886	1%	19,891	251,795	271,686	-	200	200	99.93%	0.07%
Resolution No. 3: Re-appointment of Mr. R. K. Baheti, who retires by rotation (Ordinary)													
Promoter and Promoter Group	139,738,620	-	139,738,620	139,738,620	100%	-	139,738,620	139,738,620	-	-	-	100.00%	0.00%
Public Institutional holders	23,151,277	-	10,386,998	10,386,998	45%	-	10,386,998	10,386,998	-	-	-	100.00%	0.00%
Public-Others	25,626,017	19,561	251,995	271,556	1%	19,561	251,795	271,356	-	200	200	99.93%	0.07%
Resolution No. 4: Ratification of appointment of M/s. K. S. Aiyar & Co., Chartered Accountants as Statutory Auditors of the Company (Ordinary)													
Promoter and Promoter Group	139,738,620	-	139,738,620	139,738,620	100%	-	139,738,620	139,738,620	-	-	-	100.00%	0.00%
Public Institutional holders	23,151,277	-	10,382,466	10,382,466	45%	-	10,303,738	10,303,738	-	78,728	78,728	99.24%	0.76%
Public-Others	25,626,017	19,561	251,995	271,556	1%	19,561	251,995	271,556	-	-	-	100.00%	0.00%
Resolution No. 5: Appointment of Dr. Archana Hingorani as an Independent Director (Ordinary)													
Promoter and Promoter Group	139,738,620	-	139,738,620	139,738,620	100%	-	139,738,620	139,738,620	-	-	-	100.00%	0.00%
Public Institutional holders	23,151,277	-	10,386,998	10,386,998	45%	-	10,386,998	10,386,998	-	-	-	100.00%	0.00%
Public-Others	25,626,017	19,891	251,995	271,886	1%	19,891	251,795	271,686	-	200	200	99.93%	0.07%
Resolution No. 6: Ratification of Remuneration payable to the Cost Auditor for the F.Y. 2014-15 (Ordinary)													
Promoter and Promoter Group	139,738,620	-	139,738,620	139,738,620	100%	-	139,738,620	139,738,620	-	-	-	100.00%	0.00%
Public Institutional holders	23,151,277	-	10,366,998	10,366,998	45%	-	10,326,334	10,326,334	-	40,664	40,664	99.61%	0.39%
Public-Others	25,626,017	19,891	251,995	271,886	1%	19,891	251,795	271,686	-	200	200	99.93%	0.07%
Resolution No. 7: Ratification of Remuneration payable to the Cost Auditor for the F.Y. 2015-16 (Ordinary)													
Promoter and Promoter Group	139,738,620	-	139,738,620	139,738,620	100%	-	139,738,620	139,738,620	-	-	-	100.00%	0.00%
Public Institutional holders	23,151,277	-	10,366,998	10,366,998	45%	-	10,326,334	10,326,334	-	40,664	40,664	99.61%	0.39%
Public-Others	25,626,017	19,561	251,995	271,556	1%	19,561	251,795	271,356	-	200	200	99.93%	0.07%
Resolution No. 8: Appointment of Mr. Pranav Amin as Joint Managing Director of the Company (Special)													
Promoter and Promoter Group	139,738,620	-	139,738,620	139,738,620	100%	-	139,738,620	139,738,620	-	-	-	100.00%	0.00%
Public Institutional holders	23,151,277	-	10,386,998	10,386,998	45%	-	10,386,998	10,386,998	-	-	-	100.00%	0.00%
Public-Others	25,626,017	19,561	251,995	271,556	1%	19,561	251,795	271,356	-	200	200	99.93%	0.07%

ALEMBIC PHARMACEUTICALS LIMITED ★ VADODARA

Details of the Agenda													
Promoter/ Public	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
		Physical Ballot	E-voting	Total		Physical Ballot	E-voting	Total	Physical Ballot	E-voting	Total		
Resolution No. 9: Appointment of Mr. Shaunak Amin as Joint Managing Director of the Company (Special)													
Promoter and Promoter Group	139,738,620	-	139,738,620	139,738,620	100%	-	139,738,620	139,738,620	-	-	-	100.00%	0.00%
Public Institutional holders	23,151,277	-	10,386,998	10,386,998	45%	-	10,386,998	10,386,998	-	-	-	100.00%	0.00%
Public-Others	25,626,017	19,541	251,995	271,536	1%	19,541	251,795	271,336	-	200	200	99.93%	0.07%

ALEMBIC PHARMACEUTICALS LIMITED ★ VADODARA

Samdani Shah & Asso. Company Secretaries

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,
The Chairman
5th Annual General Meeting of the Equity Shareholders of Alembic Pharmaceuticals Limited
Held on 31st day of July, 2015 at 3:00 p.m.
At "Sanskruti", Alembic Corporate Conference Center,
Opp. Pragati Sahakari Bank Limited,
Alembic Colony,
Vadodara- 390003.

Scrutinizer's Report on Poll including voting by electronic means in respect of passing of the resolutions contained in the Notice dated 27th April, 2015.

Dear Sir,

I, S. Samdani, Partner, Samdani Shah & Associates, Company Secretaries, have been appointed as a scrutinizer by the Board of Directors of Alembic Pharmaceuticals Limited (the Company), for the purpose of the poll taken on the below mentioned resolution(s), including voting by electronic means at the 5th Annual General Meeting of the Equity Shareholders of **Alembic Pharmaceuticals Limited**, held on 31st July, 2015 at 3:00 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 voting by electronic means. My responsibility as a Scrutinizer is restricted to give a report on **the votes casted by the members for** the resolution contained in the Notice dated 27th April, 2015, based upon:

a) the reports 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.

1. I, submit my report as under:

1.1 After the time fixed for closing of the poll by the Chairman, (one) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

1.2 The locked ballot boxes were subsequently opened in my presence 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.

1.3 The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.

1.4 After the time fixed for closing of the e-voting, i.e. 5:00 p.m. on July 30th, 2015, a final electronic report of the e-voting was generated by me accessing the data

available to me from website https://www.evotingindia.com of Central Depository Services (India) Limited, the authorized agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.

1.5 The votes were unblocked on July 30, 2015 around 05.15 p.m. in the presence of two witnesses Ms. Hirali Shah and Mr. Philip Pereira who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Ms. Hirali Shah

Name: Mr. Philip Pereira

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 27th April, 2015 is as under:

2.1 **Resolution No.1:**

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2015 including Cash Flow Statement and the Reports of the Board of Directors and Auditors thereon.

(I) Voted in Favour of the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	23	19890	0.0132
Electronic (e-voting)	127	150354630	99.9868
Total	150	150374520	100

(II) Voted against the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Electronic (e-voting)	0	0	0
Total	0	0	0

(III) Invalid Votes:

Particulars of Business	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	4	3625
Electronic (e-voting)	1	22983
Total	5	26608

2.2 **Resolution No.2:**

To declare dividend on Equity Shares.

(I) Voted in Favour of the Resolution:

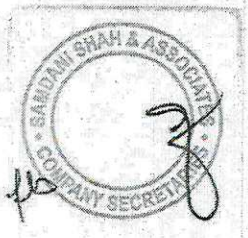
Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	23	19891	0.0132
Electronic (e-voting)	127	150377413	99.9868
Total	150	150397304	100

(II) Voted against the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Electronic (e-voting)	1	200	100
Total	1	200	100

(III) Invalid Votes:

Particulars of Business	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	4	3625
Electronic (e-voting)	0	0
Total	4	3625



2.3. **Resolution No.3**

To appoint a Director in place of Mr. R. K. Baheti (DIN: 00332079), who retires by rotation and being eligible, offers himself for re-appointment.

(I) Voted in Favour of the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	21	19561	0.0130
Electronic (e-voting)	127	150377413	99.987
Total	148	150396974	100

(II) Voted against the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	2	330	62.26
Electronic (e-voting)	1	200	37.74
Total	3	530	100

(III) Invalid Votes:

Particulars of Business	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	4	3625
Electronic (e-voting)	0	0
Total	4	3625

2.4. **Resolution No.4:**

To ratify appointment of M/s. K. S. Aiyar & Co. Chartered Accountants as Statutory Auditors of the Company and to authorize the Board of Directors to fix their remuneration.

(I) Voted in Favour of the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	23	19561	0.0130
Electronic (e-voting)	125	150294353	99.987
Total	148	150313914	100

(II) Voted against the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Electronic (e-voting)	2	78728	100
Total	2	78728	100

(III) Invalid Votes:

Particulars of Business	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	4	3625
Electronic (e-voting)	1	4532
Total	5	8157

2.5. **Resolution No.5:**

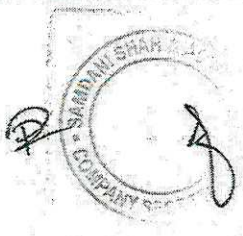
Appointment of Dr. Archana Hingorani (DIN:00028037) as an Independent Director.

(I) Voted in Favour of the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	23	19891	0.0132
Electronic (e-voting)	127	150377413	99.987
Total	150	150397304	100

(II) Voted against the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Electronic (e-voting)	1	200	100
Total	1	200	100



(III) Invalid Votes:

Particulars of Business	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	4	3625
Electronic (e-voting)	0	0
Total	4	3625

2.6. **Resolution No.6:**

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

(I) Voted in Favour of the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	23	19891	0.0132
Electronic (e-voting)	125	150316749	99.987
Total	148	150336640	100

(II) Voted against the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Electronic (e-voting)	2	40864	100
Total	2	40864	100

(III) Invalid Votes:

Particulars of Business	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	4	3625
Electronic (e-voting)	1	20000
Total	5	23625

SARDAM SHAH & ASSOCIATES COMPANY SECRETARIES

2.7. **Resolution No.7:**

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

(I) Voted in Favour of the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	23	19561	0.0130
Electronic (e-voting)	125	150316749	99.987
Total	148	150336310	100

(II) Voted against the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Electronic (e-voting)	2	40864	100
Total	2	40864	100

(III) Invalid Votes:

Particulars of Business	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	4	3625
Electronic (e-voting)	1	20000
Total	5	23625

2.8. **Resolution No.8:**

Appointment of Mr. Pranav Amin as Joint Managing Director of the Company

(I) Voted in Favour of the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	23	19561	0.1301
Electronic (e-voting)	127	150377413	99.8699
Total	150	150396974	100

SHRIMALI SHAH & ASSOCIATES COMPANY SECRETARIES

(II) Voted against the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Electronic (e-voting)	1	200	100
Total	1	200	100

(III) Invalid Votes:

Particulars of Business	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	4	3625
Electronic (e-voting)	0	0
Total	4	3625

2.9. **Resolution No. 9:**

Appointment of Mr. Shaunak Amin as Joint Managing Director of the Company.

(I) Voted in Favour of the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	22	19541	0.0130
Electronic (e-voting)	127	150377413	99.987
Total	149	150396954	100

(II) Voted against the Resolution:

Particulars of Business	Number of Members who voted	Number of Votes cast by them	% of the total number of valid votes cast
Poll	0	0	0
Electronic (e-voting)	1	200	100
Total	1	200	100

(III) Invalid Votes:

Particulars of Business	Total number of members whose votes were declared invalid	Total number of votes cast by them
Poll	5	3645
Electronic (e-voting)	0	0
Total	5	3645

Note: Figures in percentage have been rounded off to 4 decimal points.

3. The resolution is 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 is 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
Membership FCS # 3677

Date: 31st July, 2015
Place: Vadodara