

Date: 16<sup>th</sup> May, 2019

To,  
The Manager,  
The BSE Limited  
1st Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2019.**

In terms of the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued to the Company viz. Alembic Limited by M/s. Samdani Shah & Kabra, Practicing Company Secretaries, for the financial year ended 31<sup>st</sup> March, 2019.

We request you to kindly take the same on record.

Thanking you.

Yours faithfully,  
**For Alembic Limited**

  
**Drigesh Mittal**  
**Company Secretary**



Encl.: A/a

**ALEMBIC LIMITED**

**Secretarial Compliance Report**  
of Alembic Limited for the year ended March 31, 2019  
[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure  
Requirements) Regulations, 2015]

We, Samdani Shah & Kabra, Company Secretaries have examined:

- all the documents and records made available to us and explanation provided by Alembic Limited, having CIN L26100GJ1907PLC000033. ("the Listed Entity"),
- the filings / submissions made by the listed entity to the stock exchanges,
- website of the Listed Entity,
- any other document / filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2019 ("Review Period") in respect of compliance with the provisions of :

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, Circulars, Guidelines issued there under; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars / guidelines issued there under, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 / 2018;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996/ 2018;
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- The Securities And Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014;

and circulars / guidelines issued thereunder;



There were no action / events in pursuance of the following regulations requiring compliance thereof by the company during the review period:-

- a. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- b. Securities and Exchange Board of India (Issue and Listing of Non - Convertible and Redeemable Preference Shares) Regulations, 2013;
- c. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- d. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 / 2018;
- e. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

and based on the above examination, We hereby report that, during the Review Period:

- a. The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued there under, **except** in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations / Circulars / Guidelines / including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
Nil			

- b. The listed entity has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued there under in so far as it appears from our examination of those records.
- c. The following are the details of actions taken against the listed entity / its promoters / directors / material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts / Regulations and circulars / guidelines issued there under:



Sr. No.	Action taken by	Details of violation	Details of action taken E.g. Fines, Warning Letter, Debarment, etc	Observations of the Practicing Company Secretary, if any.
Nil				

- d. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in previous reports	Observations made in the Secretarial Compliance Report for the year ended...	Actions taken by the Listed Entity, if any	Comments of the Practicing Company Secretary on the actions taken by the Listed Entity.
Not Applicable				

  
S. Samdani  
Partner  
Samdani Shah & Kabra  
Company Secretaries  
FCS No.: 3677;  
CP No.: 2863



Place: Vadodara  
Date: April 26, 2019