



TML: CS: BSE/NSE CORR: 2024-25

24th March, 2025

The Manager
Corporate Relationship Department
BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Scrip Code – 530199

The Manager – Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai- 400051
Symbol: THEMISMED

Dear Sir / Madam,

Sub: Voting Results and Scrutinizer's Report on the Postal Ballot:

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith:

- a) the Voting Results of the business transacted by the Company by way of Postal Ballot Notice dated 14th February, 2025.
- b) Scrutinizer's Report dated 24th March, 2025 on the Postal Ballot.

The resolution as proposed in the Postal Ballot Notice has been passed by the shareholders by remote e-voting process with requisite majority.

The Voting Results along with the Scrutinizer's Report will also be made available on the Company's website at <https://www.themismedicare.com/>

Kindly take this on record.

Thanking you,

Yours faithfully,

For **Themis Medicare Limited**,

Pradeep Chandan
Director-Legal, Compliance & Company Secretary

Themis Medicare Limited

Corporate Office: 11/12 Udyog Nagar, S V Road, Goregaon (W), Mumbai – 400 104, India

***Tel.:** 91-22-67607080 ***Fax:** 91-22-67607070/ 28746621

Regd. Office: Plot No. 69-A, G.I.D.C., Industrial Estate, Vapi-Gujarat

CIN No.: L24110GJ1969PLC001590 ***Tel/ Fax No.:** **Regd. Off.:** 0260-2431447/ 2430219

***E-mail:** themis@themismedicare.com ***Website:** www.themismedicare.com

General information about company	
Scrip code	530199
NSE Symbol	THEMISMED
MSEI Symbol	NA
ISIN	INE083B01024
Name of the company	Themis Medicare Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	22-03-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Shirish Shetye
Firms Name	SAV & Associates LLP
Qualification	CS
Membership Number	1926
Date of Board Meeting in which appointed	14-02-2025
Date of Issuance of Report to the company	24-03-2025

Voting results	
Record date	14-02-2025
Total number of shareholders on record date	18258
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve material Related Party Transactions with Themis Distributors Private Limited for the FY 2025-26				
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	61803990	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	61803990	0	0	0	0	0	0
Public- Institutions	E-Voting	122721	40113	32.6863	1091	39022	2.7198	97.2802
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	122721	40113	32.6863	1091	39022	2.7198	97.2802
Public- Non Institutions	E-Voting	30113409	873221	2.8998	872599	622	99.9288	0.0712
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	30113409	873221	2.8998	872599	622	99.9288	0.0712
Total		92040120	913334	0.9923	873690	39644	95.6594	4.3406
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

SCRUTINIZER'S REPORT

To,
Dr. Dinesh S. Patel,
Chairman,
Themis Medicare Limited,
CIN: L24110GJ1969PLC001590
Plot No. 69-A, GIDC Industrial Estate,
Vapi – 396 195, Dist. Valsad, Gujarat.

Subject: Scrutinizer's Report on Postal Ballot through remote e-voting in respect of passing of resolution set-out in the notice dated 14th February 2025.

Dear Sir,

1. I, CS Shirish Shetye, Practicing Company Secretary, have been appointed as Scrutiniser by the Board of Directors of Themis Medicare Limited ("the Company") having CIN: L24110GJ1969PLC001590 vide resolution passed on 14th February, 2025, pursuant to Section 108 and Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinising the Postal Ballot through e-voting in respect of the below stated resolution as proposed in the Postal Ballot notice dated 14th February, 2025 and I submit my report as under:
2. The management of the Company is responsible to ensure the compliance under the provisions of Section 110 and other applicable provisions of the Companies Act, 2013, as amended ('the Act'), read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, read along with the General Circular No. 09/2023 dated 19th September, 2024 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), as amended, and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), in respect of Postal Ballot through remote e-voting.

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3. My responsibility as a Scrutiniser for the e-voting is restricted to ensure that the voting process through the remote e-voting is conducted in a fair and transparent manner and to make a Scrutiniser's Report of the votes cast "in favour" or "against" the resolution stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-voting facilities.
4. Pursuant to the SEBI and MCA circulars, the Notice dated 14th February, 2025 and the explanatory statement setting out material facts under section 102 of the Act in respect of the resolution proposed, was sent in electronic form only to those Members whose email addresses are registered with the Company/Depositories.
5. Further to above, I submit my report as under:
 - (1) The Company has provided the e-voting facility through CDSL on their website www.evotingindia.com. The Company had uploaded the item of business to be transacted on the website of the Company at www.themismedicare.com and also its Service Provider to facilitate their shareholders to cast their votes through e-voting.
 - (2) The notices were sent through email and they contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.
 - (3) As prescribed in the said Rules, the Company has also published the advertisements on 21st February 2025 and they carried the required information as specified in the said rules.
 - (4) The Members holding shares or beneficial interest in the shares, as on Friday, 14th February 2025, ("cut-off date"), were entitled to vote on the resolution stated in the Notice dated 14th February, 2025.
 - (5) The e-voting was commenced from 21st February 2025 at 9.00 a.m. (IST) and ended on 22nd March, 2025 at 5.00 p.m. (IST) and CDSL e-voting platform was blocked in due time. After the closure of the voting period, the report on voting done through electronic voting system was generated in my presence and the voting was diligently scrutinised.

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- (6) The votes cast under remote e-voting facility were unblocked on 22nd March, 2025, after 5.00 PM in the presence of two witnesses, who are not in the employment of the Company.
- (7) The e-voting data was scrutinised by me for verification of votes cast in favour and against of the respective Resolution.
- (8) The result of the e-voting exercised is as under:

Item No. 1 – as an Ordinary Resolution: To approve material Related Party Transactions with Themis Distributors Private Limited:

- (i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
78	8,73,690	95.66

- (ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	39,644	4.34

- (iii) Invalid votes:

Number of members Voted	Number of votes cast by them
0	0

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6. You may accordingly declare the results of the postal ballot process conducted through electronic voting system.
7. Based on the aforesaid result, we report that, the resolutions as contained in the Notice of Postal Ballot dated 14th February 2025 has been passed with requisite majority.

Thanking you,

For SAV & Associates LLP
Practising Company Secretaries

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CS Shirish Shetye
Designated Partner
FCS- 1926 CP-825

Scrutinizer for postal ballot process
conducted through electronic voting system

UDIN: F001926F004144999

Peer Review Regn. No.: 4867/2023

Place: Thane

Date: 24/03/2025

Witness:

Countersigned and received the report
on behalf of Chairman

APARNA
PRAMOD

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APARNA PRAMOD
JOSHI

1. JOSHI

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CS Aparna Joshi

Pradeep Chandan
Company Secretary

Swati
Pankaj

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by Swati Pankaj
Kulkarni

2. Kulkarni

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Swati Kulkarni