GUJARAT THEMIS BIOSYN LIMITED

CIN: L24230GJ1981PLC004878
REGD. OFFICE &FACTORY: 69/C GIDC INDUSTRIAL ESTATE,
VAPI – 396 195, DIST. VALSAD, GUJARAT, INDIA
TEL: 0260-2430027 / 2400639
E-mail:hrm@gtbl.in.net

GTBL/BSE/NSE/2026-27/50

22nd August, 2026

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Scrip Code – 506879.

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai- 400051
Symbol: GUJTHEM

<u>Proceedings of Extra-ordinary General Meeting (EGM)</u>

The EGM of the Company held today i.e. Saturday, 22nd August, 2026 at 69/A, GIDC Industrial Estate, Vapi - 396195, Dist. Valsad, Gujarat which commenced at 12.00 Noon and concluded at 12:30 P.M.

<u>Brief details of items deliberated at the meeting and results thereof are as under:</u>

1. Dr. Dinesh S. Patel, Chairman of the Company, chaired the proceedings of the Meeting.

2. 56 Members were present in person and/or through representatives of the Bodies Corporate.

3. As the requisite quorum being present as per Section 103 of the Companies Act, 2013, the Chairman commenced the proceedings of the meeting. He welcomed all the members and introduced the Directors and Key Managerial Personnel present in the meeting.

4. Directors were present at the Meeting.

5. The Chairman of the Audit, Nomination & Remuneration and Stakeholder's Relationship Committees were present in the meeting.

6. The Chairman informed that remote e-voting period had begun on Wednesday 19th August, 2026 (9:00 A.M.) and closed on Friday, 21st August, 2026 (5:00 P.M.)

7. Mr. Ketan R. Shirwadkar, Proprietor of M/s. KRS AND CO., Practicing Company Secrtary, Secretarial Auditor was present. He was also appointed as Scrutinizer for conducting e-voting and voting at the meeting.

8. Chairman of the Company updated the members about the objectives and requirement of passing of the Resolutions as contained in the EGM Notice.

MUMBAI OFFICE: Themis House, 11/12 Udyog Nagar, S.V Road, Goregaon (West), Mumbai – 400 104
Tel: 91-22-67607080 / 28757836 **Fax**: 28746621 / 67607019; **E-mail**: gtblmumbai@gtbl.in **Website Address**: www.gtbl.in

9. The following items of special businesses as set out in the Notice calling the Meeting were put for shareholders' approval.

    a. Approval of Material Related Party Transactions with Promoter / Promoter group entities.

    b. Amendment to the Articles of Association of the Company

    c. Private placement of NCDs and/or Debt securities

Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Company had provided remote e-voting facility to its members to cast votes electronically, on all the resolutions set out in the Notice of EGM.

Further, the facility for voting was made available to the members who were present at the venue of EGM and had not cast their votes by remote e-voting.

After the shareholders were briefed about above resolutions to be passed, the Chairman then invited Members who would like to ask queries / comments relating to the resolutions.

The queries raised by the members at the meeting, were satisfactorily replied by the Chairman and Managing Director of the Company.

After responding to all the queries of members, the Chairman proceeded with the process of voting.

All the resolutions set out in the Notice of Annual General Meeting were passed with the requisite majority.

The Chairman stated that the result of e-voting and voting through Ballot Paper shall be disseminated to the Stock Exchanges and also uploaded on Company's and CDSL websites within two working days of the conclusion of the Meeting.

The Chairman thanked the Members for their attendance and participation at the Extraordinary General Meeting of the Company.

For Gujarat Themis Biosyn Limited

VINEET GANESH GAWANKAR

Digitally signed by VINEET GANESH GAWANKAR
Date: 2026.08.22 17:56:09 +05'30'

Vineet Gawankar
Company Secretary & Compliance Officer

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Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	Approval of Material Related Party Transactions with Promoter / Promoter group entities.

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	77218083	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	77218083	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	3171837	1280093	40.3581	0	1280093	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	3171837	1280093	40.3581	0	1280093	0.0000	100.0000
Public- Non Institutions	E-Voting	28575345	2373233	8.3052	2373016	217	99.9909	0.0091
	Poll		1839445	6.4372	1839445	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	28575345	4212678	14.7424	4212461	217	99.9948	0.0052
Total		108965265	5492771	5.0408	4212461	1280310	76.6910	23.3090
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	22774847
Public Insitutions	0
Public - Non Insitutions	169770

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Resolution (2)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Amendment to the Articles of Association of the Company

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**	77218083	73491287	95.1737	73491287	0	100.0000	0.0000
	Poll		20	0.0000	20	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	77218083	73491307	95.1737	73491307	0	100.0000	0.0000
Public- Institutions	**E-Voting**	3171837	1280093	40.3581	1280093	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	3171837	1280093	40.3581	1280093	0	100.0000	0.0000
Public- Non Institutions	**E-Voting**	28575345	2543003	8.8993	2542796	207	99.9919	0.0081
	Poll		1839445	6.4372	1839445	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	28575345	4382448	15.3365	4382241	207	99.9953	0.0047
Total		108965265	79153848	72.6414	79153641	207	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

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Resolution (3)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Private Placement of NCDs and/or Debt securities

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	77218083	73491287	95.1737	73491287	0	100.0000	0.0000
	Poll		20	0.0000	20	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	77218083	73491307	95.1737	73491307	0	100.0000	0.0000
Public- Institutions	E-Voting	3171837	1280093	40.3581	1255334	24759	98.0658	1.9342
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	3171837	1280093	40.3581	1255334	24759	98.0658	1.9342
Public- Non Institutions	E-Voting	28575345	2543003	8.8993	2542796	207	99.9919	0.0081
	Poll		1839445	6.4372	1839445	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	28575345	4382448	15.3365	4382241	207	99.9953	0.0047
Total		108965265	79153848	72.6414	79128882	24966	99.9685	0.0315
							Whether resolution is Pass or Not.	Yes
							Disclosure of notes on resolution	Add Notes

* this fields are optional

Details of Invalid Votes

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

KRS AND CO.
Practicing Company Secretaries
Add: C-1804, Dosti Varuna,
Dosti Vihar, Vartak Nagar,
Thane (W), Thane - 400 606.
Unique Code : S2017MH469000

CS Ketan Ravindra Shirwadkar
B.com | C.S.
Contact No. 9833556916
E-mail : pcskrshirwadkar@gmail.com

SCRUTINIZER REPORT

To,
The Chairman,
Extra-ordinary General Meeting of Equity Shareholders of,
GUJARAT THEMIS BIOSYN LIMITED,
Held on **Saturday, 22nd August, 2026** at **12 Noon** at the Registered Office of Themis Medicare Limited at 69/A, GIDC Industrial Estate, Vapi-396195, Dist. Valsad, Gujarat

Dear Sir,

Sub: Consolidated Scrutinizer Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and physical poll process at the Extra-Ordinary General Meeting held on Saturday 22nd August, 2026 at 12 Noon at the Registered office of Themis Medicare Limited at 69/A, GIDC Industrial Estate, Vapi- 396195, Dist. Valsad, Gujarat

I, Mr. Ketan Ravindra Shirwadkar, Company Secretary (Mem No. F13938 and COP No. 15386), Proprietor of KRS AND CO., Practicing Company Secretaries, who have been appointed as Scrutinizer by the Board of Directors of **GUJARAT THEMIS BIOSYN LIMITED** ("the Company") vide resolution dated 22nd July 2026 for the purpose of Scrutinizing the Remote e-voting and for conducting and scrutinizing the Physical Poll process at the Extra-Ordinary General Meeting ("EGM"), and ascertaining the requisite majority on Remote e-voting and physical poll carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the EGM of the Equity Shareholders of the Company held on Saturday 22nd August, 2026 at 12 Noon at the Registered Office of Themis Medicare Limited at 69/A, GIDC Industrial Estate, Vapi-396195, Dist. Valsad, Gujarat, state that:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and physical poll on resolutions contained in the Notice of the EGM of the members of the Company. My responsibility as a scrutinizer is restricted to ensure that the voting process both through Remote e-voting and physical mode at the meeting are conducted in a fair and transparent manner and to make a consolidated Scrutinizer's Report of the vote cast "in favour" or "against" resolutions

KRS AND CO. CP: 15386 THANE

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as stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd ("CDSL"), the authorizing agency providing e-voting facilities.

2. Further to the above I submit my Report as under:

- The Company has provided the Remote e-voting facility through CDSL on their website www.evotingindia.com . The Company had uploaded all the items of business to be transacted on the website of the Company and also its service provider to facilitate their shareholders to cast their votes through Remote e-voting.

- The Members holding shares or beneficial interest in the shares, as on **Saturday, 15th August 2026 ("cut-off date")**, were entitled to vote on the resolutions stated in the EGM of the Company.

- The Company has arranged the Poll papers and the same were distributed to members present at the meeting. In case of joint holders, the poll paper was given to the first named holder or in his/her absence to the joint holder attending the meeting as appearing in the chronological order in the folio.

- I have kept a record of the Poll papers received in response to the poll by initialling it. I have ensured that the empty ballot box was duly locked and sealed in my presence with due identification marks placed by me in the presence of members.

- The ballot box was opened in my presence and in the presence of two witnesses not in the employment of the Company, after the voting process was over. The poll papers were diligently scrutinized and reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.

- The Remote e-voting commenced from **Wednesday 19th August 2026 at 9:00 a.m.** and ended on **Friday, 21st August, 2026 at 5:00 p.m.**

- The votes cast were unblocked on **Saturday 22nd August 2026** in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Sign: VJadhav

Name: Vedant Jadhav

Sign: JAlmeida

Name: Jyoti Almeid'a

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- Thereafter the details containing, inter alia, list of equity shareholders who voted "For", "Against" each of the resolutions that were put to vote, were generated from the e voting website of CDSL i.e., www.evotingindia.com.

- The Remote e-voting data was scrutinized by me for verification of vote cast in "favour", "against" the respective resolutions.

- The consolidated result of the Remote e-voting exercised and the poll process held at the EGM is as under:

Item No. 1: As an Ordinary Resolution

Approval of Material Related Party Transactions with Promoter / Promoter group entities.

(1) Voted in favour of Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	77	2373016	43.2025%
Physical poll	19	1839445	33.4885%
Total	**96**	**4212461**	76.6910%

(2) Voted against the Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	10	1280310	23.3090%
Physical poll	0	0	0
Total	**10**	**1280310**	**23.3090%**

(3) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them
Remote e-voting	2	22944617
Physical poll	2	20
Total	**4**	**22944637**

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Item No.2: As a Special resolution

Amendment to the Articles of Association of the Company.

(1) Voted in favour of Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	88	77314176	97.6758%
Physical poll	21	1839465	2.3239%
Total	**109**	**79153641**	**99.9997**

(2) Voted against the Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	2	207	0.0003%
Physical poll	0	0	0.00
Total	**2**	**207**	**0.0003%**

(3) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them
Remote e-voting	0.00	0.00
Physical poll	0.00	0.00
Total	**0.00**	**0.00**

Item No. 3: As a Special Resolution:

Private placement of NCDs and/or Debt securities.

(1) Voted in favour of Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	85	77289417	97.6445%
Physical poll	21	1839465	2.3240%
Total	**106**	**79128882**	**99.9685**

(2) Voted against the Resolution

Mode of Voting	Number of members present and voting (in person or in case	Number of votes cast by them	% of total number of valid vote cast

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	of physical poll by proxy)		
Remote e-voting	5	24966	0.0315%
Physical poll	0	0	0
Total	**5**	**24966**	**0.0315%**

(3) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them
Remote e-voting	0.00	0.00
Physical poll	0.00	0.00
Total	**0.00**	**0.00**

3. I shall hand over the poll papers and other related papers/registers and records for safe custody to Mr. Vineet Gawankar, Company Secretary & Compliance Officer of the Company, who is authorized by the Board to supervise the entire voting process, after the Chairman approves and signs the minutes of the meeting.

4. You may accordingly declare the results of the voting by Remote e-voting and physical poll form.

5. The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the EGM.

Thanking you,

KRS AND CO. CP: 15386 THANE

For KRS AND CO.
Practicing Company Secretaries

Mr. Ketan Ravindra Shirwadkar
Proprietor
Mem No. 13938
COP No. 15386

Date: 22.08.2026
Place: Vapi
Peer Review No. 3967/2023
ICSI UDIN: F013938H001190927

Counter signed and received the report on behalf of Chairman

Mr. Vineet Gawankar
Company Secretary & Compliance Officer