



TML/BSE/NSE/2025-26/10

13th June, 2025

The Manager
Corporate Relationship Department
BSE Limited
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: Outcome of Board Meeting under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Meeting Commencement time : 04: 00 P.M.
Meeting Conclusion Time : 04: 45 P.M.

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you of the following outcome of the Board meeting held today:

1. Withdrawal of Scheme of Amalgamation of Gujarat Themis Biosyn Limited (“the Company”) with Themis Medicare Limited (“the Transferee Company”) and their respective shareholders:

This is with reference to our earlier disclosure dated November 18, 2024, wherein the Company had informed the approval of its Board of Directors for the proposed Scheme of Amalgamation of Gujarat Themis Biosyn Limited (“Transferor Company”) with the Company and their respective shareholders under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 (“Scheme”), subject to receipt of necessary regulatory and other approvals.

In this connection, we are enclosing herewith an announcement issued by Gujarat Themis Biosyn Limited.

The Board of Directors of Gujarat Themis Biosyn Limited, at its meeting held on 13th June 2025, after due deliberation and for the reasons stated in the enclosed announcement, has decided not to proceed with the proposed amalgamation and has accordingly approved the withdrawal of the Scheme of Amalgamation.

In alignment with the aforesaid decision, the Board of Directors of the Company has also resolved to withdraw the said Scheme of Amalgamation. Pursuant to this, the Company shall continue to focus on its core domestic formulations business with the objective of achieving long-term sustainable growth.

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



This disclosure is being made in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with applicable SEBI Circulars.

This is for the information and record please.

Thanking you,

Yours faithfully,

For **Themis Medicare Limited**

Dr. Sachin Patel
Managing Director & CEO

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

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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/2025-26/11

13th June, 2025

The Manager
Corporate Relationship Department
BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Scrip Code – 506879

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

Dear Sir / Madam,

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Withdrawal of Scheme of Amalgamation of Gujarat Themis Biosyn Limited (“the Company”) with Themis Medicare Limited (“the Transferee Company”) and their respective shareholders (“Scheme”)

This is with reference to our earlier disclosure dated November 18, 2024, wherein the Company had informed the approval of its Board of Directors for the proposed Scheme of Amalgamation of the Company with the Transferee Company and their respective shareholders under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 (“**Scheme**”), subject to receipt of necessary regulatory and other approvals.

The Company, after evaluating new developments in the market, has decided to focus on its core business of Fermentation based Pharmaceutical Intermediates and Active Pharmaceutical Ingredients wherein, the Company foresees significant opportunities for organic expansion viz. increasing capacity and exploring collaborations with other pharmaceutical industry players as well as possible opportunities for inorganic growth. This will allow the company to focus on its core strengths in the Fermentation and Active Pharmaceutical Ingredients based businesses.

The Board of Directors of the Company at its meeting held today, deliberated and decided to revisit all its strategic options. After considering the changed business scenario, the Board of Directors are of the view that the Company may be able to deliver better value to all stakeholders by leveraging its core strengths. Consequently, the Board of Directors reconsidered their earlier decision of merger of the Company with the Transferee Company and resolved not to proceed with the Scheme.



GUJARAT THEMIS BIOSYN LIMITED

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The Board of Directors therefore approved the withdrawal of the Scheme as permitted under Clause 21 of the Scheme.

We request you to take the above information on record.

Thanking you,

Yours faithfully,

For **Gujarat Themis Biosyn Limited**

Dr. Dinesh Patel
Chairman