



TML/CS/BSE-NSE /AGM Proceedings/2024/01

22nd July, 2024

Listing Department,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai-400001
BSE Scrip Code: 530199

Listing Department,
National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra – Kurla Complex,
Bandra – East, Mumbai- 400 051
NSE Scrip Code: THEMISMED

Dear Sir / Madam,

Sub: Proceedings of the 54th Annual General Meeting of Themis Medicare Limited held on 22nd July, 2024:

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the gist of proceedings of the 54th Annual General Meeting of the Company held today, i.e. on Monday, 22nd July, 2024.

Kindly take the above intimation on your record please.

Thanking you,

Yours faithfully
For **THEMIS MEDICARE LIMITED**

Dr. DINESH S PATEL
Chairman

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



AGM PROCEEDINGS

Date, time and Venue of the Meeting:

The 54th Annual General Meeting of **Themis Medicare Limited** (the "Company") commenced at **12.00 Noon** (IST) on Monday, 22nd July, 2024 at the Registered Office of the Company situated at 69/A, GIDC Industrial Estate, Vapi - 396195, Dist. Valsad, Gujarat. The meeting concluded at **12.45 p.m.** (IST) on same day.

Brief details of items deliberated at the Meeting and results thereof are as under:

- I. Dr. Dinesh S. Patel, Chairman of the Company, chaired the proceedings of the Meeting.
- II. **46 (Forty-Six)** Members were present in person and/or through representatives of the Bodies Corporate.
- III. The requisite quorum being present as per Section 103 of the Companies Act, 2013, the Chairman commenced the proceedings of the meeting.
- IV. **4 (Four)** Directors were present at the Meeting including **one** Independent Director.
- V. Mr. Rathinamoorthy, Representative of M/s. Krishnaan & Co, Statutory Auditors was present.
- VI. The Chairman informed that remote e-voting period had begun on Friday 19th July, 2024 (9:00 A. M.) to Sunday 21st July, 2024 (5:00 P. M.)
- VII. Ms. Aparna Joshi, Partner of M/s. SAV & Associates LLP, Practicing Company Secretaries was present as required under the provisions of Secretarial Standards 2 on General Meeting. She was also appointed as Scrutinizer for conducting E-voting and voting at the meeting.
- VIII. With the permission of the members, notice of the meeting was taken as read. The reports of the Statutory Auditor on the standalone and consolidated financial statements did not contain any qualifications or comments or other remarks and hence was taken as read.
- IX. The Managing Director & CEO of the Company, on the request of the Chairman, updated the members present about the business activities of the Company.
- X. The following items of business as set out in the Notice calling the Meeting were put for shareholders' approval:

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ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024, together with Auditors Report and Directors Report thereon.
2. To appoint a Director in place of Mr. Rajneesh Anand (DIN: 00134856) who retires by rotation and being eligible, offers himself for re-appointment.
3. To declare dividend of Rs. 0.50/- for the financial year ended 31st March, 2024.

SPECIAL BUSINESS:

4. Ratification of remuneration to Cost Auditor Mumbai for conducting Cost Audit of the Company for the Financial year 2024-25.
5. Remuneration payable to Dr. Dinesh S. Patel (DIN: 00033273) as a Whole-Time Director designated as "Executive Chairman".
6. Remuneration payable to Dr. Sachin D. Patel (DIN: 00033353) as Managing Director & CEO.
7. Appointment of Mr. Nikunt Kirit Raval (DIN: 10357559) as an Independent Director of the Company.

Method of Approval:

Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchanges 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 AGM.

Further, the facility for voting through Ballot Paper (Polling Paper) was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting.

After the shareholders were briefed about above resolutions to be passed, the Chairman then took over the proceedings and invited Members who would like to ask queries /comments relating to Financial Statements and related items.

The queries on the Company's operations, raised by the Members at the meeting, were satisfactorily replied by the Chairman and Dr. Sachin D Patel, Managing Director & CEO of the Company.

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

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All the resolutions set out in the Notice of Annual General Meeting were passed with the requisite majority and are deemed to be passed on the date of the Annual General Meeting held on 22nd July, 2024.

The Chairman stated that the result of e-voting and voting through Ballot Paper (Polling 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 54th Annual General Meeting.

For **THEMIS MEDICARE LIMITED**

Dr. DINESH S PATEL
Chairman

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