Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part –A- Details of the Acquisition

Name of the Target Company (TC)	Themis Medicare Limited CIN: L24110GJ1969PLC001590		
Name(s) of the acquirer	Themis Distributors Private Limited U51397MH1963PTC012750		
and Persons Acting in Concert (PAC) with the acquirer	Vividhmargi Investments Pvt. Ltd.		
	Vividh Distributors Pvt. Ltd		
	Shri S. D. Patel (HUF)		
	Mrs. Jayshree D. Patel		
	Shri Dinesh S. Patel (HUF)		
	Mrs. Reena S. Patel		
	Late Mrs. Margi Choksi		
	Mrs. Madhuben Shantilal Patel		
	Dr. Dinesh S. Patel		
	Gedeon Richter Investment Management Ltd.		
	Dr. Sachin D. Patel		
	Szepilona International Ltd.		
Whether the acquirer belongs to Promoter/Promoter group	YES		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	- BSE Limited - National Stock Exchange of India Limited		
Details of the acquisition as follows	**Number**	**% w.r.t. total share/voting capital wherever applicable(*)**	**% w.r.t. total diluted share/voting capital of the TC (**)**
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	6055295	71.50%	68.42%

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b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NA	NA	NA
e) **Total (a+b+c)**	6055295	71.50%	68.42%
Details of acquisition			
a) Shares carrying voting rights acquired	116000	1.37%	1.31%
b) VRs acquired otherwise than by equity shares	NA	NA	NA
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired.	NA	NA	NA
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
d) Total (a+b+c+/-d)	116000	1.37%	1.31%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	6055295	71.50%	68.42%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) Shares pledged with the acquirer. **(**400000 Equity Shares issued on conversion of warrants to some of the Promoters/PACs are under Lock-in till 14/01/2017**)**	NA	NA	NA
c) VRs otherwise than by equity shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NA	NA	NA
e) Total (a+b+c)	6055295	71.50%	68.42%
Mode of acquisition (e.g. open market / public	Inter-se Transfer between the Promoters of		

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issue / rights issue /preferential allotment / inter-se transfer, etc.)	the Target Company (Off Market Transaction)
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	NA
Date of acquisition of/ date of receipt of intimation of allotment of shares/ VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	09/06/2015
Equity share capital / total voting capital of the TC before the said acquisition	8468360 Equity Shares of Rs. 10/- fully paid up
Equity share capital/ total voting capital of the TC after the said acquisition	8468360 Equity Shares of Rs. 10/- fully paid up
Total diluted share/voting capital of the TC after the said acquisition	8850500 (In view of 382140 equity shares to be exercised by eligible employees under ESOP scheme)

Part-B***

Name of the Target Company: THEMIS MEDICARE LIMITED

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Themis Distributors Pvt. Ltd(Acquirer)	**Yes**	AAACT0186H
(PACs) Vividhmargi Investments Pvt. Ltd.		AAACV0141N
Vividh Distributors Pvt. Ltd.		AAACV0171A
Shri S. D. Patel (HUF)		AAHHS4445L
Mrs. Jayshree D. Patel		AGBPP4254G
Shri Dinesh S. Patel (HUF)		AACHD4046D
Mrs. Reena S. Patel		AAZPP8647F
Late Mrs. Margi Choksi		AAAPP9598C
Mrs. Madhuben Shantilal Patel		AAFPP3340K
Dr. Dinesh S. Patel		AACPP9037A
Gedeon Richter Investment Management Ltd.		AAECG5103H
Dr. Sachin D. Patel		AACPP9039Q
Szepilona International Ltd.		NA

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For **Themis Distributors Pvt. Ltd.**

Director

THEMIS DISTRIBUTORS PVT. LTD. MUMBAI

Place: Mumbai

Date : 10/06/2015

Note:

(*)Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Themis Medicare Limited CIN: L24110GJ1969PLC001590		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer - Themis Distributors Pvt. Ltd PACs - Vividh Distributors Pvt. Ltd - Vividhmargi Investments Pvt. Ltd - Shri S. D. Patel (HUF) - Mrs. Jayshree D. Patel - Shri Dinesh S. Patel (HUF) - Dr. Sachin D. Patel - Mrs. Reena S. Patel - Late Mrs. Margi Choksi - Mrs. Madhuben Shantilal Patel - Dr. Dinesh S. Patel - Gedeon Richter Investment Management Ltd. - Szepilona International Ltd.(Seller)		
Whether the acquirer belongs to Promoter/Promoter group	YES, Promoter of TC		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	- BSE Limited - National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	**Number**	**% w.r.t. total share/voting capital wherever applicable (*)**	**% w.r.t. total diluted share/voting capital of the TC (**)**
Before the acquisition under consideration, holding of : a) Shares carrying voting rights	158004	1.87%	1.79%

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b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others) (400000 Equity Shares issued on conversion of warrants to some of the Promoters/PACs are under Lock-in till 14/01/2017)	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NA	NA	NA
e) **Total (a+b+c+d)**	158004	1.87%	1.79%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	116000	1.37%	1.31%
b) VRs acquired /sold otherwise than by shares	NA	NA	NA
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NA	NA	NA
d) Shares encumbered / invoked/released by the acquirer.	NA	NA	NA
e) Total (a+b+c+/-d)	116000	1.37%	1.31%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	274004	3.24%	3.10%
b) Shares encumbered with the acquirer	NA	NA	NA
c) VRs otherwise than by equity shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NA	NA	NA

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e) Total (a+b+c+d)	274004	3.24%	3.10%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Inter-Se Transfer between the Promoters of the Company (Off Market Transaction)		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	09/06/2015		
Equity share capital / total voting capital of the TC before the said acquisition/sale	8468360 Equity Shares of Rs. 10/- fully paid up		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	8468360 Equity Shares Rs. 10/- fully paid up		
Total diluted share/voting capital of the TC after the said acquisition/sale	8850500 (In view of 382140 equity shares to be exercised by eligible employees under ESOP scheme)		

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For Themis Distributors Pvt. Ltd

THEMIS DISTRIBUTORS PVT. LTD. MUMBAI

Director

Place: Mumbai

Date:

Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)		Themis Medicare Limited CIN: L24110GJ1969PLC001590			
2.	Name of the acquirer		Themis Distributors Private Limited CIN: U51397MH1963PTC012750			
3.	Name of the stock exchange where shares of the TC are listed		1. BSE Limited 2. National Stock Exchange of India Limited			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.		One of the overseas Promoters of Themis Medicare Ltd., is proposing to close their business activities with this intention they wish to liquidate all their assets and investments including 416000 equity shares held in Themis Medicare Ltd.			
5.	Relevant regulation under which the acquirer is exempted from making open offer		Regulation 10(1)(a)(ii)			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and - whether it was made within the timeline specified under the regulations.		- YES - YES			
	- date of filing with the stock exchange.		BSE Limited - 01/06/2015 National Stock Exchange of India Limited - 01/06/2015			
7.	Details of acquisition		Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a.	Name of the transferor / seller	Szepilona International Ltd., U.K.		NA	
	b.	Date of acquisition	09/06/2015		YES	
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	116000		YES	
	d.	Total shares actually acquired as a % of diluted share capital of TC	116000 1.31% of diluted share capital of TC		YES	
	e.	Price at which shares are actually acquired	Rs. 50/- per Equity Share (Total consideration INR. 58,00,000/-)		YES	
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a.	Acquirer /Transferee(*) **Themis Distributors Private Limited**	158004	1.87	274004	3.24
	b.	Seller / Transferor **Szepilona International Ltd., U.K.**	416000	4.91	300000	3.54

Note: The disclosure under Shareholding details "Post-Transaction" is given for Acquirer &seller only to the extent of the current transaction between them .

Note: (*) Shareholding of each entity shall be shown separately and then collectively in a group. The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers. ***

For THEMIS DISTRIBUTORS PRIVATE LIMITED

DIRECTOR

THEMIS DISTRIBUTORS PVT. LTD. MUMBAI

Place : Mumbai

Date : 10/06/2015