



TML: CS: 2016-17:

11th August, 2016

The General Manager
Dept. of Corporate Services
Bombay Stock Exchange Ltd.
Rotunda Building, 1st Floor,
Mumbai Samachar Marg,
Mumbai- 400 001

The Vice President
Listing Department,
National Stock Exchange of India Ltd.
"Exchange Plaza", Bandra – Kurla
Complex,
Bandra – East,
Mumbai- 400 051

Dear Sir/Madam,

Sub: Outcome of the Board Meeting

The Board of Directors at its meeting held today, perused and approved the following matters:

1. Approved the Unaudited Consolidated and Standalone Financial Results of the Company for the Quarter ended 30th June, 2016.
2. Allotment of 5700 Equity shares to eligible employees' pursuant exercise of ESOP options under Themis ESOS Scheme 2012.
3. Mr. Tushar J. Dalal will assume the position of Chief Financial Officer of the Company with effect from 1st October, 2016 on such terms and conditions as decided by the Managing Director & CEO of the Company. Consequently, Mr. Prakash D. Naringrekar shall relinquish the said position of CFO effective from end of the working hours on 30th September, 2016.

A copy of Unaudited Consolidated and Standalone Financial Results of the Company for the Quarter ended 30th June, 2016 is enclosed for your perusal.

This may be taken as compliance under the Listing Regulations; the Company has entered with your Stock Exchange.

Kindly acknowledge.

Thanking you,

Yours faithfully,

For **THEMIS MEDICARE LIMITED**


DINESH S. PATEL

MANAGING DIRECTOR & CEO

Meeting Commencement Time: 11:30 A.M.

Meeting conclusion Time: 1:25 P.M.



Themis Medicare Limited

Corporate Office : 11/12, Udyog Nagar, S. V. Road, Goregaon (West), Mumbai - 400 104, India
Tel. : 91-22-6760 7080 • **Fax :** 91-22-6760 7070 / 2874 6621

Regd. Office : Plot No. 69-A, G.I.D.C. Industrial Estate, Vapi - 396 195, Gujarat.

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

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

THEMIS MEDICARE LTD

CIN NO : L24110GJ1969PLC001590

Regd. Off. Plot No. 69A, GIDC Indl. Estate, Vapi - 396195, Dist Valsad, Gujarat. (T) 0260-2431447 / 0260-2430219.

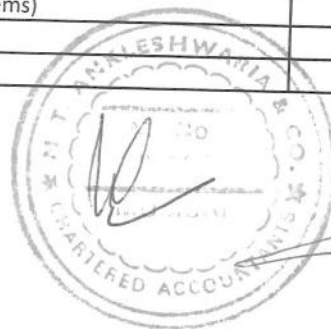
Corporate Office : 11/12, Udyog Nagar, S. V. Road, Goregaon (West), Mumbai-400 104.

Email ID : themis@themismedicare.com. Website Address : www.themismedicare.com.

PART I (R in Lakhs)

Statement of Unaudited Financial Results for the quarter ended 30th June 2016.

	Particulars	CONSOLIDATED			
		3 months ended	Preceding 3 months ended	Corresponding 3 months ended	Previous year ended
		30/06/2016	31/03/2016	30/06/2015	(31/03/2016)
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Income from operations				
	(a) Net sales/income from operations (Net of excise duty)	6,613.10	5,344.81	5,852.24	23,032.27
	(b) Other operating income	99.02	35.23	99.05	247.50
	Total income from operations (net)	6,712.12	5,380.04	5,951.29	23,279.74
2	Expenses				
	(a) Cost of materials consumed	1,716.45	1,540.31	2,091.47	7,093.21
	(b) Purchases of stock-in-trade	430.06	342.50	292.58	1,375.82
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	369.79	32.18	91.12	266.16
	(d) Employee benefits expense	1,130.33	822.32	902.58	3,633.84
	(e) Depreciation and amortisation expense	240.41	333.44	259.28	1,112.30
	(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	2,029.00	1,727.91	1,640.11	6,938.07
	Total expenses	5,916.04	4,798.66	5,277.14	20,419.40
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	796.08	581.38	674.15	2,860.34
4	Other income	191.84	47.18	190.99	317.97
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	987.92	628.56	865.14	3,178.31
6	Finance costs	285.42	316.81	307.45	1,226.00
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	702.50	311.75	557.69	1,952.31
8	Exceptional items	-	-	-	-
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	702.50	311.75	557.69	1,952.31
10	Tax expense	(13.50)	6.04	-	125.82
11	Net Profit / (Loss) from ordinary activities after tax (9 - 10)	716.00	305.71	557.69	1,826.49
12	Extraordinary items (net of tax expense Rs. NIL)	-	-	-	-
13	Net Profit / (Loss) for the period (11 + 12)	716.00	305.71	557.69	1,826.49
14	Share of profit / (loss) of associates	18.23	15.53	26.26	105.80
15	Minority interest	-	-	-	-
16	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+14 +15).	734.23	321.24	583.95	1,932.29
17	Paid-up equity share capital- Face Value Rs. 10/- each	901.96	851.50	846.84	851.50
18	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				7,037.38
19	Earnings per share (before extraordinary items)				
	(a) Basic	8.14	3.77	6.90	22.63
	(b) Diluted	7.92	3.74	6.80	22.51
19ii	Earnings per share (after extraordinary items)				
	(a) Basic	8.14	3.77	6.90	22.69
	(b) Diluted	7.92	3.74	6.80	22.51



PART II

Information for the quarter ended 30/06/2016

Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended	Previous year ended
	30/06/2016	31/03/2016	30/06/2015	(31/03/2016)
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
A PARTICULARS OF SHAREHOLDING				
1 Public shareholding				
- Number of shares	2964305	2459705	2413065	2459705
- Percentage of shareholding	32.87	28.89	28.50	28.89
2 Promoters and Promoter Group Shareholding				
a) Pledged / Encumbered				
- Number of shares	NIL	NIL	NIL	NIL
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL
- Percentage of shares (as a % of the total share capital of the company)	NIL	NIL	NIL	NIL
b) Non - encumbered				
- Number of shares	6055295	6055295	6055295	6055295
- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	100	100	100	100
- Percentage of shares (as a % of the total share capital of the company)	67.13	71.11	71.50	71.11

Particulars	3 months ended (30/06/2016)
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	-
Received during the quarter	1
Disposed of during the quarter	1
Remaining unresolved at the end of the quarter	-

NOTES :

NOTES :

- 2.) Statutory Auditors have carried out Limited Review Report of the above results.
- 2.) During the year under review paid up capital of the Company increased from Rs. 851.50 lacs to Rs. 901.96 lacs in view of allotment of 4600 equity shares on exercise of ESOP by some of the eligible employees and allotment of 500000 equity shares on preferential basis to non-promoters.
- 3.) In terms of SEBI (ICDR) Regulations, 2009 the Board at its meeting held on 17th June, 2016 allotted 500000 Equity Shares on Preferential Basis to Non Promoters and 125000 Convertible Warrants to some of the Promoters of the Company. The proceeds received amounted to Rs. 2656.25 lacs. In terms of the Regulation 32 of the SEBI (LODR) Regulations, 2015 we state that there was no deviation of proceeds utilised for the quarter ended June, 2016 from the purposes mentioned in Private Placement Offer Letter. The details are given in the statement attached.
- 4.) The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 11.08.2016.



For M. T. Ankleshwaria & Co.
Chartered Accountants

Madhu T. Ankleshwaria
Proprietor

For THEMIS MEDICARE LTD



Dr. DINESH PATEL
(Managing Director & CEO)

Place : Mumbai
Date : 11 / 08 / 2016

M. T. ANKLESHWARIA & CO.
CHARTERED ACCOUNTANTS
MADHU T. ANKLESHWARIA
B.COM. (HONS) F.C.A.
mtankleshwaria@yahoo.com

TEL: 2614 9392
7 GOKUL NIWAS,
7, BAJAJ ROAD,
VILE PARLE (WEST),
MUMBAI - 400 056

The Board of Directors
Themis Medicare Limited
Mumbai.

Dear Sirs,

**Re: LIMITED REVIEW REPORT ON THE UNAUDITED CONSOLIDATED
FINANCIAL RESULTS OF THEMIS MEDICARE LTD FOR THE QUARTER
ENDED ON 30TH JUNE, 2016.**

1. We have reviewed the accompanying "Statement of Unaudited Consolidated Financial Results" of Themis Medicare Limited ("the Holding Company"), its subsidiaries, joint venture and associates, for the quarter ended on 30th June, 2016 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 except for the disclosures regarding public shareholding and Promoter and Promoter Group Shareholding which have been traced from disclosures made by the management but have neither been reviewed nor been audited by us.
2. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors at the meeting held on 11.08.2016. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



4. We did not review revenues for the Quarter ended June 30, 2016 and assets as at June 30, 2016, relating to two subsidiary Companies, and also about Company's share of net profit in respect of one Joint Venture and two Associates for the Quarter ended June 30, 2016, as considered in the Unaudited Consolidated Financial Results, which have not been reviewed, whose unaudited financial results and other unaudited financial Information have been furnished to us by the Management. Our conclusion on the unaudited quarterly financial results, in so far as it relates to amounts and disclosures included in respect of these entities, is based solely on such unaudited financial results and other unaudited financial information.
5. We have not audited or reviewed the accompanying consolidated financial results and other financial information as of and for the year ended March 31, 2016, for the three months ended March 31, 2016 and June 30, 2016 which have been presented solely based on the information compiled by the Management.

6. CONCLUSION

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited consolidated financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.



For **M.T.ANKLESHWARIA & CO,**
CHARTERED ACCOUNTANTS
Registration No. 100501W

MADHU T. ANKLESHWARIA
PROPRIETOR
Membership No. 30128

Place: Mumbai
Date: 11.08.2016

THEMIS MEDICARE LTD

CIN NO : L24110GJ1969PLC001590

Regd. Off. Plot No. 69A, GIDC Indl. Estate, Vapi - 396195, Dist Valsad, Gujarat. (T) 0260-2431447 / 0260-2430219.

Corporate Office : 11/12, Udyog Nagar, S. V. Road, Goregaon (West), Mumbai-400 104.

Email ID : themis@themismedicare.com. Website Address : www.themismedicare.com.

PART I (R in Lakhs)

Statement of Unaudited Financial Results for the quarter ended 30th June 2016.

	Particulars	STANDALONE			
		3 months ended	Preceeding 3 months ended	Corresponding 3 months ended	Previous year ended
		30/06/2016	31/03/2016	30/06/2015	31/03/2016
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Income from operations				
	(a) Net sales/income from operations (Net of excise duty)	5,585.36	4,421.82	5,076.66	20,116.53
	(b) Other operating income	94.23	23.53	76.75	172.73
	Total income from operations (net)	5,679.59	4,445.35	5,153.41	20,289.26
2	Expenses				
	(a) Cost of materials consumed	1,368.62	1,395.62	1,826.76	6,278.36
	(b) Purchases of stock-in-trade	430.06	342.50	292.58	1,375.82
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	262.76	(89.65)	41.15	171.10
	(d) Employee benefits expense	1,018.22	708.07	801.43	3,191.22
	(e) Depreciation and amortisation expense	167.51	186.53	185.14	747.03
	(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	1,799.32	1,456.05	1,470.23	6,130.44
	Total expenses	5,046.49	3,999.12	4,617.29	17,893.97
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	633.10	446.23	536.12	2,395.29
4	Other income	184.59	51.22	171.45	273.62
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	817.69	497.45	707.57	2,668.91
6	Finance costs	281.39	312.89	305.85	1,216.41
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	536.30	184.56	401.72	1,452.50
8	Exceptional items	-	-	-	-
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	536.30	184.56	401.72	1,452.50
10	Tax expense	(13.50)	(53.99)	-	(53.99)
11	Net Profit / (Loss) from ordinary activities after tax (9 - 10)	549.80	238.55	401.72	1,506.49
12	Extraordinary items (net of tax expense Rs. NIL)	-	-	-	-
13	Net Profit / (Loss) for the period (11 + 12)	549.80	238.55	401.72	1,506.49
14	Share of profit / (loss) of associates	-	-	-	-
15	Minority interest	-	-	-	-
16	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+14 +15).	549.80	238.55	401.72	1,506.49
17	Paid-up equity share capital- Face Value Rs. 10/- each	901.96	851.50	846.84	851.50
18	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				5,579.21
19	Earnings per share (before extraordinary items)				
	(a) Basic	6.10	2.80	4.74	17.69
	(b) Diluted	5.93	2.78	4.68	17.55
19ii	Earnings per share (after extraordinary items)				
	(a) Basic	6.10	2.80	4.74	17.69
	(b) Diluted	5.93	2.78	4.68	17.55



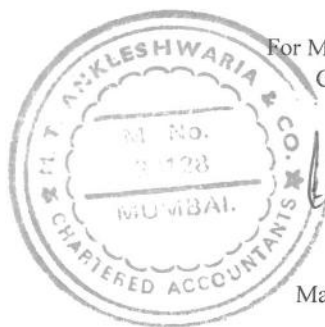
PART II

Information for the quarter ended 30/06/2016

	Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended	Previous year ended
		30/06/2016	31/03/2016	30/06/2015	31/03/2016
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
A	PARTICULARS OF SHAREHOLDING				
1	Public shareholding				
	- Number of shares	2964305	2459705	2413065	2459705
	- Percentage of shareholding	32.87	28.89	28.50	28.89
2	Promoters and Promoter Group Shareholding				
	a) Pledged / Encumbered				
	- Number of shares	NIL	NIL	NIL	NIL
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL
	- Percentage of shares (as a % of the total share capital of the company)	NIL	NIL	NIL	NIL
	b) Non - encumbered				
	- Number of shares	6055295	6055295	6055295	6055295
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	100	100	100	100
	- Percentage of shares (as a % of the total share capital of the company)	67.13	71.11	71.50	71.11
B	INVESTOR COMPLAINTS				
	Pending at the beginning of the quarter	-			
	Received during the quarter	1			
	Disposed of during the quarter	1			
	Remaining unresolved at the end of the quarter	-			

NOTES :

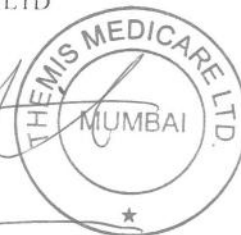
- 1.) The Company has only one segment namely pharmaceuticals, hence no separate segmentwise disclosure has been made.
- 2.) During the year under review paid up capital of the Company increased from Rs. 851.50 lacs to Rs. 901.96 lacs in view of allotment of 4600 equity shares on exercise of ESOP by some of the eligible employees and allotment of 500000 equity shares on preferential basis to non-promoters.
- 3.) In terms of SEBI (ICDR) Regulations, 2009 the Board at its meeting held on 17th June, 2016 allotted 500000 Equity Shares on Preferential Basis to Non Promoters and 125000 Convertible Warrants to some of the Promoters of the Company. The proceeds received amounted to Rs. 2656.25 lacs. In terms of the Regulation 32 of the SEBI (LODR) Regulations, 2015 we state that there was no deviation of proceeds utilised for the quarter ended June, 2016 from the purposes mentioned in Private Placement Offer Letter. The details are given in the statement attached.
- 4.) The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 11.08.2016.



For M. T. Ankleshwaria & Co.
Chartered Accountants

Madhu T. Ankleshwaria
Proprietor

By Order of the Board
For THEMIS MEDICARE LTD



Dr. DINESH PATEL
(Managing Director & CEO)

Place : Mumbai

Date : 11/08/2016

M. T. ANKLESHWARIA & CO.
CHARTERED ACCOUNTANTS
MADHU T. ANKLESHWARIA
B.COM. (HONS) F.C.A.
mtankleshwaria@yahoo.com

TEL: 2614 9392
7 GOKUL NIWAS,
7, BAJAJ ROAD,
VILE PARLE (WEST),
MUMBAI - 400 056

The Board of Directors
Themis Medicare Limited
Mumbai

Dear Sirs,

**Re: LIMITED REVIEW REPORT ON THE UNAUDITED FINANCIAL RESULTS
OF THEMIS MEDICARE LTD FOR THE QUARTER ENDED ON 30TH JUNE,
2016.**

1. INTRODUCTION

We have reviewed the accompanying statement of unaudited financial results of Themis Medicare Limited, for the quarter ended on 30th June, 2016 except for the disclosures regarding public shareholding and Promoter and Promoter Group Shareholding which have been traced from disclosures made by the management but have neither been reviewed nor been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors at the meeting held on 11.08.2016. Management is responsible for the preparation and fair presentation of this interim financial information in accordance with Indian Generally Accepted Accounting Principles. Our responsibility is to issue a conclusion on these interim financial statements based on our review.

2. SCOPE OF REVIEW

We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



3. CONCLUSION

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **M.T.ANKLESHWARIA & CO,**
CHARTERED ACCOUNTANTS
Registration No. 100501W



A handwritten signature in black ink, appearing to read "Madhu T. Ankleshwaria".

MADHU T. ANKLESHWARIA
PROPRIETOR
Membership No. 30128

Place: Mumbai
Date: 11.08.2016