THEMIS
DISTRIBUTORS PVT. LTD.
CIN : U51397MH1963PTC012750

Telephone : 6760 7080

Regd. Office :
11/12, Udyognagar,
S. V. Road, Goregaon (West),
MUMBAI - 400 104.

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: Report under Regulation 10(7) – Report to SEBI

Please find enclosed herewith a copy of the Report submitted under Regulation 10(7) – of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 pertaining to inter se transfer among the Promoters shares of Themis Medicare Limited with the applicable fee for your reference and record.

Kindly acknowledge receipt.

Thanking You,
For **Themis Distributors Pvt. Ltd.**

T. J. Dalal

Authorized Signatory

Encl: As above
cc. 1. Themis Medicare Limited, 11/12 Udyog Nagar, S. V. Road, Goregaon West, Mumbai-400104
2. BSE – For your information & records.
3. SEBI- Mumbai.

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To,
Securities and Exchange Board of India
Plot No. C 4-A, "G" Block, near Bank of India,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400051

Date: 29/06/2015

Dear Sir/Madam,

Sub: Report under Regulation 10(7) – Report to SEBI

Please find enclosed herewith Report under Regulation 10(7) – of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 pertaining to inter se transfer among the Promoters shares of Themis Medicare Limited. The applicable fee of Rs. 1,50,000/- is enclosed vide Pay Order No. 31401795 dated 25/06/2015 drawn on Union Bank of India, Princess Street Branch, Mumbai.

Kindly acknowledge receipt.

Thanking You,
For **Themis Distributors Pvt. Ltd.**

THEMIS DISTRIBUTORS PVT. LTD. MUMBAI

T. J. Dalal

Authorized Signatory

Encl: As above
cc. 1. Themis Medicare Limited, 11/12 Udyog Nagar, S. V. Road, Goregaon West, Mumbai-400104
2. BSE Limited – For your information & records.
3. National Stock Exchange of India Limited - For your information & records.

Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance up on exemption provided for in regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

1	**General Details**		
	a.	Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	THEMIS DISTRIBUTORS PRIVATE LIMITED Contact No. 022-67607080 PAN: AAACT0186H CIN: U51397MH1963PTC012750 Regd. Off.: 11/12 UDYOG NAGAR, S. V. ROAD, GOREGAON WEST, MUMBAI- 400104
	b.	Whether sender is the acquirer (Y/N)	YES, sender is the acquirer
	c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	sender is the acquirer
	d.	Name, address, Tel no: and e-mail of the sender, if sender is not the acquirer	NA
2	**Compliance of Regulation 10(7)**		
	a.	Date of report	29-06-201S
	b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	YES
	c.	Whether the report is accompanied with fees as required under Regulation 10(7)	YES Enclosed as : Annexure – I
3	**Compliance of Regulation 10(5)**		
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, atleast 4 working days before the date of the proposed acquisition	YES Enclosed as : Annexure – II
	b.	Date of Report	- National Stock Exchange of India : 01/06/2015 - BSE Limited: 01/06/2015
4	**Compliance of Regulation 10(6)**		
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days after the date of the acquisition	YES Enclosed as : Annexure – III

THEMIS DISTRIBUTORS LTD MUMBAI

	b.	Date of Report	- National Stock Exchange of India : 10/06/2015 - BSE Limited: 10/06/2015
5	**Details of the Target Company (TC)**		
	a.	Name & address of TC	Themis Medicare Limited CIN: L24110GJ1969PLC001590 Regd. Office: Plot No 69-A, GIDC Ind Estate, Vapi, Dist- Valsad, Gujarat-396195
	b.	Name of the 5tock Exchange(s) where the shares of the TC are listed	National 5tock Exchange of India BSE Limited
6	**Details of the acquisition**		
	a.	Date of acquisition	09/06/201S
	b.	Acquisition price per share (in Rs.)	INR. 50/- per Equity Share
	c.	Regulation which would have been triggered an open offer, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or S)	Regulation 3(2)

			Before the acquisition		After the acquisition	
	d.	Shareholding of acquirer/s and PACs individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	No. of Shares	% w.r.t total share capital of TC(*)	No. of 5hares	% w.r.t total share capital of TC
		Name of the acquirer/s (**) Themis Distributors Pvt. Ltd	1S8004	1.87	274004	3.24
		Vividhmargi Investments Pvt. Ltd.	1252842	14.79	12S2842	14.79
		Vividh Distributors Pvt. Ltd	616100	7.28	616100	7.28
		Shri 5. D. Patel (HUF)	S5800	0.66	S5800	0.66
		Mrs. Jayshree D. Patel	788092	9.31	788092	9.31
		5hri Dinesh 5. Patel (HUF)	98900	1.17	98900	1.17
		Mrs. Reena S. Patel	340241	4.02	340241	4.02
		Late Mrs. Margi Choksi	83900	0.99	83900	0.99
		Mrs. Madhuben Shantilal Patel	163996	1.94	163996	1.94
		Dr. Dinesh 5. Patel	676707	7.99	676707	7.99
		Gedeon Richter Investment Management Ltd.	884308	10.44	884308	10.44
		Dr. Sachin D. Patel	S20405	6.15	520405	6.15
		Szepilona International Ltd	416000	4.91	300000	3.S4

			Before the acquisition		After the acquisition	
	e.	5hareholding of seller/s in TC (In terms of no. & as a percentage of the total share/voting capital of the TC)	No. of Shares	% w.r.t total share capital of	No. of Shares	% w.r.t total share

THEMIS DISTRIBUTORS PVT LTD

				TC		capital of TC
		Name of the seller(**) Szepilona International Ltd	416000	4.91	300000	3.54
7	**Information specific to the exemption category to which the instant acquisition belongs Regulation 10(1)(a)(ii)**					
	a.	Provide the names of the seller/s	Szepilona International Ltd.			
	b.	Specify the relationship between the acquirer/s and the seller/s.	Promoters of TC			
	c.	Shareholding of the acquirer and the seller/s in the TC during the three years prior to the proposed acquisition	Year – 1	Year – 2	Year – 3	
		Acquirer(s) (*)	158004	158004	158004	
		Sellers(s)(*)	416000	416000	416000	
	d.	Confirm that the acquirer(s) and the seller/shave been named promoters in the shareholding pattern filed by the target company in terms of the listing agreement or the Takeover Regulations. Provide copies of such filings under the listing agreement or the Takeover Regulations.	We confirm that the acquirer and the seller have been named promoters in the shareholding pattern filed by Themis Medicare Ltd., (the target company) in terms of the listing agreement or the Takeover Regulations. Annexure - IV			
	e.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	Volume Weighted Average Market Price at BSE = Rs. 146.9564 NSE = Rs. 144.1466 as on 29th May, 2015			
	f.	If shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	NA			
	g.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (e) or (f) above as applicable	We confirm that the acquisition price per share being INR 50/- is not higher by more than twenty-five percent of the price as calculated in (e)			
	h.	Date of Issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed	- National Stock Exchange of India : 01/06/201S - BSE Limited: 01/06/2015			
	i.	Whether the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the	Yes the acquirer hereby declares that both acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations, 2011.			

THEMIS DISTRIBU

		repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation/s as well as date on which the requisite disclosures were made along with the copies of the same	Proof of filing disclosure under Regulation 29(2) of SEBI Regulations, 2011 is given as enclosure Date: 10/06/2015 Annexure.III
	j.	Declaration by the acquirer that all the conditions specified under regulation 10(1) (a)(ii) with respect to exemptions has been duly complied with.	We confirm that all the conditions specified under regulation 10(1) (a)(ii) with respect to exemptions has been duly complied with.

I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

THEMIS DISTRIBUTORS PVT. LTD. MUMBAI

For THEMIS DISTRIBUTORS PRIVATE LIMITED

Authorized Signatory:

Date: 29/06/2015

Place: Mumbai

NOTE: (*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately. (**) Shareholding of each entity shall be shown separately as well as collectively.
The following abbreviations have been used all through the document: TC stands for 'Target Company', 'Takeover Regulations' stands for 'SEBI(Substantial Acquisition of Shares and Takeover Regulations, 2011)