



GUJARAT THEMIS BIOSYN LIMITED

REGD. OFFICE & FACTORY : 69/C, GIDC, INDUSTRIAL ESTATE,
VAPI - 396 195. DIST. VALSAD, GUJARAT, INDIA.

TEL : 0260-2430027

Email : hrm@gtbl.in.net

CIN No.: L24230GJ1981PLC004878

7th September, 2022

GTBL/CS/2022-23

BSE Limited.

P. J. Towers, Dalal Street
Mumbai-400001

Dear Sir/Madam,

Sub: Proceedings of the 41st Annual General Meeting of Gujarat Themis Biosyn Limited held on Wednesday, 7th September, 2022

Ref : BSE Scrip Code: 506879

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose gist of proceedings of 41st Annual General Meeting of the Company held on Wednesday, 7th September, 2022.

Kindly take the above intimation on your record.

Thanking You.
Yours Faithfully

For Gujarat Themis Biosyn Limited

Rahul Soni

Company Secretary and Compliance Officer





Sub- AGM Proceedings

Date, time and Venue of the Meeting:

The 41st Annual General Meeting of Gujarat Themis Biosyn Limited commenced at **12:00 Noon** on **Wednesday, 7th September, 2022** through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"). The meeting concluded at **12:50 p.m.** on same day.

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

1. Dr. Dinesh S. Patel, Chairman of the Company, chaired the proceedings of the Meeting.
2. 44 Members were present in person or through representative for the Body Corporates.
3. The requisite quorum being present as per Section 103 of the Companies Act, 2013, the Chairman commenced the proceedings of the meeting.
4. Four (4) Directors were present at the Meeting including two Independent Directors.
5. Mr. Vijay Agarwal, Chairman of Audit Committee and Nomination and Remuneration Committee was present to attend meeting as per Regulation 18(1) (d) of the Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
6. Dr. Sachin D. Patel, Chairman of Stakeholders Relationship Committee was present as per clause 4.1.1 of the Secretarial Standards-2 on General Meetings.
7. Mr. Amit Maheshwari, and Mr. Sanjeev Maheshwari representatives of M/s. GMJ & Co., Chartered Accountants, the Statutory Auditors of the Company were present as per section 146 of the Companies Act, 2013.





8. The Chairman further informed that remote e-voting period had begun on Sunday, 4th September, 2022 at 9:00 am and ended on Tuesday, 6th September, 2022 (5.00 pm).
9. Mr. Ketan Shirwadkar, (ACS 37829) Designated Partners of HSPN & Associates LLP, Practicing Company Secretary, Mumbai, Secretarial Auditor, was present as required under the provisions of Secretarial Standards 2 on General Meeting. He was also appointed as Scrutinizer for conducting remote E-voting and e-voting at the Meeting.
10. With the permission of the members, notice of the meeting was taken as read. The Reports of the Statutory Auditor on the standalone financial statements did not contain any qualification or adverse remarks and hence was not required to be read. The Secretarial Audit Report did not contain any qualification and hence it was taken as read.
11. The Chairman briefed the shareholders about the fermentation business, activities of the Company, its business model and plans and answered questions raised by the shareholders. On the request of the Chairman, wherever required, Dr. Sachin Dinesh Patel, Director apprised the members present about the business activities of the Company. He also answered certain queries raised by the members..
12. The following items of business as set out in the Notice calling the Meeting were put for shareholders' approval:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Dr. Sachin D. Patel (DIN: 00033353) who retires by rotation and being eligible, offers himself for re-appointment.
3. To confirm the payment of Interim Dividend and to declare Final Dividend on Equity Shares for the Financial Year ended 31st March, 2022.





4. To reappoint of M/s. GMJ & Co., Chartered Accountants (Firm Registration No. 10 3429W) as Statutory Auditors of the Company for a further period of 5 years from conclusion of this 41st Annual General Meeting.

SPECIAL BUSINESS:

5. Ratification of Remuneration to M/s. Raja Datta & Co., Cost Accountants, (Firm Registration No. 10155) Mumbai for conducting Cost Audit of the Company for the financial year 2020-21.
6. Ratification of Remuneration to M/s. Raja Datta & Co., Cost Accountants, (Firm Registration No. 10155) Mumbai for conducting Cost Audit of the Company for the financial year 2021-22.
7. Ratification of Remuneration to M/s. Raja Datta & Co., Cost Accountants, (Firm Registration No. 10155) Mumbai for conducting Cost Audit of the Company for the financial year 2022-23.
8. Continuation of Dr. Dinesh S Patel as Non-Executive Director on attaining the age of Seventy five years.
9. To adopt new set of Articles of Association as per Companies Act, 2013.

The Chairman declared that the result of e-voting and poll shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company within two working days of the conclusion of the Meeting i.e. on or before 9th September, 2022.

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.

Further, the facility for voting at the meeting through electronic voting system was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting.





13. All the resolutions set out in the Notice calling the Annual General Meeting were passed with the requisite majority and are deemed to be passed on the date of the Annual General Meeting i.e. 7th September, 2022.

We request you to take the above information on records.

Thanking you,

For Gujarat Themis Biosyn Limited

A handwritten signature in blue ink, appearing to read 'R. Soni', is written over a horizontal line.

Rahul Soni

Company Secretary and Compliance Officer

