



TML: CS: BSE/NSE CORR: 2023-24

7th September, 2023

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: Outcome of Resolutions passed by Board of Directors of the Company by circulation on September 7, 2023.

Ref: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations")

With reference to the captioned subject and pursuant to provisions of Regulation 30 of the SEBI Listing Regulations, we would like to inform you that the Board of Directors of the Company has approved and passed the following resolutions by circulation on September 7, 2023.

- 1) Appointment of Mr. Shishir Dalal (DIN: 00007008) as an Additional Non-Executive Independent Director, not liable to retire by rotation w.e.f. 11th September, 2023, on the Board of Directors of the Company;
- 2) Appointment of Dr. Adam Demeter (DIN: 10283162) as an Additional Non-Executive Non-Independent Director, liable to retire by rotation w.e.f. 11th September, 2023, on the Board of Directors of the Company;
- 3) Appointment of Mrs. Reena Patel (DIN: 00228669) as an Alternate Non-Executive Non-Independent Director to Dr. Adam Demeter (DIN: 10283162) w.e.f. 11th September, 2023;
- 4) Approved seeking of shareholders' approval vide Postal Ballot and also Notice of the Postal Ballot for appointments of Mr. Shishir Dalal (DIN: 00007008) as Non-Executive Independent Director, not liable to retire by rotation for a period of five years from 11th September, 2023 and Dr. Adam Demeter (DIN: 10283162) as Non-Executive Non-Independent Director, liable to retire by rotation.
- 5) Appointment of CS Shirish Shetye (FCS 1926), or failing him, CS Aparna P. Joshi (FCS 7172) or failing her, CS Vaibhav S. Velankar (FCS 11448), Designated Partner of M/s. SAV & Associates LLP, Practicing Company Secretaries, Mumbai to scrutinize the Postal Ballot and e-voting process and submit his/her Report to the Board of Directors for declaration of voting results and submission to the Stock Exchanges.

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



- 6) Re-constitution of Audit Committee with the induction of Mr. Shishir Dalal as Member and thereafter appointment as Chairman of the Audit Committee w.e.f. 11th September, 2023.

The composition of Audit Committee w.e.f. 11th September, 2023, shall be as under:

Sr. No.	Name of Committee Members	Designation
1	Mr. Shishir Dalal	Chairman
2	Dr. Sachin D. Patel	Member
3	Mr. Hariharan Subramaniam	Member
4	Mr. Bhaskar Vemban Iyer	Member

- 7) Re-constitution of Nomination and Remuneration Committee with the induction of Mr. Shishir Dalal as Member and thereafter appointment as Chairman of the Nomination and Remuneration Committee w.e.f. 11th September, 2023.

The composition of Nomination and Remuneration w.e.f. 11th September, 2023, shall be as under:

Sr. No.	Name of Committee Members	Designation
1	Mr. Shishir Dalal	Chairman
2	Mr. Hariharan Subramaniam	Member
4	Mr. Rajneesh Anand	Member

Brief Profiles of the Directors to be appointed w.e.f. 11th September, 2023 and details as per Regulation 30 of the SEBI Listing Regulations are mentioned as **Annexure A**.

Kindly take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For **THEMIS MEDICARE LIMITED**

Sangameshwar Iyer
Company Secretary & Compliance Officer

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

ANNEXURE A

1) Mr. Shishir Dalal (DIN: 00007008)

Sr. No.	Particulars	Remarks
1	Reason for change viz. appointment, Resignation, removal, death or otherwise	Appointment as an Additional Non-Executive Independent Director w.e.f September 11, 2023 pursuant to recommendation of Nomination and Remuneration Committee and subsequently approved by the Board of Directors vide resolution passed by circulation on 7 th September, 2023.
2	Date of appointment and Term of appointment	Mr. Shishir Dalal shall be appointed as a Non-Executive Independent Director (not liable to retire by rotation) of the Company w.e.f. 11 th September, 2023 for a period of 5 (five) years, subject to approval of the members of the Company.
3	Brief Profile	Mr. Shishir Dalal is a Senior Chartered Accountant, having more than thirty years' experience in the fields of Audit, Taxation, Advisory, etc. He was a Senior Partner with Dalal & Shah, a renowned Chartered Accountants' Firm, having clients such as Kirloskar, Bajaj, Kalyani, Jain, Parle Bisleri, Bharat Forge, Bharat Bijlee, Century, Raymonds, Mukund, etc. He was an Advisor for Parle for selling Parle Soft Drink Brand Thums-up, Maaza, to Cocacola, U.S.A.
4	Disclosure of relationship between directors (In case of appointment of a director)	There are no inter-se relations between Mr. Shishir Dalal and the other members of the Board.

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



2) Dr. Adam Demeter (DIN: 10283162)

Sr. No.	Particulars	Remarks
1	Reason for change viz. appointment,	Appointment as Additional Non-Executive Non-Independent Director w.e.f. September 11, 2023 pursuant to recommendation of Nomination and Remuneration Committee and subsequently approved by the Board of Directors vide resolution passed by circulation on 7 th September, 2023.
2	Date of appointment and Term of appointment	Dr. Adam Demeter has been appointed as an Additional Non-Executive Non-Independent Director (liable to retire by rotation). of the Company w. e. f. September 11, 2023. His appointment as Non-Executive, Non-Independent Director (liable to retire by rotation) will be subject to approval of the members of the Company.
3	Brief Profile	<p>Dr. Adam Demeter holds a Master's Degree in Chemical Engineering from Budapest Institute of technology & Economics. He also holds a Ph.D in Chemistry and has done his MBA from the Budapest Institute of Technology and Economics. He has wide experience in Research and Manufacturing.</p> <p>Presently, he is the Head of API Manufacturing of Gedeon Richter Plc.</p>
4	Disclosure of relationship between directors (In case of appointment of a director)	There are no inter-se relations between Dr. Adam Demeter and the other members of the Board.

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

3) Mrs. Reena Patel (DIN: 00228669):

Sr. No.	Particulars	Remarks
1	Reason for change viz. appointment, Resignation, removal, death or otherwise	Appointment as Alternate Non-Executive Non-Independent Director to Dr. Adam Demeter, w.e.f. September 11, 2023 pursuant to recommendation of Nomination and Remuneration Committee and subsequently approved by the Board of Directors vide resolution passed by circulation on 7 th September, 2023.
2	Date of appointment and Term of appointment	Mrs. Reena Patel has been appointed as an Alternate Non-Executive Non- Independent Director to Dr. Adam Demeter w.e.f. 11 th September, 2023, for attending Board Meeting(s) of the Company during the absence of Dr. Adam Demeter, from India.
3	Brief Profile	Mrs. Reena Patel has wide experience and training in System Analysis, Design and Management. She holds an MBA Degree from Imperial College – Management School, University of London, Masters in Computer Management Degree from Symbiosis Institute of Computer Studies & Research, Pune and Bachelor of Commerce from Pune University.
4	Disclosure of relationship between directors (In case of appointment of a director)	Mrs. Reena Patel is a relative of Dr. Dinesh S. Patel – Whole time Director & Chairman and Dr. Sachin D. Patel – MD & CEO of the Company.

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