



TML: CS: 2012-13

4<sup>th</sup> July, 2012

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

Dear Sirs,

**Sub: AGM Proceedings**

The 42<sup>nd</sup> Annual General Meeting of Themis Medicare Ltd. commenced at 10.00 a.m. on Tuesday, 3<sup>rd</sup> July, 2012 at Registered office of the Company at Plot no. 69-A, GIDC Indl. Estate, Vapi – 396195, Dist. Valsad, Gujarat

1. Shri. H.N. Sinor, Chairman took the chair.
2. 10 Members were present in person or through representative and 4 Proxies were present.
3. The quorum being present, the Chairman commenced the proceedings of the meeting.
4. With permission of the members present, the notice of the meeting was taken as read.
5. The Chairman instructed the Company Secretary to read the Auditors Report, which was accordingly read by the Company Secretary.
6. The members present asked certain questions regarding accounts and business activities of the Company which were replied to by the Chairman and Managing Director of the Company.
7. In respect of 4 ordinary businesses to be carried out, comprising consideration of accounts, appointment of two directors retiring by rotation and appointment of Statutory Auditors, the resolutions were put before the meeting separately and after duly proposing and seconding the same, were carried unanimously by show of hands.
8. In respect of Special Business comprising of 5 items (two Special Resolutions for amendments in Articles of Association, two Special Resolutions for Issue of Employee Stock Option and one Special Resolution for Allotment of Convertible Preferential Warrants to some of the Promoters of the Company) after duly incorporating amendments to Special Business item nos. 7 & 9 (the amendments were duly proposed/ seconded and passed) after duly proposing and seconding the same, were carried unanimously by show of hands.
9. The meeting was thereafter terminated with a vote of thanks to the chair.

Thanking you,

Yours truly

For THEMIS MEDICARE LIMITED



PRAKASH D. NARINGREKAR  
 CFO & COMPANY SECRETARY

**Themis Medicare Limited**

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

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