



**22<sup>nd</sup> September, 2015**

The General Manager,  
Corporate Relations Department  
BSE Limited, 1st Floor,  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai 400001.

The National Stock Exchange of India Ltd.  
Exchange Plaza , 5th Floor,  
Plot No. C/1, 'G' Block  
Bandra-Kurla Complex, Bandra (E)  
Mumbai 400 051

Dear Sir/Madam,

**Sub: Disclosure Regarding Voting Results of 45<sup>th</sup> Annual General Meeting (AGM) of the Company as per Clause 35A of the Listing Agreement**

As per the requirement of Clause 35A of the Listing Agreement with the Stock Exchanges, given below are the details of the voting results at the 45<sup>th</sup> Annual General Meeting of the Company, held on Monday 21<sup>st</sup> September, 2015 as per the prescribed format under the said clause.

**Details of Voting Results:**

<b>Date of AGM</b>	<b>21<sup>st</sup> September, 2015</b>
<b>Total no. of shareholders as on record date:</b> 14 <sup>th</sup> September, 2015	4198
<b>No. of Shareholders present in the meeting either in the person or through proxy</b>	
• Promoters and Promoter group	8
• Public	20
Number of shareholders attended the meeting through Video Conferencing	Not Applicable



**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

**Resolution/Agenda wise details of voting (including votes cast by e-voting process) are as under:**

**Resolution No. 1:** Adoption of the Audited financial statements of the Company for the financial year ended 31st March 2015 and Report of Auditors' and Directors' Report thereon.

Type of Resolution: Ordinary Resolution

	No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
<b>Promoter</b>	6075395	4923091	81.03	4923091	0	100	0
<b>Public – Institutional</b>	1000	0	0.00	0	0	0	0
<b>Public - Others</b>	2410005	187585	7.78	187585	0	100	0
<b>Grand Total</b>	8486400	5110676	60.22	5110676	0	100	0

Based on above, the resolution has been passed with requisite Majority.

**Resolution No. 2:** Appointment of a Director in place of Mr. Lajos Kovacs (DIN 01297326) who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

	No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
<b>Promoter</b>	6075395	4923091	81.03	4923091	0	100	0
<b>Public – Institutional</b>	1000	0	0.00	0	0	0	0
<b>Public - Others</b>	2410005	187585	7.78	187585	0	100	0
<b>Grand Total</b>	8486400	5110676	60.22	5110676	0	100	0

Based on above, the resolution has been passed with requisite Majority.



**Resolution No. 3:** Appointment of M. T. Ankleshwaria & Co. as Statutory Auditors and fix their remuneration.

Type of Resolution: Ordinary Resolution

	No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
<b>Promoter</b>	6075395	4923091	81.03	4923091	0	100	0
<b>Public – Institutional</b>	1000	0	0.00	0	0	0	0
<b>Public - Others</b>	2410005	187585	7.78	187585	0	100	0
<b>Grand Total</b>	8486400	5110676	60.22	5110676	0	100	0

Based on above, the resolution has been passed with requisite Majority.

**Resolution No. 4:** Approval of reappointment and remuneration payable to Dr. Dinesh S. Patel, (DIN 00033273) as Managing Director & Chief Executive Officer.

Type of Resolution: Special Resolution

	No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
<b>Promoter</b>	6075395	0	0.00	0	0	0	0
<b>Public – Institutional</b>	1000	0	0.00	0	0	0	0
<b>Public - Others</b>	2410005	187585	7.78	187585	0	100	0
<b>Grand Total</b>	8486400	187585	2.21	187585	0	100	0

Based on above, the resolution has been passed with requisite Majority.



**Resolution No. 5:** Approval of reappointment and remuneration payable to Dr. Sachin D. Patel, (DIN 00033353) as Whole Time Director (Deputy Managing Director).

Type of Resolution: Special Resolution

	No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
<b>Promoter</b>	6075395	0	0.00	0	0	0	0
<b>Public – Institutional</b>	1000	0	0.00	0	0	0	0
<b>Public - Others</b>	2410005	187585	7.78	187585	0	100	0
<b>Grand Total</b>	8486400	187585	2.21	187585	0	100	0

Based on above, the resolution has been passed with requisite Majority.

**Resolution No. 6:** To fix the remuneration of M/s. B.J.D. Nanabhoy & Co., Cost Accountants, Mumbai to conduct the audit of the Cost Accounts for the year 2015-16.

Type of Resolution: Ordinary Resolution

	No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
<b>Promoter</b>	6075395	4923091	81.03	4923091	0	100	0
<b>Public – Institutional</b>	1000	0	0.00	0	0	0	0
<b>Public - Others</b>	2410005	187585	7.78	187585	0	100	0
<b>Grand Total</b>	8486400	5110676	60.22	5110676	0	100	0

Based on above, the resolution has been passed with requisite Majority.



**Resolution No. 7:** To borrow money in terms of Section 180(1)(c) of the Companies Act, 2013 and to consider and if thought fit to pass with or without modification(s) the Resolution.

Type of Resolution: Special Resolution

	No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
<b>Promoter</b>	6075395	4923091	81.03	4923091	0	100	0
<b>Public – Institutional</b>	1000	0	0.00	0	0	0	0
<b>Public - Others</b>	2410005	187585	7.78	187585	0	100	0
<b>Grand Total</b>	8486400	5110676	60.22	5110676	0	100	0

Based on above, the resolution has been passed with requisite Majority.

Kindly take the above information on record.

Regards,

For THEMIS MEDICARE LIMITED

Prakash D. Naringrekar

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CFO & Company Secretary

Prakash D. Naringrekar  
CFO & Company Secretary

