

TML: CS: 2016-17:

24th June, 2016

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

The Vice President
Listing Department,
National Stock Exchange of India Ltd.
"Exchange Plaza", Bandra – Kurla
Complex, Bandra – East,
Mumbai- 400 051

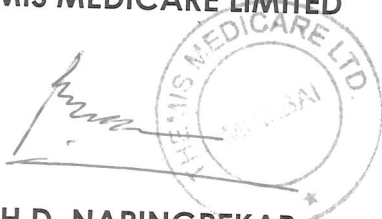
Dear Sir(s),

Subject: Declaration regarding Audit Report with unmodified opinion for the Audited Financial Results for the financial year ended 31st March, 2016

This is in continuation with the submission of Audit Report along with Audited Financial Results for the financial year ended 31st March, 2016 as approved by the Board in its meeting held on 11th May, 2016. Pursuant to the notification issued by SEBI vide notification no. SEBI/LAD-NRO/GN/2016-17/001 dated 25th May, 2016 and circular no. CIR/CFD/CMD/56/2016 dated 27th May, 2016 pertaining to the captioned subject and pursuant to the second proviso to clause (d) of sub regulation (3) of regulation 33 of SEBI (Listing Obligations & Disclosure Requirements) (Amendment), 2016 as notified on May 25, 2016, we do hereby declare and confirm that the Audit Report issued by M.T. Ankleshwaria & Co., Chartered Accountants, Statutory Auditors of the Company on Audited Financial Results for the Financial Year ended 31st March, 2016 is with unmodified opinion.

Kindly take the aforesaid on record.

Thanking you,
Yours faithfully,
For **THEMIS MEDICARE LIMITED**



PRAKASH D. NARINGREKAR
CFO & COMPANY SECRETARY

Themis Medicare Limited

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