



TML: CS: 2017-18:

18<sup>th</sup> April, 2017

To  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalai Street,  
Mumbai- 400 001

National Stock Exchange of India Ltd.  
"Exchange Plaza",  
Bandra – Kurla Complex,  
Bandra – East, Mumbai- 400 051

Dear Sir/Madam,

**Sub: Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

The Board of Directors announce that Themis Medicare Limited has incorporated a Joint Venture Company in United Kingdom known as "Carpo Medical Limited" as a Private Limited Company.

Themis Medicare Limited holds 90% of the share capital and Well Medical Limited (JV Partner based in UK) holds 10% of the share capital in the aforesaid Joint Venture Company.

The details as required to be given pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, is as follows:

**1. a) Name of the target company:** Carpo Medical Limited;

**b) Details of target company in brief:**

Carpo Medical Limited (hereinafter referred to as Carpo Medical) is a Joint Venture of Themis Medicare Limited and Well Medical Limited incorporated in United Kingdom. Themis Medicare Limited holds 90% of the Share Capital of Carpo Medical where as Well Medical Limited (UK Company and JV Partner) holds 10% of the Share Capital of Carpo Medical. The object of Carpo Medical is to market Themis products in the United Kingdom and other European Countries.

**2. Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length":** Details are as follows:

**2.1. Whether the acquisition would fall within related party transaction(s):** Yes

**2.2 Whether the promoter/ promoter group/ group companies have any interest in the entity being acquired:** No

## **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

**3. Industry to which the entity being acquired belongs:**

Drugs, Medicines & Pharmaceutical Industry;

**4. Objects and effects of acquisition:**

**4.1.** Themis Medicare Limited is an established company in India, manufacturing APIs, finished dosage formulations and devices as well as marketing and distributing the same in India as well as many overseas countries.

**4.2** Well Medical Limited is an established company, marketing pharmaceutical products in UK and other parts of the world, especially the European countries and has gained expertise in registering products, rates contract negotiations under National Health Scheme (NHS) in UK.

**4.3** Themis Medicare Limited will supply the products to Carpo Medical Limited (Joint Venture Company) which in turn will promote the products for sale through NHS and/or direct distribution through market network.

**5. Brief details of any governmental or regulatory approvals required for the acquisition:**

Not Applicable;

**6. Indicative time period for completion of the acquisition:** Not Applicable;

**7. Nature of consideration - whether cash consideration or share swap and details of the same:** Cash;

**8. Cost of acquisition or the price at which the shares are acquired:**

GBP 900 (Nine Hundred only);

**9. Percentage of shareholding / control acquired and / or number of shares acquired:**

The total Share Capital of Carpo Medical Limited is GBP 1,000 consisting of 1,000 Equity Shares of GBP 1 each. Themis Medicare Limited holds 900 (90%) Equity Shares of GBP 1 each. Well Medical Limited (JV Partner) holds remaining 100 (10%) Equity Shares of GBP 1 each;

**10. Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief):**

**10.1. Date of Incorporation:** 12<sup>th</sup> April, 2017

**10.2. Country in which the acquired entity has presence:** Incorporated in United Kingdom.

**10.3. Terms of products/line of business:** Marketing of Drugs, Medicines and Pharmaceutical Products.

**10.4. Other significant information:** The Joint Venture Company being incorporated on 12<sup>th</sup> April, 2017 is yet to commence its business.

Kindly take the above information on your records.

This may be taken as compliance under the Listing Regulations.

Kindly acknowledge.

For **THEMIS MEDICARE LIMITED**



**DR. SACHIN D. PATEL**  
**MANAGING DIRECTOR & CEO**