

Corp. Office : 2nd Floor, 'Dorr Oliver' House, B. D. Sawant Marg. Chakala, Andheri (East), Mumbai - 400 099.
Tel.: (91-22) 6726 1000 Fax : (91-22) 6726 1068 Email : info@guficbio.com
CIN L65990MH1984PLC033519

2/SEBI/GBSL/AGM/2016-17

09th September, 2017

To,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
Security Code : GUFICBIO

To,
Listing Department,
Bombay Stock Exchange Limited,
Phiroze Jeejabhoy Towers, Dalal Street,
Mumbai - 400 001
Security Code :509079

Dear Sirs,

Sub.: Approval of Re-classification request at the 33rd Annual General Meeting of the Company

In addition to the letter dated September 06, 2017 submitted by the Company to the Stock Exchanges where the shares of the Company are listed, intimating the proceedings of the 33rd Annual General Meeting(AGM) of the Company held on Tuesday, September 05, 2017, we hereby wish to inform that the request received from Mrs. Vipula J. Choksi and Ms. Dhyuti J. Choksi, both belonging to the Promoter and Promoter Group Category, for re-classifying themselves from "Promoter & Promoter Group" Category to "Public" Category, was duly approved and passed by the shareholders of the Company at the said AGM by special resolution. The scrutinizer's report confirming that the resolution was duly passed by the shareholders was submitted on September 07, 2017.

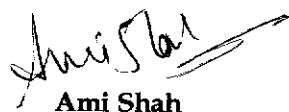
The resolution so passed, is enclosed herewith, for your reference.

You are requested to kindly take the same on record.

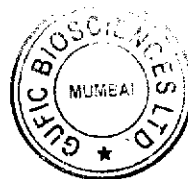
Thanking you

Yours faithfully

For Gufic Biosciences Limited



Ami Shah
Company Secretary & Compliance Officer



Encl.: As stated above.

3/SEBI/GBSL/AGM/2016-17

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED AT THE 33rd ANNUAL GENERAL MEETING OF THE COMPANY HELD ON TUESDAY, SEPTEMBER 05, 2017 AT 02.30 P.M. AT HOTEL PARLE INTERNATIONAL, B.N. AGARWAL MARKET, NEXT TO DINANATH MAGESHKAR HALL, VILE PARLE (EAST), MUMBAI - 400057

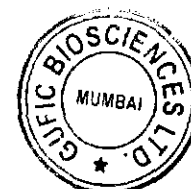
ITEM NO. 8

APPROVAL OF RECLASSIFICATION OF PROMOTERS OF THE COMPANY

"RESOLVED THAT in accordance with Regulation 31A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment thereof, for the time being in force and other applicable provisions, and subject to necessary approvals from the SEBI Board, Stock Exchanges and other appropriate statutory authorities, as may be necessary, the consent of the Members of the Company be and is hereby accorded to reclassify the following persons (hereinafter individually & jointly referred to as the 'applicants') forming part of the 'Promoter' Class, from 'Promoter & Promoter Group category' to 'Public category':

1. Mrs. Vipula Jayesh Choksi
2. Ms. Dhyuti Jayesh Choksi

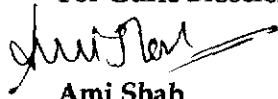
FURTHER RESOLVED THAT on approval of the SEBI Board/ Stock Exchange upon application for reclassification of the aforementioned applicants, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, and other applicable provisions.



Corp. Office : 2nd Floor, 'Dorr Oliver' House, B. D. Sawant Marg. Chakala, Andheri (East), Mumbai - 400 099.
Tel.: (91-22) 6726 1000 Fax : (91-22) 6726 1068 Email : info@guficbio.com
CIN L65990MH1984PLC033519

RESOLVED FURTHER THAT any of the Directors of the Company or the Company Secretary be and is hereby authorized to submit application for reclassification to the SEBI Board, Stock Exchanges, wherein the securities of the Company are listed or any other regulatory body, as may be required, and to take such steps expedient or desirable to give effect to this resolution."

**Certified True Copy
For Gufic Biosciences Limited**



**Ami Shah
Company Secretary
Mem No. A39579**



**Place: Mumbai
Date: September 09, 2017**

**CERTIFIED TRUE COPY OF THE EXPLANATORY STATEMENT IN RESPECT OF
SPECIAL BUSINESS OF THE NOTICE DATED MAY 29, 2017**

ITEM NO. 8

Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as 'Listing Regulations, 2015'), effective from December, 2015, has provided a regulatory mechanism for re-classification of promoters as Public Shareholders subject to fulfillment of certain conditions as provided therein. In this regard, the Company have received application from 1. Mrs. Vipula Jayesh Choksi, wife of Mr. Jayesh P. Choksi, Chairman & Managing Director and mother of Mr. Pranav J. Choksi, CEO & Whole Time Director of the Company; 2. Ms. Dhyuti Jayesh Choksi, daughter of Mr. Jayesh P. Choksi, Chairman & Managing Director and sister of Mr. Pranav J. Choksi, CEO & Whole Time Director of the Company, for re-classifying them from 'Promoter & Promoter Group' Category to 'Public' Category.

Both the above persons are independent in nature and is in no way related to any of the business carried out by the Company. Further they do not hold any key managerial position or representations of the Board of Directors in the Company and have not engaged in any management or day to day affairs of the Company. None of their act influences the decision taken by the Company and they do not have any special right through formal or informal arrangements with the Company or with Mr. Jayesh P. Choksi, Promoter and Managing Director and Mr. Pranav J. Choksi, Promoter and Director of the Company.

In view of the explanations given by the applicants as detailed above and in consideration to the conditions as stipulated in Regulation 31A of the Listing Regulations, 2015, the Board of Directors of the Company at their meeting held on 29th May, 2017, have approved all the applications for reclassification received by the Company from the above applicants to change their status in the Company from Promoter category to Public category, subject to the approval by the members and relevant regulatory authorities. As required, intimation has been sent to Stock Exchanges based on declaration received from the aforesaid persons.

None of the concerned persons, acting individually and in concert, directly or indirectly exercise control over the management and affairs of the Company. Their shareholding does not exceed 10% of the total share capital of the Company. Further as per Rule 19A of the Securities Contracts (Regulation) Rules, 1957, the public shareholding as on date of the notice fulfills the minimum public shareholding requirement of at least 25% and the proposed reclassification does not intend to increase the Public Shareholding to achieve compliance with the minimum public shareholding requirement.

Your Directors recommend the passing of the Resolution in Item No. 8 of the Notice as a Special Resolution.

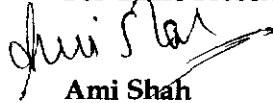
None of the Directors or Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested in this Resolution except that Mr. Jayesh P. Choksi and Mr.



Corp. Office : 2nd Floor, 'Dorr Oliver' House, B. D. Sawant Marg. Chakala, Andheri (East), Mumbai - 400 099.
Tel. : (91-22) 6726 1000 Fax : (91-22) 6726 1068 Email : info@guficbio.com
CIN L65990MH1984PLC033519

Pranav J. Choksi may be deemed to be concerned or interested in the resolution since the proposed outgoing Promoter Group members are related to them.

**Certified True Copy
For Gufic Biosciences Limited**



**Ami Shah
Company Secretary
Mem No. A39579**



Place: Mumbai

Date: September 09, 2017