

TML: CS: 2017-18:

5th February, 2018

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

Kind Attn: Mr. Kautuk Upadhyay, Manager

Dear Sir,

Sub: Quarterly submission of shareholding pattern for December, 2017.

With respect to your letter number NSE/LIST/34307 in which the National Stock Exchange of India Limited (NSE) has sought clarification on differences in Shareholding Pattern submission made by Themis Medicare Limited (the Company) for the quarter ended December 31, 2017 as compared to submission made for previous quarter ended September 30, 2017, we hereby submit the following clarifications:

Query no 1. Under Public category, there is change in subcategory for following shareholder/s -

Name of shareholder	Sub category as per quarter ended December 31, 2017	Sub category as per quarter ended September 30, 2017
Zafar Ahmadullah	Non-institutions - Any Other (specify)	Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs.

Reply: With reference to the above query, as confirmed by our Registrars and Transfer Agents, during the quarter July-September 2017, the said shareholder was holding shares in two folios namely 1204920000017619 (Public) – 100000 shares & 1204920000217002 (NRN) – 61907 shares. Therefore his name was mentioned in Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs (More than 1%).

During the quarter October-December 2017, as per circular no. SEBI/HO/CFD/CMD/CIR/P/2017/128 dated December 19, 2017 issued by SEBI, mandating inter alia that all shareholdings under multiple folios to be consolidated on the basis of PAN to avoid multiple disclosures of shareholding of the same person, his holdings have been consolidated under one folio folio 1204920000217002 which is showing in NRN category. Hence his name is shown in Non-institutions - Any Other (specify) - NRN category in 1%.

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



Query no 2. Change in Promoter Holding - Disclosure requirement under regulation SEBI (Prohibition of Insider Trading) Regulations, 2015

Name of the Promoter	Shareholding as on December 31, 2017	Shareholding as on September 30, 2017	Difference in shareholding	Disclosure received (no. of shares)	Disclosure not received (no. of shares)
Jayshree Dinesh Patel	667664	636414	31250	0	31250
Reena Sachin Patel	371491	340241	31250	0	31250
Sachin Dinesh Patel	551655	520405	31250	0	31250
Dinesh Shantilal Patel	707957	676707	31250	0	31250

Reply: As regards Disclosure requirement under regulation SEBI (Prohibition of Insider Trading) Regulations, 2015 due to change in Promoter Holding, it is hereby clarified that the Company had received the disclosure from the Promoters within stipulated time. However, it is submitted that inadvertently and due to oversight, it could not be submitted to the Exchange(s).

Herein, we have to further submit as under:

1. We have disclosed to the exchanges promptly about the allotment of securities to the aforesaid promoters mentioning all the details including percentage of change in their holdings. (Copy of disclosure annexed for your ready reference)
2. We also have to submit that the further shares allotted to them is relatively an insignificant percentage of the entire shareholding of the Company.
3. Further, the shareholdings of the aforesaid promoters are under lock in (both pre and post allotment)
4. The information about the change in their holdings is already in the public domain.
5. It is also submitted that the acquisition is arising out of their option to convert their warrants into equal number of equity shares and is not a market acquisition.
6. Nobody has been prejudicially affected by their increase in holdings.
7. We are filing the necessary disclosure under SEBI (Prohibition of Insider Trading) Regulations, 2015 immediately to regularise the matter.
8. It may be noted that the Company has been regular in all its compliances and this was an unintended lapse and we undertake that the Company in future shall take necessary care regarding compliances.

In the circumstances, we request that this unintentional and inadvertent lapse may kindly be condoned.

Thanking you,

Yours faithfully,
For **THEMIS MEDICARE LIMITED**



Sangameshwar Iyer
Company Secretary & Compliance Officer



CC to
Listing Department
BSE Limited.
P. J. Towers, Dalal Street
Mumbai-400001.



TML: CS: 2017-18:

2nd December, 2017

Listing Department
BSE Limited.
P. J. Towers, Dalal Street
Mumbai-400001.

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

Dear Sir/Madam,

Sub: Intimation of allotment of 125000 shares upon conversion of warrants.

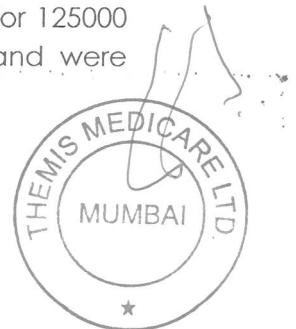
- Ref:**
1. Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015
 2. BSE Scrip Code: 530199
 3. NSE Scrip Code: THEMISMED

This is to inform that, the Board of Directors of the Company has today, through resolution passed by circulation approved allotment of 125000 Equity Shares of Rs. 10/- each of the Company, fully paid upon conversion of warrants into Equity Shares to four of the Promoters.

The Company had issued the said 125000 Warrants convertible into equal number of equity shares of Rs. 10/- each at a price of Rs. 500/- per warrant including premium of Rs 490/- each to four of the Promoters at the Board Meeting held on 17th June, 2016 pursuant to the Special Resolution passed at the Extra - Ordinary General Meeting held on 10th June, 2016 detailed as below,

Name of the Promoter	Number of warrants issued	Number of Equity Shares allotted upon conversion
Dr. Dinesh S. Patel	31,250	31,250
Dr. Sachin D. Patel	31,250	31,250
Mrs. Jayshree D. Patel	31,250	31,250
Mrs. Reena S. Patel	31,250	31,250
Total	1,25,000	1,25,000

As per Regulation 77(2) of the SEBI (ICDR) Regulations, 2009, 25% of the consideration was paid by the allottees at the time of subscription and on December 02, 2017, the said promoters have paid the balance amount of 75% of the consideration for 125000 warrants. With this allotment, above four promoters have subscribed to and were allotted 125000 Equity Shares upon conversion of warrants



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The allotment of 125000 Equity Shares will lead to an increase in the shareholding percentage of above mentioned four promoters, in the following manner:

Name of Allottees	Pre-Conversion		Issue of Shares upon conversion	Post Conversion		% of Change in Shareholding
	No. of Shares held	% of Share-holding		No. of Shares held	% of Share-holding	
Dr. Dinesh S. Patel	6,76,707	7.48%	31,250	7,07,957	7.72%	0.24%
Dr. Sachin D. Patel	6,36,414	7.04%	31,250	6,67,664	7.28%	0.24%
Mrs. Jayshree D. Patel	5,20,405	5.75%	31,250	5,51,655	6.02%	0.27%
Mrs. Reena S. Patel	3,40,241	3.76%	31,250	3,71,491	4.05%	0.29%

This is for your information and record.

Thanking you,
Yours faithfully,
For **Themis Medicare Limited**,




Sangameshwar Iyer
Company Secretary & Compliance Officer