



GUJARAT THEMIS BIOSYN LIMITED

CIN : L24230GJ1981PLC004878

REGD. OFFICE & FACTORY : 69/C GIDC INDUSTRIAL ESTATE,

VAPI – 396 195, DIST. VALSAD, GUJARAT, INDIA

TEL : 0260-2430027 / 2400639

E-mail: hrm@gtbl.co.in

GTBL/CS/2023-24

09th September, 2023

BSE Limited.

P. J. Towers, Dalal Street

Mumbai-400001

Dear Sir/Madam,

Sub: Proceedings of 42nd Annual General Meeting of Gujarat Themis Biosyn Ltd. held on 09th September, 2023.

Ref: BSE Scrip Code: 506879

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose gist of proceedings of 42nd Annual General Meeting of the Company held on 09th September, 2023.

Kindly take the above intimation on your record.

Thanking You.

Yours Faithfully

For **Gujarat Themis Biosyn Limited**

Dr. Dinesh S. Patel

Chairman



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Sub- AGM Proceedings

Date, time and Venue of the Meeting:

The 42nd Annual General Meeting of Gujarat Themis Biosyn Ltd. commenced at 10:30 a.m. on Saturday, 09th September, 2023 at Office of Themis Medicare Limited at Plot No. 69-A, GIDC Indl. Estate, Vapi, Dist. Valsad, Gujarat – 396195. The meeting concluded at 11:15 a.m. on same day.

Brief details of items deliberated at the Meeting and results thereof:

1. Dr. Dinesh S. Patel, Chairman of the Company, chaired the proceedings of the Meeting.
2. Thirty-Nine (39) Members were present in person or through representative for the Body Corporate.
3. The Company received two (2) proxies to attend and vote.
4. The requisite quorum being present as per Section 103 of the Companies Act, 2013, the Chairman commenced the proceedings of the meeting.
5. Three (3) Directors were present to the Meeting.
6. Mr. Vijay Agarwal, Chairman of Audit Committee and Nomination and Remuneration Committee was present to attend meeting as per Regulation 18(1) (d) of the Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
7. Dr. Sachin D. Patel, Chairman of Stakeholders Relationship Committee was present as per clause 4.1.1 of the Secretarial Standards-2 on General Meetings
8. Mr. Abhishek Dhuri and Jay Vaidya, representative of M/s. GMJ & Co., Chartered Accountants, the Statutory Auditors of the Company was present as per section 146 of the Companies Act, 2013.
9. The Chairman further informed that remote e-voting period had begun on Wednesday, 06th September, 2023 (9:00 am) and ended on Friday, 09th September, 2023 (5:00 p.m.).

MUMBAI OFFICE : Themis Hosue, 11/12 Udyog Nagar, S.V Road, Goregaon (West), Mumbai – 400 104

Tel. : 91-22-67607080 / 28757836 Fax : 28746621 / 67607019 E-mail : gtblmumbai@gtbl.in Website Address : www.gtbl.in



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10. Mr. Ketan Shirwadkar, Secretarial Auditor was present as required under the provisions of Secretarial Standards 2 on General Meeting.
11. Mr. Prakash Naringrekar, Practicing Company Secretary and Designated Partner of HSPN & Associates LLP, was present as Scrutinizer for conducting E-voting and poll at the Meeting.
12. On the request of Chairman, Mr. Prakash Naringrekar, scrutinizer explained the procedure of voting through Ballot Paper (Polling Paper), which was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting.
13. With the permission of the members, notice of the meeting was taken as read.
14. The Chairman updated the members present about the business activities of the Company.
15. The following items of business as set out in the Notice calling the Meeting were put for shareholders' approval:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March, 2023 together with Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Dr. Dinesh S. Patel (DIN: 00033273) who retires by rotation and being eligible, offers himself for re-appointment.
3. To confirm the payment of Interim Dividend and to declare Final Dividend on Equity Shares for the Financial Year ended 31st March, 2023.

SPECIAL BUSINESS:

4. Ratification of Remuneration to Cost Auditor for FY 2023-24.
5. Sub-Division (Stock Split) of equity shares of the Company from the Face Value of Rs. 5/- to Face Value of Rs. 1/- per share.
6. Alteration of Capital Clause of Memorandum of Association of Company.
7. Payment of Commission to Dr. Dinesh S. Patel, Non-Executive Chairman.

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8. Payment of Commission to Dr. Sachin D. Patel, Non-Executive Director.

Dr. Dinesh S. Patel being interested in the resolution no. 2, 7 and 8 did not Chair the said items of the Notice.

The Chairman declared that the result of e-voting and poll shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company, within 2 working days of the conclusion of the Meeting.

Method of Approval:

Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "listing Regulations"), the Company had provided remote e-voting facility to its members to cast votes electronically, on all the resolutions set out in the Notice.

Further, the facility for voting through Ballot Paper (Polling Paper) was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting.

16. All the resolutions set out in the Notice calling the Annual General Meeting were passed with the requisite majority and are deemed to be passed on the date of the Annual General Meeting i.e. 09th September, 2023.

For **GUJARAT THEMIS BIOSYN LIMITED**

Dr. Dinesh S. Patel
Chairman

Place: Vapi
Date: 09th September, 2023



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GTBL: CS: BSE/2023-24

09th September, 2023

Listing Department,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai-400001
Scrip code: 506879

Dear Sir/Madam,

Sub: Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the shareholders at the 42nd Annual General Meeting held on 9th September, 2023 considered and approved the resolution for sub-division of 1 equity share of the Company having face value of Rs.5/- each into 5 (five) equity shares having face value of Rs.1/- each, and the existing Clause V of the Memorandum of Association of the Company be and are hereby substituted as follows.

V. The Authorized Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) divided into 25,00,00,000 (Twenty Five Crores) Equity Shares of Rs. 1/- (Rupees One Only) each with the power of the Company to increase or reduce from time to time its capital and to issue any shares in the equity capital and attach to any class of such shares any preference, right, privileges or priorities in payment of dividend or distribution of assets or other matter or to subject the same to any restriction limitation or conditions and to vary regulation of the Company as may be necessary to give effect to the same."

Thanking you,

Yours Faithfully

For **Gujarat Themis Biosyn Limited**

Dr. Dinesh S. Patel
Chairman