



# 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](mailto:hrm@gtbl.co.in)

GTBL/CS/2017-18

28<sup>th</sup> September, 2017

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

Ref: BSE Scrip Code: 506879

Dear Sir/Madam,

**Sub: Disclosure Regarding Voting Results of 36<sup>th</sup> Annual General Meeting (AGM) of the Company as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

As per the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given below are the details of the voting results of the 36<sup>th</sup> Annual General Meeting (AGM) of the Company, held on Wednesday, 27<sup>th</sup> September, 2017 which commenced at 12.00 Noon and concluded at 12:30 p.m. at the Registered Office of the Company situated at 69/-C, GIDC Industrial Estate, Dist. Valsad, Vapi – 396 196, Gujarat as per the prescribed format under the said regulation.

Further, consolidated Scrutinizer's Report on remote e-voting and poll is also enclosed herewith.

Thanking You.

Yours Faithfully,  
For **Gujarat Themis Biosyn Limited**

**Abhishek D. Buddhadev**  
Company Secretary & Compliance Officer

**GUJARAT THEMIS BIOSYN LIMITED**  
Format for Voting Results

Date of AGM	27th September, 2017
Total Number of Shareholders on record date	7130
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	06
Public	<u>27</u>
Total	<b>33</b>
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	NIL
Public	



GUJARAT THEMIS BIOSYN LIMITED								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			1) To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 together with Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10895745	88,045	0.81%	88,045	0	100.00%	0.00%
	Poll		69,51,605	63.80%	69,51,605	0	0.00%	0.00%
	<b>Total</b>	<b>1,08,95,745</b>	<b>70,39,650</b>	<b>64.61%</b>	<b>7039650</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public- Institutions	E-Voting	4,900	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>4,900</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
Public- Non Institutions	E-Voting	36,28,057	13,014	0.36%	13,012	2	99.98%	0.02%
	Poll		2370	0.07%	2,370	0	100.00%	0.00%
	<b>Total</b>	<b>36,28,057</b>	<b>15,384</b>	<b>0.42%</b>	<b>15,382</b>	<b>2</b>	<b>99.99%</b>	<b>0.01%</b>
<b>Total</b>		<b>1,45,28,702</b>	<b>70,55,034</b>	<b>48.56%</b>	<b>70,55,032</b>	<b>2</b>	<b>100.00%</b>	<b>0.00%</b>



GUJARAT THEMIS BIOSYN LIMITED								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			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. (Ordinary Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter	E-Voting	10895745	88,045	0.81%	88,045	0	100.00%	0.00%
	Poll		69,51,605	63.80%	69,51,605	0	0.00%	0.00%
	<b>Total</b>		<b>1,08,95,745</b>	<b>70,39,650</b>	<b>64.61%</b>	<b>7039650</b>	<b>0</b>	<b>100.00%</b>
Public- Institutions	E-Voting	4,900	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>4,900</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
Public- Non Institutions	E-Voting	36,28,057	13,014	0.36%	13,012	2	99.98%	0.02%
	Poll		2370	0.07%	2,370	0	100.00%	0.00%
	<b>Total</b>		<b>36,28,057</b>	<b>15,384</b>	<b>0.42%</b>	<b>15,382</b>	<b>2</b>	<b>99.99%</b>
<b>Total</b>		<b>1,45,28,702</b>	<b>70,55,034</b>	<b>48.56%</b>	<b>70,55,032</b>	<b>2</b>	<b>100.00%</b>	<b>0.00%</b>



GUJARAT THEMIS BIOSYN LIMITED								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			3) appoint a Director in place of Mr. S S Lee, (DIN: 01933988) who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10895745	88,045	0.81%	88,045	0	100.00%	0.00%
	Poll		69,51,605	63.80%	69,51,605	0	0.00%	0.00%
	<b>Total</b>	<b>1,08,95,745</b>	<b>70,39,650</b>	<b>64.61%</b>	<b>7039650</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public-Institutions	E-Voting	4,900	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>4,900</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
Public- Non Institutions	E-Voting	36,28,057	13,014	0.36%	13,012	2	99.98%	0.02%
	Poll		2370	0.07%	2,370	0	100.00%	0.00%
	<b>Total</b>	<b>36,28,057</b>	<b>15,384</b>	<b>0.42%</b>	<b>15,382</b>	<b>2</b>	<b>99.99%</b>	<b>0.01%</b>
<b>Total</b>		<b>1,45,28,702</b>	<b>70,55,034</b>	<b>48.56%</b>	<b>70,55,032</b>	<b>2</b>	<b>100.00%</b>	<b>0.00%</b>



GUJARAT THEMIS BIOSYN LIMITED								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			4) To appoint GMJ & Co., Chartered Accountants (FRN: ) Statutory Auditors and fix their remuneration. (Ordinary Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10895745	88,045	0.81%	88,045	0	100.00%	0.00%
	Poll		69,51,605	63.80%	69,51,605	0	0.00%	0.00%
	<b>Total</b>	<b>1,08,95,745</b>	<b>70,39,650</b>	<b>64.61%</b>	<b>7039650</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public- Institutions	E-Voting	4,900	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>4,900</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
Public- Non Institutions	E-Voting	36,28,057	13,014	0.36%	13,012	2	99.98%	0.02%
	Poll		2370	0.07%	2,370	0	100.00%	0.00%
	<b>Total</b>	<b>36,28,057</b>	<b>15,384</b>	<b>0.42%</b>	<b>15,382</b>	<b>2</b>	<b>99.99%</b>	<b>0.01%</b>
<b>Total</b>		<b>1,45,28,702</b>	<b>70,55,034</b>	<b>48.56%</b>	<b>70,55,032</b>	<b>2</b>	<b>100.00%</b>	<b>0.00%</b>



GUJARAT THEMIS BIOSYN LIMITED								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			5) To appoint Mrs. Preeti K. Trivedi (DIN: 00179479), as an Independent Director of the Company. (Ordinary Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10895745	88,045	0.81%	88,045	0	100.00%	0.00%
	Poll		69,51,605	63.80%	69,51,605	0	0.00%	0.00%
	<b>Total</b>	<b>1,08,95,745</b>	<b>70,39,650</b>	<b>64.61%</b>	<b>7039650</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public-Institutions	E-Voting	4,900	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>4,900</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
Public- Non Institutions	E-Voting	36,28,057	13,014	0.36%	13,012	2	99.98%	0.02%
	Poll		2370	0.07%	2,370	0	100.00%	0.00%
	<b>Total</b>	<b>36,28,057</b>	<b>15,384</b>	<b>0.42%</b>	<b>15,382</b>	<b>2</b>	<b>99.99%</b>	<b>0.01%</b>
<b>Total</b>		<b>1,45,28,702</b>	<b>70,55,034</b>	<b>48.56%</b>	<b>70,55,032</b>	<b>2</b>	<b>100.00%</b>	<b>0.00%</b>





# H V Gor & Co

## Practicing Company Secretaries

FORM MGT-13

### REPORT OF THE SCRUTINIZER

*(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014)*

To,  
**The Chairman,**  
36<sup>th</sup> Annual General Meeting of Equity Shareholders of,  
**GUJARAT THEMIS BIOSYN LIMITED,**  
Held at 12 Noon at the Registered Office of the Company at,  
Plot No. 9/C, GIDC Industrial Estate, Vapi -396195,  
Dist.-Valsad, Gujarat

Dear Sir,

I, C.S. Ketan Ravindra Shirwadkar, Partner, **H.V. GOR & CO.**, Practicing Company Secretaries, Navi-Mumbai, who were appointed as Scrutinizer by the Board of Directors of **Gujarat Themis Biosyn Ltd** ("the Company") vide resolution dated 10<sup>th</sup> May 2017, for the purpose of Scrutinizing the Remote e-voting and for conducting the Poll process at the 36<sup>th</sup> Annual General Meeting ("36<sup>TH</sup> AGM") and ascertaining the requisite majority on Remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 36<sup>th</sup> AGM of the Equity Shareholders of the Company, held on Wednesday 27<sup>th</sup> September 2017 at Plot No. 69/C GIDC Industrial Estate Vapi-396195, Dist. Valsad, Gujarat state that:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on resolutions contained in the Notice of the 36<sup>th</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the Remote e-voting is restricted to make a Scrutinizers Report of the vote cast "in favour" or "against" resolutions as stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd ("CDSL"), the authorizing agency providing e-voting facilities.

OFFICE - 1 : 37, Shree Manoshi Complex, Plot No. 5 & 6, Sector 3, Opp. Ghansoli Railway Station, Ghansoli, Navi Mumbai - 400701. Maharashtra (India) ● Tel. No. : 022-27547907 ● E-mail : pcshvgor@gmail.com  
OFFICE - 2 : B3-001, Shankheshwar Nagar, Near Shani Mandir, Manpada Rd., Dombivli (E) 421 201  
+91-8108750605 (w), +91-8450967900 ● E-mail : pcshvgor@gmail.com





2. Further to the above I submit my Report as under:

- The Company has provided the Remote e-voting facility through CDSL on their website [www.evotingindia.com](http://www.evotingindia.com) . The Company had uploaded all the items of business to be transacted on the website of the Company and also its service provider to facilitate their shareholders to cast their votes through Remote e-voting.
- The notice was sent through email and physical form, contained the detailed procedure to be followed by the members who are desirous of casting their votes electronically as provided under Rule 20 of Companies (Management and Administration), Rules 2014.
- As prescribed in the said Rules, the Company has also published an advertisement on 6<sup>th</sup> September 2017 in 'Western Times' (English) and 'Western Times' (Gujarati), which carried the required information as specified in the said Rules.
- The Company has arranged the Poll papers and the same were distributed to members and proxies present at the meeting. In case of joint holders, the poll paper was given to the first named holder or in his/her absence to the joint holder attending the meeting as appearing in the chronological order in the folio.
- I have kept a record of the Poll papers received in response to the poll by initialling it. I have ensured that the empty ballot boxes were duly locked and sealed in my presence with due identification marks placed by me in the presence of members and proxies.
- The ballot boxes were opened in my presence and in the presence of two persons, Mr. Nitesh Pangle and Mr. Prakash Naringrekar, as witnesses, after the voting process was over. The poll papers were diligently scrutinized and reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- There was no poll paper which was incomplete and/or which was otherwise found defective.
- The Remote e-voting commenced from Saturday 23<sup>rd</sup> September, 2017 at 9:00 AM and ended on Tuesday 26<sup>th</sup> September, 2017 at 5:00 PM.



- The votes cast were unblocked on 27<sup>th</sup> September 2017 in the presence of two witnesses, Mr. Nitesh Pangle and Mr. Prakash Naringrekar, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Nitesh Pangle



Mr. Prakash Naringrekar

- The Remote e-voting data was scrutinized by me for verification of vote cast in “favour”, “against” the respective resolutions.
- Thereafter the details containing, inter alia, list of equity shareholders who voted “For”, “Against” each of the resolutions that were put to vote, were generated from the e voting website of CDSL i.e., [www.evotingindia.com](http://www.evotingindia.com).
- The result of the Remote e-voting exercised and the ballot process at the 36<sup>th</sup> AGM is as under:

**ITEM 1:- AS AN ORDINARY RESOLUTION**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2017, together with the reports of the Board of Directors and Auditors thereon:

(1) Voted in favour of Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	16	101057	1.43%
Physical poll	21	6953975	98.57%
Total	37	7055032	100%

(2) Voted against the Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	2	2	Negligible
Physical poll	NIL	NIL	NIL
Total	2	2	Negligible



(3) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	NIL	NIL	NIL
Physical poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

**ITEM 2:- AS AN ORDINARY RESOLUTION**

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:

(1) Voted in favour of Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	16	101057	1.43%
Physical poll	21	6953975	98.57%
Total	37	7055032	100%

(2) Voted against the Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	2	2	Negligible
Physical poll	NIL	NIL	NIL
Total	2	2	Negligible

(3) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	NIL	NIL	NIL
Physical poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

**ITEM 3:- AS AN ORDINARY RESOLUTION**

To appoint a Director in place of Mr. S.S. Lee (DIN: 01933988) who retires by rotation and being eligible, offers himself for Re-appointment.

**(1) Voted in favour of Resolution**

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	16	101057	1.43%
Physical poll	21	6953975	98.57%
Total	37	7055032	100%

**(2) Voted against the Resolution**

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	2	2	Negligible
Physical poll	NIL	NIL	NIL
Total	2	2	Negligible

**(3) Invalid Votes**

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	NIL	NIL	NIL
Physical poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

**ITEM 4:- AS AN ORDINARY RESOLUTION**

To appoint M/s GMJ & Co. Chartered Accountants, (Firm Registration No. 103429W) as Statutory Auditors of the Company and fix their remuneration thereof.



(1) Voted in favour of Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	16	101057	1.43%
Physical poll	21	6953975	98.57%
Total	37	7055032	100%

(2) Voted against the Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	2	2	Negligible
Physical poll	NIL	NIL	NIL
Total	2	2	Negligible

(3) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	NIL	NIL	NIL
Physical poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

**ITEM 5:- AS AN ORDINARY RESOLUTION**

To appoint Mrs. Preeti K Trivedi (DIN: 00179479), as an Independent Director of the Company.

(1) Voted in favour of Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	16	101057	1.43%
Physical poll	21	6953975	98.57%
Total	37	7055032	100%



(2) Voted against the Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	2	2	Negligible
Physical poll(insta poll at AGM)	NIL	NIL	NIL
Total	2	2	Negligible

(3) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of physical poll by proxy)	Number of votes cast by them	% of total number of valid vote cast
Remote e-voting	NIL	NIL	NIL
Physical poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

3. Register containing list of equity shareholder who voted "for", "against" and those whose votes were declared invalid under e-voting and ballot form is enclosed.
4. I shall hand over the poll papers and other related papers/registers and records for safe custody to Mr. Abhishek D. Buddhadev, Company Secretary of the Company, who is authorized by the Board to supervise the entire voting process after the Chairman approves and signs the minutes of the meeting.
5. You may accordingly declare the results of the voting by Remote e-voting and physical poll form.



6. The above mentioned resolutions are deemed to be passed with requisite majority as on the date of the 36<sup>th</sup> AGM.

Thanking you,



**For H.V.GOR & CO  
Practicing Company Secretaries**

A handwritten signature in black ink, appearing to read "Ketan R Shirwadkar".

**Mr. Ketan R Shirwadkar  
Partner**

**Mem No. 37829  
COP No.15386**

**Place: Vapi**

**Date: 27<sup>th</sup> September 2017**

**Counter signed and received the report**

A handwritten signature in black ink, appearing to read "Dinesh S. Patel".

**Mr. Dinesh S. Patel  
Chairman**

**Date: 28/09/2017**