



TML: CS: BSE/NSE CORR: 2024-25

14th February, 2025

The Manager
Corporate Relationship Department
BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Scrip Code – 530199

The Manager – Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai- 400051
Symbol: THEMISMED

Dear Sir / Madam,

Sub: Outcome of Board Meeting under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Meeting Commencement time : **03: 08 P.M.**

Meeting Conclusion Time : **05: 12 P.M.**

Pursuant to Regulation 30 of the Listing Regulations, this is to inform you that the Board of Directors of the Company, at its meeting held today i.e. on Friday, 14th February, 2025, has inter-alia approved the Unaudited Standalone and Consolidated Financial Results for the quarter and nine months ended 31st December, 2024 together with Limited Review Report issued by M/s. Krishnaan & Co., Chartered Accountants which are attached herewith.

In addition to above, the Board has approved the Proposed material Related party transactions for an aggregate value of Rs. 250 Crores for Sale of formulations and other goods to Themis Distributors Private Limited, a related party for the financial year 2025-26 subject to the approval of shareholders.

Submitted for your information & record please.

Thanking you,

Yours faithfully,

For **THEMIS MEDICARE LIMITED**

Pradeep Chandan
Director-Legal, Compliance & Company Secretary

Themis Medicare Limited

Corporate Office: 11/12 Udyog Nagar, S V Road, Goregaon (W), Mumbai – 400 104, India

***Tel.:** 91-22-67607080 ***Fax:** 91-22-67607070/ 28746621

Regd. Office: Plot No. 69-A, G.I.D.C., Industrial Estate, Vapi-Gujarat

CIN No.: L24110GJ1969PLC001590 ***Tel/ Fax No.:** **Regd. Off.:** 0260-2431447/ 2430219

***E-mail:** themis@themismedicare.com ***Website:** www.themismedicare.com

THEMIS MEDICARE LTD

CIN NO : L24110GJ1969PLC001590

Regd. Off. Plot No. 69A, GIDC Indl. Estate, Vapi - 396195, Dist Valsad, Gujarat. (T) 0260-2431447 / 0260-2430219.

Corporate Office : 11/12, Udyog Nagar, S. V. Road, Goregaon (West), Mumbai-400 104.

Email ID : themis@themismedicare.com. Website Address : www.themismedicare.com.

Statement of Unaudited Financial Results for the quarter and nine months ended 31st December 2024.

(Amount in INR Lakhs)

Particulars		STANDALONE					
		3 months ended	Preceeding 3 months ended	Corresponding 3 months ended	Year to date figures for the current period ended	Year to date figures for the previous period ended	Year Ended
		31/12/2024	30/09/2024	31/12/2023	31/12/2024	31/12/2023	31/03/2024
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Revenue from Operations	9,380.63	11,700.99	8,251.27	33,381.00	28,394.33	38,176.08
2	Other Income	102.17	113.74	56.49	311.76	365.59	475.55
3	Total Income (1 + 2)	9,482.80	11,814.73	8,307.76	33,692.76	28,759.92	38,651.63
4	Expenses :						
	(a) Cost of materials consumed	1,275.67	2,105.74	2,113.45	5,733.35	6,302.23	8,467.33
	(b) Purchases of stock-in-trade	2,250.66	1,812.08	1,811.48	5,736.86	4,182.34	5,361.08
	(c) Changes in inventories of finished goods,work-in-progress and stock-in-trade	(676.54)	245.61	(1,276.69)	(329.97)	(735.43)	(157.04)
	(d) Employee benefits expense	2,495.41	2,437.58	1,991.92	7,092.49	5,994.55	8,241.04
	(e) Finance Costs	278.82	244.20	268.48	758.89	721.46	937.59
	(f) Depreciation and amortisation expense	254.03	245.08	309.55	739.72	919.10	1,224.63
	(g) Other expenses	3,182.52	3,387.19	2,804.36	9,664.37	8,428.74	11,110.32
	Total expenses	9,060.57	10,477.48	8,022.55	29,395.71	25,812.99	35,184.95
5	Profit / (Loss) before exceptional items and tax (3 - 4)	422.23	1,337.25	285.21	4,297.05	2,946.93	3,466.68
6	Exceptional Items	-	-	-	-	-	-
7	Profit / (Loss) before tax (5 - 6)	422.23	1,337.25	285.21	4,297.05	2,946.93	3,466.68
8	Tax expense :						
	(a) Current Tax	115.00	325.00	75.00	1,080.00	745.00	922.00
	(b) Deferred Tax	(0.89)	25.21	10.05	50.42	36.37	69.97
9	Profit / (Loss) for the period (7 - 8)	308.12	987.04	200.16	3,166.63	2,165.56	2,474.71
10	Other Comprehensive Income :						
	(a i) Items that will not be reclassified to Profit & Loss	(2.54)	19.53	(14.48)	(7.62)	(43.45)	(98.46)
	(a ii) Income Tax relating to Items that will not be reclassified to Profit & Loss	0.64	(4.91)	3.65	1.92	10.94	24.78
	(b) Items that will be reclassified to Profit & Loss	-	-	-	-	-	-
11	Total Comprehensive Income for the period (9 + 10)	306.22	1,001.66	189.33	3,160.93	2,133.05	2,401.03
12	Paid up Equity Share Capital (Face Value of Rs.1/- per Equity Share)	920.40	920.40	920.28	920.40	920.28	920.40
13	Other Equity (Excluding Revaluation Reserve)						25,870.07
14	Earnings per share :						
	(a) Basic	0.33	1.08	0.22	3.44	2.35	2.69
	(b) Diluted	0.33	1.07	0.22	3.43	2.35	2.68




THEMIS MEDICARE LTD

NOTES :

- 1) The above Unaudited Financial Results were reviewed by the Audit Committee and have been considered and approved by the Board of Directors at its meeting held on February 14, 2025.
- 2) The above financial results have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act , 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Rules, 2016.
- 3) The Company operates in a single Business segment i.e Pharmaceuticals and hence does not have any reportable segments as per Indian Accounting Standard (Ind AS) 108 - "Operating Segments".
- 4) The Board of Directors at its meeting held on November 18, 2024,
- a) Approved the Scheme of Amalgamation ("Scheme") between the Themis Medicare Limited ("Company") and Gujarat Themis Biosyn Limited ("GTBL") and their respective shareholders and creditors pursuant to section 230 to 232 of the Companies Act, 2013 and other applicable laws. The appointed date for the amalgamation shall be April 1, 2025, or such other date as approved by the Boards of the Parties. Upon the Scheme becoming effective, The Company will issue and allot 118 equity shares of the face value of Re. 1 each, credited as fully paid-up, for every 100 equity shares of the face value of Re. 1 each, fully paid-up, held by shareholders of GTBL as on the record date as per the Scheme and the equity shares held by the Company in GTBL shall stand cancelled. The Scheme is subject to necessary approvals from the SEBI, NCLT, requisite statutory and regulatory authorities and the respective shareholders and creditors under applicable laws.
- b) Approved the withdrawal of the transfer of the API division to its wholly owned subsidiary, Themis Chemicals Private Limited; therefore, the presentation of these financial results in accordance with INDAS 105 is no longer applicable.
- 5) Figures for the corresponding previous year/period have been regrouped/rearranged, wherever necessary, to make them comparable.

By Order of the Board
For THEMIS MEDICARE LTD



Dr. SACHIN PATEL
(Managing Director & CEO)
(DIN No. 00033353)

Place : Mumbai
Date : 14th February, 2025

**INDEPENDENT AUDITORS' REVIEW REPORT ON THE UNAUDITED
STANDALONE QUARTERLY AND YEAR -TO-DATE FINANCIAL RESULTS OF THE
COMPANY PURSUANT TO REGULATION 33 OF THE SEBI (LISTING
OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015, AS
AMENDED**

Review Report to
The Board of Directors
THEMIS MEDICARE LIMITED

1. We have reviewed the accompanying statement of unaudited standalone financial results of THEMIS MEDICARE LIMITED ("the Company") for the quarter ended quarter ended 31st December 2024 and year to date results for the period 1st April 2024 to 31st December 2024 ("the Statement") and being submitted by the Company pursuant to the requirements of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended (the "Listing Regulations").
2. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors of the company at their meeting held on 14th February 2025 and has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("IndAS 34") prescribed under Section 133 of the Companies Act 2013 and other Accounting Principles generally accepted in India and in compliance with Regulation 33 of Listing Regulations. Our responsibility is to issue a report on the statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying the analytical and other review procedures and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies thereon, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **Krishaan & Co.,**
Firm Reg. No.001453S
Chartered Accountants

K Sundarrajan

K Sundarrajan
Partner
Membership No. 208431
UDIN: 25208431BMIFQA3651



Date : 14th February 2025
Place: Mumbai

THEMIS MEDICARE LTD

Statement of Unaudited Financial Results for the quarter and nine months ended 31st December 2024.

(Amount in INR Lakhs)

	Particulars	CONSOLIDATED					
		3 months ended	Preceeding 3 months ended	Corresponding 3 months ended	Year to date figures for the current period ended	Year to date figures for the previous period ended	Year Ended
		31/12/2024 (Unaudited)	30/09/2024 (Unaudited)	31/12/2023 (Unaudited)	31/12/2024 (Unaudited)	31/12/2023 (Unaudited)	31/03/2024 (Audited)
1	Revenue from Operations	9,380.63	11,700.99	8,251.27	33,381.00	28,394.33	38,176.08
2	Other Income	102.17	113.74	56.49	311.76	365.59	475.55
3	Total Income (1 + 2)	9,482.80	11,814.73	8,307.76	33,692.76	28,759.92	38,651.63
4	Expenses :						
	(a) Cost of materials consumed	1,275.67	2,105.74	2,113.45	5,733.35	6,302.23	8,467.33
	(b) Purchases of stock-in-trade	2,250.66	1,812.08	1,811.48	5,736.86	4,182.34	5,361.08
	(c) Changes in inventories of finished goods,work-in-progress and stock in-trade	(676.54)	245.61	(1,276.69)	(329.97)	(735.43)	(157.04)
	(d) Employee benefits expense	2,495.41	2,437.58	1,991.92	7,092.49	5,994.55	8,241.04
	(e) Finance Costs	278.81	244.24	268.49	758.92	721.51	937.66
	(f) Depreciation and amortisation expense	254.03	245.08	309.55	739.72	919.10	1,224.63
	(g) Other expenses	3,182.53	3,387.19	2,804.88	9,665.02	8,429.68	11,113.15
	Total expenses	9,060.57	10,477.52	8,023.08	29,396.39	25,813.98	35,187.85
5	Profit / (Loss) before exceptional items, share of Profit/(Loss) of associates and joint venture and tax (3 - 4)	422.23	1,337.21	284.68	4,296.37	2,945.94	3,463.78
6	Exceptional Items	-	-	-	-	-	-
7	Profit / (Loss) before share of Profit / (Loss) of associates and joint venture and tax (5 - 6)	422.23	1,337.21	284.68	4,296.37	2,945.94	3,463.78
8	Add: Share of Profit / (Loss) of associates and a joint venture for the period - Refer Note No. 4	(256.19)	442.33	537.19	783.78	1,523.45	1,880.54
9	Profit / (Loss) before tax (7 + 8)	166.04	1,779.54	821.87	5,080.15	4,469.39	5,344.32
10	Tax expense :						
	(a) Current Tax	115.00	325.00	75.00	1,080.00	745.00	922.00
	(b) Deferred Tax	(0.89)	25.21	10.05	50.42	36.37	69.97
11	Profit / (Loss) for the period (9 - 10)	51.93	1,429.33	736.82	3,949.73	3,688.02	4,352.35
	Attributable to :						
	Equity holders of the Parent	51.93	1,429.33	736.82	3,949.74	3,688.02	4,352.38
	Non - Controlling interests	-	-	(0.00)	(0.01)	(0.00)	(0.03)
12	Other Comprehensive Income :						
	(a i) Items that will not be reclassified to Profit & Loss	(2.54)	19.53	(14.48)	(7.62)	(43.45)	(98.46)
	(a ii) Income Tax relating to Items that will not be reclassified to Profit & Loss	0.64	(4.91)	3.65	1.92	10.94	24.78
	(a iii) Share of Other Comprehensive Income of Associates and Joint Ventures accounted using equity method	(1.94)	1.96	0.35	(0.17)	1.04	(1.00)
	(b) Items that will be reclassified to Profit & Loss	-	(0.72)	-	(0.72)	-	0.72
13	Total Comprehensive Income for the period (11 + 12)	48.09	1,445.19	726.34	3,943.14	3,656.55	4,278.39
	Attributable to :						
	Equity holders of the Parent	48.09	1,445.19	726.34	3,943.15	3,656.55	4,278.42
	Non - Controlling interests	-	-	(0.00)	(0.01)	(0.00)	(0.03)
14	Paid up Equity Share Capital (Face Value of Rs.1/- per Equity Share)	920.40	920.40	920.28	920.40	920.28	920.40
15	Other Equity (Excluding Revaluation Reserve)						33,509.12
16	Earnings per share :						
	(a) Basic	0.06	1.55	0.80	4.29	4.01	4.73
	(b) Diluted	0.06	1.55	0.80	4.28	4.00	4.72






THEMIS MEDICARE LTD

NOTES :

- 1) The above Unaudited Financial Results were reviewed by the Audit Committee and have been considered and approved by the Board of Directors at its meeting held on February 14, 2025.
- 2) The above financial results have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act , 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Rules, 2016.
- 3) The Company operates in a single Business segment i.e Pharmaceuticals and hence does not have any reportable segments as per Indian Accounting Standard (Ind AS) 108 - "Operating Segments".
- 4) Note on Fire incident :
A fire occurred at Richter Themis Medicare (India) Private Limited, (RTMIPL) a Joint Venture ('JV') of the Company on 07.11.2024 at its Vapi factory. The estimated share of loss of JV amounting to Rs. 556.99 Lakhs has been dealt with in this Consolidated Financial Statement under the head Share of Profit / (Loss) of associates and JV for the quarter ended 31.12.2024.
RTMIPL is in the process of filing a claim against the loss due to the fire with its Insurance Provider.
The Net loss of associates and JV for the quarter ended 31.12.2024 amounts to Rs. 256.19 Lakhs.
- 5) Figures for the corresponding previous year/period have been regrouped/rearranged, wherever necessary, to make them comparable.

By Order of the Board
For THEMIS MEDICARE LTD



Dr. SACHIN PATEL
(Managing Director & CEO)
(DIN No. 00033353)

Place : Mumbai
Date : 14th February, 2025

INDEPENDENT AUDITORS' REVIEW REPORT ON THE UNAUDITED CONSOLIDATED QUARTERLY AND YEAR -TO-DATE FINANCIAL RESULTS OF THE COMPANY PURSUANT TO REGULATION 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015, AS AMENDED

Review Report to
The Board of Directors
THEMIS MEDICARE LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **THEMIS MEDICARE LIMITED** ("the Parent"), its subsidiaries (the Parent and its subsidiaries together referred to as ("the Group")), and its share of the net profit after tax and total comprehensive income of its associates for the quarter ended 31st December 2024 and year to date results for the period 1st April 2024 to 31st December 2024 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors,, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("IndAS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations and which has been initialled by us for identification purposes. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



We have also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

Subsidiaries

- a) Carpo Medical Limited (UK)
- b) Themis Chemicals Private Limited
- c) Artemis biotech Limited
- d) Dr. Themis Private Limited

Associates

- a) Gujarat Themis Biosyn Limited
- b) Long Island Nutritionals Private Limited

Associate (Joint Venture)

- a) Richter Themis Medicare (India) Private Limited

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We did not review the interim financial information of 4 subsidiaries included in the consolidated unaudited financial results, whose interim financial information reflect total assets of Rs. 9.93 lakhs as at 31st December 2024 and total revenues of Rs. Nil, and Rs. Nil, **total net loss** after tax of Rs. Nil and Rs. 0.67 lakhs and total comprehensive income of Rs. NIL and Rs. NIL, for the quarter ended 31st December 2024 and year to date results for the period 1st April 2024 to 31st December 2024. The consolidated unaudited financial results also includes 2 Associates and 1 Joint Venture, whose interim financial information reflects total assets of Rs. 41,900.00 lakhs as at 31st December 2024 and total revenues of Rs.6,508.68 lakhs and Rs.22,971.97 lakhs, total net profit after tax of Rs. 160.39 lakhs and Rs. 3668.75 and total comprehensive income of Rs.(8.34) lakhs and Rs.(0.71) lakhs for the quarter ended 31st December 2024 and year to date results for the period 1st April 2024 to 31st December 2024. These financial information have been reviewed by other auditors



whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, are based solely on the report of the other auditors and the procedures performed by us as stated in paragraph 3 above. Our conclusion on the statement is not modified in respect of the above matter.

7. One Subsidiary is located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles, generally accepted in that country and which have been audited by other auditor under generally accepted auditing standards applicable in that country. The company's management has converted the financial statement of such subsidiary located outside India from the accounting principles generally accepted in its country to accounting principles generally accepted in India. We have audited this conversion adjustments made by the company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report of the other auditor and the conversion adjustments prepared by the management of the company and audited by us.

Our conclusion on the Statement is not modified in respect of the above matter

For Krishnaan & Co.,
Firm Reg. No.001453S
Chartered Accountants

K Sundarajan

K Sundarajan
Partner
Membership No. 208431
UDIN: 25208431BMIFQB3044



Date : 14th February 2025
Place: Mumbai