



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.in

GTBL/BSE/NSE/2026-27/21

29th May, 2026

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Scrip Code – 506879

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

Dear Sir / Madam,

Sub: - Annual Secretarial Compliance Report for the Financial Year 2024-25:

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), read along with SEBI Circular CIR/CFD/ CMD1/27 /2019 dated February 8, 2019, please find enclosed herewith the Annual Secretarial Compliance Report of the Company issued by M/s. KRS AND CO., Practicing Company Secretaries for the financial year 2025-26.

This is for the information of the exchange and the members

Kindly acknowledge.

Thanking you,

Yours faithfully

For Gujarat Themis Biosyn Limited

Vineet Gawankar
Company Secretary and Compliance Officer

**SECRETARIAL COMPLIANCE REPORT OF GUJARAT THEMIS BIOSYN LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026**

To,
Gujarat Themis Biosyn Limited
69/C, GIDC Industrial Estate,
Vapi, Valsad,
Gujarat 396195 IN.

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Gujarat Themis Biosyn Limited (CIN: L24230GJ1981PLC004878)** [hereinafter referred to as 'the listed entity'], having its Registered Office at 69/C, GIDC Industrial Estate, Vapi, Valsad, Gujarat 396195 IN. The Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that in my opinion, the listed entity has, during the review period covering the financial year ended on **March 31, 2026**, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I, **Ketan Ravindra Shirwadkar**, Company Secretary and proprietor of KRS AND CO. have examined:

- (a) all the documents and records made available to me and explanation provided by Gujarat Themis Biosyn Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this report, for the financial year ended **31st March 2026** ("Review Period") in respect of compliance with the provisions of:
 - i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and



- ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. **(Not Applicable to the listed entity during the Review Period)**
- f) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the listed entity during the Review Period)**
- g) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the listed entity during the Review Period)**
- h) Securities and Exchange Board of India (Issue and Listing of Non -Convertible Securities) Regulations, 2021; **(Not Applicable to the listed entity during the Review Period)**

and Circulars / Guidelines issued thereunder;

Based on the above examination, I hereby report that during the Review Period:

- (a) **The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:**

Sr. No.	Compliance Requirement (Regulation / circulars/guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary for the Year Ended 2026	Management Response	Remarks
NIL										

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	The company failed to comply with Regulation 295(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 in implementing the bonus issue within a period of two months from the date of meeting of its Board of Directors approving the Bonus Issue	31 st March, 2025	As per Regulation 295(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, in implementing the bonus issue within a period of two months from the date of meeting of its Board of Directors approving the Bonus Issue	Fine amount of Rs. 9,72,000/- (incl. GST) was levied for delay of 41 days by BSE	The Company has accepted the delay and paid the fine	Fine has been duly paid by the listed entity.

I, Ketan Ravindra Shirwadkar, Company Secretary and Proprietor of KRS and CO., hereby report that, during the Review Period the compliance status of the listed entity is appended as below;

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	-
2.	Adoption and timely updation of the Policies: a) All applicable policies under SEBI Regulations	Yes	-



	are adopted with the approval of board of directors of the listed entities		
	b) All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.	Yes	-
3.	Maintenance and disclosures on Website:		
	a) The Listed entity is maintaining a functional website.	Yes	-
	b) Timely dissemination of the documents/ information under a separate section on the website.	Yes	-
	c) Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website.	Yes	-
4.	Disqualification of Director:		
	None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	-
5.	To examine details related to Subsidiaries of listed entities:		
	(a) Identification of material subsidiary companies. (b) Requirements with respect to disclosure of material as well as other subsidiaries.	NA	Company has no subsidiary company
6.	Preservation of Documents:		
	The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	-
7.	Performance Evaluation:		
	The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	-
8.	Related Party Transactions:		
	(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.	Yes	-
	(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently	Yes	-



	approved/ratified/rejected by the Audit committee.		
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	-
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	Yes	-
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the Listing Regulations.	NA	There was no resignation of statutory auditor from the listed entity during the Review Period. Further, the listed entity does not have any material subsidiary company.
13.	Additional non-compliances, if any: No additional non-compliance observed for all SEBI regulation/circular/guidance note etc., except as reported above.	Yes	-

I further report that the listed entity is in compliance / not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of Regulation 46(2)(za) of the LODR Regulations – **Not Applicable during the year under review.**

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. My responsibility is to certify based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.



4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity

Date: 25-05-2026
Place: Thane
ICSI UDIN: F013938H000475291
PEER REVIEW NO: 3967/2023
ICSI FRN: S2017MH469000



For KRS AND CO.
Practicing Company Secretaries

A handwritten signature in blue ink, appearing to read "Ketan".

Ketan Ravindra Shirwadkar
Proprietor
FCS No.: 13938
COP No. 15386