



**MPS PHARMAA LIMITED**  
**(FORMERLY ADVIK LABORATORIES LIMITED)**

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**Dated: 18.07.2023**

**To,**  
**The Manager (Listing),**  
**BSE Limited,**  
**1st Floor, P. J. Towers,**  
**Dalal Street,**  
**Mumbai – 400001**

**Subject: Submission of Corporate Governance Report for the quarter ended 30<sup>th</sup> June, 2023**

**Ref: BSE Scrip Code– 531686; ASE Scrip Code– 01636 (ADVIK LABO)**

**Dear Sir,**

Please find enclosed herewith the Corporate Governance Report for the quarter ended 30<sup>th</sup> June, 2023 in the prescribed format as per the requirements of Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your kind perusal.

We hope that you will find the above in order.

This is for your information and records please.

Thanking You.

**Yours Faithfully,**  
**For MPS Pharmaa Limited**  
**(Formerly known as Advik laboratories Limited )**

**POOJA CHUNI** Digitally signed by POOJA CHUNI  
Date: 2023.07.19 12:09:35 +05'30'

**Pooja Chuni**  
**Company Secretary**

**CC:**

**The Manager (Listing)**  
**Ahmedabad Stock Exchange Ltd.,**  
**1st Floor, Kamdhenu Complex,**  
**Opp. Sahajanand College, Panjarapole,**  
**Ambawadi, Ahmedabad - 380015**

**Encl : As Above**

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**CIN No. : L74899HR1994PLC038300**

**Corporate Office : 703, Arunachal building 19, Barakhamba Road, Connaught Place, New Delhi 110001**

**Phones: 011-42424884, 43571040-45, Fax: 011-43571047**

**Regd. Office & Factory: 138, ROZ-Ka Meo Industrial Area, Sohna - 122103 (Distt.Mewat), Haryana**  
**Phones: 0124-2362471 Email:info@mpspharmaa.com Website: www.mpspharmaa.com**

<b>General information about company</b>	
Scrip code	531686
NSE Symbol	N.A.
MSEI Symbol	N.A.
ISIN	INE537C01019
Name of the entity	MPS Pharmaa Limited( Formerly Advik Laboratories Limited)
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

has a Regular Chairperson		No														
is related to MD or CEO		Yes														
		Disqualification of Directors under section 164 of the Companies Act, 2013														
Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Director in listed entities including this listed entity (Refer Regulation 17A(1) Listing Regulations)
Active Director	Chairperson related to Promoter	MD	06-10-1963	No				Active	NA		31-07-2013	29-09-2021			3	0
Active - Independent Director	Not Applicable		07-01-1966	No				Active	NA		26-12-2013	25-09-2019		60	2	2
Active - Independent Director	Not Applicable		07-01-1955	No				Active	NA		31-01-2017	31-01-2022		60	6	5
Active - Independent Director	Not Applicable		10-05-1972	No				Active	NA		23-08-2019	29-09-2022			1	0

<b>Text Block</b>	
Textual Information(1)	<p>Mr. Peeyush Kumar Aggarwal was appointed as a Non-Executive Director liable to retire by rotation on 31-07-2013. Further the Board of Directors of the company in its meeting held on 23-08-2019 recommended to re-designate Mr. Peeyush Kumar Aggarwal as the Managing Director of the Company, and seeked the approval of the shareholders at the 25th AGM of the company held on 25-09-2019. The resolution for appointment of Mr. Peeyush Kumar Aggarwal as the Managing Director of the Company was duly passed by the shareholders by requisite majority in the Annual General Meeting of the company held on 25.09.2019. In the AGM held on 29-09-2021 he was reappointed as a Director liable to retire by rotation.</p> <p>Mr. Manoj Kumar Jain was initially appointed as an Additional Director of the Company w.e.f. 26-12-2013 as per Section 161 of the Companies Act, 2013 to hold the office upto the conclusion of the next AGM. He was appointed as an Independent Director of the Company w.e.f. 30-09-2014 for a period of 5 years in the AGM held on 30-09-2014. The tenure of Mr. Manoj Kumar Jain as an Independent Director of the Company was expiring at the 25th AGM of the company held on 25-09-2019. Hence, on the recommendation of the Nomination and Remuneration Committee, the Board recommended to reappoint Mr. Manoj Kumar Jain as an Independent Director of the Company and for this purpose, seeked the approval of the shareholders at the 25th AGM of the company held on 25-09-2019. The resolution for re appointment of Mr. Manoj Kumar Jain as the Independent Director of the Company was duly passed by the shareholders by requisite majority in the Annual General Meeting of the company held on 25.09.2019. He resigned from the post of Independent Director w.e.f 04-07-2023</p> <p>Ms. Madhu Sharma was initially appointed on 31.01.2017 as an Additional Director categorised as an Independent Director of the Company. She was further regularised as an Independent Director of the Company by the shareholders in the Annual General Meeting held on 29.09.2017. She was reappointed in the AGM held on 29-09-2021 as an Independent Director of the Company, for a second term of Five (5) years i.e. w.e.f. 31st January, 2022 up to 30th January, 2027.</p> <p>Mr. Ram Niwas Sharma was appointed as the Additional Director of the company in the meeting of the Board of Directors held on 23.08.2019. Further he was re-appointed as the Director of the company, liable to retire by rotation in the Annual General Meeting of the company held on 29.09.2022</p>

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01887411	MANOJ KUMAR JAIN	Non-Executive - Independent Director	Chairperson	03-11-2016		
2	00090423	PEEYUSH KUMAR AGGARWAL	Executive Director	Member	23-04-2019		
3	06947852	MADHU SHARMA	Non-Executive - Independent Director	Member	04-02-2017		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01887411	MANOJ KUMAR JAIN	Non-Executive - Independent Director	Chairperson	03-11-2016		
2	08427985	RAM NIWAS SHARMA	Non-Executive - Non Independent Director	Member	23-08-2019		
3	06947852	MADHU SHARMA	Non-Executive - Independent Director	Member	31-01-2017		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01887411	MANOJ KUMAR JAIN	Non-Executive - Independent Director	Chairperson	04-02-2017		
2	00090423	PEEYUSH KUMAR AGGARWAL	Executive Director	Member	23-04-2019		
3	06947852	MADHU SHARMA	Non-Executive - Independent Director	Member	01-04-2018		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks



Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	
1	03-02-2023				Yes	4	4	2
2	31-03-2023		55		Yes	4	4	2
3		29-05-2023	58		Yes	4	4	2

<b>Text Block</b>	
Textual Information(1)	A separate meeting of Independent Directors was held on 30.03.2023 wherein all the Independent Directors were present.

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory								Textual Information(1)		
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	03-02-2023				Yes	3	3	2	0
2	Audit Committee	29-05-2023	114			Yes	3	3	2	0
3	Nomination and remuneration committee	30-03-2023				Yes	3	3	2	0
4	Nomination and remuneration committee	29-05-2023	59			Yes	3	3	2	0
5	Stakeholders Relationship Committee	11-01-2023				Yes	3	3	2	0
6	Stakeholders Relationship Committee	08-04-2023	86			Yes	3	3	2	0

<b>Text Block</b>	
Textual Information(1)	<p>1 .The members present at the meeting of the Audit Committee held on 03-02-2023 and 29-05-2023 are:</p> <ul style="list-style-type: none"><li>(a) Mr. Manoj Kumar Jain (Chairman)</li><li>(b) Mr. Peeyush Kumar Aggarwal (Member)</li><li>(c) Ms. Madhu Sharma (Member)</li></ul> <p>2. The members present at the meeting of the Nomination Remuneration Committee held on 30-03-2023 and 29-05-2023 are:</p> <ul style="list-style-type: none"><li>(a) Mr. Manoj Kumar Jain (Chairman)</li><li>(b) Mr. Ram Niwas Sharma (Member)</li><li>(c) Ms. Madhu Sharma (Member)</li></ul> <p>3. The members present at the meeting of the Stakeholders Relationship Committee held on 11-01-2023 and 08-04-2023 are</p> <ul style="list-style-type: none"><li>(a) Mr. Manoj Kumar Jain (Chairman)</li><li>(b) Mr. Peeyush Kumar Aggarwal (Member)</li><li>(c) Ms. Madhu Sharma (Member)</li></ul>

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Pooja Chuni
2	Designation	Company Secretary and Compliance Officer

<b>Signatory Details</b>	
Name of signatory	Pooja Chuni
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	18-07-2023

