



MPS PHARMAA LIMITED
(FORMERLY ADVIK LABORATORIES LIMITED)

Dated: 20.01.2023

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 31st December, 2022

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 31st December, 2022 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: 2023.01.20 12:35:13 +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

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

General information about company	
Scrip code	531686
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE537C01019
Name of the entity	MPS PHARMAA LIMITED (FORMERLY ADVIK LABORATORIES LIMITED)
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
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)				
Whether the listed entity has a Regular Chairperson						No														
Whether Chairperson is related to MD or CEO						Yes	Disqualification of Directors under section 164 of the Companies Act, 2013													
AN	DIN	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 Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Chairperson in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
'A6470C	00090423	Executive Director	Chairperson related to Promoter	MD	06-10-1963	No				Active	NA		31-07-2013	29-09-2021			3	0	6	0
K6177A	01887411	Non-Executive - Independent Director	Not Applicable		07-01-1966	No				Active	NA		26-12-2013	25-09-2019		60	3	3	4	4
S5514G	06947852	Non-Executive - Independent Director	Not Applicable		07-01-1955	No				Active	NA		31-01-2017	31-01-2022		60	6	5	5	3
'S7567H	08427985	Non-Executive - Non Independent Director	Not Applicable		10-05-1972	No				Active	NA		23-08-2019	29-09-2022			2	0	0	0

Text Block	
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.</p> <p>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.</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> <p>The composition of Board of Directors is in compliance with the requirements of Regulation 17(1) of SEBI(LODR) Regulations, 2015</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								
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)	No. of Independent Directors attending the meeting*
1	12-08-2022				Yes	4	4	2
2	19-08-2022				Yes	4	4	2
3	01-09-2022				Yes	4	4	2
4		12-11-2022	71		Yes	4	4	2
5		15-12-2022	32		Yes	4	4	2

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	12-08-2022				Yes	3	3	2	0
2	Audit Committee	19-08-2022	6			Yes	3	3	2	0
3	Audit Committee	01-09-2022	12			Yes	3	3	2	0
4	Audit Committee	12-11-2022	71			Yes	3	3	2	0
5	Nomination and remuneration committee	01-09-2022				Yes	3	3	2	0
6	Stakeholders Relationship Committee	07-07-2022				Yes	3	3	2	0

Annexure 1										
IV. Meeting of Committees										
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)
7	Stakeholders Relationship Committee	01-09-2022	55			Yes	3	3	2	0
8	Stakeholders Relationship Committee	10-10-2022	38			Yes	3	3	2	0

Text Block	
Textual Information(1)	<p>1 .The members present at the meeting of the Audit Committee held on 15-04-2022, 23-04-2022 and 21-05-2022, 12-08-2022, 19-08-2022 and 01-09-2022 are:</p> <p>(a) Mr. Manoj Kumar Jain (Chairman)</p> <p>(b) Mr. Peeyush Kumar Aggarwal (Member)</p> <p>(c) Ms. Madhu Sharma (Member)</p> <p>2. The members present at the meeting of the Nomination Remuneration Committee held on 01-09-2022 are:</p> <p>(a) Mr. Manoj Kumar Jain (Chairman)</p> <p>(b) Mr. Ram Niwas Sharma (Member)</p> <p>(c) Ms. Madhu Sharma (Member)</p> <p>3. The members present at the meeting of the Stakeholders Relationship Committee held on 09-04-2022, 07-07-2022 and 01-09-2022 are</p> <p>(a) Mr. Manoj Kumar Jain (Chairman)</p> <p>(b) Mr. Peeyush Kumar Aggarwal (Member)</p> <p>(c) Ms. Madhu Sharma (Member)</p>

Annexure 1			
V. Related Party Transactions			
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

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	POOJA CHUNI
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	POOJA CHUNI
Designation of person	Company Secretary and Compliance Officer
Place	NEW DELHI
Date	19-01-2023

