



MPS PHARMAA LIMITED
(FORMERLY ADVIK LABORATORIES LIMITED)

Dated: 19.07.2024

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 30th June, 2024

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 30th June, 2024 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
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	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	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-06-2024
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
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	PEEYUSH KUMAR AGGARWAL	AACPA6470C	00090423	Executive Director	Chairperson related to Promoter	MD	06-10-1963
2	Mr	AJAY SHARMA	APDPS0032C	03344008	Non-Executive - Independent Director	Not Applicable		02-05-1973
3	Mrs	MADHU SHARMA	BSYPS5514G	06947852	Non-Executive - Independent Director	Not Applicable		07-01-1955
4	Mr	RAM NIWAS SHARMA	AQDPS7567H	08427985	Non-Executive - Non Independent Director	Not Applicable		10-05-1972

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active

I. Composition of Board of Directors													
Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		31-07-2013	29-09-2023			4	0	6	0			
2	NA		13-07-2023	29-09-2023		60	3	3	1	4			
3	NA		31-01-2017	31-01-2022		60	6	5	6	2			
4	NA		23-08-2019	29-09-2022			2	0	0	1			

Text Block

Textual Information(1)

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 sought 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 29-09-2023 he was reappointed as a Director liable to retire by rotation.

Mr. Ajay Sharma was appointed as an Additional Director categorised as an Independent Director of the Company w.e.f. 13-07-2023 as per Section 161 of the Companies Act, 2013 to hold the office upto the conclusion of the ensuing AGM. He was appointed as an Independent Director of the Company by the shareholders of the company for a period of 5 years in the AGM held on 29-09-2023.

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.

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.

The composition of Board of Directors is in compliance with the requirements of Regulation 17(1) of SEBI(LODR) Regulations, 2015

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	06947852	MADHU SHARMA	Non-Executive - Independent Director	Chairperson	04-02-2017		
2	00090423	PEEYUSH KUMAR AGGARWAL	Executive Director	Member	23-04-2019		
3	03344008	AJAY SHARMA	Non-Executive - Independent Director	Member	13-07-2023		

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	03344008	AJAY SHARMA	Non-Executive - Independent Director	Chairperson	13-07-2023		
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	08427985	RAM NIWAS SHARMA	Non-Executive - Non Independent Director	Chairperson	13-07-2023		
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)	
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	13-02-2024				Yes	4	4	2
2	30-03-2024		45		Yes	4	4	2
3		30-05-2024	60		Yes	4	4	2

Text Block	
Textual Information(1)	A separate meeting of Independent Directors was also held on 26-03-2024, 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	13-02-2024				Yes	3	3	2	0
2	Audit Committee	10-04-2024	56			Yes	3	3	2	0
3	Audit Committee	30-05-2024	49			Yes	3	3	2	0
4	Nomination and remuneration committee	29-03-2024				Yes	3	3	2	0
5	Nomination and remuneration committee	15-04-2024	16			Yes	3	3	2	0
6	Stakeholders Relationship Committee	10-01-2024				Yes	3	3	1	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	09-04-2024	89			Yes	3	3	1	0

Text Block

Textual Information(1)

The members present at the meeting of the Audit Committee held on 13-02-2024, 10-04-2024 and 30-05-2024 are:

- (a) Ms. Madhu Sharma (Chairman)
- (b) Mr. Peeyush Kumar Aggarwal (Member)
- (c) Mr. Ajay Sharma (Member)

The members present at the meeting of the Nomination Remuneration Committee held on 29-03-2024 and 15-04-2024 are:

- (a) Mr. Ajay Sharma (Chairman)
- (b) Mr. Ram Niwas Sharma (Member)
- (c) Ms. Madhu Sharma (Member)

The members present at the meeting of the Stakeholders Relationship Committee held on 10-01-2024 and 09-04-2024 are

- (a) Mr. Ram Niwas Sharma (Chairman)
- (b) Mr. Peeyush Kumar Aggarwal (Member)
- (c) Ms. Madhu Sharma (Member)

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	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block	
Textual Information(1)	At the 29th Annual General Meeting of the Company held on Friday, September 29, 2023, the Company has obtained the approval of Members for Material Related Party Transactions covered under Item No. 3 of the Notice (dated August 29, 2023) of the Annual General Meeting

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

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	POOJA CHUNI
Designation of person	Company Secretary and Compliance Officer
Place	NEW DELHI
Date	18-07-2024

