



**Navigant**

**NAVIGANT CORPORATE ADVISORS LIMITED**

**Regd Office:** 4118, Rustomjee Eaze Zone, Laxmi Singh Complex, Goregaon Mulund Link Road,  
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**Corporate Office:** 423, A Wing, Bonanza, Sahar Plaza Complex, J B Nagar, Andheri-Kurla Road,  
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**Email:** [navigant@navigantcorp.com](mailto:navigant@navigantcorp.com); **Website:** [www.navigantcorp.com](http://www.navigantcorp.com) (CIN: L67190MH2012PLC231304)

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**Date:** 20.02.2023

To  
The Manager  
Dept. of Corporate Services  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai - 400 001

**Sub: Submission of Pre Offer Advertisement in terms of Regulation 18 (7) of SEBI SAST (Regulations), 2011 of Prism Medico and Pharmacy Limited (BSE Code: 512217)**

**Ref.: Open Offer to acquire upto 15,76,492 equity shares of Rs. 10/- each at a price of Rs. 11/- per fully paid-up Equity Share of Prism Medico and Pharmacy Limited ('Target Company') representing 26.00% of the fully paid -up equity and voting share capital by M/s. Symbiosis Pharmaceuticals Private Limited (Acquirer 1), M/s. Galaxy Vitacare Private Limited (Acquirer 2) and Mr. Ramit Walia (Acquirer 3) (hereinafter referred to as "the Acquirers")**

Dear Sir,

This is with reference to the above please find the Pre Offer Advertisement in terms of Regulation 18 (7) of SEBI SAST (Regulations), 2011 hard and soft copy being issued by us on behalf of captioned Acquirers with regard to open offer for acquisition of Equity Shares of Prism Medico and Pharmacy Limited (Target Company) by Acquirers which was published on 20<sup>th</sup> February, 2023 in Financial Express - English Daily (all editions); Jansatta - Hindi Daily (all editions); Pratahkal - Marathi Daily (Mumbai edition); Aapka Faisla - Shimla Edition covers Sirmour.

We certify that the contents of the PDF format in soft copy are identical with the hard copy of Pre Offer Advertisement.

Thanks & Regards,

**For Navigant Corporate Advisors Limited**



**Sarthak Vijlani**  
Managing Director

# OFFER OPENING PUBLIC ANNOUNCEMENT TO THE SHAREHOLDERS OF PRISM MEDICO AND PHARMACY LIMITED

(CIN: L24100HP2002PLC009299)  
("PRISM" / "TARGET COMPANY" / "TC")

Registered Office: Suketi Road, Kala Amb, Sirmaur, Himachal Pradesh-173 030, India  
Phone No. +91-172-5020759; Email id: [investorgrievancewml@gmail.com](mailto:investorgrievancewml@gmail.com); Website: [www.prismmedico.in](http://www.prismmedico.in)

This Advertisement is being issued by Navigant Corporate Advisors Limited, on behalf of M/s. Symbiosis Pharmaceuticals Private Limited (Acquirer - 1), M/s. Galaxy Vitacare Private Limited (Acquirer - 2) and Mr. Ramit Walia (Acquirer - 3) (Acquirer-1, Acquirer-2 and Acquirer-3 being collectively referred to as "Acquirers") pursuant to regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("**SEBI (SAST) Regulations**") in respect of Open Offer ("**Offer**") for the acquisition up to 15,76,492 Equity Shares of Rs. 10/- each representing 26.00% of the total equity and voting share capital of the Target Company. The Detailed Public Statement ("**DPS**") pursuant to the Public Announcement ("**PA**") made by the Acquirers have appeared in Financial Express - English Daily (all editions); Jansatta - Hindi Daily (all editions); Pratahkal - Marathi Daily (Mumbai edition); Aapka Faisla - Shimla Edition covers Sirmour on December 05, 2022.

1. The Offer Price is Rs. 11.00/- (Rupee Eleven only) per equity share payable in cash ("**Offer Price**").
2. Committee of Independent Directors ("**IDC**") of the Target Company are of the opinion that the Offer Price of Rs. 11.00/- (Rupee Eleven only) offered by the Acquirers is in accordance with the relevant regulations prescribed in the Takeover Code and prima facie appear to be justified. The recommendation of IDC was published in the aforementioned newspapers on February 17, 2023.
3. There has been no competitive bid to this Offer.
4. The completion of dispatch of The Letter of Offer ("**LOF**") to all the Public Shareholders of Target Company was completed on February 14, 2023.
5. Please note that a copy of the LOF is also available on the website of Securities and Exchange Board of India (SEBI), [www.sebi.gov.in](http://www.sebi.gov.in) and also on the website of Manager to the Offer, [www.navigantcorp.com](http://www.navigantcorp.com) and shareholders can also apply on plain paper as per below details:  
Eligible Person(s) may participate in the Offer by approaching their respective Broker/Selling Broker and tender Shares in the Open Offer as per the procedure along with other details.
6. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer had been submitted to SEBI on December 12, 2022. We have received the final observations in terms of Regulation 16(4) of the SEBI (SAST) Regulations from SEBI vide its Letter No. SEBI/HO/CFD/RAC-2/P/OW/4759/1/2023 dated February 03, 2023 which have been incorporated in the LOF.
7. **Any other material changes from the date of PA: Nil**
8. **Schedule of Activities:**

Activity	Original Date	Original Day	Revised Date	Revised Day
Public Announcement	28.11.2022	Monday	28.11.2022	Monday
Publication of Detailed Public Statement in newspapers	05.12.2022	Monday	05.12.2022	Monday
Submission of Detailed Public Statement to BSE, MSEI, Target Company & SEBI	05.12.2022	Monday	05.12.2022	Monday
Last date of filing draft letter of offer with SEBI	12.12.2022	Monday	12.12.2022	Monday
Last date for a Competing offer	26.12.2022	Monday	26.12.2022	Monday
Receipt of comments from SEBI on draft letter of offer	02.01.2023	Monday	03.02.2023	Friday
Identified date*	04.01.2023	Wednesday	07.02.2023	Tuesday
Date by which letter of offer be dispatched to the shareholders	11.01.2023	Wednesday	14.02.2023	Tuesday
Last date for revising the Offer Price	17.01.2023	Tuesday	20.02.2023	Monday
Comments from Committee of Independent Directors of Target Company	16.01.2023	Monday	17.02.2023	Friday
Advertisement of Schedule of activities for open offer, status of statutory and other approvals in newspapers and sending to SEBI, Stock Exchange and Target Company	17.01.2023	Tuesday	20.02.2023	Monday
Date of Opening of the Offer	18.01.2023	Wednesday	21.02.2023	Tuesday
Date of Closure of the Offer	01.02.2023	Wednesday	06.03.2023	Monday
Payment of consideration for the acquired shares	15.02.2023	Wednesday	21.03.2023	Tuesday
Final report from Merchant Banker	22.02.2023	Wednesday	29.03.2023	Wednesday

\*Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of equity shares of the Target Company (except the Acquirers, Promoter(s) and Sellers) are eligible to participate in the Offer any time before the closure of the Offer.

Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, DPS and LOF.

ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRERS

M/S. SYMBIOSIS PHARMACEUTICALS PRIVATE LIMITED, M/S. GALAXY VITACARE PRIVATE LIMITED AND MR. RAMIT WALIA



## NAVIGANT CORPORATE ADVISORS LIMITED

423, A Wing, Bonanza, Sahar Plaza Complex, J B Nagar, Andheri Kurla Road, Andheri (East),  
Mumbai - 400 059. Tel No. +91 22 4120 4837 / 4973 5078;

Email id: [navigant@navigantcorp.com](mailto:navigant@navigantcorp.com); Website: [www.navigantcorp.com](http://www.navigantcorp.com)

SEBI Registration No: INM000012243; Contact person: Mr. Sarthak Vijiani

Place: Mumbai  
Date: February 17, 2023