

PRISM MEDICO AND PHARMACY LIMITED

CIN: L24100HP2002PLC009299; Email Id: investorgrievancewmcl@gmail.com

Registered Office: Suketi Road, Kala Amb, Sirmaur, Himachal Pradesh-173030.

Date: 22.07.2023

To, Department of Corporate Services, BSE LIMITED P. J. Towers, Dalal Street, Mumbai, Maharashtra-400001. ISIN : INE730E01016 Scrip Code: 512217	To, Listing Department, Metropolitan Stock Exchange of India Limited (MSEI) Vibgyor Towers, 4 th Floor, Plot Number C 62, G - Block, Opposite Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai, Maharashtra-400098. SYMBOL: PRISMMEDI
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Reference: Outcome of the Board Meeting - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Subject: Clarification on the outcome of the Board Meeting held on 20th July, 2023.

Dear Sir/Madam,

With reference to the captioned subject, it is informed that the Board of Directors of the company at their meeting held on 20th July, 2023 which commenced at 11:30 A.M. and concluded at 01:00 P.M. had inter alia approved the following:

- The Board considered and recommended the appointment of Ms. Sakshi Laller (DIN: 10163397) as a Whole Time Director (Promoter, Executive Director, Women Director) of the company.
- The Board considered and recommended the regularisation of appointment of Mr. Vishwambhar Dayal Gupta (DIN: 00152580) as a Director (Promoter, Non-Executive Director) of the company.
- The Board considered and recommended to increase the authorised share capital of the company.
- The Board considered and approved the notice of Extra Ordinary General Meeting of the company to be held on Monday the 14th day of August, 2023 at 12:30 P.M. through Video Conferencing/Other Audio Visual Means;
- The Board considered and fixed 07th August, 2023 as the cut-off date to record the entitlement of the shareholders, to cast their votes electronically for the ensuing Extra Ordinary General Meeting of the company.
- The Board considered and fixed the date for closure of Register of Members and Share Transfer Books from 08th August, 2023 to 14th August, 2023 (both days inclusive) for the purpose of Extra Ordinary General Meeting;

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- The Board considered and approved the appointment of Ms. Riya Garg proprietor of M/s. Riya Garg and Associates, Company Secretaries, Punjab as scrutinizer to conduct e-voting process of Extra Ordinary General Meeting of the company.
- The Board considered and approved the appointment of Mr. Shubham proprietor of M/s. SDK and Associates, Company Secretaries, Punjab as Secretarial Auditor of the company for the Financial Year 2022-2023.

The outcome of the said meeting was submitted with the stock exchange on the same day i.e. on 20th July, 2023 itself. However, since inadvertently the details required as per SEBI circular number CIR/CFD/CMD/4/2015 dated September 09, 2015 could not be attached with the said outcome, therefore, the outcome of the said meeting is being submitted afresh for the information of the stock exchange and general public.

You are requested to kindly take the same on record and oblige.

Thanking You.

Yours Truly,

FOR PRISM MEDICO AND PHARMACY LIMITED

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**DAVENDER SINGH
DIRECTOR (DIN: 09447213)**

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Brief profile of Ms. Sakshi Laller.

S. NO.	PARTICULARS	INFORMATION
1. /	Directors Identification Number (DIN).	10163397
2. /	Type of event.	Ratification of appointment of Ms. Sakshi Laller as a Whole Time Director (Women Director) of the company by the members of the company pursuant to the provisions of Section 196 of the Companies Act, 2013 and Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3.	Date of Appointment.	16 th May, 2023.
4.	Term of Appointment.	Five Years.
5.	Category.	Promoter, Executive Director, Women Director.
6. /	Brief Profile.	She is having an experience of 4 years in the field of pharmaceutical industry as well as domestic and export market.
7.	Qualification.	She has completed her graduation in B. Pharma.
8. /	Expertise.	She has a good experience in handling and managing production, sales and export in the pharmaceutical industry.
9.	Disclosure of Relationships between Directors.	Ms. Sakshi Laller is not related to any Director or Promoter of the company.

FOR PRISM MEDICO AND PHARMACY LIMITED

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DAVENDER SINGH
DIRECTOR (DIN: 09447213).

Brief profile of Mr. Vishwambhar Dayal Gupta.

S. NO.	PARTICULARS	INFORMATION
1.	Directors Identification Number (DIN).	00152580
2.	Type of event.	Regularisation of appointment of Mr. Vishwambhar Dayal Gupta as a Director (Non-Executive) of the company by the members of the company pursuant to the provisions of Section 160 of the Companies Act, 2013 and Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3.	Date of Appointment as an Additional Director.	16 th May, 2023.
4.	Date of Appointment as a Director.	14 th August, 2023.
5.	Term of Appointment.	Not Applicable.
6.	Category.	Promoter, Non-Executive Director.
7.	Brief Profile.	He is having experience of more than 50 years in the field of pharmaceutical industry.
8.	Qualification.	He has completed his Masters in M. Pharma.
9.	Expertise.	He has an excellent experience in managing the affairs of pharmaceutical company(ies).
10.	Disclosure of Relationships between Directors.	Mr. Vishwambhar Dayal Gupta is not related to any Director or Promoter of the company.

FOR PRISM MEDICO AND PHARMACY LIMITED

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**DAVENDER SINGH
DIRECTOR (DIN: 09447213).**

SDK & ASSOCIATES

COMPANY SECRETARIES

Shubham
B.com, M.com, ACS
Practicing Company Secretary

Office: 540/16, Near Shani Dev
Mandir, Samana, Patiala, Punjab-147101.
Phone Number: 75080-90072
Email Id: csshubhamkumar@yahoo.com

Profile

Founded in 2021, SDK & Associates is a Practicing **Company Secretaries** firm rendering specialized services in the area of Corporate Laws, IPR's, Corporate Governance issues, Legal Drafting of agreements, Corporate Restructuring etc. and registered as a Practicing Company Secretaries Firm with the Institute of Company Secretaries of India.

SDK & Associates has immense experience and specialize in dealing with matters relating to Company Laws, Securities Law, Corporate Governance matters, Due Diligence, Listing and Capital Market Transactions.

SHUBHAM, ACS

SDK & Associates is a proprietary firm, under the stewardship of Mr. Shubham, who holds a degree of Masters of Commerce and a professional degree of Company Secretary from Institute of Companies Secretaries of India, duly registered as an **Associate Member** with the **Institute of Company Secretaries of India**. His experience spans around 6 years in the corporate legal field.

SCOPE OF SERVICES RENDERED:

A. Company Laws and Securities Related Laws

I. Basic Services

- a)** Practicing before National Company Law Tribunal and National Company Law Appellate Tribunal in all matters falling under the Companies Act, Insolvency and Bankruptcy Code and LLP Act. Regional Directors, Ministry of Corporate Affairs and Ministry of Corporate Affairs, Reserve Bank of India (RBI).
- b)** Incorporation of new Company in India / Overseas.
- c)** Liaison and co-ordination with the Registrar and Share Transfer Agents, Stock Exchange(s), Depositories and the Securities and Exchange Board of India.
- d)** Merger / Amalgamation / Demerger.
- e)** Secretarial Compliance Audit.
- f)** Company Law issues relating to - holding of meetings, maintenance / filing of records / returns, Corporate Governance, ESOP, Buy back, Takeover, Insider Trading etc.



- g) Drafting of Director's Report, Corporate Governance Report, Annual Report presentation Periodical advisory and / or retainer basis for Private Company / Closely held Company / Listed Company / Joint Venture Company / Section 25/ Section 8 Company for Company law related matters.
- h) Matters related to Investor Grievances.

II. Statutory Certification

- a) Statutory declaration for Incorporation of new company in India.
- b) Verification of declaration for compliances to commencement of business(es).
- c) Signing of Annual Return of Private / Public / Listed companies.
- d) Certify compliance of requirement under the various schedules.
- e) Certify all documents to be filed with Registrar of Companies to take on record within the prescribed period.
- f) Issue of Compliance Certificate as to whether the company has complied with all the provisions of Companies Act for all types of companies.
- g) Declaration for registration of Memorandum and Articles of Section 25/8 Companies.
- h) Certification under issue of share certificates Rules.
- i) Certification under Investor Education and Protection Fund Rules.
- j) Certification under Stock Exchange Listing regulations.
- k) Certify issue of certificates within one month of lodgment.

III. Procedural Compliance relating to Securities laws i.e. Stock Exchange / SEBI requirements

Liaison and co-ordinate with the Registrar and Share Transfer Agents, stock exchange, Depositories and the Securities and Exchange Board of India including the following:

- a) Listing of Securities – Equity or Debt Instrument.
- b) Monthly submission of details of dematerialisation of securities.
- c) Co-ordination and submission of the quarterly certificate relating to Secretarial Audit relating to dematerialization.
- d) Co-ordination and Submission of Certificate relating to transfer-cum-demat of shares as required under NSDL / CDSL Bye laws.
- e) Submission of quarterly shareholding pattern.
- f) Submission of information under Regulation 8 of the SEBI (Substantial Acquisition of Shares & Transfers) Regulations.



- g) Managing the formalities related to Book Closure.
- h) Preparation of Annual Report incorporating the necessary requirements of Corporate Governance.
- i) Certificate relating to the quarterly Secretarial Audit for reconciliation as required under notification issued by SEBI.
- j) Certificate as required for transfer-cum-demat of Shares as required under the NSDL / CDSL Bye laws.
- k) Certificate as required for completion of the transfers as required under Listing Regulations.

IV. Preparation of the Status and Search Report from Registrar of Companies for Banks / Financial Institutions

V. Services for specific assignments like obtaining Central Government Approval, SEBI Approval, ROC Approval, Written opinion, Certification etc.

B. Legal Compliance Audit

Periodical Audit to verify, check and confirm compliance by corporate on statutory laws including bare acts, rules, guidelines, circulars, notifications and any amendments, if any,:

- a) Company Laws
- b) Securities Laws
- c) Commercial laws
- d) Banking Laws
- e) Arbitration Laws
- f) Insolvency and Bankruptcy Code

C. Legal Advisory

Vetting of commercial, employment or labour related, property related, finance documents, legal documents to verify applicability and compliance of various applicable laws in India:

- a) Legal Audit for existing commercial arrangements/documentations.
- b) Advisory legal compliance of various commercial documents like Periodical Schemes, Notices, MOU etc.
- c) Drafting of Contracts, Agreements, Legal Documents, Notices, bank Documents etc.
- d) Matters relating to recovery of rightful dues and related legal actions through fastest legal recourse.
- e) Advisory on Arbitration matters.
- f) Winding-up cases.



- g) Any other legal matters relating to Partnership Firm, personal matters including wills, succession certificate, LOA, Letter of Probate etc.

D. Foreign Direct Investment–Inbound and Outbound

Advisory on Foreign Exchange, Foreign Exchange Management Act (FEMA), Import & Export Policies (EXIM), Notifications, Circulars, Guidelines issued by Reserve Bank of India from time to time

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- a) Advisory on entry strategies into India.
- b) Establishment of Wholly Owned Subsidiary in India.
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- c) Establishment of Branch, Liaison Office, Representative Office in India.
- d) Drafting of Shareholders Agreement for Joint Ventures.
- e) Drafting of Articles of Association for JV Companies.
- f) Drafting of Technology Transfer Agreement.
- g) Formation of Company outside India.
- h) Advisory on making application to Govt. of India (FIPB or concerned Ministries) or Regulatory Authorities (RBI) for Projects, Company Formation, Technology Transfers.
- i) Remuneration to Foreign Technicians and Foreign Directors.

**FOR SDK & ASSOCIATES
COMPANY SECRETARIES**



**SHUBHAM, ACS
COMPANY SECRETARY
MEMBERSHIP NO.: 65153/ COP No.: 24579.**