



PRACHI BANSAL
PRACHI BANSAL AND ASSOCIATES
COMPANY SECRETARIES
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CERTIFICATE BY PRACTICING COMPANY SECRETARY
[Under Regulation 163(2) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018]

To

The Board of Directors
Prism Medico and Pharmacy Limited
Suketi Road, Sirmaur, Kala Amb,
Himachal Pradesh-173030.

Subject: Certificate under Regulation 163(2) of the SEBI (ICDR) Regulations, 2018 for the proposed preferential issue of Equity Shares and Convertible Warrants.

We, Prachi Bansal & Associates, Practicing Company Secretary, have examined the relevant documents, records, and explanations furnished to us by M/s. Prism Medico and Pharmacy Limited (“the Company”) in connection with the proposed preferential issue of 75,00,000 Equity Shares and 50,00,000 Convertible Warrants on preferential basis to the persons currently belonging to the Promoters and Non-Promoters, to be considered and approved by the members of the company at an Extra Ordinary General Meeting scheduled to be held on Friday, March 20, 2026, through Video Conferencing/Other Audio Visual Means.

Based on our examination of such documents, records, and other relevant information and explanations furnished to us, and to the best of our knowledge and belief, we hereby certify that the proposed preferential issue of 75,00,000 Equity Shares and 50,00,000 Convertible Warrants on preferential basis to the persons belonging to Promoters and Non-Promoter by the Company is being made in accordance with the requirements contained in Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended up to date, and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

This certificate is being issued at the request of the company for placing before the General Meeting of the shareholders considering the said preferential issue, as required under Regulation 163(2) of the SEBI (ICDR) Regulations, 2018.

For M/s. Prachi Bansal & Associates

Prachi



CS Prachi Bansal
Proprietor
Membership No.: 43355
CP No.: 23670
UDIN: A043355G003981817.

Date: 23/02/2026.
Place: Delhi.