

**Date: February 13, 2025**

To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001	To, National Stock Exchange of India Ltd Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051
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**Scrip Code: 543528**

**ISIN No: INEOJA001018**

**Symbol: VENUSPIPES**

**Subject: Outcome of the Meeting of Board of Directors of the company held on February 13, 2025.**

**Dear Sir/ Madam,**

In reference to our letter dated February 06, 2025, we wish to inform you that the Board of Directors at their meeting held today i.e. February 13, 2025, have *inter-alia*, approved the following:

**1. Unaudited Financial Results of the Company for the quarter and nine months ended December 31, 2024.**

Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a copy of the Unaudited Financial Results of the Company for the quarter and nine months ended December 31, 2025, accompanied by Limited Review Report thereon by the Statutory Auditors of the Company.

**2. Conversion of 64,000 warrants into equal number of equity shares of the Company.**

This is in reference to our letter dated April 10, 2024, regarding allotment of Convertible Warrants on Preferential Basis and pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We hereby inform you that Three (3) of the convertible warrant holders to whom the warrants were allotted on April 10, 2024, have exercised their right of conversion and applied for conversion of the warrants into equity shares. Consequently, the Board of Directors resolution passed today i.e. February 13, 2025, have approved the allotment of 64,000 (Sixty-Four Thousand) Equity Shares at an issue price of Rs. 1700/- (Rupees One Thousand Seven Hundred only) each i.e., of the face value of Rs. 10/- each and at a premium of Rs. 1690/- each to the warrant holders specified here-in-below:

Sno.	Name of the Allottee(s)	Category of the Allottee(s)	Sub - Category of the Allottee(s)	Total Number of Warrants held	Number of warrants applied for conversion into Equity Shares	Number of Equity Shares allotted upon conversion of warrants
1	Mr. Megharam S Choudhary	Promoter	Individual	58,000	16000	16000
2	Mr. Arun Axaykumar Kothari	Promoter	Individual	1,22,000	32000	32000
3	Mr. Dhruv Mahendrakumar Patel	Promoter	Individual	38,000	16000	16000
<b>Total</b>				<b>2,18,000</b>	<b>64,000</b>	<b>64,000</b>

The allotment has been made on receipt of the balance exercise price payable of Rs. 1275/- per warrant (being an amount equivalent to 75% of the warrant exercise price of Rs. 1700/- per warrant), aggregating to Rs. 8,16,00,000/- (Eight Crores Sixteen Lakhs only).

Consequent to the allotment of above-mentioned equity shares, the paid-up capital of the Company has increased to Rs. 20,43,11,100/- (Rupees Twenty Crores Forty-Three Lakhs Eleven Thousand and One Hundred only) comprising of 2,04,31,110 (Two Crore Four Lakhs Thirty-One Thousand One Hundred and Ten) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each.

The meeting was started at 12.00 P.M. and concluded at 01.00 P.M.

This is for your information and record.

Thanks & Regards,  
**For VENUS PIPES & TUBES LIMITED**

**CS Pavan Kumar Jain**  
**Company Secretary and Compliance Officer**  
**Membership No. A66752**

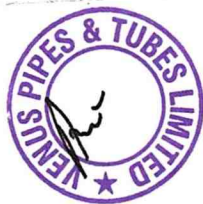
**VENUS PIPES & TUBES LIMITED**  
(Formerly known as VENUS PIPES & TUBES PRIVATE LIMITED)  
CIN NO. L74140GJ2015PLC082306

Survey No. 233/2 and 234/1, Dhaneti, Bhuj (Kachchh - 370020) Gujarat, India; Tel : +91 2836 232183  
E-mail: cs@venuspipes.com; Website: www.venuspipes.com

Statement Of Unaudited Financial Results for the quarter and nine months ended December 31, 2024

(Rs. In Million, unless otherwise stated, except EPS)

Particulars	Quarter ended			Nine Months Ended		Year ended
	Dec 31, 2024	Sept 30, 2024	Dec 31, 2023	Dec 31, 2024	Dec 31, 2023	March 31, 2024
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>I. Revenue</b>						
Revenue from operations	2,313.03	2,289.49	2,071.27	7,003.90	5,780.94	8,021.98
Other income	9.67	36.53	19.98	56.38	30.36	31.78
<b>Total Income (A)</b>	<b>2,322.70</b>	<b>2,326.02</b>	<b>2,091.25</b>	<b>7,060.28</b>	<b>5,811.30</b>	<b>8,053.76</b>
<b>II. Expenses</b>						
Cost of raw materials consumed	1,882.87	2,027.53	1,496.10	5,583.32	4,526.10	6,321.90
Changes in inventories of finished goods and work-in-progress	(329.74)	(514.81)	(30.52)	(907.95)	(305.22)	(568.97)
Employee benefits expense	103.39	88.41	62.44	275.98	157.64	223.70
Finance costs	91.12	81.78	61.95	249.40	145.54	220.82
Depreciation and amortisation expense	47.61	46.43	36.82	137.39	79.44	117.69
Other expenses	285.46	278.83	152.86	792.61	389.46	582.19
<b>Total expenses (B)</b>	<b>2,080.71</b>	<b>2,008.17</b>	<b>1,779.65</b>	<b>6,130.75</b>	<b>4,992.96</b>	<b>6,897.33</b>
<b>III. Profit before tax (A-B)</b>	<b>241.99</b>	<b>317.85</b>	<b>311.60</b>	<b>929.53</b>	<b>818.34</b>	<b>1,156.43</b>
<b>IV. Tax expense:</b>						
- Current tax expenses	49.09	69.76	63.76	200.60	163.55	236.55
- Deferred tax	13.17	11.54	15.09	37.09	45.39	60.09
	<b>62.26</b>	<b>81.30</b>	<b>78.85</b>	<b>237.69</b>	<b>208.94</b>	<b>296.64</b>
<b>V. Net Profit after tax</b>	<b>179.73</b>	<b>236.55</b>	<b>232.75</b>	<b>691.84</b>	<b>609.40</b>	<b>859.79</b>
<b>VI. Other Comprehensive Income / (Loss)</b>						
<b>Items that will not be reclassified to profit or loss</b>						
- Remeasurements of the defined benefit plans	(0.16)	(0.23)	0.01	(0.59)	0.03	(0.78)
- Income Tax impact on above	0.04	0.06	-	0.15	(0.01)	0.20
<b>VII. Total comprehensive income for the period \ year</b>	<b>179.61</b>	<b>236.38</b>	<b>232.76</b>	<b>691.40</b>	<b>609.42</b>	<b>859.21</b>
<b>VIII. Paid up equity share capital</b> (Face value Rs. 10 per share)	203.67	203.67	202.96	203.67	202.96	202.96
<b>IX. Other Equity</b>						3,857.98
<b>X. Earnings per equity share (not annualised)</b>						
Basic EPS (Rs.)	8.84	11.63	11.47	34.01	30.03	42.36
Diluted EPS (Rs.)	8.80	11.58	11.47	33.86	30.03	42.36



**Notes to Statement of Unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2024**

1. In terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, this Statement of Unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2024 ("Unaudited Standalone Financial Results") of the Company has been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 13, 2025. The Statutory Auditors of the Company have carried out a Limited Review for said unaudited financial results.
2. These financial results have been prepared in accordance with Indian Accounting Standard (Ind-AS) as prescribed under section 133 of Companies Act 2013 read with rule 3 of the Companies ( Indian Accounting Standards) Rules 2015 and relevant amendment thereafter.
3. The Company allotted 4,20,000 (Four Lakhs Twenty Thousand) Convertible Warrants ("Warrants") into Equity Shares at an issue price of Rs. 1,700/- (Rupees Seventeen Hundred only) per Warrant, amounting to Rs. 71,40,00,000/- (Rupees Seventy-One Crores Forty Lakhs only) at the Board of Directors meeting held on April 10, 2024. This allotment, made on a preferential basis to both the promoter and non-promoter categories, grants each Warrant holder the right to apply for and be allotted one equity share of Rs. 10/- (Rupees Ten only) face value per Warrant within 18 months from the date of allotment.

Till 31<sup>st</sup> December 2024, the Company has allotted 71,000 (Seventy-One Thousand) Equity Shares to Warrant holders who exercised their conversion rights. The remaining 3,49,000 (Three Lakhs Forty-Nine Thousand) Warrants are still outstanding and available for conversion into equity shares.

4. The new Code on Social Security, 2020 has been enacted, which would impact the contributions by the Company towards Provident Fund and Gratuity, the effective date from which the changes are applicable is yet to be notified and the rules are yet to be framed, The Company will complete its evaluation and will give appropriate impact in its financial results in the period in which, the Code becomes effective and the related rules are published.
5. As the Company operates in a single operating segment, it did not give rise to different operating segments in accordance with Ind AS 108 - Operating Segments.
6. The previous period numbers have been regrouped/re-cast & rearranged wherever necessary to confirm the current period presentation.
7. The above Unaudited Financial Results of the Company are available on Company's website [www.venuspipes.com](http://www.venuspipes.com) and also on the website of BSE ([www.bseindia.com](http://www.bseindia.com)) and NSE ([www.nseindia.com](http://www.nseindia.com)), where the shares of the Company are listed.

**For and on behalf of the Board of Directors of Venus Pipes & Tubes Limited**

  
**Mr. Arun Kothari**  
**Chairman & Managing Director**  
**Gandhidham**  
**February 13, 2025**  
**(DIN: 00926613)**





# Maheshwari & Co.

CHARTERED ACCOUNTANTS

304, Metro Tower,  
Near Kinnary Cinema,  
Ring Road, Surat - 395 002.  
Ph: 0261 4893596.  
mandco.surat@gmail.com

Ref. No.:

Date :

**Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**To The Board of Directors of  
Venus Pipes & Tubes Limited**

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **Venus Pipes & Tubes Limited** (the "Company") for the Quarter ended December 31, 2024 and Year to Date from April 1, 2024 to December 31, 2024 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "*Interim Financial Reporting*" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement

**For Maheshwari & Co.  
Chartered Accountants  
Firm's Registration No.: 105834W**



*Ramesh Totla*

**Ramesh Totla  
(Partner)**

**Membership No.: 416169  
UDIN: 25416169BMG4V612329**

**Place: Surat**

**Date: February 13, 2025**