



VRL/SEC/EXCHANGE

01.06.2020

National Stock Exchange of India Ltd. 5 th Floor, Exchange Plaza Bandra (E), Mumbai- 400 051	Dept. of Corporate Services The Stock Exchange, Mumbai 25 th Floor, Phiroze Jeejeebhoy Towers Dalal Street Mumbai
---	---

Sub.: Sub: Submission of Secretarial Compliance Report under Regulation 24A of SEBI (LODR) Regulations, 2015.

Dear Sir/ Madam,

Please find enclosed herewith the Secretarial Compliance Report for the financial year ended 31st March, 2020 as per Regulation 24A of SEB I(LODR) Regulations, 2015.

Kindly take the above on your record.

Thanking you.

Yours faithfully,
for VENUS REMEDIES LIMITED

(Company Secretary)

VENUS REMEDIES LIMITED

Corporate Office :
51-52, Industrial Area, Phase- I, Panchkula (Hry.) 134113, India
Regd. Office :
SCO 857, Cabin No. 10, 2nd Floor, NAC, Manimajra,
Chandigarh (U.T.) 160101, India
Website : www.venusremedies.com
www.vmrindia.com
email : info@venusremedies.com
CIN No. : L24232CH1989PLC009705

Unit-I :
51-52, Industrial Area, Phase-I, Panchkula (Hry.) 134113, India
Tel. : +91-172-2933094, 2933090, 2565577, Fax : +91-172-2565566
Unit-II :
Hill Top Industrial Estate, Jharmajri EPIP, Phase-I, (Extn.),
Bhatoli Kalan, Baddi (H.P.) 173205, India
Tel. : +91-1792-242100, 242101, Fax : +91-1795-271272
Unit-V :
VENUS PHARMA GmbH
AM Bahnhof 1-3, D-59368, Werne, Germany



Secretarial compliance report of Venus Remedies Limited for the year ended March 31, 2020

[Pursuant to Regulation 24A of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, **Prince Chadha, Proprietor of P. Chadha & Associates, Company Secretaries** have examined:

- a) all the documents and records made available to us and explanation provided by Venus Remedies Limited (“the listed entity”) having Corporate Identification Number (CIN) L24232CH1989PLS009705 and registered office at SCO-857, C. No.10, 2nd Floor, NAC, Manimajara, Chandigarh-160101.
- b) the filings/submissions made by the listed entity to BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”),
- c) website of the listed entity i.e. www.venusremedies.com
- d) other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended March 31, **2020** (“Review Period”) in respect of compliance with the provisions of :
 - a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
 - b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
[Not Applicable (“N.A.”) to Company during the year under review]
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
[N.A. to Company during the year under review]
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
[N.A. to Company during the year under review]
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
[N.A. to Company during the year under review]
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
[N.A. to Company during the year under review]
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
[To the extent applicable]
- j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
[N.A. to Company during the year under review]
- k)N.A.....(other regulations as applicable)
and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NONE			N.A.



- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ Remarks of the Practicing Company Secretary, if any
NONE		N.A.		

- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
There was no observation made in previous report for the financial year ended on March 31, 2019.				



Prince Chadha
B.Com, ACS

P. Chadha & Associates
Company Secretaries
House No. 48, Sector 41-A
Chandigarh – 160036

Phone (R) 0172 – 2625004, (M) 7508635880, E – mail: -
prince.chadha88@gmail.com

e) I, further, report that there was no event of appointment/ re-appointment/ resignation of statutory auditor of the Listed Entity during the review period. In this regard, I report that the Listed Entity has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

Date :30.05.2020
Place: Chandigarh

For P. Chadha & Associates
Company Secretaries

Prince Chadha
(Prop.)
M. No.:32856
C.P. No.:12409
UDIN: A032856B000305084