

#### VRL/SEC/EXCHANGE

21.09.2021

National Stock Exchange of India Ltd.

5th Floor, Exchange Plaza Bandra (E), Mumbai- 400 051 Script Code: VENUSREM **BSE Limited** 

25th Floor, Phiroze Jeejeebhoy Towers Dalal Street Mumbai

Script Code: 526953

Sub: Disclosure of Voting Results of 32nd Annual General Meeting of the Company

Dear Sir/Madam,

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Pls. find enclosed herewith Voting Results of 32nd Annual General Meeting of the Company with scrutinizer report.

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.vmrcindia.com

email: info@venusremedies.com CIM No . 10402001109001 C000705

51-52, Industrial Area, Phase-I, Panchkula (Hry.) 134113, India Tel.: +91-172-3933094, 3933090, 2565577, Fax: +91-172-2565

Hill Top Industrial Estate, Jharmajri EPIP, Phase-I, (Extn.), Bhatoli Kalan, Baddi (H.P.) 173205, India Tel.: +91-1795-302100, 302101, 302107, Fax: +91-1795-27127

Unit-V: VENUS PHARMA GmbH AM Bahnhof 1-3, D-59368, Werne, Germany

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Resolution Required : (Ordinary)	ry)	< B +	- To receive, alance Sheet with the Audit	1 - To receive, consider and adopt, with or without mout Balance Sheet as on March 31, 2021 and the Profit & Los with the Auditors' Report and Directors' report thereon.	with or without 1 and the Profit ctors' report the	& Loss Accou	1 - To receive, consider and adopt, with or without mountainers, managed and that date along Balance Sheet as on March 31, 2021 and the Profit & Loss Account for the year ended on that date along with the Auditors' Report and Directors' report thereon.	on that date along
Whether promoter/ promoter group are interested in the agenda/resolution?	r group are		No					
Category	Mode of Voting	No. of	No. of	% of Votes Polled on outstanding	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		snares neio	polied	511/14/184100		[5]	*100	[7]={[5]/[2]}*100
		Ξ	[2]	[3]={[2]/[1]}*100	[4]	[0]	100 0000	0.0000
n	F-Voting		1225000	22.4563	1225000	0	TI	
ام	Poll		0	0.0000	0	0	0.0000	0.000
Promoter and Promoter P	Postal	5455050	0	0.0000	0	0	0.0000	
	Bdilot		1225000		1225000	0	100.0000	0.0000
	IOIAI		1210/		13194	0	100.0000	0.0000
	E-Voting		HCTCT			0	0.0000	0.0000
P	Poll			0.0000				
Public Institutions	Postal	13583	0	0.0000	0	0		
	Total		13194	97.1361	13194	0		
	Voting		970774	12.2908	970774		0 100.0000	
	E-Voulig		500		500		0 100.0000	0.0000
Public Non Institutions	Postal	7898355					0 0000	0.0000
	Ballot		77.77	12 2971	971274		10	0.0000
	Total		4/7T/6		3			0.0000

Invalid Votes	y,
Category	No. of votes
Control of Control	
Promoter and Promoter	)
Group	
Public Institutions	0
Public Non Institutions	0



Resolution Required : (Ordinary)	nary)		2 - To appoint being eligible	2 - To appoint Mrs. Manu Chaudhary (DIN: 00435834)as an ordinary director who retires by rotation and being eligible has offered herself for re-appointment	ry (DIN: 004358	34)as an ordir	nary director who ret	ires by rotation and
Whether promoter/ promoter group are interested in the agenda/resolution?	ter group are		No					
Category	Mode of Voting	No. of	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[2]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[6]={{4]/{2}}*100
	E-Voting		1225000	22.4563	1225000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Postal	5455050	0	0.0000	0	0	0.0000	0.0000
	Total		1225000	22.4563	1225000	0	100.0000	0.0000
	E-Voting		13194	97.1361	0	13194	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal	13583	0	0.0000	0	0	0.0000	0.0000
	Total		13194	97.1361	0	13194	0.0000	100.0000
	E-Voting		970774		970774	0	100.0000	0.0000
	Poll		500	0.0063	500	0	100.0000	0.0000
Public Non Institutions	Postal	7898355	0	0.0000	0	0	0.0000	0.0000
	Total		971274	12.2971	971274	0	100.0000	
		13366988	2209468	16.5293	2196274	13194	99.4028	0.5972

0	Public Non Institutions
0	Public Institutions
0	Promoter and Promoter Group
No. of votes	Category
S	Invalid Votes



			Venus	Venus Remedies Limited	nited			
Resolution Required : (Ordinary)	Jinary)		3 - To ratify th	3 - To ratify the remuneration of M/s CL Bansal, Cost Accountants FY 20121-22.	's CL Bansal, Cc	ost Accountan	ts FY 20121-22.	
Whether promoter/ promoter group are interested in the agenda/resolution?	oter group are	-	No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		1225000	22.4563	1225000	0	100.0000	0.0000
	-		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot	5455050	0	0.0000	0	0	0.0000	0.0000
	Total		1225000	22.4563	1225000	0	100.0000	0.0000
	E-Voting		13194	97.1361	13194	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	13583	0	0.0000	0	0	0.0000	0.0000
	Total		13194	97.1361	13194	0	100.000	0.0000
	E-Voting		970774	12.2908	970774	0	100.0000	0.0000
	Poll		200	0.0063	200	0	100.0000	0.0000
Public Non Institutions	Postal Ballot	7898355	0	0.0000	0	0	0.0000	0.0000
	Total		971274	12.2971	971274	0	100.0000	0.0000
Total		13366988	2209468	16.5293	2209468	0	100.000	0.0000

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	h	2
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No. of votes

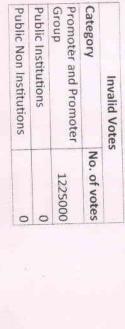
Category

Promoter and Promoter Group

Public Institutions Public Non Institutions

**Invalid Votes** 

-			Venus	Venus Remedies Limited	nited			1
Resolution Required : (Special)	ial)	0.4	4 - To approve th GmbH, Germany	4 - To approve the material related party transactions with wholly owned subsidiary Venus Pharma GmbH, Germany	party transacti	ons with whol	ly owned subsidiary	Venus Pharma
Whether promoter/ promoter group are interested in	ter group are		Yes					
Category	Mode of Voting	No. of	No. of	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		Shares lield	follow	001*([1]/[6]/-[6]	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
		[1]	1225000	77 4563	1225000	0	100.0000	0.0000
	E-Voting		0000271	0.0000		0	0.0000	0.0000
	Poll			0.000				
Promoter and Promoter Group	Postal	5455050	0	0.0000	0	0	0.0000	
	Ballot		1225000		1225000	0	100.0000	
	lotar		13194		0	13194	0.0000	
	E-Vonng		1010			0	0.0000	0.0000
	Poll		0	0.0000				
Public Institutions	Postal	13583	0	0.0000	0	0		
	Tatal		13194	97.1361	0	13194		TC
	local		970774		970774	0	100.0000	
	E-Voting		0,0,,				100.0000	0.0000
	Poll		500	0.0063	000			
Public Non Institutions	Postal	7898355		0.0000	0	0		
	Pallot	40-	971274	12.2971	971274	0	100.0000	
	iorai	17766000	J.		2196274	13194	99.4028	8 0.5972
Total		13300300						







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

(M) 75086-35880, e-mail: prince.chadha88@gmail.com

# CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND EVOTING AT ANNUAL GENERAL MEETING OF VENUS REMEDIES LIMITED

To.

The Chairman of 32nd Annual General Meeting through VC/OAVM

VENUS REMEDIES LIMITED,

CIN: L24232CH1989PLC009705

Registered Office: SCO 857, Cabin No. 10, 2nd Floor, NAC Manimajra Chandigarh (U.T.) 160101, India

Sub: Consolidated Scrutinizer Report for Remote E-Voting AND E-Voting conducted at the Annual General Meeting (AGM) of VENUS REMEDIES LIMITED (Company) held on Monday, 20th September, 2021 at 11.30 A.M.

Dear Sir.

1. The Company has appointed Link Intime India Private Limited as the Service Provider for providing the facility of electronic voting (remote e-voting) to Shareholders of the Company from Friday, 17<sup>th</sup> September, 2021 at 09:00 A.M. to Sunday, 19<sup>th</sup> September, 2021 at 05:00 P.M. (remote e-voting period) AND E-Voting conducted at the AGM of Company held through video conferencing / other audio visual means ("VC/OAVM") as per the provisions of Companies Act, 2013 ('Act') and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('LODR Regulations') and as permitted by the Ministry of Corporate Affairs (MCA) vide its circular dated 13th January, 2021 read with Circulars dated 8th April, 2020, 13<sup>th</sup> April, 2020 and 5th May, 2020 (collectively referred to as "MCA Circulars"), in respect of resolutions set forth in notice of 32nd AGM of the Company.



- 2. The Board of Directors of the Company at their meeting held on 12<sup>th</sup> August, 2021 have appointed me as the Scrutinizer for the remote e-voting and for the e-voting held at the AGM of the Company on the September 20, 2021 as per the provisions of Act and LODR Regulations.
- I, Prince Chadha, Proprietor of P. Chadha & Associates, Company Secretaries hereby submit combined Scrutinizer Report on Remote E-Voting AND E-Voting conducted at the AGM of Company as under:

#### Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the LODR Regulations relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

#### Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Link Intime India Private Limited.

#### **Cut-off date**

5. Members, whose names appear in the Register of Members / list of Beneficial Owners on the close of the day on Monday, September 13, 2021 (cut-off date), i.e. the date prior to the commencement of book closure, were entitled to vote on the Resolutions set forth in the Notice of 32nd AGM through remote e-voting and e-voting at AGM.

#### **Remote E-Voting**

6. The remote e-voting has been conducted through Link Intime India Private Limited during remote e-voting period and the remote e-voting module was disabled by Link Intime India Private Limited for remote e-voting thereafter.

# E-Voting conducted at the AGM

7. At the AGM of the Company held on September 20, 2021, the Chairman of the Company had called for an e-voting to facilitate the members present at the meeting who could not participate in the remote e-voting to record their votes through the e-voting process through the facility as provided by Link Intime India Private Limited. After



the time fixed for closing of the e-voting at AGM by the Chairman, e-voting (e-votes) was disabled by Link Intime India Private Limited.

8. The e-votings results were unblocked by me on September 20, 2021 in the presence of following witnesses, who are not in employment of the Company.

They have signed below in confirmation of the votes being unblocked in their presence.

(Mohd-OsaF)

Name: Mohd-Osaf

Name: VANKADARA SMANMUKHA SALAK

9. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-votings website of Link Intime India Private Limited.

(https://instavote.linkintime.co.in).

- 10. I observed that 59 members had cast their votes through remote e-voting and e-voting conducted at AGM.
- 11. The combined details of the remote e-voting and e-voting conducted at AGM, which has been prepared based on the reports generated by the e-voting platform is as per Annexure 1.
- 12. Based on the aforesaid results, 3 Ordinary Resolutions and 1 Special Resolution as contained in Item no. 1 to Item no. 4 of the Notice of 32nd AGM dated September 20, 2021 have been passed with requisite majority.
- 13. I hereby confirm that I am maintaining the Registers received from the service provider both electronically and manually, in respect of the votes cast through remote evoting and e-voting conducted at AGM. I shall be arranging to hand over these records to you or such other person as authorized by you.

## Restriction on Use

14. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of Link Intime India Private Limited.

This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you

Yours Faithfully For P Chadha and Associates

Company Secretaries

Prince Chadha)

Prop.

CP No. 12409

UDIN: A032856C000970947



Place: Chandigarh Date: 20.09.2021

Countersigned by:

For Venus Remedies Limited

Pawan Chaudhary

(Chairman of 32nd Annual General

Meeting)

Annexus 1

			L-To receive, co	receive, consider and adopt, with or wi	ith or without m	nodifications, Fi	1 - To receive, consider and adopt, with or without modifications, Financial Statements including Balance Sheet as on March 21, 2021, and the Profit & Loss Account for the Year ended on that date along with the	e along with the
Resolution Required : (Ordinary)	nary)		Auditors' Repor	Auditors' Report and Directors' report thereon.	rt thereon.			
Whether promoter/ promoter group are interested in the agenda/resolution?	ter group are in		70					
Category	Mode of Voting	No. of	es	% of Votes Polled on outstanding	No. of Votes	No. of Votes	% of Votes in favour on votes polled	% of Votes against on votes polled
		shares held	polled	snares	IN INCOM	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
		Ξ	[2]	[3]={[2]/[1]}*100	[4]	[c]		
	E-Voting		1225000	22.4563	122500			
	Poll		0	0.0000	0			
Promoter and Promoter		5455050		0.0000	0		0.0000	
Oloop	Postal Ballot		1225000		12			0.0000
	10tai		13194	97.1361	51 13194		15	
	E-Voting		0			0	0.0000	
nublic Institutions	To a	13583		0 0000	5	0_	0.0000	
	Postal Ballot				361 13194	94	0 100.0000	0000 0.0000
	Total		070774		908 970774	774	0 100.0000	
	E-Voting		500			500	0 100.000	
	Poll							0.0000
Public Non Institutions		7898355		0.0	0.0000	0		100.0000 0.0000
	Postal Ballot		971274			971274	10	100.0000 0.0000
	Total	12266988			16.5293 220	2209468		
Total		TOOGET	1	The second second				



2(0)	Total		SUOTING WOR INSTITUTIONS	Duhlic Nan Institute				Public Institutions					Group	Promoter and Promoter						Category	Whether promoter/ promoter group are interested in the agenda/resolution?	Resolution Required : (Ordinary)
	Total	Postal Ballot		FOIL	Doll C vocing	E-Voting	Postal Ballot		Poll	E-Voting	TOTAL	Postal Ballot	_	ter Poll					Voting	Mode of	romoter group are יי	(Ordinary)
13366988			7898355					13583					5455050			(E)	shares held	No. of			interested in	
2209468				500	9/0//4	13194	0		0	13194	1225000	0		0	1225000	[2]	polled	No. of votes			20	2 - To appoint being eligible h
8 16.5293	4 12.2971			0.0063	12.2908						22.4563	0.0000		0.0000	22.4563	[3]={[2]/[1]}*100	shares	on outstanding	% of Votes Polled			2 - To appoint Mrs. Manu Chaudhary (DIN: 00435834) being eligible has offered herself for re-appointment
293 2196274	971 971274	000			970774						1225000	0		0 0	3 1225000	[4]	- in favour	No. of Votes No. of Votes				y (DIN: 00435834 r re-appointment
	74	0		500	14	0 13194	0			13194	0	0		0	0	[5]	-Against	No. of Votes				l)as an ordinar
13194 90	0 100	0		0 100,0000	0 100.0000		0.0000	0.000			100.0000	0.0000		0.0000	100.0000	[6]={[4]/[2]}*100	polled	favour on votes	% of Votes in			2 - To appoint Mrs. Manu Chaudhary (DIN: 00435834)as an ordinary director who retires by rotation and being eligible has offered herself for re-appointment
99.4028 0.5972	100.0000 0.0000	0.0000 0.0000				0.0000 100.0000	0.0000	0.0000			0.0000	0.0000		0.0000	0.0000	[7]={[5]/[2]}*100	on votes polled	% of Votes against				s by rotation and



		00	1	CC7C'0T	2209468	13366988		Total
0.0000	100.0000	62	1				10191	
	0 100.0000	74	1 971274	12.2971	971274			41.
	0.0000	0	0	0.0000	0	7898355	Postal Ballot	Public Non Institutions
0.0000	0 100.0000		3 500	0.0063	500		Poll	
	0 100.0000		8 970774	12.2908	970774		E-Voting	
	0 100.0000		1 13194	97.1361	13194		Total	
	0.0000	0		0.0000	0		Postal Ballot	
						13583		Public institutions
0.0000	0.0000	0	0	0.0000	0		Poll	P. His
0.0000	100.0000	0	13194	97.1361	13194		E-Voting	
0.0000	100.0000	0	1225000	22.4563	1225000		Total	
0.0000	0.0000	0	0	0.0000	0		Postal Ballot	
						5455050		Group
0.0000	0.0000	0	0	0.0000	0			Promoter and Promoter
0.0000	100.0000	0	1225000	22.4563	1225000		Doll	
[7]={[5]/[2]}*100	[6]={[4]/[2]}*100 [7]={[5]/[2]}*100	[5]	[4]	[3]={[2]/[1]}*100	[2]	[T]	E-Voting	
on votes polled	polled	-Against	- in favour	shares	polled	Can Ca Held		
% of Votes against	otes	No. of Votes	No. of Votes No. of Votes	guib	No. of votes	No. of		
	% of Votes in			% of Votes Polled			Voting	
							Mode of	Category
					Zo	interested in	noter group are	the agenda/resolution?
	·Y 20121-22.	CL Bansal. Cost Accountants FY 20121-22		3 - To ratify the remuneration of M/s	3 - To ratify the		rdinary)	Whether promoter / promoter -
			nited	Venus Remedies Lim	venus			
					11			



Resolution Required : (Special)	ecial)		Venus	Venus Remedies Limited	ited	ns with wholly	Venus Remedies Limited  4 - To approve the material related party transactions with wholly owned subsidiary Venus Pharma GmbH,	nus Pharma GmbH,
Whether promoter/ promoter group are interested in the agenda/resolution?	noter group are in		Germany		3	<		
Category	Mode of Voting		Yes	% of Votes Polled				or votes against
	(	No. of shares held	No. of votes		No. of Votes - in favour	of Votes No. of Votes		on votes polled
		Ξ	[2]	[3]={[2]/[1]}*100	[4]	[5]	100 0000	
	E-Voting		1225000	22.4563	1225000		0,000	
Promoter and Promoter	Poll		0	0.0000	0	0		
Group	Postal Ballot	5455050	0	0.0000	0		0.0000	0.0000
	Total		1225000	22.4563	122500			
	E-Voting		13194	10		CTCT		0.0000
	Poll		0	0.0000		C		
Public Institutions	Postal Ballot	13583	0	0.0000			0.0000	0.0000
	Total		13194			0 13194	1	
	E-Voting		970774	12.2908	0/6	500		0.0000
	Poll		500					0.0000
public Non Institutions		7898355		0.0000		0	0 0.0000	
PUDIIC INON INSCREEN	Postal Ballot		971274		71 971274		13194 99.4028	0.5972
	Total	13366988		16.5293				
					*			



Total