

VRL/SEC/EXCHANGE

27.08.15

National Stock Exchange of India Dept. of Corporate Services Ltd.

5th Floor , Exchange Plaza

Bandra (E),

Mumbai- 400 051

The Stock Exchange, Mumbai 25th Floor, Phiroze Jeejeebhoy Towers

Dalal Street Mumbai

Subject: E- voting & Polling results of 26th AGM held on 25.08.2015

Dear Sir/ Madam,

This is with reference to the voting results in AGM held on 25.08.15:

Date of AGM: 25.08.2015

Total No. of share holders as on record date:21480

No. of shareholders present in the meeting either in person or through proxy:

Promoters and promoters group: 1

Public:80

No. of shareholders attended the meeting through video conferencing:

Promoters and promoters group: NIL

Public: NIL

Details of Agenda:

resolution Required: 4 ordinary resolutions and 8 special resolutions

Mode of voting: Poll & E-voting

Details of polling and e-voting enclosed herewith in report issued by scrutinizer

Thanking you.

Yours faithfully,

for VENUS REMEDIES LIMITED.

(Neha Kodan)

Company Secretary

ENUS REMEDIES LI

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.venusmedicineresearchcentre.com email: info@venusremedies.com CIN No.: L24232CH1989PLC009705







51-52, Industrial Area, Phase-I, Panchkula (Hry.) 134113, India Tel. : +91-172-3933094, 3933090, 2565577, Fax : +91-172-2565566 Unit-II:

Hill Top Industrial Estate, Jharmajri EPIP, Phase-I, (Extn.), Bhatoli Kalan, Baddi (H.P.) I 73205, India

Tel.: +91-1795-302100, 302101, 302107, Fax: +91-1795-271272 Unit-V:

VENUS PHARMA GmbH AM Bahnhof I-3, D-59368, Werne, Germany







Phone (R) 0172 - 4635839, (M) 75086-35880, E - mail: - prince.chadha88@gmail.com

FORM No. MGT-13 SCRUTINIZER'S REPORT

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014

To

The Chairman

Venus Remedies Limited

(CIN: L24232CH1989PLC009705) Regd. Office: SCO-857, 2nd Floor

C No. 10, NAC Manimajra,

Chandigarh.

Poll at 26th Annual General Meeting of the equity shareholders of the Venus Remedies Limited held on August 25, 2015 at Bal Bhawan, Sector 23B, Chandigarh.

- I, Prince Chadha, Practicing Company Secretary in Practice, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s) at the 26th Annual General meeting of the Equity Shareholders of Venus Remedies Limited, held at 10:00 AM on Tuesday, the 25th day of August, 2015 at Bal Bhawan, Sector 23-B, Chandigarh, submit our report as under.
- 1. After the fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
- 2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the company.
- 3. The invalid votes are specified in Scrutinizer Report on polling by ballot papers.
- 4. The results of the poll are as under:

CP No.: 12409 CP

For Venus Remedies Limited



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- 5. A Compact Disc (CD) containing the list of Equity Share Holders who voted "For" and "Against" for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,

For P. Chadha & Associates

where 13

Company Secretaries

M.Ne. A32856

CP NO 9 240958

Place: Chandigarh Dated: 25.08.2015

For Venus Remedies Limited

(a) Item No. I

To receive, consider and adopt, with or without modifications, Balance Sheet as on March 31, 2015 and the Profit and Loss Account for the year ended on that date along with the Report of Directors and Auditors.

(i) Voted in favour of the resolution

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 25 | 685385 | 99.99 |
| ii) Voted against the resolution | | |
| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| 2 | 2 | 0.01 |
| (iii) Invalid Votes | | |
| Number of members present and voting (in person or by proxy) | Number of votes cast by them | 7 |
| 54 | 106971 | |

(b) Item No. 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.

i) Voted in favour of the resolution

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 25 | 685385 | 99.99 |

(ii) Voted against the resolution

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 2 | 2 | 0.01 |

(iii) Invalid Votes

| Number of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| 54 | 106971 |
| | |

(c) Item No. 3

To ratify the appointment of auditors of the Company, and to fix their remuneration and to pass the following resolution as an ordinary resolution.

(i) Voted in favour of the resolution

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 25 | 685385 | 86.71 |

(ii) Voted against the resolution

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 5 | 105002 | 13.29 |

(iii) Invalid Votes

| Number of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| 51 | 1971 |
| | |



For Venus Remedies Limited

(d) Item No. 4

The Company hereby ratifies the remuneration of Rs.75,000 payable to M/s C.L. Bansal and Associates, cost accountant who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2015-16.

| CORRE | |
|------------------------------|---|
| 685385 | % of total number of valid votes cas 99.99 |
| | |
| Number of votes cast by them | of of total and the first |
| 2 | % of total number of valid votes cast 0.01 |
| | |
| - | 1 |
| | |
| | Number of votes cast by them 2 Number of votes cast by them 106971 |

| Number of members present and voting (in person or by proxy) | | |
|--|------------------------------|---------------------------------------|
| 24 | Number of votes cast by them | % of total number of valid votes cast |
| | 5385 | 99.96 |
| (ii) Voted against the resolution | | |

| Number of members present and at the | | |
|--|------------------------------|---------------------------------------|
| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| | 2 | 0.04 |
| | | |

| mber of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| | 786971 |

(f) Item No. 6

To authorise Board of Directors to borrow money, from time to time, at its discretion from banks, financial institutions or other lending institutions or as may be considered suitable by the Board of Directors as per section 180(1)(c) upto a limit not exceeding Rs. 500 crores not withstanding that the moneys already borrowed by the Company.

| (!) Voted in favour of the resolution | | |
|--|------------------------------|---------------------------------------|
| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| | 683485 | 99.72 |
| (ii) Voted against the resolution | | |

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| | 1902 | 0.28 |

| Number of members present and voting (in person or by prox) | Number of votes cast by them |
|---|------------------------------|
| - | 106971 |
| | |



For Venus Remedies Limited

(g) Item No. 7

Voted in favour of the resolution

To authorise Board of Directors to mortgage/ hypothecate, create charge by any manner or otherwise dispose off whole or substantially whole of the undertaking/s of the Company in order to secure the term loans/short terms loans, working capital assistance of any kind, repayment/interest or otherwise as per section 180(1)(a) and upto a sum of Rs. 500 crores over and above total of paid up capital and free reserves.

| 24 | Number of votes cast by them | % of total number of valid votes cas |
|---|---|--|
| | 683485 | 99.72 |
| i) Voted against the resolution | | |
| -gonist the resolution | | |
| umber of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cas |
| | 1902 | 0.28 |
| ii) Invalid Votes | | |
| 70103 | | |
| umber of members present and voting (in person or by proxy) | Number of votes cast by them | |
| | 106971 | - |
| | | |
| | | 1 |
| | | |
| | | |
| Item No. 8 | | |
| | | |
| Sutheries Board 50 | | |
| retriorise board of Directors to exercise its powers including the power | lers under semien 105 - | |
| authorise Board of Directors to exercise its powers including the pow t may deem expedient to any person or other bodies corporate:b) giv | rers under section 186 a) make loans from | n time to time on such terms and condi- |
| inaction with a least to any person or other bodies corporate;b) give | ve on behalf of any person, body corners | to any guarantee |
| it may deem expedient to any person or other bodies corporate;b) given nection with a loan made by any other person to, or to any other person to, or to any other persons the securities of any other body corporate up to an aggregate | COR by any body corporate and the | te, any guarantee, or provide security in |
| nerwise the securities of any other body corporate up to an analysis | son by any body corporate; andc) acquir | e by way of subscription, purchase or |
| herwise the securities of any other body corporate up to an aggregate | sum of 500 crores. | |
| | | |
| VOTED IN TOYOUT OF the second at a | | |
| Voted in favour of the resolution | | |
| mber of members present and voting (in person or by proxy) | Number of votes cast by them | W offered and to the |
| mber of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| mber of members present and voting (in person or by proxy) | Number of votes cast by them 685385 | % of total number of valid votes cast 99.99 |
| mber of members present and voting (in person or by proxy) Voted against the resolution | Number of votes cast by them 685385 | % of total number of valid votes cast 99.99 |
| mber of members present and voting (in person or by proxy) Voted against the resolution | 685385 | 99.99 |
| mber of members present and voting (in person or by proxy) Voted against the resolution | Number of votes cast by them | 99.99 % of total number of valid votes cast |
| mber of members present and voting (in person or by proxy) Voted against the resolution | 685385 | 99.99 |
| Woted against the resolution mber of members present and voting (in person or by proxy) Voted against the resolution mber of members present and voting (in person or by proxy) Invalid Votes | Number of votes cast by them | 99.99 % of total number of valid votes cast |
| Voted against the resolution mber of members present and voting (in person or by proxy) Voted members present and voting (in person or by proxy) | Number of votes cast by them | 99.99 % of total number of valid votes cast |
| Woted against the resolution mber of members present and voting (in person or by proxy) Voted against the resolution mber of members present and voting (in person or by proxy) Invalid Votes | Number of votes cast by them | 99.99 % of total number of valid votes cast |
| Voted against the resolution mber of members present and voting (in person or by proxy) Invalid Votes | Number of votes cast by them 2 Number of votes cast by them | 99.99 % of total number of valid votes cast |
| Woted against the resolution The modern of members present and voting (in person or by proxy) Woted against the resolution The modern of members present and voting (in person or by proxy) Invalid Votes | Number of votes cast by them | 99.99 % of total number of valid votes cast |
| Voted against the resolution mber of members present and voting (in person or by proxy) When the resolution person or by proxy) Invalid Votes | Number of votes cast by them 2 Number of votes cast by them | 99.99 % of total number of valid votes cast |
| Voted against the resolution When the resolution imperson or by proxy) When the resolution imperson or by proxy) | Number of votes cast by them 2 Number of votes cast by them | 99.99 % of total number of valid votes cast |
| Voted against the resolution mber of members present and voting (in person or by proxy) where of members present and voting (in person or by proxy) Invalid Votes | Number of votes cast by them 2 Number of votes cast by them | 99.99 % of total number of valid votes cast |
| Voted against the resolution mber of members present and voting (in person or by proxy) Invalid Votes mber of members present and voting (in person or by proxy) | Number of votes cast by them 2 Number of votes cast by them | 99.99 % of total number of valid votes cast |
| Voted against the resolution mber of members present and voting (in person or by proxy) Invalid Votes mber of members present and voting (in person or by proxy) Invalid Votes mber of members present and voting (in person or by proxy) | Number of votes cast by them 2 Number of votes cast by them 106971 | % of total number of valid votes cast 0.01 |
| Voted against the resolution mber of members present and voting (in person or by proxy) where of members present and voting (in person or by proxy) Invalid Votes | Number of votes cast by them 2 Number of votes cast by them 106971 | % of total number of valid votes cast 0.01 |

| Voted in favour of the resolution | | |
|--|------------------------------|---|
| Number of members present and voting (in person or by proxy) | Number of votes cast by them | log of total purples of the |
| 23 | 3485 | % of total number of valid votes cast 64.7 |

| | | 104.7 |
|--|------------------------------|---------------------------------------|
| ii) Voted against the resolution | | |
| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| | 1902 | 35.3 |
| (iii) Invalid Vetes | | |

| Number of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| | 786971 |
| | 1 |



For Venus Remedies Limited
(Company Secretary)

| Voted in favour of the resolution | | |
|---|--|---|
| Voted in favour of the resolution umber of members present and voting (in person or by proxy) | | |
| 3 | Number of votes cast by them | % of total number of valid votes cast |
| | 3485 | 64.7 |
| Voted against the resolution | | |
| imber of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| | 1902 | 35.3 |
| Invalid Votes | | |
| mber of members present and voting (in person or by proxy) | | - |
| The person of by proxy) | Number of votes cast by them | _ |
| | 786971 | |
| | | 1 |
| | 1 | |
| | | _ |
| | | |
| Item No. 11 | | |
| approve salary of Mr. Peeyush Jain, Deputy Managing Director of the | Company which eventually accept to | |
| pany. | company which eventually exceeded the | overall limit of the Net Profits of the |
| Voted in favour of the resolution | | |
| ber of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of all distance |
| | 5385 | % of total number of valid votes cast 99.96 |
| | 10000 | 199.96 |
| Voted against the resolution | | |
| ber of members present and voting (in person or by proxy) | Number of votes cost bush | |
| B Property | Number of votes cast by them | % of total number of valid votes cast |
| | 12 | 0.04 |
| Invalid Votes | | |
| ber of members present and voting (in person or by proxy) | Number of votes cast by them | 7 |
| | indulibel of votes cast by them | 1 |
| | | -1 |
| | 786971 | 1 |
| | |] |
| | |] |
| | | |
| em No. 12 | 786971 | |
| em No. 12 | 786971 | |
| em No. 12 prove salary of Mr. Ashutosh Jain, Executive Director of the Compan | 786971 | limit of the Net Profits of the Company. |
| em No. 12 Oprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution | 786971 | limit of the Net Profits of the Company. |
| em No. 12 Oprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution | 786971 Thy which eventually exceeded the overall Number of votes cast by them | 8 |
| tem No. 12 oprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution | 786971 by which eventually exceeded the overall | % of total number of valid votes cast |
| gem No. 12 Oprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution ber of members present and voting (in person or by proxy) | 786971 Thy which eventually exceeded the overall Number of votes cast by them | 8 |
| tem No. 12 pprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution ber of members present and voting (in person or by proxy) Voted against the resolution | 786971 Thy which eventually exceeded the overall Number of votes cast by them | % of total number of valid votes cast |
| gem No. 12 Deprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution ber of members present and voting (in person or by proxy) Voted against the resolution | Number of votes cast by them 3485 | % of total number of valid votes cast 99.94 |
| tem No. 12 pprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution iber of members present and voting (in person or by proxy) Voted against the resolution | 786971 Thy which eventually exceeded the overall Number of votes cast by them | % of total number of valid votes cast 99.94 % of total number of valid votes cast |
| pprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution ber of members present and voting (in person or by proxy) Voted against the resolution ber of members present and voting (in person or by proxy) | 786971 Number of votes cast by them 3485 Number of votes cast by them | % of total number of valid votes cast 99.94 |
| pprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution ber of members present and voting (in person or by proxy) Voted against the resolution ber of members present and voting (in person or by proxy) | 786971 Number of votes cast by them 3485 Number of votes cast by them | % of total number of valid votes cast 99.94 % of total number of valid votes cast |
| pprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution ber of members present and voting (in person or by proxy) Voted against the resolution ber of members present and voting (in person or by proxy) | 786971 Number of votes cast by them 3485 Number of votes cast by them 2 | % of total number of valid votes cast 99.94 % of total number of valid votes cast |
| pprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution aber of members present and voting (in person or by proxy) Voted against the resolution aber of members present and voting (in person or by proxy) | Number of votes cast by them Number of votes cast by them | % of total number of valid votes cast 99.94 % of total number of valid votes cast 0.06 |
| pprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution ber of members present and voting (in person or by proxy) Voted against the resolution ber of members present and voting (in person or by proxy) | 786971 Number of votes cast by them 3485 Number of votes cast by them 2 | % of total number of valid votes cast 99.94 % of total number of valid votes cast 0.06 |
| pprove salary of Mr. Ashutosh Jain, Executive Director of the Compan Voted in favour of the resolution ber of members present and voting (in person or by proxy) Voted against the resolution ber of members present and voting (in person or by proxy) | Number of votes cast by them Number of votes cast by them | % of total number of valid votes cast 99.94 % of total number of valid votes cast |

For Venus Remedies Limited



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COMBINE SCRUTINIZER REPORT FOR E-VOTING & POLL VENUS REMEDIES LIMITED

To,
The Chairman,
Venus Remedies Limited

Sub: Passing of Resolution through E-Voting AND Poll conducted at the Annual General Meeting ('AGM') of the Members of the Venus Remedies Limited ('the company') held on August 25, 2015 at 10.00 A.M. at Bal Bhawan, Sector 23-B, Chandigarh.

I, Prince Chadha, Proprietor of P. Chadha & Associates, Company Secretaries hereby submit combined Scrutinizer Report on E-Voting AND Poll conducted at the AGM of the Company held on August 25, 2015.

The Board of Directors of the Company at their meeting held on 30th June, 2015 have appointed me as the Scrutinizer for the e-voting held between August 20, 2015 at 03.30 P.M. to August 22, 2015 at 5.00 P.M. and the Chairman of the AGM has appointed me as the Scrutinizer for the Poll held at the AGM of the Company on the August 25, 2015.

The Company had appointed Central Depository Services (India) Limited as the Service Provider for providing the facility of electronic voting to Shareholders of the Company from Thursday August 20, 2015 at 3:30 P.M. to Saturday August 22, 2015 at 5.00 P.M. The e-voting results were unblocked by me on August 24, 2015 after closing of e-voting in the presence of two witnesses. For further details kindly refer my scrutinizer's Report dated August 24, 2015 attached herewith.

At the AGM of the Company held on August 25, 2015, the Chairman of the Company had called for a Poll to facilitate the members present at the meeting who could not participate in the evoting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's Report in Form MGT 13 dated August 25, 2015.

CP No.: 12409

For venus Remedies Limited



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The results of E-voting together with Poll were passed with requisite majority, the details of the same are as under:

| Item No. of | Subject matter of Resolution | Mode of Business | And resident places and | cased in resolution | Votes casted against the resolution | | Invalid Votes |
|----------------|--|---------------------|-------------------------|---------------------|-------------------------------------|-------------|------------------|
| Notice | | | Nos | %age | Nos | %age | |
| 1 | To receive, consider and adopt, with or without | E-voting | 2613 | 0.37 | 0 | 0 | 0 |
| | modifications, Balance Sheet as on March 31, 2015 and the | Poll | 685385 | 99.62 | 2 | 0.01 | 106971 |
| | Profit and Loss Account for the year ended on that date along with the Report of Directors and Auditors. Subject matter of Resolution | Total | 687998 | 99.99 | 2 | 0.01 | 106971 |
| Item | Subject matter of Resolution | Mode of | Votes | cased in | Votes cas | ted against | Invalid |
| No. of | | Business | favour of resolution | | the resolution | | Votes |
| Notice | | 1 | Nos | %age | Nos | %age | |
| 2 | To appoint Mrs. Manu Chaudhary (DIN: 00435834) | E-voting | 2613 | 0.37 | 0 | 0 | 0 |
| ** | as an ordinary director who retires by rotation and being | Poli | 685385 | 99.62 | 2 | 0.01 | 106971 |
| | eligible has offered herself for re-appointment. | Total | 687998 | 99.99 | 2 | 0.01 | 106971 |
| Item No. of | Subject matter of Resolution | Mode of Business | | | | | Invalid Votes |
| Notice | | = | Nos | %age | Nos | %age | |
| 3 | To ratify the appointment of auditors of the Company, and | E-voting | 2613 | 0.33 | 0 | 0 | 0 |
| | to fix their remuneration and to pass the following | Poll | 685385 | 86.43 | 105002 | 13.24 | 1971 |
| | resolution as an ordinary resolution. | Total | 687998 | 86.76 | 105002 | 13.24 | 1971 |



For Venus Remedies Limited



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| Item No. of | Subject matter of Resolution | Mode of Business | | cased in resolution | 1 | sted against solution | Invalid Votes |
|----------------|--|------------------|--------|---------------------|-----------|--------------------------|------------------|
| Notice | | | Nos | %age | Nos | %age | |
| 4 | The Company hereby ratifies the remuneration of | E-voting | 2613 | 0.37 | 0 | 0 | 0 |
| | Rs.75,000/- payable to M/s C.L. Bansal and Associates, cost accountant who are | Poll | 685385 | 99.62 | 2 | 0.01 | 106971 |
| | appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2015-16. | Total | 687998 | 99.99 | 2 | 0.01 | 106971 |
| Item | Subject matter of Resolution | Mode of | Votes | cased in | Votes cas | ited against | Invalid |
| No. of | | Business | | resolution | | solution | Votes |
| Notice | | | Nos | %age | Nos | %age | |
| 5 | Issue and allot, from time to time, in one or more | E-voting | 2613 | 32.66 | 0 | 0 | 0 |
| | tranches, fully paid-up equity shares of face value of Rs. 10/-(Ten) each of the | Poll | 5385 | 67.32 | 2 | 0.02 | 786971 |
| | Company (the 9,00,000 Equity Shares) at such price as shall be determined in accordance with SEBI Regulations on preferential basis. | Total | 7998 | 99.98 | 2 | 0.02 | 786971 |



For Venus Remedies Limited



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| No. of | Subject matter of Resolution | Mode of Business | | cased in resolution | | ted against solution | Invalid Votes |
|--------|---|---------------------|--------|---------------------|------|-------------------------|------------------|
| Notice | | | Nos | %age | Nos | %age | |
| 6 | To authorise Board of Directors to borrow money, | E-voting | 2613 | 0.38 | 0 | 0 | 0 |
| | from time to time, at its discretion from banks, financial institutions or other | Poll | 683485 | 99.34 | 1902 | 0.28 | 106971 |
| | lending institutions or as may be considered suitable by the Board of Directors as per section 180(1)(c) upto a limit not exceeding Rs. 500 crores not withstanding that the moneys already borrowed by the Company. | Total | 686098 | 99.72 | 1902 | 0.28 | 106971 |
| No. of | Subject matter of Resolution | Mode of Business | | cased in resolution | | ted against solution | Invalid Votes |
| Notice | | | Nos | %age | Nos | %age | |
| 7 | To authorise Board of Directors to mortgage/ hypothecate, create charge | E-voting | 2613 | 0.38 | 0 | 0 | 0 |
| | by any manner or otherwise dispose off whole or | Poll | 683485 | 99.34 | 1902 | 0.28 | 106971 |
| | substantially whole of the undertaking/s of the Company in order to secure the term loans/short terms loans, working capital assistance of any kind, repayment/interest or otherwise as per section 180(1)(a) and upto a sum of Rs. 500 crores over and above total of paid up capital and free reserves. | Total | 686098 | 99.72 | 1902 | 0.28 | 106971 |
| | | | | | | | |

For Venus Remedies Limited



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| Item No. of | R) 0172 - 4635839, (M) 7508 Subject matter of Resolution | Mode of Business | Votes | cased in resolution | Votes cast | ed against | Invalid Votes |
|----------------|---|---------------------|--------|----------------------|------------|----------------------|------------------|
| Notice | | | Nos | %age | Nos | %age | |
| 8 | To authorise Board of Directors to exercise its | E-voting | 2613 | 0.38 | 0 | 0 | 0 |
| | powers including the powers under section 186 a) make | Poll | 685385 | 99.61 | 2 | 0.01 | 106971 |
| | loans from time to time on such terms and conditions as it may deem expedient to any person or other bodies corporate;b) give on behalf of any person, body corporate, any guarantee, or provide security in connection with a loan made by any other person to, or to any other person by any body corporate; andc) acquire by way of subscription, purchase or otherwise the securities of any other body corporate up to an aggregate sum of 500 crores. | Total | 687998 | 99.99 | 2 | 0.01 | 106971 |
| Item No. of | Subject matter of Resolution | Mode of Business | | cased in fresolution | | ted against solution | Invalid Votes |
| Notice | | | Nos | %age | Nos | %age | |
| 9 | To approve salary of Mr. Pawan Chaudhary, Chairman | E-voting | 2613 | 32.66 | 0 | 0 | 0 |
| | and Managing Director of the Company which eventually | Poll | 3485 | 43.56 | 1902 | 23.78 | 786971 |
| | exceeded the overall limit of the Net Profits of the Company. | Total | 6098 | 76.22 | 1902 | 23.78 | 786971 |

For Venus Remedies Limited





Phone (R) 0172 - 4635839. (M) 75086-35880. E - mail: - prince.chadha88@gmail.com

| Item No. of | R) 0172 - 4635839, (M) 3 Subject matter of Resolution | Mode of Business | Votes cased i resolu | n favour of | Votes cast the res | ed against | Invalid Votes | | |
|----------------|--|---------------------|--|-------------------------------------|-----------------------|-----------------------|------------------|--|------------------|
| Notice | | | Nos | %age | Nos | %age | | | |
| 10 | To approve salary of Mrs. Manu Chaudhary, | E-voting | 2613 | 32.66 | 0 | 0 | 0 | | |
| | Joint Managing Director of the Company which | Poll | 3485 | 43.56 | 1902 | 23.78 | 786971 | | |
| | eventually exceeded the overall limit of the Net Profits of the Company. | Total | 6098 | 76.22 | 1902 | 23.78 | 786971 | | |
| Item No. of | Subject matter of Resolution | Mode of Business | | Votes cased in favour of resolution | | ed against olution | Invalid Votes | | |
| Notice | | | Nos | %age | Nos | %age | | | |
| 11 | To approve salary of Mr. Peeyush Jain, Deputy | E-voting | 2613 | 32.67 | 0 | 0 | 0 | | |
| | Managing Director of the Company which | Poll | 5385 | 67.32 | 2 | 0.01 | 786971 | | |
| | eventually exceeded the overall limit of the Net Profits of the Company. | Total | 7998 | 99.99 | 2 | 0.01 | 786971 | | |
| Item No. of | Subject matter of Resolution | Mode of Business | Votes cased in favour of resolution the resolution | | | | | | Invalid Votes |
| Notice | | | Nos | %age | Nos | %age | | | |
| 12 | To approve salary of Mr. Ashutosh Jain, Executive | E-voting | 2613 | 42.84 | 0 | 0 | 0 | | |
| | Director of the Company which eventually | Poll | 3485 | 57.13 | 2 | 0.03 | 788871 | | |
| | exceeded the overall limit of the Net Profits of the Company. | Total | 6098 | 99.97 | 2 | 0.03 | 788871 | | |



For Venus Remedies Limited



Place: Chandigarh Dated: 25.08.2015

Phone (R) 0172 - 4635839, (M) 75086-35880, E - mail: - prince.chadha88@gmail.com

I hereby confirm that I am maintaining the Registers in respect of the votes cast through E-voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You,

Yours Faithfully

For P. Chadha & Associates

CompanySecretaries

M.No. A32856

For Venus Remedies Limited