



VRL/SEC/EXCHANGE

24.09.2018

National Stock Exchange of India Ltd.

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

Dept. of Corporate Services

The Stock Exchange, Mumbai
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai
Script Code: 526953

Sub.: Proceedings of Annual General Meeting of Venus Remedies Limited, held on 24th September, 2018 pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

The Annual General Meeting of the Company was held on Monday, 24th September, 2018 at 10:30 am at The Pelican Hotel, 25/8, Industrial Cum Business Park, Phase-2, Chandigarh.

Mr. Pawan Chaudhary being the Chairman of the Board & Managing Director, chaired the proceedings, Mr. Peeyush Jain, Deputy Managing Director, Mr. Ashutosh Jain, Executive Director of the Company, Mr. Pravindra Singh Chauhan, Chairman Audit Committee, Chairman Remuneration and Nomination Committee & Chairman Stake Holder relationship committee were present at the meeting.

Total 36 members attended the meeting. Representative of Statutory auditor, Secretarial Auditor and Ms. Neha Kodan, Company Secretary were also present. Chairman declared that requisite quorum was present and called the meeting in order.

Chairman informed that the e-voting facility was provided to the members from 21.09.2018 at 9:00 am to 23.09.2018 at 5:00 pm and facility to vote through ballot paper provide at the venue of AGM.

Following agenda item was put up for shareholders approval at the meeting:

Ordinary Business:

1. To receive, consider and adopt, with or without modifications, Balance Sheet as on March 31, 2018 and the Profit and Loss Account for the year ended on that date along with the Report of Directors and Auditors thereon;
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.
3. To rectify the remuneration of the cost auditor M/s C.L Bansal & Associates as

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

Unit-I :
51-52, Industrial Area, Phase-I, Panchkula (Hry.) 134113, India
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Unit-II :
Hill Top Industrial Estate, Panchkula (Hry.) 134113, India



Rs. 80000 p.a. for the financial year 2018-19 to conduct the cost audit audit of the company.

Special Business:

4. To appoint M/s Vinod Kumar Associates, Chartered accountants as Statutory Auditors of the Company to fill the casual vacancy and shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the 29th Annual General Meeting.
5. To appoint M/s. Vinod Kumar Associates, Chartered accountants as the Statutory Auditor of the Company, to hold the office for the term of 5 years from the conclusion of 29th Annual General Meeting to the conclusion of 34th Annual General Meeting.
6. To re-appoint Mr. Ashutosh Jain (DIN: 01336895) as an Executive Director (whole time director) of the Company for the period of five years w.e.f. 01.05.2018.
7. To re-appoint Mrs. Manu Chaudhary (DIN: 00435834) as the Joint Managing Director (Whole time director) of the Company for a period of five years w.e.f 01-10-2018.
8. To appoint Mr. Pravindra Singh Chauhan (DIN: 08068504) as a Non Executive Independent Director of the Company whose term shall not be subject to retirement by rotation and he shall hold office for a term of 5 (five) years w.e.f. 24th September 2018 to 23rd September 2023.
9. To approve the Material Related Party Transactions in a single financial year (FY) w.e.f. FY 2018-2019 onwards with Venus Pharma GmbH, Werne Germany, a wholly owned subsidiary, a related party, on such material terms and conditions as may be mutually agreed upon, the value of which either singly or all taken together may exceed ten percent of the annual consolidated turnover of the Company as per audited financial statements of the last financial year.

On the invitation by the chairman, few queries were raise dy the shareholders which were replied by the Chairman. After that Chairman declared that the combined result of e-voting and polling results will be declared within 48 hours of the conclusion of the meeting.

Chairman concluded the meeting with vote of thanks to the shareholders.
Meeting concluded at 10:55 am.

Thanking you.

Yours faithfully,
for VENUS REMEDIES LIMITED


(Company Secretary)

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