



26.09.2018

VRL/SEC/EXCHANGE

National Stock Exchange of  
India Ltd.  
5<sup>th</sup> Floor, Exchange Plaza  
Bandra (E),  
Mumbai- 400 051  
Script Code: VENUSREM

Dept. of Corporate Services  
The Stock Exchange, Mumbai  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai  
Script Code: 526953

Sub.: Details of Voting results of 29<sup>th</sup> Annual General Meeting

Dear Sir/ Madam,

Pls find enclosed herewith Voting results of 29<sup>th</sup> Annual General Meeting held on dated 24.09.2018, under Regulation 44(3) of SEBI (LODR) Regulations, 2015.

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

**Unit-I :**  
51-52, Industrial Area, Phase-I, Panchkula (Hry.) 134113, India  
Tel. : +91-172-3933094, 3933090, 2565577, Fax : +91-172-256556

**Unit-II :**  
Hill Top Industrial Estate, Jharmajri EPIP, Phase-I, (Extn.),  
Bhatoli Kalan, Baddi (H.P.) 173205, India  
Tel. : +91-1795-202100, 202101, 202107 Fax : +91-1795-271272



PRINCE CHADHA  
B.COM, ACS

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

Phone (R) 0172 - 4635839, (M) 75086-35880, E - mail: - [prince.chadha88@gmail.com](mailto:prince.chadha88@gmail.com)  
**CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING & POLL**  
**VENUS REMEDIES LIMITED**

To,  
The Chairman,  
Venus Remedies Limited (CIN: L24232CH1989PLC009705)  
Regd. Office: SCO 857, Cabin No. 10  
2nd Floor, NAC Manimajra, Chandigarh (U.T) - 160101

Sub: Consolidated Scrutinizer Report for Remote E-Voting AND Poll conducted at the Annual General Meeting (AGM) of **VENUS REMEDIES LIMITED** (Company) held on Monday, September 24, 2018 at 10:30 A.M at The Pelican Hotel, 25/8, Industrial cum Business Park, Phase-2, Chandigarh - 160002, India.

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 Company held on September 24, 2018.

The Board of Directors of the Company at their meeting held on Monday, 13th August, 2018 have appointed me as the Scrutinizer for the remote e-voting started on 21st September, 2018 (9.00 a.m. IST) and ends on 23rd September, 2018 (5.00 p.m. IST) and for the Poll held at the AGM of the Company on the September 24, 2018.

Members, whose names appear in the Register of Members / list of Beneficial Owners on the close of the day on Monday, 17th September, 2018 (cut of 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 AGM.

The Company has appointed Link Intime India Private Limited (LI IPL) as the Service Provider for providing the facility of electronic voting (remote e-voting) to Shareholders of the Company from 21st September, 2018 (9.00 a.m. IST) and ends on 23rd September, 2018 (5.00 p.m. IST). M/s Link Intime India Private Limited is also the Registrar and Share Transfer Agent of the Company. The remote e-voting results were unblocked by me on September 24, 2018 in the presence of two witnesses namely, Ms. Yogita and Ms. Palak Bajaj, who are not in employment of the Company.

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

(Yogita Sharma)  
Yogita d/o Sh. Bali Dutt Sharma  
R/o #HE-125, Phase - 9  
Mohali, SAS Nagar, Punjab, India

(Palak Bajaj)  
Palak Bajaj d/o Sh. Dharminder Kumar  
R/o NRI Colony, Backside Cheema Hospital  
Phagwara Road, Banga, Punjab, India





Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the remote e-voting website i.e. (<https://instavote.linkintime.co.in>).

At the AGM of the Company held on September 24, 2018, the Chairman of the Company had called for a Poll to facilitate the members present at the meeting who could not participate in the e-voting to record their votes through the poll process. Ballot box kept for polling was locked in my presence with due identification marks placed by me.

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. The Poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

I observed that:

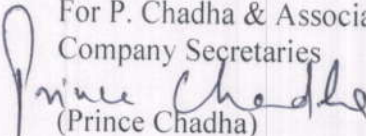
- a. 34 members had cast their votes through the poll provided at the meeting and 2 members who were present in the meeting abstained from voting because they had already cast their votes through e-voting process and;
- b. 9 members had cast their votes through remote e-voting and out of 9 there are 2 members namely Mr. Pawan Chaudhary and Mrs. Manu Chaudhary who are interested in this resolution and having two folio numbers.

Based on the aforesaid results, 8 Ordinary Resolutions and 1 Special Resolutions as contained in Item no. 1 to Item no. 9 of the Notice of AGM dated September 24, 2018 have been passed with requisite majority.

The details of the remote e-voting and polling papers are provided as per Annexure - I.

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,  
Yours Faithfully  
For P. Chadha & Associates  
Company Secretaries

  
(Prince Chadha)  
M.No. A32856  
CP No. 12409



Place : Chandigarh  
Dated: 25.09.2018

Countersigned by:  
For Venus Remedies Limited

Pawan Chaudhary  
(Chairman of 29th Annual General Meeting)

The details of the remote e-voting and polling paper are provided as per Annexure – I:

<b>Date of AGM</b>	24.09.2018
Total Number of shareholders on record date	19401
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters & Promoter Group:	3
Public:	36 in person
<b>No. of shareholders attended the meeting through video conferencing:</b>	
Promoters & Promoter Group:	NIL
Public:	

Agenda-wise Disclosure

Resolutions Required: (Ordinary or Special)		1. Adoption of Audited annual accounts for the year ended on 31 <sup>st</sup> March, 2018 along with the Report of Directors and Auditors thereon. (Ordinary Resolution)						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes-in favour (4)	No. of votes-against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes-against on votes polled (7)=(5/2)*100
Promoters and promoters Group	E-voting	4630000	2130000	46.00%	2130000	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		2130000	46.00%	2130000	0	100%	0
Public Institutions	E-voting	110980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-voting	7601008	38803	0.51%	38803	0	100%	0
	Poll		6627	0.087%	6626	1	99.98%	0.02%
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		45430	0.597%	45429	1	99.999%	0.002%
<b>Total</b>		<b>12341988</b>	<b>2175430</b>	<b>17.63%</b>	<b>2175429</b>	<b>1</b>	<b>99.99995%</b>	<b>0.000045%</b>





**Resolutions Required: (Ordinary or Special)**

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.  
**(Ordinary Resolution)**

Whether promoter/promoter group are interested in the agenda/  
resolution? No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes-in favour (4)	No. of votes-against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoters and promoters Group	E-votting	4630000	2130000	46.00%	2130000	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		2130000	46.00%	2130000	0	100%	0
Public Institutions	E-votting	110980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
Public-Non Institutions	E-votting	7601008	38803	0.51%	38803	0	100%	0
	Poll		6627	0.087%	6626	1	99.98%	0.02%
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		45430	0.597%	45429	1	99.999%	0.002%
<b>Total</b>		<b>12341988</b>	<b>2175430</b>	<b>17.63%</b>	<b>2175429</b>	<b>1</b>	<b>99.99995%</b>	<b>0.000045%</b>



**Resolutions Required: (Ordinary or Special)**

3. To ratify the remuneration of M/s CL Bansal, Cost Accountants FY 2018-19.  
(Ordinary Resolution)

Whether promoter/promoter group are interested in the agenda/ resolution?		No									
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes-in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100			
Promoters and promoters Group	E-voting	4630000	2130000	46.00%	2130000	0	100%	0			
	Poll		0	0	0	0	0	0			
	Postal Ballot (If applicable)		0	0	0	0	0	0			
	Total		2130000	46.00%	2130000	0	100%	0			
Public Institutions	E-voting	110980	0	0	0	0	0	0			
	Poll		0	0	0	0	0	0			
	Postal Ballot (If applicable)		0	0	0	0	0	0			
	Total		0	0	0	0	0	0			
Public-Non Institutions	E-voting	7601008	38803	0.51%	38803	0	100%	0			
	Poll		6627	0.087%	6626	1	99.98%	0.02%			
	Postal Ballot (If applicable)		0	0	0	0	0	0			
	Total		45430	0.597%	45429	1	99.999%	0.002%			
Total		12341988	2175430	17.63%	2175429	1	99.99995%	0.000045%			





**Resolutions Required: (Ordinary or Special)**

4. To appoint M/s Vinod Kumar & Associates, Chartered Accountants as statutory auditors of the Company to fill the casual vacancy and to hold the office until the conclusion of 29<sup>th</sup> Annual General Meeting (AGM).  
(Ordinary Resolution)

Whether promoter/promoter group are interested in the agenda/  
resolution? No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes-in favour (4)	No. of votes-against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoters and promoters Group	E-voting	4630000	2130000	46.00%	2130000	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2130000	46.00%	2130000	0	100%	0
Public Institutions	E-voting	110980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-voting	7601008	38803	0.51%	38803	0	100%	0
	Poll		6627	0.087%	6626	1	99.98%	0.02%
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		45430	0.597%	45429	1	99.999%	0.002%
Total		12341988	2175430	17.63%	2175429	1	99.99995%	0.000045%



**Resolutions Required: (Ordinary or Special)**

5. To appoint M/s Vinod Kumar & Associates, Chartered Accountants as statutory auditors of the Company for 5 years from the conclusion of 29<sup>th</sup> AGM to the conclusion of 34<sup>th</sup> AGM.  
(Ordinary Resolution)

Whether promoter/promoter group are interested in the agenda/ resolution?		No									
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes in favour (4)	No. of votes-against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100			
Promoters and promoters Group	E-voting	4630000	2130000	46.00%	2130000	0	100%	0			
	Poll		0	0	0	0	0	0			
	Postal Ballot (If applicable)		0	0	0	0	0	0			
	Total		2130000	46.00%	2130000	0	100%	0			
Public Institutions	E-voting	110980	0	0	0	0	0	0			
	Poll		0	0	0	0	0	0			
	Postal Ballot (If applicable)		0	0	0	0	0	0			
	Total		0	0	0	0	0	0			
Public-Non Institutions	E-voting	7601008	38803	0.51%	38803	0	100%	0			
	Poll		6627	0.087%	6626	1	99.98%	0.02%			
	Postal Ballot (If applicable)		0	0	0	0	0	0			
	Total		45430	0.597%	45429	1	99.999%	0.002%			
	Total		2175430	17.63%	2175429	1	99.99995%	0.000045%			





**Resolutions Required: (Ordinary or Special)**

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  
(Ordinary Resolution)

Yes

Whether promoter/promoter group are interested in the agenda/  
resolution?

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes-in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoters and promoters Group	E-voting	4630000	2130000	46.00%	2130000	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		2130000	46.00%	2130000	0	100%	0
Public Institutions	E-voting	110980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-voting	7601008	38803	0.51%	37209	1594	95.89%	4.11
	Poll		6627	0.087%	6626	1	99.98%	0.02%
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		45430	0.597%	43835	1595	96.49%	3.51%
Total		12341988	2175430	17.63%	2173835	1595	99.93%	0.07%



**Resolutions Required: (Ordinary or Special)**

7. To re-appoint Mrs. Manu Chaudhary (DIN: 00435834) as the Joint Managing Director (Whole time director) for a period of five years w.e.f 01-10-2018  
(Ordinary Resolution)

Whether promoter/promoter group are interested in the agenda/  
resolution? Yes

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes-in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoters and promoters Group	E-voting	4630000	2130000	46.00%	2130000	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		2130000	46.00%	2130000	0	100%	0
Public Institutions	E-voting	110980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-voting	7601008	38803	0.51%	37209	1594	95.89%	4.11
	Poll		6627	0.087%	6626	1	99.98%	0.02%
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		45430	0.597%	43835	1595	96.49%	3.51%
Total		12341988	2175430	17.63%	2173835	1595	99.93%	0.07%





**Resolutions Required: (Ordinary or Special)**

8. To appoint Mr. Pravindra Singh Chauhan (DIN: 08068504) as a Non Executive Independent Director of the Company to hold the office for a term of 5 (five) years w.e.f. 24<sup>th</sup> September 2018 to 23<sup>rd</sup> September 2023.  
(Ordinary Resolution)

Whether promoter/promoter group are interested in the agenda/  
resolution? No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes-in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoters and promoters Group	E-votting	4630000	2130000	46.00%	2130000	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		2130000	46.00%	2130000	0	100%	0
Public Institutions	E-votting	110980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-votting	7601008	38803	0.51%	38803	0	100%	0
	Poll		6627	0.087%	6626	1	99.98%	0.02%
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		45430	0.597%	45429	1	99.999%	0.002%
Total		12341988	2175430	17.63%	2175429	1	99.99995%	0.000045%



**Resolutions Required: (Ordinary or Special)**

9. To approve the material related party transactions with wholly owned subsidiary Venus Pharma GmbH, Germany.  
(Special Resolution)

Whether promoter/promoter group are interested in the agenda/  
resolution? No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes-in favour (4)	No. of votes-against (5)	% of votes in favour on votes polled (6)=(4/2)*100	% of votes against on votes polled (7)=(5/2)*100
Promoters and promoters Group	E-votting	4630000	2130000	46.00%	2130000	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
Public Institutions	Total		2130000	46.00%	2130000	0	100%	0
	E-votting	110980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public-Non Institutions	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
	E-votting	7601008	38803	0.51%	0	0	0	0
Total	Poll		6627	0.087%	37209	1594	95.89%	4.11
	Postal Ballot (If applicable)		0	0	6626	1	99.98%	0.02%
	Total		45430	0.597%	0	0	0	0
		12341988	2175430	17.63%	43835	1595	96.49%	3.51%
			2173835		2173835	1595	99.93%	0.07%

Thanking You,

Yours Faithfully  
For P. Chadha & Associates  
Company Secretaries

*Prince Chadha*  
(Prince Chadha)

M.No. A32856

CP No. 12409

Dated: 25.09.2018

Place : Chandigarh



Countersigned by:

For Venus Remedies Limited

Pawan Chaudhary  
(Chairman of 29th Annual General Meeting)