			VENUS PIPES & TUBES LIMITED	BES LIMITED						
Date of the AGM/EGM			25-09-2023							
Total number of shareholders on record date			35040							
No. of shareholders present in the meeting either in person or through proxy:	her in person or through p	гоху:								
Promoters and Promoter Group:			Not Applicable							
Public:			Not Applicable							
No. of Shareholders attended the meeting through Video Conferencing	ough Video Conferencing									
Promoters and Promoter Group:			5							
Public:			46							
Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive,	consider and adopt	the Audited Financi	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, along with the Reports of the Board of Directors and Auditors thereon.	y for the financial yo	ear ended March 3	1, 2023, along with the Re	ports of the Board of Direc	tors and Auditors	s thereon.
Whether promoter/ promoter group are										
interested in the agenda/resolution?	No							10000000000000000000000000000000000000		
				% of Votes Polled on	in function in	No of Works	% of Votes in favour on % of Votes against on	% of Votes against on		
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4) against (5)	against (5)	(6)=[(4)/(2)]*100	100	Votes Invalid	Votes Abstained
	E-Voting		,32,850	98.4667			_	-		0
	Poll	20 00 000		0.0000	00	0	0.0000	0.0000		0
	Postal Ballot (if	37,02,00								
Promoter and Promoter Group	applicable)		0	0.0000	00	0				0
	Total		96,32,850	98.46	67 96,32,850	0	100,0000	THE SECOND		0
	E-Voting		21,71,661	75.8750	21,71,661	0	100.0000			0
	Poll	31.03 00	0	0.00	00	0	0.0000	0.0000		0
	Postal Ballot (if	28,02,100						O Division		
Public- Institutions	applicable)		0	0.00	00	0	0.0000			
	Total		21,71,661	75.875	75 21,71,661	0	100.0000	0.0000		0
	E-Voting		21,09,672	27.5734	34 21,09,672	0	100.0000			0
	Poll	76 61 100		0.1712	12 13,102	0	100.0000	0.0000		0
	Postal Ballot (if	COT'TC'9/								
	applicable)		. 0	000	00	0				
Public- Non Institutions				0.00			100.0000	0.0000		0
Public- Non institutions	Total		21,22,774	27.7446	46 21,22,774	0				



Resolution No.	3									to Common for
Resolution required: (Ordinary/ Special)	ORDINARY -To confirm t	he payment of Interi	m Dividend (0.50 p	ORDINARY -To confirm the payment of Interim Dividend (0.50 paisa) - per equity share i.e. 5% on Equity Shares and to declare the final dividend (0.50) - per equity share i.e. 5% on Equity Shares and to declare the final dividend (0.50) - per equity share i.e. 5% on Equity Shares and to declare the final dividend (0.50) - per equity share i.e. 5% on Equity Shares and to declare the final dividend (0.50) - per equity share i.e. 5% on Equity Shares and to declare the final dividend (0.50) - per equity shares or the Equity Shares and to declare the final dividend (0.50) - per equity shares are	%) on Equity Shares a	and to declare the	final dividend (0.50/- per e	quity snare i.e. 5%) on the	Equity shares on t	nie Company ion
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in No. of Votes – favour (4) against (5)	No. of Votes – against (5)	% of Votes in favour on % of Votes against on votes polled votes polled (7)=[(5)/(2)]*100 (7)=[(5)/(2)]*100		Votes Invalid	Votes Abstained
racegory	E-Voting		,32,850	98.4667	67 96,32,850		100.0000	0.0000	0	0
	Poll	030 00 00	0	0.0000	00	0	0.0000	0.0000	0	0
	Postal Ballot (if	37,02,00								
Promoter and Promoter Group	applicable)									0
	Total		96,32,850	の人のないとなるのでは、	95,32,850		OCOO,OOOT			
	E-Voting		21,71,661	75.8750	50 21,71,661		0 100.0000		0	0
	Poll	30 63 166	0	0.0000	00		0.0000	0.0000	0	0
Bullio Institutions	Postal Ballot (if	20,02,100	0	0.0000	00		0.0000	0.0000	0	0
	Total		21,71,661	75.875	No. of the last	1 7 M 100 - 304	0 100.0000			0
	E-Voting		21,09,672	27.5734	34 21,09,662	1 2 0 0 2	10 99.9995			0
	Poll	76 61 106	13,102	0.1712	12 13,102		0 100.0000	0.0000	0	0
Public Non Institutions	Postal Ballot (if applicable)	cor'rc'9/	0	0.0000	000		0.0000		0	0
	Total		21,22,774				10 99.9995			0
	Total	2,02,96,110	1,39,27,285	68.6205	1,39,27,275		10 99,9999	0.0001		0



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appo	oint Mr. Megharam Sa	gramji Choudhary (	ORDINARY - To re-appoint Mr. Megharam Sagramji Choudhary (DIN 02617107) who retires		g eligible, offers him	by rotation and being eligible, offers himself for re-appointment as a director	s a director.		
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 No. of Votes – favour (4) against (5)		% of Votes in favour on % of Votes against on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100		Votes Invalid	Votes Abstained
Caregory	E-Voting		96,32,850		98,4667 96,32,850	0	100.0000	0.0000	0	0
	Poll	07 07 050		0.0	0.0000	0	0.0000	0.0000	0	0
	Postal Ballot (if	37,02,00							)	
Promoter and Promoter Group	applicable)		0	0.2			400,0000		0	
	Total		96,32,850	98.4	98.4667 96,32,850	0	COOCOCOC	0.0000	0	
	E-Voting		21,71,661	75.3	75.8750 21,62,542	2 9,119	99.5800	0.4199	0	0
	Poll	70 67 155	0	0.0	0.0000	0	0.0000	0.0000	0	0
	Postal Ballot (if	20,02,20,03				0	0,000	0,000	0	0
Public- Institutions	applicable)			0				2		
	Total		21,71,661	75	75.875 21,62,542	2 9,119	99.5801	0.4199		0
	E-Voting		21,09,672	27.1	27.5734 21,09,632	12 40	99.9981	0.0018	0	0
	Poll	76 51 105	13,102	0	0 1712 13,102	0	100.0000	0.0000	0	0
	Postal Ballot (if	cor'rc'a,								
Public- Non Institutions	applicable)		0	0,1			0.0000			0 0
	Total		21,22,774	27.	27,7446 21,22,734				0	0
	Total Care Comment	2,02,96,110	1,39,27,285	189 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -	68.6205 1,39,18,126	9,159	99.9342	0.0658	0	O TO THE OWNER OF THE OWNER OWNER OF THE OWNER OWNE

Resolution No.	5										
Resolution required: (Ordinary/ Special)	SPECIAL - To approve gr	ant of employee sto	ck options under the	e "Venus Pipes & Tubes	Limited - Em	ployee Stock	Option Scheme 20.	SPECIAL - To approve grant of employee stock options under the "Venus Pipes & Tubes Limited - Employee Stock Option Scheme 2023" to the eligible employees of the Company's Subsidiary Companies, Holding Companies, Holding Scheme 2023" to the eligible employees of the Company's Subsidiary Companies, Holding Companies,	ees of the Company's Subs	adiary Companie	s, Holding
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. c	No. of Votes – in favour (4)	No. of Votes – in No. of Votes – favour (4) against (5)	% of Votes in favour on % of Votes against on votes polled votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100		Votes Invalid	Votes Abstained
the control of the co	E-Voting		,32,850		98.4667	,32,850	0	100.0000	0.0000		0
	Poll	0707050			0.0000	0	0	0.0000	0.0000		0
Promoter and Promoter Group	Postal Ballot (if	21,02,00	0		0.0000	0	0	0.0000	0.0000	6	0
	Total		96,32,850		98.4667	96,32,850	0	100.0000	0.0000		0
	E-Voting		21,71,661		75.8750	12,701	21,58,960	0.5848	99,4151	-	0
	Poll	28 62 155	0		0.0000	0	0	0.0000	0.0000		0
Public-Institutions	Postal Ballot (if applicable)	20,02,20	0		0.0000	0	0	0.0000	0.0000		0
	Total		21,71,661		75.875	12,701	21,58,960		99.4151		0
	E-Voting		21,09,672		27.5734	21,09,318	354	99.9832	0.0167		0
	Poll	3661 100			0.1712	13,102	0	100.0000	0.0000		0
Public- Non lostitutions	Postal Ballot (if applicable)	corfrc'9/	0		0.0000	0	0	0.0000			0
	Total		21,22,774		27.7446	21,22,420		The Good State			0
	Total	2,02,96,110	0 1,39,27,285		68.6205	1,17,67,971	21,59,314	84,4958	15,5042		0

Resolution No.	4										
Resolution required: (Ordinary/ Special)	SPECIAL - To approve i	mplementation of the	"Venus Pipes & Ti	SPECIAL - To approve implementation of the "Venus Pipes & Tubes Limited - Employee Stock	Stock Opti	Option Scheme 2023"	3,				
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No	No. of Votes – in No. of Votes - favour (4) against (5)	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	Votes Invalid	Votes Abstained
0000	E-Voting		96,32,850		98.4667	,32,850	0	100.0000	0,0000	0	0
	Poll	07 07 050			0.0000	0	0	0.0000	0.0000	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	27,02,030	0	0	0.0000	0	0	0.0000		0	0
	Total		96,32,850		98.4667	96,32,850	0	100.0000		0	0
	E-Voting		21,71,661		75.8750	8,54,298	13,17,363	39.3384		0	0
	Poll	70 67 155	0		0.0000	0	0	0.0000	0.0000	C	0
Public- Institutions	Postal Ballot (if applicable)	20,02,03		0	0.0000	0	0	0.0000		0	0
	Total		21,71,661		75.875	8,54,298	13,17,363	39.3385			0
	E-Voting		21,09,672		27.5734	21,09,662	10	99,9995		0	0
	Poll	76 51 105	13,102		0.1712	13,102	6	100.0000	0.0000	0	0
Dublic Non Institutions	Postal Ballot (if	CONTRCTO		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		21,22,774		27.7446	21,22,764	10				0
	Total Colored	2.02,96,110	1,39,27,285		68.6205	1,26,09,912	13,17,373	90.5411	9,4589		Constitution of



Resolution required: (Ordinary/ Special)	SPECIAL - To reannoin	Mr. Javantiram Moti	ram Choudhary as V	SPECIAL - To reappoint Mr. Javantiram Motiram Choudharv as Whole Time Director of the Company	Company					
Whether promoter/ promoter group are interested in the agenda/resolution?	No.									
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on outstanding shares (3)=(/2)/(1))* 100	No. of Votes – in favour (4)	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled	Votes Invalid	Votes Abstained
	E-Voting		96,32,850		98.4667 96,32,850		1	0.0000	0	0
	Poll	07 97 950	0	0.0		0	0,0000	0.0000	0	0
	Postal Ballot (if	3/,02,000								
The state of the s	To the second		020 00 000	00	STATE OF STREET					
	Total		96,32,850	98.4	HOSE OF		100.0000	0.0000	O INDER	
	E-Voting		21,71,661	75.8	75.8750 21,71,661		100.0000	0.0000	0	0
	Poll	28.62.155	0	0.0		0	0.0000	0.0000	0	0
Diskin locations	Postal Ballot (if	and the state of t	0	0			0.0000	0.0000	0	0
A COURT HIS CENTURY	application			-						
	Total		21,71,661	75	100000		100.0000		0	0
	E-Voting		21,09,672	27.5	27.5734 21,09,672	2 0	100.0000	0.0000	0	0
	Poll	76 51 105	13,102	0.3	0.1712 13,102	12 0	100.0000	0.0000	0	0
Public Non localitations	Postal Ballot (if	,0,04,400	0	0.0		0	0.000	0 0000	0	0
	Total		21,22,774	27.	27.7446 21.22.774	1000年	10		0	0
(1) 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Total	2,02,96,110	1,	68.62	05 1				TO THE REAL PROPERTY.	0
Resolution No	7									
Resolution required: (Ordinary/ Special)	SPECIAL - To increase i	n remuneration of Mr	r. Arun Axaykumar k	To increase in remuneration of Mr. Arun Axaykumar Kothari, Managing Director						
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – in No. of Votes – favour (4) against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)={(5)/{2}]*100	Votes Invalid	Votes Abstained
	E-Voting		72,57,468		74.1856 72,57,468			0.0000	23,75,382	
	Poll	97 82 850	0	0.0		0	0.0000	0.0000	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	21/06/02/03	0	0.0		0	0.0000	0.0000	0	0
	Total		72,57,468	74.5	1856 72,57,468		0 100.0000	0.0000	23,75,382	0
	E-Voting		21,71,661	75.8	75.8750 21,71,661					0
	Poll	28.62.155	0	0.0			0.0000	0.0000	0	0
Public-Institutions	Postal Ballot (if		0	0.0		0	0.0000	0.0000		0
	Total		21,71,661	75	75.875 21,71,661		OF CASE OF	The state of the s		) 0
	E-Voting		21,09,672	27.5		45			0	0
	Poll	301 13 37		0.3						0
	Postal Ballot (if	Cottrefor						0.000	0	0
	Total		21,22,774	27.	27,7446 21,22,320	45				
	*Total	2,02,96,110	1,	55.5	1				23,75,382	0



				THE RESERVED TO SERVED TO				IOTT'06'70'7	IDIO!	THE RESIDENCE OF THE PARTY OF T
0	25.80.810		The state of the s		4			202001110	4 17	
0	0	0.0214	99,9786	454	21,22,320	27.7446	21.22.774		Total	
0		0.0000	0.0000	0	0	0.0000	0		applicable)	Public- Non Institutions
								cor'rc'a,	Postal Ballot (if	
0	0	0.0000	100.0000	0	13,102	0.1712	13,102	76 51 105	Poll	
0		0.0215	99.9784	454		27.5734	21,09,672		E-Voting	
		TOTAL SECTION OF	100.0000	0	21,71,661	75.875	21,71,661		Total	
					0	0.0000	0		applicable)	Public- Institutions
0								28,62,155	Postal Ballot (if	
0	0	0.0000	0.0000	0	0	0.0000	0	20 62 156	Poll	
0		0.0000	100.0000		21,71,661	75.8750	21,71,661		E-Voting	
0	25,80,81	0.0000	17.7		70,52,040	72.0857	70,52,040	10000000000000000000000000000000000000	Total	
0		0.0000		0		0.0000	0		applicable)	Promoter and Promoter Group
								97,82,850	Bootal Ballot (if	
0	0	0.0000		0		0.0000			Poll	
0	25,80,810	0.0000	100.0000			72.0857	70,52,040		E-Voting	
Votes Abstained	Votes Invalid	% of votes against on votes polled (7)=[(5)/(2)]*100	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	No. of Votes – against (5)	No. of Votes – in favour (4)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes polled (2)	No. of shares held (1)	Mode of Voting	Category
									No	Whether promoter/ promoter group are interested in the agenda/resolution?
					Or	SPECIAL - To increase in remuneration of Mr. Dhruv Mahendrakumar Patel, Whole Time Director	Dhruv Mahendrak	remuneration of Mr.	SPECIAL - To increase in	Resolution required: (Ordinary/ Special)
						7			4	Resolution No.
	104717646	0.0047	PCCCCG	494	1,04,29,048	51.3869	1,04,29,542	2,02,96,110	Total	
0		0.020.0				21.1446			Total	
0	0	בבכתת			מסר כר אר	200000	22 22 22		applicable)	Public- Non institutions
0	0	0.0000	0,0000	0	0	0.0000	0	(01,15,0)	Postal Ballot (if	Destrict Non-Inchtstations
0	0	0.0000	100.0000	0	13,102	0.1712	13,102	70 54 405	Poll	
0	0	0.0234	99.9765	494	21,09,178	27.5734	21,09,672		E-Voting	
0	0	0.0000	100.0000	0	21,71,661	75.875	21,71,661		Total	
0		0.0000	0.0000	0	0	0.0000	0	enjunjano	Postal Ballot (if applicable)	Public- Institutions
C	0	0.0000	0.0000	0	0	0.0000	0	28 62 155	Poli	
0	0	0.0000	100.0000	0	21,71,661	75.8750	21,71,661		E-Voting	
0	34,97,74	0.0000	100.0000	0	61,35,107	62.7129	61,35,107		Total	
0	0	0.0000	0.0000	0	0	0.0000	0	or junjuno	Postal Ballot (if applicable)	Promoter and Promoter Group
0	0	0.0000	0.0000	0	0	0.0000	0	97 87 850	Poll	
0	34,97,743	0.0000	100.0000	0	61,35,107	62.7129	61,35,107		E-Voting	
Votes Abstained		% of Votes against on votes polled (7)=[(5)/(2)]*100	% of Votes in favour on 9 votes poiled votes [(4)/(2)]*100	No. of Votes – against (5)	No. of Votes – in favour (4)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes opolled (2)	No. of shares held (1)	Mode of Voting	Category
									No	Whether promoter/ promoter group are interested in the agenda/resolution?
					ctor	SPECIAL - To increase in remuneration of Mr. Megharam Sagramji Choudhary, Whole Time Director	Megharam Sagram	remuneration of Mr.	SPECIAL - To increase in	Resolution required: (Ordinary/ Special)
									8	Resolution No.



Resolution No.	10									
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the	remuneration of th	e Cost Auditors for	ORDINARY - To ratify the remuneration of the Cost Auditors for the financial year 2023-24.				TO CHARACTER STATE OF THE STATE	Market Ha	
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in No. of Votes – favour (4) against (5)	No. of Votes – against (5)	% of Votes in favour on % of votes against on votes polled votes polled (7)=[(5)/(2)]*100 (7)=[(5)/(2)]*100		Votes Invalid V	Votes Abstained
Category	2 4 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5	Table State	US8 CE 30		96.32,850	)	100.0000	0.0000	0	0
	E-Voting		ocolacioc					0.0000	0	0
	Poll	97 87 850	0	0.0000	00					
	Postal Ballot (if	31,00,000	0	0.0000	00		0.0000	0.0000	0	0
Promoter and Promoter Group	application (		96.32.850	9	67 96,32,850	0	1,00,0000	0.0000	0 300 300 800	0
	E-Voting		21,71,661	75.8750	50 21,71,661		100.0000		0	0
	Poll	20 62 455	0	0.0000	00		0.0000	0.0000	O	0
	Postal Ballot (if	20,001,000	0	0.0000	00		0.0000	0.0000	0	0
I Marie College Property	Total		21,71,661	75.875	75 : 21,71,661	0				0
	E-Voting		21,09,672	27.5734	34 21,09,218	454				
	Poll	76 51 100		0.1712	12 13,102		0 100.0000	0.0000	0	C
	Postal Ballot (if	(01,10,0)		0.0000	000		0.0000	0.0000	0	0
Public- Non institutions	Total		21.22.774		46 21,22,320	454	99.9786	0.0214	0	0
	Total	2.02.96.110	1	68,6205	1	454	99.9967	0.0033	0	Take to the O





**Company Secretaries** 

Office No. 8, Plot No. 306, First Floor, Ward 12-B, "Hari Krupa Complex", Gandhidham - 370 201. Cell.: +91 - 99780 05437 / 99258 35529 Email: cspiyushprajapati@gmail.com

#### FORM NO. MGT.13

# **Consolidated 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 Pipes & Tubes Limited**

(Formerly Known as Venus Pipes & Tubes Private Limited) Survey No. 233/2 and 234/1, Dhaneti Bhuj Kachchh Gujarat - 370020

Ref: 09<sup>th</sup> Annual General Meeting ("AGM") of the Members of the Venus Pipes & Tubes Limited held on 25<sup>th</sup> September, 2023 at 04.00 P.M. (I.S.T) by way of Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir.

I, Piyush Prajapati, Proprietor of Piyush Prajapati & Associates, Company Secretary in Whole Time Practice has been appointed as Scrutinizer by the Board of Directors of Venus Pipes & Tubes Limited ("the Company") vide resolution dated 01st September, 2023, pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular Nos. 02/2022, 03/2022 dated May 5, 2022 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held from Thursday, 21th September, 2023 at 09.00 a.m. to Sunday, 24th September 2023 5.00 p.m. IST and through e-voting system during the 09th AGM of the members of the Company, held on Monday, September 25, 2023, at 04.00 P.M. (IST) by way of VC/OAVM.



# **PS**

# **PIYUSH PRAJAPATI & ASSOCIATES**

**Company Secretaries** 

Office No. 8, Plot No. 306, First Floor, Ward 12-B, "Hari Krupa Complex", Gandhidham - 370 201. Cell.: +91 - 99780 05437 / 99258 35529 Email: cspiyushprajapati@gmail.com

# I submit my Consolidated Report as under,

- 1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.
- The Company has availed remote e-voting system and electronic voting system at the AGM provided by Kfin Technologies Limited (Kfintech) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
- 3. After conclusion of the proceedings of the meeting, the shareholders present through VC/OAVM voted through the e-voting facility provided by Kfin Technologies Limited (Kfintech). As per the information given by the Company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC/OAVM and who had not voted by remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- 4. We have unblocked the votes cast by the members at the AGM in the presence of Mr. Sachin Sagar and Mr. Vishal Longwani, who are the witnesses and not in the employment of the Company.
- 5. We have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the Kfin Technologies Limited (Kfintech) evoting system.
- 6. Based on the data downloaded from the Official website of the Kfin Technologies Limited (Kfintech) for the remote e- voting system and on the basis of the report furnished to us by them on the electronic voting system, we now submit our consolidated report (Remote evoting and Electronic Voting System) as under:

#### **Ordinary Business:**

#### (A) Resolution No 1: Ordinary Resolution

Item No.1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, along with the Reports of the Board of Directors and Auditors thereon...



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## (i) Voted in favour of the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	115	13914183	100 %
Insta Poll	6	13102	100 %
Total	121	13927285	100 %

#### (ii) Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting			-
Insta Poll			
Total	-		-

#### (iii) Invalid votes:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting			
Insta Poll	- 100		-
Total	-	2	

RESULT: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.

#### (B) Resolution No 2: Ordinary Resolution

Item No. 2 - re-appoint Mr. Megharam Sagramji Choudhary (DIN 02617107) who retires by rotation and being eligible, offers himself for re-appointment as a director..

#### (i) Voted in favour of the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	113	13905024	99.9342 %
Insta Poll	6	13102	100 %
Total	119	13918126	99.9342 %





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## (ii) Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	9159	0.0658 %
Insta Poll			-
Total	2	9159	0.0658 %

#### (iii) Invalid votes:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting			-
Insta Poll	-	-	-
Total	-	-	-

RESULT: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.

## (C) Resolution No 3: Ordinary Resolution

Item No. 3 - To confirm the payment of Interim Dividend (0.50 paisa/- per equity share i.e. 5%) on Equity Shares and to declare the final dividend (0.50/-per equity share i.e. 5%) on the Equity Shares of the Company for the financial year ended March 31, 2023

#### (i) Voted in favour of the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	114	13914173	99.9999 %
Insta Poll	6	13102	100 %
Total	121	13927275	99.9999 %

#### (ii) Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	10	0.0001%
Insta Poll	-	-	-
Total	1	10	0.0001 %



# **es**

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## (iii) Invalid votes:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-		-
Insta Poll	-		-
Total	-		-

RESULT: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.

## **Special Business:**

## (D) Resolution No 4: Special Resolution

Item No. 4 - To approve implementation of the "Venus Pipes & Tubes Limited – Employee Stock Option Scheme 2023"

#### (i) Voted in favour of the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	99	12596810	90.5322 %
Insta Poll	6	13102	100 %
Total	105	12609912	90.5411 %

#### (ii) Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	16	1317373	9.4589 %
Insta Poll	-		-
Total	16	1317373	9.4589 %

## (iii) Invalid votes:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting		-	-
Insta Poll	-		-
Total		-	-



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RESULT: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.

## (E) Resolution No 5: Special Resolution

Item No. 5 - To approve grant of employee stock options under the "Venus Pipes & Tubes Limited - Employee Stock Option Scheme 2023" to the eligible employees of the Company's Subsidiary Companies, Holding Company, Group Company or Associate Companies

#### (i) Voted in favour of the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	98	11754869	84.4812 %
Insta Poll	6	13102	100 %
Total	104	11767971	84.4958 %

## (ii) Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	2159314	15.5042 %
Insta Poll	-	-	-
Total	17	2159314	15.5042 %

#### (iii) Invalid votes:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Insta Poll			-
Total			-

RESULT: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.

#### (F) Resolution No 6: Special Resolution

Item No. 6 - To reappoint Mr. Jayantiram Motiram Choudhary as Whole Time Director of the Company





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## (i) Voted in favour of the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	115	13914183	100 %
Insta Poll	6	13102	100 %
Total	121	13927285	100 %

#### (ii) Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting		-	-
Insta Poll	-		-
Total	-	-	-

#### (iii) Invalid votes:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-		-
Insta Poll	-		-
Total	-		-

RESULT: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.

#### (G) Resolution No 7: Special Resolution

Item No. 7 - To increase in remuneration of Mr. Arun Axaykumar Kothari, Managing Director

#### (i) Voted in favour of the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	110	11538347	99.9961 %
Insta Poll	6	13102	100 %
Total	116	11551449	99.9961 %





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## (ii) Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	454	0.0039 %
Insta Poll	-		-
Total	2	454	0.0039 %

## (iii) Invalid votes:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	2375382	-
Insta Poll	-		-
Total	3	2375382	-

RESULT: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed with requisite majority.

#### (H) Resolution No 8: Special Resolution

Item No. 8 - To increase in remuneration of Mr. Megharam Sagramji Choudhary, Whole Time Director

#### (i) Voted in favour of the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	111	10415946	99.9953 %
Insta Poll	6	13102	100 %
Total	117	10429048	99.9753 %

#### (ii) Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	494	0.0047 %
Insta Poll	-	-	-
Total	3	494	0.0047 %



# **PS**

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## (iii) Invalid votes:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	3497743	-
Insta Poll	-7"	-	-
Total	1	3497743	-

RESULT: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed with requisite majority.

## (I) Resolution No 9: Special Resolution

Item No. 9 - To increase in remuneration of Mr. Dhruv Mahendrakumar Patel, Whole Time Director

#### (i) Voted in favour of the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	112	11332919	99.9960 %
Insta Poll	6	13102	100 %
Total	118	11346021	99.9760 %

# (ii) Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	454	0.0040 %
Insta Poll		-	
Total	2	454	0.0040 %

#### (iii) Invalid votes:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	2580810	-
Insta Poll		-	
Total	1	2580810	-



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RESULT: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed with requisite majority.

## (J) Resolution No 10: Ordinary Resolution

Item No. 10 - To ratify the remuneration of the Cost Auditors for the financial year 2023-24.

#### (i) Voted in favour of the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	113	13913729	99.9967 %
Insta Poll	6	13102	100 %
Total	119	13926831	99.9967 %

## (ii) Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	454	0.0033 %
Insta Poll	-	-	-
Total	2	454	0.0033 %

#### (iii) Invalid votes:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Insta Poll	-	-	-
Total	-	-	

RESULT: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed with requisite majority.





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

Thanking You,

Yours faithfully,

For Piyush Prajapati & Associates

**Company Secretaries** 

CS Piyush Prajapati

**Proprietor** 

Membership No. FCS 12711

COP. No. 18332

Udin-F012711E001091239

Date: 26th September, 2023

Place: Gandhidham

For Venus Pipes & Tubes Limited

Arun Axaykumar Kos

Chairman DIN - 00926613