

September 25, 2025

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001.  
**BSE Scrip Code: 543528**

**National Stock Exchange of India Ltd**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051.  
**NSE Symbol: VENUSPIPES**

**Subject: Summary of proceedings of the 11<sup>th</sup> Annual General Meeting of the Company held on September 25, 2025.**

**Reference: ISIN – INE0JA001018**

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the summary of proceedings of the 11<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company held on Thursday, September 25, 2025, at 04.00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The proceedings of the 11<sup>th</sup> AGM will also be hosted on the Company's website at <https://www.venuspipes.com/>

This is for your information and records.

Thanking You,  
**For Venus Pipes & Tubes Limited**

**CS Pavan Kumar Jain**  
**Company Secretary and Compliance Officer**  
**Membership No.: A66752**

## **SUMMARY OF PROCEEDINGS OF THE 11<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF VENUS PIPES & TUBES LIMITED (THE COMPANY)**

The 11<sup>th</sup> AGM of the Members of the Company was held on Thursday, September 25, 2025, at 04.00 P.M. (IST) through Video Conferencing (VC)/ Other Audio Video Means (OAVM), in compliance with circular no. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as “the Circulars”) and other applicable provisions of the Companies Act, 2013.

Mr. Arun Axaykumar Kothari, Chairman of the Board, took the chair and conducted the proceedings of 11<sup>th</sup> AGM. The requisite quorum being present, he called the Meeting to order. He further informed the members that since the Meeting was held through VC, the proxy related procedures has been dispensed with.

He then introduced the members of the Board, the Senior Executives of the Company, the Statutory Auditors and Secretarial Auditor and the Directors were present at the AGM, including the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

Chairman Mr. Arun Kothari addressed the members.

Mr. Pavan Kumar Jain, Company Secretary and Compliance Officer, informed the members that the Register of Directors and Key Managerial Personnel and their shareholding, the Register of Contracts in which Directors are interested, as well as any other documents that are mandated to be made available for inspection by the members in accordance with the Act, were available for inspection electronically. Members if interested, in inspecting the same, were requested to send an email to [cs@venuspipes.com](mailto:cs@venuspipes.com).

He then with the concurrence of all the members present informed that the notice convening the 11<sup>th</sup> AGM of the Company was taken as read. He also informed the members that the Statutory Auditors Report and Secretarial Audit report does not contain any qualifications or observations or adverse remarks, and in accordance with the provisions of the Act, the said report(s) were taken as read.

He further informed the members that

- a) The Company had provided remote e-voting facility to the members to exercise their vote in respect of business proposed in the notice of 11<sup>th</sup> AGM through Kfin Technologies Limited (Kfintech). The remote e-voting commenced on September 20, 2025 at 09:00 AM IST and ended on September 24, 2025 at 5:00 PM IST.
- b) Mr. Piyush Prajapati, M/s Piyush Prajapati & Associates, Practicing Company Secretaries were appointed as the Scrutinizer for the remote e-voting and e-voting done during the AGM.
- c) Voting results, i.e., remote e-voting and voting at the Meeting through electronic voting system (Insta Poll) would be disseminated to the stock exchanges and also uploaded on the website of the Company and on e-Voting platform of KFin Technologies Limited, on or before September 27, 2025.

The members casted their votes through e-voting facility available during the AGM on the following business as given in the notice of 11<sup>th</sup> AGM:

Sr. No	Resolutions Description	Type of Resolution
<b>Ordinary Business(es):</b>		
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025, along with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2	To re-appoint Mr. Arun Axaykumar Kothari (DIN 00926613) who retires by rotation and being eligible, offers himself for re-appointment as a director.	Ordinary
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, 2025.	Ordinary
<b>Special Business:</b>		
4	Re-appointment of Statutory Auditors	Ordinary
5	To appoint M/s. Nikhil Dhanotiya & Associates, Secretaries as Secretarial Auditors of the Company	Ordinary
6	To ratify the remuneration of the Cost Auditors for the financial year 2025-26.	Ordinary
7	To Increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013	Special
8	To Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings under Section 180 (1)(a) of the Companies Act, 2013	Special
9	Approval for Alteration in the Object Clause of the Memorandum of Association of the Company	Special

The Chairman thanked the members for joining the meeting through VC/ OAVM. He once again requested members who have not exercised their vote through remote e-voting to cast their vote through e-voting facility which will remain open for 15 minutes after the conclusion of the AGM.

Thereafter, Members who had registered as speakers were invited one by one to pose their views/remarks or queries.

Mr. Arun Kothari, Chairman and Managing Director and Mr. Kunal Bubna, Chief Financial Officer of the company addressed the queries of the members raised during the meeting and questions received by the Company through email.

The meeting concluded at 04:54 P.M. (IST) (including time allowed for e-voting at the AGM).

This is for your information and records.

Thanking You,  
**For Venus Pipes & Tubes Limited**

**CS Pavan Kumar Jain**  
**Company Secretary and Compliance Officer**  
**Membership No.: A66752**