

VRL/SEC/EXCHANGE

Date:26.05.2026

<p><b>National Stock Exchange of India Ltd.</b> 5th Floor, Exchange Plaza Bandra (E), <b>Mumbai- 400 051</b> Script Code: VENUSREM</p>	<p><b>BSE Limited</b> 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street <b>Mumbai</b> Script Code: 526953</p>
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**Sub.: Outcome of Board Meeting date 26<sup>th</sup> May 2026.**

Dear Sir/ Madam,

With reference to the communication made on 15<sup>th</sup> May 2026, the Board of Directors of Venus Remedies Limited ("the Company") at its meeting held on Tuesday, May 26, 2026 (i.e., today), inter-alia, considered, approved and recommended the following:

**1. Financial Results:**

The Audited Financial Results (Consolidated and Standalone) for the quarter and financial year ended March 31, 2026, along with the Audit Report of the Statutory Auditor in compliance with Regulation 30 and 33 of Listing Regulations. The Financial Results (Consolidated and Standalone) along with the declaration that Auditor's report on the results is with unmodified opinion is annexed as 'Annexure'.

**2. Annual General Meeting:**

37<sup>th</sup> Annual General Meeting of the Company is scheduled to be held on Thursday, 20<sup>th</sup> August 2026, through Video Conferencing and Other Audio-Visual Means in accordance with General Circular No. 03/2025 dated September 22, 2025, issued by Ministry of Corporate Affairs, in continuation to the Circulars issued earlier in this regard.

**3. Dividend & Record Date:**

Payment of final dividend of ₹ 10/- (100%) per equity share (face value of ₹ 10 each) subject to approval of shareholders at the ensuing 37th Annual General Meeting of the Company.

Pursuant to Regulation 42 of Listing Regulations, the record date to determine shareholders who will be eligible to receive final dividend will be Friday, August 7, 2026, and the dividend, upon approval by the shareholders, will be paid within 30 days from the date of the Annual General Meeting, subject to deduction of tax deducted at source.

## 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

Website : [www.venusremedies.com](http://www.venusremedies.com)

[www.vmrindia.com](http://www.vmrindia.com)

email : [info@venusremedies.com](mailto:info@venusremedies.com)

CIN No. : L24232CH1989PLC009705

**Unit-I :**

51-52, Industrial Area, Phase-I, Panchkula (Hry.) 134113, India  
Tel. : +91-172-2933090, 2933094, Fax : +91-172-2565566

**Unit-II :**

Hill Top Industrial Estate, Jharmajri EPIP, Phase-I, (Extn.),  
Bhatoli Kalan, Baddi (H.P.) 173205, India  
Tel. : +91-1792-242100, 242101

**Unit-V :**

VENUS PHARMA GmbH  
AM Bahnhof 1-3, D-59368,  
Werne, Germany



**4. Appointments/ Reappointments: On the recommendation of Nomination and Remuneration Committee:**

- i. Appointed Mr. Saransh Chaudhary (DIN: 08752105) as an Additional Director (Whole Time Director) for a period of 5 (five) consecutive years starting from 26<sup>th</sup> May 2026 subject to approval of shareholders of the Company.
- ii. Appointed Dr. Gurminder Singh Bedi (DIN: 11713102) as an Additional Director (Non-Executive Independent Director) for a period of 5 (five) consecutive years starting from 26<sup>th</sup> May 2026 subject to approval of shareholders of the Company. Dr. Gurminder Singh Bedi satisfies the criteria of independence prescribed under the Companies Act, 2013 and SEBI Listing Regulations.
- iii. Re-appointment of Dr. (Mrs.) Manu Chaudhary (DIN: 00435834) as Joint Managing Director for the period of five years w.e.f. 1st October 2026 subject to the approval of shareholders in ensuing Annual General Meeting of the Company.
- iv. Re-appointment of Dr. (Mrs.) Savita Gupta (DIN: 0009450913) as Non-Executive Independent Director for 2nd term of five years w.e.f. 29<sup>th</sup> December 2026 subject to the approval of shareholders in ensuing Annual General Meeting of the Company.
- v. It may be further noted that as per BSE Circular No. LIST/COMP/14/2018-19 dated 20<sup>th</sup> June, 2018 and NSE Circular No. NSE/CML/2018/24 dated 20<sup>th</sup> June, 2018, and based on the information available, Mr. Saransh Chaudhary, Dr. Gurminder Singh Bedi, Dr. (Mrs.) Manu Chaudhary and Dr. (Mrs.) Savita Gupta have not been debarred from holding the office of a Director by virtue of any SEBI order or any such other authority.
- vi. With reference to above mentioned appointments/re-appointments the details as required under the regulation 30 of SEBI LODR, are annexed as 'Annexure'

**5. Auditor(s) appointments: On the recommendation of Audit Committee:**

- i. Appointed M/s C. L. Bansal & Associates, Cost Accountants as Cost Auditors of the Company for FY 2026-27.
- ii. Appointed M/s Mehra Goel & Co, Chartered Accountants as Internal Auditors of the Company for FY 2026-27

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**6. Adoption of Memorandum and Articles of Associations of the Company as per Companies act 2013:**

- i. Adoption of new set of Memorandum of Association ("MOA") of the Company as per Table-A of Schedule I of Companies Act, 2013, subject to approval of Shareholders in ensuing Annual general Meeting; and
- ii. Adoption of new set of Articles of Association ("AOA") of the Company as per Table-F of Schedule I of Companies Act, 2013, subject to approval of Shareholders in ensuing Annual general Meeting.
- iii. The brief details of new MOA and the new AOA as required under Regulation 30 read with Para A of Part A of the Schedule III of the Listing Regulations are annexed as Annexure.

**Trading window closure**

Pursuant to the provisions of Prevention of Insider Trading, the trading window for trading in Company's shares by Designated Persons has been closed from April 01, 2026 till 48 hours from the declaration of financial results.

The Meeting of the Board of Directors of the Company held on 26th May 2026 commenced at 03:15 p.m. and concluded at 09.35 p.m.

This intimation is also being uploaded on the Company's website at <https://www.venusremedies.com>

Thanking you.

**Yours faithfully,**  
**for VENUS REMEDIES LIMITED**

**Neha**  
**(Company Secretary)**  
**M. No. F8374**

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**Independent Auditor's Report on Quarter and Year ended Standalone financial results of the VENUS REMEDIES LIMITED pursuant to the regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended**

**To**  
**The Board of Directors of**  
**VENUS REMEDIES LIMITED**

**Opinion**

1. We have audited the accompanying statement of standalone financial results of **VENUS REMEDIES LIMITED** (the "Company") for the quarter and year ended March 31, 2026 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. In our opinion and to the best of our information and according to the explanations given to us, the statement:
  - i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended in this regard and
  - ii. give a true and fair view in conformity with the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act 2013 ("the Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information of the company for the quarter and year ended 31 March 2026.

**Basis for Opinion**

3. We conducted our audit of standalone financial results in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone Financial Results.

**Responsibilities of Management and Those Charged with Governance for Standalone Financial Statement**

4. This Statement has been prepared on the basis of the standalone annual financial statements and has been approved by the company's Board of Directors. The Board of Directors of the Company are responsible for preparation and presentation of the statement that gives a true and fair view of the net profit and other comprehensive income of the company and other financial information in accordance with applicable accounting standards prescribed under section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility includes maintenance of adequate accounting records in accordance



with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring accuracy and completeness of accounting records, relevant to the preparation and presentation of the statement that gives a true and fair view and are free from material misstatement, whether due to fraud or error.

5. In preparing the statement, the Board of Directors are responsible for assessing company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using going concern basis of accounting unless the Board of directors either intends to liquidate the company or to cease the operations, or has no realistic alternative but to do so.
6. The Board of Directors are responsible for overseeing Company's financial reporting process.

#### **Auditors Responsibilities for the audit of Standalone Financial Statements**

7. Our objectives are to obtain reasonable assurance about whether the Standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs specified under section 143(10) of the Act, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Results.
8. As part of an audit in accordance with SAs specified under section 143(10) of the act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the Standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Standalone financial results in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the Standalone financial results, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



9. Materiality is the magnitude of misstatements in the Statement that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Statement may be influenced. We consider quantitative materiality and qualitative factors (i) in planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Statement.
10. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in the internal control that we identify during the audit.
11. We also provide those charged with governance with a statement that we have complied with relevant ethical regarding independence, and to communicate with them all relationship and other matters that reasonably be thought to bear on our independence and where applicable, related safeguards.

**Other Matter**

12. The Statement includes the financial results for the quarter ended 31 March 2026, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us.

**For J.K Jain & Associates**  
**Chartered Accountants**  
**(FRN: 004025N)**



**CA Anurag Verma**  
**Partner**  
**M. No.: 555033**  
**UDIN: 26555033TZOQCS1396**  
**Date: 26<sup>th</sup> May, 2026**  
**Place: Panchkula**

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED ON 31ST MARCH 2026

(Rs. In Crores except EPS)

S. No.	PARTICULARS	QUARTER ENDED ON			YEAR ENDED ON	
		31/03/2026	31/12/2025	31/03/2025	31/03/2026	31/03/2025
		Audited	Unaudited	Audited	Audited	Audited
<b>1</b>	<b>Revenue</b>					
	(a) Revenue from Operations	259.01	179.95	196.74	768.73	644.47
	(b) Other Income	4.64	2.41	4.08	11.45	15.77
	<b>Total Income</b>	<b>263.64</b>	<b>182.36</b>	<b>200.81</b>	<b>780.19</b>	<b>660.24</b>
<b>2</b>	<b>Expenses</b>					
	(a) Cost of Material Consumed	116.25	93.86	104.21	387.95	348.82
	(b) Purchase of stock in trade	4.73	1.90	2.13	10.76	25.04
	(c) Changes in Inventories of finished goods, work-in-progress & Stock in Trade	(1.45)	(9.51)	(4.00)	(11.47)	0.93
	(d) Employee benefits expense	23.62	19.94	19.32	84.85	72.24
	(e) Depreciation & amortization expense	6.50	6.32	4.49	24.69	21.62
	(f) Selling, Manufacturing and Administrative expenses	50.62	32.84	41.32	134.28	104.15
	(g) Research & Development expenses	5.80	4.20	8.51	18.44	18.29
	<b>Total Expense</b>	<b>206.08</b>	<b>149.55</b>	<b>175.98</b>	<b>649.51</b>	<b>591.09</b>
<b>3</b>	<b>Profit before taxes ( 1-2 )</b>	<b>57.57</b>	<b>32.81</b>	<b>24.83</b>	<b>130.67</b>	<b>69.15</b>
<b>4</b>	<b>Exceptional Items</b>	-	-	-	-	9.91
<b>5</b>	<b>Profit after exceptional items ( 3 + 4 )</b>	<b>57.57</b>	<b>32.81</b>	<b>24.83</b>	<b>130.67</b>	<b>79.06</b>
	<b>EBIDTA (3+2e)</b>	<b>64.07</b>	<b>39.13</b>	<b>29.32</b>	<b>155.37</b>	<b>90.77</b>
<b>6</b>	<b>Tax Expenses</b>					
<b>A</b>	Current Tax	14.48	8.25	5.28	32.89	18.93
<b>B</b>	Deferred Tax	(0.37)	(0.36)	1.83	(1.52)	4.65
<b>C</b>	Tax expense related to previous year	-	-	2.93	-	2.93
<b>7</b>	<b>Net Profit / ( Loss ) for the period ( 5 - 6 )</b>	<b>43.45</b>	<b>24.92</b>	<b>14.79</b>	<b>99.31</b>	<b>52.55</b>
<b>8</b>	<b>Other Comprehensive Income</b>					
<b>A</b>	(I) Items that will not be reclassified to Profit & loss	0.38	(0.03)	(0.34)	0.11	(0.48)
<b>B</b>	(I) Items that may be reclassified to Profit & loss	(5.86)	2.22	(0.27)	0.71	0.05
	(II) Income tax relating to items that may be reclassified to Profit & loss	-	-	-	-	-
<b>C</b>	Total other comprehensive Income Net of Income Tax	(5.48)	2.19	(0.61)	0.83	(0.43)
<b>9</b>	<b>Total comprehensive Income for the period (7+/-8)</b>	<b>37.97</b>	<b>27.11</b>	<b>14.18</b>	<b>100.14</b>	<b>52.12</b>
<b>10</b>	<b>Paid up equity share capital</b>	<b>13.37</b>	<b>13.37</b>	<b>13.37</b>	<b>13.37</b>	<b>13.37</b>
	( Face Value of Equity Shares)	10	10	10	10	10
<b>11</b>	<b>Other Equity</b>	-	-	-	676.26	576.13
<b>12</b>	<b>Earning per share ( of Rs. 10/- each )</b>					
	(a) Basic (₹)	32.51	18.64	11.07	74.29	39.32
	(b) Diluted (₹)	32.51	18.64	11.07	74.29	39.32



CIN-L24232CH1989PLC009705

Audited Statement of Standalone Assets and Liabilities		
Particulars	(₹ In Crore)	
	As at 31/03/2026 (Audited)	As at 31/03/2025 (Audited)
<b>ASSETS</b>		
<b>Non-Current Assets</b>		
(a) Property, Plant & Equipment	110.23	110.93
(b) Capital Work in Progress	51.36	26.39
(c) Intangible Assets	92.20	103.21
(d) Right of use Assets	12.19	-
(e) Financial Assets		
(i) Investments	163.95	54.96
(ii) Other Financial Assets	36.34	34.30
(f) Other Non-Current Assets	3.98	2.48
<b>Total Non Current Assets</b>	<b>470.26</b>	<b>332.27</b>
<b>Current Assets</b>		
(a) Inventories	129.37	100.49
(b) Financial Assets		
(i) Investment	73.80	29.28
(ii) Trade Receivables	116.39	99.26
(iii) Cash and Cash Equivalents	23.54	55.41
(iv) Others Bank Balances	4.49	22.58
(v) Other Financial Assets	0.36	0.38
(c) Current Tax Assets	8.18	10.86
(d) Other Current Assets	49.68	62.68
<b>Total Current Assets</b>	<b>405.80</b>	<b>380.95</b>
<b>Total Assets</b>	<b>876.06</b>	<b>713.22</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
(a) Equity Share Capital	13.37	13.37
(b) Other Equity	676.26	576.13
<b>Total equity</b>	<b>689.63</b>	<b>589.50</b>
<b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
(a) Provisions	2.81	2.90
(b) Deferred Tax Liabilities (Net)	14.34	15.58
(c) Financial Liabilities		
(i) Lease Liabilities	11.05	-
<b>Total Non-Current Liabilities</b>	<b>28.20</b>	<b>18.48</b>
<b>Current Liabilities</b>		
(a) Financial Liabilities		
(i) Trade Payables		
(a) Total outstanding dues of micro enterprises and small enterprises	12.41	6.05
(b) Total outstanding dues of creditors other than micro and small enterprises	98.36	62.56
(ii) Lease Liabilities	1.36	-
(iii) Other Financial Liabilities	39.82	25.35
(b) Other Current Liabilities	1.96	5.20
(c) Provisions	4.32	6.08
<b>Total Current Liabilities</b>	<b>158.23</b>	<b>105.24</b>
<b>Total Equity and Liabilities</b>	<b>876.06</b>	<b>713.22</b>



For VENUS REMEDIES LIMITED  
  
 CHAIRMAN & MANAGING DIRECTOR

CIN-L24232CH1989PLC009705

**AUDITED STATEMENT OF STANDALONE CASH FLOW FOR THE PERIOD ENDED 31ST MARCH 2026**

( ₹ in Crore )

	PARTICULARS	For the Year Ended	For the Year Ended
		31/03/2025	31/03/2026
		Audited	Audited
<b>A)</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Net Profit Before Tax	130.67	69.16
	Adjustment for Depreciation	24.69	21.62
	Adjustment for loss/(profit) on sale of Property plant and Equipment	0.62	1.08
	Interest Expense	0.55	0.00
	Rent Received	(0.43)	(0.41)
	Gain on sale of Mutual Funds	(5.94)	(1.63)
	Interest Received	(2.14)	(4.54)
	<b>Operating Profit before working capital changes</b>	<b>148.03</b>	<b>85.29</b>
	Less: Tax Paid	(34.27)	(14.92)
	Adjustments for increase /decrease in Current Assets	(12.20)	(5.79)
	Decrease / Increase in Current Liabilities/ Provisions	53.40	27.39
	Decrease / Increase in Others Non-Current Assets and Other Financial Assets	(3.55)	(2.06)
	Provision for gratuity, leave encashment and Income tax	(0.32)	(6.80)
	<b>Net Cash Flow from operating activities (A)</b>	<b>151.09</b>	<b>83.11</b>
<b>B)</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Rent Received	0.43	0.41
	Purchase of Property plant and equipment	(37.66)	(9.58)
	Right of Use Assets	(0.05)	-
	Purchase of Intangible Assets	-	(8.45)
	Sale of Property plant and equipment	0.19	0.20
	Investment in Mutual Funds / Fixed Deposit	(152.56)	(64.95)
	Gain on sale of Mutual Funds	5.94	1.63
	Interest Received	2.14	4.54
	<b>Net Cash Flow from Investing Activities (B)</b>	<b>(181.57)</b>	<b>(76.21)</b>
<b>C)</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Interest Expense	(0.55)	-
	Lease repayment	(0.84)	-
	<b>Net Cash from Financing Activities (C)</b>	<b>(1.39)</b>	<b>-</b>
	<b>Net Increase in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>(31.87)</b>	<b>6.90</b>
	Opening Cash & Cash Equivalents	55.41	48.51
	Closing Cash & Cash Equivalents	23.54	55.41



For VENUS REMEDIES LIMITED  
  
 CHAIRMAN & MANAGING DIRECTOR

CIN-L24232CH1989PLC009705

**Notes to the standalone financial results: -**

1. The above Standalone Financial Results have been reviewed by the Audit Committee and thereafter approved and taken on record by the Board of Directors at their meeting held on 26<sup>th</sup> May 2026. The statutory auditors of the company have expressed an unmodified audit opinion on these results for the quarter and year ended 31st March 2026, pursuant to Regulation 33 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.
2. The Board has recommended the Final Dividend of Rs.10/- (100% Dividend) per equity share (face value of Rs.10 each) for the Financial Year 2025-26, subject to approval by shareholders in ensuing Annual General Meeting of the company.
3. The Standalone Financial Results are prepared in accordance with recognition and measurement principles laid down in the Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India.
4. The company has a wholly owned subsidiary named Venus Pharma GmbH in Germany and step-down subsidiary of Venus Pharma GmbH named as Venus Pharma Kft in Hungary.
5. The Company's investment in its wholly owned subsidiary, Venus Pharma GmbH, remains pending for formal share allotment, as such allotment is not mandated under the applicable regulations in Germany. The Management considers the investment strategic in nature and, pursuant to the ongoing restructuring of European operations, has engaged a Germany-based financial consultancy firm to advise on the appropriate framework & mechanism.
6. Previous year / period figures have been regrouped/ reclassified wherever necessary.
7. The group has only one reportable segment namely "Pharmaceuticals"

**For and on behalf of Board of Directors  
for VENUS REMEDIES LIMITED**



**Pawan Chaudhary  
(Managing Director)**

**DIN: 00435503**

**Date: 26-05-2026**

**Independent Auditor's Report on Quarter and Year ended consolidated financial results of the VENUS REMEDIES LIMITED pursuant to the regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended**

To  
The Board of Directors of  
VENUS REMEDIES LIMITED

**Opinion**

1. We have audited the accompanying statement of Consolidated Financial Results of **VENUS REMEDIES LIMITED** ("the Holding Company") and its subsidiary (collectively referred to as 'the Group'), for the Quarter and Year ended 31<sup>st</sup>March 2026 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other auditor on separate audited financial results of the Subsidiary referred to in Other Matter section below, the Statement
  - i. includes the financial results of the following Subsidiary:
    - a. Venus Pharma GmbH
    - b. Venus Pharma Kft (Subsidiary of Venus Pharma GmbH)
  - ii. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended in this regard, and
  - iii. give a true and fair view in conformity with the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act 2013 ("the Act") read with relevant rules issued there under and other accounting principles generally accepted in India, of the consolidated net profit after tax and other comprehensive income and other financial information of the Group for the quarter and year ended 31<sup>st</sup>March 2026.

**Basis for Opinion**

3. We conducted our audit of the consolidated financial results in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial results under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and that obtained by other auditor in terms of their report referred to in paragraph 14 of other matter section below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Results.



## **Responsibilities of Management and Those Charged with Governance for Statement**

4. This Statement, which is the responsibility of the Holding Company's management and has been approved by the Holding Company's Board of Directors, has been prepared on the basis of consolidated financial results. The Board of Directors of the Holding Company are responsible for preparation and presentation of the statement that gives a true and fair view of the Consolidated Net Profit other comprehensive income of the Group and other financial information in accordance with applicable accounting standards prescribed under section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of accounting records, relevant to the preparation and presentation of the statement that gives a true and fair view and are free from material misstatement, whether due to fraud or error. These financial results have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.
5. In preparing the statement, the respective Board of Directors of the companies included in the Group, are responsible for assessing Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using going concern basis of accounting unless the respective Board of directors either intends to liquidate their respective entities or to cease the operations, or has no realistic alternative but to do so.
6. The respective Board of Directors/ management of the companies included in the Group, are responsible for overseeing the financial reporting process of the companies included in the Group.

## **Auditors Responsibilities for the audit of Consolidated Financial Statements**

7. Our objectives are to obtain reasonable assurance about whether the statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs specified under section 143(10) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial Results.
8. As part of an audit in accordance with SAs specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing



our opinion on whether the Holding Company has adequate internal financial controls with reference to financial results in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the statements, including the disclosures, and whether the statements represent the underlying transactions and events in a manner that achieves fair presentation.
  - Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated Financial Results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
9. Materiality is the magnitude of misstatements in the Statement that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Statement may be influenced. We consider quantitative materiality and qualitative factors (i) in planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Statement.
10. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in the internal control that we identify during the audit.
11. We also provide those charged with governance with a statement that we have complied with relevant ethical regarding independence, and to communicate with them all relationship and other matters that reasonably be thought to bear on our independence and where applicable, related safeguards.
12. We also performed procedures in accordance with SEBI Circular CIR/CFD/CMD1/44/2019 dated 29th March 2019, issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

#### **Other Matter**

13. We did not audit the annual financial statements/ Consolidated financial statements included in the statement. These include:

Venus Pharma GmbH, whose financial results / financial information reflect total assets of Rs. 24.95 crores as at 31st March, 2026, total revenues of Rs. 26.84 crores, total net profit after tax of Rs. 3.48 crores, and net cash inflows amounting to Rs. 2.83 crores for the year ended on that date.



Venus Pharma Kft, a subsidiary of Venus Pharma GmbH, whose financial results / financial information reflect total assets of Rs. 0.08 crores, total revenues of Rs.0.00 crores, total net profit/loss after tax of Rs. 0.00 crores, and net cash flows of Rs. 0.07 crores for the year ended on that date.


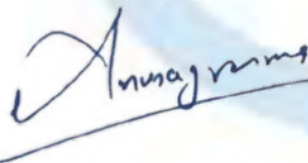
These financial results of subsidiaries are under process of audit at reporting date and our opinion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the procedures performed by us as stated in paragraph 12 above.

Further, of these subsidiaries are located outside India, whose annual financial statements/consolidated financial statements/financial information have been prepared in accordance with accounting principles generally accepted in their respective countries, and which were under process of audit at reporting date by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements/consolidated financial statements/financial information of such subsidiaries from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based on the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion is not modified in respect of this matter.

14. The Statement includes the consolidated financial results for the quarter ended 31 March 2026, being the balancing figures between the audited consolidated figures in respect of the full financial year and the published unaudited year-to-date consolidated figures up to the third quarter of the current financial year, which were subjected to a limited review by us.

**For J. K Jain & Associates**  
**Chartered Accountants**  
**(FRN: 004025N)**



**CA Anurag Verma**  
**Partner**  
**M. No.: 555033**  
**UDIN: 26555033IKRSIS4852**  
**Date: 26<sup>th</sup> May, 2026**  
**Place: Panchkula**

CIN-L24232CH1989PLC009705

STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2026

(Rs. In Crores except EPS)

S. No.	PARTICULARS	QUARTER ENDED ON			YEAR ENDED ON	
		31/03/2026	31/12/2025	31/03/2025	31/03/2026	31/03/2025
		Audited	Unaudited	Audited	Audited	Audited
1	<b>Revenue</b>					
	(a) Revenue from Operations	259.40	180.26	197.66	769.60	652.89
	(b) Other Income	4.95	2.52	4.07	12.58	15.95
	<b>Total Income</b>	<b>264.35</b>	<b>182.78</b>	<b>201.73</b>	<b>782.18</b>	<b>668.84</b>
2	<b>Expenses</b>					
	(a) Cost of Material Consumed	116.28	93.86	104.21	387.98	348.77
	(b) Purchase of stock in trade	4.73	1.90	2.13	10.76	25.04
	(c) Changes in Inventories of finished goods, work-in-progress & Stock in Trade	(1.45)	(9.51)	(3.28)	(11.47)	4.81
	(d) Employee benefits expense	24.56	20.83	21.16	88.68	80.49
	(e) Finance Cost	0.01	0.01	0.01	0.04	0.07
	(f) Depreciation & amortization expense	6.76	6.56	4.71	25.67	22.51
	(g) Selling, Manufacturing and Administrative expenses	46.76	30.93	37.06	128.20	107.16
	(h) Research & Development expenses	5.10	4.73	4.69	18.17	18.08
	<b>Total Expense</b>	<b>202.74</b>	<b>149.31</b>	<b>170.69</b>	<b>648.02</b>	<b>606.93</b>
3	<b>Profit before taxes ( 1-2 )</b>	<b>61.61</b>	<b>33.47</b>	<b>31.04</b>	<b>134.16</b>	<b>61.91</b>
4	<b>Exceptional Items</b>	-	-	-	-	9.91
5	<b>Profit after exceptional items ( 3 + 4 )</b>	<b>61.61</b>	<b>33.47</b>	<b>31.04</b>	<b>134.16</b>	<b>71.82</b>
	<b>EBIDTA (3+2e+2f)</b>	<b>68.37</b>	<b>40.04</b>	<b>35.77</b>	<b>159.86</b>	<b>84.48</b>
6	<b>Tax Expense</b>					
A	<b>Current Tax</b>	14.48	8.25	5.28	32.89	18.93
B	<b>Deferred Tax</b>	(0.37)	(0.36)	1.83	(1.52)	4.65
C	<b>Tax expense related to previous year</b>	-	-	2.93	-	2.93
7	<b>Net Profit /( Loss) for the period ( 5 - 6 )</b>	<b>47.49</b>	<b>25.58</b>	<b>21.00</b>	<b>102.78</b>	<b>45.31</b>
8	<b>Other Comprehensive Income</b>					
A	(I) Items that will not be classified to profit & loss	0.38	(0.03)	(0.34)	0.11	(0.48)
B	(I) Foreign Currency Translation Reserve	(0.02)	(0.29)	(0.20)	(0.82)	(0.25)
C	(I) Items that will be classified to profit & loss	(5.86)	2.22	(0.27)	0.71	0.05
	(II) Income tax relating to items that may be reclassified to Profit & loss	-	-	-	-	-
	Total other comprehensive Income Net of Income Tax	(5.49)	1.90	(0.81)	0.01	(0.68)
9	<b>Total comprehensive Income for the period (7+/-8)</b>	<b>42.00</b>	<b>27.48</b>	<b>20.19</b>	<b>102.80</b>	<b>44.63</b>
10	<b>Paid up equity share capital</b>	<b>13.37</b>	<b>13.37</b>	<b>13.37</b>	<b>13.37</b>	<b>13.37</b>
	( Face Value of Equity Shares)	10	10	10	10	10
11	<b>Other Equity</b>	-	-	-	650.38	547.58
12	<b>Earning per share ( of Rs. 10/- each )</b>					
	(a) Basic	35.53	19.14	15.71	76.89	33.89
	(b) Diluted	35.53	19.14	15.71	76.89	33.89



For VENUS REMEDIES LIMITED  
  
 CHAIRMAN & MANAGING DIRECTOR


CIN-L24232CH1989PLC009705

**Audited Statement of Consolidated Assets and Liabilities**

(₹ In Crore)

Particulars	As at 31/03/2026 (Audited)	As at 31/03/2025 (Audited)
<b>ASSETS</b>		
<b>Non-Current Assets</b>		
(a) Property, Plant & Equipment	125.43	124.70
(b) Capital work in progress	51.36	26.39
(c) Intangible Assets	93.98	104.72
(d) Right of Use Assets	12.19	-
(e) Financial Assets		
(i) Investments	163.82	54.82
(ii) Other Financial Assets	7.74	5.70
(f) Other Non-Current Assets	3.98	2.47
<b>Total Non Current Assets</b>	<b>458.50</b>	<b>318.81</b>
<b>Current Assets</b>		
(a) Inventories	129.37	100.49
(b) Financial Assets		
(i) Investments	73.80	29.28
(ii) Trade Receivables	103.28	112.22
(iii) Cash and Cash Equivalents	25.12	57.52
(iv) Others Bank Balances	4.49	22.58
(v) Other Financial Assets	0.53	0.86
(c) Current Tax Assets	8.18	10.86
(d) Other Current Assets	50.45	63.10
<b>Total Current Assets</b>	<b>395.20</b>	<b>396.92</b>
<b>Total Assets</b>	<b>853.70</b>	<b>715.72</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
(a) Equity Share capital	13.37	13.37
(b) Other Equity	650.38	547.58
<b>Total equity</b>	<b>663.75</b>	<b>560.95</b>
<b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
(a) Provisions	2.81	2.90
(b) Deferred Tax Liabilities (net)	14.34	15.58
(c) Financial Liabilities		
(i) Lease Liabilities	11.05	-
<b>Total Non-Current Liabilities</b>	<b>28.20</b>	<b>18.48</b>
<b>Current Liabilities</b>		
(a) Financial Liabilities		
(i) Borrowings	-	1.69
(ii) Trade payables		
(A) Total outstanding dues of micro enterprises and small enterprises	12.41	6.05
(B) Total outstanding dues of creditors other than micro and small enterprises	101.08	85.81
(iii) Lease Liabilities	1.36	-
(iv) Other Financial Liabilities	40.51	31.39
(b) Other Current Liabilities	2.08	5.27
(c) Provisions	4.32	6.08
<b>Total Current Liabilities</b>	<b>161.76</b>	<b>136.29</b>
<b>Total Equity and Liabilities</b>	<b>853.70</b>	<b>715.72</b>



For VENUS REMEDIES LIMITED  
  
 CHAIRMAN & MANAGING DIRECTOR

CIN-L24232CH1989PLC009705

**AUDITED STATEMENT OF CONSOLIDATED CASH FLOW FOR THE PERIOD ENDED 31ST MARCH 2026**

(₹ in Crore)

	PARTICULARS	For the Year ended 31/03/2026	For the Year ended 31/03/2025
		Audited	Audited
<b>A)</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Net Profit Before Tax	134.15	61.87
	Adjustment for Depreciation	25.67	22.51
	Adjustment for loss/(profit) on sale of Property plant and Equipment	0.62	1.08
	Interest Expense	0.59	0.07
	Rent Received	(0.43)	(0.41)
	Gain on sale of Mutual Fund	(5.94)	(1.63)
	Interest Received	(2.14)	(4.54)
	<b>Operating Profit before working capital changes</b>	<b>152.52</b>	<b>78.95</b>
	Less Tax Paid	(34.27)	(14.92)
	Adjustments for increase /decrease in Current Assets	(18.53)	10.86
	Decrease / Increase in Current Liabilities/ Provisions	59.92	20.42
	Decrease / Increase in Others Non-Current Assets and Other Financial Assets	(3.55)	(2.06)
	Provision for gratuity,leave encashment and Income Tax	(0.32)	(6.80)
	<b>Net Cash Flow from operating activities (A)</b>	<b>155.77</b>	<b>86.45</b>
<b>B)</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Rent Received	0.43	0.41
	Purchase of Property plant and equipment	(37.65)	(9.63)
	Right of Use Assets	(0.05)	-
	Purchase of Intangible Assets	-	(8.45)
	Sale of Property plant and equipment	0.19	0.20
	Investment in Mutual funds / Fixed Deposit	(152.56)	(64.94)
	Gain on sale of Mutual Fund	5.94	1.63
	Interest Received	2.14	4.54
	<b>Net Cash Flow from Investing Activities (B)</b>	<b>(181.57)</b>	<b>(76.25)</b>
<b>C)</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Proceeds from term Loans (Net)	(1.69)	(0.95)
	Lease Liabilities	(0.84)	-
	Interest Expense	(0.59)	(0.07)
	<b>Net Cash from Financing Activities (C)</b>	<b>(3.12)</b>	<b>(1.03)</b>
	<b>Net Increase in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>(28.91)</b>	<b>9.17</b>
	Unrealised Loss/(gain) on foreign currency cash and cash equivalents	(3.49)	(0.61)
	Opening Cash & Cash Equivalents	57.52	48.96
	<b>Closing Cash &amp; Cash Equivalents</b>	<b>25.11</b>	<b>57.52</b>



For VENUS REMEDIES LIMITED  
  
 CHAIRMAN & MANAGING DIRECTOR

CIN-L24232CH1989PLC009705



**Notes to the consolidated financial results: -**

1. The above Consolidated Financial Results have been reviewed by the Audit Committee and thereafter approved and taken on record by the Board of Directors at their meeting held on 26<sup>th</sup> May 2026. The statutory auditors of the holding company have expressed an unmodified audit opinion on these result for the quarter and year ended 31st March 2026, pursuant to Regulation 33 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.
2. The Parent company has recommended the Final Dividend of Rs.10/- (100% Dividend) per equity share (face value of Rs.10 each) for the Financial Year 2025-26, subject to approval by shareholders in ensuing Annual General Meeting of the company.
3. The Consolidated Financial Results are prepared in accordance with recognition and measurement principles laid down in the Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India.
4. The parent company has a wholly owned subsidiary named Venus Pharma GmbH in Germany. Venus Pharma Kft is a step-down subsidiary of the parent company through Venus Pharma GmbH. The consolidated financial results include the results of both Venus Pharma GmbH and its step-down subsidiary Venus Pharma Kft.
5. The parent company's investment in its wholly owned subsidiary, Venus Pharma GmbH, remains pending for formal share allotment, as such allotment is not mandated under the applicable regulations in Germany. The Management considers the investment strategic in nature and, pursuant to the ongoing restructuring of European operations, has engaged a Germany-based financial consultancy firm to advise on the appropriate framework & mechanism.
6. Previous year / period figures have been regrouped/ reclassified wherever necessary.
7. The group has only one reportable segment namely "Pharmaceuticals"

**For and on behalf of Board of Directors  
for VENUS REMEDIES LIMITED**



  
**Pawan Chaudhary**

**(Managing Director)**

**DIN: 00435503**

**Date: 26.05.2026**

*Annexure*

Particulars	Dr. (Mrs.) Manu Chaudhary	Dr. (Mrs.) Savita Gupta	Mr. Saransh Chaudhary	Dr. Gurminder Singh Bedi
Reason for Change	Re-appointment for further period of 5 Years as Joint Managing Director	Re-appointment for 2 <sup>nd</sup> term of 5 Years as Non Executive Independent Directors	Appointment for the period of 5 Years as an Additional Director (Whole time Director)	Appointment for the period of 5 Years as an Additional Director (Non-Executive Independent Director)
Date & Term of appointment	The reappointment will be effective from 1 <sup>st</sup> October 2026 subject to the approval of shareholders in ensuing annual general meeting.	The reappointment will be effective from 30 <sup>th</sup> December 2026 subject to the approval of shareholders in ensuing annual general meeting	Appointed as an Additional Director (Executive Director) for a period of five consecutive years with effect from 26 <sup>th</sup> May 2026, subject to the approval of the shareholders at the ensuing Annual General Meeting. Upon such approval, the appointment shall be regularised at the ensuing Annual General Meeting.	Appointed as an Additional Director (Non-Executive Independent Director) for a period of five consecutive years with effect from 26 <sup>th</sup> May 2026, subject to the approval of the shareholders at the ensuing Annual General Meeting. Upon such approval, the appointment shall be regularised at the ensuing Annual General Meeting.
Brief Profile and Date of Birth(DOB)	Dr. Chaudhary heads the R&D and operations of the Company. She is M.Sc., M. Phil (Genetics) & Ph.D. She also enjoys more than three decades of experience in pharma. She designed and commissioned the company's world-class manufacturing facility at Baddi in India. She helped broaden the product portfolio, created a proficient team and enriched company's intellectual property.  DOB: 26.12.1969	Dr. Savita Gupta is B.Tech, Master of Engineering and Ph.D. She has a rich Experience of more than 35 years. Currently she is working as Professor at UIET, Panjab University, Chandigarh and also served as director at UIET, Panjab University, Chandigarh. DOB: 18.08.1973	Mr. Saransh Chaudhary, an alumnus of the University of Oxford, has been associated with Venus Remedies Limited for over 10 years and currently serves as CEO of Venus Medicine Research Centre (VMRC) and President – Global Critical Care and Consumer Healthcare. He leads the Company's work in antimicrobial resistance, translational research, and consumer health, and has authored over 18 peer-reviewed research papers, including initiatives such as the establishment of India's first Organ-on-a-Chip laboratory. DOB: 18.06.1995	An experienced Orthopaedic Surgeon with over 33 years of post-MBBS experience. Completed senior residency at Postgraduate Institute of Medical Education and Research. Academically distinguished with a Gold Medal in MBBS and recipient of the Pfizer Gold Medal for excellence in academics. Has presented papers at national conferences and authored several national and international publications in the field of orthopaedics. DOB: 01.08.1967
Disclosure of relationship between the directors	She is related to Mr. Pawan Chaudhary, Mr. Akshansh Chaudhary, Mr. Saransh Chaudhary, Mr. Peeyush Jain and Mr. Ashutosh Jain	Not Related to any board member of the Company	He is related to Mr. Pawan Chaudhary, Mrs. Manu Chaudhary, Mr. Akshansh Chaudhary, Mr. Peeyush Jain and Mr. Ashutosh Jain	Not Related to any board member of the Company
No. of shares held in the Company	15,68,000	Nil	Nil	Nil
Information as required pursuant to Circular of BSE	Not Debarred	Not Debarred	Not Debarred	Not Debarred



Limited with ref.  
no. LIST/ COMP/  
14/2018-19 and  
Circular of National  
Stock Exchange of  
India Limited with  
ref. no.  
NSE/CML/2018/24  
, dated 20th June  
2018.

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Annexure

I. Adoption of new set of Memorandum of Association ("MOA") of the Company as per as per Table-A of Schedule I of Companies Act, 2013.

Serial Number	Mutation / Changes
1	The existing Memorandum of Association (MOA) of the Company was based on the erstwhile Companies Act, 1956. The Alteration of MOA was required in order to align the same with the provisions of the Companies Act, 2013 ("the Act"). The object clause and the liability clause of the existing MOA needed to be re-aligned as per Table A of Schedule I of the new Act. Members are requested to note that there is no change in main objects of the Company. MOA was amended and replaced only to bring the same in line with the new Act, subject to approval of shareholders in ensuing Annual general Meeting.
2	Adopted new set of Memorandum of Association ("MOA") of the Company in place of the existing MOA with the title of the Clause III(A) was amended from "The Main objects to be pursued by the Company on its incorporation are" to "The objects to be pursued by the Company on its incorporation are." with no changes in the erstwhile sub-clauses numbered 1 and 4.
3	The title of the Clause III(B) was amended from "The Objects Incidental to the attainment of Main Objects are" to "Matters which are necessary for furtherance of the objects specified in Clause III (A) are".  Clauses as appearing in Clause III(C) of erstwhile MOA were retained and inserted in clause III (B) with some editorial changes.
4	The erstwhile Clause III (C) i.e. "The Other Objects are" was deleted.
5	The erstwhile Clause IV i.e. "The Liability of the members is limited" was deleted and replaced by new Clause IV i.e. "The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them."

II. Adoption of new set of Articles of Association (AOA) of the Company as per as per Table-F of Companies Act, 2013.

Serial Number	Mutation / Changes
1	Key changes in the New AOA are as follows: The existing Articles of Association ("AOA") of the Company were based on the provisions of the Companies Act, 1956. Several clauses therein contained references to the Companies Act, 1956, and certain provisions had become redundant and inconsistent with the Companies Act, 2013 ("the Act"). Accordingly, in order to bring the AOA of the Company in conformity with the provisions of the Act, the entire new set of AOA is substituted with the existing AOA, subject to approval of shareholders in ensuing Annual general Meeting.

VRL/SEC/EXCHANGE

26.05.2026

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

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400001  
Script Code: 526953

**Sub: Declaration pursuant to Regulation 33(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

This is with reference to regulation 33(3)(d) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. We hereby declare that the statutory auditors of the Company have issued the Audit Report dated May 26, 2026 with unmodified opinion on the Annual Audited IND AS Financial statements (Standalone & Consolidated) of the Company for the financial year ended March 31, 2026.

The Standalone & Consolidated Financial statements have been reviewed and recommended to the Board of Directors by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on May 26, 2026

Kindly take the above on records and oblige.

Thanking you.

**Yours faithfully,  
for Venus Remedies Limited**



**Pawan Chaudhary**  
Managing Director  
DIN: 00435503

## 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

Website : [www.venusremedies.com](http://www.venusremedies.com)

[www.vmrindia.com](http://www.vmrindia.com)

email : [info@venusremedies.com](mailto:info@venusremedies.com)

CIN No. : L24232CH1989PLC009705

**Unit-I :**

51-52, Industrial Area, Phase-I, Panchkula (Hry.) 134113, India  
Tel. : +91-172-2933090, 2933094, Fax : +91-172-2565566

**Unit-II :**

Hill Top Industrial Estate, Jharmajri EPIP, Phase-I, (Extn.),  
Bhatoli Kalan, Baddi (H.P.) 173205, India  
Tel. : +91-1792-242100, 242101

**Unit-V :**

VENUS PHARMA GmbH  
AM Bahnhof 1-3, D-59368,  
Werne, Germany



VRL/SEC/EXCHANGE

<b>National Stock Exchange of India Ltd.</b> 5 <sup>th</sup> Floor, Exchange Plaza Bandra (E), <b>Mumbai- 400 051</b> Script Code: VENUSREM	<b>BSE Limited</b> 25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers Dalal Street Mumbai <b>Script Code: 526953</b>
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**Sub.: Undertaking for not falling under the criteria of Large Corporate.**

Dear Sir/ Madam,

We hereby, undertake that Venus Remedies Limited does not fall under the criteria of Large Corporate as on 31st March 2026, as per the SEBI circular no. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018.

The disclosure as per format Annex - XII-A of SEBI Operational Circular dated August 10, 2021, disclosures are as below as on 31st March 2026:

Sr. No.	Particular	Details
1	Name of the company	Venus Remedies Limited
2	CIN	L24232CH1989PLC009705
3	Outstanding borrowing of company as on 31st March 2026 (in Rs. crore)	Nil
4	Highest credit rating during the previous FY along with name of the CRA	Not Applicable
5	Name of stock exchange* in which the fine shall be paid, in case of shortfall in the required borrowing under the framework	Not Applicable

We confirm that we are **NOT** a Large Corporate as per the applicability criteria given under the Chapter XII of SEBI Operational circular dated August 10, 2021.

Yours faithfully,  
for VENUS REMEDIES LIMITED

  
Neha Arora  
(Company Secretary)

VENUS REMEDIES LIMITED

  
Pawan Chaudhary  
(CFO)

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