

May 09, 2024

To,

National Stock Exchange of India Limited Listing Compliance Department "Exchange Plaza" Bandra – Kurla Complex Bandra East, Mumbai – 400 051 NSE Symbol: VENUSPIPES BSE Limited Corporate Relations Department Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400 001 BSE SCRIP CODE: 543528

Subject: Outcome of Board Meeting

Dear Sir / Madam,

In reference to our letter dated May 02, 2024, we wish to inform you that the Board of Directors at their meeting held today i.e. May 09, 2024, have *inter-alia*, approved the following:

1. Audited Financial Results of the Company for the quarter and year ended March 31, 2024.

Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a copy of the Audited Financial Results of the Company for the quarter and year ended March 31, 2024, accompanied by Audit Report thereon by the Statutory Auditors of the Company.

In compliance with the provisions of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby declares that M/s. Maheshwari & Co., Chartered Accountants, Statutory Auditors of the Company have issued the Auditors' Reports on the Audited Financial Results for the quarter and year ended on March 31, 2024, with an unmodified opinion.

2. Recommended Final Dividend of Rs. 0.50/- per Equity Share (representing 5%)

Pursuant to Regulation 30, 42 and 43 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, recommended a final dividend of Rs. 0.50/- per equity share (representing 5 %) of Rs.10/- each fully paid up for the financial year 2023-24, subject to approval of the shareholders at the upcoming 10th Annual General Meeting of the Company. The dividend will be paid within 30 days from the date of declaration of final dividend by the shareholders at the 10th Annual General Meeting.

3. Re-appointment of M/s Goyal Swati & Co, Chartered Accountants as Internal Auditors of the Company.

Board of Directors have approved the re-appointment of M/s Goyal Swati & Co., Chartered Accountants (Firm registration number: 152261W), as an Internal Auditor of the Company for the Financial Year 2024-25.

4. Re-appointment of M/s K V M & Co., Cost Accountants as Cost Auditors of the Company.

Board of Directors have approved the re-appointment of M/s K V M & Co., Cost Accountants (Firm registration number: 000458), as a Cost Auditor of the Company for the Financial Year 2024-25.



5. Re-appointment of M/s Nikhil Dhanotiya & Associates., Company Secretaries as Secretarial Auditors of the Company.

Board of Directors have approved the re-appointment of M/s Nikhil Dhanotiya & Associates, Company Secretaries, as Secretarial Auditors of the Company for the Financial Year 2024-25.

The details required to be furnished under SEBI Circular CIR/CFD/CMD/4/201 dated September 09, 2015, are enclosed as **Annexure A.**

The Board meeting commenced at 11.30 A.M. (IST) and concluded at 01.00 P.M. (IST)

This is for your kind information.

Thanking You
For VENUS PIPES & TUBES LIMITED

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

VENUS PIPES & TUBES LIMITED (Formerly known as VENUS PIPES & TUBES PRIVATE LIMITED) CIN NO. L74140GJ2015PLC082306

Survey No. 233/2 and 234/1, Dhaneti, Bhuj (Kachchh - 370020) Gujarat, India; Tel: +91 2836 232183

E-mail: cs@venuspipes.com; Website: www.venuspipes.com

Statement of Audited Financial Results for the quarter & year ended March 31, 2024

	(Rs. In Million, unless otherwise state				
	Quarter ended			Year ended	
Particulars	March 31, Dec 31, 2023		March 31, 2023	March 31, 2024	March 31, 2023
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
I.Revenue					
Revenue from operations	2,241.04	2,071.27	1,762.80	8,021.98	5,523.96
Other income	1.42	19.98	5.40	31.78	23.95
Total Income (A)	2,242.46	2,091.25	1,768.20	8,053.76	5,547.91
II.Expenses					
Cost of raw materials consumed	1,795.80	1,496.10	1,487.63	6,321.90	4,662.00
Purchase of Stock in Trade	1500		-		
Changes in inventories of finished goods and work-in-progress	(263.75)	(30.52)	(52.25)	(568.97)	(216.14)
Employee benefits expense	66.06	62.44	32.43	223.70	101.75
Finance costs	75.28	61.95	30.18	220.82	98.43
Depreciation and amortisation expense	38.25	36.82	6.01	117.69	19.71
Other expenses	192.73	152.86	79.16	582.19	285.31
Total expenses (B)	1,904.37	1,779.65	1,583.16	6,897.33	4,951.06
III.Profit before tax (A-B)	338.09	311.60	185.04	1,156.43	596.85
IV.Tax expense:					
- Current tax expenses	73.00	63.76	46.95	236.55	147.48
- Deferred tax	14.70	15.09	3.80	60.09	7.30
	87.70	78.85	50.75	296.64	154.78
V.Net Profit after tax	250.39	232.75	134.29	859.79	442.07
VI.Other Comprehensive Income / (Loss)					
Items that will not be reclassified to profit or loss - Remeasurements of the defined benefit plans	(0.81)	0.01	0.13	(0.78)	0.04
Income Tax impact on above	0.21	0.01	(0.03)	0.20	(0.01
- Income Tax Impact on above	0.21		(0.03)	0.20	(0.01
VII.Total comprehensive income for the period \ year	249.79	232.76	134.39	859.21	442.10
VIII. Paid up equity share capital	202.96	202.96	202.96	202.96	202.96
(Face value Rs. 10 per share)					
IX. Other Equity				3,857.98	3,019.08
X.Earnings per equity share (not annualised)					
Basic EPS (Rs.)	12.34	11.47	6.87	42.36	22.60
Diluted EPS (Rs.)	12.34	11.47	6.87	42.36	22.60





VENUS PIPES & TUBES LIMITED

(Formerly known as VENUS PIPES & TUBES PRIVATE LIMITED) CIN NO. L74140GJ2015PLC082306

Survey No. 233/2 and 234/1, Dhaneti, Bhuj (Kachchh - 370020) Gujarat, India; Tel: +91 2836 232183 E-mail: cs@venuspipes.com; Website: www.venuspipes.com

Statement of Assets And Liabilities as at March 31, 2024

	(Rs. In Million, unl	ess otherwise stated
Particulars	March 31, 2024 (Audited)	March 31, 2023 (Audited)
I ASSETS		
1 Non-current assets		
(a) Property, Plant and Equipment	2,809.86	597.52
(b) Intangible Assets	8.38	1.05
(c) Capital Work in Progress	121.22	1,215.93
(d) Financial Assets		
(i) Other Financial Assets	26.29	20.69
(e) Other Non Current Assets	56.38	230.41
4 10	3,022.13	2,065.60
2 Current assets		
(a) Inventories	2,259.35	1,669.44
(b) Financial assets		
(i) Investment	31.16	28.92
(ii) Trade Receivables	1,771.36	704.87
(iii) Cash and Cash Equivalents	10.45	107.65
(iv) Bank balances other than (iii) above	65.97	152.17
(v) Other Financial Assets	22.40	0.78
(c) Other Current Assets	393.03	344.97
	4,553.72	3,008.80
Total Assets	7,575.85	5,074.40
I. EQUITY AND LIABILITIES		
Equity		
(a) Equity Share Capital	202.96	202.96
(b) Other Equity	3,857.98	3,019.08
	4,060.94	3,222.04
Liabilities		
1 Non-current liabilities		
(a) Financial liabilities		
(i) Borrowings	339.55	246.93
(b) Provisions	10.66	5.81
(c) Deferred Tax Liabilities (Net)	74.54	14.65
2 Current liabilities	424.75	267.39
(a) Financial liabilities	1 152 55	657.60
(i) Borrowings	1,153.65	657.69
(ii) Trade payables - Total outstanding dues to Micro Enterprise &		
Small Enterprise	19.13	10.71
- Total outstanding dues of Creditors other than		
Micro Enterprise & Small Enterprise	1,719.15	730.38
(iii) Other Financial Liabilities	54.14	63.16
(b) Other current liabilities	45.83	60.61
(c) Provisions	0.62	0.27
(d) Current-Tax Liabilities (Net)	97.64	62.15
International and entire fitter	3,090.16	1,584.97
Total Equity and Liabilities	7,575.85	5,074.40
Total Equity and Elabilities	7,373.03	3,074.40





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E-mail: cs@venuspipes.com; Website: www.venuspipes.com
STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2024

		Year ended		(`in Millio	
	Particulars	March 3	1, 2024	March 31,	
2000	The state of the s	(Audited)		(Audite	AND DESCRIPTION OF THE PERSON
A	CASH FLOW FROM CORP.	T		Private	cuj
A	CASH FLOW FROM OPERATING ACTIVITIES				
	Net Profit/(Loss) before tax & exceptional items	1,156.43		596.85	
	- Depreciation and Amortization	117.69		19.71	
	- Provision for doubtful debts(ECL)/advances	1.14		0.67	
	- Interest Expense	187.29		71.38	
	- Interest Income	(6.38)		(19.89)	
	- Net mark to market (Gain)/loss on investments	(2.24)		(1.24)	
	Changes in Working Capital:-				
	Adjustment for (Increase) / Decrease in Operating Assets				
	- Trade Receivables	22 - 22 - 2			
	- Inventory	(1,067.62)		29.59	
	Other Non Current Financial Assets	(589.91)		(734.85)	
	- Other Current Financial Assets	(7.68)		(14.68)	
	- Other Current Assets	(4.11)		(0.26)	
	0000	(48.06)		(34.80)	
	Adjustment for Increase / (Decrease) in Operating Liabilities	1			
	- Non Current Liabilities	4.07		2.45	
	- Other Current & Non-Current Financial Liabilities	-		2.46	
- 1	- Trade Payables	997.19		(3.15)	
	- Other Current Liabilities	(14.44)	1	356.47 5.58	
1	Cook assessed 14				
1	Cash generated from Operations Direct taxes paid		723.37		273.
1	Not each (wood in) (for a great or a great o		(201.05)		(186.9
	Net cash (used in)/from Operating Activities (A)		522.32		86.9
- 1	CASH FLOW FROM INVESTING ACTIVITIES				
ľ	Acquisition of investment		-		(13.7
ŀ	Purchase of Property, Plant & Equipement, CWIP and Capital Advance		(4.074.40)		
ŀ	ncrease / (decrease) in Fixed Deposits/Escrow a/c		(1,074.45)		(1,618.6
þ	nterest Received		73.85		(61.3
1.			3.30		19.8
ı	Net Cash from/(used in) Investing Activities (B)		(997.30)		(1,673.8
0	CASH FLOW FROM FINANCING ACTIVITIES	1			
Įŀ.	ssue of Equity Shares (net off issue expenses)				
P	Proceeds / (Repayment) from / (of) long term Borrowings (Net)		151.59		1,504.7
P	roceeds / (Repayment) from / (of) short term Borrowings (Net)				144.2
Į1	nterest Paid		437.00		123.9
D	Dividend Paid		(190.53)		(68.2
N	let cash from/(used in) Financing Activities (C)		(20.28)		(10.1
			377.78		1,694.4
1	let increase in cash and cash equivalents (A+B+C)		(97.20)		107.54
C	ash and cash equivalents at the beginning of the period ash and cash equivalents at the end of the period		107.65		0.11
			10.45		107.65
	omponents of Cash & Cash Equivalents				
	ash on Hand		0.25		15
B	alances with banks:		0.25		0.15
	In current account		6.22		
b	Fixed Deposit (Original Maturity less than three months)	1 ~	0.20		7.50
To	otal Cash and Bank Equivalents		10.00		100.00
	ote:		10.45		107.65

The above Cash Flow Statement has been prepared under the indirect method set out in IND AS - 07 "Statement of Cash Flow" issued by the Central Government under Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (Companies Indian Accounting Standard Rules, 2015)





Notes to Statement of Audited Financial Results for the quarter and year ended March 31, 2024

- 1. In terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, this Statement of Audited Financial Results for the quarter and year ended March 31, 2024 ("Audited Financial Results") of the Company has been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on May 09, 2024 and have been subjected to an Audit by the Statutory Auditors of the Company. The Statutory Auditors have expressed an unmodified audit opinion on these results.
- The figure for the quarter ended March 31, 2024 and March 31, 2023 are balancing figures between the figures for the audited financial year and year to date un-audited figures up to the third quarter of the respective financial year. The figures up to the third quarter of the current financial year has been reviewed by the auditors.
- 3. These financial results have been prepared in accordance with Indian Accounting Standard (Ind-AS) as prescribed under section 133 of Companies Act 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and relevant amendment thereafter.
- 4. The new Code on Social Security, 2020 has been enacted, which would impact the contributions by the Company towards Provident Fund and Gratuity, the effective date from which the changes are applicable is yet to be notified and the rules are yet to be framed, The Company will complete its evaluation and will give appropriate impact in its financial results in the period in which, the Code becomes effective and the related rules are published.
- As the Company operates in a single operating segment, it did not give rise to different operating segments in accordance with Ind AS 108 - Operating Segments.
- The previous period numbers have been regrouped/re-cast & rearranged wherever necessary to confirm the current period presentation.
- 7. The Board of directors of the company at their meeting held on May 09, 2024 has recommended the final dividend of Rs 0.5 per equity share, i.e., 5% on face value of Rs 10/- per equity share respectively for FY 2023-24 subject to approval of shareholders in the ensuing Annual General Meeting. With this, the total dividend declared for FY 2023-24 stands at Rs 1 per equity share of Rs 10/- each.
- 8. The above Audited Financial Results of the Company are available on Company's website www.venuspipes.com and also on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com), where the shares of the Company are listed.

For and on behalf of the Board of Directors of Venus Pipes & Tubes Limited

Mr. Arun Kothari

Chairman & Managing Directo

(DIN: 00926613) Dhaneti, Bhuj May 09, 2024



304, Metro Tower, Near Kinnary Cinema, Ring Road, Surat - 395 002. Ph: 0261 4893596. mandco.surat@gmail.com

Ref. No.:

Date:

Independent Auditor's Report on the Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To The Board of Directors of Venus Pipes and Tubes Limited

Report on the audit of the Financial Results

Opinion

We have audited the accompanying statement of financial results of **Venus Pipes and Tubes Limited** (the "Company") for the quarter and year ended March 31, 2024 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- is presented in accordance with the requirements of Regulations 33 of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India, of the net profit and other comprehensive loss and other financial information for the year ended 31 March 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance

Page 1 of 4

Head Office : Mumbai

Branches: Delhi - Ahmedabad - Jaipur

with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Financial Results

These financial results have been prepared on the basis of the financial statements.

The Company's Board of Directors are responsible for the preparation and presentation of these annual financial results that give a true and fair view of the net profit and other comprehensive loss and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the financial results as a whole is 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 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 financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

 Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain

FRN NO. *
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Page 2 of 4

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 financial statements 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 the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' 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 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 auditor's 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 financial results, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial results that individually or in aggregate, make it probable that the economic decisions of a reasonably knowledge user of financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) 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 financial results.

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 internal control that we identify during our audit.



We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding Independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

Place: Surat

Date:09.05.2024

The annual financial results include the results for the quarter ended 31 March 2024 being the balancing figure between the audited figures in respect of the full financial year and the unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

Chartered Accountants
Firm's Registration No.105834W

FRN NO. 105834W

For Maheshwari & Co.

Ramesh Totla

Partner

Membership No. 416169

UDIN: 24416169BKADPF2553



Date: May 09,2024

To,	
BSE Limited	
Phiroze Jeejeebhoy Towers,	
Dalal Street, Mumbai - 40000	1

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

Scrip Code: 543528

ISIN No: INEOJA001018

Symbol: VENUSPIPES

Subject: Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.

Dear Sir/ Madam,

Pursuant to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015, as amended, we hereby declare that the M/s Maheshwari & Co. Chartered Accountants, (FRN: 105834W), Statutory Auditors of the company have issued Audit Report with unmodified opinion on the Audited Financial Results for the financial year ended March 31, 2024.

Kindly take it on your records. Thanks & Regards,

For VENUS PIPES & TUBES LIMITED

Chief Financial Officer



Annexure – A

Re-appointment of M/s Goyal Swati & Co., Chartered Accountants, as an Internal Auditor of the Company for the Financial Year 2024-25:

Particulars Particulars	Details
Reason for change viz., appointment,	Re-appointment
resignation, removal, death or otherwise	
Date of Appointment	May 09, 2024
Term of Appointment	For the Financial Year 2024-25
Brief Profile	Founded in 2020, and situated in Gujarat, providing services by following the best practices in the field of Assurance, Taxation and Advisory services. Revered by their professional ethics and technical expertise, they provide efficacious solutions to the clients' needs, running into deep engagements. Their philosophy is of partnering with their clients and not being just a distant service
	provider, Since businesses are inherently different, they tailor the services to meet clients' specific needs and banish the 'one-size-fits-all' standardization.
	They recruit, train, motivate and retain highly capable and sharpest talent, who bring quality in their work and deliver the best practices and highest standards to corporates.



Re-appointment of M/s K V M & Co., Cost Accountants, as an Cost Auditor of the Company for the Financial Year 2024-25:

Particulars Particulars	Details
Reason for change viz., appointment,	Re-appointment
resignation, removal, death or otherwise	
Date of Appointment	May 09, 2024
Term of Appointment	For the Financial Year 2024-25
Brief Profile	KVM & Co. are a firm of Cost &
	Management Accountants of India.
	Objective of firm is to provide services in
	field of Cost and Management Account with
	high standards of professionalism and
	integrity. The Firm is into business for the
	last 11 Years with focus on Cost Audits,
	Designing Cost Audit Systems, Cost Records
	Maintenance, Company Law Assignments
	and Project Finance.
	Our Team Consists of 12 professional
	members Cost Accountants, Chartered
	Accountant and Commerce Graduates and
	Post Graduates.

Re- appointment of M/s Nikhil Dhanotiya & Associates, Company Secretaries, as Secretarial Auditors of the Company for the Financial Year 2024-25:

Particulars	Details
Reason for change viz., appointment,	Re-appointment
resignation, removal, death or otherwise	
Date of Appointment	May 09, 2024
Term of Appointment	For the Financial Year 2024-25
Brief Profile	Established in the year 2020, M/s. Nikhil
	Dhanotiya Associates, Practicing Company
	Secretary, a Peer Reviewed firm. The
	founder Mr Nikhil Dhonotiya also holds an
	Independent Directorship position in a
	various reputed companies, Over 4 years of
	successful track record of catering to
	corporate secretarial requirements of large
	and medium sized companies comprising of
	listed companies, closely held public
	company and private companies, section 8
	companies, Partnership firm, Trust, Societies
	etc.