



VALENCIA NUTRITION LTD

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Regd office: Valencia Nutrition Ltd, Shop No 4, B Wing, Paramount Building, Tilak Nagar, Mumbai 400089.

Date: September 29, 2022

To,
BSE Limited
Phiroze Jeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Ref :- Scrip Code : 542910
ISIN: INE08RT01016

Dear Sir/ Madam,

Sub: - Proceedings of 9th Annual General Meeting held on Thursday, September 29, 2022 at 12:00 noon

Dear Sir,

Pursuant to the provisions of Regulation 30, Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting the summary of the proceedings of the 9th Annual General Meeting held on Thursday, September 29, 2022, at 12:00 noon.

Kindly take the same on records and acknowledge the receipt of the same.

Thanking You,

Yours Truly,
For Valencia Nutrition Limited

Jay Shah
Whole-Time Director & CFO
(DIN: 09072405)
(PAN: BJPPS6293E)



CIN: L51909MH2013PLC381314

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SUMMARY OF PROCEEDINGS OF THE 9TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF VALENCIA NUTRITION LIMITED HELD ON THURSDAY, SEPTEMBER 29, 2022 AT 12:00 NOON THROUGH ELECTRONIC MODE [VIDEO CONFERENCE OR OTHER AUDIO VISUAL MEANS ("OAVM")] AND CONCLUDED AT 12:20 P.M.

1. Following Directors were present at the AGM:
 - a. Mr. Stavan Ajmera (Non-Executive Director)
 - b. Mr. Manish Turakhia (Non-Executive Director)
 - c. Mr. Jay Shah (Whole-Time Director & CFO)
 - d. Ms. Prabhha Shankarran (Executive Director)
2. As Mr. Stavan Ajmera, the Chairman of the Board joined the meeting with a delay, Directors present at the meeting, unanimously appointed Mr. Jay Shah as the Chairman for this meeting. Mr. Shah took the chair and welcomed all the Members present via VC and after confirming the presence of the requisite quorum called the meeting to order.
3. With the permission of the Members, Mr. Jay Shah took the Notice convening the AGM as read. Again, with the permission of the Members, the Independent Statutory Auditor's Report was taken as read and mentioned that there were no qualifications in the said report.
4. With the permission of the Members, Mr. Jay Shah read the adverse remarks in the said secretarial audit report and provided clarifications or explanations for adverse remarks contained in the said report.
5. Mr. Jay Shah later introduced the Board of Directors who were present and were sharing dais with him.
6. Due to certain exigencies, the Statutory Auditors couldn't attend the meeting and hence exemption was granted to them.
7. Mr. Jay Shah informed the Members that the Secretarial Audit report and Statutory Audit report for the financial year 2021-22, statutory registers, Memorandum of Association and Articles of Association and all the other documents as mentioned or referred to in the AGM Notice were available for inspection of Members.
8. Mr. Manish Turakhia briefed on the workings of the Company and invited members to ask any query(ies) or make observations and comments if any on the performance of the Company.
9. Queries raised a Member of the Company were well taken on record and were satisfactorily replied by Mr. Turakhia.
10. Mr. Jay Shah informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Amendment Rules, 2015, and Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015, the Company had provided remote e-voting facility which commenced from Sunday, September 25, 2022 at 9.00 a.m. (IST) onwards and ended on Wednesday, September 28, 2022, at 5.00 pm (IST) to the Members of the Company whose



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11. names appeared in the Register of Members as on the cut-off date i.e Thursday, September 22, 2022 to vote on the resolutions through a platform provided by CDSL.
12. He further informed the Members who were present at the AGM and who had not cast their votes through remote e-voting, may vote during the Annual General Meeting. He further informed that Ms. Krupa Joisar, Proprietor of Associates, Practising Company Secretaries, was appointed as Scrutinizer for scrutinizing the remote e-voting process and e-voting at the AGM.
13. The following items of business as per the Notice of the AGM dated August 30, 2022, were transacted at the meeting:

| Sr. No. | Resolutions | Type of Resolution (Ordinary/Special) |
|---------------------------|--|---------------------------------------|
| ORDINARY BUSINESS: | | |
| 1 | Adoption of the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2022 together with the reports of the Board of Directors and the Auditors thereon. | Ordinary |
| 2 | Re-appointment of Mr. Stavan Ajmera (DIN: 08112696), a Director liable to Retire by Rotation. | Ordinary |
| SPECIAL BUSINESS: | | |
| 3 | Appointment of Ms. Prabhha Shankarran (DIN: 07906258) as a Whole-Time Director of the Company. | Ordinary |

The voting results in accordance with the provisions of Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, on the above resolutions shall be communicated to the Stock Exchanges upon receipt of voting results from the Scrutinizer within 48 hours from the conclusion of AGM.

The Meeting concluded at 12:20 p.m. with a vote of thanks to the chair.

For Valencia Nutrition Limited

Jay Shah
 Whole-Time Director & CFO
 (DIN: 09072405)
 (PAN: BJPPS6293E)



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