



Registered Office:  
601A, Neelkanth Business Park,  
6th Floor, A Wing, Nathani Road,  
Vidyavihar (West), Mumbai - 400086.  
T: +9122 25094351/2  
E: compliance@valencianutrition.com  
W: www.valencianutrition.com  
CIN: L51909MH2013PLC381314

**Date: October 01, 2024**

To,  
**BSE Limited**  
Department of Corporate Services,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**Ref:- Scrip Code: 542910**  
**ISIN : INE08RT01016**

**Sub: Disclosures of Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report of the 11<sup>th</sup> Annual General Meeting of the Company held on Monday, September 30, 2024:**

Dear Sir,

We wish to inform you that, at the 11<sup>th</sup> Annual General Meeting (AGM) of Valencia Nutrition Limited held on Monday, September 30, 2024 through electronic mode [video conference or other audio-visual means ("OAVM")], all the items of business contained in the Notice of the AGM dated September 02, 2024, were transacted and approved by the shareholders with requisite majority by way of remote e-voting and e-voting at the meeting. In this connection, please find enclosed the following:

- (a) Voting Results as required under Regulation 44 of SEBI Listing Regulations.
- (b) Report of Scrutinizer dated October 01, 2024, pursuant to the Companies Act, 2013 and Rules made thereunder.

Kindly take the same on record and oblige.

**Thanking You,  
For Valencia Nutrition Limited**

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**Stavan Ajmera**  
**Director**  
**(DIN: 08112696)**

**Encl:a/a**



**BOUNCE**  
SUPERDRINKS

**ROAR**  
ENERGY DRINKS

**Koffico**

**Ti TONIC**

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### General information about company

Scrip code	542910
NSE Symbol	
MSEI Symbol	
ISIN	INEO8RT01016
Name of the company	Valencia Nutrition Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2024
Start time of the meeting	11:00 AM
End time of the meeting	11:20 AM

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### Scrutinizer Details

Name of the Scrutinizer	Krupa Joisar
Firms Name	Krupa Joisar & Associates
Qualification	CS
Membership Number	11117
Date of Board Meeting in which appointed	02-09-2024
Date of Issuance of Report to the company	01-10-2024

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Voting results	
Record date	23-09-2024
Total number of shareholders on record date	257
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	4
b) Public	9
<b>No. of resolution passed in the meeting</b>	<b>8</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO RECEIVE, CONSIDER AND ADOPT THE STANDALONE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024, TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9057954	8836954	97.5602	8836954	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>9057954</b>	<b>8836954</b>	<b>97.5602</b>	<b>8836954</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	4904887	2520400	51.3855	2520400	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>4904887</b>	<b>2520400</b>	<b>51.3855</b>	<b>2520400</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>13962841</b>	<b>11357354</b>	<b>81.3399</b>	<b>11357354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT A DIRECTOR IN PLACE OF MR. JAY SHAH (DIN: 09072405), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9057954	8836954	97.5602	8836954	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>9057954</b>	<b>8836954</b>	<b>97.5602</b>	<b>8836954</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	4904887	2387600	48.6780	2387600	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>4904887</b>	<b>2387600</b>	<b>48.6780</b>	<b>2387600</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>13962841</b>	<b>11224554</b>	<b>80.3888</b>	<b>11224554</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9057954	8836954	97.5602	8836954	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>9057954</b>	<b>8836954</b>	<b>97.5602</b>	<b>8836954</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	4904887	2520400	51.3855	2520400	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>4904887</b>	<b>2520400</b>	<b>51.3855</b>	<b>2520400</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>13962841</b>	<b>11357354</b>	<b>81.3399</b>	<b>11357354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ALTERATION OF THE MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9057954	8836954	97.5602	8836954	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>9057954</b>	<b>8836954</b>	<b>97.5602</b>	<b>8836954</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	4904887	2520400	51.3855	2520400	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>4904887</b>	<b>2520400</b>	<b>51.3855</b>	<b>2520400</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>13962841</b>	<b>11357354</b>	<b>81.3399</b>	<b>11357354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ALTERATION OF THE ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9057954	8836954	97.5602	8836954	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>9057954</b>	<b>8836954</b>	<b>97.5602</b>	<b>8836954</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	4904887	2520400	51.3855	2520400	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>4904887</b>	<b>2520400</b>	<b>51.3855</b>	<b>2520400</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>13962841</b>	<b>11357354</b>	<b>81.3399</b>	<b>11357354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO CONSIDER AND APPROVE THE ISSUE OF CONVERTIBLE WARRANTS ON A PREFERENTIAL BASIS.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9057954	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		9057954	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4904887	2520400	51.3855	2520400	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4904887	2520400	51.3855	2520400	0	100.0000
<b>Total</b>		13962841	2520400	18.0508	2520400	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$(3)=[(2)/(1)]*100$	(4)	(5)	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	9057954	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		9057954	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4904887	1031600	21.0321	1031600	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4904887	1031600	21.0321	1031600	0	100.0000
<b>Total</b>		13962841	1031600	7.3882	1031600	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPOINTMENT OF MRS. MEGHNA TURAKHIA (DIN: 07109963) AS AN EXECUTIVE DIRECTOR (ED) OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9057954	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		9057954	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4904887	2520400	51.3855	2520400	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4904887	2520400	51.3855	2520400	0	100.0000
<b>Total</b>		13962841	2520400	18.0508	2520400	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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**Date: October 01, 2024**

**Consolidated Scrutinizer's Report**

[pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')]

To,  
The Chairman,  
**Valencia Nutrition Limited**  
601A, Neelkanth Business Park,  
Nathani Road, Vidyavihar (West),  
Mumbai - 400 086.

Dear Sir,

1. I, Krupa Joisar, proprietor of M/s. Krupa Joisar & Associates, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Valencia Nutrition Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means on the resolutions contained in the notice dated September 02, 2024 ("Notice"), in accordance with the General Circular No. 09/2023 issued by the Ministry of Corporate Affairs (MCA) dated September 25, 2023, read with the circulars issued earlier on the subject (collectively referred to as 'MCA Circulars') and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 issued by the Securities and Exchange Board of India (SEBI) dated October 07, 2023, read with the circulars issued earlier on the subject (collectively referred to as 'SEBI Circulars') and in compliance with the provisions of the Companies Act, 2013, read with the rules made thereunder and SEBI Listing Regulations, calling the Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Monday, September 30, 2024 at 11:00 a.m. (IST) through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
  - i. the process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
  - ii. the e-voting process at the AGM is done through an electronic voting system ("e-voting during the AGM").

**Krupa  
Jagdish  
Joisar**

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by Krupa Jagdish  
Joisar  
Date: 2024.10.01  
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### 3. Management's Responsibility:

The management of the Company is responsible for ensuring compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secure framework and robustness of the electronic voting systems.

### 4. Scrutinizer's Responsibility:

My responsibility as Scrutinizer for the e-voting process (i.e. remote e-voting and e-voting during the AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL'), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/documents furnished to me electronically by the Company and/ or NSDL for my verification.

### 5. Cut-off date:

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Monday, September 23, 2024, were entitled to vote on the resolutions (item nos. 1 to 8 set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

### 6. Remote e-voting process and E-voting at the AGM:

- (i) The remote e-voting period remained open from Friday, September 27, 2024 at 9:00 a.m. (IST) onwards and ends on Sunday, September 29, 2024, at 5:00 p.m. (IST), and the remote e-voting platform was disabled by NSDL thereafter.
- (ii) The votes cast were unblocked on, Monday, September 30, 2024, after the conclusion of the AGM.
- (iii) Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that were put to vote, were generated from the e-voting website of NSDL, i.e., [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Based on the report generated by NSDL and relied upon by me, data regarding remote e-voting was scrutinized on a test-check basis.

### 7. Consolidated Report:

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting during the AGM, based on the reports generated by the NSDL, scrutinized on test check and relied upon by me, in respect of the resolutions listed in the Notice calling the AGM is enclosed herewith.

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by Krupa Jagdish  
Joisar  
Date: 2024.10.01  
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8. The electronic data, provided by NSDL, relating to e-voting are under my safe custody and will be handed over to Company Secretary and Compliance Officer or any other person authorised by the Board for this purpose, for preserving safely after the Chairman considers, approves and signs the Proceedings or Minutes of the AGM.

**9. Restriction on Use:**

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**For Krupa Joisar & Associates  
Company Secretaries**

Krupa  
Jagdish  
Joisar

Digitally signed  
by Krupa Jagdish  
Joisar  
Date: 2024.10.01  
17:34:04 +05'30'

**Krupa Joisar**

**Mem No: F11117**

**CP No: 15263**

**Peer review no. 1251/2021**

**UDIN: F011117F001403398**

**Date: October 01, 2024**

**Place: Mumbai**

Countersigned by

**For Valencia Nutrition Limited**

STAVAN  
PRAVIN  
AJMERA

Digitally signed  
by STAVAN  
PRAVIN AJMERA  
Date: 2024.10.01  
17:36:49 +05'30'

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**Stavan Ajmera**

**Chairman of the AGM**

## CONSOLIDATED RESULTS

<b>Resolution 1: (Ordinary)</b>	<b>Adoption of the standalone audited financial statements of the Company for the financial year ended March 31, 2024, together with the report of the board of directors and the auditors thereon.</b>
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Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	41	11270354	2	87000	43	11357354	100.00
<b>Dissent</b>	0	0	0	0	0	0	0.00
<b>Invalid</b>	0	0	0	0	0	0	0.00
<b>Total</b>	<b>41</b>	<b>11270354</b>	<b>2</b>	<b>87000</b>	<b>43</b>	<b>11357354</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No.1 of the Notice of the AGM has been passed with the **requisite majority**.

**For Krupa Joisar & Associates**  
**Company Secretaries**

Krupa  
Jagdish  
Joisar



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by Krupa Jagdish  
Joisar  
Date: 2024.10.01  
16:59:00 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117F001403398**

**Date: October 01, 2024**  
**Place: Mumbai**



<b>Resolution 2: (Ordinary)</b>	<b>Appointment of a director in place of Mr. Jay Shah (DIN: 09072405), who retires by rotation and being eligible, offers himself for re-appointment.</b>
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Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	40	11137554	2	87000	42	11224554	100.00
<b>Dissent</b>	0	0	0	0	0	0	0.00
<b>Invalid</b>	0	0	0	0	0	0	0.00
<b>Total</b>	<b>40</b>	<b>11137554</b>	<b>2</b>	<b>87000</b>	<b>42</b>	<b>11224554</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM has been passed with the **requisite majority**.

*The votes cast by Mr. Jay Shah, if any, have not been considered in the above resolution.*

**For Krupa Joisar & Associates**

**Company Secretaries**

**Krupa  
Jagdish  
Joisar**

Digitally signed by  
Krupa Jagdish Joisar  
Date: 2024.10.01  
16:59:42 +05'30'

**Krupa Joisar**

**Mem No: F11117**

**CP No: 15263**

**Peer review no. 1251/2021**

**UDIN: F011117F001403398**

**Date: October 01, 2024**

**Place: Mumbai**

<b>Resolution 3: (Special)</b>	<b>Approval for the increase in authorised share capital of the Company and consequential amendment of the capital clause in the Memorandum of Association (MOA) of the Company.</b>
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Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	41	11270354	2	87000	43	11357354	100.00
<b>Dissent</b>	0	0	0	0	0	0	0.00
<b>Invalid</b>	0	0	0	0	0	0	0.00
<b>Total</b>	<b>41</b>	<b>11270354</b>	<b>2</b>	<b>87000</b>	<b>43</b>	<b>11357354</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 3 of the Notice of the AGM has been passed with the **requisite majority**.

**For Krupa Joisar & Associates  
Company Secretaries**

Krupa  
Jagdish  
Joisar

Digitally signed by  
Krupa Jagdish  
Joisar  
Date: 2024.10.01  
17:00:04 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117F001403398**

**Date: October 01, 2024**

**Place: Mumbai**

<b>Resolution 4: (Special)</b>	<b>Approval for the alteration of the main object clause of the Memorandum of Association (MOA) of the Company.</b>
--------------------------------	---

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	41	11270354	2	87000	43	11357354	100.00
<b>Dissent</b>	0	0	0	0	0	0	0.00
<b>Invalid</b>	0	0	0	0	0	0	0.00
<b>Total</b>	<b>41</b>	<b>11270354</b>	<b>2</b>	<b>87000</b>	<b>43</b>	<b>11357354</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 4 of the Notice of the AGM has been passed with the **requisite majority**.

**For Krupa Joisar & Associates  
Company Secretaries**

Krupa  
Jagdish  
Joisar

Digitally signed by  
Krupa Jagdish Joisar  
Date: 2024.10.01  
17:00:27 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117F001403398**

**Date: October 01, 2024**

**Place: Mumbai**

<b>Resolution 5: (Special)</b>	<b>Approval for the alteration of the Articles of Association (AOA) of the Company.</b>
--------------------------------	---

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	41	11270354	2	87000	43	11357354	100.00
<b>Dissent</b>	0	0	0	0	0	0	0.00
<b>Invalid</b>	0	0	0	0	0	0	0.00
<b>Total</b>	<b>41</b>	<b>11270354</b>	<b>2</b>	<b>87000</b>	<b>43</b>	<b>11357354</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 5 of the Notice of the AGM has been passed with the **requisite majority**.

**For Krupa Joisar & Associates**  
**Company Secretaries**

**Krupa**  
**Jagdish**  
**Joisar**

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by Krupa Jagdish  
Joisar  
Date: 2024.10.01  
17:00:49 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117F001403398**

**Date: October 01, 2024**  
**Place: Mumbai**

<b>Resolution 6: (Special)</b>	<b>Approval for the issue of Convertible Warrants on a preferential basis.</b>
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Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	2433400	28	2	87000	30	2520400	100.00
<b>Dissent</b>	0	0	0	0	0	0	0.00
<b>Invalid</b>	0	0	0	0	0	0	0.00
<b>Total</b>	<b>2433400</b>	<b>28</b>	<b>2</b>	<b>87000</b>	<b>30</b>	<b>2520400</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 6 of the Notice of the AGM has been passed with the **requisite majority**.

*The votes cast by the Promoter/ Promoter group, if any, have not been considered in the above resolution.*

**For Krupa Joisar & Associates  
Company Secretaries**

Krupa Jagdish Joisar  
Digitally signed by  
Krupa Jagdish Joisar  
Date: 2024.10.01  
17:01:10 +05'30'

**Krupa Joisar**

**Mem No: F11117**

**CP No: 15263**

**Peer review no. 1251/2021**

**UDIN: F011117F001403398**

**Date: October 01, 2024**

**Place: Mumbai**

<b>Resolution 7: (Special)</b>	<b>Approval for the issue of Equity shares on a preferential basis.</b>
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Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	21	1024100	1	7500	22	<b>1031600</b>	100.00
<b>Dissent</b>	0	0	0	0	0	0	0.00
<b>Invalid</b>	0	0	0	0	0	0	0.00
<b>Total</b>	<b>21</b>	<b>1024100</b>	<b>1</b>	<b>7500</b>	<b>22</b>	<b>1031600</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Special Resolution as set out in Item No.7 of the Notice of the AGM has been passed with the **requisite majority**.

*The votes cast by the Promoter/Promoter Group, Directors, Key Managerial Personnel (KMP), and other designated persons, if any, as detailed in the Notice of the 11<sup>th</sup> Annual General Meeting (AGM) held on September 30, 2024, have not been considered in the above resolution.*

**For Krupa Joisar & Associates**

**Company Secretaries**

Krupa  
Jagdish  
Joisar

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by Krupa Jagdish  
Joisar  
Date: 2024.10.01  
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**Krupa Joisar**

**Mem No: F11117**

**CP No: 15263**

**Peer review no. 1251/2021**

**UDIN: F011117F001403398**

**Date: October 01, 2024**

**Place: Mumbai**

<b>Resolution 8: (Special)</b>	<b>Approval for the appointment of Mrs. Meghna Turakhia (DIN: 07109963) as an Executive Director (ED) of the Company.</b>
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Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	2433400	28	2	87000	30	2520400	100.00
<b>Dissent</b>	0	0	0	0	0	0	0.00
<b>Invalid</b>	0	0	0	0	0	0	0.00
<b>Total</b>	<b>2433400</b>	<b>28</b>	<b>2</b>	<b>87000</b>	<b>30</b>	<b>2520400</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Special Resolution as set out in Item No.8 of the Notice of the AGM has been passed with the **requisite majority**.

*The votes cast by the Promoter/ Promoter group, if any, have not been considered in the above resolution.*

**For Krupa Joisar & Associates  
Company Secretaries**

Krupa  
Jagdish Joisar

Digitally signed by  
Krupa Jagdish Joisar  
Date: 2024.10.01  
17:01:55 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117F001403398**

**Date: October 01, 2024**  
**Place: Mumbai**