

**Date: September 27, 2025**

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

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

**Sub: - Proceedings of 12<sup>th</sup> Annual General Meeting ('AGM') held on Saturday, September 27, 2025 at 11:00 a.m.**

Dear Sir,

Pursuant to the provisions of Regulation 30 (4) read with item no. 13 of Para A of Part A under Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of the proceedings of the 12<sup>th</sup> Annual General Meeting ('AGM') held on Saturday, September 27, 2025, at 11:00 a.m. (IST) in a hybrid mode i.e., in-person at 3<sup>rd</sup> floor, 309 C, Neelkanth Business Park, Nathani Road, Vidyavihar (West), Mumbai- 400 086, and also through electronic mode [video conference ("VC") or other audio-visual means ("OAVM")].

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

**Thanking You,**  
**For Valencia Nutrition Limited**



**Manish Turakhia**  
**Managing Director**  
**(DIN: 02265579)**

*Encl:a/a*



**SUMMARY OF PROCEEDINGS OF THE 12<sup>TH</sup> ANNUAL GENERAL MEETING ('AGM') OF THE MEMBERS OF VALENCIA NUTRITION LIMITED HELD ON SATURDAY, SEPTEMBER 27, 2025 AT 11:00 A.M. IN A HYBRID MODE I.E., IN-PERSON AT 3<sup>RD</sup> FLOOR, 309 C, NEELKANTH BUSINESS PARK, NATHANI ROAD, VIDYAVIHAR (WEST), MUMBAI- 400 086, AND ALSO THROUGH ELECTRONIC MODE [VIDEO CONFERENCE ("VC") OR OTHER AUDIO-VISUAL MEANS ("OAVM")] AND CONCLUDED AT 01:15 P.M.**

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1. The Following Directors were physically present at the AGM:
  - a. Mr. Stavan Ajmera (Non-Executive Director)
  - b. Mr. Manish Turakhia (Managing Director)
  - c. Mrs. Meghna Turakhia (Whole-Time Director)
  - d. Mr. Jay Shah (Whole-Time Director & CFO)
  - e. Mr. Paresh Desai (Non-Executive Director)
  - f. Mr. Jaimin Patwa (Non-Executive Independent Director)

All the Directors and Key Managerial Personnel joined the meeting physically from Mumbai.

2. Mr. Stavan Ajmera, Chairman of the Board, commenced the proceedings of the 12<sup>th</sup> AGM and welcomed all the Members who had joined the meeting either in-person or via VC. After confirming the presence of the requisite quorum, he called the meeting to order and mentioned that, since the 12<sup>th</sup> AGM was being held both in person & via VC, the appointment of proxies by Members was permitted for those attending the meeting in person. However, the appointment of proxies was not allowed for members attending the meeting through VC.
3. Mr. Ajmera informed the members that electronic copies of the Annual Report for FY:2024-25 and Notice convening the 12<sup>th</sup> AGM were sent to the Members by e-mail on their registered e-mail id. With due permission of the Members, Mr. Ajmera took the Notice convening the 12<sup>th</sup> AGM and reports by the Statutory Auditor were taken as read and mentioned that there were no qualifications in the said report.
4. With the permission of the Members, the Statutory Auditors' Report & Secretarial Audit Report for the Financial Year ended March 31, 2025 were taken as read and the Chairman further informed that there were no qualifications, observations, or comments in the said Reports for the year ended March 31, 2025.
5. Mr. Ajmera later introduced the Board of Directors who were present and were sharing the dais with him, the Statutory Auditor and the Secretarial Auditor of the Company. He also, informed that due to certain exigencies, Mr. Eshanya Gupta & Mr. Geet Shah could not attend the meeting.
6. The Chairman informed the Members that the Secretarial Audit report and Statutory Audit report for the financial year 2024-25, 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.

7. The Chairman then invited Mr. Manish Turakhia to update the Members on the development of the business operations of the Company. Mr. Turakhia proceeded to address the Members regarding the performance of the Company during FY 2024-25, outlining key achievements and challenges faced. He along with his team shared insights into future growth strategies and plans aimed at enhancing the Company's market position and operational efficiency.

A brief about the following verticals / division was made:

- a. **Promoter's Vision** – The promoters shared their long-term roadmap, emphasizing innovation-led growth and diversification.
- b. **Shaping of Nutraceutical Lifesciences** – Introduction of the Nutraceutical vertical with a focus on nutritional care across lifestyles and life stages.
- c. **Update on CRUNZZO** – Update on conceptualisation and strategy for launch of *CRUNZZO*, the Company's fortified dry snacks division.
- d. **Valencia Perfumes and Aroma Diffusers** – Presentation of the premium fragrance and aroma diffuser range spearheaded by Mrs. Meghna Turakhia and its pilot implementation.
- e. **Trial Run of Vending Machine Rollout** – Pilot implementation of vending machines at OYO & WeWork locations.
- f. **PET & CAN Beverages Division** – Expansion into beverages through PET and CAN packaging formats.
- g. **PET Project Implementation** – Updates on progress of PET bottling infrastructure and project execution.
- h. **VNL Conglomerate** – Positioning VNL as a diversified conglomerate with multi-sector business verticals.
- i. **Business & Team Work** – Emphasis on collaborative teamwork as the foundation of sustainable business growth.
- j. **Can Beverages & VNL Vision** – Roadmap for strengthening the Valencia Can Beverages division with a global vision.
  - 1. **Creation of Division – Valencia Can Beverages** – Establishment of a dedicated beverages division under the *Valencia* brand.
  - 2. **Contracting with Co-packers** – Strategic partnerships with overseas co-packers for the Valencia beverage line.
  - 3. **Branding, Marketing, Distribution & Selling in Overseas Markets** – Aggressive international market strategy for brand positioning and sales.

Further, detailed information on the company's operations given by the Managing Director has been enclosed herewith.

8. The Chairman further invited the members to ask any query(ies) or share their observations and comments, if any, on the performance of the Company. It was noted that the Company had received one speaker registration from Mr. Bosco Armando Menezes, who had asked questions during the AGM, and the Board provided a brief overview in response. Additionally, one more question was asked via the chat feature by Mr. Manish Haria, which was also satisfactorily addressed by the Board. Thereafter, Mr. Ajmera resumed and continued with the proceedings.
9. The Chairman 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 Wednesday, September 24, 2025 at 9:00 a.m. (IST) onwards and ended on Friday, September 26, 2025, at 5:00 pm (IST) to the Members of the Company whose names appeared in the Register of Members as on the cut-off date i.e, Saturday, September 20, 2025, to vote on the resolutions through a platform provided by NSDL.
10. 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 M/s. Krupa Joisar & Associates, Practising Company Secretaries, was appointed as Scrutinizer for scrutinizing the remote e-voting process and e-voting at the AGM.
11. The following items of business, as per the Notice of the AGM dated September 02, 2025, were transacted at the meeting:

Sr. No.	Description of the resolutions	Type of Resolution (Ordinary/Special)
<b>ORDINARY BUSINESS:</b>		
1	Adoption of the standalone audited financial statements of the Company for the financial year ended March 31, 2025, together with the report of the board of directors and the auditors thereon.	Ordinary
2	Re-appointment of Mr. Paresh Desai (DIN: 07412510), director liable to retire by rotation.	Ordinary
3	Appointment of Statutory Auditors and fixation of its remuneration	Ordinary
<b>SPECIAL BUSINESS:</b>		
4	Appointment of Ms. Krupa Joisar of M/s. Krupa Joisar & Associates, Practising company secretaries, as the secretarial auditors and fixation of its remuneration.	Ordinary
5	Re-appointment of Mr. Jay Shah (DIN: 09072405) as a Whole-Time Director of the Company.	Special
6	Re-appointment of Mr. Manish Turakhia (DIN:02265579) as the Managing Director of the company.	Special

7	Re-appointment of Mr. Jaimin Patwa (DIN: 08613495) as an Independent Director for a Second term of 5 Years.	Special
8	Re-appointment of Mr. Eshanya Gupta (DIN: 01727743) as an Independent Director for a Second term of 5 Years.	Special
9	Entering into Material Related Party Transactions with Valencia Beverages & Superwater Private Limited.	Ordinary
10	Increase in Borrowing Limits Under Section 180(1)(c) and Creation of Charge on the assets of the Company under Section 180(1)(a) of the Act, including approval for Sale of Undertaking, If any.	Special
11	Increase in limits for investing, granting loans, Providing Security and giving guarantees under Section 186.	Special

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.

It was informed to the members that the e-voting window would remain open on the NSDL's e-voting platform for 30 minutes from the conclusion of the AGM and requested the members to cast their votes, in case they had not cast vote during the remote e-voting period. The Chairman thanked the shareholders for attending and participating at the Meeting.

The Meeting concluded at 01:15 p.m. with a vote of thanks to the chair.

**Thanking You,  
For Valencia Nutrition Limited**



**Manish Turakhia  
Managing Director  
(DIN: 02265579)  
Encl:a/a**



**Annexure:**

**Detailed Information on the Company's Operations - 12<sup>th</sup> Annual General Meeting of Valencia Nutrition Ltd held on September 27, 2025:**

Wholly Owned Subsidiary in Spain Under Planning

VNL incorporated a wholly owned subsidiary company named as in Spain on May 29, 2025. The WOS will carry on the business of manufacturing and trading of beverages, snacks and other fast-moving consumer products.

We will plan manufacturing of Valencia Can Beverages at SPAIN under Contract Manufacturing with a resident Beverage Company. EU Manufacturing Standards will ensure our Product Superiority and easy penetration in Global Markets. Exquisite Can Beverage Formulations will be curated in India and manufactured at Spain for Global Markets with initial focus on Middle East North Africa (MENA) Region. Initially we have planned to manufacture No Alcohol Beer, Fruit Based and Carbonated Beverages in Spain. The beverages produced in Spain will be sold in Spain, EU, GCC, MENA and India. With this business plan we have registered a SO BREW Trade Mark at the European Union Intellectual Property Office.



**Roll Out of Co-Branded Can Beverages**

**Valencia Nutrition Ltd (VNL) has evolved strategy of coming out with Co-Branded Variants.**

Company have been in continuous evolution to offer top notch products in association with best in the class associates. One such association with Hamdard Laboratories is in advance stages with six rounds of sample trials completed. We shall come out with Rooh Afza added Valencia Can Beverages with many flavours after the final trials scheduled in October.

Presently we are pleased to launch NITRRO ROAR Energy Drink in association with M/s **Roaring Fitness (RF) - Nitro Fitness** – chain of Luxury Fitness Gymnasiums. Under the arrangement, Valencia and Nitro agreed to co-launch, marketing, and distribution of a co-branded energy drink titled “Nitro Roar”, aligning both brands' vision for health, performance, and innovation in the premium fitness space.

The initial deployment and activation of Nitro Roar has been carried out at Breach Candy & Powai at Mumbai and Thane East & West of Nitro Fitness.

Roar” is a registered trademark and the exclusive property of Valencia Nutrition Limited. The combined mark “Nitro Roar” is a co-branded and jointly owned intellectual property of VNL & RF.

Product Image of NITRRO ROAR:



VNL continues to manufacture & sell all variants of ROAR Energy Drink across India. Presently its launched at Mumbai & Goa with other Valencia Can Beverages like Boo Tea, Lime Leezure, Koffico, Tonic Tonic Water & Ginger Ale.



## Himalayan Yak

*"Revitalize with the wild spirit of the Himalayas in every drop!"*

### INGREDIENTS

Carbonated Water, Sugar, Taurine (0.24%), Acidity Regulator (E338), Fulvic Acid, Contains Permitted Class II Preservatives(E221), Contains Natural Colour (E150a), Added Natural Identical Flavouring Substances.

This drink contains shilajit, a natural substance found in the Himalayas, known for its potential health benefits. Shilajit is believed to possess various therapeutic properties, potentially attributed to the presence of fulvic acid (FA) and other active compounds. The inclusion of shilajit in this drink adds to its potential benefits for overall well-being.



For Valencia Nutrition Limited

*Manish Turakhia*

**Manish Turakhia**  
Managing Director  
(DIN: 02265579)



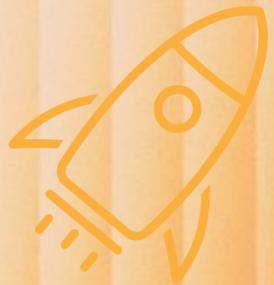
**12<sup>TH</sup> ANNUAL  
GENERAL MEETING  
FY 2024-25**



# OUR VISION



**IS TO HELP THE CONSUMERS MAKE HEALTHIER CHOICES INCORPORATING VNL AS A COMPANION.**



# OUR MISSION

**IS TO ENRICH DAILY WELLNESS VIA NUTRITION SOLUTIONS WHILE REMAINING IN THE EXISTING CONSUMPTION HABITS AND PRODUCTS.**



# OUR DIVERSE PORTFOLIO



# OUR GUIDING FRAMEWORK

## Our core principles

### **EMPOWERING LIVES**

Inspiring vitality and opportunity for all.

### **JOYFUL HEALTH**

Health you love, in formats you enjoy.

### **SMART INNOVATION**

Crafting nutrition that surprises and delights.

### **Growth with Purpose**

Scaling globally while caring for the planet.



*Valencia*  
NutraCare  
*lifesciences*

THE FUTURE OF HEALTH AND WELLNESS



# OUR VERTICALS

## AND THEIR MARKET SIZES

CANCER CARE NUTRITION | USD 197 MILLION

GYM NUTRITION | USD 706 MILLION

YOUNG ADULT NUTRITION | USD 20,640 MILLION

INFANT NUTRITION | USD 6,350 MILLION

LACTATION NUTRITION | USD 710 MILLION

FERTILITY CARE | USD 42,230 MILLION

SENIOR NUTRITION | USD 5,465 MILLION

ADULT NUTRITION | USD 5,820 MILLION

CHILD NUTRITION | USD 5,580 MILLION

INFANT FORMULA MILK | USD 5,990 MILLION

PREGNANCY NUTRITION | USD 3,590 MILLION



# TIERED (STRATA) SEGMENTATION

This is not just an investment in a company, it's a stake in transforming lives at birth.

## Tier 1



## Tier 2



## Tier 3





**CRUNZZO**

# OUR PRODUCTS



**Tangy Tomato**



**Simply Salted**



**Cream & Onion**



**Indian Masala**



**Peri Peri**



**Masala Wheels**



**Tomato Wheels**



**Tangy Tomato**



**Masala Munch**



scents of  
**SUAVE**



# THE VPF COLLECTION

sensation



FRAGRANCES OF  
**demure**



# THE VPF COLLECTION





*Aroma De*  
**VALENCIA**

## PRODUCT IMAGES





# **BOUNCE**

SUPERDRINKS

# OPTIC WATER

Carotenoid  
s

Vitamin  
s



Minerals

Omega  
3

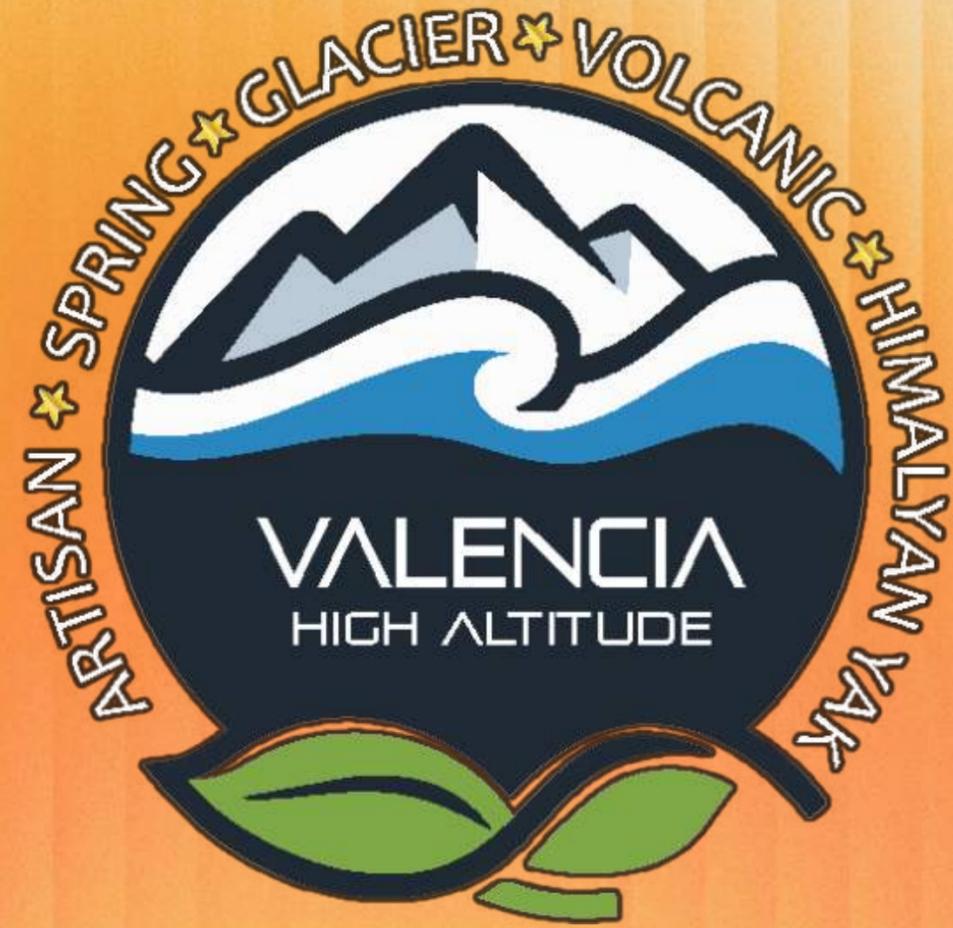
# VALENCIA VENDING MACHINES





# OYO INNOV8 EVENT





# HIGH ALTITUDE BEVERAGES





# FUNCTIONAL BEVERAGES





# VITAFIZZ



# PULPIFY





valencia  
nutrition



Arma De  
VALENCIA







# MESSAGE FROM THE PROMOTER

**Valencia Nutracare Lifesciences**

**Valencia Beverages & SuperWater**