



Registered Office:
601A, Neelkanth Business Park,
6th Floor, A Wing, Nathani Road,
Vidyavihar (West), Mumbai -400086
T: +91 22 3541 8449
E: compliance@valencianutrition.com
W: www.valencianutrition.com
CIN: L51909MH2013PLC381314

Date: September 02, 2025

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

Ref:- Scrip Code: 542910
ISIN: INE08RT01016

Sub: - Outcome of Board Meeting held on Tuesday, September 02, 2025 at 03:00 p.m. and concluded at 04:00 p.m.

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 30 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform your good office that the Board of Directors of Valencia Nutrition Limited in their meeting held today i.e. Tuesday, September 02, 2025, which commenced at 03:00 p.m. and concluded at 04:00 p.m. have inter alia, approved/noted the following items:

1. Approval of the Board's Report and Management Discussion Analysis (MDA) along with all other necessary Annexures for the financial year ended March 31, 2025.
2. Approval of re-appointment of Mr. Paresh Desai (DIN: 07412510), director liable to retire by rotation.
3. Approval for the appointment of M/s. Krupa Joisar & Associates (COP: 15263), Practicing Company Secretaries founded by Ms. Krupa Joisar as the Secretarial Auditor of the Company. (Refer Annexure I)
4. Approval for re-appointment of Mr. Jay shah (DIN: 09072405) as a Whole-Time Director (WTD) of the Company. (Refer Annexure II)
5. Approval for re-appointment of Mr. Manish Turakhia (DIN:02265579) as the Managing Director of the Company. (Refer Annexure III)
6. Approval for re-appointment of Mr. Jaimin Patwa (DIN: 08613495) as an Independent Director for a second term of 5 years. (Refer Annexure IV)
7. Approval of re-appointment of Mr. Eshanya Gupta (DIN: 01727743) as an Independent Director for a second term of 5 years. (Refer Annexure V)
8. Approval for entering into Material Related Party with Valencia Beverages & Superwater Private Limited.

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9. Approval for 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.
10. Approval for Increase in limits for investing, granting loans, providing security and giving guarantee under section 186
11. Approval of the Notice of the 12th Annual General Meeting (AGM) of the Company to be held on Saturday, September 27, 2025, at 11:00 a.m. in person and through Video Conferencing (VC) or Other Audio-Visual means (OAVM). The venue of the said meeting shall be 309 C, Neelkanth Business Park, Nathani Road, Vidyavihar (West), Mumbai- 400 086.

The details as per the requirement of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, in respect of the above-mentioned items are given in Annexures I, II, III, IV & V respectively.

You are requested to take the above information for your records.

**Yours Truly,
For Valencia Nutrition Limited**

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

Encl: a/a



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The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are as under:

Annexure: I

Appointment of M/s Krupa Joisar & Associates as Secretarial Auditor

Sr. No	Particulars	Details
1	Reason for Change viz., appointment, re-appointment, resignation, removal, death or otherwise	Appointment of M/s Krupa Joisar & Associates (COP:15263), Practicing Company Secretaries founded by Ms. Krupa Joisar as Secretarial Auditor of the Company, subject to the approval of Shareholders.
2	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/ re-appointment	The Board at its meeting held today, i.e. September 02, 2025 has, upon recommendation of the Audit Committee and subject to the approval of Shareholders, approved the appointment of M/s Krupa Joisar & Associates (COP:15263) as Secretarial Auditor of the Company to hold office for a term of five (5) years commencing from April 01, 2025 and ending on September 30, 2030.
3	Brief Profile (In case of appointment)	<p>M/s. Krupa Joisar & Associates, a firm of Practicing Company Secretaries based in Mumbai, was founded by Ms. Krupa Joisar, a Company Secretary in Practice and a Law graduate (LL.B.). She possesses over 12 (Twelve) years of experience in practicing as a Company Secretary, having handled a wide range of assignments across her professional career. The firm is peer-reviewed and Quality reviewed in terms of the guidelines issued by the ICSI (Peer Review Certificate No.: 1251/2021).</p> <p>The Firm's clientele includes various listed as well as private companies. Their profile primarily includes Secretarial Audit, Legal and Secretarial Due Diligence, Legal Advisory and Opinions, and extends to areas such as Corporate</p>

		<p>Laws and Taxation, Securities Law (including Corporate Governance and CSR), FEMA/RBI compliances, Intellectual Property Rights (IPR) services, Start-up Services, Transaction Advisory, among others.</p> <p>M/s. Krupa Joisar & Associates has been the Secretarial Auditor of the Company since Financial Year 2021, and has consistently demonstrated its expertise and proficiency in conducting Secretarial Audits of the Company.</p>
4	Disclosure of Relationship between Directors (in case of Appointment of a Director)	Not Applicable

The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are as under:

Annexure: II

Item no.		
Sr. No	Particulars	Details
1	Name	Mr. Jay shah (DIN: 09072405)
2	Reason for Change viz., appointment, resignation, removal, death or otherwise	Re-Appointment on account of expiry of tenure on August 28, 2026.
3	Date of Appointment and Term of Appointment	The Board at its meeting held today, i.e. September 02, 2025, approved the re-appointment of Mr. Jay shah (DIN: 09072405) as a Whole-Time Director (WTD) and Key Managerial Personnel of the Company, liable to retire by rotation for a period of 3 (three) years effective from August 28, 2026 based on the recommendation of the Nomination & Remuneration Committee, and subject to the approval of the Shareholders at the forthcoming Annual General Meeting (AGM) of the Company.
4	Brief Profile (In case of appointment)	Mr. Jay Shah earlier served as Deputy Manager – Wealth at ICICI Bank from June 2019 to September 2020. During his career, he has effectively navigated the complex

		<p>landscape of operations, finance, and strategic planning with precision and foresight. He has played a key role in streamlining production processes and optimizing supply chain logistics, resulting in enhanced productivity and cost efficiency.</p> <p>His professional journey is marked by a balanced emphasis on operational excellence, financial acumen, and strategic vision, contributing to sustainable growth and market leadership for the organizations he has been associated with</p>
5	Disclosure of Relationship between Directors (in case of Appointment of a Director)	Not inter-se related to any other Director, or Key Managerial Personnel. The Company does not have a manager.

The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are as under:

Annexure: III

Item no.		
Sr. No	Particulars	Details
1	Name	Mr. Manish Turakhia (DIN:02265579)
2	Reason for Change viz., appointment, resignation, removal, death or otherwise	Re-Appointment on account of expiry of tenure September 02, 2026.
3	Date of Appointment and Term of Appointment	The Board at its meeting held today, i.e. September 02, 2025, approved the re-appointment of Mr. Manish Turakhia (DIN:02265579) as a Managing Director (MD), for a further period of 3 (three) years effective from September 01, 2026 not liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee, and subject to the approval of the Shareholders at the forthcoming Annual General Meeting (AGM) of the Company.
4	Brief Profile (In case of appointment)	Mr. Manish Turakhia, aged 57 years, is a Promoter of the Company and has been serving on the Board of Valencia Nutrition Limited since December 18, 2017. He holds a Bachelor's degree in Commerce

		<p>from the University of Mumbai and brings with him over 40 years of diverse and in-depth experience in capital markets, corporate finance, and investment banking. With strong foundation built through in depth reading, analysis and market participation, he brings valuable exposure to consumer industry in India and all across the globe.</p> <p>His vision and guidance have played a key role in shaping the Company's strategic initiatives and long-term business planning.</p> <p>As a Promoter and active Board member, he continues to contribute meaningfully to the Company's governance, growth strategy, and stakeholder value enhancement, with a focus on transparency, innovation, and sustainable development.</p>
5	Disclosure of Relationship between Directors (in case of Appointment of a Director)	Husband of Mrs. Meghna Manish Turakhia, Executive Director and part of the Promoter group. Except this, no inter-se related to any other Director, or Key Managerial Personnel. The Company does not have a manager.

The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are as under:

Annexure: IV

Item no.		
Sr. No	Particulars	Details
1	Name	Mr. Jaimin Patwa (DIN: 08613495)
2	Reason for Change viz., appointment, resignation, removal, death or otherwise	Re-Appointment on account of expiry of tenure May 10, 2025.
3	Date of Appointment and Term of Appointment	The Board at its meeting held today, i.e. September 02, 2025, approved the re-appointment of Mr. Jaimin Patwa (DIN: 08613495) as an Independent Director (ID), for a further period of 5 (five) years effective from May 10, 2025 till May 09, 2030 not liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee, and subject to the

		approval of the Shareholders at the forthcoming Annual General Meeting (AGM) of the Company.
4	Brief Profile (In case of appointment)	Possesses over 15 (Fifteen) years of robust experience in the Capital Markets, with a strong focus on understanding, planning, and managing market-related activities and operations.
5	Disclosure of Relationship between Directors (in case of Appointment of a Director)	Not inter-se related to any other Director, or Key Managerial Personnel. The Company does not have a manager.

The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are as under:

Annexure: V

Item no.		
Sr. No	Particulars	Details
1	Name	Mr. Eshanya Gupta (DIN: 01727743)
2	Reason for Change viz., appointment, resignation, removal, death or otherwise	Re-Appointment on account of expiry of tenure May 30, 2026.
3	Date of Appointment and Term of Appointment	The Board at its meeting held today, i.e. September 02, 2025, approved the re-appointment of Mr. Eshanya Gupta (DIN: 01727743) as an Independent Director (ID), for a further period of 5 (five) years effective from May 30, 2026 till May 29, 2031 not liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee, and subject to the approval of the Shareholders at the forthcoming Annual General Meeting (AGM) of the Company.
4	Brief Profile (In case of appointment)	Mr. Eshanya Gupta is a seasoned and accomplished professional with over 25 (Twenty-Five) years of extensive experience in the areas of Corporate Finance, Strategic Finance, Strategic Planning and Execution, Fund Raising, Project Financing, Financial Accounting, Treasury & Taxation, as well as the establishment of overseas subsidiaries. He has consistently demonstrated success in

		<p>scaling companies across both private and public sectors.</p> <p>Mr. Gupta is recognized for his ability to enhance organizational performance by implementing effective funding strategies, including venture capital, debt financing, crossover funding, and public offerings. He has successfully managed a group of companies with a consolidated turnover exceeding ₹1000 Crores, and holds domain expertise in Banking, Import & Export, Government Liaison, and Corporate Litigation.</p> <p>He previously served as Director – Finance & HR at a Pune-based company for 16 (Sixteen) years and also held directorship positions in its subsidiary companies based in Singapore and Oman, which operate across diverse business verticals.</p>
5	Disclosure of Relationship between Directors (in case of Appointment of a Director)	Not inter-se related to any other Director, or Key Managerial Personnel. The Company does not have a manager.

**Yours Truly,
 For Valencia Nutrition Limited**

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

