



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: September 29, 2025**

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 12<sup>th</sup> Annual General Meeting of the Company held on Saturday, September 27, 2025:**

Dear Sir,

We wish to inform you that, at the 12<sup>th</sup> Annual General Meeting (AGM) of Valencia Nutrition Limited held on Saturday, September 27, 2025 at 11:00 a.m. (IST) in a hybrid mode i.e., in-person and also through electronic mode [video conference ("VC") or other audio-visual means ("OAVM")], all the items of business contained in the Notice of the AGM dated September 02, 2025, 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 September 29, 2025, 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 BEVERAGE

*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)	27-09-2025
Start time of the meeting	11:00 AM
End time of the meeting	01:15 PM

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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	02-09-2025
Date of Issuance of Report to the company	29-09-2025

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Voting results	
Record date	20-09-2025
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	6
b) Public	6
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	12
b) Public	2
<b>No. of resolution passed in the meeting</b>	<b>11</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 resolution?			No					
Description of resolution considered			to consider and adopt the resolution relating to financial statements of the Company for the financial year ended March 31, 2025, together with the Report of the Board of Directors thereon.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on total number of 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		10517454	100.0000	10517454	0	100.0000	0.0000
	Poll	10517454	0	0.0000	0	0	0.0000	0.0000
	Partial Ballot (if any)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	10517454	10517454	100.0000	10517454	0	100.0000	0.0000
Public-Institution	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Partial Ballot (if any)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institution	E-Voting		3948900	61.1012	3948900	0	100.0000	0.0000
	Poll	6462887	0	0.0000	0	0	0.0000	0.0000
	Partial Ballot (if any)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	6462887	3948900	61.1012	3948900	0	100.0000	0.0000
<b>Total</b>		16980341	14466354	85.1947	14466354	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of votes on resolution</b>							<a href="#">Add Notes</a>	

\* this field is optional

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

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Resolution (2)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the resolution?				Ordinary				
Description of resolution considered				RE-APPOINTMENT OF MR. PARESH DESAI (DIN: 07412510), DIRECTOR LIABLE TO RETIRE BY ROTATION				
Category	Mode of voting	No. of shares held	No. of votes pulled	% of votes pulled on attending shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes pulled	% of votes against on votes pulled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(3)]*100	(7)=[(5)/(3)]*100
Promoter and Promoter Group	E-Voting	10517454	10517454	100.0000	10517454	0	100.0000	0.0000
	Poll							
	Partial Ballot (if any)							
	<b>Total</b>	10517454	10517454	100.0000	10517454	0	100.0000	0.0000
Public-Institutional	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Partial Ballot (if any)							
	<b>Total</b>	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutional	E-Voting	6462887	3948900	61.1012	3948900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Partial Ballot (if any)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	6462887	3948900	61.1012	3948900	0	100.0000	0.0000
<b>Total</b>		16980341	14466354	85.1947	14466354	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of votes on resolution</b>							<a href="#">Add Notes</a>	

\* this field is optional

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

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Resolution (3)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the agenda/resolution?				Ordinary				
Description of resolution considered				No				
Description of resolution considered				APPOINTMENT OF STATUTORY AUDITORS AND FIXATION OF ITS REMUNERATION				
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		10517454	100.0000	10517454	0	100.0000	0.0000
	Poll	10517454	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	10517454	10517454	100.0000	10517454	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	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	0.0000
Public-Non Institutions	E-Voting		3348900	61.1012	3348900	0	100.0000	0.0000
	Poll	6462887	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	6462887	3348900	61.1012	3348900	0	100.0000	0.0000
<b>Total</b>		16980341	14466354	85.1947	14466354	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<a href="#">Add Notes</a>	

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Resolution (4)									
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the issuance/resolution?				Ordinary					
Description of resolution considered				No APPOINTMENT OF M/S. KRUPA JOSHI & CO. PRACTISING COMPANY SECRETARIES, AS THE SECRETARIAL AUDITORS AND REVIVAL OF ITS REMUNERATION					
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)	$\frac{(3)-(4)}{(1)} \times 100$	(4)	(5)	$\frac{(6)-(7)}{(3)} \times 100$	$\frac{(7)-(8)}{(3)} \times 100$	
Promoter and Promoter Group	E-Voting		10517454	100.0000	10517454	0	100.0000	0.0000	
	Poll	10517454	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if app)		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		10517454	10517454	100.0000	10517454	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000	
	Poll	0	0	0	0	0	0.0000	0.0000	
	Postal Ballot (if app)		0	0	0	0	0.0000	0.0000	
	<b>Total</b>		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		3348300	61.1012	3348300	0	100.0000	0.0000	
	Poll	6462887	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if app)		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		6462887	3348300	61.1012	3348300	0	100.0000	0.0000
<b>Total</b>			16380341	14466354	85.1947	14466354	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes		
<b>Disclosure of notes on resolution</b>							Add Notes		

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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				RE-APPOINTMENT OF MR. JAY SHAH (DIN: 09072405) AS A WHOLE-TIME DIRECTOR (WTD) 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)	$\frac{[3]}{[2]} \times 100$	(4)	(5)	$\frac{[6]}{[7]} \times 100$	$\frac{[8]}{[7]} \times 100$
Promoter and Promoter Group	E-Voting		10517454	100.0000	10517454	0	100.0000	0.0000
	Poll	10517454	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	10517454	10517454	100.0000	10517454	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	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	0.0000
Public-Non Institutions	E-Voting		3741100	57.8859	3741100	0	100.0000	0.0000
	Poll	6462887	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	6462887	3741100	57.8859	3741100	0	100.0000	0.0000
<b>Total</b>		16980341	14258554	83.9710	14258554	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>								Yes
<b>Disclosure of notes on resolution</b>								<a href="#">Add Notes</a>

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Resolution (6)								
<b>Resolution required: (Ordinary / Special)</b>				Special				
<b>whether promoter/promoter group are interested in the agenda/resolution?</b>				Yes				
<b>Description of resolution considered</b>				RE-APPOINTMENT OF MR. MANISH TURAKHIA (DIN:02285579) AS THE MANAGING DIRECTOR 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)	$\frac{(3)}{(1)} \times 100$	(4)	(5)	$\frac{(6)}{(4)} \times 100$	$\frac{(7)}{(5)} \times 100$
Promoter and Promoter Group	E-Voting	10517454	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		10517454	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	6462887	3948900	61.1012	3948900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		6462887	3948900	61.1012	3948900	0	100.0000
<b>Total</b>		16980341	3948900	23.2557	3948900	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<a href="#">Add Notes</a>	

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Resolution (7)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the an ordinary resolution?				Special				
Description of resolution considered				No				
				RE-APPOINTMENT OF MR. JAIMIN PATWA (DIN: 08613495) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 YEARS				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstandin g 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		10517454	100.0000	10517454	0	100.0000	0.0000
	Poll	10517454	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if ap		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	10517454	10517454	100.0000	10517454	0	100.0000	0.0000
Public- Institution s	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if ap		0	0	0	0	0.0000	0.0000
	<b>Total</b>	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institution s	E-Voting		3948900	61.1012	3948900	0	100.0000	0.0000
	Poll	6462887	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if ap		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	6462887	3948900	61.1012	3948900	0	100.0000	0.0000
<b>Total</b>		16980341	14466354	85.1947	14466354	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<a href="#">Add Notes</a>	

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Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RE-APPOINTMENT OF MR. ESHANYA GUPPTA (DIN: 01727743) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 YEARS				
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		10517454	100.0000	10517454	0	100.0000	0.0000
	Poll	10517454	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	10517454	10517454	100.0000	10517454	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	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	0.0000
Public-Non Institutions	E-Voting		3948900	61.1012	3948900	0	100.0000	0.0000
	Poll	6462887	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	6462887	3948900	61.1012	3948900	0	100.0000	0.0000
<b>Total</b>		16980341	14466354	85.1947	14466354	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<a href="#">Add Notes</a>	

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Resolution (9)								
Resolution required: (Ordinary / Special) whether promoters/promoter group are interested in the agenda/resolution?				Ordinary				
Description of resolution considered				No ENTERING INTO MATERIAL RELATED PARTY TRANSACTIONS WITH VALENCIA BEVERAGES AND SUPERWATER PRIVATE LIMITED				
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)	$(3)=[(2)/(1)] \times 100$	(4)	(5)	$(6)=[(4)/(2)] \times 100$	$(7)=[(5)/(2)] \times 100$
Promoter and Promoter Group	E-Voting	10517434	10517434	100.0000	10517434	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10517434</b>	<b>10517434</b>	<b>100.0000</b>	<b>10517434</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 app)		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	6462887	3348300	61.1012	3348300	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6462887</b>	<b>3348300</b>	<b>61.1012</b>	<b>3348300</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>16380321</b>	<b>14466334</b>	<b>85.1947</b>	<b>14466334</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<a href="#">Add Notes</a>	

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Resolution (10)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the agenda/resolution?				Special				
Description of resolution considered				No INCREASE IN BORROWING LIMITS UNDER SECTION 109(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 UNDERLYING IF ANY				
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	10517454	10517454	100.0000	10517454	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10517454</b>	<b>10517454</b>	<b>100.0000</b>	<b>10517454</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	6462887	3948900	61.1012	3948900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6462887</b>	<b>3948900</b>	<b>61.1012</b>	<b>3948900</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>16380341</b>	<b>14466354</b>	<b>85.1947</b>	<b>14466354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>								Yes
<b>Disclosure of notes on resolution</b>								<a href="#">Add Notes</a>

Stavan Pravin Ajmera

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Date: 2025.09.29 19:18:46 +05'30'

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Resolution (11)								
Resolution required: (Ordinary / Special) whether promoters/promoter group are interested in the agenda/resolution?				Special				
Description of resolution considered				INCREASE IN LIMITS FOR INVESTING, GRANTING LOANS, PROVIDING SECURITY AND GIVING GUARANTEE UNDER SECTION 186				
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)	$(3) = \frac{(2) \times (1)}{100}$	(4)	(5)	$(6) = \frac{(4) \times (2)}{100}$	$(7) = \frac{(5) \times (2)}{100}$
Promoter and Promoter Group	E-Voting	10517454	10517454	100.0000	10517454	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appl)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		10517454	10517454	100.0000	10517454	0	100.0000
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 appl)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	6462887	3948900	61.1012	3948900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if appl)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		6462887	3948900	61.1012	3948900	0	100.0000
<b>Total</b>		16380341	14466354	85.1947	14466354	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<a href="#">Add Notes</a>	

Stavan  
Pravin  
Ajmera

Digitally signed  
by Stavan Pravin  
Ajmera  
Date: 2025.09.29  
19:19:32 +05'30'



**Date: September 29, 2025**

**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, 2025 ("Notice"), in accordance with the General Circular No. 09/2024 issued by the Ministry of Corporate Affairs (MCA) dated September 19, 2024, 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/2024/133 issued by the Securities and Exchange Board of India (SEBI) dated October 03, 2024, 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") was convened 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")].
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").

### **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., Saturday, September 20, 2025, were entitled to vote on the resolutions (item nos. 1 to 11 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 Wednesday, September 24, 2025 at 9:00 a.m. (IST) onwards and ends on Friday, September 26, 2025, at 5:00 p.m. (IST), and the remote e-voting platform was disabled by NSDL thereafter.
- (ii) The votes cast were unblocked on, Saturday, September 27, 2025, 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.

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: 2025.09.29  
18:54:44 +05'30'

**Krupa Joisar**

**Mem No: F11117**

**CP No: 15263**

**Peer review no. 1251/2021**

**UDIN: F011117G001389395**

**Date: September 29, 2025**

**Place: Mumbai**

Countersigned by  
**For Valencia Nutrition Limited**

Stavan Pravin  
Ajmera

Digitally signed by  
Stavan Pravin Ajmera  
Date: 2025.09.29  
18:55:46 +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, 2025, together with the report of the board of directors and the auditors thereon.</b>
---------------------------------	---

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	61	14466354	0	0	61	14466354	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>61</b>	<b>14466354</b>	<b>0</b>	<b>0</b>	<b>61</b>	<b>14466354</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

 Digitally signed by  
Krupa Jagdish Joisar  
Date: 2025.09.29  
18:35:09 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117G001389395**

**Date: September 29, 2025**  
**Place: Mumbai**

<b>Resolution 2: (Ordinary)</b>	<b>Re-Appointment of a Director in place of Mr. Paresh Desai (DIN: 07412510), who retires by rotation and being eligible, offers himself for re-appointment.</b>
---------------------------------	--

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	61	14466354	0	0	61	14466354	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>61</b>	<b>14466354</b>	<b>0</b>	<b>0</b>	<b>61</b>	<b>14466354</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**.

**For Krupa Joisar & Associates  
Company Secretaries**

Krupa  
Jagdish Joisar

Digitally signed by  
Krupa Jagdish Joisar  
Date: 2025.09.29  
18:36:21 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117G001389395**

**Date: September 29, 2025**  
**Place: Mumbai**

<b>Resolution 3: (Ordinary)</b>	<b>Appointment of Statutory Auditors and fixation of it's remuneration.</b>
---------------------------------	---

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	61	14466354	0	0	61	14466354	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>61</b>	<b>14466354</b>	<b>0</b>	<b>0</b>	<b>61</b>	<b>14466354</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Ordinary 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: 2025.09.29  
18:38:14 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117G001389395**

**Date: September 29, 2025**  
**Place: Mumbai**

<b>Resolution 4: (Ordinary)</b>	<b>Appointment of Ms. Krupa Joisar of M/s. Krupa Joisar &amp; Associates, Practicing Company Secretaries, as the Secretarial Auditors and fixation of it's remuneration.</b>
---------------------------------	--

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	61	14466354	0	0	61	14466354	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>61</b>	<b>14466354</b>	<b>0</b>	<b>0</b>	<b>61</b>	<b>14466354</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Ordinary 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: 2025.09.29  
18:38:37 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117G001389395**

**Date: September 29, 2025**  
**Place: Mumbai**

<b>Resolution 5: (Special)</b>	<b>Re-appointment of Mr. Jay Shah (DIN: 09072405) as a Whole-Time Director (WTD) 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>	60	14258554	0	0	60	14258554	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>60</b>	<b>14258554</b>	<b>0</b>	<b>0</b>	<b>60</b>	<b>14258554</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

Digitally signed by  
Krupa Jagdish Joisar  
Date: 2025.09.29  
18:39:12 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117G001389395**

**Date: September 29, 2025**  
**Place: Mumbai**

<b>Resolution 6: (Special)</b>	<b>Re-appointment of Mr. Manish Turakhia (DIN:02265579) as the Managing Director 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>	3948900	42	0	0	42	3948900	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>3948900</b>	<b>42</b>	<b>0</b>	<b>0</b>	<b>42</b>	<b>3948900</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 6 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: 2025.09.29 18:39:47 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117G001389395**

**Date: September 29, 2025**  
**Place: Mumbai**

<b>Resolution 7: (Special)</b>	<b>Re-appointment of Mr. Jaimin Patwa (DIN: 08613495) as an Independent Director for a second term of 5 Years.</b>
--------------------------------	--

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	61	14464354	0	0	61	<b>14464354</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>61</b>	<b>14464354</b>	<b>0</b>	<b>0</b>	<b>61</b>	<b>14464354</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**.

**For Krupa Joisar & Associates  
Company Secretaries**

Krupa  
Jagdish Joisar

Digitally signed by Krupa  
Jagdish Joisar  
Date: 2025.09.29 18:40:15  
+05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117G001389395**

**Date: September 29, 2025**  
**Place: Mumbai**

<b>Resolution 8: (Special)</b>	<b>Re-appointment of Mr. Eshanya Gupta (DIN: 01727743) as an Independent Director for a second term of 5 Years.</b>
--------------------------------	---

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	14466354	61	0	0	61	14466354	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>14466354</b>	<b>61</b>	<b>0</b>	<b>0</b>	<b>61</b>	<b>14466354</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**.

**For Krupa Joisar & Associates  
Company Secretaries**

Krupa Jagdish  
Joisar

Digitally signed by Krupa Jagdish  
Joisar  
Date: 2025.09.29 18:40:45 +05'30'

**Krupa Joisar**  
**Mem No: F11117**  
**CP No: 15263**  
**Peer review no. 1251/2021**  
**UDIN: F011117G001389395**

**Date: September 29, 2025**  
**Place: Mumbai**

<b>Resolution 9: (Ordinary)</b>	<b>Entering into material Related Party Transactions with Valencia Beverages &amp; Superwater Private Limited.</b>
---------------------------------	--

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	14466354	61	0	0	61	14466354	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>14466354</b>	<b>61</b>	<b>0</b>	<b>0</b>	<b>61</b>	<b>14466354</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No.9 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: 2025.09.29 18:41:19 +05'30'

**Krupa Joisar**

**Mem No: F11117**

**CP No: 15263**

**Peer review no. 1251/2021**

**UDIN: F011117G001389395**

**Date: September 29, 2025**

**Place: Mumbai**

<b>Resolution 10: (Special)</b>	<b>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.</b>
---------------------------------	--

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	14466354	61	0	0	61	14466354	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>14466354</b>	<b>61</b>	<b>0</b>	<b>0</b>	<b>61</b>	<b>14466354</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Special Resolution as set out in Item No.10 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: 2025.09.29 18:42:03 +05'30'

**Krupa Joisar**

**Mem No: F11117**

**CP No: 15263**

**Peer review no. 1251/2021**

**UDIN: F011117G001389395**

**Date: September 29, 2025**

**Place: Mumbai**

<b>Resolution 11: (Special)</b>	<b>Increase in limits for investing, granting loans, providing security and giving a guarantee under section 186.</b>
---------------------------------	---

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	14466354	61	0	0	61	14466354	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>14466354</b>	<b>61</b>	<b>0</b>	<b>0</b>	<b>61</b>	<b>14466354</b>	<b>100.00</b>

Based on the aforesaid result, we report that the Special Resolution as set out in Item No.11 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: 2025.09.29 18:43:34 +05'30'

**Krupa Joisar**

**Mem No: F11117**

**CP No: 15263**

**Peer review no. 1251/2021**

**UDIN: F011117G001389395**

**Date: September 29, 2025**

**Place: Mumbai**