

Date: February 10, 2026

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, February 10, 2026, at 01:00 p.m. and concluded at 02:30 p.m.

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Madam,

This is in continuation of our intimation dated January 28, 2025, regarding the allotment of 50,00,000 convertible warrants, each at an issue price of Rs. 40/- (Rupees Forty only) per Warrant, [including a premium of Rs. 30/- (Rupees Thirty only) per Warrant] each payable in cash ("Warrants Issue Price"), aggregating up to Rs. 20,00,00,000/- (Rupees Twenty Crore only) through a preferential issue on a private placement basis, and pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

We hereby inform you that the Board of Directors of Valencia Nutrition Limited ("the Company"), at its meeting duly convened and held on Tuesday, February 10, 2026, has considered and approved the allotment of 10,90,000 (Ten Lakh Ninety Thousand) equity shares pursuant to the conversion of warrants, to a person belonging to the Promoter Category, on a preferential basis.

The Company has allotted **10,90,000 (Ten Lakh Ninety Thousand) equity shares** of face value **Rs. 10/- (Rupees Ten only)** each at an issue price of **Rs. 40/- (Rupees Forty only)** per equity share, including a share premium of **Rs. 30/- (Rupees Thirty only)** per equity share, aggregating to a total consideration of **Rs. 4,36,00,000/- (Rupees Four Crore Thirty-Six Lakh only)**, pursuant to the **conversion of 10,90,000 warrants into equity shares**.

Out of the said issue price, an amount aggregating to **Rs. 1,09,00,000/- (Rupees One Crore Nine Lakh only)**, being **25% of the issue price per warrant**, was received earlier as **subscription money at the time of issuance of warrants**. The **balance amount of Rs. 3,27,00,000/- (Rupees Three Crore Twenty-Seven Lakh only)**, being **75% of the issue price**, has now been received as **allotment money upon exercise of the right of conversion**, and accordingly, the equity shares have been allotted.

Consequent to the aforesaid conversion of warrants and allotment of equity shares, 39,10,000 warrants remain outstanding for conversion.

The equity shares so allotted shall rank pari passu in all respects, including dividend and voting rights, with the existing equity shares of the Company. The Company shall, in accordance with applicable laws and regulations, make the necessary application(s) to the concerned stock exchange(s) for listing approval of the equity shares allotted as aforesaid in due course.

The details as per the requirement of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/ HO/ CFD/ PoD2/ CIR/ P/ 0155 dated November 11, 2024, in respect of the above-mentioned item, are provided in 'Annexures A'.

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

**Yours Truly,
For Valencia Nutrition Limited**

**Jay Jatin
Shah**

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

Encl: a/a



The details as required under Regulation 30 of SEBI Listing Regulations, read with SEBI Master circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

Annexure: I

Item no. 1		
Sr. No	Particulars	Details
1	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.	Equity Shares pursuant to the Conversion of Warrants.
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment on a private placement basis.
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	The Company has allotted 10,90,000 (Ten Lakh Ninety Thousand) equity shares of face value Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 40/- (Rupees Forty only) per equity share, including a share premium of Rs. 30/- (Rupees Thirty only) per equity share, aggregating to a total consideration of Rs. 4,36,00,000/- (Rupees Four Crore Thirty-Six Lakh only), pursuant to the conversion of 10,90,000 warrants into equity shares. Out of the said issue price, an amount aggregating to Rs. 1,09,00,000/- (Rupees One Crore Nine Lakh only), being 25% of the issue price per warrant, was received earlier as subscription money at the time of issuance of warrants. The balance amount of Rs. 3,27,00,000/- (Rupees Three Crore Twenty-Seven Lakh only), being 75% of the issue price, has now been received as allotment money upon exercise of the right of conversion, and accordingly, the equity shares have been allotted.
4	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):	
a	Name of the investors	Mr. Manish Pravinchandra Turakhia
b	Post allotment of securities - the outcome of the subscription	The list attached as Annexure A
c	Issue price	10,90,000 (Ten Lakh Ninety Thousand) equity shares of face value Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 40/- (Rupees Forty only) per equity share, including a share premium of Rs. 30/- (Rupees Thirty only) per equity share, aggregating to a total consideration of Rs. 4,36,00,000/- (Rupees

		Four Crore Thirty-Six Lakh only), pursuant to the conversion of 10,90,000 warrants into equity shares.
d	Number of investors	1 (One)
e	In case of convertibles - intimation on the conversion of securities or lapse of the tenure of the instrument	10,90,000 (Ten Lakh Ninety Thousand) equity shares of face value Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 40/- (Rupees Forty only) per equity share, including a share premium of Rs. 30/- (Rupees Thirty only) per equity share, aggregating to a total consideration of Rs. 4,36,00,000/- (Rupees Four Crore Thirty-Six Lakh only), pursuant to the conversion of 10,90,000 warrants into equity shares. Consequent to the conversion of warrants and allotment of equity shares today, 39,10,000 warrants remain outstanding for conversion.

Annexure: A

S. N	Name of the proposed allottee	Pre-issue Category	Name of the natural persons who are the ultimate beneficial owners	Pre-Issue Holding		No. of shares to be issued	Shareholding post allotment of equity		Post-issue Category
				No. of Equity Shares	% of Holding		No. of Equity Shares	% of Holding	
1.	Mr. Manish Pravinchandra Turakhia	Promoter/ Promoter group	N.A.	52,96,733	30.74	10,90,000	63,86,733	34.86	Promoter/ Promoter group

Yours Truly,
For Valencia Nutrition Limited

Jay Jatin Shah

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