

Date: August 14, 2025

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

Ref: - Scrip Code: 542910
ISIN: INE08RT01016

Subject: Outcome of Board Meeting held on Thursday, August 14, 2025 at 4:00 p.m
Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 ("SEBI Listing Regulations").

Pursuant to Regulation 30 read with Schedule III, Part A, Para A 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 on today i.e. Thursday, August 14, 2025, which commenced at 4:00 p.m. and concluded at 5:30 p.m. have inter alia, approved the following items:

1. Noting of resignation tendered by M/s. Shah & Modi, Chartered Accountants (Firm Registration No. 112426W):

M/s. Shah & Modi, Chartered Accountants, (Firm Registration No. 112426W), have tendered their resignation as the Statutory Auditors of the Company vide their letter dated August 13, 2025, citing their inability to continue due to preoccupation and other professional commitments.

The Audit Committee and the Board of Directors, at their respective meetings held today, took note of the resignation and confirmed that no concerns or issues were raised by the outgoing auditors. It was further noted that the resignation was solely due to the reasons mentioned in their resignation letter, with no other underlying matters. The Board also placed on record its deep appreciation for the services rendered by M/s. Shah & Modi, Chartered Accountants, during their tenure as the Statutory Auditors of the Company.

A copy of the resignation letter dated August 13, 2025, along with Annexure A, as received from M/s. Shah & Modi, Chartered Accountants and the details as mentioned in



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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

Annexure B, pursuant to the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed herewith.

2. **Appointment of M/s. HAY & Associates LLP (Firm Registration No. 104106W/W100984) as the Statutory Auditor of the Company:**

The Board of Directors of the Company has approved the appointment of M/s. HAY & Associates LLP, Chartered Accountants (FRN:104106W/W100984), as the statutory Auditor of the Company, based on the recommendation of the Audit Committee and subject to the approval of the shareholders in the ensuing meeting.

A copy of the details as mentioned in Annexure C, pursuant to the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed herewith.

We request you to take the same on record.

**Yours Truly,
For Valencia Nutrition Limited**

Jay Jatin
Shah

Digitally signed by
Jay Jatin Shah
Date: 2025.08.14
17:38:30 +05'30'

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



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Date: 13th August 2025

To

The Board of Directors,
Valencia Nutrition Limited,
Office No. 601, A Wing, Neelkanth Business Park,
Nathani Road, Vidyavihar West,
Mumbai 400086.

Subject: Resignation as Statutory Auditor of the Company with immediate effect.

Dear Sirs,

We hereby resign as Statutory Auditors of the Company with immediate effect due to preoccupation and other commitments.

Kindly clear our pending invoice no. 107/25-26 dated 20th June 2025 amounting to Rs. 7.08 Lakhs.

Kindly acknowledge the receipt of this letter.

Thank you.

Yours Faithfully,

For Shah & Modi
Chartered Accountants
FRN: 112426W





Jaydeep Modi
Partner
M.No.: 039255
Place.: Mumbai

Annexure A

Information from the Statutory Auditor upon Resignation

Sr. No	Particulars	Details
1	Name of the listed entity	Valencia Nutrition Limited
2	Details of Statutory Auditor:	
	a. Name	M/s. Shah & Modi, Chartered Accountant
	b. address	101/116, Bhaveshwar Complex, Vidyavihar (West), Mumbai- 400 086
	c. Phone Number	2511 3925/ 2512 6399
	d. Email	info@shahmodi.com
3	Details of association with the listed entity:	
	a. Date on which the statutory auditor was appointed	September 28,2021
	b. Date on which the term of the statutory auditor was scheduled to expire	Conclusion of the Thirteenth AGM to be held in 2026
	c. Prior to resignation, the latest audit report/limited review report submitted by the auditor and date of its submission	Independent Auditor's Report for the year ended March 31, 2025, as approved in the Board Meeting held on May 28, 2025, has been submitted.
4	Detailed reasons for resignation	Preoccupation and other professional commitments.
5	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/Board of Directors along with the date of communication made to the Audit Committee/Board of Directors)	Not Applicable
6	In case the information requested by the auditor was not provided, then following shall be disclosed:	
	a. Whether the inability to obtain sufficient appropriate evidence was due to a management-imposed limitation or circumstances beyond the control of the management.	Not Applicable

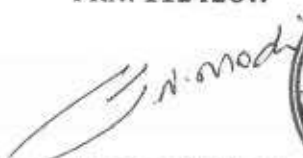


	b. Whether the lack of information would have significant impact on the financial statements/results.	Not Applicable
	c. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (Revised)	Not Applicable
	d. Whether the lack of information was prevalent in the previous reported financial statements/results. If yes, on what basis the previous audit/limited review reports were issued.	Not Applicable
7	Any other facts related to the resignation.	Not Applicable

Declaration

1. We hereby confirm that the information given in this letter ~~and its attachments~~ is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for the resignation of my firm.

For Shah & Modi
Chartered Accountants
FRN: 112426W




Jaydeep N. Modi
Partner
M. No: 039255
Date: August 14, 2025
Place: Mumbai

Annexure B

Disclosures required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III thereto and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 ("SEBI Circular")

For resignation tendered by M/s. Shah & Modi

Sr. No	Particulars	Details
1	Reason for Change viz., ~~appointment, re-appointment,~~ resignation, ~~removal, death~~ or otherwise	Resignation of M/s. Shah & Modi, Chartered Accountants (Firm Registration No. 112426W), as Statutory Auditors of the Company due to Preoccupation and other professional commitments.
2	Date of ~~appointment/—re-~~ ~~appointment/~~ cessation (as applicable) & ~~term of appointment/ re-appointment~~	Effective from the date of receipt of the resignation letter dated August 13, 2025.
3	Brief Profile (In case of appointment)	Not Applicable
4	Disclosure of Relationship between Directors (in case of Appointment of a Director)	Not Applicable

For Valencia Nutrition Limited

Jay Jatin
 Shah

Jay Shah

Whole-Time Director & CFO

(DIN: 09072405)

(PAN: BJPPS6293E)

Digitally signed by Jay
 Jatin Shah
 Date: 2025.08.14 17:39:08
 +05'30'

Annexure C

Disclosures required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III thereto and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 ("SEBI Circular")

For appointment of M/s. HAY & Associates LLP

Sr. No	Particulars	Details
1	Reason for Change viz., appointment, ~~re-appointment,~~ ~~resignation,~~ ~~removal,~~ death or otherwise	Appointment of M/s. HAY & Associates LLP, Chartered Accountants (FRN:104106W/W100984) as Statutory 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. August 14, 2025 has, upon recommendation of the Audit Committee and subject to the approval of Shareholders, approved the appointment of M/s. HAY & Associates LLP, Chartered Accountants (FRN:104106W/W100984) as Statutory Auditors of the Company to hold office for a term of Five (5) years.
3	Brief Profile (In case of appointment)	HAY & Associates LLP - Chartered Accountants (FRN: 104106W/W100984 and Peer Review Certificate No. 016881) Established in 1986, HAY & Associates LLP is a Mumbai-headquartered Chartered Accountancy firm with a branch in Rajkot, Gujarat. They provide end-to-end services in Audit & Assurance, Tax & Regulatory and Corporate & Legal Advisory. Their offerings include statutory and bank audits, tax structuring, compliance and litigation support, company/LLP



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CIN: L51909MH2013PLC381314

		incorporation, due diligence, and trust and taxation. Led by a team of experienced FCA and ACA partners, supported by professionals and trainees, we combine expertise, integrity, and client-focused solutions to deliver measurable value.
4	Disclosure of Relationship between Directors (in case of Appointment of a Director)	Not Applicable

For Valencia Nutrition Limited

Jay Jatin Shah Digitally signed by Jay Jatin Shah
Date: 2025.08.14 17:39:39
+05'30'

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



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