



VALENCIA NUTRITION LTD

Corporate Office: 601A, Neelkanth Business Park, Nathani Road, Vidyavihar (West),
Mumbai 400086.

CIN: L51909KA2013PLC068380

Date: July 09, 2021

To,
The Department of Corporate Services,
BSE Limited
14th Floor, P. J. Towers
Dalal Street, Fort,
Mumbai-400 001

Sub: Outcome of Board Meeting held on July 09, 2021 at 05:00 p.m.

Ref: BSE Scrip Code: 542910

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 self that the Board of Directors of our Company in their meeting held on July 09, 2021 commenced at 05:00 p.m. and concluded at 08:45 p.m. at No. 372, 1st Floor, Cabin No. 105, WS No. 3, 6th Cross, Golden Square, Wilson Garden, Bangalore - 560027 have inter alia approved the following items:

1. The Audited Financial Results for the Quarter and year ended as on 31st March, 2021 along with the declaration statement and report of Auditors thereon;
2. Appointment of the Secretarial Auditor, M/s. VB & Associates (having Membership No. 10557) of the Company for the year 2020-21.

Kindly take the same on your record.

Thanking you,

For Valencia Nutrition Limited

Jay Shah
Director
DIN: 09072405
Place: Mumbai



Regd. Office: No. 372, 1st Floor, Cabin No.105, WS No.3, 6th Cross, Golden Square, Wilson
Garden, Bangalore – 560027.

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Date: July 09, 2021

To,
The Department of Corporate Services,
BSE Limited
14th Floor, P.J. Towers,
Dalal Street, Mumbai - 400 001.

Dear Sir/ Madam,

Sub: - Declaration with respect to Audit Report with unmodified opinion to the Standalone Audited Financial Results for the quarter and year ended March 31, 2021

Ref: BSE Scrip Code: 530027

In compliance with the Regulation 33(3) of the SEBI (LODR), 2015 as amended, we confirm that Manian & Rao, Statutory Auditors of the Company (bearing FRN:001983S) have not expressed any modified opinion in their Audit Report pertaining to the Standalone Audited Financial Results of the Company for the quarter and financial year ended March 31, 2021.

Kindly take the same on records and oblige.

Thanking You

Yours Truly,

For Valencia Nutrition Limited

Jay Shah
Director
DIN: 09072405
Place: Mumbai



INDEPENDENT AUDITOR'S REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL RESULTS

TO
THE BOARD OF DIRECTORS
VALENCIA NUTRITION LIMITED

Opinion

We have audited the accompanying standalone financial results of **VALENCIA NUTRITION LIMITED** ("the Company"), for the half year and year ended 31st March, 2021, (the Statement), being submitted by the Company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulation").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- a) Is presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
- b) Gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Accounting Standards prescribed under Section 133 of the Companies Act 2013 (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India of the net loss and other financial information of the Company for the half year and year ended March 31, 2021.

Basis of our Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Results* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



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Emphasis of Matter:

We draw attention to note 8 of Financial Results which describes the material uncertainties due to the outbreak of COVID-19 pandemic and management's evaluation of the impact on the standalone financial results of the Company as at the balance sheet date and its ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

Management's Responsibility for the Standalone Financial Results

These Half yearly financial results as well as the year to date standalone financial results have been prepared on the basis of the interim and annual financial results, respectively. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.



Auditor's Responsibility for Audit of Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

- a) The Statement includes results for the half year ended March 31, 2021 being the balancing figure between audited figures in respect of the full financial year and figures upto six months ended September 30, 2020 which was reviewed by us.

For Manian & Rao,
Chartered Accountants
FRN: 001983S



Ravindra C
Partner
M.No. 213658

Place: Bangalore
Date: July 9, 2021
UDIN: 21213658AAAABW7049

Valencia Nutrition Limited		
Address - No. 372, 1st Floor, Cabin No 105, WS No. 3, 6th Cross, Golden Square, Wilson Garden, Bangalore - 560 085, Karnataka		
CIN:- L51909KA2013PLC068380		
ANNEXURE II		
Standalone Statement of Assets and Liabilities as on dated 31st March 2021		
Particulars	(All amounts are in Rs. In Lakhs, unless otherwise stated)	
	As at 31-Mar- (Audited)	As at 31-Mar- (Audited)
A. EQUITY AND LIABILITIES		
1. Shareholders' funds		
(a) Share capital	558.53	558.53
(b) Reserves and surplus	(432.69)	(75.05)
Sub-total - Shareholder's Funds	125.85	483.49
2. Share application money pending allotment	-	-
3. Non-current liabilities		
(a) Long-term borrowings	18.04	56.35
(b) Long-term provisions	-	9.26
Sub-total - Non-Current Liabilities	18.04	65.61
4. Current liabilities		
(a) Short-term borrowings	-	2.71
(b) Trade payables	-	-
- Dues to Micro and Small Enterprises	-	7.84
- Dues to Other parties	59.64	31.28
(c) Other current liabilities	157.06	76.35
(d) Short-term provisions	9.67	14.22
Sub-total - Current Liabilities	226.37	132.41
TOTAL - EQUITY AND LIABILITIES	370.26	681.50
B. ASSETS		
1. Non-current assets		
(a) Fixed assets		
(i) Property, plant and equipment	141.37	143.73
(ii) Intangible assets	-	-
(iii) Capital work-in-progress	-	3.14
(iv) Intangible assets under development	-	-
Non-current investments	0.10	0.10
(b) Long-term loans and advances	9.44	77.90
(c) Other non-current assets	-	-
Sub-total - Non-Current Assets	150.91	224.86
2. Current assets		
(a) Current investments	-	-
(b) Inventories	7.82	92.79
(c) Trade receivables	3.45	2.44
(d) Cash and cash equivalents	23.21	299.01
(e) Short-term loans and advances	184.86	62.38
(f) Other current assets	-	0.01
Sub-total - Current Assets	219.35	456.64
TOTAL	370.26	681.50
For and on behalf of the Board of Directors		
		
	Jay Jatin Shah DIN 09072405	
Place : Bangalore		
Date: 09/07/2021		

Valencia Nutrition Limited						
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CIN - L51209KA2015PLC066380						
ANNEXURE I						
Standalone Statement of Audited Financial Results						
Sr. No.	Particulars	(All amounts are in Rs. in Lakhs, unless otherwise stated)			Year Ended	
		Half Year			March 31, 2021	March 31, 2020
		March 31, 2021	September 30, 2020	March 31, 2020	March 31, 2021	March 31, 2020
		(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
1	Revenue from operations (net)	17.72	77.76	151.01	95.48	237.25
2	Other income	0.99	1.61	0.35	2.30	0.35
3	TOTAL REVENUE	18.71	79.38	151.35	97.78	237.61
4	EXPENSES					
a)	Cost of materials consumed	51.64	104.42	205.96	156.06	303.87
b)	Changes in inventories	19.43	1.81	(14.55)	21.24	(7.35)
c)	Employee benefits expense	22.69	85.76	142.85	108.45	226.92
d)	Finance costs	4.02	4.95	3.27	8.97	4.23
e)	Depreciation and amortisation expense	6.78	6.65	7.84	15.45	12.28
f)	Other expenses	54.60	45.27	26.35	99.87	251.30
	TOTAL EXPENSES	159.16	248.86	421.73	409.02	671.06
5	Profit / (Loss) before tax and exceptional items	(140.75)	(169.48)	(269.58)	(310.24)	(433.66)
	Exceptional items - gain / (loss)	47.40	-	-	47.40	-
6	Tax expense:					
	Current tax/Deferred tax expense for current year	-	-	-	-	-
7	PROFIT FOR THE YEAR	(188.15)	(169.48)	(269.58)	(357.64)	(433.66)
8	Earnings per share (of Rs.10 each)					
	(a) Basic	(3.37)	(3.03)	(6.35)	(6.40)	(6.48)
	(b) Diluted	(3.37)	(3.03)	(6.35)	(6.40)	(6.48)

Notes:

- The above standalone financial results have been reviewed by the Audit Committee in their meeting held on 9th July, 2021 and approved by the Board of Directors in their meeting held on 9th July 2021.
- The Company is operating as a single segment company, engaged in Developing, Manufacturing & Marketing BOUNCE SUPERDRINKS - umbrella brand, is an enriched hydration functional beverages. Valencia Nutrition have huge deployment and cutting edge knowhow on developing, manufacturing, marketing & Selling Bounce - Vitamins, Electrolyte and Monk Fruit/Stevia Based low sugar Flavoured Vitamins based Fruit Drink and hence there is no separate reportable business segment.
- The proceeds from IPO was of (net of fresh issue related expenses). Details of utilization of IPO proceeds as on 31.03.2021 are as follows:

Particulars	(Amount Rs. in Lacs)			
	Amount Utilised during 2019-20	Change in objects of the Issue (refer note)	Amount Utilised during 2020-21 (refer note)	Balance pending utilisation as on 31.03.2021
Construction of New Corporate Office and Headquarters Building	(2.86)	(197.14)	-	-
Purchase of Key Lab Equipments for expanding R&D facilities	(17.91)	(33.91)	-	-
Sales, Marketing Distribution expenses for increasing our brand value as geographical reach	(134.51)	-	(50.14)	-
General corporate purpose and Working Capital	(88.35)	231.05	(117.34)	115.70
Total	(243.63)	-	(167.48)	115.70

- Note: The company has changed the objects of the issue mentioned in the companies prospectus dated 13th December, 2019 from utilisation of Amount related to Capital purpose to Working Capital requirement and other requirements to the extent of 231.05 lacs, the change in objects were approved by the members in the Extraordinary General Meeting held on 28th September, 2020
- The Audited Financial Statements are prepared in accordance with the Accounting Standards specified under Section 133 of the Companies Act, 2013 and the rules made thereunder and in the format as prescribed under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The financial information presented above is extracted from and is harmonized to conform with the Audited financial statements.
 - The Statutory Auditors have audited the Financial Results for the year ended 31-3-2021.
 - The aforesaid Audited Financial results will be uploaded on the company's website www.valencianutrition.com and will also be available on the website of BSE Limited i.e. www.bseindia.com for benefit of Shareholders and Investors.
 - The figures for six months ended 31-March-2021 and 31-March-2020 have been arrived at after deducting figures for the half year ended 30-September-2020 and 30-September-2019 from the figures of Year ended 31-March-2021 and 31-March-2020 respectively.
 - The company has considered the possible effects from the pandemic relating to COVID-19 on the carrying amounts of Assets and Liabilities as on 31.03.2021. As per the management assessment the business and operations of the company have been impacted due to the pandemic and there is a reduction in turnover and company has incurred operating losses during the year. However with the strategic understanding with suppliers/ customers / Investors, the company is reworking to improve the operations by changing the product mix, marketing initiatives and reduction in cost. In view of the same the company is a going concern. Company does not anticipate any reduction in the values of current and non-current assets as on 31.03.2021.
 - In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the company, as at the date of approval of these financial statements has used internal and external sources of information including economic forecasts.
 - The impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration will affect the continuation of clients, reduction in demand of the product, attrition of the employees, increase in cost etc., consequently impacting the profitability and operations.
 - Figures for the previous period have been regrouped or rearranged wherever necessary to confirm to current periods financial results.

For and on behalf of the Board of Directors

Jay Jeth Shah
 Jay Jeth Shah
 DIN:09072405

Place: Bangalore

Date: 09/07/2021



Valencia Nutrition Limited		
Address - No. 372, 1st Floor, Cabin No 105, WS No. 3, 6th Cross, Golden Square, Wilson Garden, Bangalore - 560 085, Karnataka		
CIN:- L51909KA2013PLCD68380		
STANDALONE CASH FLOW STATEMENT		
Particulars	(All amounts are in Rs. in Lakhs, unless otherwise stated)	
	Year ended 31-Mar-2021	Year ended 31-Mar-2020
	(Audited)	(Audited)
A CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before tax	(357.64)	(433.66)
Adjustments for:		
Depreciation and amortisation expenses	13.43	12.28
(Profit)/Loss on fixed assets sold, scrapped, etc. (net)	3.69	-
Interest income	(2.30)	(0.15)
Reversal of Provision for gratuity and leave encashment	(6.57)	-
Capital advance written off	47.40	-
Provision/ Writeoff of Inventory	44.34	-
Bad debts/advances written off & provision made	0.61	0.65
Interest expense	8.97	4.15
Cash Generated from operations before working capital changes	(248.07)	(416.73)
Adjustments for:		
(Increase)/decrease in inventories	31.38	(55.49)
(Increase)/decrease in trade receivables	(1.63)	10.11
(Increase)/decrease in short-term loans and advances	(122.49)	(20.38)
(Increase)/decrease in long-term loans and advances	21.06	-
(Increase)/decrease in other current assets	-	(7.64)
Increase/(decrease) in trade payables	20.51	18.27
Increase/(decrease) in other current liabilities	47.91	45.57
Increase/(decrease) in short-term provisions	4.70	12.20
Increase/(decrease) in long-term provisions	(2.69)	3.77
	(1.24)	6.40
Cash generated from operations	(249.31)	(410.33)
Taxes paid (net of refunds)	-	0.13
Net cash generated from operating activities - [A]	(249.31)	(410.20)
B CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of tangible/intangible assets	(11.63)	(205.37)
Purchase of investments	-	(0.10)
Interest received	2.31	-
Dividend received	-	0.23
Net cash generated/(used in) from investing activities - [B]	(9.31)	(205.24)
C CASH FLOW FROM FINANCING ACTIVITIES:		
Amounts borrowed during the year	-	164.80
Borrowings repaid	(8.21)	(123.78)
Capital received during the year including premiums	-	851.83
Share application money received / (repaid / transferred) net	-	-
Interest paid	(8.97)	(4.15)
Dividends paid	-	-
Dividend distribution tax paid	-	-
Merchant Banking & Underwriting Fee Paid	-	-
Net cash used in financing activities - [C]	(17.18)	888.70
Net increase/(decrease) in cash and cash equivalents - [A+B+C]	(275.80)	273.26
Cash and cash equivalents at the beginning of the year	299.01	25.75
Cash and cash equivalents at the end of the year	23.21	299.01
Cash and cash equivalents comprise of:		
Cash on hand	-	0.18
Balances with banks:		
In current accounts	23.21	-
Term deposits with original maturity of less than three months	-	298.83
	23.21	299.01
For and on behalf of the Board of Directors		
		
 Jay Jatin Shah DIN 09072405		
Place : Bangalore		
Date: 09/07/2021		