

Date: 25-09-2024

To,
BSE Limited
Department of Corporate Service
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Ref : Wardwizard Foods and Beverages Limited
Scrip Code: 539132

Subject: Disclosure of events or information - Proceeding of 70th Annual General Meeting held on 25th September, 2024.

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith proceedings of the **70th Annual General Meeting** of the Company held on **25th September, 2024** at 03:00 pm through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

Kindly take the above intimation in your record.

Thanking You

For Wardwizard Foods and Beverages Limited

Bhoomi Talati
Company Secretary & Compliance Officer

PROCEEDINGS OF THE 70th ANNUAL GENERAL MEETING OF WARDWIZARD FOODS AND BEVERAGES LIMITED

The 70th Annual General Meeting of the Members of the **Wardwizard Foods and Beverages Limited** was held on **Wednesday, September 25, 2024 at 03.00 pm** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") pursuant to General Circulars dated 8th April 2020, 13th April 2020, 5th May 2020, 28th September 2020, 31st December 2020 and 13th January 2021 and December 08, 2021, May 05, 2022, December 28, 2022, September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as 'MCA Circulars') and SEBI Circular Nos. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "SEBI Circulars").

The meeting commenced at 03:00 P.M

Mr. Paresh Thakkar, Non-Executive Independent Director of the Company chaired the proceedings of the Annual General Meeting of the Company.

Directors and KMP's in attendance:

The following Directors and KMP's joined the 70th Annual General Meeting through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") from their respective locations.

Mr. Paresh Thakkar	Non-Executive - Independent Director
Mr. Nihar Naik	Non-Executive - Independent Director
Lt General Jai Singh Nain	Non-Executive - Independent Director
Ms. Sejalben Manharbhai Varia	Chief Financial Officer
Mr. Tejas Mehta	Group Chief Financial Officer
Ms. Bhoomi Ketan Talati	Company Secretary and Compliance Officer

Other Representatives:

Mr. Mahesh Udhwani, Partner from M/s. Mahesh Udhwani & Associates, Chartered Accountants, Statutory Auditors of the Company, Mrs. Prakruti Upadhyay from M/s. Upadhyay, Designated Partner of M/s. Upadhyay & Company LLP, Internal Auditor and Mr. Kamal A Lalani, Practicing Company Secretaries (Secretarial Auditor) of the Company and Scrutinizer joining from their respective Location.

Leave of Absent:

Leave of absence was granted to Mrs. Sheetal Mandar Bhalerao- Chairperson and Managing Director of the Company due to Sudden Medical emergency.

Leave of absence was granted to Mr. Yatin Sanjay Gupte, Non- Executive Non-Independent Director, Mr. Sanjay Mahadev Gupte- Non- Executive Non-Independent Director and Dr. John Joseph Non- Executive Independent Director of the company due to unavoidable circumstances.

Members:

41 Members attended the meeting through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”)

Proceedings in Brief:

Mr. Paresh Thakkar Non Executive Independent Director of the Company chaired the Meeting. Ms. Bhoomi Ketan Talati, Company Secretary welcomed all the Directors and Shareholders of the Company to the AGM. Then she introduced the Directors on the Board and other representatives one by one.

The requisite quorum being present, the Chairman called the Meeting to order.

Ms. Bhoomi Ketan Talati, Company Secretary and Compliance Officer explained the procedural and technical aspects to the shareholders for attending the meeting as well as the facility of remote e-voting for the members was made available to the shareholders of the company during the course of meeting.

Then She informed the members that the Company had taken all feasible efforts under the current circumstances to enable members to participate through video conference and vote at the AGM. She also informed the Members that Mr. Kamal A Lalani, Practicing Company Secretaries (Membership No. 37774), Vadodara was appointed as the scrutinizer by the Board of Directors to supervise the monitoring of the remote e-voting and e-voting during the Annual General Meeting in a fair and transparent manner.

Ms. Bhoomi Talati then delivered her speech to the shareholders of the Company and took over the further proceedings.

The Notice of 40th Annual General Meeting, Board’s report along with its annexures, Management Discussion & Analysis, Report of Corporate Governance, Audited Financial Statements (Standalone) for the Financial Year 2023-24, which were e-mailed electronically and circulated to the Shareholders of the Company were taken as read.

Thereafter, Ms. Bhoomi Ketan Talati, invited registered speaker shareholders, who had done prior registrations, to speak and ask question(s) in the meeting. There were **10** speaker’s shareholders who had done prior registration to speak and ask the questions in the meeting and **09** speaker shareholders were present in the meeting.

The Clarifications were provided by Mr. Tejas Mehta, Group Chief Financial Officer of the Company by the queries raised by the members, immediately after the question & answers session.

After that, Ms. Bhoomi Ketan Talati then informed the members about the following:

- a. E-voting on the NSDL platform would continue for another 30 minutes to enable the members to cast their votes who have not casted their votes through remote e-voting.
- b. The voting results along with the consolidated Scrutinizer's Report would announce within 48 hours after conclusion of the AGM and the same would be intimated to the Stock Exchanges and also be uploaded on the website of the Company and NSDL.

After question & answer session vote of thank given by Sejalben Varia, Chief Financial officer to the shareholders.

The following items of business as set out in the Notice convening the Annual General Meeting were recommended by the Chairman for consideration, approval & adoption of the shareholders.

Ordinary Business:

1. Adoption of the Audited Financial Statements as at 31st March, 2024. (Ordinary Resolution)
2. Appointment of Mrs. Sheetal Mandar Bhalerao (DIN: 06453413) as a Director liable to retire by rotation. (Ordinary Resolution)

Special Business:

3. To appoint Mr. Nihar Ashokbhai Naik (DIN:08302107) as Non-Executive Independent Director (Special Resolution)
4. Approval for Material Related Party Transaction (s) under section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015.(Special Resolution)

Ms. Bhoomi Ketan Talati, thereafter, thanked all the members for their participation at the AGM.

The Meeting Concluded at 3:32 P.M

This is for your information and record.

For Wardwizard Foods and Beverages Limited

Bhoomi Talati
Company Secretary & Compliance Officer