

August 29, 2023

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

Ref :- Scrip Code: 542910
ISIN : INE08RT01016

Sub: - Outcome of the Board Meeting held on Tuesday, August 29, 2023 at 6.00 P.M.

Ref: Regulation 30 read with Schedule III - Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part A of Schedule III, we wish to inform your good office that the meeting of the Board of Directors of Valencia Nutrition Limited held today i.e. Tuesday, August 29, 2023, at 6:00 p.m. and concluded at 6.30 p.m. have inter alia, approved the following items:

1. Appointment of Ms. Nishi Jain (A44254), Member of the Institute of Company Secretaries of India, as the Company Secretary (Key Managerial Personnel) and Compliance officer of the Company effective from August 29, 2023, pursuant to Section 203 of the Companies Act, 2013 read with the Regulation 6(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **(Annexure I)**
2. Appointment of Mr. Jay Shah (DIN: 09072405), as a Whole-Time Director (WTD) and Key Managerial Personnel of the Company, liable to retire by rotation for a period of 3 (Three) years effective from August 29, 2023, in accordance with the Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 ('the Act'), read with the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014. **(Annexure II)**
3. Appointment of Ms. Prabhha Shankarran (DIN: 07906258), as a Whole-Time Director (WTD) and Key Managerial Personnel of the Company, liable to retire by rotation for a period of 3 (Three) years effective from August 29, 2023, in accordance with the Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 ('the Act'), read with the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014. **(Annexure III)**

The details as per the requirement of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular CIR/CFD/CMD/4/2015 dated September 09, 2015, in respect of the above-mentioned items are given in Annexures I, II, III & IV respectively.

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

STAVAN / Digitally signed
by STAVAN
PRAVIN / PRAVIN AJMERA
AJMERA / Date: 2023.08.29
19:31:09 +05'30'



CIN: L51909MH2013PLC381314

Thanking you,
Yours Truly,
For Valencia Nutrition Limited

STAVAN PRAVIN AJMERA
Digitally signed by STAVAN PRAVIN AJMERA
Date: 2023.08.29 19:31:33 +05'30'

Stavan Ajmera
Director
DIN: 08112696
Encl:a/a

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. CIR/CFD/CMD/4/2015 dated September 9, 2015 ("SEBI Circular")

Annexure I

Sr. No	Particulars	Details
1	Name	Ms. Nishi Jain
2	Reason for Change viz., appointment, resignation, removal, death or otherwise	Appointment as a Company Secretary (Key Managerial Personnel) and Compliance officer
3	Date of Resignation	The Board at its meeting held today, i.e. August 29, 2023, appointed Ms. Nishi Jain (A44254), as a Company Secretary (Key Managerial Personnel) and Compliance officer of the Company effective from August 29, 2023, pursuant to Section 203 of the Companies Act, 2013 read with the Regulation 6(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4	Brief Profile (In case of appointment)	Ms. Nishi Jain is a Qualified Company Secretary and also holds a degree in LLB (Business Law). She had completed Management training at M/s. Chaitali Doshi & Co. and her past experience was working as an Assistant Company Secretary at M/s. Alka Securities Limited.
5	Disclosure of Relationship between Directors (in case of Appointment of a Director)	NA

Annexure II

Sr. No	Particulars	Details
1	Name	Mr. Jay Shah
2	Reason for Change viz., appointment, resignation, removal, death or otherwise	The members of the Company had appointed Mr. Jay Shah as the Whole-Time Director (WTD) and Key Managerial Personnel of the Company by passing an ordinary resolution in their meeting held on September 28, 2021, for a period of 5 (five) years effective from September 28, 2021.

		Currently, the board hereby proposes to appoint Mr. Jay Shah as the Whole-Time Director (WTD) and Key Managerial Personnel of the Company [subject to the approval of the Shareholders at the forthcoming Annual General Meeting (AGM) of the Company], in supersession of the said ordinary resolution, as liable to retire by rotation for a period of 3 (three) years effective from August 29, 2023.
3	Date of Appointment and Term of Appointment	The Board at its meeting held today, i.e. August 29, 2023, appointed Mr. Jay Shah (DIN: 09072405), as the Whole-Time Director (WTD) and Key Managerial Personnel of the Company, liable to retire by rotation for a period of 3 (three) years effective from August 29, 2023, based on the recommendation of the Nomination & Remuneration Committee, and subject to the approval of the Shareholders at the forthcoming Annual General Meeting (AGM) of the Company.
4	Brief Profile (In case of appointment)	Mr. Jay Shah has been serving the Board of Valencia Nutrition Limited since March 1, 2021, as a CFO and from September 28, 2021 onwards, also as the WTD of the Company. He has completed his post-graduate diploma in finance management from Narsee Monjee Institute of Management Studies (NMIMS). He cleared the mutual fund distribution module of AMFI (Association of Mutual Funds India) and he is also cleared level 1 of CFA (Chartered Financial Analyst, USA). He also has the Degree of BFM (Bachelor of Financial Markets) from the Narsee Monjee School of Commerce and Economics.
5	Disclosure of Relationship between Directors (in case of Appointment of a Director)	NA

Annexure III

Sr. No	Particulars	Details
1	Name	Ms. Prabhha Shankarran
2	Reason for Change viz., appointment, resignation, removal, death or otherwise	The members of the Company had appointed Ms. Prabhha Shankarran as the Whole-Time Director (WTD) and Key Managerial Personnel of the Company by passing an ordinary resolution in their meeting held on September 29, 2022, for a period of 5 (five) years effective from August 30, 2022. Currently, the board hereby proposes to appoint Ms. Prabhha Shankarran as the Whole-Time Director

		(WTD) and Key Managerial Personnel of the Company [subject to the approval of the Shareholders at the forthcoming Annual General Meeting (AGM) of the Company], in supersession of the said ordinary resolution, as liable to retire by rotation for a period of 3 (three) years effective from August 29, 2023.
3	Date of Appointment and Term of Appointment	The Board at its meeting held today, i.e. August 29, 2023, appointed Ms. Prabhha Shankarran (DIN: 07906258), as the Whole-Time Director (WTD) and Key Managerial Personnel of the Company, liable to retire by rotation for a period of 3 (three) years effective from August 29, 2023, based on the recommendation of the Nomination & Remuneration Committee, and subject to the approval of the Shareholders at the forthcoming Annual General Meeting (AGM) of the Company.
4	Brief Profile (In case of appointment)	Ms. Prabhha Shankarran has been serving the Board of Valencia Nutrition Limited since December 18, 2017, as an Executive Professional Director of the Company. Ms. Shankarran has a post-graduation degree from M.com and a Diploma in Business Management. She has more than 15 years of experience in the field of Human Resources, Operations, and Management.
5	Disclosure of Relationship between Directors (in case of Appointment of a Director)	NA

**Yours Truly,
For Valencia Nutrition Limited**

STAVAN
PRAVIN
AJMERA

Digitally signed
by STAVAN
PRAVIN AJMERA
Date: 2023.08.29
19:31:53 +05'30'

**Stavan Ajmera
Director
DIN: 08112696**