

By E-mail Submission

Aug 02, 2023

To,

BSE Limited
(Corporate Relations Department),
P.J. Towers, Dalal Street,
Fort, Mumbai – 400 001.
Email: corp.relations@bseindia.com
corp.compliance@bseindia.com

Valencia Nutrition Limited
Compliance Officer
SH 4, A Wing, Bldg. No. 34,
Sahavas CHS, Tilak Nagar,
Kurla, Mumbai – 400 089.
Email: compliance@valencianutrition.com

Ref: Valencia Nutrition Limited (Scrip Code: 542910)

Sub.: Disclosure to Stock Exchanges in respect of acquisition under Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Madam,

With reference to the subject cited above, please find enclosed duly signed disclosure under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for your information and records.

Yours Faithfully

Manish Turakhia

Enclosure: As above

Disclosures under Regulation 10(6) – Disclosure to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | |
|---|--|---|--|
| 1 | Name of the Target Company (TC) | Valencia Nutrition Limited CIN: L51909MH2013PLC381314 | |
| 2 | Name of the Acquirer(s) | Manish Turakhia | |
| 3 | Name of the stock exchange where shares of the TC are listed | BSE Limited (BSE) | |
| 4 | Details of the transaction including rationale, if any, for the transfer / acquisition of shares | Inter-se transfer between Promoter Group | |
| 5 | Relevant regulation under which the acquirer is exempted from making Open Offer | Regulation 10(1)(a)(ii) – Acquisition pursuant to inter-se transfer of shares among persons named as promoters in the shareholding pattern for not less than three years prior to the proposed acquisition | |
| 6 | Whether disclosure of proposed acquisition was required to be made under Regulation 10(5) and if so, – Whether disclosure was made and whether it was made within the time line specified under the regulations. – Date of filing with the stock exchange. | Yes, the disclosure was made within the specified time line under the Regulations July 05, 2023 | |
| 7 | Details of Acquisition | Disclosures required to be made under Reg. 10(5) | Whether the disclosures under Reg. 10(5) are actually made |
| a | Name of the Transferors / Sellers | Deepthi Anand | Yes |
| b | Date of acquisition | July 31 & Aug 02, 2023 | Yes |
| c | Number of shares / voting rights in respect of the acquisitions from each person mentioned in 7(a) above | 9,39,952 Equity Shares (Tranche 2) | Yes |
| d | Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC | Total Proposed – 18,79,904 Equity Shares (representing 33.66%) Already Acquired – 9,39,952 Equity Shares (representing 16.83%) acquired on July 14 & 17, 2023 Acquired Now – 9,39,952 Equity Shares (representing 16.83%) on July 31 & Aug 02, 2023 | Yes |
| e | Price at which shares are proposed to be acquired / actually acquired | Rs. 4.79/- per share | Yes |

| 8 | Shareholding details | Pre Transaction (Before all tranches) | | Post Transaction (After all tranches) | |
|---|--------------------------------------|--|--------------------------------------|--|--------------------------------------|
| | | No. of Shares / Voting Rights | % w.r.t Total Share Capital of TC | No. of Shares / Voting Rights | % w.r.t Total Share Capital of TC |
| a | Acquirer | 2,38,329 | 4.27% | 21,18,233 | 37.92% |
| b | Seller | 18,79,904 | 33.66% | Nil | Nil% |
| c | Other Promoter Group Shareholders | 14,49,721 | 25.96% | 14,49,721 | 25.96% |
| | Total Promoter Group | 35,67,954 | 63.88% | 35,67,954 | 63.88% |

Yours Faithfully

Manish Turakhia

Enclosure: As above

Date: Aug 02, 2023
Place: Mumbai