

Date: 28-01-2025

BY E- FILING

BSE Limited
Corporate Relations Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001

Kind Attn: Corporate Relationship Department

Ref: - Wardwizard Foods and Beverages Limited
Script Code: 539132

Sub: Outcome of Board Meeting held on Tuesday, 28th January, 2025 under Regulation 30 of the SEBI (LODR) Regulations, 2015 (Listing Regulations) as amended from time to time.

Dear Sir/Madam,

With reference to above, we wish to inform the Exchanges that the Board of Directors of the Company in its meeting held on **Tuesday, 28th January, 2025** has considered and approved the following matters:

- 1) The Un-Audited Financial Results (Standalone) of the Company for the Third quarter and Nine Months ended 31st December, 2024, of the Current Financial Year 2024-25 as recommended by the Audit Committee along with Limited Review Report of the Statutory Auditors of the Company, M/s Mahesh Udhvani & Associates, Vadodara;

A copy of the said Un-Audited Financial Results containing disclosures required under Regulation 30, 33 and other provisions of the Listing Regulations as applicable along with the Limited Review Report by the Statutory Auditor of the company is enclosed.

The said results shall be published in one English and one Vernacular newspaper as required.

- 2) Considered and approved the appointment of Ms. Mansi Jayendra Bhatt (DIN: 10177722) as Additional Non-Executive Independent Woman Director of the company, for the period of up to 5 consecutive years with effect from 28th January, 2025 (based on recommendation of Nomination and remuneration committee), subject to necessary approvals of the members by way of special resolution at the ensuing general meeting of the Company.

Based on the affirmation given by the Ms. Mansi Jayendra Bhatt. we hereby affirm that the Director being appointed is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 are enclosed as Annexure I.

CIN: L15100WB1953PLC021090

Registered Office: Old Nimta Road, Nandan Nagar, Belghoria, Kolkata-700083, West Bengal

Corporate Office: 418, GIDC POR Internal Road, Ramangamdi Industrial Area, Vadodara-391243, Gujarat

Email ID: compliance@wardwizardfoods.com | **Website:** www.wardwizardfoods.com | **Compliance No:** + 91 6355426350 | **Toll Free No:** 1800 203 2411

- 3) Consequent to change in the composition of the Board of Directors of the Company, the Board of Directors of the company has approved the reconstitution of various committees of the Board with the effect from 28th January, 2025.

(a) **Composition of Audit Committee Pursuant to Section 177 of the Companies Act, 2013 read with Regulation 18 of the Listing Regulations:**

DIN	Name	Designation	Position in Committee
08302107	Mr. Nihar Ashokbhai Naik	Non-Executive - Independent Director	Chairperson
08265981	Mr. Paresh P Thakkar	Non-Executive - Independent Director	Member
08641139	Mr. John Joseph	Non-Executive Independent Director	Member
10289738	Mr. Jai Singh Nain	Non-Executive - Independent Director	Member
07261150	Mr. Yatin Sanjay Gupte	Non-Executive - Non Independent Director	Member
10177722	Ms. Mansi Jayendra Bhatt	Additional Non-Executive – woman Independent Director	Member

(b) **Composition of Nomination and Remuneration Committee Pursuant to Section 178 of the Companies Act, 2013 read with Regulation 19 of the Listing Regulations:**

DIN	Name	Designation	Position in Committee
08265981	Mr. Paresh P Thakkar	Non-Executive - Independent Director	Chairperson
08302107	Mr. Nihar Ashokbhai Naik	Non-Executive - Independent Director	Member
10289738	Mr. Jai Singh Nain	Non-Executive - Independent Director	Member
08286993	Mr. Sanjay Mahadev Gupte	Non-Executive Non - Independent Director	Member
10177722	Ms. Mansi Jayendra Bhatt	Additional Non-Executive – woman Independent Director	Member

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(c) **Composition of Stakeholder Relationship Committee Pursuant to Section 178(5) of the Companies Act, 2013 read with Regulation 20 of the Listing Regulations:**

DIN	Name	Designation	Position in Committee
08286993	Mr. Sanjay Mahadev Gupte	Non-Executive – Non Independent Director	Chairperson
08302107	Mr. Nihar Ashokbhai Naik	Additional Non-Executive - Independent Director	Member
08265981	Mr. Paresh P Thakkar	Non-Executive Independent Director	Member
06453413	Mrs. Sheetal Mandar Bhalerao	Executive Director	Member
10177722	Ms. Mansi Jayendra Bhatt	Additional Non-Executive – woman Independent Director	Member

- 4) Consequent to change in SEBI (LODR) (THIRD AMENDMENT) REGULATIONS, 2024, the Board of Directors of the company has approved the constitution of Risk Management Committee with the effect from 28th January, 2025.

Composition of Risk Management Committee Pursuant to Regulation 21 of the Listing Regulations:

DIN	Name	Designation	Position in Committee
08302107	Mr. Nihar Ashokbhai Naik	Non-Executive Independent Director	Chairperson
08265981	Mr. Paresh P Thakkar	Non-Executive Independent Director	Member
06453413	Mrs. Sheetal Mandar Bhalerao	Executive Director	Member
07261150	Mr. Yatin Sanjay Gupte	Non-Executive – Non Independent Director	Member

- 5) Consequent to change in SEBI (LODR) (THIRD AMENDMENT) REGULATIONS, 2024, the Board of Directors of the company has approved revised policy of Related Party Transactions.

The meeting of the Board of Directors commenced at 5:15 PM (IST) and concluded at 06:30 PM (IST).

The aforesaid Outcome of the Board meeting held today is also being made available on the Company's website at www.wardwizardfoods.com.

Kindly take a note of the same and bring the same to the notice of investors and members.

Thanking you,

For Wardwizard Foods and Beverages Limited

BK Talati

Bhoomi Talati
Company Secretary & Compliance Officer

Encl. : As above.



**Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, SEBI Master Circular
No. SEBI/HO/CFD/CFD-PoD2/CIR/P/0155 dated 11th November, 2024**

Annexure- I

Appointment of Ms. Mansi Jayendra Bhatt (DIN: 10177722) Additional Non-Executive in category of woman Independent Director

Name	Ms. Mansi Jayendra Bhatt
Reason for Change viz appointment, Resignation, removal, death or otherwise	Appointment of Additional Director in the category of Non-Executive Woman Independent Director.
Date of Appointment/re-appointment/cessation (as applicable) & terms of appointment/ re-appointment;	28 th January, 2025
Brief Profile (In case of Appointment)	<p>Ms. Mansi Bhatt is a member of The Institute of Chartered Accountants of India. She holds master degree in Commerce from Maharaja Sayajirao University. She possesses experience in the field of Taxation, auditing, accounting, finance management, and compliance.</p> <p>She has been serving as the proprietor at Mansi Bhatt & Associates since April 2011.</p>
Term of Appointment/re-appointment	Ms. Mansi Bhatt is appointed as an Additional Director in the category of Non-Executive, Woman Independent Director and she shall hold office till the ensuing General Meeting of the Company.
Disclosure of relationship between directors (In case of Appointment)	Ms. Mansi Bhatt is not related to any others Director of the Company.

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MAHESH UDHWANI & ASSOCIATES

CHARTERED ACCOUNTANTS

3rd Floor, Satyam Building,
Opp. Old Vuda Office, Fatehgunj,
Vadodara - 390 024, Gujarat, India

M.: +91 8758756360

Website : www.maheshudhwani.com

Independent Auditor's Review Report on the Unaudited Standalone Financial Results of **WARDWIZARD FOODS AND BEVERAGES LIMITED** for quarter and nine month ended December 31, 2024 Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Review report to

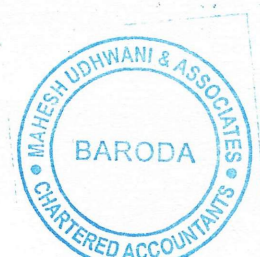
The Board of Directors
WARDWIZARD FOODS AND BEVERAGES LIMITED

We have reviewed the accompanying statement of unaudited financial results of **WARDWIZARD FOODS AND BEVERAGES LIMITED** for the quarter ended 31st December 2024 and nine months ended 31st December 2024 ("the Statement") attached herewith.

The Statement, which is the responsibility of the Company's management and approved by its Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting' ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Our responsibility is to issue a report on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the



information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Other Matter

We would like to draw attention in the following matter:

- In the absence of loan statement from West Bengal government (soft loan) amounting to Rs.1,77,24,890/-, we are unable to identify the amount of interest expense on such loan.

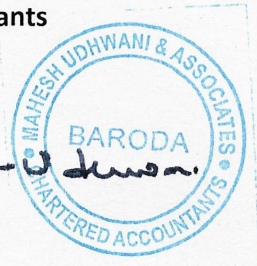
Our report is not modified in this matter.

For Mahesh Udhwani & Associates

Chartered Accountants

FRN :129738W

M. Udhwani



Mahesh Udhwani

Partner

M.N: 047328

UDIN: 25047328BMHXQR1394

Place: Vadodara

Date: 28/01/2025



WARDWIZARD FOODS AND BEVERAGES LIMITED
CIN: L15100WB1953PLC021090

Registered Office: Old Nimta Road, Nandan Nagar, Belghoria Kolkata Kolkata WB 700083
Corp. Office: 418, GIDC Estate, POR, Ramangamdi Vadodara 391243
E-Mail ID: compliance@wardwizardfoods.com, Website: www.wardwizardfoods.com

Statement of Unaudited Financial Result for the quarter and half year ended 31st December 2024

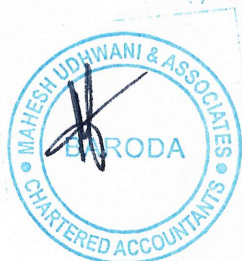
(Rs. in Lakhs)

	Particulars	Quarter ended			Nine months ended		Year Ended
		31st December 2024	30th September 2024	31st December 2023	31st December 2024	31st December 2023	31st March 2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I	Revenue From Operations	4,875.71	415.84	592.98	5,363.82	1,399.15	1,671.14
II	Other Income	9.51	42.93	39.89	106.47	88.60	297.73
III	Total Income (I+II)	4,885.22	458.77	632.87	5,470.29	1,487.75	1,968.86
IV	EXPENSES						
	Cost of materials consumed	63.35	83.76	666.81	219.26	1,479.22	1,728.81
	Purchases of Stock-in-Trade	4,604.94	382.44	63.40	5,024.21	77.85	197.59
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	38.38	(13.16)	(21.18)	52.75	(0.16)	14.79
	Employee benefits expense	66.27	156.14	251.99	415.73	729.02	989.67
	Finance costs	85.21	153.85	76.15	243.62	268.01	343.15
	Depreciation and amortization expense	144.31	147.99	153.95	446.26	358.32	525.96
	Power & Fuel	0.67	2.02	6.46	12.34	20.78	27.26
	Other expenses	243.41	143.00	227.85	469.31	697.24	1,364.93
	Total expenses (IV)	5,246.55	1,056.05	1,425.43	6,883.48	3,630.28	5,192.14
V	Profit/(loss) before exceptional items and tax (I- IV)	(361.33)	(597.28)	(792.56)	(1,413.18)	(2,142.53)	(3,223.28)
VI	Exceptional Items	-	-	-	-	-	-
VII	Profit/(loss) before tax (V-VI)	(361.33)	(597.28)	(792.56)	(1,413.18)	(2,142.53)	(3,223.28)
VIII	Tax expense:	-	-	-	-	-	-
	(1) Current tax	-	-	-	-	-	-
	(2) Deferred tax	10.32	2.36	-	23.20	-	81.23
IX	Profit (Loss) for the period from continuing operations (VII-VIII)	(371.65)	(599.63)	(792.56)	(1,436.38)	(2,142.53)	(3,304.51)
X	Profit/(loss) from discontinued operations	-	-	-	-	-	-
XI	Tax expense of discontinued operations	-	-	-	-	-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)	-	-	-	-	-	-
XIII	Profit/(loss) for the period (IX+XII)	(371.65)	(599.63)	(792.56)	(1,436.38)	(2,142.53)	(3,304.51)
XIV	Other Comprehensive Income	3.00	8.49	1.46	13.02	(2.92)	11.77
	A (i) Items that will not be reclassified to profit or loss	3.00	8.49	1.46	13.02	(2.92)	11.77
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-
	B (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
XV	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)	(368.64)	(591.15)	(791.10)	(1,423.36)	(2,145.46)	(3,292.75)
	Paid up Equity Share Capital (No of Shares)	2,571.40	2,571.40	2,481.40	2,571.40	2,125.40	2,571.40
	Face Value	1.00	1.00	1.00	1.00	1.00	1.00
	other equity (Reserves excluding Revaluation Reserves)	-	-	-	-	-	2,017.11
XVI	Earnings per equity share (for continuing operation):	-	-	-	-	-	-
	(1) Basic	(0.14)	(0.23)	(0.32)	(0.55)	(0.33)	(1.28)
	(2) Diluted	(0.14)	(0.23)	(0.32)	(0.55)	(0.33)	(1.28)
XVII	Earnings per equity share (for discontinued operation):	-	-	-	-	-	-
	(1) Basic	-	-	-	-	-	-
	(2) Diluted	-	-	-	-	-	-
XVIII	Earnings per equity share(for discontinued & continuing operations)	-	-	-	-	-	-
	(1) Basic	(0.14)	(0.23)	(0.32)	(0.55)	(0.33)	(1.28)
	(2) Diluted	(0.14)	(0.23)	(0.32)	(0.55)	(0.33)	(1.28)

Note:

1	The Statement of Unaudited Financial Results for the Quarter and Nine Months ended 31st December, 2024 have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 28.01.2025
2	These Financial results have been prepared in accordance with the Indian Accounting Standard (Ind-AS) prescribed under Section 133 of the Company Act, 2013, read together with the Companies (Indian Accounting Standards) Rules ,2015 (as amended) and requirement of Regulation 33 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
3	The previous period figures have been regrouped/reclassified wherever required to conform to the current year's presentation.
4	The Statutory auditors of the Company have carried out a "Limited Review Report" of the above results as per Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015. There are no qualifications in the audit report.
5	During the year the company has been operating in Single Segment namely manufacturing and trading in food items , Agriculture items and its related activities, as per guiding principles given in Ind As-108 on 'Operating Segements'.
6	There are no Investor complaints pending as on 31st December, 2024
7	The above financial results are also available on the Company's website www.wardwizardfoods.com and BSE Limited's website www.bseindia.com

Place: Vadodara
Date:28.01.2025



FOR AND ON BEHALF OF WARDWIZARD FOODS AND BEVERAGES LIMITED

Sheela
Sheela Bhalerao
Managing Director
DIN: 06453413

Sejal
Sejal Varia
Chief Financial Officer
PAN: AJRPV6388C

