

Date: 05-09-2023

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

**Ref : Wardwizard Foods and Beverages Limited (Formerly known as Vegetable Products Limited)
(Scrip Code: BSE 539132).**

Subject: Disclosure of events or information - Proceeding of 69th Annual General Meeting held on 05th September, 2023.

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 **69th Annual General Meeting** of the Company held on **05th September, 2023** 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
(Formerly known as Vegetable Products Limited)**

**Sheetal Mandar Bhalerao
Chairman & Managing Director
DIN: 06453413**

PROCEEDINGS OF THE 69th ANNUAL GENERAL MEETING OF WARDWIZARD FOODS AND BEVERAGES LIMITED (FORMERLY KNOWN AS VEGETABLE PRODUCTS LIMITED).

The 69th Annual General Meeting of the Members of the **Wardwizard Foods and Beverages Limited (Formerly known as Vegetable Products Limited)**, was held on **Tuesday, September 05, 2023 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 issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as 'MCA Circulars') and SEBI Circular dated 12th May 2020 and 15th January 2021 and 13th May, 2022, January 05, 2023 ('SEBI Circulars').

The meeting commenced at 03:00 P.M

Mrs. Sheetal Mandar Bhalerao, Chairman & Managing 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 69th Annual General Meeting through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") from their respective locations.

Mrs. Sheetal Mandar Bhalerao	Chairman & Managing Director
Mr. Sanjay Mahadev Gupte	Non-Executive Non Independent Director
Mr. Sanjay Rajendra Soni	Non-Executive - Independent Director
Mr. Preyansh Bharkat Kumar Shah	Non-Executive - Independent Director
Mrs. Rohini Abhishek Chauhan	Non-Executive - Independent Director
Ms. Sejalben Manharbhai Varia	Chief Financial Officer
Ms. Bhoomi Ketan Talati	Company Secretary and Compliance Officer.

Other Representatives:

Mr. Mahesh Udhvani, Partner from M/s. Mahesh Udhvani & 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 Mrs. Pooja Amit Gala, Practicing Company Secretaries (Secretarial Auditor) of the Company and Scrutinizer joining from their respective Location.

Leave of Absent:

Leave of absence was granted to Mr. Yatin Sanjay Gupte, Non- Executive Non-Independent Director of the company due to he was out of town.

Members:

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

Proceedings in Brief:

Mrs. Sheetal Mandar Bhalerao , Managing 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.

The Chairman 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. The Chairman then informed the Members that Mrs. Pooja Amit Gala, Practicing Company Secretaries (Membership No. 69393), Mumbai 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.

The Chairman then delivered his 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 2022-23, 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 **13** speaker’s shareholders who had done prior registration to speak and ask the questions in the meeting and **11** speaker shareholders were present in the meeting.

The Clarifications were provided by Mrs. Sheetal Mandar Bhalerao, Chairman & Managing Director 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, 2023.(Ordinary Resolution)
2. Appointment of Mr. Sanjay Mahadev Gupte (DIN: 08286993) as a Director laible to retire by rotation.(Ordinary Resolution)

Special Business:

3. 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)
4. Increasing Borrowing limits of the board of directors of the company under section 180 of the companies act, 2013. (Special Resolution)
5. Authorization to make Loan(s) and give Guarantee(s), provide Security (ies) or make Investments.(Special Resolution)
6. Authorization to advance any loan or give any guarantee or provide any security under section 185 of the companies act, 2013.(Special Resolution)

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

The Meeting Concluded at 3:53 P.M

This is for your information and record.

Chairman & Managing Director