

Date: 19-05-2023

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

Ref: - Wardwizard Foods and Beverages Limited (Formerly known as Vegetable Products Limited)
Script Code: 539132

Sub: Outcome of Board Meeting held on Friday, 19th May, 2023 under Regulation 30 of the SEBI (LODR) Regulations, 2015.

Dear Sir/Madam,

The Board of Directors of the Company in its meeting held on **Friday, 19th May, 2023** has considered and approved the following matters:

- 1) Appointment of Mr. Preyansh Bharkumar Shah (DIN: 07885677) and Mrs. Rohini Abhishek Chauhan (DIN: 10147439) as Additional Non-Executive Independent Director of the company, for the period of 5 years with effect from 19th May, 2023 (based on recommendation of Nomination and remuneration committee), subject to necessary approvals of the members at the ensuing general meeting of the Company.

We hereby affirm that the Directors being appointed are not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. The required details pursuant to SEBI (LODR) Regulations, 2015 are annexed herewith in Annexure-I. (Brief profile attached).

- 2) 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 of Directors with the effect from 19th May, 2023. The Board of Directors has decided to Reconstitute Various Committees:

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
02613471	Mr. Sanjay Rajendra Soni	Non-Executive - Independent Director	Chairperson
07885677	Mr. Preyansh Bharkumar Shah	Additional Non-Executive - Independent Director	Member
10147439	Mrs. Rohini Abhishek Chauhan	Additional Non-Executive - Independent Director	Member
07261150	Mr. Yatin Sanjay Gupte	Non-Executive - Non 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
10147439	Mrs. Rohini Abhishek Chauhan	Additional Non-Executive - Independent Director	Chairperson
02613471	Mr. Sanjay Soni	Non-Executive - Independent Director	Member
07885677	Mr. Preyansh Bharatkumar Shah	Additional Non-Executive - Independent Director	Member
08286993	Mr. Sanjay Mahadev Gupte	Non-Executive - Non Independent Director	Member

(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
07885677	Mr. Preyansh Bharatkumar Shah	Additional Non-Executive - Independent Director	Chairperson
10147439	Mrs. Rohini Abhishek Chauhan	Non-Executive Independent Director	Member
02613471	Mrs. Sanjay Rajendra Soni	Non-Executive Independent Director	Member
06453413	Mrs. Sheetal Mandar Bhalerao	Executive Director	Member

- 3) Appointment of M/s. Upadhyay & Company LLP, Chartered Accountant (Registration No: AAJ-6356) as Internal Auditors of the Company for the FY 2023-2024. The required details pursuant to SEBI (LODR) Regulations, 2015 are annexed herewith in Annexure-II.
- 4) Appointment of Mrs. Pooja Amit Gala (Practicing Company Secretary) (COP: 25845/ ACS: 69393 as Secretarial Auditors of the Company for the FY 2023-2024. The required details pursuant to SEBI (LODR) Regulations, 2015 are annexed herewith in Annexure-III.
- 5) Acceptance of the resignations of Mr. Kiran Suhas Upasani having DIN: 08287618 (Non- Executive Independent Director) and Mrs. Neelambari Harshal Bhujbal having DIN: 09195568(Non- Executive Independent Director) the Company with effect from **19th May, 2023** (after closing of business hours) due to personal reason and other professional commitments. (Attached resignation letter)

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

The meeting of the Board of Directors commenced at 02:30 P.M. and concluded at 03:40 P.M.

Kindly take a note of the same.

Thanking you,

**For Wardwizard Foods and Beverages Limited
(Formerly known as Vegetable Products Limited)**

Bhoomi Talati
Company Secretary & Compliance Officer



Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, SEBI Circular CIR/CFD/CMD/4/2015 dated 9th September 2015

Annexure- I

(A) Appointment of Mr. Preyansh Bharatkumar Shah, Additional Non-executive Independent Director

Name	Mr. Preyansh Bharatkumar Shah
Reason for Change viz appointment, Resignation, removal, death or otherwise	Appointment of Additional Director
Date of Appointment	19 th May, 2023
Brief Profile (In case of Appointment)	<p>Mr. Preyansh Shah is a fellow member of the ICSI, Commerce and Law Graduate and also possess a Post-Graduation Diploma in Business Administration.</p> <p>He is Founder and pioneer of M/s. Preyansh Shah & Associates, with the experience of more than 15 Years in the field of Corporate Compliance Management.</p> <p>He is also currently associated with M/s. Parvenu Corporate & Secretarial Services Private Limited Company registered with Ministry of Corporate Affairs as the "Head of Legal Department."</p> <p>He will be working as an Independent Director in the Company with various committees in compliance with the Companies Act, 2013 and SEBI (LODR) Regulations, 2015</p>
Term of Appointment	He shall hold office till the ensuing General Meeting of the Company.
Disclosure of relationship between directors (In case of Appointment)	Mr. Preyansh Shah is not related to any Director of the Company.

(B) Appointment of Mrs. Rohini Abhishek Chauhan, Additional Non-executive Independent Director

Name	Mrs. Rohini Abhishek Chauhan
Reason for Change viz appointment, Resignation, removal, death or otherwise	Appointment of Additional Director
Date of Appointment	19 th May, 2023



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Foods and Beverages Limited
(Formerly known as Vegetable Products Limited)

Brief Profile (In case of Appointment)	<p>Mrs. Rohini Abhishek Chauhan is An Associate member of the ICSI and Commerce Graduate, having five years Post Qualification experience in Corporate & Securities Law.</p> <p>Mrs. Rohini Abhishek Chauhan is a Director & Joint Secretary at Shri Chhatrapati Shivaji Sahakari Mandli Ltd (Co-operative Society).</p> <p>She will be working as an Independent Director in the Company with various committees in compliance with the Companies Act, 2013 and SEBI (LODR) Regulations, 2015</p>
Term of Appointment	She shall hold office till the ensuing General Meeting of the Company.
Disclosure of relationship between directors (In case of Appointment)	Mrs. Rohini Chauhan is not related to any Director of the Company.

Annexure - II
Appointment of Internal Auditor

Name of Internal Auditor & FRN	M/s. Upadhyay & Company LLP Chartered Accountant (Registration No: AAJ-6356)
Reason for Change viz appointment, Resignation, removal, death or otherwise	Appointment
Date of Appointment	19 th May, 2023
Brief Profile (In case of Appointment)	<p>Upadhyay & Company (UnC) is one of the fastest growing Chartered Accountancy firm in western India having pan-India experience.</p> <p>Upadhyay & Company (UnC) s provides wide range of services such as: Audit and Assurance, Tax Advisory, Tax Due Diligence, GST Compliance, Indirect Tax Advisory, Company Formation, Business Advisory, Legal Compliance, and Regulatory Advisory.</p>
Disclosure of relationship between directors (In case of Appointment)	Not Applicable.

CIN: L15100WB1953PLC021090

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

Corporate Office: 418, GIDC Estate, POR, Ramangamdi, Vadodara-391243

Email ID: compliance@wardwizardfoods.com | **Website:** www.wardwizardfoods.com | **Compliance No:** +91 6355426350

**Annexure - III
Appointment of Secretarial Auditor**

Name of Secretarial Auditor	Pooja Amit Gala
Reason for Change viz appointment, Resignation, removal, death or otherwise	Appointment
Date of Appointment	19 th May, 2023
Brief Profile (In case of Appointment)	<p>Mrs. Pooja Amit Gala is an Associate member of Institute of Company Secretaries of India (ISCI).</p> <p>She is a B. Com Graduate. She has more than 8 years' experience in the field of Company Law, Capital Market, SEBI Compliances & NBFC Compliances.</p> <p>She has handled takeover, merger, reduction, Preferential issue, Right Issue, Bonus Issue, Stock Split, public issue of Listed Company, compliances of SEBI Regulations, The Companies Act, 2013, RBI Compliances specially for NBFC. She started her Practice in the year 2022.</p> <p>Membership No: 69393 COP No: 25845 Peer Review Number: 2423/2022</p>
Disclosure of relationship between directors (In case of Appointment)	Not Applicable.

Kiran Suhas Upasani

Date: 12-05-2023

To,
The Board of Directors
Wardwizard Foods and Beverages Limited
(Formerly known as Vegetable Products Limited)
418, GIDC Estate, POR, Ramangamdi,
Vadodara-391243

Sub: Resignation from Directorship of the Company

Dear Sir/Madam,

I, Kiran Suhas Upasani (DIN: 08287618) resident at 123, Dnyaneshwar Society, Sahakarnagar No. 1, Pune-411009, Maharashtra, India hereby tender my resignation from the Directorship (Non Executive Independent Director) of the **Wardwizard Foods and Beverages Limited (Formerly known as Vegetable Products Limited)** with effect from Board Meeting i.e. from 19th May, 2023. The Resignation is purely on account of personal reason and other professional commitments/engagements.

Further in accordance with the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with clause 7B of Part A of Schedule III of the Listing Regulations, I also hereby confirm that there is no other material reason other than the reason provided above.

It has been my privilege being member of the Board of Directors of the Company as an Independent Director. Further, I thank the Board of Directors for my memorable association during my tenure as an Independent Director in the Company.

Thanking you

Yours Faithfully,

Krupasani

Kiran Suhas Upasani
DIN: 08287618

Accepted
B.K. Gadani
13-05-2023



123, Dnyaneshwar Society, Sahakarnagar No. 1, Pune-411009

Email Id: upasani.kiran@gmail.com

Mob: 8007954432

NEELAMBARI HARSHAL BHUJBAL

Date: 15-05-2023

To,
The Board of Directors
Wardwizard Foods and Beverages Limited
(Formerly known as Vegetable Products Limited)
418, GIDC Estate, POR, Ramangamdi,
Vadodara-391243

Sub: Resignation from Directorship of the Company

Dear Sir/Madam,

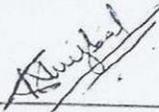
I, Neelambari Harshal Bhujbal (DIN : 09195568) resident at Shivari Appartment, Flat no 06, Plot no. 52, Indira Nagar, Chinchwad, Pune City, Maharashtra -411033, India hereby tender my resignation from the Directorship (Non- Executive Independent Director) of the **Wardwizard Foods and Beverages Limited (Formerly known as Vegetable Products Limited)** with effect from Board Meeting i.e. from 19th May, 2023. The Resignation is purely on account of personal reason and other professional commitments/engagements.

Further in accordance with the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with clause 7B of Part A of Schedule III of the Listing Regulations, I also hereby confirm that there is no other material reason other than the reason provided above.

It has been my privilege being member of the Board of Directors of the Company as an Independent Woman Director. Further, I thank the Board of Directors for my memorable association during my tenure as an Independent Director in the Company.

Thanking you

Yours Faithfully,



Neelambari Harshal Bhujbal
DIN: 09195568

Accepted
Bhujbal
15-05-2023



Residential Address : Shivari Appartment, Flat no 06, Plot no 52, Indira Nagar, Chinchwad, Pune City, Maharashtra -411033, India. Mobile No 914306735295. E Mail ID neel.bh87@gmail.com