

Ref: WFBL/BSE/Q-4/Reg.76

Date: 20-04-2023

To,
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)**

Sub: Regulation 76 – Reconciliation of share Capital Audit Report for the quarter ended 31st March, 2023

Dear Sir/Madam,

Please find enclosed herewith, **Reconciliation of share Capital Audit Report** of the Company for quarter ended **31st March, 2023**. This report is submitted in compliance with Regulation 76 of The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

Kindly acknowledge the receipt, and please take the same on record.

Thanking You,

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

**BHOOMI
KETAN
TALATI**

Digitally signed by BHOOMI KETAN TALATI,
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email=C8BHOOMI.TALATI@GMAIL.COM,
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Date: 2023.04.20 16:27:59 +05'30'

**Bhoomi Talati
Company Secretary & Compliance Officer**

Encl: as above



POOJA AMIT GALA

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

Vasantleela CHS, Aarti Bldg, Flat No 104,
Ghodbunder Road, Thane West - 400615

cspoojagala@gmail.com

8355959800

**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT FOR THE
QUARTER ENDED 31ST MARCH, 2023**

I have examined the Register of Members, beneficiary details furnished by the Depositories and other records/documents maintained by **M/s. Wardwizard Foods and Beverages Limited (Formerly known as Vegetable Products Limited)** (hereinafter referred to as "the Company") for issuing this certificate, in accordance with Regulations 76 of SEBI (Depositories & Participants) Regulations, 2018.

In our opinion and to the best of our knowledge and according to the information and explanations given to us and based on such verification as considered necessary by us, we hereby certify that:

The total number of equity shares issued/ paid-up, listed and admitted capital as on **31st March, 2023** is given in below table: -

1.	For Quarter ended	:	31 st March, 2023	
2.	ISIN	:	INE761D01021	
3.	Face Value	:	Re. 1/-	
4.	Name of the Company	:	Wardwizard Foods and Beverage Limited (Formerly known as Vegetable Products Limited)	
5.	Registered Office	:	Old Nimta Road, Nandan Nagar, Belghoria Kolkata – 700083, WB	
6.	Correspondence Address	:	418, GIDC Estate POR Ramangamdi Vadodara 391243	
7.	Telephone No & Fax No.	:	Corporate office: +91 6355426350	
8.	Email Address	:	compliance@wardwizardfoods.com/ vegetableproductsltd20@gmail.com	
9.	Name of Stock Exchange where the Company's securities are listed	:	BSE Ltd	
			Number of Shares	% of Total Issued Capital
10.	Issued Capital (No. of Shares)	:	*19,55,40,000	100.00
11.	Listed Capital			
	BSE Limited	:	*15,82,40,000	80.92
12.	Held in Dematerialized form in CDSL (No. of shares)	:	6,36,03,557	32.53
13.	Held in Dematerialized form in NSDL(No. of shares)	:	9,22,90,413	47.2
14.	Physical (No. of shares)	:	*3,96,46,030	20.28
15.	Total No. of Shares (12+13+14)	:	*19,55,40,000	100.00
16.	Reasons for difference, if any, between (10 & 11), (10 & 15), (11 & 15)	:	*The company has allotted 3,73,00,000 convertible equity shares on preferential basis to the promoters and non-promoters of the company in the board meeting held on 28 th March, 2023. Listing approval from BSE limited is awaited and after receipt of listing approval shares will be credited to respective allottees demat account.	
17.	Certifying the details of changes in share capital during the quarter under consideration as per table below:			



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	Particulars	No. of shares	Applied/ Not applied for Listing	Listed on Stock Exchange	Whether intimated to CDSL	Whether intimated to NSDL	In-Principle Approval pending from Stock Exchange
1	Allotment of Equity shares on preferential basis pursuant to conversion of warrants	3,73,00,000	Yes	BSE Ltd	No	No	Received In-principle Approval of 16,99,40000 convertible warrants from BSE Limited on 29 th August, 2022
18.	Register of members is updated, if not, updated up to which date			:	Yes		
19.	Reference of previous quarter with regard to excess dematerialization shares, if any			:	NIL		
20.	Has the Company resolved the matter mentioned in point no. 19 above in the current quarter? if not, reason why?			:	Not Applicable		
21.	Mentioned the total no. of requests, if any confirmed after 21 days and the total no. of requests pending beyond 21 days with reasons for delay.						
	Total No. of De-mat Request	No. of Request		No. of Shares		Reason for delay	
	Confirmed after 21 days	0		0		0	
	Pending for more than 21 days	0		0		0	
22.	Name, Telephone & Fax no. of the Compliance Officer of the Company			:	Bhoomi Ketan Talati (Company Secretary and Compliance Officer) Membership No: A56279 Tel No: 9427369661 Email id: compliance@wardwizardfoods.com/ vegetableproductsltd20@gmail.com		
23.	Name, Address, Tel & Fax No. Registration No. of the Secretarial Auditor			:	Pooja Amit Gala (Practicing Company Secretary) Vasant leela CHS, Aarti Bldg, Flat No 104, Ghodbunder Road, Thane West – 400615. Mobile: +91 8355959800 Email: cspoojagala@gmail.com ACS No: 69393, COP: 25845 Peer Review Number : 2423/2022		



POOJA AMIT GALA

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

Vasantleela CHS, Aarti Bldg, Flat No 104,
Ghodbunder Road, Thane West - 400615

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24.	Name, Address, Tel & Fax No. Registration No. of the Statutory Auditor	:	Mahesh Udhvani & Associates, (Chartered Accountants) (Firm Registration No. 129738W) 3rd Floor, Satyam Building, Opp. Old Vuda Office, Fatehgunj, Vadodara – 390002 Contact No.: +91 9824447963 Email ID: maheshudhwani@hotmail.com Partner: Mahesh Udhvani Membership No: 047328
25.	Appointment of Common Agency for Share Registry work	:	Purva Shareregistry (India) Pvt. Ltd SEBI Reg. No.: INR000001112 Add: Unit No. 9 Shiv Shakti Industrial Estate, J R Boricha Marg, Near Lodha Excelus, Lower Parel (E), Mumbai, Maharashtra, 400011 Tel No.: 022- 23016761 / 23012518 Email ID: support@purvashare.com Website: www.purvashare.com
26.	Any other details that the auditor may like to provide (e.g. BIFR Company, Delisting from SE, Company changed)	:	NIL

Pooja
Amit
Gala

Digitally signed by Pooja Amit Gala
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serialNumber=156238583a26c2a51
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Date: 2023.04.20 15:08:10 +05'30'

Pooja Amit Gala
(Practicing Company Secretary)
ACS No: 69393
COP No: 25845

ICSI UDIN: A069393E000151398
Peer Review Number: 2423/2022

Date: 20-04-2023
Place: Thane