

Ref: WFBL/BSE/Q-1/Reg.76

Date: 12-07-2023

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 30th June, 2023

Dear Sir/Madam,

Please find enclosed herewith, **Reconciliation of share Capital Audit Report** of the Company for quarter ended **30th June, 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 Talati
Company Secretary & Compliance Officer

Encl: as above



**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT FOR THE
QUARTER ENDED 30TH JUNE, 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 **30th June, 2023** is given in below table: -

| | | | | |
|-----|---|---|--|------------------------------|
| 1. | For Quarter ended | : | 30 th June, 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 | |
| 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) | : | **21,25,40,000 | 100.00 |
| 11. | Listed Capital | | | |
| | BSE Limited | : | *19,55,40,000 | 92.00 |
| 12. | Held in Dematerialized form in CDSL (No. of shares) | : | 7,66,18,058 | 36.05 |
| 13. | Held in Dematerialized form in NSDL(No. of shares) | : | 11,65,92,012 | 54.86 |
| 14. | Physical (No. of shares) | : | **1,93,29,930 | 9.09 |
| 15. | Total No. of Shares (12+13+14) | : | **21,25,40,000 | 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 for 3,73,00,000 from BSE limited was received on 08 th may, 2023 and trading approval on 12 th May, 2023. **The Company has allotted 1,70,00,000 convertible equity share on preferential basis to the promoters and promoters group in its board meeting held on 21 st June, 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: | | | | | | |
| | 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 Listing Approval was received on 08 th May, 2023 and Trading approval was received on 12 th May, 2023 | BSE Ltd | Yes | Yes | Received In-principal Approval of 16,99,40000 convertible warrants from BSE Limited on 29 th August, 2022 |
| 2 | Allotment of Equity shares on preferential basis pursuant to conversion of warrants | 1,70,00,000 | Yes (Awaiting for Listing Approval) | BSE Limited | Yes | Yes | Received In-principal 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 | | | |



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

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

ICSI UDIN: A069393E000591145
Peer Review Number: 2423/2022

Date: 12-07-2023
Place:- Thane