

Ref: WFBL/BSE/Q-2/Reg.76

Date: 21-10-2023

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 September, 2023

Dear Sir/Madam,

Please find enclosed herewith, **Reconciliation of share Capital Audit Report** of the Company for quarter ended **30th September, 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

**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 30TH SEPTEMBER, 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 September, 2023** is given in below table: -

1.	For Quarter ended	:	30 th September, 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)	:	23,21,40,000	100.00
11.	Listed Capital			
	BSE Limited	:	*23,21,40,000	100.00
12.	Held in Dematerialized form in CDSL (No. of shares)	:	8,57,46,150	36.94
13.	Held in Dematerialized form in NSDL(No. of shares)	:	14,40,85,620	62.07
14.	Physical (No. of shares)	:	23,08,230	0.99
15.	Total No. of Shares (12+13+14)	:	* 23,21,40,000	100.00
16.	Reasons for difference, if any, between (10 & 11), (10 & 15), (11 & 15)	:	*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 for 1,70,00,000 was received on 26 th July, 2023 and Trading Approval was received on 10 th August, 2023. *The company has allotted 1,96,00,000 convertible equity share on preferential basis to the promoters and promoters group in its board meeting held on 04 th August, 2023. Listing	

**POOJA AMIT GALA**

Practicing Company Secretaries

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			Approval was received on 01 st September, 2023 and Trading Approval was received on 13 th September, 2023.				
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 Ex change
1	Allotment of Equity shares on preferential basis pursuant to conversion of warrants	1,70,00,000	Yes Listing Approval was received on 26 th July, 2023 and Trading Approval was received on 10 th August, 2023	BSE Limited	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	1,96,00,000	Yes, Listing Approval was received on 01 st September, 2023 and Trading Approval was received on 13 th September, 2023	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

**POOJA AMIT GALA****Practicing Company Secretaries**Membership No: 69393/Cop No: 25845
Peer Review Certificate No: 2423/2022

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	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: F12828 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	
24.	Name, Address, Tel & Fax No. Registration No. of the Statutory Auditor	:	Mahesh Udhwani & 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 Udhwani 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
Date: 2023.10.21
17:03:01 +05'30'**Pooja Amit Gala**
(Practicing Company Secretary)
ACS No: 69393
COP No: 25845**ICSI UDIN: A069393E001408819**
Peer Review Number: 2423/2022**Date: 21-10-2023**
Place: Thane