

Date: June 04, 2026

To,
BSE Limited
Department of Corporate Services,
Phiroze Jejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Ref: - Scrip Code: 542910
ISIN: INE08RT01016

Sub: - Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Ref: SEBI Master Circular No. HO/ 49 / 14 / 14 (7) 2025 - CFD - POD2 / I / 3762 / 2026 dated July 11, 2023 (as last updated on January 30, 2026)

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026, we wish to inform you that there has been a change in the shareholding structure of our unlisted Wholly-Owned Subsidiary, Valencia Beverages & Superwater Private Limited (VBSWPL), resulting from a fresh preferential allotment of equity shares issued by the VBSWPL.

Due to this change in shareholding, the equity stake held by the Company in VBSWPL has diluted from 100% to approx. 75%. Consequently, the entity has ceased to be a Wholly-Owned Subsidiary but continues to remain a Subsidiary of the Company.

The detailed disclosure containing the specifics of the allotment, and other parameters required under the SEBI Master Circular, is enclosed herewith as **Annexure-A**.

Yours Truly,
For Valencia Nutrition Limited



Jay Shah
Whole-Time Director & CFO
(DIN: 09072405)
(PAN: BJPPS6293E)

Encl:a/a



Annexure: A

Details required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/ 49 / 14 / 14 (7) 2025 - CFD - POD2 / 1 / 3762 / 2026 dated July 11, 2023 (as last updated on January 30, 2026)

S.N.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>Name: Valencia Beverages & Superwater Private Limited.</p> <p>CIN: U11011TS2025PTC200269</p> <p>Authorised Capital: Rs. 15,00,00,000 (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lakh) equity shares of Rs. 10/- each.</p> <p>Paid up Capital (Pre-issue): Rs. 9,01,00,000 (Rupees Nine Crore One Lakh only) divided into 90,10,000 (Ninety Lakh Ten Thousand) equity shares of Rs. 10/- each.</p> <p>Paid up Capital (Post-issue): Rs. 12,01,00,000 (Rupees Twelve Crore, One Lakh only) divided into 1,20,10,000 equity shares of Rs. 10 each.</p> <p>Turnover for FY 2025-26: (Refer to Sr. No. 10 below)</p>
2.	Whether the acquisition/allotment would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	<p>Yes. The shares are allotted to Mr. Manish Turakhia, Managing Director and Promoter of the Company, who is interested to the extent of the shares allotted.</p> <p>Nature of Interest: Valencia Beverages & Superwater Private Limited, being a subsidiary of the Company, qualifies as a related party under Section 2(76) of the Companies Act, 2013. Other than this allotment and the Company's existing shareholding, no other promoter, promoter group entity,</p>

		<p>or group company has any interest in the Subsidiary.</p> <p>Arm's Length & Exemption: The allotment is done strictly on an arm's length basis supported by an independent Registered Valuer's report. Further, this transaction falls under the exemption criteria under Regulation 23 of the SEBI (LODR) Regulations, 2015.</p>
3.	Industry to which the entity being acquired belongs;	FMCG / Beverages and Consumer Goods.
4.	Objects and impact of acquisition/dilution (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	<p>Object: To raise growth capital for the subsidiary's business expansion and operations.</p> <p>Effect: Due to the change in shareholding, the Company's stake has diluted from 100% to approx. 75%. The entity ceases to be a WOS but remains a Subsidiary.</p>
5.	Brief details of any governmental or regulatory approvals required for the acquisition/allotment;	Not Applicable
6.	Indicative time period for completion of the acquisition/allotment;	The Board of Directors of the subsidiary passed the final allotment resolution on June 4, 2026.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	Cash consideration received directly by the Subsidiary from the subscriber.
8.	Cost of acquisition and/or the price at which the shares are acquired/allotted;	Allotted by the Subsidiary at a price of Rs. 10.54 per equity share (including a premium of Rs. 0.54 per share).
9.	Percentage of shareholding / control acquired and /or number of shares acquired;	<p>Pre-allotment Stake: 100% (Wholly-Owned Subsidiary)</p> <p>Post-allotment Stake: approx. 75% (Subsidiary)</p> <p>Dilution: 25% change in shareholding via issuance of 30,00,000 fresh shares.</p>
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Valencia Beverages & Superwater Private Limited was incorporated on June 24, 2025, upon conversion of Zion Beverages, a partnership firm, into a private limited

		<p>company. The Company is engaged in the manufacturing, distribution, and trading of a diverse range of beverages.</p> <p>Because the Company was newly incorporated in June 2025, past financial data for the last three financial years is not applicable. The financial details for the current Financial year ended on March 31, 2026:</p> <ul style="list-style-type: none"> • Paid-up Capital: Rs, 9,01,00,000 • Turnover: Rs, 2,00,19,000 • Net Worth: Rs. 9,49,77,000 <p>Country of Origin and Operation: India</p>
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**Yours Truly,
For Valencia Nutrition Limited**



**Jay Shah
Whole-Time Director & CFO
(DIN: 09072405)
(PAN: BJPPS6293E)**

