



Date: 18th March, 2024

To,
BSE Limited,
Corporate Services Department,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai - 400001

Dear Sir/Madam,

Subject: Outcome of the 2nd Extra-Ordinary General Meeting for the F.Y. 2023-24 of the Members of the Company held on March 18, 2024

Unit: Vintage Coffee and Beverages Limited (Scrip Code: 538920)

With reference to the captioned subject, we wish to inform you that the 2nd Extra-Ordinary General Meeting of Vintage Coffee and Beverages Limited held on **Monday, March 18, 2024** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with circular(s) issued by MCA and SEBI, to transact the businesses as stated in the Notice of EGM dated **February 21, 2024**.

In this regard, please find enclosed the following:

1. The summary of the proceedings of the EGM of the Company as required under Regulation 30 read with Part - A of Schedule III of the SEBI (LODR) Regulations, 2015. (**Annexure 1**)
2. The voting results (remote e-voting and e-voting during the AGM) of the Meeting under Regulation 44(3) of the SEBI (LODR) Regulations, 2015. (**Annexure 2**)
3. Consolidated Report of Scrutinizer issued by M/s. Vivek Surana & Associates, Practicing Company Secretary pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014. (**Annexure 3**)

The Meeting commenced at 11:30 a.m. (IST) and concluded at 11:57 a.m. (IST).

This is for your information and records, please.

Thanking You,

Yours sincerely,
For Vintage Coffee and Beverages Limited



Balakrishna Tati
Managing Director
DIN: 02181095

Encl.: As above





“Annexure 1”

**BRIEF PROCEEDINGS OF THE 2ND EXTRA-ORDINARY GENERAL MEETING OF
VINTAGE COFFEE AND BEVERAGES LIMITED**

The 2nd Extra-Ordinary General Meeting (EGM) of the Members of the Company was held on **Monday, March 18, 2024** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in accordance with the applicable provisions of the Companies Act, 2013 read with Rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circular issued by the MCA & SEBI from time to time in this regard.

Quorum of the Meeting:

A total Number of Members attended the meeting through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”): **65**

Total Number of Members as on the record date (cut-off date) i.e. Monday, 11th March, 2024: **8971**

The proceeding of the meeting commenced at 11:30 a.m. (IST).

The following Directors and Key Managerial Personnel were present through Video Conferencing:

S. No.	Name	Designation
1	Mr. Tati Balakrishna	Chairman & Managing Director
2	Mrs. Padma Tati	Women Non-Executive Director
3	Mr. Mohit Rathi	Non-Executive Director
4	Mr. Vishal Jethalia	Non-Executive Director
5	Mr. Sudam Bala Vinod	Non-Executive Independent Director
6	Mr. Ajay Poonia	Non-Executive Independent Director
7	Mrs. Pallavi Handique	Women Non-Executive Independent Director
8	Ms. Preeti	Women Non-Executive Independent Director
9	Mr. Yarkali Kranthi Kumar	Chief Financial Officer
10	Mr. Akash Jain	Company Secretary & Compliance Officer

The following invitees were present through Video Conferencing:

S. No.	Name	Designation
1	Mr. Binod Kumar Sahoo	Partner of S. Bhalotia & Associates (Statutory Auditor)
2	Mr. V. Goutham	Proprietor of V. Goutham & Associates (Internal Auditor)
3	Mr. Vivek Surana	Proprietor of Vivek Surana & Associates (Secretarial Auditor & Scrutinizer)





1. Mr. Tati Balakrishna, Chairman and Managing Director chaired the proceedings of the meeting.
2. The Company Secretary extended a warm welcome to all the Members, Directors, Auditors and Scrutinizer who had joined the meeting through Video Conferencing mode.
3. The Company Secretary introduced all the Directors and invitees who were attending Meeting through Video Conferencing ("VC") from their respective locations on the occasion of the 2nd Extra Ordinary General of the Company.
4. The Company Secretary informed us that the requisite quorum for convening the General Meeting was present either in person or through Video Conference, the meeting was called in order.
5. The Company Secretary informed the Members that the EGM is held through video conference and resolutions mentioned in the notice convening this EGM have been already put to vote through remote e-voting therefore there will be no proposing & seconding resolutions.
6. The Company Secretary informed that the Company had tied up with National Securities Depository Limited to provide facility for voting through remote e-voting, e-voting during the EGM and participation in the EGM through VC / OAVM facility.
7. The remote e-voting commenced at **9:00 a.m. (IST) on Thursday, March 14, 2024** and ended at **5:00 p.m. (IST) on Sunday, March 17, 2024**.
8. The Company Secretary informed the Members that the facility for voting through e-voting system was made available during the Extra ordinary General Meeting for Members who had not cast their vote prior to the Meeting.
9. The Company Secretary informed that the Board of Directors of the Company had appointed M/s. Vivek Surana & Associates, Practicing Company Secretary as the Scrutinizer for scrutinize the remote e-voting and e-voting facilities at the EGM in a fair and transparent manner and he would submit his Consolidated Scrutinizer Report within the stipulated time.
10. The details of the voting results (remote e-voting and e-voting at the EGM) shall be declared in prescribed format under Regulation 44 of the SEBI (LODR) Regulations, 2015 along with the Scrutinizer Report and the same shall be submitted to the Bombay Stock Exchange & National Securities Depository Limited and will also be put up on the website of the Company in due course of time.
11. The Notice dated February 21, 2024 convening this 2nd Extra-Ordinary General Meeting has already been circulated to the members of the Company electronically and physically and the same was taken as read.
12. The following items of business as set out in the notice convening the EGM dated February 21, 2024 were placed for members' consideration and approval:

VINTAGE COFFEE AND BEVERAGES LIMITED

Formerly known as "Spaceage Products Ltd"
(CIN No. L15100TG1980PLC161210)

Regd. & Corporate office : 202, Oxford Plaza, No.9-1-129/1, S.D.Road, Secunderabad- 500003, Telangana, INDIA
Phone +91 040 40266650, Fax: +91 040 27700805 | E-mail: info@vcbl.coffee | Website: www.vcbl.coffee



ORDINARY RESOLUTION:

Item No. 1

Increase in authorised share capital of the Company.

SPECIAL RESOLUTION:

Item No. 2

To consider and approve issue of equity shares on preferential basis to the persons other than the promoters and promoters' group for cash.

Item No. 3

To consider and approve issue of convertible warrants on preferential basis to the promoters for cash.

13. The Company Secretary called the name of Members who had registered themselves as speakers to ask questions/queries.
14. The e-voting facility was kept open for the next 15 minutes post the conclusion of the proceedings to enable the members to cast their votes.
15. The meeting concluded at **11:57 a.m. (IST)** with vote of thanks to everyone present at the Meeting.

Yours sincerely,
For Vintage Coffee and Beverages Limited



Balakrishna Tati
Managing Director
DIN: 02181095

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"Annexure 2"

General Information about Company	
Scrip Code	538920
NSE Symbol	NOT LISTED
MSEI Symbol	NOT LISTED
ISIN	INE498Q01014
Name of the Company	Vintage Coffee and Beverages Limited
Type of Meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	18-03-2024
Start time of the Meeting	11:30 A.M.
End Time of the Meeting	11:57 A.M.

Scrutinizer Details	
Name of the Scrutinizer	Vivek Surana
Firms Name	Vivek Surana & Associates
Qualification	CS
Membership Number	24531
Date of Board Meeting in which appointed	21-02-2024
Date of Issuance of Report to the Company	18-03-2024

Voting Results	
Record Date	11-03-2024
Total Number of Shareholders on Record Date	8971
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter Group:	
b) Public	
No. of shareholders attended the meeting through Video Conferencing	
a) Promoters and Promoter Group:	10
b) Public	55
No. of Resolution passed in the Meeting	3



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Resolution Required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Description of resolution considered			Increase in Authorised Share Capital of the Company					
Category	Modes of Voting	Number of Shares held	Number of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter & Promoter Group	E-Voting	4,98,53,528	4,98,53,528	100	4,98,53,528	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	NA						
	Total	4,98,53,528	4,98,53,528	100	4,98,53,528	0	100	0
Public Institutions	E-Voting	78,73,541	78,73,541	100	78,73,541	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)	NA						
	Total	78,73,541	78,73,541	100	78,73,541	0	100	0
Public Non-Institutions	E-Voting	1,88,34,135	1,88,34,135	100	1,88,34,135	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)	NA						
	Total	1,88,34,135	1,88,34,135	100	1,88,34,135	0	100	0
Total		7,65,61,204	7,65,61,204	100	7,65,61,204	0	100	0
Whether the resolution is passed or not							Yes	
Disclosures of notes on resolution								



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Resolution Required: (Ordinary / Special)			Special					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Description of resolution considered			To Consider and Approve Issue of Equity Shares on Preferential Basis to the Persons other than the Promoters and Promoters Group for Cash					
Category	Modes of Voting	Number of Shares held	Number of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter & Promoter Group	E-Voting	4,98,53,528	4,98,53,528	100	4,98,53,528	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	NA						
	Total	4,98,53,528	4,98,53,528	100	4,98,53,528	0	100	0
Public Institutions	E-Voting	78,73,541	78,73,541	100	78,73,541	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	NA						
	Total	78,73,541	78,73,541	100	78,73,541	0	100	0
Public Non-Institutions	E-Voting	1,88,34,135	1,88,34,135	100	1,88,34,135	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	NA						
	Total	1,88,34,135	1,88,34,135	100	1,88,34,135	0	100	0
Total		7,65,61,204	7,65,61,204	100	7,65,61,204	0	100	0
Whether the resolution is passed or not							Yes	
Disclosures of notes on resolution								



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Resolution Required: (Ordinary / Special)			Special					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Description of resolution considered			To Consider and Approve Issue of Convertible Warrants on Preferential Basis to the Promoters and for Cash					
Category	Modes of Voting	Number of Shares held	Number of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter & Promoter Group	E-Voting	4,98,53,528	4,98,53,528	100	4,98,53,528	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	NA						
	Total	4,98,53,528	4,98,53,528	100	4,98,53,528	0	100	0
Public Institutions	E-Voting	78,73,541	78,73,541	100	78,73,541	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	NA						
	Total	78,73,541	78,73,541	100	78,73,541	0	100	0
Public Non-Institutions	E-Voting	1,88,34,135	1,88,34,135	100	1,88,34,135	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	NA						
	Total	1,88,34,135	1,88,34,135	100	1,88,34,135	0	100	0
Total		7,65,61,204	7,65,61,204	100	7,65,61,204	0	100	0
Whether the resolution is passed or not							Yes	
Disclosures of notes on resolution								



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Vivek Surana & Associates
Practicing Company Secretaries

FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Vintage Coffee and Beverages Limited
202, Oxford Plaza, 9-1-129/1,
SD Road, Secunderabad - 500003,
Telangana

Dear Sir/Madam,

Subject: 2nd Extra-ordinary General Meeting for the Financial year 2023-24 of Equity Shareholders of the Company held on Monday, 18.03.2024 at 11:30 a.m. (IST) through video conference (VC) /Other Audio-Visual Means (OAVM).

Ref: **Vintage Coffee and Beverages Limited (Scrip code: 538920)**

We, Vivek Surana & Associates, appointed as Scrutinizer for the purpose of the scrutinizing e-voting process (remote e-voting and e-voting at general meeting) pursuant to section 108 of Companies Act 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules 2014 and (Amendment Rules 2015) in respect of the resolution(s) as mentioned in the Report, proposed at the 2nd Extra-ordinary General Meeting for the Financial year 2023-24 of Equity Shareholders of Vintage Coffee and Beverages Limited held on Monday, 18.03.2024 at 11:30 a.m. (IST) through video conference (VC) /Other Audio-Visual Means (OAVM) and concluded at 11:57 a.m., we submit our report as under:

1. In compliance with the provisions of Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (remote e-voting and e-voting at general meeting) at the EGM by shareholders on the resolutions proposed in the Notice of the 2nd Extra-ordinary General Meeting for the Financial year 2023-24 of the Company, our responsibility as a scrutiniser is to ensure that the voting process both through remote e-voting and e-voting at general meeting are conducted in a fair and transparent manner and render Consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to Chairman on the resolutions, based on the reports generated from the electronic voting prior to the EGM (e-voting) and voting at EGM by electronic means (e-voting) system provided by NSDL.
2. In accordance with the Notice of 2nd Extra-ordinary General Meeting for the Financial year 2023-24 dated 21.02.2024 and sent to the shareholders on 23.02.2024 and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014,

Plot No. 8-2-603/23/3, 2nd Floor, Banjara Hills, Road No. 10, Hyderabad-500034, Telangana
Ph: +91 9959581348, Email: viveksurana24@gmail.com





Vivek Surana & Associates
Practicing Company Secretaries

(Amendment Rules 2015) and the e-voting opened at 9.00 a.m. on 14.03.2024 and remained open up to 5.00 p.m. on 17.03.2024.

3. The equity shareholders holding shares as on 11.03.2024, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 2nd Extra-ordinary General Meeting for the Financial year 2023-24 of the Company.
4. After declaration of voting by the Chairman, the shareholders present at the EGM through Video conference voted through e-voting facility provided by NSDL.
5. The e-voting results were unblocked on 18.03.2024 and the votes cast through e-voting at the EGM were unblocked in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>) which were scrutinised and reviewed, the votes were counted and results were prepared accordingly.
6. The total votes cast in favour or against all the resolutions proposed in the Notice of the EGM are as under:





Vivek Surana & Associates
Practicing Company Secretaries

Resolution No. 1: Ordinary Resolution

INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY:

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	88	7,65,61,202	100.00
Electronic voting (e-voting at the AGM)	2	2	0.00
Total	90	7,65,61,204	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	-	-	-
Electronic voting (e-voting at the AGM)	-	-	-
Total	-	-	-

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-

The above Ordinary Resolution as contained in the notice of 2nd Extra Ordinary General Meeting of the financial year 2023-24 dated 21.02.2024 has been passed with the requisite majority.





Vivek Surana & Associates
Practicing Company Secretaries

Resolution No. 2: Special Resolution

TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS OTHER THAN PROMOTERS AND PROMOTERS GROUP FOR CASH:

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	88	7,65,61,202	100.00
Electronic voting (e-voting at the AGM)	2	2	0.00
Total	90	7,65,61,204	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	-	-	-
Electronic voting (e-voting at the AGM)	-	-	-
Total	-	-	-

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-

The above Special Resolution as contained in the notice of 2nd Extra Ordinary General Meeting of the financial year 2023-24 dated 21.02.2024 has been passed with the requisite majority.

Plot No. 8-2-603/23/3, 2nd Floor, Banjara Hills, Road No. 10, Hyderabad-500034, Telangana
Ph: +91 9959581348, Email: viveksurana24@gmail.com





Vivek Surana & Associates
Practicing Company Secretaries

Resolution No. 3: Special Resolution

TO CONSIDER AND APPROVE ISSUE OF CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO THE PROMOTERS FOR CASH:

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	88	7,65,61,202	100.00
Electronic voting (e-voting at the AGM)	2	2	0.00
Total	90	7,65,61,204	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	-	-	-
Electronic voting (e-voting at the AGM)	-	-	-
Total	-	-	-

(iii) Invalid Votes:

Mode of Voting	Total number of members (In person or by Proxy) whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	-	-
Electronic voting (e-voting at the EGM)	-	-
Total	-	-

The above Special Resolution as contained in the notice of 2nd Extra Ordinary General Meeting of the financial year 2023-24 dated 21.02.2024 has been passed with the requisite majority.

Plot No. 8-2-603/23/3, 2nd Floor, Banjara Hills, Road No. 10, Hyderabad-500034, Telangana
Ph: +91 9959581348, Email: viveksurana24@gmail.com





Vivek Surana & Associates
Practicing Company Secretaries

7. All the Electronic data and all other relevant records of voting were handed over to the Chairman authorized by the Board for safe keeping.

Place: Hyderabad
Date: 18.03.2024

For Vivek Surana & Associates



Vivek Surana
Proprietor
M. No. A24531, CP No: 12901
UDIN: A024531E003597859
Peer Review Cer No: 1809/2022