



Date: 7<sup>th</sup> May, 2025

To,  
**BSE Limited,**  
Corporate Services Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
**Mumbai, Maharashtra - 400001**

To,  
**National Stock Exchange of India Limited,**  
Corporate Relation Department,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra East,  
**Mumbai, Maharashtra - 400051**

**Scrip Code: 538920**

**Symbol: VINCOFE**

Dear Sir/Madam,

**Subject: Outcome of Board Meeting under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In pursuant to Regulation 30 read with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, we wish to inform you that the meeting of the Board of Directors of Vintage Coffee and Beverages Limited held today i.e. **Wednesday, May 7, 2025** at the Registered Office of the Company, have inter-alia considered and approved the following amongst other items:

1. Audited Standalone & Consolidated Financial Results of the Company for the quarter and year ended March 31, 2025.
2. Audited Standalone & Consolidated Statement of Assets & Liabilities for the quarter and year ended March 31, 2025, pursuant to Regulation 33(3)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
3. Audited Standalone & Consolidated Statement of Cash Flow for the quarter and year ended March 31, 2025, pursuant to Regulation 33(3) (g) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
4. Auditors' Report with unmodified opinion on Standalone & Consolidated Financial Results given by our Statutory Auditors of the Company for the quarter and year ended March 31, 2025.
5. Declaration as unmodified opinion on the Audited Standalone & Consolidated Financial Results of the Company for the quarter and year ended March 31, 2025, pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 is attached as **Annexure "I"**.



**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



Statement of Deviation(s) or Variation(s) Report of the Company for the quarter ended March 31, 2025, pursuant to Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 reviewed by the Audit Committee of the Company in their meeting dated **07.05.2025** is attached as **Annexure "II"**.

7. Recommended a dividend of Rs. 0.10/- per Ordinary (Equity) Share of 10/- each to the shareholders of the Company for the Financial Year 2024-25. The dividend recommended by the Board of Directors of the Company is subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM) of the Company.
8. Resignation of Mr. Bala Vinod Sudam (DIN: 03313282) as a Non-Executive Independent Director with effect from **March 07, 2025** close of business hours (Resignation Letter enclosed as **Annexure III**).
9. Change in Designation of Mr. Sai Teja Tati (DIN: 09494526) from Non-Executive Director to Whole-time Director (executive position) on the Board of the Company subject to the approval of the members of the Company.
10. Appointment of M/s. V S Rao & Associates, Chartered Accountants, as an Internal Auditor of the Company for the financial year 2025-26.
11. Appointment of M/s. Vivek Surana & Associates, Practicing Company Secretaries, as a Secretarial Auditor of the Company.
12. Reconstitution of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee with effect from **May 7, 2025**.
13. In continuation to the scheme approved by the Board of Directors in the Meeting held on 28.10.2024, the board in the meeting held today as approved revised Scheme of Amalgamation between scheme of amalgamation between Vintage Coffee Private Limited (Transferor Company 1) and Delecto Foods Private Limited (Transferor Company 2) And Vintage Coffee and Beverages Limited (Transferee Company) and their respective shareholders and creditors.

Details Required under Schedule III of Para A of Part A of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with SEBI Master Circular No: SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 pursuant to item no.8, 9,10 and 11 enclosed herewith.

The Board Meeting commenced at 1:55 p.m. and concluded at 2:55 p.m.



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This is for your information and records, please.

Thanking you,

Yours sincerely,

**For Vintage Coffee and Beverages Limited**

**Tati Balakrishna**  
**Chairman & Managing Director**  
**DIN: 02181095**



**Encl.: As above**

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VINTAGE COFFEE AND BEVERAGES LIMITED (Formerly known as SPACEAGE PRODUCTS LIMITED)  
Registered Office: 202, Oxford Plaza, S.D. Road, Secunderabad, Hyderabad, Telangana - 500003  
CIN: L15100TG1980PLC161210

Statement of Standalone/Consolidated Audited Financial Results for the Quarter and Financial Year ended March 31, 2025

(Rs. In Lakhs)

Sr. No.	Particular	Quarter Ended				Financial Year Ended		Financial Year Ended			
		31-03-2025		31-12-2024		31-03-2024		31-03-2024			
		Standalone Audited	Consolidated Audited	Standalone Audited	Consolidated Audited	Standalone Audited	Consolidated Audited	Standalone Audited	Consolidated Audited		
1	Revenue from Operations	3,811.28	10,514.27	3,918.53	8,815.10	1,735.68	4,239.42	11,348.57	30,852.08	7,389.42	13,103.86
2	Other Income	260.52	122.80	241.68	74.96	111.99	51.83	879.60	400.06	349.84	87.08
3	<b>Total Revenue (1+2)</b>	<b>4,071.80</b>	<b>10,637.08</b>	<b>4,160.20</b>	<b>8,890.06</b>	<b>1,847.67</b>	<b>4,291.25</b>	<b>12,228.17</b>	<b>31,252.14</b>	<b>7,739.26</b>	<b>13,190.93</b>
4	Expenses										
	(a) Cost of Materials consumed	3,622.49	7,017.21	3,706.00	5,335.10	1,595.34	2,764.10	10,754.36	20,732.73	6,904.18	8,726.10
	(b) Purchase of Stock-in-Trade	-	-	-	-	-	-	-	-	-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	686.44	-	848.79	-	85.10	-	1,450.49	-	(108.08)
	(d) Employee benefits expense	51.28	239.75	49.91	242.68	29.65	190.45	172.73	910.86	100.93	656.02
	(e) Finance Cost	3.33	163.85	2.24	139.49	2.66	158.81	11.89	599.20	31.92	704.54
	(f) Depreciation and amortisation expense	43.44	171.69	44.92	174.72	12.36	135.31	174.00	684.90	12.36	501.77
	(g) Other expenses	77.61	635.74	83.73	781.07	100.22	475.80	319.32	2,459.44	251.64	1,318.27
	<b>Total Expenses</b>	<b>3,798.15</b>	<b>8,914.66</b>	<b>3,886.80</b>	<b>7,521.84</b>	<b>1,740.23</b>	<b>3,809.58</b>	<b>11,432.30</b>	<b>26,837.62</b>	<b>7,301.04</b>	<b>11,798.61</b>
5	<b>Profit / (Loss) before exceptional items and Tax (1-4)</b>	<b>273.64</b>	<b>1,722.42</b>	<b>273.40</b>	<b>1,368.22</b>	<b>107.44</b>	<b>481.67</b>	<b>795.87</b>	<b>4,414.51</b>	<b>438.23</b>	<b>1,392.32</b>
6	Exceptional items	-	-	-	-	-	-	-	-	-	-
7	<b>Profit / (Loss) before Tax (5 +6)</b>	<b>273.64</b>	<b>1,722.42</b>	<b>273.40</b>	<b>1,368.22</b>	<b>107.44</b>	<b>481.67</b>	<b>795.87</b>	<b>4,414.51</b>	<b>438.23</b>	<b>1,392.32</b>
8	Tax Expense:										
	a) Current Tax	(68.87)	(155.66)	(68.81)	(123.35)	(22.80)	(49.75)	(200.30)	(402.64)	(108.80)	(191.85)
	b) Deferred Tax	(0.13)	(2.63)	(1.38)	0.70	(1.59)	(1.75)	(2.37)	3.17	(1.59)	(2.18)
9	<b>Profit/ (Loss) for the period from Continuing operations (7-8)</b>	<b>204.64</b>	<b>1,564.13</b>	<b>203.21</b>	<b>1,245.56</b>	<b>83.06</b>	<b>430.17</b>	<b>593.20</b>	<b>4,015.04</b>	<b>327.84</b>	<b>1,198.28</b>
10	Profit/ (Loss) for the period from Discontinued operations	-	-	-	-	-	-	-	-	-	-
11	Tax Expense of Discontinued operations	-	-	-	-	-	-	-	-	-	-
12	Profit/ (Loss) for the period from Discontinued operations (After Tax)	-	-	-	-	-	-	-	-	-	-
13	<b>Profit/ (Loss) for the period (After Tax)</b>	<b>204.64</b>	<b>1,564.13</b>	<b>203.21</b>	<b>1,245.56</b>	<b>83.06</b>	<b>430.17</b>	<b>593.20</b>	<b>4,015.04</b>	<b>327.84</b>	<b>1,198.28</b>
14	Other Comprehensive Income:										
	A) (i) Items that will not be reclassified to profit or loss (ii) Income Tax relating to item that will not be re-classified to profit or loss	-	-	-	-	-	-	-	-	-	-
	B) (i) Items that will be reclassified to profit or loss (ii) Income Tax relating to item that will be re-classified to profit or loss	-	-	-	-	-	-	-	-	-	-
15	<b>Total Comprehensive income for the period (13+14)</b>	<b>204.64</b>	<b>1,564.13</b>	<b>203.21</b>	<b>1,245.56</b>	<b>83.06</b>	<b>430.17</b>	<b>593.20</b>	<b>4,015.04</b>	<b>327.84</b>	<b>1,198.28</b>
	Attributable to:										
	Equity holders of the Parent	204.64	1,564.13	203.21	1,245.56	83.06	430.17	593.20	4,015.04	327.84	1,198.28
	Non-controlling interests	-	-	-	-	-	-	-	-	-	-
16	Earnings Per Share (EPS) (For continuing operations)										
	(a) Basic	0.16	1.24	0.17	1.01	0.08	0.41	0.47	3.19	0.31	1.14
	(b) Diluted	0.16	1.24	0.17	1.01	0.08	0.41	0.47	3.19	0.31	1.14
17	Earnings Per Share (EPS) (For Discontinuing operations)										
	(a) Basic	-	-	-	-	-	-	-	-	-	-
	(b) Diluted	-	-	-	-	-	-	-	-	-	-
18	Earnings Per Share (EPS) (For Discontinuing & Continuing operations)										
	(a) Basic	0.16	1.24	0.17	1.01	0.08	0.41	0.47	3.19	0.31	1.14
	(b) Diluted	0.16	1.24	0.17	1.01	0.08	0.41	0.47	3.19	0.31	1.14

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STANDALONE AND CONSOLIDATED AUDITED SUMMARY OF STATEMENT OF ASSETS AND LIABILITIES FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2025  
(Rs. In Lakhs)

Statement of Assets and Liabilities					
	Particulars	As at 31.03.2025		As at 31.03.2024	
		Standalone Audited	Consolidated Audited	Standalone Audited	Consolidated Audited
<b>A.</b>	<b>ASSETS</b>				
1	<b>Non-Current Assets</b>				
	(a) Property, Plant and Equipment	165.84	7,830.23	112.13	7,625.82
	(b) Capital work-in-progress	-	-	-	-
	(c) Investment Property	-	-	-	-
	(d) Goodwill	-	7,264.50	-	7,264.50
	(e) Other Intangible Assets	-	-	-	-
	(f) Intangible Assets under development	-	-	-	-
	(g) Biological Assets other than bearer plants	-	-	-	-
	(h) Investments accounted for using equity method	-	-	-	-
	(i) Financial Assets	-	-	-	-
	(i) Investments	11,875.51	-	11,875.51	-
	(ii) Trade Receivables	-	-	-	-
	(iii) Loans	15,790.24	3,962.62	6,688.35	411.97
	(iii) Others	-	-	-	-
	(j) Deferred tax assets (Net)	-	-	-	-
	(k) Other Non-Current Assets	651.63	651.63	181.88	181.88
	<b>Total Non-Current Assets</b>	<b>28,483.23</b>	<b>19,708.99</b>	<b>18,857.88</b>	<b>15,484.18</b>
2	<b>Current Assets</b>				
	(a) Inventories	-	7,580.24	-	7,518.28
	(b) Financial Assets	-	-	-	-
	(i) Investments	-	-	-	-
	(ii) Trade receivables	1,254.70	7,901.83	1,169.82	2,167.09
	(iii) Cash and cash equivalents	54.07	680.22	31.55	459.18
	(iv) Bank Balances other than (iii) above	-	-	-	-
	(v) Loans	-	-	-	-
	(vi) Others	-	-	-	-
	(c) Current Tax Assets (Net)	-	-	-	-
	(d) Other Current Assets	888.93	5,073.52	396.48	3,133.87
	<b>Total Current Assets</b>	<b>2,197.71</b>	<b>21,235.82</b>	<b>1,597.85</b>	<b>13,278.41</b>
	<b>TOTAL ASSETS</b>	<b>30,680.94</b>	<b>40,944.81</b>	<b>20,455.72</b>	<b>28,762.59</b>
<b>B.</b>	<b>EQUITY AND LIABILITIES</b>				
1	<b>Equity</b>				
	(a) Equity Share Capital	12,568.34	12,568.34	10,470.34	10,470.35
	(b) Other Equity (Reserves & Surplus)	16,391.27	17,726.30	8,236.00	6,160.24
	<b>Total Equity</b>	<b>28,959.61</b>	<b>30,294.64</b>	<b>18,706.34</b>	<b>16,630.59</b>
2	<b>Liabilities</b>				
	<b>Non-Current Liabilities</b>				
	(a) Financial Liabilities				
	(i) Borrowings	1,007.48	4,952.41	1,079.53	6,432.29
	(ii) Trade Payables	-	338.80	-	927.08
	(iii) Other financial liabilities (other than those specified in item (b), to be	-	-	-	-
	(b) Provisions	-	-	-	-
	(c) Deferred tax liabilities (Net)	3.87	596.86	1.50	600.03
	(d) Other non-current liabilities	-	-	-	-
	<b>Total Non-Current Liabilities</b>	<b>1,011.35</b>	<b>5,888.07</b>	<b>1,081.03</b>	<b>7,959.40</b>
3	<b>Current Liabilities</b>				
	(a) Financial Liabilities				
	(i) Borrowings	-	3,242.96	-	3,236.13
	(ii) Trade Payables	447.00	759.06	496.25	210.56
	(iii) Other financial liabilities [other than those specified in item (c)]	-	-	-	-
	(b) Other current liabilities	47.89	342.65	59.79	530.57
	(c) Provisions	215.09	417.43	112.31	195.35
	(d) Current Tax Liabilities (Net)	-	-	-	-
	<b>Total Current Liabilities</b>	<b>709.98</b>	<b>4,762.10</b>	<b>668.35</b>	<b>4,172.61</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>30,680.94</b>	<b>40,944.81</b>	<b>20,455.72</b>	<b>28,762.59</b>

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CIN: L15100TG1980PLC161210

Statement of Standalone/Consolidated Audited Cash Flow Statement for the Financial Year ended March 31,2025

(Rs. In Lakhs)

Cash Flow Statement					
Particulars	For the period	For the period	For the period	For the period	
	31-03-2025	31-03-2025	31-03-2024	31-03-2024	
A	Date of start of reporting period	01-04-2024	01-04-2024	01-04-2023	01-04-2023
B	Date of end of reporting period	31-03-2025	31-03-2025	31-03-2024	31-03-2024
C	Whether results are audited or unaudited	Audited	Audited	Audited	Audited
D	Nature of report standalone or consolidated	Standalone	Consolidated	Standalone	Consolidated
<b>Statement of cash flows</b>					
<b>Cash flows from used in operating activities</b>					
	Profit before tax	795.87	4,414.51	438.23	1,392.32
	Adjustments for reconcile profit (loss)				
	Adjustments for finance costs	11.89	599.20	31.92	704.54
	Adjustments for decrease (increase) in inventories	-	(61.97)	-	(1,407.93)
	Adjustments for decrease (increase) in trade receivables, current	(84.89)	(5,734.75)	(771.91)	(957.63)
	Adjustments for decrease (increase) in trade receivables, non-current	-	-	-	-
	Adjustments for decrease (increase) in other current assets	(492.45)	(1,939.65)	(377.20)	(1,654.64)
	Adjustments for decrease (increase) in other non-current assets	(469.75)	(469.75)	(181.88)	(181.88)
	Adjustments for other financial assets, non-current	-	-	-	-
	Adjustments for other financial assets, current	-	-	-	-
	Adjustments for other bank balances	-	-	-	-
	Adjustments for increase (decrease) in trade payables, current	(49.25)	548.51	(370.99)	(1,038.76)
	Adjustments for increase (decrease) in trade payables, non-current	-	-	-	-
	Adjustments for increase (decrease) in other current liabilities	90.88	34.16	89.98	199.18
	Adjustments for increase (decrease) in other non-current liabilities	-	-	-	-
	Adjustments for depreciation and amortisation expense	13.50	684.90	12.36	501.77
	Adjustments for impairment loss reversal of impairment loss recognised in profit or loss	-	-	-	-
	Adjustments for provisions, current	-	-	-	-
	Adjustments for provisions, non-current	-	-	-	-
	Adjustments for other financial liabilities, current	-	6.83	-	(1,087.54)
	Adjustments for other financial liabilities, non-current	-	-	-	-
	Adjustments for unrealised foreign exchange losses gains	-	-	-	-
	Adjustments for dividend income	-	-	-	-
	Adjustments for interest income	-	-	-	-
	Adjustments for share-based payments	-	-	-	-
	Adjustments for fair value losses (gains)	-	-	-	-
	Adjustments for undistributed profits of associates	-	-	-	-
	Other adjustments for which cash effects are investing or financing cash flow	-	-	-	-
	Other adjustments to reconcile profit (loss)	-	-	-	-
	Other adjustments for non-cash items	-	-	-	-
	Share of profit and loss from partnership firm or association of persons or limited liability partnerships	-	-	-	-
	<b>Total adjustments for reconcile profit (loss)</b>	<b>(980.06)</b>	<b>(6,332.52)</b>	<b>(1,567.72)</b>	<b>(4,922.90)</b>
	<b>Net cash flows from (used in) operations</b>	<b>(184.19)</b>	<b>(1,918.01)</b>	<b>(1,129.49)</b>	<b>(3,530.58)</b>
	Dividends received	-	-	-	-
	Interest paid	-	-	-	-
	Interest received	(833.76)	(235.50)	(344.36)	(19.37)
	Income taxes paid (refund)	(214.71)	(422.57)	(112.55)	(195.17)
	Other inflows (outflows) of cash	-	-	-	-
	<b>Net cash flows from (used in) operating activities</b>	<b>(1,232.66)</b>	<b>(2,576.07)</b>	<b>(1,586.40)</b>	<b>(3,745.11)</b>
<b>Cash flows from used in investing activities</b>					
	Cash flows from losing control of subsidiaries or other businesses	-	-	-	-
	Cash flows used in obtaining control of subsidiaries or other businesses	-	-	-	-
	Other cash receipts from sales of equity or debt instruments of other entities	-	-	-	-
	Other cash payments to acquire equity or debt instruments of other entities	-	-	-	-
	Other cash receipts from sales of interests in joint ventures	-	-	-	-
	Other cash payments to acquire interests in joint ventures	-	-	-	-
	Cash receipts from share of profits of partnership firm or association of persons or limited liability partnerships	-	-	-	-

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CIN: L15100TG1980PLC161210

Statement of Standalone/Consolidated Audited Cash Flow Statement for the Financial Year ended March 31,2025

(Rs. In Lakhs)

Cash Flow Statement				
Particulars	For the period	For the period	For the period	For the period
	31-03-2025	31-03-2025	31-03-2024	31-03-2024
Cash payment for investment in partnership firm or association of persons or limited liability partnerships				
Proceeds from sales of property, plant and equipment	-	-	-	-
Purchase of property, plant and equipment	(67.21)	(889.31)	(124.48)	(174.66)
Proceeds from sales of investment property	-	-	-	-
Purchase of investment property	-	-	-	-
Proceeds from sales of intangible assets	-	-	-	-
Purchase of intangible assets	-	-	-	-
Proceeds from sales of intangible assets under development	-	-	-	-
Purchase of intangible assets under development	-	-	-	-
Proceeds from sales of goodwill	-	-	-	-
Purchase of goodwill	-	-	-	-
Proceeds from biological assets other than bearer plants	-	-	-	-
Purchase of biological assets other than bearer plants	-	-	-	-
Proceeds from government grants	-	-	-	-
Proceeds from sales of other long-term assets	-	-	-	-
Purchase of other long-term assets	2.37	(3.17)	1.50	2.10
Cash advances and loans made to other parties	-	(588.28)	-	(200.72)
Cash receipts from repayment of advances and loans made to other parties	(9,101.90)	(3,550.65)	(3,805.22)	(0.00)
Cash payments for future contracts, forward contracts, option contracts and swap contracts	-	-	-	-
Cash payments for future contracts, forward contracts, option contracts and swap contracts	-	-	-	-
Cash receipts from future contracts, forward contracts, option contracts and swap contracts	-	-	-	-
Dividends received	-	-	-	-
Interest received	833.76	235.50	344.36	19.37
Income taxes paid (refund)	-	-	-	-
Other inflows (outflows) of cash	-	-	-	-
<b>Net cash flows from (used in) investing activities</b>	<b>(8,332.98)</b>	<b>(4,795.91)</b>	<b>(3,583.84)</b>	<b>(353.91)</b>
Cash flows from used in financing activities				
Proceeds from changes in ownership interests in subsidiaries	-	-	-	-
Payments from changes in ownership interests in subsidiaries	-	-	-	-
Proceeds from issuing shares	9,733.55	9,733.55	4,638.14	4,638.14
Proceeds from issuing other equity instruments	-	-	-	-
Payments to acquire or redeem entity's shares	-	-	-	-
Payments of other equity instruments	-	-	-	-
Proceeds from exercise of stock options	-	-	-	-
Proceeds from issuing debentures notes bonds etc	-	-	-	-
Proceeds from borrowings	-	-	643.14	529.28
Repayments of borrowings	(72.05)	(1,479.88)	-	-
Payments of finance lease liabilities	-	-	-	-
Payments of lease liabilities	-	-	-	-
Dividends paid	(61.44)	(61.44)	(52.35)	(52.35)
Interest paid	(11.89)	(599.20)	(31.92)	(704.54)
Income taxes paid (refund)	-	-	-	-
Other inflows (outflows) of cash	-	-	-	-
<b>Net cash flows from (used in) financing activities</b>	<b>9,588.17</b>	<b>7,593.03</b>	<b>5,197.01</b>	<b>4,410.52</b>
Net increase (decrease) in cash and cash equivalents before effect of exchange rate changes	22.53	221.05	26.77	311.51
Effect of exchange rate changes on cash and cash equivalents	-	-	-	-
Effect of exchange rate changes on cash and cash equivalents	-	-	-	-
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>22.53</b>	<b>221.05</b>	<b>26.77</b>	<b>311.51</b>
Cash and cash equivalents cash flow statement at beginning of period	31.55	459.18	4.78	147.69
Cash and cash equivalents cash flow statement at end of period	<b>54.08</b>	<b>680.22</b>	<b>31.55</b>	<b>459.18</b>

# 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



**NOTES:**

1. The Audited Standalone and Consolidated Financial Results for the quarter and year ended on **March 31, 2025** have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on **May 07, 2025**. The Statutory Auditors of the Company have carried out their Audit Report on the Statement and have issued an unmodified opinion. The Vintage Coffee and Beverages Limited has become Holding of M/s. Vintage Coffee Private Limited and M/s. Delecto Foods Private Limited by way of Share Swap Agreement and the effect arise from 12th July, 2021. Now, VCBL have two Material Subsidiaries Companies namely as M/s. Vintage Coffee Private Limited and M/s. Delecto Foods Private Limited.
2. The figures for the quarter ended **March 31, 2025** are balancing figures between audited figures in respect of full financial year and published year to date upto third quarter of the respective financial year.
3. During the financial year 2024-25, your company made profits and hence the Board of Directors recommended to pay Rs.0.10 dividend per share.
4. The Financial Results for the quarter and year ended March 31, 2025 have been prepared in accordance with the recognition and measurement of principals laid down in the Ind AS.
5. Segment reporting is not applicable to the Company as it operates in only one segment, i.e. Trading, Manufacturing and Export of Instant Coffee and Instant Chicory Products.
6. The figures for the previous quarter/year have been regrouped, re-casted and rearranged, wherever considered necessary.

**For and on behalf of the Board  
Vintage Coffee And Beverages Limited**

  
**Balakrishna Tati**  
**Chairman & Managing Director**  
**DIN: 02181095**



**Date: 07.05.2025**

**Place: Secunderabad**

**VINTAGE COFFEE AND BEVERAGES LIMITED**

Formerly known as "Spaceage Products Ltd"

(CIN No. L15100TG1980PLC161210)

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Phone +91 040 40266650, Fax: +91 040 27700805 | E-mail: info@vcbl.coffee | Website: www.vcbl.coffee

**Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To,  
The Board of Directors,  
VINTAGE COFFEE AND BEVERAGES LIMITED (formerly known as Spaceage Products Limited)

**Report on the audit of the Standalone Financial Results**

**Opinion**

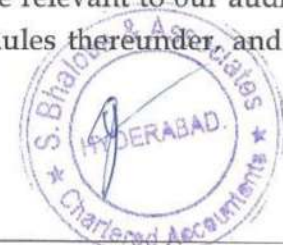
We have audited the accompanying statement of quarterly and year to date standalone financial results of Vintage Coffee And Beverages Limited (the "Company") for the quarter ended March 31, 2025 and for the year ended 31 March 2025, (the "Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us

- i. presents financial results in accordance with the requirements of Regulation 33 of the Listing Regulations, and
- ii. gives a true and fair view in conformity with the applicable Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act 2013 (the Act) read with the Companies (Indian) Accounting Standards) Rules 2015 and other accounting principles generally accepted in India, of the standalone net profit after tax and other comprehensive loss and other financial information of the Group for the year ended 31 March 2025,

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended (the "Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent auditor of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we



have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

#### Other Information

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the annual report but does not include the Standalone financial statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the Standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

#### Management's Responsibilities for the Standalone Financial Results

The Company's Board of Directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the companies (Indian Accounting Standards) Rule, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the



Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial, controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.



- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of reasonably knowledgeable user of Standalone Financials Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work: and (ii) to evaluate the effect of any identified misstatements in Standalone Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



**Other Matters**

The Statement includes the financial results for the quarter ended 31 March 2025, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to limited review by us.

**For S. Bhalotia & Associates  
(Chartered Accountants)**

**Firm's Registration no.: 325040E**



A handwritten signature in blue ink, appearing to read "Yogesh Saraf".

**CA Yogesh Saraf  
(Partner)**

**Membership No: 468187**

**Place: Hyderabad**

**Date: 07/05/2025**

**UDIN: 25468187BNUJQG2234**

**Independent Auditor's Report on the Quarterly and Year to Date Audited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To,  
The Board of Directors,  
VINTAGE COFFEE AND BEVERAGES LIMITED (formerly known as Spaceage Products Limited)

**Report on the audit of the Consolidated Financial Results**

**Opinion**

We have audited the accompanying statement of quarterly and year to date consolidated financial results of Vintage Coffee And Beverages Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as the "Group") for the quarter ended March 31, 2025 and for the year ended March 31, 2025 ("Statement"), attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on separate audited financial statements of the subsidiaries, the statement:

- i. includes the results of the entities as mentioned in attached Annexure I;
- ii. are presented in accordance with the requirements of the Listing Regulations in this regard, and
- iii. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net profit and other comprehensive income and other financial information of the Group for the quarter ended March 31, 2025 and for the year ended March 31, 2025.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of



the Consolidated Financial Results" section of our report. We are independent of the Group in accordance with the Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and the other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

### Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the Consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### Management's Responsibilities for the Consolidated Financial Results

The Holding Company's Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group in accordance with the applicable accounting standards prescribed under section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate



accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

#### **Auditor's Responsibilities for the Audit of the Consolidated Financial Results**

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher



than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associate and joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw

attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associate and joint venture to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Statement, including the disclosures and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the Statement of which we are the independent auditors. For the other entities included in the Statement, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.



We communicate with those charged with governance of the Holding Company and such other entities included in the Statement of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

#### Other Matters

The accompanying Statement includes the audited financial statements and other financial information, in respect of:

- 2 subsidiaries (namely DELECTO FOODS PRIVATE LIMITED and VINTAGE COFFEE PRIVATE LIMITED) which were obtained by the holding company as on 12<sup>th</sup> July 2021, whose financial statements before the consolidation adjustments include total assets of Rs. 59.27 Crores and Rs.214.97 Crores as at March 31, 2025, total Revenues of Rs. 74.74 Crores and Rs. 220.34 Crores, total Net Profit/ (Loss) after tax of Rs. 6.08 Crores and Rs. 28.14 Crores, total Comprehensive income of Rs. 6.08 Crores and Rs. 28.14 Crores, for the year ended on that date respectively for the year ended March 31, 2025 respectively, as considered in the Statement which has been audited by the other auditor.

The independent auditor's report on the financial statements and other financial information of these entities have been furnished to us by the Management and our opinion on the Statement in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of such auditors and the procedures performed by us as stated in the paragraph above.



Our opinion on the Statement is not modified in respect of the above matters in respect to our reliance on the work done and reports of the other auditors and the financial statements and financial information certified by the management.

The Statement includes the financial results for the quarter ended 31 March 2025, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited figures of third quarter of the current financial year, which were subjected to limited review by us.

**For S. Bhalotia & Associates**  
**(Chartered Accountants)**  
Firm's Registration no.: 325040E



A handwritten signature in blue ink, appearing to read "Yogesh Saraf".

**CA Yogesh Saraf**  
**(Partner)**

**Membership No: 468187**

**Place: Hyderabad**

**Date: 07/05/2025**

**UDIN: 25468187BNUJQH6440**

Annexure 1

List of entities included in the Statement:

Name of Holding Company:

1. VINTAGE COFFEE AND BEVERAGES LIMITED (formerly known as Spaceage Products Limited)

Name of Subsidiaries:

1. DELECTO FOODS PRIVATE LIMITED,
2. VINTAGE COFFEE PRIVATE LIMITED.





**Annexure "I"**

**Date:** 07.05.2025

To,  
**BSE Limited,**  
Corporate Services Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
**Mumbai, Maharashtra - 400001**

To,  
**National Stock Exchange of India Limited,**  
Corporate Relation Department,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra East,  
**Mumbai, Maharashtra - 400051**

**Scrip Code:** 538920

**Symbol:** VINCOFE

Dear Sir/Madam,

**Subject: Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

I, Tati Balakrishna, Chairman & Managing Director of the Company, hereby declare that the Statutory Auditors of the Company, M/s. S. Bhalotia & Associates, Chartered Accountants (**Firms Registration No. 0325040E**) have issued the audit report with an unmodified opinion on Audited Standalone & Consolidated Financial Results of the Company for the quarter and year ended March 31, 2025.

This declaration is given in compliance with Regulation 33 (3) (d) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

This is for your information and records, please.

Thanking you,

Yours sincerely,  
**For Vintage Coffee and Beverages Limited**

  
**Tati Balakrishna**  
**Chairman & Managing Director**  
**DIN: 02181095**



**VINTAGE COFFEE AND BEVERAGES LIMITED**

Formerly known as "Spaceage Products Ltd"

(CIN No. L15100TG1980PLC161210)

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Phone +91 040 40266650, Fax: +91 040 27700805 | E-mail: info@vcbl.coffee | Website: www.vcbl.coffee



**Annexure "II"**

**STATEMENT OF DEVIATION OR VARIATION IN UTILISATION OF FUNDS  
RAISED**

<b>Name of Listed Entity</b>	<b>Vintage Coffee and Beverages Limited</b>
<b>Mode of Fund Raising</b>	Allotment of Equity Shares on preferential basis pursuant to conversion of share warrants into equity shares
<b>Date of Raising Funds</b>	<b>March 04, 2025</b>  Rs. 5,25,00,000.00 (Rupees Five Crores Twenty-Five Lakhs only), being the equity share issue price for allotment of 28,00,000 equity shares on preferential basis to the persons other than the promoters. The allotment has been made upon the receipt of the remaining exercise price of Rs. 15/- per warrant (being an equivalent amount to 75% of the Warrant exercise price of Rs. 25/- per warrant) aggregating to Rs. 5,25,00,000/-.
<b>Amount Raised</b>	5,25,00,000
<b>Report filed for Quarter Ended</b>	March 31, 2025
<b>Monitoring Agency</b>	Not Applicable
<b>Monitoring Agency Name, if applicable</b>	Not Applicable
<b>Is there a Deviation / Variation in use of funds raised</b>	No
<b>If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders</b>	Not Applicable
<b>If Yes, Date of shareholder Approval</b>	Not Applicable
<b>Explanation for the Deviation / Variation</b>	

# VINTAGE COFFEE AND BEVERAGES LIMITED

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(CIN No. L15100TG1980PLC161210)

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Phone +91 040 40266650, Fax: +91 040 27700805 | E-mail: info@vcbl.coffee | Website: www.vcbl.coffee



Comments of the Audit Committee after review	Approved
Comments of the auditors if any	None

Sr. No.	Original Object	Modified Object, if any	Original Allocation	Modified Allocation, if any	Funds Utilized	Amount of Deviation / Variation for the quarter according	Remarks, if any
i.	For working capital requirements of the Company	Not Applicable	5,25,00,000	0.00	5,25,00,000	0.00	
<b>Total</b>			<b>5,25,00,000</b>	<b>0.00</b>	<b>5,25,00,000</b>	<b>0.00</b>	

**Deviation or variation could mean:**

- (a) Deviation in the objects or purposes for which the funds have been raised or
- (b) Deviation in the amount of funds actually utilized as against what was originally disclosed or (c) Change in terms of a contract referred to in the fund-raising document i.e. prospectus, letter of offer, etc or
- (c) Change in terms of a contract referred to in the fund-raising document i.e. prospectus, letter of offer, etc.

# VINTAGE COFFEE AND BEVERAGES LIMITED

Formerly known as "Spaceage Products Ltd"

(CIN No. L15100TG1980PLC161210)

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Phone +91 040 40266650, Fax: +91 040 27700805 | E-mail: info@vcbl.coffee | Website: www.vcbl.coffee

7<sup>th</sup> March, 2025

To  
The Board of Directors  
**Vintage Coffee and Beverages Limited**  
202, Oxford Plaza, No. 9-1-129/1,  
S.D. Road,  
Secunderabad, Telangana - 500003

Dear Sir,

**Subject: Resignation from the Position of Non-Executive Independent Director**

I, **Bala Vinod Sudam**, Non-Executive Independent Director of **Vintage Coffee and Beverages Limited**, shall not be able to discharge the duties as a Director of the Company due to personal reasons. Therefore, I hereby tender my resignation from the Directorship of the Company.

I request the Board of Directors to relieve me from the duties of my post with immediate effect.

I further confirm that there is no other reason other than mentioned above for my resigning from the position of Non-Executive Independent Director of the Company.

I take this opportunity to convey my gratitude to the Board of Directors of the Company for their cooperation and support during the tenure of my directorship. I convey my best wishes for the future growth & success of the Company.

Yours Sincerely,



**Bala Vinod Sudam**  
Director  
DIN: 03313282



**Details Required under Schedule III of Para A of Part A of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with SEBI Master Circular No: SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024**

Sr. No.	Particulars	Details	
1.	Name of Director / Key Managerial Personnel	Bala Vinod Sudam	Sai Teja Tati
2.	Reason for Change Viz. Resignation	Resignation due to personal reasons with effect from March 7, 2025. The resignation letter has been enclosed herewith.	Change in Designation from Non- Executive to Whole-time Director
3.	Date of Cessation	March 7, 2025	March 7, 2025
4.	Brief profile (in case of appointment)	Not Applicable	<p>Mr. Sai Teja Tati is a skilled professional with a background in chemical engineering from one of the reputed universities in India.</p> <p>Mr. Sai Teja Tati has a strong aptitude in business strategies and has consistently demonstrated the ability to bridge technical expertise with market-driven solutions. In addition to his technical and business acumen, Mr. Sai Teja Tati is a proactive and results-oriented professional who thrives in dynamic environments.</p> <p>Mr. Sai Teja Tati technical knowledge combined with his</p>

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			excellent communication not only develops well-established stake holders relationships but also drives revenue growth making him a strong fit in Vintage Coffee and Beverages Limited.
5.	Disclosure of relationships between Directors	Not Applicable	Son of Mr. Balakrishna Tati (Managing Director)
6.	Names of listed entities in which the resigning, indicating the category of directorship and membership of board committees, if any	He does not hold any Directorship and Membership Director holds directorships of Board Committees of any other listed entity.	3,77,025 Equity Shares

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**Details Required under Schedule III of Para A of Part A of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with SEBI Master Circular No: SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024**

Sr. No.	Particulars	Details
1.	Reason for Change Viz. Appointment	The Company has appointed M/s. V S Rao & Associates, Practicing Chartered Accountants as an Internal Auditor pursuant to provisions of Section 138 of the Companies Act, 2013
2.	Date of Appointment	May 7, 2025
3.	Terms of Appointment	Appointed for conducting an internal audit of the functions and activities of the Company for the Financial Year 2025-26
4.	Brief profile (in case of appointment)	<p><b>Name of Auditor:</b> V S Rao &amp; Associates</p> <p><b>Field of Experience:</b> CA Goutham Vuppala is a Practicing Chartered Accountant and Member of the Institute of Chartered Accountants of India (ICAI). He has a vivid experience in the field of accounts and taxation related matters.</p> <p><b>Address:</b> # 611, 6<sup>th</sup> Floor, Topaz Plaza, Punjagutta, Hyderabad, Telangana – 500082</p> <p><b>Email Id:</b> gouthamandassociates@gmail.com, megaproindia@gmail.com</p>
5.	Disclosures of relationships between Directors	None

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**DETAILS UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH SEBI CIRCULAR CIR/CFD/CMD/4/2015 DATED SEPTEMBER 09, 2015**

Sr. No.	Particulars	Details
1.	Reason for Change Viz. Appointment	The Company has appointed M/s. Vivek Surana & Associates, Practicing Company Secretaries as a Secretarial Auditors pursuant to provisions of Section 138 of the Companies Act, 2013
2.	Date of Appointment	May 7, 2025
3.	Terms of Appointment	Appointed for conducting an secretarial audit of the functions and activities of the Company subject to approval of shareholders
4.	Brief profile (in case of appointment)	Vivek Surana & Associates, Practicing Company Secretaries is a firm based at Hyderabad providing secretarial, listing and other advisory services. The firm has existence of more than a decade in the above-mentioned services.
5.	Disclosures of relationships between Directors	None



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S-No.	Particulars	Disclosures																		
1	Name of the entity(ies) forming part of the amalgamation / merger, details in brief such as, size, turnover etc.;	<p>There is a proposal for Amalgamation of Vintage Coffee Private Limited (1<sup>st</sup> Transferor Company) Delecto Foods Private Limited (2<sup>nd</sup> Transferor Company) Vintage Coffee And Beverages Limited ('Transferee Company'). The transaction is proposed to be implemented through a Scheme of Amalgamation under the provisions of Companies Act, 2013 and other applicable provisions, if any (herein collectively referred to as "the Proposed Scheme of Amalgamation"/ "the Proposed Scheme")</p> <p>Brief Financial details of the Transferor companies and Transferee Company is provided below:</p> <p>1. Vintage Coffee Private Limited (1<sup>st</sup> Transferor Company)</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>As on 31-03-2025 Audited Amount in INR</th> </tr> </thead> <tbody> <tr> <td>Net worth</td> <td>37,51,74,055</td> </tr> <tr> <td>Turnover</td> <td>2,19,75,07,735</td> </tr> </tbody> </table> <p>2. Delecto Foods Private Limited (2<sup>nd</sup> Transferor Company)</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>As on 31-03-2025 Audited Amount in INR</th> </tr> </thead> <tbody> <tr> <td>Net worth</td> <td>21,94,30,824</td> </tr> <tr> <td>Turnover</td> <td>73,61,30,178</td> </tr> </tbody> </table> <p>3. Vintage Coffee and Beverages Limited (Transferee Company)</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>As on 31-03-2025 Audited Amount in INR</th> </tr> </thead> <tbody> <tr> <td>Net worth</td> <td>2,89,59,60,970</td> </tr> <tr> <td>Turnover</td> <td>1,13,48,56,710</td> </tr> </tbody> </table>	Particulars	As on 31-03-2025 Audited Amount in INR	Net worth	37,51,74,055	Turnover	2,19,75,07,735	Particulars	As on 31-03-2025 Audited Amount in INR	Net worth	21,94,30,824	Turnover	73,61,30,178	Particulars	As on 31-03-2025 Audited Amount in INR	Net worth	2,89,59,60,970	Turnover	1,13,48,56,710
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2	Whether the transaction would fall within related party transactions? if yes, whether the same is done at "arm's length";	The proposed amalgamation shall not be treated as related party transaction in terms of General Circular No. 30/2014 dated 17 <sup>th</sup> July,2014 issued by the Ministry of Corporate Affairs and also since the same is subject to the sanction of Hon'ble NCLT.																		
3	Area of Business of the entities	<b><u>Vintage Coffee Private Limited</u></b>																		

*Handwritten signature/initials*

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		<p>Vintage Coffee Private Limited (VCPL) is in the business of manufacturing and exporting Instant Coffee products and selling in India.</p> <p><b><u>Delecto Foods Private Limited</u></b></p> <p>Delecto Foods Private Limited (DFPL) is in the business of manufacturing and exporting Instant Chicory and all other Chicory products and in packing and exporting Chicory mixed Instant Coffees in Private Labels.</p> <p><b><u>Vintage Coffee and Beverages Limited</u></b></p> <p>Vintage Coffee and Beverages Ltd (VCBL) is a public limited company listed with Bombay Stock Exchange Limited (“BSE Limited”) &amp; National Stock of Exchange India Limited (“NSE Limited”) registered under the provisions of the Companies Act, 1956. It is headquartered in Secunderabad, Telangana State and is in the business of trading and export of Coffee and allied coffee products.</p>
4	Rationale for amalgamation/merger	<p>Vintage Coffee Private Limited and Delecto Foods Private Limited are the wholly owned subsidiary company of Vintage Coffee and Beverages Limited and all Company are the part of the same group.</p> <p>Accordingly, the Board of Directors of the Transferor Companies and the Transferee Company has decided to amalgamate the Transferor Companies together with their businesses and undertakings, with the Transferee Company, so as to achieve the following benefits / synergies:</p> <ol style="list-style-type: none"> <li>1. Simplify group and business structure and achieve operational synergies.</li> <li>2. Greater integration and greater financial strength and flexibility for the amalgamated entity, which would result in maximizing overall shareholder value and will improve the competitive position of the combined entity.</li> <li>3. Optimized legal structure of the group with elimination of multiple legal entitles -The First Transferor Company being Wholly Owned Subsidiary of Second Transferor Company and Second Transferor Company being Wholly Owned Subsidiary of Transferee Company, is under the</li> </ol>

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		<p>management and control of the Transferee Company and are part of the same group. It would be advantageous to merge the said entities to ensure focused management in the Transferee Company thereby resulting in efficiency of management and maximizing value to the shareholders.</p> <ol style="list-style-type: none"> <li>4. The consolidation of legal entities would result in a reduced number of entities within the group. This would minimize the cost and administrative hassle of maintaining multiple legal entities.</li> <li>5. The aforesaid synergistic benefits accruing from the consolidation would ultimately contribute to the future business and profitability of the merged entity. The amalgamation of Transferor Companies and Transferee Company is, therefore, beneficial in the long-term interests of the shareholders and all stakeholders of these companies.</li> <li>6. Reducing time and efforts for consolidation of financials at group level.</li> <li>7. Reduced operational costs due to combined efforts, eliminating duplication of administrative work, communications / coordination efforts across the group entities, multiplicity of legal and regulatory compliances thereby ensuring optimum utilization of available resources and integrated management focus which will enable structured, sharper and better management focusing on growth of the businesses.</li> <li>8. Upon merger, the combined entity would have improved financial health and better ability to also raise finances with the larger asset base and customer network to boost its future growth.</li> </ol> <p>Overall, the amalgamation of the Transferor Companies with the Transferee Company, as outlined in the Scheme, will be beneficial for all involved parties, including the companies themselves, their shareholders, creditors, employees, customers, and all other stakeholders connected to the three companies.</p>
5	In case of cash consideration – amount or otherwise share exchange ratio	<p>Not Applicable:</p> <p>Since the Transferor Companies are wholly owned subsidiaries of the Transferee Company, no consideration will be payable for</p>

*85/..*

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		the merger of the Transferor Companies with the Transferee Company.
6	Brief details of change in shareholding pattern (if any) of listed entity	There will be no change in shareholding pattern as the 1 <sup>st</sup> and 2 <sup>nd</sup> Transferor companies are the wholly owned subsidiary of Transferee Company.



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