

Nestlé India Limited

(CIN : L15202DL1959PLC003786)
Nestlé House
Jacaranda Marg
'M'Block, DLF City, Phase – II
Gurugram – 122002, Haryana
Phone 0124 - 3940000
E-mail: investor@in.nestle.com
Website: www.nestle.in



PKR:SG: 69:24

8th July 2024

BSE Limited (BSE)

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

BSE Scrip Code: 500790

National Stock Exchange of India Limited (NSE)

Exchange Plaza, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051

NSE Symbol: NESTLEIND

Subject: Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"): 65th Annual General Meeting convened today through Video Conferencing/ Other Audio-Visual Means facility.

Dear Madam/ Sir,

This is to inform you that the 65th Annual General Meeting ("65th AGM") of the Company convened today i.e. 8th July 2024, through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility.

For voting on the resolutions as set out at Item No. 1 to 7 of the Notice of the 65th AGM, the Company had provided remote e-Voting facility to the members from 5th July 2024 (9:00 A.M. IST) to 7th July 2024 (5:00 P.M. IST) on the e-Voting portal of National Securities Depository Limited ("NSDL"). Further, those members who participated through VC/ OAVM facility were provided facility, to e-Vote on NSDL portal during the 65th AGM. The voting results on all the resolutions as placed before the 65th AGM will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the Listing Regulations.

The summary proceedings of the 65th AGM is enclosed as "Annexure-I". Further, the details in accordance with the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 is enclosed as "Annexure-II".

The webcast facility was made available to the non-members during the 65th AGM. The video recording of the 65th AGM is also being uploaded on the Company's website at www.nestle.in.

This is for your information and record.

Thanking you,

Yours truly,

NESTLÉ INDIA LIMITED

PRAMOD KUMAR RAI
COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl.: as above

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Annexure-I

Summary Proceedings of the 65th Annual General Meeting (“65th AGM”) of Nestlé India Limited (“the Company”)

The 65th AGM of the Company was held on Monday, 8th July 2024 through Video Conferencing/ Other Audio-Visual Means (“VC/ OAVM”). The 65th AGM commenced at 10:30 A.M. and concluded at 03:25 P.M.

Mr Suresh Narayanan, Chairman and Managing Director of the Company chaired the 65th AGM by welcoming all the members and introduced the Directors and the Company Secretary present at the meeting. Upon confirmation from the Company Secretary regarding requisite quorum being present, the Chairman called the meeting to order. Among other directors, the Chairperson of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee were also present at the 65th AGM as per the requirements of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). The participation of the Statutory Auditors, the Cost Auditors and the Secretarial Auditors were also acknowledged.

The Chairman also informed the members that the Statutory Registers as required under the Act and other relevant documents mentioned in the Notice of the 65th AGM were available for inspection throughout the 65th AGM.

Thereafter, the Chairman delivered his speech and briefed the members about the performance and operations of the Company during the fifteen months financial year ended 31st March 2024. He further brought to the notice of the members the achievements made by the Company during that period. His theme of the speech was “Our Path to Progress”, which the Chairman covered under the five pillars ‘Performance’, ‘Planet’, ‘Purpose’, ‘People’ and ‘Partnership’.

The Chairman stated that the Notice of the 65th AGM along with Explanatory Statement annexed thereto dated 12th June 2024 together with the Annual Report for the fifteen months financial year ended 31st March 2024, which had already been circulated to the members in the prescribed manner and also hosted on the website of the Company, the Stock Exchanges and NSDL, were taken as read.

The Chairman informed the members present, that there were no qualifications or observations or adverse remarks in the Reports of Statutory Auditors and Secretarial Auditors and therefore the said reports were taken as read.

The Chairman informed the members that, in terms of the provisions contained in Section 108 of the Act and the Rules made thereunder and the Listing Regulations, the Company had provided the facility of remote e-Voting on the resolutions proposed in the Notice of the 65th AGM from 5th July 2024 (9:00 A.M. IST) to 7th July 2024 (5:00 P.M. IST). He further informed that, those members, who participated through VC/ OAVM facility, were provided facility to e-Vote on NSDL portal during the 65th AGM, which ended 30 minutes after the announcement of conclusion of the 65th AGM.

Following agenda items of business, as set out at Item No. 1 to 7 of the Notice of the 65th AGM, were taken up at the meeting:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the fifteen months financial year ended 31st March 2024 including Balance Sheet as at 31st March 2024, the Statement of

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Profit and Loss and Cash Flow Statement for the fifteen months period ended on that date and the Reports of the Board of Directors and Auditors thereon;

2. To confirm payment of three Interim Dividends and declare final dividend on equity shares for the fifteen months financial year ended 31st March 2024;
3. To appoint a Director in place of Ms Svetlana Boldina (DIN: 10044338), who retires by rotation and being eligible, offers herself for re-appointment;

Special Business:

4. To approve ratification of remuneration payable to M/s. Ramanath Iyer & Co., Cost Accountants (Firm Registration No.: 000019), who have been appointed as Cost Auditors by the Board of Directors of the Company to conduct the audit of the cost accounting records for the products falling under the specified Customs Tariff Act Heading 0402, manufactured by the Company for the financial year 2024-25;
5. To approve borrowing any sums of money by the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/ to be obtained, in the ordinary course of business, shall not be in excess of Rs. 2,000 Crores over and above the aggregate of the paid-up equity share capital, free reserves and securities premium of the Company;
6. To approve appointment of Mr Sidharth Kumar Birla (DIN: 00004213) as an Independent Non-Executive Director of the Company, not liable to retire by rotation, with effect from 12th June 2024, and to hold office for a term of five consecutive years i.e. upto 11th June 2029; and
7. To approve continuation of payment of general licence fees (royalty) at the rate of 4.5%, net of taxes, of the net sales of the products sold by the Company to the Licensor as per the terms and conditions of the existing General Licence Agreements (GLAs) with effect from 8th July 2024.

The Chairman invited the speaker shareholders who had registered themselves with the Company, prior to the 65th AGM, to express their views/ raise queries, if any. All the queries were responded to by the Chairman and other Directors.

M/s. SCV & Company, LLP, Chartered Accountants, who were appointed by the Board of Directors as Scrutinizer, supervised the remote e-Voting and e-Voting during the 65th AGM. Upon receipt of the Scrutinizers Report, the Company will announce the voting results.

The Chairman thanked the members who participated at the 65th AGM and concluded the meeting.

The detailed proceedings of the 65th AGM will be submitted with the stock exchanges in due course.

Thanking you,

Yours truly,

NESTLÉ INDIA LIMITED

PRAMOD KUMAR RAI

COMPANY SECRETARY AND COMPLIANCE OFFICER

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Annexure-II

Details as required in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023

1. Date of the meeting	8 th July 2024
2. Brief details of items deliberated and results thereof	The results of remote e-Voting and e-Voting during the 65 th Annual General Meeting (“65 th AGM”), on the resolutions as set out at Item No. 1 to 7 of the Notice of the 65 th AGM, will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the Listing Regulations.
3. Manner of approval proposed for certain items	The Company had provided remote e-Voting facility to the members to exercise their votes electronically from 5 th July 2024 (9:00 A.M. IST) to 7 th July 2024 (5:00 P.M. IST) on the resolutions as set out at Item No. 1 to 7 of the Notice of the 65 th AGM. Members, who participated at the 65 th AGM through VC/ OAVM facility and had not cast their votes on the Resolution(s) using remote e-Voting, and who were otherwise eligible, were provided facility to e-Vote on the NSDL portal during the 65 th AGM.