

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: 57:24

12th June 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: Outcome of the Board Meeting:

- I. **Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”):**
 - a. **Approved appointment of Mr Sidharth Kumar Birla (DIN: 00004213) as an Additional Director and Independent Non-Executive Director of the Company for a term of five consecutive years with effect from 12th June 2024 and recommended to the members of the Company for their approval; and**
 - b. **Approved continuation of payment of general licence fees (royalty) at the current rate of 4.5% to Société des Produits Nestlé S.A. (“Licensor”) and recommended to the members of the Company for their approval.**
- II. **Revised date of the 65th Annual General Meeting (“65th AGM”) on Monday, 8th July 2024 to be convened through Video Conferencing/ Other Audio-Visual Means (VC/ OAVM); and**
- III. **Regulation 42 of the Listing Regulations: Consequent to change of date of 65th AGM, revised Record Date of 16th July 2024 fixed for determining the entitlement of final dividend for the fifteen months financial year ended 31st March 2024, if any, and revised date of payment of the final dividend, in case declared by the members, shall be on and from 6th August 2024.**

Dear Madam/ Sir,

This is to inform you that the Board of Directors of the Company, at its meeting held today, *inter-alia*, considered the following:

1. Approved appointment of Mr Sidharth Kumar Birla (DIN: 00004213) as an Additional Director and Independent Non-Executive Director of the Company and recommended to the members of the Company for their approval

The Board of Directors, on the recommendation of Nomination and Remuneration Committee, approved the appointment of Mr Sidharth Kumar Birla, as an Additional Director and Independent Non-Executive Director of the Company with effect from 12th June 2024 for a term of five (5) consecutive years i.e. upto 11th June 2029, and recommended the said appointment to the members of the Company for their approval by way of a Special Resolution at the 65th AGM.

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 given in Annexure-I to this letter.

2. Approved continuation of payment of general licence fees (royalty) at the existing rate of 4.5% to Société des Produits Nestlé S.A. (“Licensor”) and recommended to the members of the Company for their approval

Respecting the decision of the members and feedback from other stakeholders, the Board of Directors on the recommendation of the Audit Committee, with only the Independent Directors voting and the Executive Directors recusing, approved continuation of payment of general licence fees (royalty) by the Company to Société des Produits Nestlé S.A. (“Licensor”), being a related party as per the Regulation 2(1)(zb) of the Listing Regulations, at the

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current rate of 4.5%, net of taxes, of the net sales of the products sold by the Company as per the terms and conditions of the existing General Licence Agreements with the Licensor, and recommended the same for approval of the members of the Company by way of an Ordinary Resolution at the 65th AGM. Following high standards of corporate governance including shareholder rights, the aforesaid approval of members shall be sought by the Company every 5 (five) years in compliance with the applicable laws and regulations.

3. Revised date of the 65th AGM to Monday, 8th July 2024 through VC/ OAVM

The Board of Directors of the Company, for administrative reasons, have revised the date of 65th AGM to Monday, 8th July 2024 to be convened through Video Conferencing/ Other Audio-Visual Means (VC/ OAVM). Consequently, the Record Date for the purpose of determining entitlement of the members to the final dividend for the fifteen months financial year ended 31st March 2024 is revised to Tuesday, 16th July 2024. The final dividend, if declared by the members at the 65th AGM, shall be paid on and from 6th August 2024. Intimation of Record Date is enclosed. Electronic copy of the Annual Report for the fifteen months financial year ended 31st March 2024 and Notice of 65th AGM shall be sent in due course. The same shall also be uploaded on the Company's website at www.nestle.in.

The above supersedes our letter PKR:SG 52:24 dated 25th April 2024 to the extent of intimating that "the 65th Annual General Meeting of the Company shall be held on 5th July 2024 ("65th AGM"); the record date for the purpose of determining entitlement of the members to the final dividend for the fifteen months financial year ended 31st March 2024 is 15th July 2024 ("Record Date"); and the date of payment for final dividend shall be on and from 2nd August 2024 ("Payment Date").

The Meeting of the Board of Directors commenced at 17:35 hours and concluded at 18:10 hours.

The above is for your information and records.

Thanking you,

Yours truly,

NESTLÉ INDIA LIMITED

PRAMOD KUMAR RAI

COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl.: as above

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Annexure-I

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

S. No.	Details of events that need to be provided	Information of such event(s)
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Mr Sidharth Kumar Birla (DIN: 00004213) [Mr Birla] as an Additional Director and Independent Non-Executive Director of the Company
2.	Date of appointment & Term of appointment	With effect from 12 th June 2024 Term of appointment: For a term of five (5) consecutive years i.e. upto 11 th June 2029, subject to the approval of the members of the Company
3.	Brief Profile (in case of appointment)	<p>Mr Birla, aged 66 years, holds the qualifications of Master of Business Administration (MBA) from IMD, Lausanne, Switzerland and Bachelor of Science (B.Sc.) (Hons.) in Physics from University of Calcutta. He is also an alumnus of the Harvard Business School, USA. Mr Birla is an entrepreneur and has worked in various industries since 1977. He founded the businesses of Xpro India Limited ('Xpro'), a polymer processing company operating in a high-technology niche segment, in 1984 and has been the Executive Chairman of Xpro since 2000. Mr Birla served as a Central Council member of the Institute of Chartered Accountants of India for 3 terms as a Government nominee.</p> <p>He is a past President of the Federation of Indian Chamber of Commerce & Industry (FICCI) and serves on the Board of Governance of Birla Institute of Technology and Science, Pilani and other family-led educational and philanthropic institutions.</p> <p>Mr Birla is a Senior Finance and Governance professional with more than 45 years of experience in Corporate Governance, Strategic Issues, Acquisitions & Divestments, Company Law, Corporate & Financial Structuring, Operating financial management and understanding of industrial/business operations, Private Equity fund - creation, structuring and documentation etc.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr Birla is not related to any Director of the Company and is independent of the Management of the Company.
5.	Other disclosure(s)	Mr Birla is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India or any other authority.

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12th June 2024

- 1. BSE Limited (BSE)**
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
BSE Scrip Code: 500790
- 2. 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
- 3. National Securities Depository Limited**
Trade World, 4th Floor
Kamala Mills Compound
Senapati Bapat Marg, Lower Parel,
Mumbai – 400 013
- 4. Central Depository Services (India) Limited**
Phiroze Jeejeebhoy Towers
16th Floor, Dalal Street
Mumbai – 400 001
- 5. Alankit Assignments Ltd.**
4E/2 Jhandewalan Extension
New Delhi – 110 055

Subject: Revised Record Date for determining entitlement of the members to the final dividend for the fifteen months financial year ended 31st March 2024, if any

Dear Sir/ Madam,

Furnished below is the revised Record Date as per the prescribed format, for determining entitlement of the members to the final dividend for the fifteen months financial year ended 31st March 2024, if any, recommended by the Board of Directors at its Meeting held on 25th April 2024:

Name of the Company: Nestlé India Limited

ISIN: INE239A01024

SECURITY CODE	TYPE OF SECURITY AND PAID-UP VALUE	RECORD DATE	PURPOSE
BSE: 500790	EQUITY SHARES	Tuesday, 16 th July 2024	Record Date for determining entitlement of the members to the final dividend for the fifteen months financial year ended 31 st March 2024, if any.
NSE: NESTLEIND	Rs. 964,157,160/- (Re. 1/- per equity share)		

The Record Date of 15th July 2024 intimated under letter PKR:SG: 53:24 dated 25th April 2024 stands changed.

This is for your information and records.

Thanking you,

Yours truly,

NESTLÉ INDIA LIMITED

PRAMOD KUMAR RAI

COMPANY SECRETARY AND COMPLIANCE OFFICER