

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:GA:4:23

23.01.2023

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai – 400 001

Scrip Code – 500790

Subject : Certificate under Regulation 40(9) of the of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – for the financial year ended 31st December 2022.

Dear Madam/Sir,

Please find enclosed herewith certificate from a practicing Company Secretary for the financial year ended 31st December 2022, as required under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please take the above document on record.

Thanking you,

Yours truly,

NESTLÉ INDIA LIMITED

PRAMOD KUMAR RAI

COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl.: As above

CERTIFICATE
UNDER REGULATION 40 (9) OF THE
SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015
FOR THE FINANCIAL YEAR ENDED 31ST DECEMBER 2022

The Securities and Exchange Board of India (SEBI) vide gazette notification dated June 8, 2018, and vide its press release dated December 3, 2018, amended Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and has mandated that the transfer of securities would be carried out only in dematerialized form w.e.f. April 1, 2019. SEBI vide its press release dated March 27, 2019, also clarified that the transfer deeds lodged prior to the deadline and returned due to deficiency in the document may be re-lodged for transfer even after the deadline of April 1, 2019. Also vide its circular dated September 7, 2020, SEBI, has fixed March 31, 2021, as the cut-off date for re-lodgement of such transfer deeds and the shares that are re-lodged for transfers shall be issued only in demat mode. SEBI has also specified operational guidelines for transfer and dematerialization of re-lodged physical shares vide its circular dated December 2, 2020.

Further, Securities and Exchange Board of India (SEBI) vide its Gazette Notification no. SEBI/LAD-NRO/GN/2022/66 dated January 24, 2022 read with circular number SEBI/HO/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated that listed companies shall henceforth issue securities in dematerialized form only, while processing requests for inter alia issue of duplicate securities certificate, renewal/exchange of securities certificate, endorsement, sub-division/ splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition. The circular further mandates that RTA/ Issuer companies shall after verifying and processing the requests, issue a 'Letter of confirmation' in lieu of physical securities certificate(s) to the securities holder/ claimant within 30 days of the receipt of such requests after removing objections, if any.

Accordingly, on the basis of examination of the relevant documents relating to equity shares of **NESTLÉ INDIA LIMITED (CIN: L15202DL1959PLC003786)**, having its registered office at 100 / 101, World Trade Centre, Barakhamba Lane, New Delhi - 110 001, maintained and provided electronically by **ALANKIT ASSIGNMENTS LIMITED (Registrar & Share Transfer Agent)** having its office at Alankit House, 4E/2, Jhandewalan Extension, New Delhi - 110 055, pertaining to the period from **January 01, 2022 to December 31, 2022** for the purpose of issuing a Certificate as per Regulation 40(9) of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, and as per the listing agreement as entered into by, **NESTLÉ INDIA LIMITED** with **BSE Limited** and based on the information provided by the Company, I hereby certify that during the financial year ended on **December 31, 2022:**



A - 85, Second Floor,
Tagore Garden Extension,
New Delhi - 110 027
Telefax: +91-11-2591-3507,
e-mail: nsk.company@gmail.com
ICSI Unique Code: S2005DE080000

- A) There were no cases of Share Transfer during the period from January 01, 2022, to December 31, 2022. Hence, the issue of Share Certificate(s)/ receipts/ advices, as may be applicable, relating to the Share Transfers within 15 days from the respective date of lodgment of each deed is not applicable and therefore, no Share Certificate(s)/ receipts/ advices, as may be applicable, relating to Share Transfer Deeds were issued.
- B) Share Certificate(s)/ Letter of Confirmation, as the case may be, relating to the transmission/ change of name of shareholders, sub - division, consolidation, renewal, exchange or issue of duplicate share certificates, as received during the period from **January 01, 2022 to December 31, 2022**, have been issued within thirty days of the date of transmission/ change of name of shareholders, sub - division, consolidation, renewal, exchange or issue of duplicate share certificates from the respective date of lodgment excepting those rejected on technical grounds.

**For N. Kochhar & Co.
Company Secretaries**

NITIN
KOCHHAR

Digitally signed by
NITIN KOCHHAR
Date: 2023.01.23
16:07:25 +05'30'

**Nitin Kochhar
CP No. FCS - 6691
UDIN: F006235D003035316**

**Date: January 23, 2023
Place: New Delhi**

