

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:JK: 35:2025-26

24th July 2025

BSE Limited (BSE)

Phiroze Jeejeebhoy Towers,

Dalal Street,

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"): Voting Results of the Extraordinary General Meeting ("EGM") held today - All Items of Agenda approved by the members of the Company

Dear Madam/ Sir,

Further to our letter no. PKR:SG:JK: 34:2025-26 dated 24th July 2025, this is to inform you that the members of the Company, at the EGM held today i.e., 24th July 2025, through video conferencing/ other audio-visual means, have approved all items of business contained in the Notice of the EGM dated 26th June 2025 with requisite majority, as detailed hereunder:

1. Issue of bonus equity shares in the ratio of 1:1, i.e., one (1) bonus equity share of face value of ₹1/- each for every one (1) fully paid-up equity share of face value of ₹1/- each by capitalising a sum not exceeding ₹96.42 crore out of the retained earnings of the Company.
2. Increase the authorised share capital from ₹100,00,00,000/- (Rupees one hundred crore only) to ₹200,00,00,000/- (Rupees two hundred crore only) and consequent alteration to the Capital Clause (Clause 5) of the Memorandum of Association of the Company.

The details of voting results, as per the requirements of Regulation 44 of the Listing Regulations in the prescribed format and Scrutinizer Report are enclosed.

Thanking you,

Yours truly,

NESTLÉ INDIA LIMITED

PRAMOD KUMAR RAI

COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl.: as above

Consolidated Report of Scrutinizer(s) on voting through e-voting system and through remote e-voting

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, and as per the Ministry of Corporate Affairs (MCA) General Circular No. 14/2020 dated 8.04.2020, General Circular No. 17/2020 dated 13.04.2020, General Circular No. 09/2024 dated 19.09.2024 and other circulars issued in this respect by MCA and the Securities and Exchange Board of India (SEBI)]

To,
The Chairman
Extraordinary General Meeting of the Equity Shareholders
of Nestlé India Limited, held on Thursday, 24th day of July, 2025 at 03:00 P.M. Indian Standard Time ("IST"),
through Video Conferencing/ Other Audio-Visual Means Facility

Dear Sir,

I, Abhinav Khosla, Partner of SCV & Co. LLP, Chartered Accountants, bearing ICAI Registration No.: 000235N/N500089, having its Registered Office situated at B – 41, Lower Ground Floor, Panchsheel Enclave, New Delhi – 110017, have been appointed as the Scrutinizer for the purpose of scrutinizing the voting on the below mentioned resolution(s), through e-voting system during the Extraordinary General Meeting ("EGM") of the Equity Shareholders of Nestlé India Limited (the "Company"), held on Thursday, 24th day of July, 2025 at 03:00 P.M. IST through Video Conferencing and Other Audio Visual Means ("VC/OAVM") facility and through remote e-voting during the period from 21st July, 2025 (9:00 A.M. IST) to 23rd July, 2025 (5:00 P.M. IST), in a fair and transparent manner and ascertaining the requisite majority on voting through e-voting system and remote e-voting carried out as per the provisions of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, and as per the MCA General Circular No. 14/2020 dated 8.04.2020, General Circular No. 17/2020 dated 13.04.2020, General Circular No. 09/2024 dated 19.09.2024 and other circulars issued by MCA and SEBI in this regard.

1. The remote e-voting period remained open from 21st July, 2025 (9:00 A.M. IST) to 23rd July, 2025 (5:00 P.M. IST) and was disabled for remote e-voting thereafter.
2. The members holding shares as on the "cut off" date i.e., 17th July, 2025 were entitled to vote on the proposed resolutions (item no. 1 and 2 as set out in the Notice of the EGM of Nestlé India Limited) by remote e-voting system prior to the EGM and e-voting system during the EGM.
3. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting prior to EGM and conducting e-voting during the EGM by the members of the Company.
4. The Company had provided e-voting facility for the members to vote during the EGM, who attended the meeting through VC/OAVM and had not voted on resolutions through remote e-voting, to cast their vote during the EGM.
5. After the conclusion of the e-voting at the EGM, the votes cast by the members present through VC/OAVM at the EGM through e-voting system and through remote e-voting facility, were downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com/>) on 24th July, 2025 around 03:58 P.M. IST.
6. I have scrutinized and reviewed the votes cast by the members through remote e-voting process before the EGM of the Company and through e-voting process during the EGM of the Company based on the data downloaded from the NSDL e-voting system.
7. The results of remote e-voting and e-voting during the EGM were unblocked by myself at around 03:58 P.M. IST on 24th July, 2025, in the presence of two witnesses, Ms. Muskan Goyal, R/o B-450, B-Block, Sector 19, Noida, Uttar Pradesh 201301 and Mr. Ritik Gupta, R/o H-75, Gali No. 5, Shakarpur, Laxmi Nagar, New Delhi 110092, who are not in the employment of the Company, by accessing the data downloaded by myself from the website www.evoting.nsdl.com of NSDL. They both have signed as witnesses below in confirmation of the votes being unblocked in their presence.


Name: Muskan Goyal


Name: Ritik Gupta



8. The Management of the Company is responsible to ensure the compliances with regard to conducting the EGM of the members of the Company through VC/OAVM and to organize the process of remote e-voting and e-voting system during the EGM of the Company in accordance with the provisions of the Companies Act, 2013 read with the Rules made thereunder, the MCA & SEBI Circulars issued in this regard.

My responsibility as the Scrutinizer for ascertaining the requisite majority on voting through e-voting system and remote e-voting is limited to prepare and submit the Scrutinizer's report of the votes casted "in favour" or "against" the resolutions by the members of the Company on the basis of the data downloaded from e-voting website of NSDL.

9. The consolidated report on the result of the voting through e-voting system and remote e-voting are as under:

SPECIAL BUSINESS

Item No. 1: Ordinary Resolution

To approve the issue of bonus equity shares to the members of the Company in the ratio 1:1.

I. Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
2450	776239976	97.76

II. Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
95	17810671	2.24

Item No. 2: Ordinary Resolution

To increase the Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association.

I. Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
2440	776439695	97.78

II. Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
99	17607919	2.22

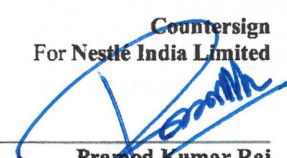
Thanking you,

Yours faithfully,


Abhinav Khosla
Partner, SCV & Co. LLP, Chartered Accountants
(ICAI Registration No. 000235N/N500089)
Membership No.: 087010
UDIN: 25087010BMMLQY4866



Countersign
For Nestle India Limited


Pramod Kumar Rai
Company Secretary and Compliance Officer
(Authorised by the Chairman)

Place: Noida
Dated: 24.07.2025

Place: Gurugram
Date: 24/07/2025

General information about company	
Scrip code	500790
NSE Symbol	NESTLEIND
MSEI Symbol	NOTLISTED
ISIN	INE239A01024
Name of the company	NESTLE INDIA LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-07-2025
Start time of the meeting	03:00 PM
End time of the meeting	03:58 PM

Scrutinizer Details	
Name of the Scrutinizer	Abhinav Khosla
Firms Name	SCV & Co. LLP
Qualification	CA
Membership Number	087010
Date of Board Meeting in which appointed	26-06-2025
Date of Issuance of Report to the company	24-07-2025

Voting results	
Record date	17-07-2025
Total number of shareholders on record date	539491
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	219
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve issue of bonus equity shares to the members of the Company in the ratio 1:1				
Category	Mode of voting	No. of shares held	No. 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 and Promoter Group	E-Voting	605150790	605150790	100	605150790	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	605150790	605150790	100	605150790	0	100	0
Public- Institutions	E-Voting	206869420	181802083	87.8825	163995319	17806764	90.2054	9.7946
	Poll							
	Postal Ballot (if applicable)							
	Total	206869420	181802083	87.8825	163995319	17806764	90.2054	9.7946
Public- Non Institutions	E-Voting	152136950	7097774	4.6654	7093867	3907	99.945	0.055
	Poll							
	Postal Ballot (if applicable)							
	Total	152136950	7097774	4.6654	7093867	3907	99.945	0.055
Total		964157160	794050647	82.357	776239976	17810671	97.757	2.243
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To increase the Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association				
Category	Mode of voting	No. of shares held	No. 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 and Promoter Group	E-Voting	605150790	605150790	100	605150790	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	605150790	605150790	100	605150790	0	100	0
Public- Institutions	E-Voting	206869420	181799182	87.8811	164195206	17603976	90.3168	9.6832
	Poll							
	Postal Ballot (if applicable)							
	Total	206869420	181799182	87.8811	164195206	17603976	90.3168	9.6832
Public- Non Institutions	E-Voting	152136950	7097642	4.6653	7093699	3943	99.9444	0.0556
	Poll							
	Postal Ballot (if applicable)							
	Total	152136950	7097642	4.6653	7093699	3943	99.9444	0.0556
Total		964157160	794047614	82.3567	776439695	17607919	97.7825	2.2175
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	