

## 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: 34:2025-26

24<sup>th</sup> 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 : Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"): Extraordinary General Meeting convened today through video conferencing/ other audio-visual means ("VC/OAVM") facility**

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Dear Madam/ Sir,

This is to inform you that the Extraordinary General Meeting ("EGM") of the Company was convened today i.e., 24<sup>th</sup> July 2025, through VC/ OAVM facility, to approve: a) issuance of bonus equity shares in the ratio of 1:1; and b) increase in 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.

For voting on the resolutions as set out at Item No. 1 and 2 of the Notice of the EGM dated 26<sup>th</sup> June 2025, the Company had provided remote e-Voting facility to the members from 21<sup>st</sup> July 2025 (9:00 A.M. IST) to 23<sup>rd</sup> July 2025 (5:00 P.M. IST) on the e-Voting portal of National Securities Depository Limited ("NSDL Portal"). Further, those members who participated in the EGM through VC/ OAVM facility were provided facility to e-Vote on NSDL Portal during the EGM. The voting results on all the resolutions as placed before the EGM will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the Listing Regulations.

The summary proceedings of the EGM is enclosed as 'Annexure – I'. Further, the details as required in accordance with the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11<sup>th</sup> November 2024 is enclosed as 'Annexure – II'. The video recording of the EGM 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 Extraordinary General Meeting (“EGM”) of Nestlé India Limited (“the Company”)**

The EGM of the Company was held on Thursday, 24<sup>th</sup> July 2025 through video conferencing/ other audio-visual means (“VC/ OAVM”) facility. The EGM commenced at 3:00 P.M. (IST) and concluded at 4:00 P.M. (IST). The deemed venue of the meeting was Registered Office of the Company situated at 100/ 101, World Trade Centre, Barakhamba Lane, New Delhi – 110 001.

Mr. Suresh Narayanan, Chairman and Managing Director of the Company chaired the EGM by welcoming all the members and introduced the Directors, Key Managerial Personnel 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 EGM 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 stated that the Notice of the EGM along with Explanatory Statement annexed thereto dated 26<sup>th</sup> June 2025, which had already been circulated to the members in the prescribed manner and also hosted on the website of the Company, BSE Limited, National Stock Exchange of India Limited and National Securities Depository Limited (“NSDL”), were taken as read. The relevant documents mentioned in the Notice of the EGM were available for inspection throughout the EGM.

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 EGM from 21<sup>st</sup> July 2025 (9:00 A.M. IST) to 23<sup>rd</sup> July 2025 (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 EGM, which was closed along with closure of the EGM, including thirty minutes provided for e-Voting.

Following Special Business, as set out at Item No. 1 and 2 of the Notice of the EGM, were taken up at the meeting:

1. Ordinary resolution to issue 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. Ordinary resolution to 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 Chairman invited the speaker shareholders who had pre-registered themselves with the Company and confirmed prior to the EGM, to express their views/ raise queries, if any, on the above Special Business as set out at the Item No. 1 and 2 of the Notice of the EGM. All the queries were responded by the Chairman.

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

The Chairman thanked the members who participated at the EGM, and concluded the meeting.

The detailed proceedings of the EGM 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 Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11<sup>th</sup> November 2024**

Date of the meeting	24 <sup>th</sup> July 2025 (Thursday)
Brief details of items deliberated and results thereof	The results of remote e-Voting and e-Voting during the Extraordinary General Meeting (“EGM”), on the resolutions as set out at Item No. 1 and 2 of the Notice of the EGM, will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the Listing Regulations.
Manner of approval proposed for certain items	The Company had provided remote e-Voting facility to the members to exercise their votes electronically from 21 <sup>st</sup> July 2025 (9:00 A.M. IST) to 23 <sup>rd</sup> July 2025 (5:00 P.M. IST) on the resolutions as set out at Item No. 1 and 2 of the Notice of the EGM. Members, who participated at the EGM 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 EGM.

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