

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: 21:2025-26

26th June 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 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"): Outcome of the Board Meeting

Dear Madam/ Sir,

This is to inform you that the Board of Directors of the Company, at its meeting held today i.e. 26th June 2025, *inter-alia*, considered and approved the following:

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, held by the members of the Company as on the record date, by capitalising a sum not exceeding ₹96,41,57,160/- (Rupees ninety six crore forty one lakh fifty seven thousand one hundred and sixty only) out of the retained earnings of the Company, subject to the approval of the members of the Company.

The record date for determining the entitlement of the members of the Company to receive bonus equity shares will be announced in due course.

The details as required in accordance with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, are enclosed as 'Annexure – I'.

2. Alteration to the Capital Clause (Clause 5) of the Memorandum of Association of the Company 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), subject to the approval of the members of the Company.
3. Convening of an extraordinary general meeting ("EGM") of the Company on Thursday, 24th July 2025, through video conferencing/ other audio-visual means (VC/ OAVM) for the purpose of issuing bonus equity shares and making alteration to the existing Capital Clause of Memorandum of Association. A soft copy of the EGM Notice shall be sent in due course.

The meeting of Board of Directors of the Company commenced at 9:30 A.M. (IST) and concluded at 9:55 A.M. (IST).

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**

Details as required in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024

Sr. No.	Particulars	Details																								
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity shares of face value of ₹1/- (Rupee one only) each.																								
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/ GDR), qualified institutions placement, preferential allotment etc.)	Bonus issue of 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.																								
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	96,41,57,160 equity shares of face value of ₹1/- each amounting to ₹96,41,57,160/-.																								
4.	Whether bonus is out of free reserves created out of profits or share premium account	The bonus equity shares will be issued out of the retained earnings (free reserves) as per the audited financial statements of the Company for the year ended 31 st March 2025.																								
5.	Bonus ratio	1:1, i.e., one (1) bonus equity share for every one (1) fully paid-up equity share held by the members of the Company.																								
6.	Details of share capital - pre and post bonus issue	<table border="1"> <thead> <tr> <th rowspan="2">Share Capital</th> <th colspan="2">Pre Bonus Issue</th> <th colspan="2">Post Bonus Issue</th> </tr> <tr> <th>No. of Shares</th> <th>Face Value (₹)</th> <th>No. of Shares</th> <th>Face Value (₹)</th> </tr> </thead> <tbody> <tr> <td>Authorised</td> <td>100,00,00,000</td> <td>1</td> <td>200,00,00,000</td> <td>1</td> </tr> <tr> <td>Paid-up</td> <td>96,41,57,160</td> <td>1</td> <td>192,83,14,320</td> <td>1</td> </tr> <tr> <td>Subscribed</td> <td>96,41,57,160</td> <td>1</td> <td>192,83,14,320</td> <td>1</td> </tr> </tbody> </table>	Share Capital	Pre Bonus Issue		Post Bonus Issue		No. of Shares	Face Value (₹)	No. of Shares	Face Value (₹)	Authorised	100,00,00,000	1	200,00,00,000	1	Paid-up	96,41,57,160	1	192,83,14,320	1	Subscribed	96,41,57,160	1	192,83,14,320	1
Share Capital	Pre Bonus Issue			Post Bonus Issue																						
	No. of Shares	Face Value (₹)	No. of Shares	Face Value (₹)																						
Authorised	100,00,00,000	1	200,00,00,000	1																						
Paid-up	96,41,57,160	1	192,83,14,320	1																						
Subscribed	96,41,57,160	1	192,83,14,320	1																						
7.	Free reserves and/ or share premium required for implementing the bonus issue	₹96,41,57,160 (Rupees ninety six crore forty one lakh fifty seven thousand one hundred and sixty only) out of the retained earnings (free reserve).																								
8.	Free reserves and/ or share premium available for capitalization and the date as on which such balance is available	Retained earnings (free reserves) as per the audited financial statements for the year ended 31 st March 2025: ₹4,008.95 crore.																								
9.	Whether the aforesaid figures are audited	Yes, figures considered are based on audited financial statements for the year ended 31 st March 2025.																								
10.	Estimated date by which such bonus shares would be credited/ dispatched	Within two (2) months from the date of approval by the Board of Directors i.e., on or before 25 th August 2025.																								

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