

## 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: 22:2025-26**

**26<sup>th</sup> 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 : Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"): 66<sup>th</sup> Annual 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 66<sup>th</sup> Annual General Meeting ("66<sup>th</sup> AGM") of the Company convened today i.e., 26<sup>th</sup> June 2025, through VC/ OAVM facility.

For voting on the resolutions as set out at Item No. 1 to 7 of the Notice of the 66<sup>th</sup> AGM, the Company had provided remote e-Voting facility to the members from 23<sup>rd</sup> June 2025 (9:00 A.M. IST) to 25<sup>th</sup> June 2025 (5:00 P.M. IST) on the e-Voting portal of National Securities Depository Limited ("NSDL"). Further, those members who participated at the 66<sup>th</sup> AGM through VC/ OAVM facility were provided facility to e-Vote on NSDL portal during the 66<sup>th</sup> AGM. The voting results on all the resolutions as placed before the 66<sup>th</sup> AGM will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the Listing Regulations.

The summary proceedings of the 66<sup>th</sup> AGM 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 one-way webcast facility was made available to the non-members during the 66<sup>th</sup> AGM. The video recording of the 66<sup>th</sup> AGM 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 66<sup>th</sup> Annual General Meeting (“66<sup>th</sup> AGM”) of Nestlé India Limited (“the Company”)**

The 66<sup>th</sup> AGM of the Company was held on Thursday, 26<sup>th</sup> June 2025 through video conferencing/ other audio-visual means (“VC/ OAVM”) facility. The 66<sup>th</sup> AGM commenced at 10:30 A.M. and concluded at 1:20 P.M. 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 66<sup>th</sup> AGM by welcoming all the members and introduced the Directors 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 66<sup>th</sup> AGM 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 also informed the members that the Statutory Registers as required under the Act and other relevant documents mentioned in the Notice of the 66<sup>th</sup> AGM were available for inspection throughout the 66<sup>th</sup> AGM.

Thereafter, the Chairman delivered his speech and briefed the members about the performance and operations of the Company during the financial year ended 31<sup>st</sup> March 2025. He further brought to the notice of the members the achievements made by the Company during that period. His focus was on six key themes that defined our promise, our progress, our path of the decade spanning 2015 to 2025 covering ‘Performance, Innovation and Value Creation’, ‘Speed, Technology and Digital Transformation’, ‘People’, ‘Partnerships’, ‘Purpose’, ‘Culture and Values’.

The Chairman stated that the Notice of the 66<sup>th</sup> AGM along with Explanatory Statement annexed thereto dated 24<sup>th</sup> April 2025 together with the Annual Report for the financial year ended 31<sup>st</sup> March 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 Chairman informed the members present, that there were no qualifications or observations or adverse remarks in the Reports of Statutory Auditors and Secretarial Auditors and therefore the said reports were taken as read.

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 66<sup>th</sup> AGM from 23<sup>rd</sup> June 2025 (9:00 A.M. IST) to 25<sup>th</sup> June 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 66<sup>th</sup> AGM, which was closed along with closure of the 66<sup>th</sup> AGM, including thirty minutes provided for e-Voting.

Following agenda items of business, as set out at Item No. 1 to 7 of the Notice of the 66<sup>th</sup> AGM, were taken up at the meeting:

#### Ordinary Business:

1. To receive, consider and adopt: a) the audited standalone financial statements of the Company for the financial year 2024-25 including Balance Sheet as at 31<sup>st</sup> March 2025, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors’ thereon; and b) the audited consolidated financial statements of the Company for the financial year 2024-25 including Balance Sheet as at 31<sup>st</sup> March 2025, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the Report of the Auditors’ thereon;

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2. To confirm payment of two Interim Dividends and declare final dividend on equity shares for the financial year ended 31<sup>st</sup> March 2025;
3. To appoint a Director in place of Mr. Satish Srinivasan (DIN: 10173407), who retires by rotation and being eligible, offers himself for re-appointment;

Special Business:

4. To approve ratification of remuneration payable to M/s. Ramanath Iyer & Co., Cost Accountants (Firm Registration No.: 000019), who have been appointed as Cost Auditors by the Board of Directors of the Company to conduct the audit of the cost accounting records for the products falling under the specified Customs Tariff Act Heading 0402, manufactured by the Company for the financial year 2025-26;
5. To approve re-appointment of Mr. PR Ramesh (DIN: 01915274) as an Independent Non-Executive Director of the Company, not liable to retire by rotation, with effect from 1<sup>st</sup> July 2025, and to hold office for a second term of five consecutive years i.e., upto 30<sup>th</sup> June 2030;
6. To approve appointment of Mr. Manish Tiwary (DIN: 02572830) as a “non-retiring Director” and “Managing Director” of the Company, with effect from 1<sup>st</sup> August 2025, to hold office for a term of five consecutive years i.e., upto 31<sup>st</sup> July 2030; and
7. To appoint M/s. S. N. Ananthasubramanian & Co., Practicing Company Secretaries (Firm Registration No. P1991MH040400), as the Secretarial Auditors of the Company, for a term of five consecutive years, to hold office from the conclusion of 66<sup>th</sup> Annual General Meeting till the conclusion of 71<sup>st</sup> Annual General Meeting to be held in the year 2030, covering the period from the financial year ending 31<sup>st</sup> March 2026 till the financial year ending 31<sup>st</sup> March 2030.

The Chairman invited the speaker shareholders who had pre-registered themselves with the Company and confirmed prior to the 66<sup>th</sup> AGM, to express their views/ raise queries, if any. All the queries were responded to by the Chairman and other Directors.

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 66<sup>th</sup> AGM. Upon receipt of the Scrutinizers Report, the Company will announce the voting results.

The Chairman thanked the members who participated at the 66<sup>th</sup> AGM and concluded the meeting.

The detailed proceedings of the 66<sup>th</sup> AGM 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	26 <sup>th</sup> June 2025 (Thursday)
Brief details of items deliberated and results thereof	The results of remote e-Voting and e-Voting during the 66 <sup>th</sup> Annual General Meeting (“66 <sup>th</sup> AGM”), on the resolutions as set out at Item No. 1 to 7 of the Notice of the 66 <sup>th</sup> AGM, 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 23 <sup>rd</sup> June 2025 (9:00 A.M. IST) to 25 <sup>th</sup> June 2025 (5:00 P.M. IST) on the resolutions as set out at Item No. 1 to 7 of the Notice of the 66 <sup>th</sup> AGM. Members, who participated at the 66 <sup>th</sup> AGM 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 66 <sup>th</sup> AGM.

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