Notice is hereby given that:

1. the 61st Annual General Meeting of the Company ("61st AGM") will be convened on Friday, 19th June 2020 at 10:00 a.m. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the Ordinary and Special Business, as set out in the Notice of the 61st AGM, in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listings Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, issued by the Ministry of Corporate Affairs ("MCA Circular/s") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI Circular"), without the physical presence of the Members at a common venue.

2. in terms of MCA Circular/s and SEBI Circular, the Notice of the 61st AGM and the Annual Report for the year 2019 including the Audited Financial Statements for the year ended 31st December 2019 ("Annual Report") has been sent by email to those Members whose email addresses are registered with the Company/Depository Participants(s). The requirements of sending physical copy of the Notice of the 61st AGM and Annual Report to the Members have been dispensed with vide MCA Circular/s and SEBI Circular.

3. Members holding shares either in physical form or in dematerialized form, as on the cut-off date of 12th June 2020 may cast their vote electronically on the Ordinary and Special Business, as set out in the Notice of the 61st AGM through electronic voting system ("remote e-Voting") of National Securities Depository Limited ("NSDL"). All the members are informed that:

(i) the Ordinary and Special Business, as set out in the Notice of the 61st AGM, will be transacted through voting by electronic means;
(ii) the remote e-Voting shall commence on Tuesday, 16th June 2020 at 9:00 a.m. IST;
(iii) the remote e-Voting shall end on Thursday, 18th June 2020 at 5:00 p.m. IST;
(iv) the cut-off date, for determining the eligibility to vote through remote e-Voting or through the e-Voting system during the 61st AGM, is 12th June 2020;
(v) any person, who becomes Member of the Company after sending the Notice of the 61st AGM by email and holding shares as on the cut-off date i.e. 12th June 2020, may obtain the login ID and password by sending a request at e-voting@nsdl.co.in or investor@in.nestle.com. However, if a person is already registered with NSDL, for remote e-Voting then existing user ID and password can be used for casting vote;
(vi) Members may note that: a) the remote e-Voting module shall be disabled by NSDL, after the aforesaid date and time for voting and once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently; b) the Members who have cast their vote by remote e-Voting prior to the 61st AGM may participate in the 61st AGM through VC/OAVM Facility but shall not be entitled to cast their vote again through the e-Voting system during the 61st AGM; c) the Members participating in the 61st AGM and who had not cast their vote by remote e-Voting, shall be entitled to cast their vote through the e-Voting system during the 61st AGM; and d) a person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting, participating in the 61st AGM through VC/OAVM Facility and e-Voting during the 61st AGM;
(vii) the Notice of the 61st AGM and the Annual Report are available on the website of the Company at www.nestle.in and the website of BSE Limited at www.bseindia.com. The Notice of the 61st AGM is also available on the website of NSDL at https://www.evoting.nsdl.com; and
(viii) in case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no. 1800-222-990 or send a request at e-voting@nsdl.co.in or contact Mr. Amit Vishal, Senior Manager or Ms Pallavi Mhatre, Manager National Securities Depository Ltd., Trade World, A Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013. The designated email ID's: evoting@nsdl.co.in or AmitV@nsdl.co.in or pallavi@nsdl.co.in or at telephone nos.: +91 22 949 4360 or +91 99202 64780 or +91 22 949 4545, who will also address the grievances connected with the voting by electronic means. Members may also write to the Company Secretary at the Company’s email address investor@in.nestle.com.
(ix) those Members holding shares in physical form, whose email addresses are not registered with the Company, may register their email address by sending, scanned copy of a signed request letter mentioning name, folio number and complete address, self attested scanned copy of the PAN Card, and self attested scanned copy of any document (such as AADHAR Card, Driving Licence, Election Identity Card, Passport) in support of the address of the Member as registered with the Company, by email to investor@in.nestle.com. Members holding shares in demat form can update their email address with their Depository Participant.

4. the Register of Members and the Share Transfer books of the Company will remain closed from Saturday, 13th June 2020 to Friday, 19th June 2020 (both days inclusive) for annual closing and determining the entitlement of the Members to the Final dividend for 2019. The Final Dividend, if approved by the Members, is proposed to be paid on and from 6th July 2020. In the event the Company is unable to pay the dividend to any Member directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/ demand draft to such Member, at the earliest once the normalcy is restored.