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:GA: 21:23

19.03.2023

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400 001

BSE Scrip Code - 500790

## Subject : <u>Newspaper Advertisement – Notice of the 64<sup>th</sup> Annual General Meeting, Remote e-Voting</u> information and Record Date etc.

Dear Sir/ Madam,

Please find attached herewith copies of newspaper advertisements published in the columns of English Daily "Financial Express" Delhi and Mumbai editions and Hindi Daily "Jansatta" Delhi edition on 19<sup>th</sup> March 2023, both newspapers having electronic editions, intimating details regarding e-Voting information for the 64<sup>th</sup> Annual General Meeting of the Company in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 and 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The same shall also be uploaded on the Company's website.

This is for your information and records.

Thanking you,

Yours truly, NESTLÉ INDIA LIMITED

# PRAMOD KUMAR RAI COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl.: As above

## NESTLÉ INDIA LIMITED (CIN: L15202DL1959PLC003786)

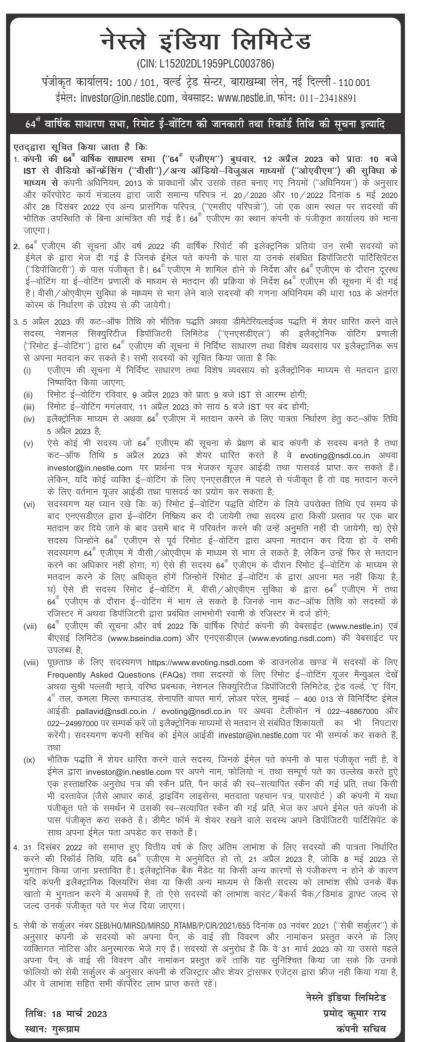
Regd. Office: 100 / 101, World Trade Centre, Barakhamba Lane, New Delhi-110 001 Email: investor@in.nestle.com; Website: www.nestle.in; Ph: 011-23418891

### NOTICE OF THE 64<sup>th</sup> ANNUAL GENERAL MEETING, REMOTE E-VOTING INFORMATION AND RECORD DATE ETC.

#### Notice is hereby given that:

- 1. The 64<sup>th</sup> Annual General Meeting of the Company ("64<sup>th</sup> AGM") will be convened on Wednesday, 12<sup>th</sup> April 2023 at 10:00 A.M. IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") facility to transact the Ordinary and Special Business, as set out in the Notice of the 64<sup>th</sup> AGM, as per the provisions of the Companies Act, 2013 ("the Act") and Rules framed thereunder read with General Circular Nos. 20/2020 and 10/2022 dated 5<sup>th</sup> May 2020 and 28<sup>th</sup> December 2022, respectively, and other relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars"), without the physical presence of the members at a common venue. The deemed venue for the 64<sup>th</sup> AGM shall be the Registered Office of the Company.
- 2. Electronic copies of the Notice of the 64<sup>th</sup> AGM and the Annual Report for the year 2022 have been sent by email to all those members, whose email address are registered with the Company / Depository Participant(s) ("Depository"). The instructions for joining the 64<sup>th</sup> AGM and the manner of participation in the remote electronic voting or casting vote through the e-voting system during the 64<sup>th</sup> AGM are provided in the Notice of the 64<sup>th</sup> AGM. Members participating in the 64<sup>th</sup> AGM through the VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 3. Members holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 5<sup>th</sup> April 2023 may cast their vote electronically on the Ordinary and Special Business, as set out in the Notice of the 64<sup>th</sup> AGM through electronic voting system ("remote e-Voting") of National Securities Depository Limited("NSDL"). All the members are informed that:
  - the Ordinary and Special Business, as set out in the Notice of the 64<sup>th</sup> AGM will be transacted through voting by electronic means;
  - (ii) the remote e-Voting shall commence on Sunday, 9th April 2023 at 9:00 A.M. IST;
  - (iii) the remote e-Voting shall end on Tuesday, 11th April 2023 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 64<sup>th</sup>AGM, is 5<sup>th</sup> April 2023;
  - (v) any person who becomes member of the Company after dispatching the Notice of the 64<sup>th</sup> AGM by email and holding shares as on the cut-off date i.e. 5<sup>th</sup> April 2023, may obtain the login ID and password by sending a request at evoting@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) members who have cast their vote by remote e-Voting prior to the 64<sup>m</sup> AGM may participate in the 64<sup>m</sup> AGM through VC/OAVM facility but shall not be entitled to cast their vote again through the e-Voting system during the 64<sup>m</sup> AGM; c) members participating in the 64<sup>m</sup> AGM and who had not cast their vote by remote e-Voting, shall be entitled to cast their vote through e-Voting system during the 64<sup>m</sup> 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, participation in the 64<sup>m</sup> AGM through VC/OAVM facility and e-Voting during the 64<sup>m</sup> AGM;
  - (vii) the Notice of the 64<sup>th</sup> AGM and the Annual Report for the year 2022, are available on the websites of the Company (www.nestle.in), BSE Limited (www.bseindia.com) and NSDL (www.evoting.nsdl.com);
  - (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 send a request at evoting@nsdl.co.in or contact Ms. Pallavi Mhatre, Senior Manager, NSDL, Trade World, 'A' Wing, 4<sup>th</sup> Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, at the designated email IDs: evoting@nsdl.co.in or pallavid@nsdl.co.in or at telephone nos. :022-48867000 and 022-24997000, 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; and
  - (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 Record Date for determining entitlement of members to the final dividend for the financial year ended 31<sup>st</sup> December 2022, if approved at the 64<sup>sh</sup> AGM, is 21<sup>st</sup> April 2023, which is proposed to be paid on and from 8<sup>sh</sup> May 2023. 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 or for any other reasons, the Company shall dispatch the dividend warrant/ Banker's cheque/ demand draft to such members at their registered address, as soon as possible.
- 5. Individual notices and reminders have been sent to the members of the Company to furnish their PAN, KYC details and Nomination as per SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 03<sup>rd</sup> November 2021 ("SEBI Circular"). Members are requested to furnish their PAN, KYC details and Nomination on or before 31<sup>st</sup> March 2023 to ensure that their folio(s) are not frozen by the Company's Registrar and Share Transfer Agents as per the SEBI Circular and they continue to receive all corporate benefits including dividend(s).

Date: 18 March 2023 Place: Gurugram	Nestlé India Limited Pramod Kumar Rai Company Secretary
SUNDAY, MARCH 19, 2023	WWW.FINANCIALEXPRESS.COM



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