



June 7, 2023

**National Stock Exchange of India Limited**

Exchange Plaza, C-1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai 400 051  
Scrip Code – TATACONSUM

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400001  
Scrip Code - 500800

**The Calcutta Stock Exchange Limited**

7 Lyons Range  
Kolkata 700 001  
Scrip Code – 10000027 (Demat)  
27 (Physical)

**Sub: Summary of Proceedings of the 60<sup>th</sup> Annual General Meeting of the Company held on June 6, 2023**

Dear Sir/Madam,

In accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“**Listing Regulations**”), we are pleased to submit the summary of proceedings of the 60<sup>th</sup> Annual General Meeting (“**AGM**”) of the Company held on Tuesday, June 6, 2023, through Video Conferencing and Audio-Visual Means. The AGM commenced at 10.38 a.m. (IST) and concluded at 01:46 p.m. (IST) (including the time allowed for e-voting at the AGM).

The Company also facilitated the live webcast of the proceedings of the AGM. The webcast recording of the 60<sup>th</sup> AGM is being made available on the Company’s website at [www.tataconsumer.com](http://www.tataconsumer.com)

The presentation made by Mr. Sunil D’Souza, Managing Director & CEO of the Company, at the AGM, is also enclosed herewith. It is also uploaded on the website the Company and can be accessed at <https://www.tataconsumer.com/investors/investor-information/agm/agm-presentations>.

We request you to take this on record and to treat the same as compliance with the applicable provisions of the Listing Regulations.

Thanking you,

Yours Sincerely,

For **Tata Consumer Products Limited**

**Neelabja Chakrabarty**  
**Company Secretary & Compliance Officer**

*Encl.: as above*

**TATA CONSUMER PRODUCTS LIMITED**

11/13 Botawala Building 1st Floor Office No 2-6 Horniman Circle Fort Mumbai 400 001 India  
Tel: 91-22-6121-8400 | Fax: 91-22-61218499  
Registered Office: 1, Bishop Lefroy Road, Kolkata – 700 020  
Corporate Identity Number (CIN): L15491WB1962PLC031425  
Email: investor.relations@tataconsumer.com  
Website: www.tataconsumer.com



**Summary of the Proceedings of the 60<sup>th</sup> Annual General Meeting (“AGM”) of Tata Consumer Products Limited held through Video Conferencing and Audio-Visual Means on Tuesday, June 6, 2023**

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**Meeting Details:**

Tuesday, June 6, 2023, scheduled at 10:30 a.m. (IST) and began at 10:38 a.m. (IST). The Meeting concluded at 01:46 pm (including the time allowed for e-voting at the AGM and 15 minutes after the proceedings of the AGM was concluded by the Chairman, as declared by the Chairman).

**Meeting Mode:**

The meeting was conducted through Video Conferencing (VC) and Audio-Visual Means (OVM), in compliance with the General Circulars Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular No. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs (‘MCA Circulars’) and Circulars dated May 13, 2022 and January 5, 2023, issued by the Securities and Exchange Board of India (‘SEBI Circular’), and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (‘Listing Regulations’).

**Chairman:**

Mr. N. Chandrasekaran, Chairman of the Board, joined the meeting from the Bombay House, 24, Homi Modi Street, Fort, Mumbai, 400001 (hereinafter referred to as “Common Venue”) over Video Conference (“VC”) and Audio-Visual Mode. He presided over the meeting as Chairman in terms of Article 94 of the Articles of Association of the Company.

**Directors in attendance:**

Sr. No.	Name of Director	Designation/Committee Position.	Location
1.	Dr. K. P. Krishnan	Independent Director and the Chairperson of the Audit Committee	Joined over VC from Bengaluru
2.	Mr. Bharat Puri	Independent Director and the Chairperson of the Risk Management Committee	Joined over VC from Mumbai
3.	Ms. Shikha Sharma	Independent Director and the Chairperson of the Nomination and Remuneration Committee	Joined over VC from Mumbai

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4.	Mr. Siraj Chaudhry	Independent Director and the Chairperson of the Stakeholders' Relationship Committee and Corporate Social Responsibility & Sustainability Committee	Joined over VC from Gurugram
5.	Mr. David Crean	Independent Director	Joined over VC from the London
6.	Mr. P. B. Balaji	Non-Executive (Non-Independent) Director	Joined over VC from Mumbai
7.	Mr. Sunil D'Souza	Managing Director & CEO	Joined over VC from the Common Venue in Mumbai
8.	Mr. L. Krishnakumar	Executive Director & Group CFO	Joined over VC from the Common Venue in Mumbai

**Chief Operating Officer, Chief Financial Officer, and Company Secretary:**

Sr. No.	Name	Designation	Location
1	Mr. Ajit Krishnakumar	Chief Operating Officer	Joined over VC from the Common Venue in Mumbai
2	Mr. Sivakumar Sivasankaran	Chief Financial Officer	Joined over VC from Bengaluru
3	Mr. Neelabja Chakrabarty	Company Secretary	Joined over VC from the Common Venue in Mumbai

The representatives of the Statutory Auditors, Secretarial Auditors and the Cost Auditors were also present through VC from their respective locations. The members of the senior leadership team were also present through VC from their respective locations.

**Members attending the Meeting:**

**174 Members** were attending the meeting virtually in person / through authorized representatives. In terms of the MCA circulars and SEBI circular, the requirement of appointing proxies was not applicable.

**Quorum:**

The requisite quorum as required under Section 103 of the Companies Act, 2013 was present throughout the meeting.

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### **E-voting during the Meeting:**

The Members, attending the meeting, who had the right to vote but had not cast their votes through remote e-Voting were given the opportunity to vote using the e-voting platform of NSDL, which was activated at the beginning of the meeting.

### **Proceedings of the Meeting:**

After declaring that the requisite quorum for the meeting was present, the Chairman called the Meeting to order. It was announced that the Statutory Registers, as required under the Companies Act, 2013, and the documents that are required to be kept open in terms of the resolutions provided in the AGM Notice, were available for inspection of the Members electronically.

With the consent of the Members, the Notice convening the Meeting along with text of resolutions and explanatory statements were taken as received and read. Since, the Auditors' Report on the Financial Statements (Standalone as well as Consolidated) for the year ended March 31, 2023, did not have any qualifications, reservations, observations, adverse remarks or disclaimer, the same was not required to be read.

In his opening remarks, the Chairman provided an overview of the Company's performance in the financial year 2022-23, including performances in India and International businesses, and performances of the Company's joint-venture and associate companies. He mentioned about the Company's ambition to become a leading FMCG player, and the decisive steps that the Company had taken towards achieving this. He outlined on the execution of the strategic roadmap that was earlier set and highlighted the key milestones achieved in the financial 2022-23 across all strategic pillars. He emphasized on areas such as research and development and product innovation, digital transformation initiatives, and sustainability agenda. The Chairman also expressed deep sense of loss on the sudden demise of Mr. R.K. Krishnakumar and mentioned on the enormous contribution made by Mr. Krishnakumar towards the growth of the Company.

Mr. Sunil D'Souza, the Managing Director & CEO, then proceeded with a comprehensive presentation to the Members. He provided a concise overview of the Company, highlighting key achievements and financial performance for the financial year 2022-23. Additionally, he discussed the progress made in relation to strategic priorities, assessed the business performance, and highlighted the awards and recognitions received by the Company.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided the remote e-voting facility to the Members in respect of businesses to be transacted at the AGM. The remote e-voting commenced at 9.00 a.m. on Friday, June 02, 2023, and ended at 5:00 p.m. on Monday, June 05, 2023. Further, the Company had also provided the facility for e-voting during the AGM on all the resolutions to facilitate

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the Members who were attending the meeting and had not cast their votes earlier through remote e-voting.

The Board of Directors had appointed Dr. Asim Kumar Chattopadhyay, Practicing Company Secretary, as Scrutinizer for scrutinizing the remote e-voting process before the AGM and e-voting during the AGM of the Company, in a fair and transparent manner.

The following resolutions as set out in the Notice convening the AGM were put to vote by Remote e-voting and e-voting during the meeting:

<b>Ordinary Business</b>
1) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon. <b>(Ordinary Resolution)</b>
2) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company and its subsidiaries for the financial year ended March 31, 2023, together with the Report of the Auditors thereon. <b>(Ordinary Resolution)</b>
3) To declare a dividend of Rs. 8.45 per equity share of the face value of Re. 1 each (845%), of the Company for the financial year ended March 31, 2023. <b>(Ordinary Resolution)</b>
4) Re-appointment of Mr. N. Chandrasekaran (DIN 00121863) as Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment. <b>(Ordinary Resolution)</b>
<b>Special Business</b>
5) Ratification of remuneration payable to M/s Shome & Banerjee, Cost Accountants (Firm Registration Number 000001), Cost Auditors of the Company for the financial year ending March 31, 2024. <b>(Ordinary Resolution)</b>
6) Re-appointment of Mr. L. Krishnakumar (DIN 00423616) as Whole-time Director designated as “Executive Director & Group CFO” of the Company for the seven months i.e. upto October 31, 2023 (date of his superannuation as per the policy of the Company) and the payment of remuneration. <b>(Ordinary Resolution)</b>

The Chairman then invited the Members to express their views, make comments and seek clarifications on the operations and financial performance of the Company and on the resolutions set out in the Notice of the AGM. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, the Chairman replied to the queries raised by the Members.

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The Chairman authorized the Company Secretary to accept, acknowledge and countersign the Scrutinizers report in connection with the AGM and declare the results of the e-voting in accordance with the requirements prescribed under the Companies Act, 2013 and other applicable laws.

The Chairman stated that the consolidated results of the remote e-voting and e-voting at the AGM venue would be announced within 2 working days of the conclusion of the meeting and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the website of the Company and National Securities Depository Limited (NSDL), and would also be displayed at the Registered Office of the Company.

The Chairman then thanked the Members for their continued support and for attending and participating in the meeting. He also thanked the Directors for joining the meeting virtually.

The e-voting facility remained available until 15 minutes after the conclusion of the meeting's proceedings, allowing Members to cast their votes. Once the e-voting process was finished, the Company Secretary officially declared the meeting closed.

The Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.

**For Tata Consumer Products Limited**

**Neelabja Chakrabarty**  
**Company Secretary & Compliance Officer**

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