

Date: 25<sup>th</sup> July 2025

To,

<b>National Stock Exchange of India Limited</b> Exchange Plaza, Block G, C/1, Bandra Kurla Complex, Bandra (E), Mumbai – 400051  Symbol: SAPPHIRE	<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001  Scrip Code: 543397
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Dear Sir/Madam,

**Subject: Clarification with respect to the Notice of 16<sup>th</sup> Annual General Meeting (“AGM”) dated 28<sup>th</sup> May 2025 of Sapphire Foods India Limited (“Company” / “Sapphire Foods”)**

In relation to the Ordinary Business/Resolution at Agenda Item no. 2 as set out in the Notice of 16<sup>th</sup> Annual General Meeting (“AGM”) dated 28<sup>th</sup> May 2025 in relation to appointment of Mr. Vinod Nambiar (DIN 07290613), who retires by rotation and being eligible, offers himself for re-appointment, we wish to furnish the following information/ clarification for the kind attention of the members of the Company.

- In accordance with the provisions of the Articles of Association and basis recommendation of the Nomination and Remuneration Committee, Mr. Vinod Nambiar was appointed by the Board of Directors in the capacity of Non-Executive Nominee Director, liable to retire by rotation, with effect from 10<sup>th</sup> January 2022. The said appointment of Mr. Vinod Nambiar was further confirmed/regularized by the Shareholders of the Company by passing of requisite resolution vide Postal Ballot on 8<sup>th</sup> April 2022. Mr. Vinod Nambiar represents Sapphire Foods Mauritius Limited, promoter shareholder, on the Board of Directors of the Company.
- Mr. Vinod Nambiar is the Managing Director of More Retail Private Limited since April 2020. He has over 30+ years across transformational leadership assignments at Hindustan Unilever India and Colgate Palmolive. He has built and grown businesses across geographies spanning India, Romania, Italy, Greater China and the broader Asia Pacific region. In his various roles at Colgate over last 21 years, Mr. Nambiar has scaled growth opportunities in diverse geographies through transformative leadership.  
Mr. Vinod Nambiar has done his master’s degree in marketing from Indian Institute of Management, Calcutta.
- The participation of Mr. Vinod Nambiar at the Board and its Committee Meetings, since his aforesaid appointment on the Board of Sapphire Foods, has been consistently outstanding and exemplary. Please find below extract of attendance of Mr. Vinod Nambiar for the Board/Committee meetings convened and held since his appointment as Non-Executive Nominee Director, for your ease of reference (the same has been disclosed in the annual reports of the company for the respective financial years):

Financial Year (FY)	Board Meetings		Committee Meetings*	
	No. of meetings held/eligible to attend	Meetings Attended	No. of meeting held/eligible to attend	Meetings Attended
2021-22	3	3	1	1
2022-23	4	4	3	3
2023-24	4	4	5	4
2024-25	5	3	4	3
<b>Total</b>	<b>16</b>	<b>14</b>	<b>13</b>	<b>11</b>
<b>Attendance (%)</b>	<b>-</b>	<b>88</b>	<b>-</b>	<b>85</b>

\* Risk Management Committee, CSR & ESG Committee and Operations Committee

- Considering, Mr. Vinod Nambiar's extensive professional expertise and strong credentials in key areas such as Retail, FMCG, strategic planning and execution, among others, the Board of Directors is of the view that the re-appointment of Mr. Vinod Nambiar is in the best interest of the Company.

Request you to kindly take the same on record and disseminate the same on the websites of the exchanges.

Thanking you,

**For Sapphire Foods India Limited**



**Sachin Dudam**

**Company Secretary and Compliance Officer**