



May 22, 2025

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: Notice of the 62nd Annual General Meeting (AGM) of the Company

Dear Sir, Madam,

Pursuant to Regulation 30 read with Schedule III Part A Para A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith is the Notice along with Explanatory Statement of the 62nd AGM of the Company to be held on Wednesday, June 18, 2025 at 10.30 a.m. (IST) through Video Conference / Other Audio Visual Means. The said Notice forms part of the Integrated Annual Report for 2024-25.

The Integrated Annual Report for FY 2024-25 is available on the website of the Company at <https://www.tataconsumer.com/investors/investor-information/annual-reports>

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

Yours Sincerely,
For **Tata Consumer Products Limited**

Delnaz Dara Harda
Company Secretary & Compliance Officer
Membership No.: 73704

Encl. a/a.

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

Notice of Annual General Meeting

Notice is hereby given that the 62nd Annual General Meeting of Tata Consumer Products Limited will be held on Wednesday, June 18, 2025, at 10:30 a.m. (IST) through Video Conferencing / Other Audio-Visual Means, to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.

2. ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of Auditors thereon.

3. DECLARATION OF DIVIDEND

To declare a dividend of Rs. 8.25 per Equity Share of face value of Re. 1 each (825%), of the Company for the financial year ended March 31, 2025.

4. APPOINTMENT OF MR. N. CHANDRASEKARAN (DIN:00121863) AS DIRECTOR, LIABLE TO RETIRE BY ROTATION

To appoint a Director in place of Mr. N. Chandrasekaran (DIN:00121863) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

SPECIAL BUSINESS:

5. RATIFICATION OF COST AUDITOR'S REMUNERATION FOR FY 2025-26

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby ratifies the remuneration of Rs. 6,00,000 (Rupees Six Lakhs only)

plus applicable taxes and reimbursement of out-of-pocket expenses on actuals, payable to M/s. Shome & Banerjee, Cost Accountants (Firm Registration Number 000001), who are re-appointed by the Board of Directors of the Company as Cost Auditors, to conduct the audit of the cost records maintained by the Company for the financial year ended March 31, 2026.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and are hereby authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

6. APPOINTMENT OF SECRETARIAL AUDITOR AND APPROVAL OF HIS REMUNERATION

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provision of Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 204 and other applicable provisions of the Companies Act, 2013, if any, and applicable rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Dr. Asim Kumar Chattopadhyay (FCS No. 2303, CP No. 880, Peer Review No. 6375/2025), a practicing Company Secretary, be and is hereby appointed as Secretarial Auditor of the Company for a term of 5 (five) consecutive years commencing from April 1, 2025 and ending on March 31, 2030, at a remuneration of Rs.5,50,000/- (Rupees Five Lakhs Fifty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses on actuals for FY 2025-26, and for subsequent years of his term at such fee as may be determined by the Board of Directors of the Company or any Committee of the Board, based on the recommendation of the Audit Committee.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and are hereby authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

Notes:

1. Ministry of Corporate Affairs (“MCA”) vide its General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 9/2024 dated September 19, 2024, (collectively referred to as (“MCA Circulars”)) has permitted the companies to hold their Annual General Meeting (“AGM” or “Meeting”) through Video Conference (“VC”) or through Other Audio-Visual Means (“OAVM”) without the physical presence of Members at a common venue. In compliance with the provisions of Companies Act, 2013 (“the Act”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) and Secretarial Standard-2 on General Meetings (“SS-2”) issued by The Institute of Company Secretaries of India and MCA Circulars, the 62nd AGM of the Company is being held through VC/OAVM on Wednesday, June 18, 2025, at 10:30 a.m. (IST). The proceedings of the AGM are deemed to be conducted at the Registered Office of the Company situated at 1, Bishop Lefroy Road, Kolkata – 700 020.
2. The Statement pursuant to Section 102 of the Act setting out material facts concerning the business with respect to Item Nos. 5 & 6 forms part of this Notice. Additional information pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings (“SS-2”) issued by The Institute of Company Secretaries of India in respect of the Director seeking re-appointment at this AGM is furnished as Annexure to this Notice.
3. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
4. Corporate Members/Institutional Investors, who are Members of the Company, are encouraged to attend and vote at the AGM through VC/OAVM facility. Corporate Members/ Institutional Investors (i.e. other than individuals, HUFs, NRIs etc.) who are intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM and to vote through remote e-Voting, are requested to send a certified copy of the Board Resolution/ Power of Attorney/Authority Letter to the Scrutinizer by e-mail at tcpl.scrutinizer@gmail.com with a copy marked to evoting@nsdl.com and AGM2025@tataconsumer.com. Corporate Members/Institutional Investors can also upload their Board Resolution/ Power of Attorney/Authority Letter. by clicking on the "Upload Board Resolution/Authority Letter" displayed under the "e-Voting" tab in their login.
5. The Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. In case of voting by joint holders, voting by such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be counted for the purpose of this Meeting.
7. In accordance with the MCA Circulars and the Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/ HO/CFD/ CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by Securities and Exchange Board of India (collectively referred to as “SEBI Circulars”), the Notice of the AGM along with the Integrated Annual Report for FY 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participants (“DPs”). Additionally, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is also sending a letter to shareholders whose e-mail addresses are not registered with Company/Registrar/DP providing the weblink of Company’s website from where the Integrated Annual Report for FY 2024-25 can be accessed. The Company shall send the physical copy of Integrated Annual Report for FY 2024-25 to those Members who have made a request for the same, either to the RTA or the Company. Additionally, any member who desires to get a physical copy of the Integrated Annual Report FY 2024-25, may request for the same by sending an

email to the Company at AGM2025@tataconsumer.com mentioning their Folio No./DP ID and Client ID. The Notice convening the 62nd AGM along with the Integrated Annual Report for FY 2024-25 will also be available on the weblink of the Company at <https://www.tataconsumer.com/investors/investor-information/annual-reports>, websites of the Stock Exchanges i.e. BSE Limited (“BSE”), National Stock Exchange of India Limited (“NSE”) and the Calcutta Stock Exchange Limited (“CSE”) at www.bseindia.com, www.nseindia.com and www.cse-india.com respectively. The AGM Notice is also available on the website of NSDL at www.evoting.nsdl.com

8. Mitsubishi UFJ Trust & Banking Corporation, a member of MUFG, a global financial group, has acquired Link Group, parent company of Link Intime India Private Limited. Accordingly, the name of RTA of the Company has changed from Link Intime India Private Limited (TSR Consultants Private Limited had merged with Link Intime India Private Limited) to MUFG Intime India Private Limited (MUFG Intime / RTA), w.e.f. December 31, 2024.
9. SEBI *vide* Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting options to resolve their grievances with the RTA/ Company directly or through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at <https://smartodr.in/login> and the same can also be accessed through the Company’s website at <https://www.tataconsumer.com/investors/investor-information/letters-sent-to-shareholders>
10. As per the provisions of Clause 3.A.II. of the General Circular No. 20/ 2020 dated May 05, 2020, the matter of Special Business appearing at Item Nos. 5 & 6 of the Notice were considered to be unavoidable by the Board and hence forms part of this Notice.
11. Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Pursuant to Regulation 44(6) of SEBI Listing Regulations, the Company will also be providing a live webcast of the proceedings of the

AGM. Members will be able to view the proceedings on NSDL's e-Voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors etc. who are allowed to attend the AGM without restriction on account of a first come first served basis.

12. The Company has fixed **Thursday, May 29, 2025** as the “Record Date” for determining entitlement of Members to final dividend for the financial year ended March 31, 2025, if approved at the AGM. The dividend of Rs. 8.25 per equity share of face value of Re. 1 each (825%), if declared at the AGM, will be paid subject to deduction of tax at source (“TDS”) on and from June 21, 2025 as under:
 - (a) To all the Beneficial Owners as of close of business hours on Thursday, May 29, 2025, as per the list of beneficial owners furnished by NSDL and CDSL in respect of the shares held in electronic form; and
 - (b) To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of close of business hours on Thursday, May 29, 2025.

SEBI *vide* its circular dated November 03, 2021 subsequently amended by circulars dated December 14, 2021 and November 17, 2023, has mandated that with effect from April 01, 2024, dividend shall be paid only through electronic mode to shareholders holding shares in physical form. Such payment shall be made only if the folio is KYC compliant i.e. the details of PAN, address with pincode, mobile no., complete bank details and specimen signatures are registered with RTA/Company.

In case of non-updation of PAN or address with PIN code, contact details, mobile number, bank account details or specimen signature in respect of physical folios, the payment of dividend, interest or any other entitlements shall be processed only after receipt of all the required details.

13. Folios of Members holding shares in physical form should be KYC compliant to receive the dividends directly in their bank accounts through National Automated Clearing System or any other electronic mode of remittance. Members are requested to send the following documents to our RTA so as to reach them on or before the record date i.e. Thursday, May 29, 2025.

- a. Form No. ISR-1 duly filled and signed by the holders stating their name, folio number, complete address with pincode and the following details relating to the bank account in which the dividend is to be received:
 - i. Name of Bank and Bank Branch;
 - ii. Bank Account Number & Type allotted by your bank after implementation of Core Banking Solutions;
 - iii. 11-digit IFSC Code; and
 - iv. 9-digit MICR Code.
- b. Original copy of cheque bearing the name of the Member or first holder, in case shares are held jointly;
- c. Self-attested copy of the PAN Card of all holders;
- d. Self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company;
- e. Form ISR 2 duly filled and signed. The signature of holders should be attested by the Bank Manager;
- f. Form SH 13 – Nomination Form or Form ISR-3 – to opt out from Nomination.

The above Investor Service Request Forms (ISR) are available on RTA's website at <https://in.mpms.mufg.com> Resources → Downloads → KYC.

14. According to the Finance Act, 2020, dividend income is taxable in the hands of Shareholders w.e.f. April 01, 2020, and the Company is required to deduct TDS from the dividend to be paid to the Shareholders as per rates prescribed under the Income Tax Act, 1961 ("IT Act"). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, PAN details and Category as per the IT Act with their DPs or in case shares are held in physical form, with the RTA/Company.

Resident Individual Shareholder with PAN who is not liable to pay income tax can submit a yearly declaration in Form No. 15 G/H to avail the benefit of non deduction of tax at source by uploading the forms on <https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html> or by sending an E-mail to Csg3exemptforms2526@in.mpms.mufg.com by Sunday, **May 25, 2025 (up to 7.00 p.m.) to enable the Company to determine**

the appropriate TDS/ withholding tax rate applicable, verify the documents and provide exemption. For the detailed process, please visit the website of the Company at <https://www.tataconsumer.com/investors/investor-information/letters-sent-to-shareholders> and also refer to the E-mail being sent to Members in this regard.

Members are requested to note that if the PAN is incorrect/invalid/inoperative or they have not filed their income tax returns then tax will be deducted at higher rates prescribed under Sections 206AA or 206AB of the IT Act, as applicable, and in case of invalid PAN, they will not be able to get credit of TDS from the Income Tax Department.

Non-resident shareholders [including Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose, the shareholder may submit the above documents (PDF/JPG Format) by e-mail to the Company at Dividend2025@tataconsumer.com

The aforesaid declarations and documents need to be submitted by Sunday, May 25, 2025 up to 7.00 p.m.

15. Members holding shares in electronic form may please note that their bank details as furnished by the respective DPs to the Company will be considered for remittance of dividends as per the applicable regulations and the Company will not entertain any direct request from such Members for change/ addition/deletion in such bank details. Accordingly, the Members holding shares in Demat form are requested to ensure that correct/latest complete bank details are updated against their demat account with their respective DPs. Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applied to the dividend paid on shares held in electronic form.
16. In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities.

Transfers of equity shares in electronic form are effected through the DPs with no involvement of the Company.

Further, with effect from March 31, 2021, shares that are re-lodged for transfer shall be issued only in dematerialized mode.

17. The requests for effecting transmission/transposition of securities shall be processed in the dematerialized form. In order to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. For assistance in this regard, Members can refer to RTA website at <https://in.mpms.mufg.com>. Members may also refer to Frequently Asked Questions (“FAQs”) on the Company’s website at <https://www.tataconsumer.com/investors/shareholder-information/faq>
18. Members may please note that SEBI *vide* its Circular No. SEBI/ MIRS D/MIRS D_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company’s RTA at <https://in.mpms.mufg.com>. It may be noted that any service request received by member can be processed by RTA/the Company only after the folio is KYC Compliant.

Please note that as mandated by Securities and Exchange Board of India the allotment of shares shall be made only in dematerialised form. Accordingly, the Equity Shares of the Members of erstwhile Tata Coffee Limited holding shares in physical form have been credited to the separate demat Escrow account maintained by the Company. Members are requested to claim the shares, if not done earlier, from Escrow demat account maintained by the Company, by submitting the following documents:

1. Request letter duly signed by all the shareholders;
2. Form ISR 4 (Please select the option - Claim from Unclaimed Suspense Account);
3. Self-attested copy of Client Master List;
4. Self attested copy of Pan Card for all shareholders;
5. Form ISR -1 for registration of KYC details if not done earlier;

6. Form SH-13 or Form ISR-3;
7. Signature Verification as per Form ISR – 2;
8. Self attested address proof.

The above Investor Service Request (ISR) Forms are available on RTA's website at <https://in.mpms.mufg.com> Resources → Downloads → KYC and at Company's website at www.tataconsumer.com.

19. Members are requested to note that dividends, if not encashed for a period of 7 consecutive years from the date of transfer to the Unpaid Dividend Account of the Company are liable to be transferred to the Investor Education and Protection Fund (“IEPF”). The shares in respect of such unclaimed dividends for 7 consecutive years are also liable to be transferred to the Demat account of the IEPF Authority. In view of this, Members/ Claimants are requested to claim their unpaid/unclaimed dividends from FY 2017-18 till date, on or before Wednesday, July 30, 2025. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may write to the Company / RTA requesting the procedure for claiming the shares / dividend from IEPF Authorities. Upon compliance with the procedure advised and submission of the required documents, the Company shall issue Entitlement Letter to the claimants. The Members can file Form No. IEPF- 5 online by attaching the Entitlement Letter and other required documents as mentioned at www.iepf.gov.in and claim their dividends/ shares from IEPF Authority. For further details, please refer to the Corporate Governance Report which is a part of this Integrated Annual Report and is also available on the investor page of the Company's website at <https://www.tataconsumer.com/investors/investor-information/iepf-related-matters>
20. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the RTA/Company in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.
21. As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH-13. If a Member desires to

cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14. Members who are either not desiring to register for nomination or would want to opt-out, are requested to fill out and submit Form No. ISR-3. The said forms can be downloaded from the RTA's website at <https://in.mpms.mufig.com> Resources → Downloads → KYC. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the share are held in physical form, quoting their folio no.

22. The format of the Register of Members prescribed by the MCA under the Act requires the Company/ RTA to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividends, etc. Form No. ISR-1 for capturing additional details is available on the RTA's website at <https://in.mpms.mufig.com> Resources → Downloads → KYC. Members holding shares in physical form are requested to submit the filled-in Form No. ISR- 1 to the RTA in physical mode. Members holding shares in electronic form are requested to register the details against their demat account with their respective DPs only and not to the Company or RTA.
23. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates and self- attested copies of the PAN card of the holders for consolidating their holdings in one folio. A letter of confirmation will be issued to such Members after making the requisite changes and the consolidation would be reflected in demat form.
24. Members may request for inspection of the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act. Members desiring inspection of statutory registers and other documents as referred in the Notice, may send their request in writing to the Company from their registered e-mail address by mentioning their name, DP ID and Client ID/Folio No. and Mobile No. at AGM2025@tataconsumer.com up to the date of AGM.
25. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.
26. To support the 'Green Initiative', Members who have not yet registered their E-mail addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the RTA/Company in case the shares are held by them in physical form.
27. RTA- MUFG Intime India Private Limited has implemented below investor initiatives as part of their constant endeavor to enhance investor servicing:
 - a. **'SWAYAM'** is a secure, user-friendly web-based application developed by our RTA, that empowers investors to effortlessly access various services. Investors are requested to get registered on this application which can be accessed at <https://swayam.in.mpms.mufig.com>
 - b. **'iDIA'** is a Chatbot developed by our RTA that utilizes conversational technology to provide investors with a round-the-clock intuitive platform to ask questions and get information about queries. Talk to **iDIA** by logging in to <https://in.mpms.mufig.com>
 - c. **FAQs** –The FAQ section on the RTA's website has very detailed answers to almost all probable investor queries. Please visit <https://web.in.mpms.mufig.com/faq.html> to find answers to your queries related to securities.
28. **Process for those members whose e-mail addresses are not registered with the DPs/RTA/Company for procuring user id and password and registration of e-mail addresses for e-Voting for the resolution set out in this AGM Notice:**
 - a. Registration of E-mail addresses with **MUFG Intime India Private Limited:** The Company has made special arrangements with MUFG Intime and NSDL for registration of e-mail addresses of those Members (holding shares either in electronic or physical form) who wish to receive this Notice electronically and cast votes electronically. Eligible Members whose e-mail addresses are not registered with the Company/ DPs are required to provide the same to MUFG Intime on or before 5.00 p.m. IST on Friday, June 13, 2025. The process to be followed for registration of an e-mail address is as follows:

- i. Visit the https://web.in.mpms.mufg.com/EmailReg/Email_Register.html;
- ii. Select the Name of the Company from the dropdown: **Tata Consumer Products Limited**;
- iii. Enter the DP ID & Client ID / Physical Folio Number, Name of the Member and PAN details. Members holding shares in the physical form need to additionally enter one of the share certificate(s) numbers;
- iv. Enter your Mobile No. and E-mail address and click on the Continue button;
- v. The system will send OTP on Mobile and E-mail Address;
- vi. Upload a self-attested copy of your PAN card and Address proof viz Aadhaar Card, passport or front and back side of share certificate in case of Physical folio;
- vii. Enter the OTP received on your Mobile and E-mail Address;
- viii. The system will then confirm the e-mail address for receiving this Notice of 62nd AGM.

After the successful submission of the e-mail address, NSDL will e-mail a copy of Notice of 62nd AGM with the e-Voting user ID and password. In case of any queries, Members may write to evoting@nsdl.com

- b. **Registration of e-mail address permanently with Company/DP:** Members are requested to register the E-mail with their concerned DPs, in respect of electronic holding and with RTA, in respect of physical holding, by submitting the Form No. ISR 1 duly filled and signed by the holders. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/ updated with their DPs / MUFG Intime to enable servicing of notices/documents/ Annual Reports and other communications electronically to their e-mail address in the future.

29. **Alternatively, Members may send a request to evoting@nsdl.com for procuring user id and password for e-Voting by providing Demat account number / Folio number and scanned copy of the Share Certificate (front and back) or client master list / copy of Consolidated Account statement,**

self attested copy of PAN card, self attested copy of Aadhaar card.

Individual Shareholders holding securities in Demat mode are requested to follow steps mentioned below in Para 38 under Step 1 (A) i.e. "Login method for Remote e-Voting and joining the virtual meeting for Individual shareholders holding securities in Demat mode".

In terms of the SEBI circular dated December 09, 2020, on the e-Voting facility provided by listed companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and E-mail Address correctly in their Demat account to access the e-Voting facility.

30. According to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI Listing Regulations and the MCA Circulars, the Company is providing the facility of Remote e-Voting as well as e-Voting during the AGM to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL.
31. Members of the Company holding shares either in physical form or in electronic form as on **Wednesday, June 11, 2025 ("cut-off date")**, may cast their vote by Remote e-Voting. The Remote e-Voting period commences on **Saturday, June 14, 2025, at 9:00 a.m. (IST)** and ends on **Tuesday, June 17, 2025, at 5:00 p.m. (IST)**. The Remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through Remote e-Voting before the AGM and e-Voting during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as of the cut-off date. Subject to receipt of the requisite number of votes, the Resolutions passed by Remote e-Voting are deemed to have been passed as if they have been passed at the AGM. The Notice of the AGM indicating the instructions for the e-Voting process can be downloaded from the NSDL's website www.evoting.nsdl.com or the Company's website www.tataconsumer.com.
32. Members will be provided with the facility for voting through an electronic voting system during the AGM and Members participating at the AGM, who have not already cast their vote by Remote e-Voting, will be eligible to exercise their right to vote during the AGM. Members

who have cast their vote by Remote e-Voting will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolutions for which the Member has already cast the vote through Remote e-Voting.

33. A person whose name is recorded in the Register of Members or the Register of Beneficial Owners maintained by the depositories as on the cut-off date, shall be entitled to avail the facility of Remote e-Voting as well as e-Voting during the AGM. Any person holding shares in physical form and non-individual shareholders, who acquire shares of the Company and becomes a Member of the Company after the dispatch of this Notice and holding shares as on the cut-off date, may obtain the User ID and password by sending a request along with the requisite documents to NSDL as mentioned in para 20 above, at evoting@nsdl.com. In case of Individual shareholders who acquire shares of the Company and becomes a Member of the Company after despatch of the Notice and hold equity shares in demat mode as on the cut-off date may follow the steps mentioned at point 38 of the Notes to the Notice of the AGM.
34. The Board of Directors have appointed Mr. P. N. Parikh (FCS 327, CP 1228) and failing him Mr. Mitesh Dhabliwala (FCS 8331, CP 9511) of Parikh & Associates, Practising Company Secretaries, as the Scrutinizer to scrutinize the Remote e-Voting process as well as e-Voting process during the AGM.
35. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through e-Voting (i.e. votes cast during the AGM and votes cast through Remote e-Voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour, against, abstained, if any, to the Chairman or any person authorized by him, who shall countersign the same. The results will be announced not later than 2 working days from the conclusion of the AGM. The result declared along with the Scrutinizer's Report shall be uploaded on the website of the Company: www.tataconsumer.com, the website of NSDL: www.evoting.nsdl.com and also shall be communicated to BSE, NSE and CSE, where the Company's equity shares are listed and be made available on their respective websites. The Company will also display the results at its Registered Office.
36. Members are encouraged to submit their questions with regard to the financial statements or any other matter to be placed at the 62nd AGM from their registered e-mail address, mentioning their name, DP ID and Client ID/ Folio No. and Mobile No. in advance at AGM2025@tataconsumer.com

tataconsumer.com before 5.00 p.m. (IST) on Tuesday, June 17, 2025. Such questions by the Members shall be suitably replied by the Company.

37. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/Folio No., and Mobile No. at AGM2025@tataconsumer.com between Wednesday, June 11, 2025 (9.00 a.m. IST) and Friday, June 13, 2025 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker on the dedicated e-mail id i.e. AGM2025@tataconsumer.com will be allowed to express their views/ask questions during the AGM.

The Company reserves the right to restrict the number of questions, as appropriate, for smooth conduct of the AGM.

38. **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING, VOTING DURING THE MEETING, AND JOINING THE ANNUAL GENERAL MEETING ARE AS UNDER:**

The Remote e-Voting period begins on Saturday, June 14, 2025, at 9:00 a.m. (IST) and ends on Tuesday, June 17, 2025, at 5:00 p.m. (IST). The Remote e-Voting module shall be disabled by NSDL for voting thereafter. The Members whose names appear in the Register of Members / Beneficial Owners as on the cut-off date may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as of the cut-off date.

The details of the process and manner for Remote e-Voting are explained herein below: Process to vote electronically using NSDL e-Voting system:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

- A) **Login method for Remote e-Voting and joining the virtual meeting for Individual shareholders holding securities in Demat mode**

In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and E-mail Address in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

- Login Methods are given below :

i. Individual Shareholders holding securities in demat mode with NSDL:

- For OTP based login on <https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. SPEED-e
- If you are already registered for **NSDL IDeAS facility**, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the **“Beneficial Owner”** icon under **“Login”** which is available under **“IDeAS”** section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on **“Access to e-Voting”** under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider – NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period.
- If the user is not registered for IDeAS e-Services, option to register is available at. Select <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp> **“Register Online for IDeAS”** Portal or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon **“Login”** which is available under **‘Shareholder/Member’** section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the Remote e-Voting period.
- Shareholders/Members can also download NSDL Mobile App **“NSDL Speede”** facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



ii. Individual Shareholders holding securities in demat mode with CDSL:

- Existing users who have opted for Easi/Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com and click on **New System Myeasi**.
- After successful login the Easi /Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided

by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

- c) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
- d) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

iii. Individual Shareholders (holding securities in demat mode) login through their depository participants:

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or **e-Voting service provider-NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the Remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through the Depositories i.e. NSDL and CDSL.

• **Helpdesk details & Login Types are given below:**

1. Individual Shareholders holding securities in demat mode with NSDL:

Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or contact at 022-4886 7000.
2. Individual Shareholders holding securities in demat mode with CDSL:

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 210 99 11.

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

- i. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- ii. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- iii. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

- iv. Your User ID details are given below:
 - **For Members who hold shares in demat account with NSDL:** 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and

Client ID is 12***** then your user ID is IN300***12*****).

- **For Members who hold shares in demat account with CDSL:** 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - **For Members holding shares in Physical Form:** EVEN Number followed by Folio Number registered with the Company (For example if folio number is 001*** and EVEN is 118825 then user ID is 118825001***).
- v. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
If your E-mail address is registered in your demat account or with the company, your 'initial password' is communicated to you on your E-mail address. Trace the E-mail sent to you from NSDL from your mailbox. Open the E-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digits client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- vi. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on **"Forgot User Details/ Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com, mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- viii. Now, you will have to click on "Login" button.
- ix. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system

How to cast your vote electronically on NSDL e-Voting system?

- a) After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
- b) Select "EVEN" of company for which you wish to cast your vote during the Remote e-Voting period. **(EVEN of the Company for this AGM is "133747")**
- c) Now you are ready for e-Voting as the Voting page opens.
- d) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- e) Upon confirmation, the message "Vote cast successfully" will be displayed.
- f) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- g) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to tcpl.scrutinizer@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/ Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on www.evoting.nsdl.com to reset the password.
- 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 : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com.

39. THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-Voting.
2. Only those Members/ shareholders and have not casted their vote on the Resolutions through Remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting. In case of any further 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 : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com.

40. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- a. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system at www.evoting.nsdl.com. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the Remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- b. Members are encouraged to join the Meeting through Laptops for better experience.
- c. Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Senior Manager, NSDL at on evoting@nsdl.com or contact at 022-4886 7000.
- d. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective networks. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

By Order of the Board of Directors

Delnaz Dara Harda

Company Secretary

Membership No.: ACS 73704

Date: April 23, 2025

Place: Mumbai

Registered Office:

1, Bishop Lefroy Road, Kolkata – 700 020

CIN - L15491WB1962PLC031425

Tel.: 022 6121 8400

E-mail id: investor.relations@tataconsumer.com

Website address: www.tataconsumer.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 5

As per the provisions of Section 148 of the Companies Act, 2013 (**"Act"**) read with the Companies (Cost Records and Audit) Rules, 2014 (**"the Rules"**), as amended from time to time, the Company is required to have an audit conducted of its cost records by a cost accountant in practice for products covered under the Rules. The Board, based on the recommendation of the Audit Committee, has approved the re-appointment of M/s. Shome & Banerjee, Cost Accountants, (Firm Registration Number 000001), as the Cost Auditors to conduct the audit of the cost records of the Company for the FY 2025-26, at a remuneration of Rs. 6,00,000 (Rupees Six Lakhs only) plus applicable taxes and reimbursement of out-of-pocket expenses on actuals.

In accordance with Section 148(3) of the Act, read with the Rules, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the Members of the Company. Accordingly, the approval of the Members is sought for passing an Ordinary Resolution as set out in Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for FY 2025-26.

The Board commends ratification of remuneration of Cost Auditors, as set out in Item No. 5 of the Notice for approval by the Members as an Ordinary Resolution.

None of the Director, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Item No. 6

Pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**) and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (**"Rules"**), the Audit Committee and the Board of Directors at their respective meetings held on April 22, 2025 and April 23, 2025, have approved and recommended the appointment of Dr. Asim Kumar Chattopadhyay (FCS No. 2303, CP No. 880, Peer Review No. 6375/2025), a Practicing Company Secretary as the Secretarial Auditor of the Company on the following terms and conditions:

- Term of appointment: For a term of 5 (Five) consecutive years from April 01, 2025 to March 31, 2030.
- Proposed Fees: Fees of Rs. 5,50,000 (Rupees Five Lakhs Fifty Thousand only), plus applicable taxes and

reimbursement of out-of-pocket expenses on actuals, in connection with the secretarial audit for FY 2025-26 and for subsequent years of the term, such fee as determined by the Board, on recommendation of Audit Committee.

- Basis of recommendations: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and SEBI Listing Regulations. While recommending the Board of Directors have also considered, experience of the individual, capability, independent assessment, audit experience and also evaluation of the quality of audit work done by him in the past.
- Credentials: Dr. Asim Kumar Chattopadhyay (FCS No. 2303, CP No. 880, Peer Review No. 6375/2025), a Practicing Company Secretary, is a seasoned professional with over 40 years of rich experience, specializing in secretarial audits and corporate compliance across a diverse range of industries.

Academically, he distinguished by a formidable suite of qualifications including M.Com., LL.B., Ph.D. (Applied Economics), FCMA, FCS, and D.Litt.

Dr. Asim Kumar Chattopadhyay has given his consent to act as Secretarial Auditors of the Company and confirmed that his appointment, if approved would be within the prescribed limits and that he is not disqualified to be appointed as Secretarial Auditor in terms of provisions of the Act & Rules made thereunder and SEBI Listing Regulations.

The Board of Directors of the Company recommends the resolution set out at Item No. 6 for approval of the Members as an Ordinary Resolution.

None of the Director, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

By Order of the Board of Directors

Delnaz Dara Harda

Company Secretary

Membership No.: ACS 73704

Date: April 23, 2025

Place: Mumbai

Registered Office:

1, Bishop Lefroy Road, Kolkata – 700 020

CIN - L15491WB1962PLC031425

Tel.: 022 6121 8400

E-mail id: investor.relations@tataconsumer.com

Website address: www.tataconsumer.com

ANNEXURE TO THE NOTICE

Details of Director seeking Re-appointment at the 62nd Annual General Meeting

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)]

Name of Director	N. CHANDRASEKARAN
Director Identification Number	00121863
Designation/category of the Director	Chairman, Non-Executive, Non-Independent Director
Age	61 years
Date of first appointment on the Board	July 03, 2017
Qualification	Bachelor's degree in Applied Sciences and Master's degree in Computer Applications from Regional Engineering College, Trichy, Tamil Nadu, India.
Profile, Experience and Expertise in specific functional areas	<p>Mr. Natarajan Chandrasekaran is the Chairman of Tata Sons, the promoter of all Tata Group companies. Mr. Chandrasekaran joined the Board of Tata Sons in October 2016 and was appointed Chairman in January 2017. He also chairs the Boards of several group operating companies, including Tata Steel, Tata Motors, Tata Power, Air India, Tata Chemicals, Indian Hotels Company and Tata Consultancy Services.</p> <p>Before becoming the Chairman, he was the Chief Executive of TCS, a company in which he served 30 years, including eight, until 2017, as its CEO. Under Mr. Chandrasekaran's leadership, TCS became the country's most valuable company.</p> <p>At the Tata Group, Mr. Chandrasekaran has pursued the "One Tata" strategy, based on the themes of simplification, scale, and synergy. Now he is driving transformation of the Tata group towards a sustainable future. He has steered the group into new businesses including semiconductors, electronics manufacturing, consumer internet platform, mobile technology and battery giga-factories. The Tata group has expanded its aviation presence with the acquisition of Air India and is building a large global airline. The group's turnover exceeded US\$179 billion with a market cap of US\$328 billion as on March 31, 2025.</p> <p>Mr. Chandrasekaran is on the International Advisory Council of Singapore's Economic Development Board, Mitsubishi's International Advisory Committee and on the Board of Governors of New York Academy of Sciences. He is the Co-Chair of the India US CEO Forum. The numerous recognitions conferred on him include, the Padma Bhushan, one of India's highest civilian awards in 2022 and France' highest civilian award Légion d'Honneur, in 2023. In 2025, he was conferred as an Honorary Knight of the Most Excellent Order of the British Empire.</p> <p>Mr. Chandrasekaran has been awarded several honorary doctorates by leading Universities in India and internationally, including an honorary Doctor of Letters from Macquarie University, Australia, Doctor Honoris Causa by Nyenrode University, The Netherlands and Doctor of Letters from the Regional Engineering College, Trichy, Tamil Nadu. Mr. Chandrasekaran is also the author of Bridgital Nation, a groundbreaking book on harnessing technological disruptions to bring Indians closer to their dreams.</p>
Terms and conditions of re-appointment	Director liable to retire by rotation
Details of remuneration last drawn (FY 2024-25)	Sitting fees: Rs. 2,10,000 Commission: N.A.#

#As a policy, Mr. N. Chandrasekaran, Chairman of the Board has abstained from receiving commission from the Company

Name of Director	N. CHANDRASEKARAN
Details of remuneration sought to be paid	Sitting Fees as approved by the Board of Directors
Shareholding in the Company including shareholding as a beneficial owner	1,03,846 Equity Shares
Directorships held in other companies including equity listed companies and excluding foreign companies as on the date of this Notice	<ol style="list-style-type: none"> 1. Tata Consultancy Services Limited 2. Tata Chemicals Limited 3. Tata Steel Limited 4. Tata Motors Limited 5. The Indian Hotels Company Limited 6. The Tata Power Company Limited 7. Air India Limited 8. TCS Foundation 9. Tata Digital Private Limited 10. Tata Sons Private Limited 11. Indian Foundation for Quality Management 12. Tata Electronics Private Limited 13. Agratas Energy Storage Solutions Private limited 14. B20 Global Institute Private Limited 15. Ratan Tata Endowment Foundation
Memberships / Chairmanships of committees of other companies (excluding foreign companies) as on date of this Notice	<ol style="list-style-type: none"> 1. Nomination & Remuneration Committee: (Member) <ul style="list-style-type: none"> Tata Consultancy Services Limited Tata Steel Limited Tata Motors Limited The Indian Hotels Company Limited The Tata Power Company Limited Air India Limited Tata Sons Private Limited 2. CSR Committee: <ul style="list-style-type: none"> Tata Consultancy Services Limited - Chairman Air India Limited – Chairman of Corporate Social Responsibility and Sustainability Committee Tata Sons Private Limited – Chairman of CSR & ESG Committee 3. Risk Management Committee: <ul style="list-style-type: none"> Tata Sons Private Limited - Chairman 4. Executive Committee: <ul style="list-style-type: none"> Tata Consultancy Services Limited - Chairman Tata Steel Limited - Chairman The Tata Power Company Limited - Chairman

Name of Director	N. CHANDRASEKARAN
Listed entities from which the Director has resigned from directorship in the past three (3) years	NIL
No. of Board Meetings attended	6 out of 6
Inter-se relationship with other Directors & Key Managerial Personnel	None

Information at a glance

Sr. No.	Particulars	Details
1.	Date and time of AGM	Wednesday, June 18, 2025, at 10:30 a.m. (IST)
2.	Mode of Conduct	Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")
3.	Link for Participating in the meeting through VC/OAVM	www.evoting.nsdl.com <i>(Please refer e-Voting procedure in Note No. 39 of the Notice)</i>
4.	Contact details of NSDL for assistance before or during the AGM	E-mail: evoting@nsdl.com Contact No: 022 4886 7000 Members can connect with: Ms. Pallavi Mhatre (Senior Manager-NSDL) at evoting@nsdl.com .
5.	Record date for Final Dividend	Thursday, May 29, 2025
6.	Dividend payment date	On and after Saturday, June 21, 2025
7.	Cut-off date for e-Voting	Wednesday, June 11, 2025
8.	e-Voting start date and time	Saturday, June 14, 2025 from 9:00 a.m. (IST)
9.	e-Voting end date and time	Tuesday, June 17, 2025 till 5:00 p.m. (IST)
10.	e-Voting event number (EVEN)	133747
11.	Date and Link to register E-mail address to receive notice	Friday, June 13, 2025 on or before 5:00 p.m. (IST) Link: https://web.in.mpms.mufig.com/EmailReg/Email_Register.html
12.	Date, E-mail address and Link to submit the form for TDS exemption	Sunday, May 25, 2025 up to 7.00 p.m. (IST) E-mail ID: Csg3exemptforms2526@in.mpms.mufig.com Link: https://web.in.mpms.mufig.com/formsreg/submission-of-form-15g-15h.html
13.	Registration for Speaker Shareholder	Send e-mail to AGM2025@tataconsumer.com from Wednesday, June 11, 2025 (9:00 a.m. IST) to Friday, June 13, 2025 (5:00 p.m. IST). <i>(Please mention registered e-mail address, Name of shareholder, DP ID and Client ID/Folio No., PAN, Mobile No. in the e-mail sent for registration)</i>
14.	Name, address and contact details of Registrar and Transfer Agent (RTA)	MUFG Intime India Private Limited C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai- 400083. Tel No: +91 81081 18484 Link to register queries- https://web.in.mpms.mufig.com/helpdesk/Service_Request.html
15.	Live webcast of AGM	Website: https://in.mpms.mufig.com www.evoting.nsdl.com .