

4th September 2025

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001
SCRIP CODE: 500163

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai 400051
SYMBOL: GODFRYPHLP

Sub.: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

Dear Sirs,

Pursuant to the provisions of Regulation 30 of the SEBI Listing Regulations, we wish to inform you that at the 88th Annual General Meeting (AGM) of the Company held today i.e. on 4th September 2025, the Shareholders have, *inter-alia*, approved, the following:

- 1) Re-appointment of Mr. Sumant Bharadwaj (DIN:08970744) as an Independent Director of the Company, for the second term of five consecutive years i.e. w.e.f. 13th February 2026 up to 12th February 2031. The details as required under Regulation 30 of the SEBI Listing Regulations read with the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, as amended by the SEBI Circular dated 31st December 2024 ('SEBI Circular'), are enclosed herewith as **Annexure-A**.
- 2) Appointment of M/s Chandrasekaran Associates, Practicing Company Secretaries, New Delhi, as the Secretarial Auditors of the Company, to conduct Secretarial Audit for Five (5) consecutive years i.e. w.e.f. FY 2025-26 to FY 2029-30. The details as required under Regulation 30 of the SEBI Listing Regulations read with the SEBI Circular are enclosed herewith as **Annexure-B**.
- 3) Increase in the Authorised Share Capital of the Company and consequent alteration in the Clause on Capital in the Memorandum of Association of the Company by substituting the existing Capital Clause (Clause 5) with the following Clause:

"The Authorised Share Capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crore) divided into 24,70,00,000 (Twenty-Four Crore Seventy Lakh) Equity Shares of Rs. 2/- (Rupees Two) each and 60,000 (Sixty Thousand) Preference Shares of Rs. 100/- (Rupees One Hundred) each with rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for the time being, with power to increase and reduce the Capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company."

Kindly take the same on records.

Thanking you,
Yours Faithfully,
For Godfrey Phillips India Limited

Punit Kumar Chellaramani
Company Secretary & Compliance Officer
Encl.: As above



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Annexure-A

S. No.	Particulars of information that is required to be provided	Information of such event(s)
1	Name	Mr. Sumant Bharadwaj
2	Reason for change	Re-appointment
3	Date of appointment/re-appointment/ cessation and term of appointment/re-appointment.	Date: w.e.f.13 th February 2026 Term: Five (5) consecutive years
4	Brief Profile (In case of appointment/re-appointment)	Mr. Sumant Bharadwaj, an advocate and partner at the law firm "Legal Remedy" and is a member of the Bar Council of Delhi, the Supreme Court Bar Association, the Lawyers Committee of the USA, Amnesty International, the Bar Association of India Steering Committee, and the International Association for Religious Freedom in Frankfurt, Germany.
5	Disclosure of relationships between directors (in case of appointment of a director).	Not related to any of the Directors/ Key Managerial Personnel of the Company.
6	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018	Mr. Sumant Bharadwaj is not debarred from holding the office of the director by virtue of any order of the Securities and Exchange Board of India or any other such authority.

Annexure-B

S. No.	Particulars of information that is required to be provided	Information of such event(s)
1	Reason for change	Appointment of M/s Chandrasekaran Associates, Practicing Company Secretaries, New Delhi (Firm Registration Number P1988DE002500), as the Secretarial Auditors of the Company.
2	Date of appointment/ re-appointment/cessation and term of appointment/ re-appointment .	For Five (5) consecutive years i.e. for FY 2025-26 to FY 2029-30.
3	Brief Profile (In case of appointment)	<p>Chandrasekaran Associates is a well-known firm of Practising Company Secretaries with geographical footprints across India.</p> <p>Peer and Quality Reviewed by the Institute of Company Secretaries of India (ICSI), the firm has a rich legacy spanning over three decades.</p> <p>The firm delivers expertise and knowledge through diverse services in the field of corporate laws including the SEBI and FEMA regulations and provides strategic solutions for regulatory adherence and operational efficiency, to a diverse set of corporate clients.</p>
4	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable