



**Transcript of 28th Annual General Meeting of
Jubilant FoodWorks Limited
Held on
August 29, 2023**

TRANSCRIPT OF 28TH ANNUAL GENERAL MEETING OF JUBILANT FOODWORKS LIMITED HELD ON AUGUST 29, 2023

– **Moderator:**

- Good morning, members,
- Welcome to the 28th Annual General Meeting ('AGM') of Jubilant FoodWorks Limited being held through video conferencing/Other audio-visual means.
- For the smooth conduct of the meeting, all members will be in mute mode and members who have preregistered themselves as speaker at the AGM, would be unmuted when they are requested to speak.
- With this, I now hand over the proceedings to Ms. Mona Aggarwal, Company Secretary who has joined from Noida. Thank you

– **Ms. Mona Aggarwal - Company Secretary, Jubilant FoodWorks Limited:**

- Thank you
- Good Morning Members,
- Welcome to the 28th AGM of Jubilant FoodWorks Limited. This AGM is being convened through video conferencing in compliance with various circulars issued by the Ministry of Corporate Affairs and SEBI from time to time and in accordance with the provisions of Companies Act, 2013 ('Act'), Secretarial Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The Company has taken necessary steps required to be taken as per the provisions of law to enable the members to participate at this meeting via video conferencing and vote electronically on the resolutions set forth in the notice convening this AGM.
- Please note that in terms of statutory requirements, the proceedings of the AGM are being recorded and transcript of the proceedings shall be made available on the Company's website.
- In compliance with provisions of Act, Listing Regulations and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, the Company had provided remote e-voting facility through National Securities Depository Limited ('NSDL') to the members which commenced at 09:00 a.m. on Saturday, 26th August, 2023 and concluded at 05:00 p.m. on Monday, 28th August, 2023, to cast their vote electronically on all the Business items as set forth in the AGM notice.
- Members who have not cast their vote through remote e-voting and are otherwise not barred from doing so and are participating in the AGM may cast their vote through the e-voting facility provided during the AGM.
- The Statutory Registers and other documents referred to in the AGM Notice and explanatory statement are available for inspection electronically during the AGM.
- As we have the requisite quorum present through video conferencing, I now request Mr. Shyam S. Bhartia, Chairman, who has joined from Delhi to address this meeting.
- **Mr. Shyam Bhartia - Chairman, Jubilant FoodWorks Limited:**
- Thank you
- Good morning everyone,
- On behalf of the Board of Jubilant FoodWorks Limited, I extend a warm welcome to each one of you at the 28th AGM of your Company.

- Let me introduce other Board members and KMPs who have joined this meeting:
 - Ashwani Windlass, Independent Director and Chairman of Audit Committee joining from Delhi.
 - Abhay Havaldar, Independent Director and Chairman of Nomination, Remuneration and Compensation Committee & Digital and Technology Committee, joining from Mumbai.
 - Vikram Mehta, Independent Director and Chairman of Stakeholders Relationship Committee joining from Mumbai.
 - Deepa Harris, Independent Director and Chairperson of Sustainability and Corporate Social Responsibility Committee joining from Mumbai.
 - Berjis Desai, Independent Director joining from Mumbai.
 - Amit Jain, Independent Director and Chairman of Risk Management Committee joining from Gurugram.
 - Aashti Bhartia, Non-Executive Director, joining from Delhi.
 - Shamit Bhartia, Non-Executive Director, joining from Delhi.
 - Sameer Khetarpal, CEO & Managing Director, joining from Noida.
 - Ashish Goenka, Chief Financial Officer, joining from Gurugram.
 - Arvind Chokhany, Group CFO, Jubilant Bhartia Group, joining from Delhi.
- Hari Bhartia is unable to attend the meeting due to unavoidable reasons.
- The Scrutinizer, Representative of Statutory Auditors and Secretarial Auditors are also participating in the meeting through video conferencing.
- Dear Fellow Shareholder,
- I take great pleasure in welcoming all shareholders to our 28th Annual General Meeting.
- The fiscal year 2022-23 was a landmark year for your Company for many reasons:
 - I am pleased to share with you that we became the first foodservice company in India to surpass the turnover of Rs. 50,000 million in fiscal year 2022-23, while delivering industry leading margins
 - After having pioneered the 30-minute delivery promise since 2004, we raised the consumer service bar this year by launching the 20-minute delivery promise in Bengaluru. With this, an Indian city became the first across all Domino's markets globally to offer such a unique proposition
 - We opened a record 250 new Domino's stores in a year. This is the highest addition across all Domino's markets by a single franchise
 - We have enrolled 13.6 million loyalty members for Domino's Cheesy rewards, within a year of its launch. The order contribution is at a staggering 45% in March 2023
 - We became the first QSR Company to launch dedicated regional menu innovation
 - We have been recognised as a Great Place to Work, which reflects our high-trust, high performance culture
- As I look back to the significant milestones we have traversed with the support of all stakeholders, I am encouraged by the Company's progress.

- Our success has always been based upon our ability to evaluate the environment in which we operate, look ahead and prepare ourselves to seize opportunities to deliver profitable growth, now and in the future.
- I would like to put the spotlight on two of our guiding principles in the journey:
 - Delighting consumers with incessant focus on value and innovation
 - Taking a long view and making proactive investments to continuously fortify our operating model
- These guiding principles have held us in good stead in all these years. The JFL operating model is honed by a built-to-last culture and an unwavering financial discipline, which have set into motion a virtuous cycle of profitable growth, while building a unique assemblage of strengths for your Company.
- These strengths comprise our resilient and robust pan-India supply chain, digital and data capabilities, business development capabilities and other support functions. The combination of these shared strengths are huge assets for us, which will help us transform into a multi-brand and multi-country food service organisation.
- To our mind, the opportunity landscape is so large, that driven by the entrepreneurial zeal, we collectively feel that we have just begun. Take for instance the pizza market. The global pizza market is valued at \$120 bn and is growing. Within it QSR is \$81 bn. Within it, US alone is \$40 bn, while the Indian pizza market is at \$0.9 bn and even the total organised QSR market in India is under \$2.5 bn. We will therefore continue to make investments for the long-term growth and health of the business.
- The Company's performance during the year was a tale of two halves. As the Covid pandemic waned, there was a surge in demand for out-of-home consumption in the first half. However, post the festival season, there was sudden deceleration in demand as rampant inflation started exerting pressure on discretionary consumption.
- On the cost side, we witnessed broad-based inflation across categories during the year. To help you better appreciate the impact of inflation on some of our key ingredients, if we index the prices to pre-Covid levels, in FY'23, the cheese price has increased by 40%, flour price by 28%, chicken and paper box prices by 30%. The cheese prices, which were already at a decadal high in the second half of the fiscal year, are expected to remain elevated in the coming quarters as well.
- We faced a choice in how to react to these challenges. In this moment, like in the past, we sided with our guiding principles. As consumer's discretionary income remains under pressure, we are channelising our efforts to pursue order-led growth by further strengthening our value offerings. The launch of a new variants of Pizza Mania for example, will help us enhance category recruit and in future we would be able to upgrade them and benefit from higher customer life-time value.
- It is important to highlight here that the strength of our sourcing and unique-commissary model lends us the ability to bolster value offerings, without negatively impacting our gross margins. Therefore, even in challenging times like these, we will continue to make investment decisions in the light of long-term considerations, which will help us serve our consumers the highest quality food offerings at affordable price points.
- We are delighted to share with you that our largest commissary in Bengaluru will be commissioned soon. The state-of-the-art facility would be able to serve more than 750 stores in the future. All the workstreams to commission another mega commissary in Mumbai next year, are progressing well. The CAPEX for both the commissaries is estimated at Rs. 5,200 million, but their lasting benefits will be realised for decades.

- At Rs. 50,960 million, our Revenue from Operations increased by 17.7%. The Domino's LFL and SSG growth stood at 8.9% and 6.0%, respectively. The EBITDA stood at Rs. 11,592 million, and EBITDA margin at 22.7%. Our Profit after Tax and before exceptional items was Rs. 4,029 million and margin came in at 7.9%.
- Our track record of generating strong free cash flow continued in the year. We are happy to share that the Board of Directors of the Company has recommended a dividend of Rs. 1.2 per equity share of the face value of Rs. 2 each amounting to Rs. 791.8 million, subject to shareholders' approval at the Annual General Meeting.
- After a lot of internal deliberations and careful review, we have decided to wind down the operation of our RTC brand – ChefBoss – and scale down the network of Ekdum!. We want to focus our attention and resources on doubling down on Domino's and scaling up Popeyes, while working on unit economics delivery of other emerging brands – Dunkin' and Hong's Kitchen.
- Popeyes has received overwhelming response from Indian consumers. In the last one year, nearly one million guests in Bengaluru and Chennai have tried the iconic Popeyes menu, suitably adapted to cater to the diverse taste palates of Indian guests.
- In Hong's Kitchen, we have seen remarkable progress with further enhancement in taste, improvement in repeat rates, increase in orders and record high NPS.
- In Dunkin', during the quarter, we unveiled a new restaurant design in India as part of Inspire brand's global coffee-forward evolution. The entire brand overhaul reflects our intent to be young-at-heart, go-to coffee destination. The coffee retail category is constantly expanding, and Dunkin' will continue to innovate fast and will strive to serve the best coffee and bakery products to our consumers.
- In Sri Lanka and Bangladesh, we continue to deploy the emerging market playbook for Domino's with cuisine localisation, offering the best value to consumers, unmatched delivery credentials and best-in-class digital assets. During the year, in Sri Lanka, we managed the business well, despite the prevailing macro-economic scenario, while adding 13 stores and taking the network tally to 48 stores. In Bangladesh, after fully acquiring the local subsidiary, we stepped up the pace of network expansion and enhanced the network to 17 stores.
- 'Jubilant for All' symbolises how we work to create enduring value, which delights not only consumers but all the stakeholders in the process through sustained profitable growth. We have tried to depict the subset of such sustainability measures through what goes behind delivering a hot and fresh pizza to consumers in under 20 minutes.
- Sustainability is deeply embedded in our multi-stakeholder business model, as a key tenet of generating long-term value. We are delighted to present your Company's first Integrated Report, along with the Business Responsibility and Sustainability Report. We have also shared the multi-year, time-bound goals, anchored around Food, Planet, People and Communities and Governance. The Sustainability and CSR Committee of the Board is responsible for overseeing and guiding our sustainability strategy, performance and its implementation.
- We would also like to welcome Mr. Amit Jain who has joined our Board in July as an Independent Director. He is currently the Chairman of L'Oréal India and also the Chairperson of Modern Marketing Association ('MMA') India. His wealth of experience and knowledge of the consumer sector would be of immense benefit to the Company.
- The Board acknowledges that perpetual efforts and continued progress towards enhancing the implementation of sustainability principles is the only way we intend to traverse, while charting our journey of sustained profitable growth.

- Thank you.
- The Annual Report containing the Board's report, financial statements, along with notice of this AGM have already been circulated to the members at their registered email address through the prescribed mode. With your permission, I take them as read.
- Since, the Auditor's report and Secretarial Auditor's Report for financial year 2023 does not contain any qualification, observation, adverse remark or disclaimer, the same is not required to be read in this meeting.
- We will now take up the agenda items as set forth in the AGM notice. There are 4 Ordinary Business items and 3 Special Business items as follows:
- Item no.1 -Ordinary Resolution
To receive, consider and adopt:
 - a) 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; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Report of the Auditors thereon.
- Item no.2 - Ordinary Resolution
To declare dividend on equity shares for the financial year ended March 31, 2023.
- As I am interested in the agenda item no. 3, I request Mr. Ashwani Windlass to chair the meeting for this item.
- **Mr. Ashwani Windlass – Independent Director, Jubilant FoodWorks Limited:**
- Thank you Mr. Bhartia.
- Item no. 3 - Ordinary Resolution
To appoint a director in place of Mr. Shamit Bhartia, who retires by rotation and, being eligible, offers himself for re-appointment.
- I now request Mr. Shyam S. Bhartia to chair the meeting for further proceedings.
- **Mr. Shyam Bhartia - Chairman, Jubilant FoodWorks Limited:**
- Thank you Ashwani.
- Item no.4 - Ordinary Resolution
To appoint a director in place of Ms. Aashti Bhartia, who retires by rotation and, being eligible, offers herself for re-appointment.
- Now, items of Special Business considered by the Board as unavoidable are proposed for the approval of the members.
- Item no. 5 - Special Resolution
To re-appoint Mr. Vikram Mehta as an Independent Director.
- Item No. 6 - Special Resolution

To re-appoint Ms. Deepa Harris as an Independent Director.

- Item no. 7 - Special Resolution

To appoint Mr. Amit Jain as an Independent Director.

- The text of the resolutions along with explanatory statement is provided in the AGM Notice already circulated to the members.
- I now request Moderator to invite Speaker shareholders which will be responded by the management.
- **Moderator:**
- Thank you, sir.
- Members are requested to be precise and share their views/queries in 2-3 minutes.
- We now invite our first speaker shareholder Mr. Goutam Nandy from Kolkata to speak please. Sir, I request you to accept the unmute request.

- **Mr. Goutam Nandy – Shareholder:**

- Am I audible?

- **Moderator:**

- Yes, sir. You're audible. Please continue.

- **Mr. Goutam Nandy – Shareholder:**

- Thank you. Good morning, respected Chairman, Board of Directors, and my online fellow shareholders. Myself, Goutam Nandy from Kolkata. The city of joy, equity shareholder of your company, Jubilant FoodWorks Limited. Sir, firstly, I'd like to give thanks to your secretarial department for sending me annual report along with notice and necessary joining link through email well in advance. So especially thanks to our respected company secretary, Ms. Mona Aggarwal, and our whole team of your secretarial department for rendering very good services to our minority shareholders. Sir, your audio-visual presentation is also very nice. So thank you, sir. Sir, you are organizing your annual general meeting through video conference. And I find it is a grand success. Sir, I'm very pleased to receive your wonderful annual report, which is very attractive and also very, very informative. You have described account so beautiful in annual report there is no questions left to ask. Sir, I find very good performance in every segment, even in this challenging year. Now, the situation is still very tough. COVID-19, geopolitical situation, Russia - Ukraine war, its effect is still going on. Every company is suffering very much. Still, you are paying very good dividend to our minority shareholders. Sir, I am very happy, sir. I am very happy. Sir, your CSR is also very, very good. So please keep it up, sir. Sir, I'd like to know what is your roadmap for the next three to four years? Sir, your share face value was Rs. 10 each last, in 2022 you made it Rs. 2 from Rs. 10. Thank you, sir. Our number of shares increased and we got price appreciation also. So thank you very much, sir. Sir, are you going to launch any new product in this year? Sir, do you have any expansion program in near future? Sir, after investment of our hard-earned money, in any company's stock, we expect A, B, C, D, etc. A, for price appreciation, which we are getting from your stock. Thank you, sir. B, stands for bonus. You gave last bonus on 2018 1:1 basis. We do expect in this year, in coming near future, bonus share 1:1 basis from your side. So bonus is due. C, for convertible debenture, it is really due. We also expect convertible debenture in near future. D, yes, D for dividend, which we are getting from your side regularly, very good dividend we are getting from your end. Sir, what else do we want, sir? We are very happy in your company. Sir, one request, if situation permits, please arrange a factory visit in the coming winter season. Sir, we are eagerly waiting for the visit, sir. One more thing Sir, we

are the speaker shareholders, we reside in outstation, please arranged accordingly, including to-and-fro tickets. So please consider, sir. Another thing, sir, please provide speaker serial number with your link, which you are sending to us well in advance. Sir, I have requested for the hard copy of annual report. You have sent well in advance at my registered address. So thank you very much, sir. Sir, I am regular customer of your products and I am very much satisfied. As per the price and quality is concerned, it is really, really remarkable. Sir, one request, please do something, at least for our speaker shareholders. Sir, this is nothing but a token of love. You are a great company. Your heart is very broad, sir. So please consider, sir. Sir, your moderator as well as service provider is also very efficient. They are doing their duty, managing their duty, very smoothly, sir. Sir, I am very proud to be a shareholder of your company. I have full trust with our strong management, Sir like you. And so I, along with my family, wholeheartedly support your all resolutions, which we have already casted through our e-voting. Sir, looking forward with a positive outlook, towards our company with higher profit margin, handsome dividend, 1:1 bonus and return.

– Sir, may God bless you, sir. Stay safe, stay healthy. Thank you very much, sir. Signing off from Kolkata, Goutam Nandy.

– **Moderator:**

– Thank you, so much, sir. We now invite our next speaker, Ms. H.S. Patel from Mumbai to speak, please.

– **Ms H. S. Patel - Shareholder:**

– Hello.

– **Moderator:**

– Yes, ma'am, you're audible.

– **Ms H. S. Patel - Shareholder:**

– Thank you. Respected Chairman, Eminent Board of Directors, our Mr. Ashish Goenka, the CFO of the company, and our most favourite Mona and Anuj Kushwaha. Mona Aggarwal has been a very wonderful company secretary, helping us at every day literary, letting us know about the various queries about the annual report, giving us the printed annual report. Anuj Kushwaha has also been very supportive. Very good team of secretarial department you have, sir. And I wish them good luck and all the best. Mr. Ashish Goenka, thank you very much for framing all the financial details of the company. Thank you. Now I come to the point. Sir, Domino's, I've been not only my favourite, it is the favourite of my every family member. Every Saturday, Sunday, we make it a point to have Domino's Pizza, not only in the afternoon, but even for the supper as well as for the dinner. It has been very extremely favourite among all our family members also. Sir, coming to the annual report, I find that Bengaluru on page 6 that you mentioned, that it has been the largest commissary, making the Bengaluru as the largest commissary. If you could explain a little in detail about it. I have been born and brought up in Mumbai. Why not Mumbai was not made largest commissary before Bengaluru. Mumbai is the financial capital, people from every nook and corner throng in Bombay. Of course, Bengaluru is also an IT hub but Mumbai is more attractive than Bengaluru. Film industry is also in Mumbai. So why not make Mumbai first commissary than making Bengaluru? And what is the largest commissary? If these two things could be explained, then there is a considerable reserve in the lease liabilities. What is this? Please throw some light on it. Sir, one important thing I read in the annual report is various awards and accolades. I congratulate all the Domino people, employees of the company for their hard work, for the awards that the company has won and the CSR activities has also been put. Sir, Domino's has gone a little up ahead in comparing to every other entertainment programs. That is Domino's pizza are serving the customers not only in their shops but they are serving the customers even during their journey. A person had booked Domino's while travelling from one state to another and it was miracle, it was

fabulous on the part of Domino's to serve that person at the next railway station. Very good supply chain, this throws light. Extremely and very good hard work.

– **Moderator:**

– So Sorry to interrupt Ma'am, I would request you to wrap up your question or queries.

– **Ms H. S. Patel - Shareholder:**

– You have created an employee of your company has created three large pizzas in 71.56 seconds. This is also an excellent art of the employee. I congratulate that employee and I wish that person's photo should have been printed in the annual report. I really congratulate that employee for making three large pizzas in 71.56 seconds. You are inaugurating many new stores. I humbly request the management team that in Bombay if you are coming out with new stores or restaurants or outlets, please allow shareholders also to participate at the inaugurating time. Please do call us for that. I support, I very jubilantly support all the resolutions laid out in the notice especially the resolutions of the appointment of various directors. Sir your Hong's Kitchen and your Popeyes when it will be coming to Bombay, please let us know. Only a little the expenses should have been curtailed, freight, rent and advertising, expenses should have been curtailed. Miscellaneous expenses are also little high. Loss on disposable of property is also little high and other cost expenses, if little attention is paid to the curtailing of the expenses, I humbly request the management team. I support all your resolution. All the employees have worked very hard to give very good results and the taste, flavour and quality of the food.

– **Moderator:**

– I am so sorry to interrupt Ma'am, but I would like you to wrap up your questions and comments in another one minute please.

– **Ms H. S. Patel - Shareholder:**

– Thank you very much. And I wish the company all the very best and all the employees especially the secretarial team. Wonderful job you all have done.

– **Moderator:**

– Thank you so much, ma'am. We now invite our next speaker Mr. Jasmeet Singh from Delhi to speak please. Sir, I request you to accept the unmute request.

– **Mr. Jasmeet Singh - Shareholder:**

– Moderator, can you confirm if I'm audible and visible, both?

– **Moderator:**

– Yes, sir, we can hear you.

– **Mr. Jasmeet Singh - Shareholder:**

– Thank you. Chairman, Mr. Shyam Bhartia, other directors, key personnel, CFO, Ashish Goenka, Good morning. I am Jasmeet Singh and attending this video call with my group of shareholders. This is a small disclaimer that I would like to state that I along with four shareholders.

– **Moderator:**

– Sir, we are not able to hear you. Can you please accept the unmute request? Sir, can you hear me? Sir, we cannot hear you. Chairman, sir, we are facing some technical issues and are not able to connect with Mr. Jasmeet Singh. So I will invite our next speaker. We have

Mr. ShriPal Singh Mohnot from Gurugram who has shared questions over a video. Can we please have the video?

– **Mr. ShriPal Singh Mohnot - Shareholder:**

- I am ShriPal Singh Mohnot speaking from Gurugram, Haryana. Greetings to all of you. Greetings to all of you. Dear Chairman sir, your direction has improved a lot in the past 28 years. I congratulate you and your entire board for this. I congratulate all of you on the auspicious occasion of the Independence of India. I congratulate all of you on the events of the company. I support all the proposals of today's committee. New India is taking shape. In coming years Demand will increase, how are we preparing for that?? Elaborate in detail and how will Capital be managed?? How will you prepare for the next few years? You are working very hard to reach home and eat. The blessings you receive from the heart will be a great help in the company's development. Along with that, India is also making a big contribution in making the company a cash less. Please share your thoughts on the R&D, subsidiary company, merger, demerger and takeover. Please share your thoughts on the competition in the National and international market. Please do something on the occasion of 'Azadi ka Amrit Mahotsav' which will always be memorable. Ghar ghar Tiranga, Ghar ghar Jubilant Food. Ghar ghar Tiranga, Ghar ghar Jubilant Food. I request you to keep AGM, EGM and board meeting through VC only. It saves money and it will help in company's growth. Your CEO and company secretary are doing a great job. We have received the balance sheet on time. The company secretary and her colleagues have taken out time and guided us, I thank them. I request to bless the whole of secretarial team because of that we are able to speak in this AGM. If you can arrange for factory visit that would be great. It will be a new experience for us. Thank you. Jai Hind.

– **Moderator:**

- We have Mr. Ashok Jain from Delhi who has shared questions over a video. Can we please have the video?

– **Mr. Ashok Jain - Shareholder:**

- Good morning, Chairman Sir, extreme board of directors and my co fellow shareholder join the AGM on VC portal. I, Ashok Jain, DPID number 300 11810242590 join the AGM from Delhi. First of all, I congratulate to Chairman sir and entire management team and staff of the company for to give us the great performance. Secondly, I thanks to the management for open more than 200 new store in the financial year 2022-23. Company has done excellent CSR activity like mobile healthcare when with expert team of doctors. Company has crossed a milestone of Rs. 5,000 crore revenue during the financial year 2022-23. Please let me know that our sales are all time high but why the profit is declining. I support all the resolution. I thanks to the company secretary and entire the team to help me to join the AGM on VC portal. Thank you, sir. Thank you.

– **Moderator:**

- Thank you so much. We have Mr Bharat Raj from Hyderabad who has shared questions over a video. Can we please have the video?

– **Mr. Bharat Raj - Shareholder:**

- Good morning, Chairman, Mr Shyam, Mr. Sameer, CEO of our Company, Mr. Ashish, CFO and entire board of directors. I am Bharat Raj calling from Hyderabad. Sir, I am very proud to be a shareholder of Jubilant FoodWorks. It's a wonderful brand of Domino's where wherever we go, the Domino's brand created a family, sir. I am very happy, associated with the Domino's. Domino's pizza, wonderfully, I used to walk in, whenever I walk into the Domino's, I feel that it is like a family or house. Wonderful product, sir. I congratulate entire

board of directors for wonderful outlets in India. I thank the management for a wonderful dividend payout. I thank for wonderful CSR work doing by my company. Chairman sir, one question is there. What is your future plans for our company next five years? Please let me know. Chairman sir, one more question is that you have any plans for expansion, for right issues or QIPs? Please let me know. Once again, my best wishes to you, sir. All the best for coming years. God bless you all. Thank you very much. And once again, I want to share our company secretary, Ms. Mona Aggarwal. Always accessible 365 days. In time, she sent me the annual report. And in time, she sent me the link also. Sir, thank you and I thank our Company secretary department, Mr. Anuj, who has calling me and asking me for whatever the information I ask, he has given me in time. Thank you very much. Entire Board of Directors, be happy, be safe. Thank you very much for giving this opportunity. God bless you all. Namaste.

– **Moderator:**

- Thank you so much. We now request the management to respond to the queries.

– **Mr. Sameer Khetarpal - CEO & Managing Director, Jubilant FoodWorks Limited:**

- Firstly, I am touched by all the love and the praise that you have showered as our valuable shareholders. And I expect and rather hope to receive the same love from all of you. This is my first AGM as CEO & MD and I am truly honoured to be presenting the plans of the company and also answering to your questions. I have noted several of your requests like visit to the factory as sought by Mr. Nandy, store visits, for new stores as asked by Ms. Patel. And I have noted and I will pass it on to my team to work.
- There are few questions that Mr. Nandy, Ms. Patel, ShriPal Singh Ji, Mr. Ashok Jain and Mr. Bharat Raj also asked on the future plans of the Company, that I am addressing now. Dear shareholders, the Company has done well on the strength of having the largest network of Domino's as a brand in India. It has crossed an important milestone of Rs. 5,000 crores in Revenue and my teams are working hard to expand Popeyes and build a very strong model for Hong's Kitchen and Dunkin' as highlighted by the Chairman sir.
- Our Company has four pillars of excellence and based upon the strength of these pillars we will take the Company forward.
- Number one being, customer and market first. Whatever we do, whatever brands we launch, whichever markets we go, we want to be customer first and market first. That is why we have been the number one QSR Company in India.
- Number two is data and technology forward. Let me assure you that we have a team of highly capable engineers and computer science technologists who are actually working to make sure our digital prowess and strides continue as we go along. We have close to more than 10 million customers who come every month on to Domino's app and enjoy our appexperience and we will continue to progress on it. Chairman sir spoke about 20-minute delivery. Domino's is known for operations excellence and will continue to progress on that journey. We have stores in now more than 394 cities and we will continue our expansion plan and have given the guidance of getting to 3,000 Domino's store in the medium term.
- Last but not the least, I think all of you pointed out that people and the team is very important. I am noting the praise and your blessings for this team, especially our Company Secretary and the CFO. I think this is truly a privilege for me to build upon the culture and the values of this organization.
- There were a few specific questions related to Mumbai and profits that were declining. We plan to expand Popeyes to the entire country. We have given a guidance of having up to 50 stores as we exit the fiscal year and a lot of the new cities are part of our expansion plan. Equally, like Chairman Sir mentioned, that we are building a big commissary in Mumbai and at the right time, we will also share more details on the commissary.

- Regarding profit declining, I note your concern and want to assure you, as mentioned in our previous presentations also, that the team is working to improve profitability and I'm happy to share that in the last quarter through systematic cost reduction and improving our efficiencies internally, we've been able to improve nearly 100 basis point of EBITDA margin sequentially. So this is an important area and the management team is focusing on it. There were a few specific questions around finance and leasing costs. I will let our CFO, Ashish Goenka answer those. Thank you.
- **Mr. Ashish Goenka - President and CFO, Jubilant FoodWorks Limited:**
- Thank you, Sameer. There were a few specific questions that I would like to address. Mrs. Patel had a query on our reserves and lease liability. Ma'am, these are largely pertaining to the rental leases because we have a number of stores which we take on lease and this is as per IFRS 16. The increase is largely due to the number of stores that we opened; we opened 250 plus stores last year. You also raised a concern on our cost increasing in some lines. So we are fully cognizant of that. And as Sameer alluded to earlier, there is a PAN organization program called Vijay that we are driving to enhance efficiency and productivity across our cost lines. So thank you for your suggestion.
- There was a question by Mr. Jain on why our profits declining while our revenue is at an all-time high. Sir, there were two prime reasons for that. One, of course, was that we took a one-time impairment charge on account of deteriorating economic conditions in Sri Lanka that had a bearing on our reported PAT. The other key reason was the unprecedented inflation that we faced last year across our key input cost. Just to give you an example, if we index the prices to pre-Covid levels, our cheese prices were almost 40% higher and our box prices were close to 30% higher. And therefore, and as Chairman Sir said in his speech earlier, we made a choice of not passing it on to our consumers and staying true to our value proposition and that led to a bit decline in profitability. But we're working across all lines and we stay completely focused on driving productivity and efficiency to keep improving our profit margins and overall profitability.
- With this, let me hand back to the moderator for inviting our next set of speakers' shareholders to ask their questions.
- **Moderator:**
- Thank you so much, Sir. We now invite our next speaker, Mr. K. Sadananda Sastry from Bangalore to speak please.
- **Mr. K Sadananda Sastry - Shareholder:**
- Okay. Good morning, Sir. I'm Sadananda Sastry from Bangalore. My number is 11702201. Sir, Chairman Sir, I am going according to your report only and none other than that. Page number 3 of the report. Sri Lanka experiencing that is setback in its economy. So what is the position? How the company is thriving with the business in Sri Lanka? Page number 11, whether all these activities are carried out by the company or interested to contractors, franchises, etc. Is the company using millets in its menu? Page number 25, whether all these activities are running in one campus or different places. Page number 21, what is the company's participation in railway, pantry and all and especially Vande Bharat? Are you having any connection with IRCTC? Page number 33, financial performance. Revenue grew by Rs. 7,650 million and gross profit also grew by Rs. 5,120 million. That is almost 70% whether the profit margin is you are fixing more to your products. Page number 68, for local transportation, have you fixed any radius limit? Page number 70, why the company has not reached the Jammu and Kashmir which is the sightseeing centre? Page number 84, foreign exchange earnings are very low but outgo is more. Does it not affect the profit position? Page number 112, share prices lagging from 600 to 416, is the effect of company's profitability. Page number 234, balance sheet. There is an increase in property plan, just for Rs. 3,145 million but the depreciation is also grown by Rs. 928 million which seems disproportionate, why? In a small trade receivable which are unsecured, credit impairment crept in at over rate of several million would be a hurdle to the growth of profit.

How the company will protect these from going bad? Borrowings and liabilities have increased by small amount but the financial cost increased by Rs. 252 million. What is the reason? In other expenses, some extraneous items appear. Company has to minimize expenses to boost the growth of profit. Despite the revenue increase by Rs. 7,712 million, profit growth is showing negative growth. How the company will bring it to the positive in the current year? Thank you very much, sir. Thank you very much. See you next year.

– **Moderator:**

– Thank you so much, sir. We have Mr. Pramod Kumar Jain from Delhi who has shared questions over a video. Can we please have the video?

– **Mr. Pramod Kumar Jain - Shareholder:**

– Namaskar, I Pramod Jain from Delhi, thank Chairman, board of directors, secretarial department, for providing me an opportunity to speak in this AGM. And I support all resolutions. Chairman, you have told us about the development of the company in the start of the speech. We don't need to ask you. We have complete trust in the company's leadership. In your leadership, the company will do a lot of development, I hope for that. Sir, I want to know what is the future plan of our company. And in the present, how many of our outlets work in the entire India. Now the Corona is over. Sale and profit of the company shall increase; I hope for that. Namaskar and thank you.

– **Moderator:**

– Thank you so much, sir. We now invite our next speaker, Mr. Santosh Bhutani from Delhi to speak. So we are trying to connect with Mr. Santosh Bhutani, but we are facing some issues. Sorry for the delay, Chairman. Sir, we are facing some network issues with Mr. Santosh Bhutani and are unable to connect with him right now. We next have Mr. Rohinton Batiwala from Mumbai who has shared questions over a video. Can we have the video, please?

– **Mr. Rohinton Batiwala - Shareholder:**

– Chairman, Shri Shyam Bhartia, CEO & MD, Mr. Sameer Khetarpal, other very eminent and distinguished dignitaries on the VC Dias. Company secretary, Mona Aggarwal, ma'am, fellow shareholders on VC. Good morning to all of you. Sir, my name is Rohinton Batiwala from Mumbai and I have a pleasure to speak in front of learned directors. At the outset, sir, we thank you for the dividend of Rs. 1.20 that is 60% per share. But sir, with an EPS of Rs. 5.35, you could easily go up to Rs. 2 per share. Sir, next year, kindly consider the same. The company secretary and a team has done a wonderful job of bringing out an AGM report of 360-page pull-out which is neat, clean, detailed with all the facts and figures in place. It is knowledgeable, transparent and adhering to all the norms of corporate governance. The whole company secretary team needs to be complimented, especially Mr. Anuj Kushwaha who has constantly been in touch with us and has extended valuable investor services. Sir, our results compared to last year is excellent. Our revenues have gone up by 17.7% compared to last year and we have shown an all-round increase in every parameter. The company has 1,860 Domino's, 13 Popeyes, 21 Dunkin' donuts and 13 Hong's Kitchen stores. But sir, how many states have we covered in this count? And why are we not opening any of the other three branches in Mumbai? When can we expect you to open these stores in Mumbai? Sir, there is much to speak, share and discuss. But due to time constraints, I end my speech and just put forth some of my queries. Sir, what is the CAPEX and how do you plan to fund it? Sir, we have so many subsidiaries. Can you update us on the performance of it? Any plans of expansion of stores in any cities or states? Sir, we had two ESOPs in 2011 and 2016. What was the outcome and how many employees benefited from them? Lastly, sir, I urge you to kindly start having physical meetings as COVID restrictions have been eased. It is easier to greet and meet you in person and have free-to-free interaction. Thanking you, sir. We forward you and the board members and the family of Jubilant Group compliments of the festive season which has already started. And wish you and the board members all the very best of luck. Thank you, sir.

- **Moderator:**
- Thank you so much, sir. We have Mr. Manoj Kumar Gupta from Kolkata who has shared questions over the video. Can we please have the video?
- **Mr. Manoj Kumar Gupta - Shareholder:**
- Good morning, respected Chairman, Board of Directors, fellow shareholders. My name is Manoj Gupta. I have joined this meeting from my residence, Kolkata. I feel proud to be part of Jubilant Food and I thanks to your company secretary and her entire team to help us to join this meeting through VC. I've got three or four calls from the company to join this meeting. Such type of people should be there to help the small shareholders to join the meeting through VC. Sir, it's my request to you to take the company in every house in the country because this country is more than 140 crore population and take the company pan India and reach in every state every district with a Domino's brand to make people can enjoy the test of Domino's under the umbrella of Jubilant Food. And I wish to God to give you more success in coming time with the help of entire team of management, employees and executives. Thank you, sir.
- **Moderator:**
- Thank you so much. We have Mr. Sanjay Banik from Kolkata who has shared questions over a video. Can we please have the video?
- **Mr. Sanjay Banik - Shareholder:**
- Hello, I'm Sanjay Banik from the place where Shyam Bhartia sir did his graduation. It's Kolkata, the city of joy. Despite the root of Jubilant Food is from Kolkata. Brands like Popeyes, Dunkin', Hong's Kitchen are not in Kolkata. Why? At the outset, I would like to thank the team for giving me opportunities to speak at the AGM and especially Anuj sir for his cordial behaviour and helpful nature in order to make us understand regarding the technicalities about the AGM over VC method. Sir, I have some suggestions as well as queries. First, some queries. Number one is in the key ratio segment. Our company returns on capital employed is an important parameter, but it is declining year-on-year basis. When we can again see a ROCE above 25%. Number two is our company mentioned that in the annual report that cheese is an important component or ingredient of our product, but the price of which is decadal high. My question is that what is the percentage of cost component of cheese of total input when a pizza is prepared? Is it being sourced from locally or imported? Number three is on page number 86 to 89. Annexure A of director's report, it was reported that more than 10 key employees have left the organization. It is very alarming. Their joining was also two to three years before. Why so high attrition in key position? Number four is on page number 89 in AOC 1 for reporting subsidiary associate and joint ventures section, four foreign subsidiaries all are loss making. If there is no business, it should be reviewed for corrective action and bring them profitable. Same in page number 306. All associate companies are loss making. This all-in turn brings profitability down of parent company. So this should be looked into. Now I have some suggestion to our company. Our company is very prudent in deploying EVs in delivery fleet. As of now, one third of the delivery fleet is EV. It should be 100% within a few years, not by waiting till 2030 what company targets? Which is mentioned in page number 38. Next my suggestion is that our company should target the festivals seasons more planfully and offer should be loaded during the time of festival. Like Durga puja, Diwali etc. in order to bring more customer engagement. Offer should be like price and offer for app download and order of pizzas. This should be carried down like crowded places like pandals, main events, etc. So that's all. Thank you again. Thank you for giving me opportunity to speak and I wish tons of success to the company in the coming years. Thank you.
- **Moderator:**
- Thank you. We now request the management to respond to the queries.

– **Mr. Sameer Khetarpal - CEO & Managing Director, Jubilant FoodWorks Limited:**

- Thank you, Mr. Sastry, Mr. Pramod Jain, Mr. Bhutani, Mr. Batiwala, Mr. Manoj Gupta and Mr. Banik for your valuable suggestions and questions. I have noted down the suggestions being asked for a physical meeting, increasing the share of electric vehicles at a faster rate and also more festival offers. I had in my previous answers shared the future plan and expansion plan of the company. I will refrain from doing so as some of the questions were repetitive. I will focus on some of the specific questions being raised.
- Firstly on Sri Lanka. The macroeconomic condition in Sri Lanka continues to be challenging. It has improved somewhat in the last three to four months. We are watching very closely. We opened our 50th store in Sri Lanka recently and therefore we are committed to making that country successful but also taking a cautious approach. Our stance in Sri Lanka is to execute our emerging market playbook which is focused on tasty pizzas at great value and using our technology assets and home delivery.
- Millets, this is the year of millets and we are pleased to announce that the Chief Minister of Gujarat launched our Ragi range in Gujarat. I'm happy to note yesterday I got a call from a school which ordered hundreds of pizzas, raggi pizzas and we were able to serve. So this is an important element for our product and product portfolio. As you know that we always innovate for Indian palate, Indian consumers and with the theme that the management is working on customer and market first. This millet and the other bases like 100% wheat thin crust is core to our product portfolio.
- I'm very proud to lead a company that deliver not only to Siachin, but also to Indian railways. It is an important channel. We are the only QSR to offer this service across nearly 143 railway stations. We are able to serve with Domino's like precision into the train, into the bogey, to the seat of a passenger. This is the unique advantage that we have. Customers can not only order from the IRCTC app or website, they can also order from Domino's app.
- I'm also happy to share that we opened the first store in Srinagar last quarter as part of expansion plan. In fact in Jammu, we already have more than ten stores and it's one of the important cities for us.
- I have already addressed some future plans and I will only like to say that the team is focused on profitability, improving gross margins, tightening our belt to ensure that we give higher EBITDA and therefore higher ROCE. Equally, the past performance was largely impacted due to decadal high prices of cheese and elevated prices of paper, oil and some of the other commodities. We do see some cooling off, but we do also see somewhere higher inflation coming and hitting on vegetables. So we are focused on our customers. We are focused on internal efficiencies. That is what we control and that's how we are proceeding. I would like to request the moderator to put Mr. Ashish Goenka so that he can answer some of the specific questions on finances. Thank you.

– **Mr. Ashish Goenka - President and CFO, Jubilant FoodWorks Limited:**

- Thank you, Sameer. And thank you for your questions. Mr. Sastry had a few queries around our P&L and I'll address some of them. There was a query on why is our forex outflow is fairly substantial. Mr. Sastry, it is on account of the franchise fee that we pay and imported raw materials that we have for our product. Depreciation has increased in line with our new store opening. As you know, your company has been expanding the network at a brisk pace and the depreciation increases is largely on account of that and also on account of

the increase in the ROU asset as we account the leases as asset post the implementation of IFRS 16. You also had pointed to an increase in finance cost and that again is attributable to increase in the lease liability, again on account of IFRS 16. And as you would know that we have no borrowings at a standalone level and therefore the finance costs do not pertain to any debt, but largely pertains to the lease liabilities that we have on account of IFRS 16. The unsecured creditors are largely from past period and I'm happy to report that last year the increase was only about Rs. 5 million and we are watching that closely and hopeful of recovery and it's not material at this stage.

- Mr. Batiwala had asked a question on our CAPEX plan and how are we planning to fund them. So our CAPEX would remain at a slightly elevated level this year as well. Again on account of network expansion and the fact that we'll be investing in our Mumbai commissary, the funding plan is internal. We would be able to fund the entire expansion through our internal accruals and internal cash generation. So therefore that's the plan on CAPEX.
- There was a comment and a query by Mr. Banik on why is our return on capital employed declining. Thank you again for that question Mr. Banik. And as management we very closely track this metric. It's an important metric. Last year, as I was explaining earlier, there was a decline in profitability because of the charge that we took on Sri Lanka as well as the fact that we had faced unprecedented inflation which led to a squeeze in both our gross margins and EBITDA margins. And as Sameer was explaining earlier, we are working at quick pace across all lines of cost to drive efficiency and effectiveness and also increase the pace of growth. And once that flywheel of growth comes back, we should see an improvement on this matrix. You had a query on cheese. Yes, cheese is an important component of our overall input cost. It contributes roughly one third of our overall food cost basket. And all our cheese is locally sourced and not imported. With that, let me hand back over to the moderator for the next set of questions.
- **Moderator:**
- We have Mr. Gaurav Rozatkar from Germany, who has shared questions over a video. Can we please have the video?
- **Mr. Gaurav Rozatkar - Shareholder:**
- Namaskar to one and all. I am Gaurav Liladhar Rozatkar, joining today's 28th annual general meeting of Jubilant FoodWorks Limited from Berlin, Germany. I wanted to thank management to share the annual report well in time and it is pretty informative. I would also like to request company to take the environmental related issues seriously and take necessary steps towards it. I would also like to request our organization to take care of the CSR work as much as best as possible, as profit and loss will be the part of balance sheet, but CSR work is something which is necessary to the humanity. I would also like to mention one point that are we taking food waste necessary? So is it possible that sometimes when the food which is fresh but it is not sold. And due to which we are throwing it away. So is it possible that we can do local tie ups with the local area NGOs and try to give them the food and they can serve the one who are in hunger? Also I would like to request that the company has given discount coupon codes and pretty much the day when I received the discount coupon code next day I was going to fly from India. So I would also like to know that is it possible that company is also doing any tie ups with the European Union organizations to generate a discount code with the tie ups which we are having with the organizations such as Domino's or Dunkin' Donuts? I would also like to request company

to continue the hybrid meetings in future so that people from various locations regardless to their physical presence in the meeting can share their views and thoughts in the annual general meets in the upcoming days. I would also like to request Company to try to do international collaborations as well in future so that it will create and more potential for us. And lastly, I would like to thank again the company and the whole management team to give me this opportunity and platform to share my views and comments. Thank you so much. All the very best.

– **Moderator:**

– Thank you so much. We have Ms. Prakashini Shenoy from Mumbai who has shared questions over an audio. Can we please have the audio?

– **Ms. Prakashini Shenoy - Shareholder:**

– Prakashini Ganesh Shenoy from Bombay. Respected, honourable Chairman, other dignitaries on the board and my fellow shareholders. I received the annual report well in time which is colourful, transparent, informative and contains all the information as per the corporate governance. I thank Mr. Anuj and his team for the same. I should not forget to thank them once again for reminding me of today's meeting without which I wouldn't be in a position to speak. The Chairman has given a beautiful picture regarding the company in all parameters. Thank you, Chairman, sir. At the outset, I thank the management for dividend for the financial year 22- 23. I'm also glad to note that the company is doing outstanding work in the field of CSR activities. At the same time, the company has got many numbers of awards. This shows the hard work and sincerity of one and all staff. Sir, I have few questions. My first question is what is the future of the company? Second question is how are we increasing the revenue in future? My third question is what is the strength of the company and what is the percentage of women working? Last but not the least. I honestly request the Chairman to please continue with the VC meeting so that people all over the world will have an opportunity to express their views. I wish the company good luck for a bright future and pray God that the profit of the company shall reach the peak in due course. Sir, I strongly and wholeheartedly support all the resolutions put forth in today's meeting. Thank you, sir.

– **Moderator:**

– Thank you so much. We have completed all speaker shareholders. We now request the management to respond to the same.

– **Mr. Sameer Khetarpal - CEO & Managing Director, Jubilant FoodWorks Limited:**

– Thank you, Mr. Gaurav and Ms. Shenoy.

– As you know, our business model is taking raw material and preparing fresh pizzas. And therefore, in terms of end product, the wastage is very negligible.

– I have already shared the future plans of the company and the expansion plans of the company.

– Regarding the question of diversity and the proportion of women in our workforce, that is a very important area for me personally and equally for my executive members and management team. Very happy to note that in the last one year, the participation of women in our workforce has increased from 26% to 31%. And we have taken a goal of getting to

40% by 2030. So this is an important agenda, and thank you for reminding us. Ashish, is there is anything that you would like to add.

– **Mr. Ashish Goenka - President and CFO, Jubilant FoodWorks Limited:**

- Thank you, Sameer. There were questions on ESG and CSR which I can address. Mr. Leeladhar, on your questions on ESG, I think I can assure you that ESG and sustainability is at the heart of everything that we do. And we have an integrated model where we integrate ESG with our business processes and we continuously explore ways to minimize our environmental impact and are constantly working towards a more sustainable future. Just to give you a few examples. 33% of our delivery fleet is already electric vehicles. 11% of the electricity demand of our commissaries are currently met by solar power and we are constantly looking at ways to reduce wastage. And again, to give you an example, we're using now Lidless boxes in dine in and using recyclable package to reduce waste as these are steps to promote responsible consumption.
- As we look ahead, we have set ambitious target to further decrease our environmental footprint. We intend to increase our EV share and delivery fleet by 80% by 2030. Of course, as there was a suggestion earlier, we will try and achieve this feat earlier, but this is the target as of now, we plan to meet 50% of our energy requirement in our commissaries through renewable sources by 2030 and all our commissaries will be 100% water neutral by 2030. We have laid out all our targets and it's available in the Integrated Report and therefore you can go through that.
- In terms of CSR, again, we cannot agree more and we take our responsibility as a good corporate citizen and to benefit people and communities. Again, I'm delighted to share that your company's CSR spend, has grown from around Rs. 29 million in FY18 to Rs. 91 million in FY23, allowing us to touch many more lives and make a tangible difference. There are three key areas of our entire CSR program, and let me touch upon them briefly.
- One is healthcare. We are providing primary healthcare access through mobile medical vans in 145 villages, touching almost 450,000 lives. And through this initiative we are providing access and developing health seeking behaviour to our awareness campaign relating to malaria, diarrhoea, nutrition, eye care, et cetera.
- The second pillar is livelihood training. We have a program called Women on Wheels. We empower and equip 300 women with skills and knowledge to enhance their livelihood and contribute to their communities. We are training more than 1,000 dairy and 2,500 goat farmers, enabling them to adopt modern practices and improve their livelihood and promote animal welfare. At the same time, 5,000 street food vendors are being trained to ensure improved hygiene and quality standards in their operations.
- The third pillar, or leg is skill development and we have trained 10,000 1st generation learners, equipping them with employability skills. So I think we are running a very comprehensive CSR program and we'll continue to focus on areas to give back to the community. I think with that we have tried to cover most of the questions and thank you again for your interest in the company and for asking some very relevant questions and giving some very pertinent suggestions. We will take back some of those suggestions and work on them. If inadvertently Sameer or myself could not address a query or a question, please do write into us and we will try our best to get back with a response. Thank you once again. And with that, let me hand over back to Mona for further proceedings.

- **Ms. Mona Aggarwal - Company Secretary, Jubilant FoodWorks Limited:**
- Thank you, Ashish. Members may note that the e-voting on the NSDL platform will continue for next 30 minutes. Thereafter the proceedings of the meeting shall be closed. Members who have not cast their vote through remote e-voting are requested to cast their vote. The Board of Directors have appointed Rupesh Agarwal, managing partner of Chandrasekaran & Associates, as the scrutinizer to supervise the e-voting process in a fair and transparent manner. Results of voting shall be declared within prescribed timelines and shall be available on the website of the company, Stock exchanges and NSDL.
- On behalf of the members present, I propose vote of thanks to the Chair.
- Thank you everyone for participating in the AGM.
- **Moderator:**
- Dear, members, in case you are yet to cast your vote, you are requested to proceed for e-voting.
- Dear members, the time for e -voting has elapsed and the management is of the view that all members who are participating in the AGM have been given adequate time and opportunity to vote at the AGM and this concludes the proceedings of the AGM. Thank you all for participating in the AGM of Jubilant FoodWorks Limited and e-voting.
- ***End of Transcript***