BOARD SUCCESSION PLAN

("Board Succession Plan")

UNDER REGULATION 17 (4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

As approved by the Board of Directors vide Board Meeting dated October 13, 2026

This Board Succession Plan is effective from -

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A. PREAMBLE

This Board Succession Plan (*as defined hereinbelow*) has been formulated in compliance with Regulation 17(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR Regulations**") which requires the Board to formulate a plan ("**Board Succession Plan**") for orderly succession for appointment to the board of directors and Senior Management. This is one of the most significant attempts to ensure that shareholders are not adversely impacted due to sudden or unplanned gaps in leadership.

Hindustan Coca-Cola Holdings Limited ("**Company**") has therefore, adopted this Board Succession Plan with the approval of the board of directors of the Company ("**Board**"), outlining the process and procedures for identifying, developing, and preparing employees for key roles and leadership positions within the Company, and preparation of succession planning of the Board.

B. DEFINITIONS & INTERPRETATION

The following definitions have been assigned to certain terms used in this Board Succession Plan for effective interpretation:

1. "**Act**" means the Companies Act, 2013 and rules and regulations framed thereunder, and any amendments thereto.

2. "**Board**" means the board of directors of Hindustan Coca-Cola Holdings Limited.

3. "**Company**" means Hindustan Coca-Cola Holdings Limited.

4. **"Independent Director"** means an independent director as defined under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations, as amended from time to time.

5. **"Senior Management"** shall have the meaning assigned to it under Regulation 16(1)(d) of the SEBI LODR Regulations, as amended from time to time.

6. "**NRC**" means the Nomination and Remuneration Committee of the Board constituted/re-constituted, from time to time, under the provisions of Regulation 19 of the SEBI LODR Regulations and Section 178 of the Act, as amended.

Any other term not defined herein shall have the same meaning as prescribed under the Securities and Exchange Board of India Act, 1992, the Act, SEBI LODR Regulations or any other applicable law or regulation to the extent applicable to the Company, as amended from time to time.

C. OBJECTIVES

The objectives of the Board Succession Plan are to:

1. identify and nurture high-potential candidates who demonstrate the capability to take on critical leadership roles within the organisation;
2. build and sustain a strong internal talent pipeline that ensures the availability of qualified candidates for key positions;
3. reduce risks arising from leadership gaps and transitional phases; and
4. support the professional development and career progression of employees through focused and structured development initiatives.

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D. ROLE OF THE NOMINATION AND REMUNERATION COMMITTEE

The NRC of the Company shall be responsible for:

1. Periodically review the composition, structure and size of the Board.
2. Identify gaps in skills, experience, diversity and independence.
3. Recommend criteria for appointment, reappointment and succession of directors.
4. Identify and evaluate potential candidates for Board and Board committee positions.
5. Recommend succession for the chairperson, Independent Directors and committee chairpersons, in accordance with the applicable law and the articles of association of the Company.
6. Taking any other action as may be required for complying with the applicable laws.

E. GUIDING PRINCIPLES

The Board succession process shall be guided by the following principles:

1. Alignment with the Company's long-term strategy, risk profile and business needs.
2. Compliance with the Act, SEBI LODR Regulations and other applicable laws.
3. Maintenance of an appropriate balance of skills, experience, diversity, independence and integrity on the Board.
4. Transparency, fairness and merit-based selection.
5. Planned and phased transitions to avoid disruption.

F. SUCESSION PLANNING PROCESS:

The Company shall follow the below-mentioned process for succession planning:

1. **Identification of Key Positions**: The NRC and Senior Management shall identify critical roles and positions within the Company that are essential for the achievement of organisational goals and objectives.
2. **Identification of High-Potential Employees**: The NRC, in collaboration with department heads, shall identify employees who demonstrate high potential and readiness to assume key roles through performance evaluations, assessments, and talent reviews.
3. **Development Planning**: High-potential employees shall be provided with individualised development plans tailored to their career aspirations and organisational needs. These plans may include job rotations, mentoring, coaching, training programs, and stretch assignments.
4. **Monitoring and Evaluation**: Progress and performance of high-potential employees shallbe monitored and evaluated regularly to assess their readiness for advancement and adjust development plans as needed.
5. **Board Succession Plan Implementation**: When a leadership vacancy arises, the NRC and management may refer to this Board Succession Plan to identify internal candidates who have been groomed and prepared for the position, provided they meet the necessary qualifications and demonstrate readiness for the role.

G. BENEFITS OF HAVING THE BOARD SUCCESSION PLAN

The Company recognises that having the Board Succession Plan shall:

1. Align the Company's strategic objectives with human resource planning by ensuring the right talent is placed in the right roles at the right time to achieve business goals.

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2. Create and maintain a strong pool of capable and qualified candidates for critical and key positions.

3. Ensure continuity and stability in core leadership and other vital roles, supporting consistent performance and uninterrupted delivery of the Company's services and programmes.

4. Identify workforce renewal and succession needs, enabling focused training and development initiatives.

5. Support employees in achieving their career goals and professional aspirations within the organisation.

6. Enhance employees' ability to adapt effectively to changing business and environmental conditions.

7. Facilitate timely and systematic transfer of organisational and institutional knowledge.

H. AMENDMENT

This Board Succession Plan shall be reviewed and accordingly amended by the Board from time to time so that it remains compliant with the applicable law. Notwithstanding anything to the contrary contained herein, this Board Succession Plan shall automatically stand amended to incorporate any changes to the requirements prescribed under applicable law to the extent that such provision does not require the Board to exercise its discretion. If there is any change in the provisions of applicable law that require the Board to exercise its discretion, the Board shall promptly review such provisions and adopt necessary changes to the Board Succession Plan.

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