



17th May, 2022

Stock Code: BSE: 500696;
NSE: HINDUNILVR
ISIN: INE030A01027

BSE Limited,
Corporate Relationship Department,
2nd Floor, New Trading Wing,
Rotunda Building, P.J. Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra – Kurla Complex,
Bandra (E),
Mumbai – 400 051

Dear Sirs,

Sub: Minutes of the Ordinary Resolutions passed by way of Postal Ballot

With reference to the captioned subject, enclosed are the Minutes of the Ordinary Resolutions passed by way of Postal Ballot by the Shareholders of the Company as set out in the Postal Ballot Notice dated 24th February, 2022. The Results of the Postal Ballot was declared on 18th April, 2022.

Kindly take the same on your records.

Thanking you,

Yours faithfully,
For Hindustan Unilever Limited

SANJIV MEHTA

Chief Executive Officer and Managing Director
DIN : 06699923

Encl: as above

HINDUSTAN UNILEVER LIMITED**MINUTES OF THE DECLARATION OF RESULTS OF THE POSTAL BALLOT HELD ON MONDAY, 18TH APRIL, 2022 FOR THE ORDINARY RESOLUTIONS PASSED BY THE SHAREHOLDERS OF THE COMPANY AS SET OUT IN THE POSTAL BALLOT NOTICE DATED 24TH FEBRUARY, 2022**

1. Mr. Ritesh Tiwari, Executive Director, Finance & Chief Financial Officer, duly authorised by the Chairman of the Board for the purpose of declaring the Postal Ballot Results, stated that pursuant to the provisions of Section 110 of the Companies Act, 2013 (the Act) read with Rule 22 of Companies (Management and Administration) Rules, 2014, as amended, the Company had issued Postal Ballot Notice dated 24th February, 2022 to the Members, seeking their consent with respect to appointment of Mr. Nitin Paranjpe (DIN: 00045204) as a Non-Executive Director of the Company with effect from 31st March, 2022 and re-appointment of Mr. Dev Bajpai (DIN:00050516) as a Whole-time Director of the Company for a period of 5 years with effect from 23rd January, 2022 to 22nd January, 2027.

2. Mr. Ritesh Tiwari placed on record the following actions of the Board conducted in compliance with the provisions of the Act:-
 - The Board of Directors had appointed Mr. S. N. Ananthasubramanian (FCS 4206, COP 1774), Practising Company Secretary, to act as the Scrutinizer for Postal Ballot Process.

 - In compliance with the Circulars issued by the Ministry of Corporate Affairs, the Notice of Postal Ballot was being sent by the electronic mode on 16th May, 2022, to those Members whose names appeared in the Register of Members/ List of Beneficial Owners maintained by the Company/ Depositories as on 15th March, 2022.

 - In compliance with provisions of Section 108 and Section 110 and other applicable provisions, of the Act read with the Management Rules, the Company had provided remote e-voting facility to all the Members of the Company.

- The voting period commenced on Friday, 18th March, 2022, IST at 9.00 a.m. and ended on Saturday, 16th April, 2022, IST at 5.00 p.m.
 - The cut-off date, for the purpose of determining the number of Members was a Tuesday, 15th March, 2022 and the total number of Members as on cut-off date were 12,85,607.
3. Mr. S. N. Ananthasubramanian, Scrutinizer had carried out scrutiny of all the Postal Ballot Forms and e-votes received upto the close of working hours on 16th April, 2022, being the last day of e-voting module for Postal Ballot voting and prepared a consolidated Scrutinizer's Report on the basis of data / reports received by him.
4. The Scrutinizer had submitted his Report on 16th April, 2022. The details of voting of the Ordinary Resolutions as set out in the notice dated 24th February, 2022 are as under:-

<u>Appointment of Mr. Nitin Paranjpe as a Non-Executive Director of the Company with effect from 31st March, 2022.</u>	
Particulars	Number
Number of valid Electronic Votes received	1,93,67,21,091
Votes in favour of the Resolution	1,84,70,72,620
Votes against the Resolution	8,96,48,471

<u>Re-appointment of Mr. Dev Bajpai as a Whole-Time Director of the Company for a period of 5 years with effect from 23rd January, 2022 to 22nd January, 2027.</u>	
Particulars	Number
Number of valid Electronic Votes received	1,95,72,58,216
Votes in favour of the Resolution	1,81,34,96,812
Votes against the Resolution	14,37,61,404

5. Thereafter Mr. Ritesh Tiwari proceeded with the declaration of Postal Ballot Results based on the Scrutinizer's Report.
6. Thereafter, Mr. Ritesh Tiwari announced that the following Ordinary Resolutions as set out in Postal Ballot Notice dated 24th February, 2022 were duly approved by the Members with an overwhelming majority of 95.37% and 92.65%, respectively.

Appointment of Mr. Nitin Paranjpe as a Non-Executive Director of the Company with effect from 31st March, 2022.

“RESOLVED THAT in accordance with, the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the Rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Nitin Paranjpe (DIN : 00045204), who was appointed as an Additional Director of the Company with effect from 31st March, 2022 pursuant to Section 161 of the Act and Article 145 of the Articles of Association of the Company and who has provided a Notice in writing under Section 160 of the Act be and is hereby appointed as a Non-Executive Director of the Company with effect from 31st March, 2022, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Re-Appointment of Mr. Dev Bajpai (DIN:00050516) as a Whole-time Director of the Company for a period of 5 years with effect from 23rd January, 2022 to 22nd January, 2027.

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and all other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time

being in force) and subject to such consents and permissions, as may be required, approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Dev Bajpai (DIN: 00050516) as a Whole-time Director of the Company, for a period of 5 (five) years with effect from 23rd January, 2022 to 22nd January, 2027, liable to retire by rotation, on such terms and conditions as set out in this resolution and the Explanatory Statement annexed to this Notice and be paid such remuneration, as may be determined by the Board or a duly constituted Committee thereof, from time to time, within the maximum limits of remuneration for Whole-time Directors approved by the Members of the Company.

RESOLVED FURTHER THAT the Board of Directors or a duly constituted Committee thereof be and is hereby authorised to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

7. Mr. Ritesh Tiwari, also stated that the following actions will be completed within the prescribed time limits:-

- Intimation of the outcome of the Postal Ballot to the Stock Exchanges;
- Uploading the results of Postal Ballot on the website of the Company; and
- Publication of the results of the Postal Ballot in the Newspapers.

Entered in the Minutes Book on 17 May, 2022 in Mumbai

S/d
CHAIRMAN