



Hindustan Unilever Limited

Hindustan Unilever Limited  
Unilever House  
B D Sawant Marg  
Chakala, Andheri East  
Mumbai 400 099

Tel: +91 (22) 3983 0000  
Web: www.hul.co.in  
CIN: L15140MH1933PLC002030

18th April, 2019

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

Dear Sir,

**Sub.: Quarterly Certificate on ESOP Allotment**

Please find enclosed a Certificate dated 15th April, 2019 issued by M/s. B S R & Co. LLP, Chartered Accountants confirming that the money on account of ESOP Allotments has been received and credited to Company's account before allotment of shares, as detailed in the said certificate.

This certificate is for the quarter 1st January, 2019 to 31st March, 2019.

You are requested to take the above information on record.

Yours faithfully,

**For Hindustan Unilever Limited**

**Saif Jamali**  
**Manager – Corporate Secretarial**



# B S R & Co. LLP

Chartered Accountants

5th Floor, Lodha Excelus,  
Apollo Mills Compound  
N. M. Joshi Marg, Mahalaxmi  
Mumbai - 400 011  
India

Telephone +91 (22) 4345 5300  
Fax +91 (22) 4345 5399

## Private and confidential

The Board of Directors  
Hindustan Unilever Limited  
Unilever House  
B D Sawant Marg  
Chakala, Andheri - East  
Mumbai 400 099

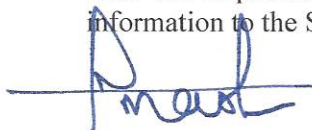
15 April 2019

## Independent Auditor's Certificate on amount received from the applicants in connection with the allotment of shares issued by Hindustan Unilever Limited (the 'Company') under the Company's Employee Stock Option Scheme.

1. This Certificate is issued in accordance with the terms of our engagement letter dated 5 July 2018.
2. Pursuant to the in-principle approvals from the National Stock Exchange Limited (the 'NSE') and the Bombay Stock Exchange Limited (the 'BSE'), as set out in their letters dated 2 September 2005 and 27 February 2013 received from NSE and letters dated 30 August 2005 and 1 April 2013 received from BSE (collectively referred to as the 'Letters') issued under the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 which is now been replaced with Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (hereinafter referred to as the 'Regulations'), Company's Management has prepared the accompanying statement of allotment of shares and receipt of the allotment money thereon from the applicants to the shares (the 'Applicants') issued under 2001 HLL Stock Option Plan, as amended and modified by 2006 HLL Performance Share Scheme and further amended and modified by 2012 HUL Performance Share Scheme (collectively referred to as the 'Company's Employee Stock Option Scheme') during the quarter ended 31 March 2019 (hereinafter referred to as the 'Statement'), which has been initialed by us for identification purposes only.

## Management's Responsibility for the Statement

3. The Statement, including the maintenance of all accounting and other records supporting its contents, is solely the responsibility of the Company's Management. The Company's Management is responsible for the designing, implementing and maintaining internal control relevant to the preparation and presentation of the Statement, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
4. The Company's Management is solely responsible for ensuring that the Company complies with the requirements of the Letters and the Regulations and for providing all relevant information to the Securities Exchange Board of India, the NSE and the BSE.



B S R & Co (a partnership firm with  
Registration No. BA61223) converted into  
B S R & Co. LLP (a Limited Liability, Partnership  
with LLP Registration No. AAB-8181)  
with effect from October 14, 2013

Registered Office:  
5th Floor, Lodha Excelus  
Apollo Mills Compound  
N. M. Joshi Marg, Mahalaxmi  
Mumbai - 400 011, India

Hindustan Unilever Limited

15 April 2019

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### **Auditor's Responsibility**

5. Pursuant to the requirement of the Letters, it is our responsibility to provide a reasonable assurance in the form of an opinion based on our examination of books and records as to whether the Company has received the allotment money from applicants in connection with the allotment of shares, prior to such allotment, as set out in the accompanying Statement.
6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) ('the Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### **Opinion**

8. Based on our examination, as above, and the information and explanations given to us, we confirm that the Company, during the quarter ended 31 March 2019, has received the allotment money from applicants in connection with the allotment of shares, prior to such allotment, as set out in the accompanying Statement.

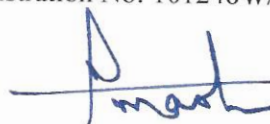
### **Restriction on Use**

9. This certificate is addressed to and provided to the Board of Directors for distribution to NSE and BSE pursuant to requirement of the Letters and should not be used for any other purpose or distributed to any other person. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For B S R & Co. LLP

*Chartered Accountants*

Firm's Registration No: 101248W/W-100022



**Akeel Master**

*Partner*

Membership No: 046768

ICAI UDIN: 19046768AAAADM5180

Mumbai

15 April 2019





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**Statement of allotment of shares and receipt of the allotment money thereon from the applicants to the shares issued under Company's Employee Stock Option Scheme (Refer Note below) during the quarter ended 31 March 2019**

Receipt of allotment money through credit in Deutsche bank account no. 10538000

| Date of Credit   | Amount credited (Rs.) | Allotment                   |
|------------------|-----------------------|-----------------------------|
| 21 February 2019 | 2,018                 | 102 <sup>nd</sup> Allotment |
| 21 February 2019 | 2,691                 | 102 <sup>nd</sup> Allotment |
| 22 February 2019 | 911                   | 102 <sup>nd</sup> Allotment |
| 22 February 2019 | 391                   | 102 <sup>nd</sup> Allotment |
| 22 February 2019 | 746                   | 102 <sup>nd</sup> Allotment |
| 22 February 2019 | 829                   | 102 <sup>nd</sup> Allotment |
| 25 February 2019 | 1,117                 | 102 <sup>nd</sup> Allotment |
| 25 February 2019 | 797                   | 102 <sup>nd</sup> Allotment |
| 25 February 2019 | 728                   | 102 <sup>nd</sup> Allotment |
| 25 February 2019 | 829                   | 102 <sup>nd</sup> Allotment |
| 25 February 2019 | 3,228                 | 102 <sup>nd</sup> Allotment |
| 25 February 2019 | 1,035                 | 102 <sup>nd</sup> Allotment |
| 25 February 2019 | 1,035                 | 102 <sup>nd</sup> Allotment |
| 25 February 2019 | 1,923                 | 102 <sup>nd</sup> Allotment |
| 26 February 2019 | 180                   | 102 <sup>nd</sup> Allotment |
| 26 February 2019 | 829                   | 102 <sup>nd</sup> Allotment |
| 26 February 2019 | 1,035                 | 102 <sup>nd</sup> Allotment |
| 26 February 2019 | 751                   | 102 <sup>nd</sup> Allotment |
| 26 February 2019 | 1,107                 | 102 <sup>nd</sup> Allotment |
| 26 February 2019 | 829                   | 102 <sup>nd</sup> Allotment |
| 26 February 2019 | 829                   | 103 <sup>rd</sup> Allotment |
| 01 March 2019    | 621                   | 103 <sup>rd</sup> Allotment |
| 01 March 2019    | 911                   | 103 <sup>rd</sup> Allotment |
| 01 March 2019    | 829                   | 103 <sup>rd</sup> Allotment |
| 01 March 2019    | 798                   | 103 <sup>rd</sup> Allotment |
| 02 March 2019    | 314                   | 103 <sup>rd</sup> Allotment |
| 02 March 2019    | 1,035                 | 103 <sup>rd</sup> Allotment |
| 04 March 2019    | 175                   | 103 <sup>rd</sup> Allotment |
| 05 March 2019    | 829                   | 103 <sup>rd</sup> Allotment |
| 06 March 2019    | 1,035                 | 103 <sup>rd</sup> Allotment |
| 06 March 2019    | 746                   | 103 <sup>rd</sup> Allotment |
| 06 March 2019    | 1,242                 | 103 <sup>rd</sup> Allotment |
| 06 March 2019    | 2,691                 | 103 <sup>rd</sup> Allotment |
| 07 March 2019    | 2,691                 | 103 <sup>rd</sup> Allotment |
| 07 March 2019    | 2,691                 | 103 <sup>rd</sup> Allotment |
| 07 March 2019    | 388                   | 103 <sup>rd</sup> Allotment |
| 07 March 2019    | 994                   | 103 <sup>rd</sup> Allotment |
| 08 March 2019    | 344                   | 103 <sup>rd</sup> Allotment |

SIGNED FOR IDENTIFICATION  
BY

For B S R & CO. LLP



## Hindustan Unilever Limited

**Hindustan Unilever Limited**

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| Date of Credit | Amount credited (Rs.) | Allotment                   |
|----------------|-----------------------|-----------------------------|
| 11 March 2019  | 829                   | 103 <sup>rd</sup> Allotment |
| 11 March 2019  | 3,362                 | 103 <sup>rd</sup> Allotment |
| 11 March 2019  | 1,035                 | 103 <sup>rd</sup> Allotment |
| 11 March 2019  | 829                   | 103 <sup>rd</sup> Allotment |
| 11 March 2019  | 829                   | 103 <sup>rd</sup> Allotment |
| 12 March 2019  | 38                    | 103 <sup>rd</sup> Allotment |
| 12 March 2019  | 829                   | 103 <sup>rd</sup> Allotment |
| 13 March 2019  | 829                   | 103 <sup>rd</sup> Allotment |
| 13 March 2019  | 1,035                 | 103 <sup>rd</sup> Allotment |
| 13 March 2019  | 746                   | 103 <sup>rd</sup> Allotment |
| 14 March 2019  | 829                   | 103 <sup>rd</sup> Allotment |
| 14 March 2019  | 319                   | 103 <sup>rd</sup> Allotment |
| 14 March 2019  | 1,035                 | 103 <sup>rd</sup> Allotment |
| 18 March 2019  | 746                   | 103 <sup>rd</sup> Allotment |
| <b>Total</b>   | <b>55,462</b>         |                             |

**Note:** All the above allotments have been made under "2001 HLL Stock Option Plan", post amendment vide Shareholder's resolution dated 29th May 2006 known as "2006 HLL Performance Share Scheme", further amended vide Shareholder's Resolution dated 23rd July, 2012 known as "2012 HUL Performance Share Scheme".

For Hindustan Unilever Limited

Authorised signatory

Mumbai, 15 April 2019

SIGNED FOR IDENTIFICATION

BY  
  
For BSR & CO. LLP