



# 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

29th June, 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 Ltd  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block,  
Bandra – Kurla Complex,  
Bandra (E),  
Mumbai – 400 051

Dear Sirs,

**Sub: Proceedings of 86th Annual General Meeting held on 29th June, 2019**

This is further to our letter dated 7th May, 2019 and pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of 86th Annual General Meeting of the Company held on 29th June, 2019 at the Registered Office of the Company.

You are requested to kindly take above information on your records.

Thanking You.

Yours faithfully,  
For Hindustan Unilever Limited

**Dev Bajpai**  
Executive Director, Legal & Corporate Affairs  
and Company Secretary  
DIN : 00050516 / FCS : F3354



Encl: As above



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### SUMMARY OF PROCEEDINGS OF 86TH ANNUAL GENERAL MEETING

The 86th Annual General Meeting of the Members of the Company was held on 29th June, 2019 at 2.30 p.m., at Registered Office of the Company at Unilever House, B. D. Sawant Marg, Chakala, Andheri (East), Mumbai 400 099.

Mr. Sanjiv Mehta, Chairman and Managing Director, chaired the proceedings of the Meeting.

The number of shareholders as on record date 21st June, 2019 was 3,79,422.

The details of number of shareholders present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
In Person	NIL	512	512
Through Proxy / Authorised Representative	7	2	9
Video Conference	NIL	NIL	NIL
<b>Total</b>	<b>7</b>	<b>514</b>	<b>521</b>

The Chairman called the meeting to order as requisite quorum was present. The Chairman introduced the Directors, Management Committee Members and the invitees present at the meeting. Leave of absence was granted to Mr. S. Ramadorai, Independent Director and Mr. Sandeep Kohli, Executive Director, Personal Care of the Company.

The Chairman also informed the Members that Mr. S. Ramadorai, Independent Director of the Company, had decided not to offer himself for re-appointment at the 86th AGM, after serving for about 17 years on the Board of the Company. Accordingly, Mr. S. Ramadorai, shall be retiring from his position of an Independent Director of the Company post conclusion of the 86th Annual General Meeting.

The Chairman informed the Members that the Company had provided the facility of Live Webcast of proceedings of this AGM which could be viewed live by the Members from remote locations by logging on the e-voting website of the Registrar, Karvy Fintech Private Limited (Karvy). The Chairman also informed the Members that Company had captured performance highlights for the year on a interactive digital platform. He requested Members to visit the platform and access the highlights on their mobile phones by visiting Company's Website or using the QR code displayed at the registration area at the AGM.



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With the consent of the Members present at the meeting, the Notice convening the 86th Annual General Meeting, the Report of Board of Directors and the Accounts for the financial year ended 31st March, 2019 were taken as read. As there were no qualifications in the Audit Report, it was not required to be read.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the Listing Regulations, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on Wednesday, 26th June, 2019 and ended at 5.00 p.m. on Friday, 28th June, 2019. The Chairman informed the Members that the facility for voting through electronic voting system was made available at the Meeting for Members who had not cast their vote through remote e-voting.

The Company had appointed Mr. S. N. Ananthasubramanian, Practising Company Secretary, as the Scrutiniser for the purpose of scrutinising the process of remote e-voting and e-voting process at the AGM.

The Chairman addressed the meeting on the topic "Reimagining FMCG in a changing India". The printed copy of the Chairman's Speech was also distributed to the Members who attended the Meeting.

Thereafter, the following resolutions as set out in the Notice convening the 86th Annual General Meeting were proposed and seconded by the Members:

Sr. No.	Particulars	Type of Resolution
<b>ORDINARY BUSINESS</b>		
1.	Adoption of Financial Statements together with the Reports of Board of Directors' and Auditors' thereon for the financial year ended 31st March, 2019.	Ordinary Resolution
2.	Confirmation of interim dividend and declaration of final dividend.	Ordinary Resolution
3.	Re-appointment of Mr. Pradeep Banerjee as Director.	Ordinary Resolution
4.	Re-appointment of Mr. Dev Bajpai as Director	Ordinary Resolution





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Sr. No.	Particulars	Type of Resolution
5.	Re-appointment of Mr. Srinivas Phatak as Director.	Ordinary Resolution
6.	Re-appointment of M/s. B S R & Co. LLP, as Statutory Auditors for a further period of five years.	Ordinary Resolution
<b>SPECIAL BUSINESS</b>		
7.	Increase in overall limits of Remuneration for Managing / Whole-time Director(s).	Special Resolution
8.	Appointment of Mr. Leo Puri as an Independent Director for a term upto five years.	Ordinary Resolution
9.	Re-appointment of Mr. Aditya Narayan as an Independent Director for a second term.	Special Resolution
10.	Re-appointment of Mr. O. P. Bhatt as an Independent Director for a second term.	Special Resolution
11.	Re-appointment of Dr. Sanjiv Misra as an Independent Director for a second term.	Special Resolution
12.	Continuation of term of Dr. Sanjiv Misra on attaining age of 75 years.	Special Resolution
13.	Re-appointment of Ms. Kalpana Morparia as an Independent Director for a second term.	Special Resolution
14.	Continuation of term of Ms. Kalpana Morparia on attaining age of 75 years.	Special Resolution
15.	Ratification of the Remuneration of M/s. RA & Co., Cost Accountants for the financial year ending 31st March, 2020.	Ordinary Resolution





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On the invitation of the Chairman, Members addressed the Meeting and sought clarifications on the Company's accounts and businesses. The Chairman responded to the queries of the Members and provided clarifications.

Thereafter, the Chairman announced for voting to be taken electronically (e-voting) and requested Mr. S. N. Ananthasubramanian, Practising Company Secretary, the Scrutiniser for the orderly conduct of the voting.

The Chairman announced that the e-voting results along with the consolidated Scrutiniser's Report shall be informed to Stock Exchanges and also be placed on the website of the Company, Registrar and Share Transfer Agent and Stock Exchanges.

The Meeting concluded at 6.45 p.m. after the Members present at the Meeting cast their votes.

Post completion of the Annual General Meeting, after scrutiny of votes the Scrutiniser submitted his Report. As per the report submitted by the Scrutiniser considering the consolidated results of the remote e-voting and e-voting at the venue, all resolutions (Ordinary/Special) embodied in the Notice of Annual General Meeting dated 3rd May, 2019 were passed with requisite majority.

For Hindustan Unilever Limited

**Dev Bajpai**

**Executive Director, Legal & Corporate Affairs  
and Company Secretary**

**DIN: 00050516 / FCS No: F3354**

