

27th September, 2025

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

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

National Stock Exchange of India Ltd

Dear Sir / Madam,

Sub: Results of Postal Ballot - Notice dated 21st August 2025

This is further to our letter dated 28th August, 2025, submitting the Postal Ballot Notice for seeking approval of the Members of the Company by way of Ordinary Resolution for appointment of Ms. Priya Nair (DIN: 07119070) as the Managing Director & Chief Executive Officer of the Company, not liable to retire by rotation, to hold office for a period of 5 (five) consecutive years with effect from 1st August 2025 to 31st July 2030.

In this regard, please note that Mr. S. N. Ananthasubramanian (FCS: 4206 and COP No.: 1774), Practicing Company Secretary, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted his Report on 27th September, 2025. In accordance with the said Report, the Members of the Company have approved the Ordinary Resolution as embodied in the Postal Ballot Notice with the majority of 99.88% votes as detailed under:-

Item No. 1: Appointment of Ms. Priya Nair (DIN: 07119070) as Managing Director & Chief Executive Officer of the Company for a term of five consecutive years with effect from 1st August 2025 to 31st July 2030.

Particulars	Number
Number of valid Electronic Votes received	201,03,14,514
Votes in favour of the resolution	200,79,18,757
Votes against the resolution	23,95,757

The results of the Postal Ballot were accordingly announced today.

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

Tel: +91 (22) 50433000 | Web: www.hul.co.in | CIN: L15140MH1933PLC002030



We enclose herewith:

- Results of Postal Ballot;
- Scrutinizer's Report;
- Certified True Copy of the resolution as approved by the Members

This is for your information and records.

Yours sincerely,

For Hindustan Unilever Limited

Radhika Shah Company Secretary & Compliance Officer Membership No: A19308

Encl. as above



Results of Postal Ballot

As per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015

Name of the Company	Hindustan Unilever Limited
Date of Postal Ballot Notice	21st August, 2025
Voting Start Date	29th August, 2025 – 09:00 A.M. (IST)
Voting End Date	27th September, 2025 - 05:00 P.M. (IST)
Total number of Members as on record date	11,48,495
No. of Members present in the meeting either in person or through proxy	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable
No. of Members attended the meeting through Video Conferencing	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable





	Resolution (1)							
	Resolution required: (Ordinary / Special)			Ordinary				
Whether	r promoter/promoter group are	interested in the ag	enda/resolution?			No		
		Description of reso	lution considered	Appointment	of Ms. Priya Nair (Executiv	DIN: 07119070) as ve Officer of the Co		rector & Chief
Category Mode of voting No. of shares held No. of votes polled		% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		1454412858	100.0000	1454412858	0	100.0000	0.0000
Promoter and	Poll	1454412858	0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1454412858	1454412858	100.0000	1454412858	0	100.0000	0.0000
	E-Voting		553826212	89.0792	551474624	2351588	99.5754	0.4246
Public-	Poll	621723306	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	621723306	553826212	89.0792	551474624	2351588	99.5754	0.4246
	E-Voting		2075444	0.7590	2031275	44169	97.8718	2.1282
Public- Non		0	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	273455098	2075444	0.7590	2031275	44169	97.8718	2.1282
Total	Total	2349591262	2010314514	85.5602	2007918757	2395757	99.8808	0.1192
	Whether resolution is Pass or Not. Yes				es			

* this fields are optional

Details of Invalid Votes		
Category	No. of Votes	
Promoter and Promoter Group	0	
Public Insitutions	0	
Public - Non Insitutions	0	

Thane (W) – 400 601 T: +91 22 25345648 | +91 22 25432704 E: snaco@snaco.net | W: www.snaco.net ICSI Unique Code: P1991MH040400

SCRUTINIZER'S REPORT

To,
The Chairman
Hindustan Unilever Limited
CIN: L15140MH1933PLC002030
Unilever House, B D Sawant Marg,
Chakala, Andheri East, Mumbai – 400 099

Dear Sir,

We are pleased to present the report on the Postal Ballot conducted by **Hindustan Unilever Limited** ("the Company") seeking consent of its Members for the Ordinary Resolution as contained in the Notice of Postal Ballot dated **21**st **August**, **2025**.

- In terms of provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Company on 21st August, 2025 to conduct the Postal Ballot as contained in the Notice dated 21st August, 2025 ("Postal Ballot Notice").
- 2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in accordance with the relevant circulars issued by Ministry of Corporate Affairs (MCA) from time to time, in relation to "Clarification on passing of Member's resolution by companies under the Companies Act, 2013" read with rules made thereunder, Members' approval was sought for the Ordinary Resolution as contained in the Postal Ballot Notice through e-voting only.

3. Notice of the Postal Ballot.

3.1. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on **Friday**, **August 22**nd, **2025** ("the cut-off date"), the Company had completed the dispatch of Postal Ballot Notice on **28**th **August**, **2025** through e-mail to **10,98,156** Members who had registered their email-ids with the Company/ Depositories/ Depositary Participants/ Registrar and Share Transfer Agents (RTA).

Digitally signed by ANANTHASUBRAMANIAN NARAYANAN SATYAMANGALAM Date: 2025.09.27 17:28:13 +05'30'



- 3.2. The Company had hosted the Postal Ballot Notice on its website and the website of KFin Technologies Limited ("KFintech") (e-voting Agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 28th August, 2025.
- 3.3. Pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the relevant MCA Circulars, an advertisement regarding the Postal Ballot was published on 29th August, 2025 in all editions of **Business Standard** in English language and **Navshakti** in Marathi language.
- In terms of the aforesaid notice, Members were required to convey their assent or dissent, only through e-voting system, on e-voting platform provided by KFintech from 9:00 a.m. (IST) on Friday, 29th August, 2025, to 5:00 p.m. (IST) on Saturday, 27th September, 2025.
- 5. Members' demographic details and voting rights were downloaded by us from KFintech.
- 6. After the scrutiny of the votes cast file downloaded from KFintech:
 - 6.1. We found that all the votes cast by the Members were valid; and
 - 6.2. We report that the 01 (One) Ordinary Resolution as contained in the Postal Ballot Notice has been passed with requisite majority.

We have annexed with this report, the analysis of the result of the Ordinary Resolution as contained in the Postal Ballot Notice.

For S. N. ANANTHASUBRAMANIAN & CO.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 5218/2023
Digitally signed by ANANTHASUBRAMANIAN

NARAYANAN SATYAMANGALAM Date: 2025.09.27 17:28:37 +05'30'

S. N. Ananthasubramanian Founding Partner

FCS: 4206 | COP No.: 1774

ICSI UDIN: F004206G001370142 27th September, 2025 | Thane



Result of Postal Ballot

Item No. 1: Appointment of Ms. Priya Nair (DIN: 07119070) as the Managing Director and Chief Executive Officer the Company not liable to retire by rotation, to hold office for a period of 5 (five) consecutive years i.e., from 1st August 2025 to 31st July 2030.

	Number of valid		Percentage	
Particulars	Voters (via e-voting)	Votes (via e-voting)	(%)	
Assent	5,482	200,79,18,757	99.8808	
Dissent	266	23,95,757	0.1192	
Total	5,748	201,03,14,514	100.0000	

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in the Item No. 1 of the Postal Ballot Notice has been passed with **requisite majority**.

For S. N. ANANTHASUBRAMANIAN & CO.

Company Secretaries

ICSI Unique Code: P1991MH040400 Peer Review Cert. No.: 5218/2023

Digitally signed by ANANTHASUBRAMANIAN NARAYANAN SATYAMANGALAM Date: 2025.09.27 17:28:52 +05'30'

S. N. Ananthasubramanian

Founding Partner

FCS: 4206 | COP No.: 1774 ICSI UDIN: F004206G001370142 27th September, 2025 | Thane



CERTIFIED TRUE COPY OF THE ORDINARY RESOLUTION PASSED BY MEMBERS OF THE COMPANY THROUGH POSTAL BALLOT ON 27TH SEPTEMBER, 2025

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)(including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for appointment of Ms. Priya Nair (DIN: 07119070), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 1st August, 2025 and who holds office upto the date of the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing her candidature for the office of a Director, as a Director of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Section 196,197, 198 and 203 read with Schedule V and all other applicable provisions of the Act and the Rules made thereunder and the applicable provisions of Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for appointment of Ms. Priya Nair (DIN: 07119070) as Managing Director & Chief Executive Officer of the Company, not liable to retire by rotation, to hold office for a period of 5 (five) consecutive years i.e., from1st August 2025 to 31st July 2030, subject to approval of the Central Government, on the terms and conditions including those relating to remuneration as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto including but not limited to delegating all or any of its powers herein conferred to any Director(s)/officials of the Company to give effect to the aforesaid resolutions."

Certified To Be True Copy Hindustan Unilever Limited

Radhika Shah Company Secretary & Compliance Officer Membership No: A19308



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO.1

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors (the Board) had, at its meeting held on 10th July, 2025, approved the appointment of Ms. Priya Nair (DIN: 07119070) as an Additional Director of the Company in the capacity of Managing Director & Chief Executive Officer (MD & CEO) effective 1st August 2025, subject to necessary approvals. Accordingly, approval of the Shareholders is being sought to the terms, conditions and stipulations for the appointment of Ms. Priya Nair as the MD & CEO and the remuneration payable to her.

Ms. Priya Nair is a globally respected business leader and in her most recent role served as the Business Group President - Beauty & Wellbeing at Unilever, overseeing a €13 billion portfolio that includes Hair Care, Skin Care, Prestige Beauty, and Health & Wellbeing brands across more than 20 markets. With about 30 years at Unilever, Ms. Nair has consistently delivered business transformation through brand building, premiumization, digital commerce, and purpose-led innovation. She is recognized as one of India's most influential businesswomen. She began her career in consumer insights at HUL and went on to lead iconic brands like Dove, Rin, and Comfort. As Global Chief Marketing Officer for Beauty & Wellbeing, she architected social-first marketing strategies, scaled influencer-led innovation, and launched global campaigns that repositioned Unilever's beauty portfolio for younger, more digitally native consumers. Previously, as Executive Director – Home Care (South Asia), she turned around the business by driving sustainability, value innovation, and cost efficiencies. Her leadership resulted in margin improvement, volume recovery, and premium portfolio growth, setting a benchmark for category transformation in emerging markets. She is currently also a member of the Unilever Leadership Executive. Ms. Nair is commerce graduate from Sydenham College, Mumbai, and holds a MBA degree from Symbiosis Institute of Business Management, Pune. She has also completed executive education at Harvard Business School.

The Company has received notice under Section 160 of the Act from Ms. Priya Nair proposing her candidature as a Director of the Company. Ms. Priya Nair is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given all the necessary declarations and confirmation including her consent to be appointed on the Board of the Company. Since Ms. Nair is a non-resident, her appointment as the MD & CEO of the Company is subject to the approval of the Central Government in terms of Part I of Schedule V to the Act. The Company will be making requisite application to the Central Government in this regard.



The brief details about the proposed appointment & remuneration of Ms. Priya Nair are given herein:

Tenure of Appointment	1st August 2025 to 31st July 2030	
Nature of Duties	 The MD & CEO operates under the supervision and control of the Board of Directors, managing the business and affairs of the Company. Powers are exercised by her as delegated by the Board, subject to limitations imposed by the Act, the Memorandum and Articles of Association, or resolutions passed by the Board or the Company in General Meeting. The MD & CEO shall devote full time and attention to the Company's operations, acting in the best interest of the Company and its subsidiaries, joint ventures, and associate companies. 	
Other Conditions	 The terms and conditions governing the appointment of the MD &CEO include provisions requiring adherence to the Company's Code of Conduct and the maintenance of confidentiality. Furthermore, all Company Policies and associated Rules applicable to other employees of the Company shall also apply to the MD & CEO, except where expressly stated otherwise. 	
Remuneration:		
Particulars	Details (Gross in INR)	
Basic Salary	3,75,00,000 per annum	
	(Basic Salary not to exceed INR 500 lakhs per annum)	
Allowances	4,56,86,717 per annum	



Retirals (Contribution to Provident Fund)	90,00,000 per annum
Fixed Remuneration (inclusive of basic salary, allowances and retirals)	9,21,86,717 per annum
Annual Bonus (at 0 to 400% of Fixed Remuneration depending on financial metrics of the Company and individual performance)@	9,21,86,717 per annum (Target Annual bonus at 100%) (50% of the net Annual Bonus will be deferred into Unilever shares, pursuant to the rules of the Unilever Share Plan as per the Rules applicable therein.)
Perquisites – Shares grant (at 100% of Target Annual Bonus)\$	9,21,86,717 per annum (100% of Target annual bonus) as follows:
	a. 62% of the Shares grant will be as per the Unilever Share Plan
	b. 38% of the Shares grant will be as per the HUL Performance Share Plan 2024.
	Both the above grants will be subject to Unilever vesting factor as per the Unilever Share Plan.
	(This can vary within a range between 0 and 200% of the Target annual bonus depending on the individual performance)
Total#	27,27,98,933 per annum
Insurance	Medical Insurance as per the applicable Company Policy
Perquisites – Others (Company car and club)	Not exceeding Rs. 3 crores per annum
Pension	 Membership of the pension plan (Provident Fund) would remain, with both employer and employee charges deducted from Ms. Nair's Fixed Remuneration. Fixed Remuneration is inclusive of the Employer's and Employee's PF contribution.



	Various Unilever pension and savings vehicles are available into which Ms. Nair may be eligible to contribute a proportion of her Fixed Remuneration at her own election.
Leave Encashment	Leave and encashment of unavailed leave as per Company Policy
Gratuity Pay	As per Statutory Regulation
Severance Pay	Ms. Nair would be entitled to receive severance payment upon termination/separation of her employment in certain circumstances in accordance with the policy for senior managers. Such payment would not exceed annual Fixed Remuneration + Bonus (at target) that is drawn by Ms. Nair immediately before the termination/separation.
Notice Period	The Company will furnish a notice period of twelve months, in case the Company decides to terminate Ms. Nair's appointment. A payment in lieu of any unexpired notice period will be made to her in the event such notice period is shorter than a twelve-month period. The amount payable would be the amount of fixed pay for the unexpired notice period, less deductions required under law. In respect of the period up to the separation date, entitlements under any annual bonus/variable pay, performance share plan or any other variable pay plan would be dealt with in accordance with the relevant plan rules.
Minimum Remuneration	In the absence, or inadequacy of the profits in any Financial Year, the remuneration to Ms. Nair including the perquisites will be paid in



accordance with the applicable provisions of Schedule V of the Act. • Except with the permission of the Shareholders, the remuneration paid shall not exceed the limits specified under the provisions of Section 197 and other applicable provisions of Section 197 and other applicable provisions of the Act read with Schedule V of the Act. • Ms. Nair shall not be entitled to sitting fees for attending the meetings of the Board of Directors or Committees thereof. • The remuneration mentioned above is at the time of her appointment in the Company and the actual figures may vary from time to time due to foreign exchange fluctuations and applicable tax rates. • The Board and/or the Nomination and Remuneration Committee of the Company are authorised to determine the increments, if any during the subsequent years and the increments, allowances, bonus and shares grant shall be linked to achievement of targets set by the Company and the performance of the incumbent. • Any variation to the terms and conditions of this appointment and remuneration, including basic salary, fixed remuneration, bonus, perquisites including shares grant and allowances, if any will be subject to review and approval of the Board and/or the Nomination and Remuneration Committee and the Shareholders [if applicable], in accordance with the applicable law, including the Companies Act, 2013 and SEBI (Listing)		1
Other conditions • Except with the permission of the Shareholders, the remuneration paid shall not exceed the limits specified under the provisions of Section 197 and other applicable provisions of the Act read with Schedule V of the Act. • Ms. Nair shall not be entitled to sitting fees for attending the meetings of the Board of Directors or Committees thereof. • The remuneration mentioned above is at the time of her appointment in the Company and the actual figures may vary from time to time due to foreign exchange fluctuations and applicable tax rates. • The Board and/or the Nomination and Remuneration Committee of the Company are authorised to determine the increments, if any during the subsequent years and the increments, allowances, bonus and shares grant shall be linked to achievement of targets set by the Company and the performance of the incumbent. • Any variation to the terms and conditions of this appointment and remuneration, including basic salary, fixed remuneration, bonus, perquisites including shares grant and allowances, if any will be subject to review and approval of the Board and/or the Nomination and Remuneration Committee and the Shareholders (if applicable), in accordance with the applicable law, including the Companies Act, 2013 and SEBI (Listing)		• • • • • • • • • • • • • • • • • • • •
Shareholders, the remuneration paid shall not exceed the limits specified under the provisions of Section 197 and other applicable provisions of the Act read with Schedule V of the Act. • Ms. Nair shall not be entitled to sitting fees for attending the meetings of the Board of Directors or Committees thereof. • The remuneration mentioned above is at the time of her appointment in the Company and the actual figures may vary from time to time due to foreign exchange fluctuations and applicable tax rates. • The Board and/or the Nomination and Remuneration Committee of the Company are authorised to determine the increments, if any during the subsequent years and the increments, allowances, bonus and shares grant shall be linked to achievement of targets set by the Company and the performance of the incumbent. • Any variation to the terms and conditions of this appointment and remuneration, including basic salary, fixed remuneration, bonus, perquisites including shares grant and allowances, if any will be subject to review and approval of the Board and/or the Nomination and Remuneration Committee and the Shareholders (if applicable), in accordance with the applicable law, including the Companies Act, 2013 and SEBI (Listing		Schedule V of the Act.
Regulations, 2015.	Other conditions	 Except with the permission of the Shareholders, the remuneration paid shall not exceed the limits specified under the provisions of Section 197 and other applicable provisions of the Act read with Schedule V of the Act. Ms. Nair shall not be entitled to sitting fees for attending the meetings of the Board of Directors or Committees thereof. The remuneration mentioned above is at the time of her appointment in the Company and the actual figures may vary from time to time due to foreign exchange fluctuations and applicable tax rates. The Board and/or the Nomination and Remuneration Committee of the Company are authorised to determine the increments, if any during the subsequent years and the increments, allowances, bonus and shares grant shall be linked to achievement of targets set by the Company and the performance of the incumbent. Any variation to the terms and conditions of this appointment and remuneration, including basic salary, fixed remuneration, bonus, perquisites including shares grant and allowances, if any will be subject to review and approval of the Board and/or the Nomination and Remuneration Committee and the Shareholders (if applicable), in accordance with the applicable law, including the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements)



- Annual Bonus incentivises year-on-year delivery of stretching short-term financial, strategic and operational objectives selected to support our annual business strategy and the ongoing enhancement of shareholder value. The bonus amount is linked to: (1) business performance measured through the lens of growth, profitability and cash generation, and (2) individual contribution.
- \$ Shares grant incentivises focus on the sustained delivery of high-performance results over the long-term. The amount of shares which vest is linked to business performance measured over a 3-year vesting period across parameters like business growth, relative total shareholder return, cash, capital efficiency and progress on sustainability initiatives. The parameters outlined above for determination of Annual Bonus incentives and shares grant may vary from time to time and such variation shall be subject to the approval of Board and/or the Nomination and Remuneration Committee.
- # The Cost of Living adjustment and Fx protection, as applicable, will be deducted from/added to the Fixed Remuneration. At the time of appointment the Cost of Living adjustment and Fx protection stands at INR -37,61,218 and has accordingly been factored for computation of the Total Salary tabulated above. Cost of Living adjustment and Fx protection may vary from time-to-time.
 - Ms. Priya Nair's Euronet compensation will be converted to INR and grossed up for taxes at the time of delivery. Actual Fx rate as per contract date and tax rates will apply. For the above representation, Fx rate of Eur: INR =91.0041841 (July Fx) and Tax rate of 42.744% has been considered.
 - Employer & Employee contribution to Provident Fund is included in the Fixed Remuneration.
 - Other terms and conditions including on separation consistent with past practice and applicable policies.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and the Secretarial Standards, as on the date of Notice, is provided on page 11 to this Notice. Ms. Priya Nair, being the appointee, is interested in the proposed resolution. Further, her relatives are also deemed to be interested in the resolution, to the extent of their shareholding in the Company, if any. Save and except the above, none of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Electronic copy of the draft agreement between the Company and Ms. Priya Nair setting out the terms and conditions and other documents relating to this item of business shall be available for inspection. The Members may obtain a copy of the same by writing to the Company at

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

Tel: +91 (22) 50433000 | Web: www.hul.co.in | CIN: L15140MH1933PLC002030



<u>levercare.shareholder@unilever.com</u> mentioning their name, Folio no. / Client ID and DP ID, with a self-attested copy of their PAN card attached to the email.

The Board expresses its strong confidence in Ms. Priya Nair's appointment, recognising her deep understanding of the Indian market, exceptional leadership record, and extensive global experience. It believes that she is uniquely positioned to guide the Company into its next phase of growth and excellence. The Board, based on the recommendation of the Nomination and Remuneration Committee considers the appointment of Ms. Priya Nair in the interest of the Company and recommends the Ordinary Resolution as set out in the Notice for approval of Members.

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Radhika Shah Company Secretary & Compliance Officer Membership No: A19308



DETAILS OF DIRECTOR SEEKING APPOINTMENT

(Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings)

Name of the Director	Ms. Priya Nair
DIN	07119070
Date of Birth	31st March 1972
Age	53 years
Date of first appointment on the Board	Not Applicable
Qualification	Ms. Nair is commerce graduate from Sydenham College, Mumbai and holds a MBA degree from Symbiosis Institute of Business Management, Pune. She has also completed executive education at Harvard Business School.
Experience	30 years
Nature of expertise in specific functional areas	 Leadership Expertise Crafting Business Strategies Understanding of Emerging Markets and Consumer Insights Financial Expertise and Risk Management Experience of overseeing large and complex business operations requiring proven administrative & managerial skills Cyber Security, Digital/ Information Technology & Data Governance Corporate Governance and Legal Framework Purposeful Business & Sustainability/ ESG People & Talent Development For further details, refer Notice and Explanatory Statement
Terms and conditions of appointment	Appointment as the Managing Director & Chief Executive Officer for a period of 5 (five) consecutive years effective from 1st August, 2025 to 31st July 2030. (for further details refer the Notice and Explanatory Statement).
Details of remuneration last drawn (FY 2024-25)	Not Applicable



Details of remuneration sought to be paid	Pofor Notice and Evalanatory Statement
Details of Femalier ation sought to be paid	Refer Notice and Explanatory Statement
Directorships in other listed Companies	Nil
(excluding foreign companies)	
Membership/ Chairpersonship of	Not Applicable
Committees in other listed companies	
(excluding foreign companies)	
Listed entities from which the	Not Applicable
Director has resigned from Directorship	
in last 3 (three) years	
No. of Board Meetings attended	1 (One)
during FY 2024-25 and 2025-26 (upto	
the date of this Notice)	
Inter-se relationship with other Directors	None
and Key Managerial Personnel of the	
Company	
No. of shares held (as on the date of this	
Notice):	
(a) Own	28,218
(b) For other persons on a beneficial	Nil
basis	

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Radhika Shah Company Secretary & Compliance Officer Membership No: A19308