Hindustan Unilever Limited

Registered Office: Unilever House, B. D. Sawant Marg, Chakala, Andheri (East), Mumbai - 400 099
CIN: L15140MH1933PLC002030,
Website: www.hul.co.in, **Email Id:** levercare.shareholder@unilever.com,
Tel: +91 22 5043 2791 / 5043 2792

INFORMATION AT A GLANCE

Details and Type of the Resolution	:	**Ordinary Resolution** Revision in overall limits of commission payable to Non-Executive Directors.
Cut-off date for sending the Notice to eligible shareholders	:	Friday, 6th November, 2026
Cut-off date for determining eligibility for e-voting	:	
E-voting start date and time	:	Wednesday, 18th November, 2026 at 09:00 A.M. (IST)
E-voting end date and time	:	Thursday, 17th December, 2026 at 05:00 P.M. (IST)

NOTICE OF POSTAL BALLOT

Dear Member(s),

Notice is hereby given that pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013, (the Act), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, and subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs (MCA Circulars) and any other applicable law, rules and regulations [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time], the Resolution as set out in this Notice is proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means only.

An Explanatory Statement pursuant to Section 102 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice.

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (Listing Regulations) and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Postal Ballot Notice along with the instructions for e-voting is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depository Participant(s). The details of the procedure to cast the vote form part of the Notes to this Notice.

The e-voting period commences from 09.00 A.M. (IST) on Wednesday, 18th November, 2026 and ends at 05.00 P.M. (IST) on Thursday, 17th December, 2026.

At its meeting held on Wednesday, 28th October, 2026, the Board appointed Mr. S. N. Ananthasubramanian (FCS: 4206 and COP No.: 1774) Practicing Company Secretary or failing him, Mr. S. N. Viswanathan (FCS: 13685 and COP No.: 24335), Practicing Company Secretary, to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman of the Company (the Chairman), and the results of the voting by Postal Ballot will be announced on or by Saturday, 19th December, 2026. The results declared along with the Scrutinizer's Report shall be communicated in the manner provided in this Postal Ballot Notice.

The said results along with the Scrutinizer's Report would be intimated to BSE Limited and the National Stock Exchange of India Limited, where the Equity Shares of the Company are listed. The results will also be uploaded on the Company's website at www.hul.co.in and on the website of KFin Technologies Limited at www.kfintech.com.

SPECIAL BUSINESS:

1. Revision in commission payable to Non-Executive Directors:

To consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT in supersession of the resolution passed by the Members at the 91st Annual General Meeting held on 21st June, 2024 and pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the Act) and Rules made thereunder and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and based on the recommendation of the Board of Directors, the Company be and is hereby authorised to pay to its Directors (other than the Managing Director and Whole-time Directors of the Company), for a period of 5 (five) years commencing from 1st April, 2026 to 31st March, 2031, such sum by way of commission, in addition to the sitting fee for attending the meetings of the Board of Directors or Committees thereof, as the Board and / or a Committee thereof may determine from time to time, but not exceeding 1% (one percent) or such other percentage of the Net Profits of the Company per annum as may be specified under the Act, from time to time and computed in the manner provided under Section 198 of the Act, or ₹15 crore per annum in aggregate, for each relevant financial year, whichever is lower.

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, to give effect to the foregoing resolution."

NOTES:

1. The Explanatory Statement and reasons for the proposed resolution pursuant to Section 102 of the Act setting out material facts are appended below.
2. In compliance with the MCA Circulars, the Notice is being sent by electronic mode only to those Members whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Company and as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (Depositories) as on Friday, 6th November, 2026 and whose e-mail IDs are registered with the Company / Depository Participants. For Members who have not registered their e-mail IDs, please follow the instructions given under Note No. 8.
3. In accordance with the MCA Circulars, physical copies of the Notice are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
4. The Members, whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories as on Friday, 6th November, 2026, being the cut-off date, are entitled to vote on the resolution set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, 6th November, 2026, being the cut-off date fixed for the purpose.
5. In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Rules, the Company is pleased to offer e-voting facility to all the Members for voting on the resolution set forth in the Notice. For this purpose, the Company has availed the service of KFin Technologies Limited, Registrar and Share Transfer Agent (RTA) of the Company.
6. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.hul.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin Technologies Limited at www.kfintech.com.
7. All the material documents referred to in the Explanatory Statement, shall be available for inspection for Members through electronic mode from Wednesday, 18th November, 2026 to Thursday, 17th December, 2026, basis the request being sent on levercare.shareholder@unilever.com mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.

8. Those Members who are holding shares in physical form and have not updated their e-mail ids with the Company, are requested to update the same by submitting a duly filled and signed Form ISR-1 (Form for registering PAN, KYC details or changes / updation thereof) along with self-attested copy of the PAN Card, and self-attested copy of any document as address proof (e.g. Driving License, Voter Identity Card, Passport, Masked Aadhaar, etc.), to the Company's RTA at the below mentioned address or by e-mail to einward.ris@kfintech.com from their registered email address:
KFin Technologies Limited, Unit – Hindustan Unilever Limited, Selenium Building, Tower-B, Plot No. 31 & 32, Gachibowli Financial District, Nanakramguda, Hyderabad, Telangana – 500 032.

9. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny and the results of the e-voting by Postal Ballot will be announced on or by Saturday, 19th December, 2026. The Resolution, if passed by requisite majority shall be deemed to have been passed on Thursday, 17th December, 2026 being the last date specified by the Company for e-voting.

   The declared results along with the Report of the Scrutinizer shall be forwarded to BSE Limited and the National Stock Exchange of India Limited and shall be uploaded on the website of the Company i.e., www.hul.co.in and website of KFin Technologies Limited at https://evoting.kfintech.com/

10. The instructions for Members for e-voting are as under:

    a. Pursuant to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026, e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

    b. Members are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facility.

    c. Method of login for Individual Members holding the securities in demat mode:

       Step 1:

Members	**Login Method**
Members holding securities in demat mode with NSDL	**A. Users registered for NSDL IDeAS facility:** 1. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the **"Beneficial Owner"** icon under "Login" which is available under **"IDeAS"** section. 2. A new screen will open. Enter the existing User ID and Password. After successful authentication, Members will be able to see e-voting services. Click on "Access to e-voting" under e-voting services after which the e-voting page will be displayed. 3. Click on options available against Company name or e-voting service provider and Members will be re-directed to the e-voting website for casting their vote during the remote e-voting period.
	B. Users not registered for IDeAS e-Services: Option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/.

	C. Visit the e-voting website of NSDL 1. After successfully registering on IDeAS, visit the e-voting website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. 2. Members will have to enter their USER ID (i. e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page. 3. Click on options available against Company name or e-voting service provider i.e. KFintech, after which Members will be redirected to e-voting service provider website for casting their vote during the remote e-voting period.
Members holding securities in demat mode with CDSL	**A. Users who have opted for Easi/Easiest:** 1. Members can login through their user ID and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi/Easiest is www.cdslindia.com. Click on the Login tab and select My Easi New (Token) option to login. 2. After successful login of Easi/Easiest the user will be also able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. The Menu will have links of e-voting service provider i.e. KFin Technologies Limited. Click on KFin Technologies Limited to cast your vote. **B. Users who have not opted for Easi/Easiest:** Option to register for Easi/Easiest is available at CDSL website www.cdslindia.com. Click on login & select My Easi New (Token) Tab on registration option.
	C. Visit the e-voting website of CDSL 1. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a link in https://www.cdslindia.com/ home page. The system will authenticate the user by sending OTP on registered Mobile & e-mail as recorded in the Demat Account. 2. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Members (holding securities in demat mode) login through their depository participants	1. Members can also login using the login credentials of their Demat Account through their Depository Participant registered with NSDL/ CDSL for e-voting facility. Once logged in, they will be able to see e-voting option. 2. Upon clicking on e-voting option, Members will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein they can see e-voting feature. 3. Click on options available against Company name or e-voting service provider-KFin Technologies Limited and Members will be redirected to e-voting website of KFin Technologies Limited for casting their vote during the e-voting period.

Important Note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned website for technical assistance:

Members facing any technical issue in login, can contact the respective helpdesk by sending a request on the email ID's or contact on the phone nos. provided below:

Shares held with NSDL	Shares held with CDSL
Email: evoting@nsdl.co.in **Toll free no.:** 1800 1020 990 / 1800 22 44 30	**Email** : helpdesk.evoting@cdslindia.com **Phone No.:** 022-62343625, 022-62343626, 022-62343259

Step 2:

Information and Instructions for e-voting by Members other than individuals holding shares of the Company in demat mode and all Members holding shares of the Company in physical mode:

Members	Login Method
Members having their email IDs are registered with the Company / Depository Participant(s)	**A. Instructions for Members whose email IDs are registered with the Company / Depository Participant(s):** Members whose email IDs are registered with the Company / Depository Participant(s) will receive an email from KFintech which will include details of E-voting Event Number (EVEN), USER ID and password. They will have to follow the following process: i. Launch internet browser and type the URL: https://evoting.kfintech.com/ ii. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./ DP ID Client ID will be your User ID. However, if you are already registered with KFin Technologies Limited for e-voting, you can use your existing User ID and password for casting your votes. iii. After entering the details appropriately, click on LOGIN. iv. Members will now reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. v. Members need to login again with the new credentials. vi. On successful login, the system will prompt you to select the EVENT i.e. 'EVEN 10305' and click on 'SUMBIT'. vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, a Member may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed the total shareholding as mentioned herein above. Members may also choose the option ABSTAIN. If a member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head. viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account. Members may then cast their vote by selecting an appropriate option and click on "Submit". ix. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once Members have voted on the resolution(s), they will not be allowed to modify their vote. During the voting period, members can login any number of times till they have voted on the Resolution Corporate/ Institutional members (corporate / FIs / FIIs / trust / mutual funds / banks, etc.) are required to send scanned copy (pdf format) of the relevant board resolution to the Scrutinizer through e-mail to scrutinizer@snaco.net. The file scanned image / pdf file of the board resolution should be in the naming format "Corporate Name".

<table>
<tr><td></td><td></td></tr>
<tr><td>Members whose email IDs are not registered with the Company / Depository Participant(s)</td><td>B. Instructions for Members whose email IDs are not registered with the Company / Depository Participant(s), and consequently the Notice and e-voting instructions cannot be serviced:
i. Members are requested to follow the process as guided to capture the email address and mobile number for receiving the soft copy of the Notice and e-voting instructions along with the User ID and Password. In case of any queries, members may write to einward.ris@kfintech.com.</td></tr>
<tr><td>Procedure for Registration of email and Mobile for holders of securities in physical mode</td><td>Registration/Updation of contact details by Physical shareholders

Physical shareholders are hereby notified that based on SEBI Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated 6th February, 2026 all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. The security holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

Form ISR-1 can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx.

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

a) Through ‘In Person Verification’ (IPV): The authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or

b) Through hard copies which are self-attested, which can be shared on the address below; or

<table><tr><td>Name</td><td>KFin Technologies Limited</td></tr><tr><td>Address</td><td>Selenium Building, Tower-B,
Plot No 31 & 32, Gachibowli Financial District,
Nanakramguda, Hyderabad, Telangana India - 500 032.</td></tr></table>
c) Through electronic mode with e-sign by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx#

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.</td></tr>
<tr><td>Members who have forgotten the User ID and password</td><td>Members who have forgotten the user id and password, may obtain / retrieve the same in the manner mentioned below:
i. If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS: MYEPWD<space>E-voting Event Number (EVEN) + Folio No. or DP ID Client ID to +91 9212993399
Example for NSDL: MYEPWD<SPACE>IN12345612345678 Example for CDSL: MYEPWD<SPACE>1402345612345678
Example for Physical: MYEPWD<SPACE>HLL1234567
ii. If email ID of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com, the member may click ‘Forgot password’ and enter Folio No. or DP ID Client ID and PAN to generate a password.
iii. Members may send an email request to einward.ris@kfintech.com. If the member is already registered with the KFintech e-voting platform then such member can use his / her existing User ID and password for casting the vote through remote e-voting.
iv. Members may call KFintech toll free number 1-800-309-4001 for any clarifications / assistance that may be required</td></tr>
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xi. In case of any queries or issues regarding the e-voting facility, Members may send an email to

evoting@kfintech.com or call KFin Technologies Limited on toll free no. 1800 309 4001. All grievances with regard to e-voting facility may be addressed to Ms. Krishna Priya, Assistant Vice-President , KFin Technologies Limited at Selenium Building, Tower-B, Plot No 31 & 32, Gachibowli Financial District, Nanakramguda, Hyderabad, Telangana India - 500 032.or by email to einward.ris@kfintech.com from their registered email id.
Members may also refer to the Frequently Asked Questions (FAQs) and E-Voting User Manual available at the 'download' section of https://evoting.kfintech.com.

xii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

By Order of the Board

Registered Office:
Unilever House,
B. D. Sawant Marg,
Chakala, Andheri (East),
Mumbai - 400 099

Radhika Shah
Company Secretary & Compliance Officer
Membership No: A19308

Mumbai
28th October, 2026

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (the Act)

ITEM NO.1

In line with the globally accepted governance practices, the Company has in place a Differential Remuneration Policy. As per the said Policy, the remuneration of Non-Executive Independent Directors comprises of fixed commission and variable commission that is contingent on position the Director occupies in various Committees and his/her attendance at the meetings of the Board or Committees thereof. The Policy can be accessed at https://www.hul.co.in/investors/corporate-governance/policies.

The Members of the Company have, from time to time, approved the payment of remuneration by way of commission on profits to the Non-Executive Directors of the Company. At the 91st AGM held on 21st June, 2024, the Members approved a revised aggregate limit of ₹4 crore (Rupees Four crore) per annum for payment of remuneration by way of commission on profits to the Non-Executive Directors, to be allocated amongst them in such manner as the Board of Directors may determine from time to time, for a period of five years with effect from 1st April, 2024.

The Non-Executive Directors of the Company comprise accomplished professionals with a diverse and complementary mix of expertise spanning business strategy and leadership, finance and risk management, consumer and market insights, governance, digital and technology, sustainability, talent development and the management of large and complex businesses. They play an important role in providing strategic guidance, independent oversight to the Company and contribute meaningfully to its long-term growth and governance.

The role and responsibilities of Non-Executive Directors have continued to evolve, reflecting the increasing scale and complexity of the Company's operations, a dynamic business and regulatory environment, and enhanced expectations around Board oversight and governance. This has resulted in increased engagement and time commitment from the Non-Executive Directors, both at the Board and Committee levels. The Company considers it appropriate to periodically review the remuneration framework for its Non-Executive Directors to ensure that it remains commensurate with the responsibilities, commitment and contribution expected of them, while continuing to reflect contemporary market and governance practices.

Accordingly, the Company has undertaken a comprehensive review of its Non-Executive Director remuneration framework. The review indicated that, notwithstanding the revision undertaken in 2024, the Company's Non-Executive Director remuneration continued to be positioned below its desired market positioning. Accordingly, the revised framework seeks to appropriately recognize the increasing time commitment and responsibilities of the Non-Executive Directors.

In this context, it is proposed to revise the annual aggregate limit of commission payable to all Non-Executive Directors from ₹4 crore to ₹15 crore. The proposed limit represents an enabling ceiling and should not be construed as the amount of commission proposed to be paid in any particular financial year. Further, it is hereby clarified that the proposed limit is the overall limit for commission payable to all Non-Executive Directors, collectively .The limit has been determined with a view to providing adequate headroom over the proposed approval period of 5 (five) years, taking into account the revised remuneration framework, as well as changes to the Board composition, if any, during this period. It is intended to provide the Company with adequate flexibility to determine commission commensurate with the responsibilities, expertise, experience, time commitments and contributions of its Non-Executive Directors. Such commission shall be in addition to the sitting fees payable to the Non-Executive Directors for attending meetings of the Board and its Committees.

The table below summarises the change in the remuneration structure with effect from 1st April, 2026:

Particulars	**Current Framework**	**New Framework (effective 1st April, 2026)**
Total limit of Commission	1% or such other percentage of the Net Profits of the Company per annum as may be specified under the Act, or ₹4 crore per annum in aggregate, for each relevant financial year, whichever is lower.	1% or such other percentage of the Net Profits of the Company per annum as may be specified under the Act, or ₹15 crore per annum in aggregate, for each relevant financial year, whichever is lower.

Particulars	Current Framework (₹ in Lakhs p.a.)	New Framework (effective 1st April, 2026) (₹ in Lakhs p.a.)
Base Fixed Commission for Independent Director	25.00	40.00
Additional Variable Fees:		
Corresponding to the percentage of attendance at all the Board and Committee Meeting(s)	5.00	15.00
In the capacity of Chairperson of the Committee:		
Audit Committee	2.00	5.00*
Nomination and Remuneration Committee	2.00	4.00*
Stakeholders Relationship Committee	2.00	3.50
CSR-ESG Committee	2.00	3.50
Risk Management Committee	2.00	3.50
Any other Board Committee	2.00	3.50
In the capacity of Member of the Committee:		
Audit Committee	1.00	4.00*
Nomination and Remuneration Committee	1.00	3.50*
Stakeholders Relationship Committee	1.00	3.00
CSR-ESG Committee	1.00	3.00
Risk Management Committee	1.00	3.00
Any other Board Committee	1.00	3.00
Remuneration to Non-Executive Chairman of the Company:		
Annual Fixed Compensation	₹1 crore	₹1.20 crore
Sitting Fees	The above remuneration to Non-Executive Directors will be exclusive of Sitting Fees of ₹ 75000 per meeting for attending meetings of the Board and Committees thereof.	

* *The new framework provides differentiated remuneration for the Chairpersons and Members of the Audit Committee and the Nomination and Remuneration Committee, having regard to the nature and extent of responsibilities and time commitment associated with their respective roles.*

The commission payable to each Non-Executive Director, including the Non-Executive Chairman, shall be determined by the Board of Directors or a Committee thereof, from time to time, within the overall annual aggregate limit of ₹15 crore and subject to the overall ceiling of 1% (one percent) of the net profits of the Company for the relevant financial year, or such other percentage as may be prescribed under the Act, whichever is lower. Any change to the commission structure set out above shall be determined by the Board, taking into consideration, inter alia, the outcome of the performance evaluation of the Non-Executive Directors and the business performance of the Company.

The Board believes that the proposed commission ceiling is reasonable and justified, having regard to the Company's scale and complexity of operations, governance requirements, prevailing market practices, the evolving expectations and responsibilities of Non-Executive Directors, and their role in providing strategic guidance and oversight as the Company advances its new strategy. The proposed ceiling represents the maximum permissible aggregate commission under the proposed framework.

The new framework is effective 1st April 2026, and the first commission thereunder will be payable after the adoption of Financial Statements for FY 2026-27 by the Shareholders at the 94th Annual General Meeting in the year 2027.

Approval of the Members is sought for the revision in maximum limit of commission payable to Non-Executive Directors from existing ₹4 crore to ₹15 crore per annum, in aggregate.

Except for the Non-Executive Directors, no other Director, Key Managerial Personnel of the Company or their relatives, is in any way, concerned or interested, financially or otherwise, in this resolution. The Board recommends the Ordinary Resolution as set out in the Notice for approval of Shareholders.

By Order of the Board

Radhika Shah
Company Secretary & Compliance Officer
Membership No: A19308

Registered Office:
Unilever House,
B. D. Sawant Marg, Chakala,
Andheri (East), Mumbai - 400 099

Mumbai
28th October, 2026