

13th October, 2021

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/Madam,

Sub.: Quarterly Certificate on ESOP Allotment

Please find enclosed a Certificate dated 13th October, 2021 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 July, 2021 to 30th September, 2021.

You are requested to take the above information on record.

Thanking You,

Yours faithfully,

For Hindustan Unilever Limited

DEVOPAM

NARENDRA BAJPAI

Dev Bajpai

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

DIN: 00050516 / FCS No: F3354

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NARENDRA BAJPAI
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B S R & Co. LLP

Chartered Accountants

14th Floor, Central B Wing and North C Wing,
Nesco IT Park 4, Nesco Center,
Western Express Highway,
Goregaon (East), Mumbai - 400 063

Telephone: +91 22 6257 1000
Fax: +91 22 6257 1010

Private and confidential

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

13 October 2021

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 29 July 2019 read with addendums to our engagement letter dated 20 July 2020, 19 October 2020 and 16 June 2021 respectively.
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 was replaced by Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and has subsequently now been replaced by Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as the 'Regulations'), the 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 period from 1 July 2021 to 30 September 2021 (hereinafter referred to as the 'Statement'), which has been initialled by us for identification purposes only, for onward submission by the Board of Directors to NSE and BSE.

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. LLP

Hindustan Unilever Limited
13 October 2021
Page 2 of 2

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

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 unaudited 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 period from 1 July 2021 to 30 September 2021, 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 submission 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

**ANIRUDDHA
SHREEKANT
GODBOLE**

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ANIRUDDHA SHREEKANT
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Aniruddha Godbole
Partner

Membership No: 105149

ICAI UDIN: 21105149AAAAFH7483

Mumbai
13 October 2021



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 period from 1st July, 2021 to 30th September, 2021

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

Date of Credit	Amount credited (Rs.)	Allotment
11 August 2021	202	113th Allotment
13 August 2021	202	113th Allotment
18 August 2021	202	113th Allotment
Total (A)	606	

Receipt of allotment money through deduction in salary

Salary for the month	Amount Credited (Rs.)	Allotment
August 2021	202	113th Allotment
August 2021	202	113th Allotment
August 2021	202	113th Allotment
August 2021	202	113th Allotment
August 2021	202	113th Allotment
August 2021	202	113th Allotment
August 2021	202	113th Allotment
August 2021	202	113th Allotment
August 2021	202	113th Allotment
Total (B)	1,818	

Total (A + B)

2,424

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

**RITESH
RAMKRISHN
A TIWARI**

Digitally signed by
RITESH RAMKRISHNA
TIWARI
Date: 2021.10.13
12:14:55 +05'30'

**Ritesh Tiwari
Executive Director, Finance and
Chief Financial Officer**

**SIGNED FOR IDENTIFICATION
BY ANIRUDDHA GODBOLE**

**ANIRUDDHA
SHREEKANT
GODBOLE**

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For B S R & Co. LLP

Mumbai, 13th October, 2021