



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

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ICSI Unique Code: P1991MH040400

**22<sup>nd</sup> June, 2021**

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

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Members during the 88<sup>th</sup> Annual General Meeting of your Company held on Tuesday, 22<sup>nd</sup> June, 2021 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

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ANANTHASUBRAMANIAN  
NARAYANAN SATYAMANGALAM  
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**S. N. Ananthasubramanian**  
**Partner**



**SCRUTINIZER'S REPORT**

<b>Name of the Company</b>	<b>Hindustan Unilever Limited</b>
<b>Meeting</b>	<b>88<sup>th</sup> Annual General Meeting</b>
<b>Day, Date &amp; Time</b>	<b>Tuesday, 22<sup>nd</sup> June, 2021 at 03:00 p.m.</b>
<b>Deemed Venue</b>	<b>Unilever House, B. D. Sawant Marg, Chakala, Andheri (East), Mumbai – 400 099.</b>
<b>Mode</b>	<b>Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)</b>

**1. Appointment as Scrutinizer**

We have been appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 88<sup>th</sup> Annual General Meeting (“AGM”) of Hindustan Unilever Limited (hereinafter referred to as the Company) scheduled on Tuesday, 22<sup>nd</sup> June, 2021 at 03:00 p.m. held through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer’s report on the voting on the resolutions based on the reports generated from the electronic voting system.

**2. Dispatch of Notice convening the AGM**

2.1 Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020 and 13<sup>th</sup> January, 2021 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in Business Standard, all India edition and The Free Press Journal, Mumbai edition (English newspaper) and Navshakti, Mumbai edition (vernacular language newspaper), having electronic editions on **Monday, 24<sup>th</sup> May, 2021 and Friday, 28<sup>th</sup> May, 2021** specifying the date and time of the AGM, availability of the notice on Company’s website and website of Stock Exchanges,

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**Report of Scrutinizer on remote e-voting process and voting by members during the 88<sup>th</sup> AGM of Hindustan Unilever Limited held on 22<sup>nd</sup> June, 2021**



## **S. N. ANANTHASUBRAMANIAN & CO** **Company Secretaries**

manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Company hosted the notice of AGM on its website and the website of National Securities Depositories Limited (“NSDL”) (e-voting Agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **Thursday, 27<sup>th</sup> May, 2021**.

2.3 The Company has informed that on the basis of the Register of Members and the list of Beneficial Owners made available by KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) the Registrar and Share Transfer Agents (“RTA”) of the Company and the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively, the Company completed dispatch of Notice of AGM:

- a) On **27<sup>th</sup> May, 2021** by E-mail to **6,82,722** Members who had already registered their email ids with the Company / Depositories;
- b) On **17<sup>th</sup> June, 2021** by E-mail to **57,717** Members who registered their email ids pursuant to aforesaid advertisement(s) published by the Company acquired the shares after the cut-off date considered for dispatch of Notice of AGM and Annual Report.

### **3. Cut-off date**

Voting rights were reckoned as on **Tuesday, 15<sup>th</sup> June, 2021** being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

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**4. Remote e-voting process**

**4.1 Agency**

The Company appointed **National Securities Depositories Limited (“NSDL”)** as the agency for providing the platform for remote e-voting platform and e-voting during the AGM.

**4.2 Remote e-voting period**

Remote e-voting platform was open from **09:00 a.m. on Thursday, 17<sup>th</sup> June, 2021 till 05:00 p.m. on Monday, 21<sup>st</sup> June, 2021** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

**5. Voting at the AGM**

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

**6. Counting Process**

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

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# **S. N. ANANTHASUBRAMANIAN & CO**

## **Company Secretaries**

### **7. Results**

- 7.1 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 29<sup>th</sup> April, 2021 is enclosed herewith.
- 7.2 Based on the aforesaid results, we report that **06 Ordinary Resolutions** as set out in Item Nos. 01 to 06 of the Notice of the AGM dated 29<sup>th</sup> April, 2021 have been **passed with the requisite majority**.

**For S. N. ANANTHASUBRAMANIAN & Co.**

**Company Secretaries**

**ICSI Unique Code: P1991MH040400**

**Peer Review Cert. No.: 606/2019**

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**S. N. Ananthasubramanian**

**Partner**

**FCS: 4206 | COP: 1774**

**ICSI UDIN: F004206C000499470**

**22<sup>nd</sup> June, 2021 | Thane**

**CONSOLIDATED RESULTS**

**Item No. 1: To receive, consider and adopt the Audited Financial Statements (including audited Consolidated Financial Statements) for the Financial Year ended 31<sup>st</sup> March, 2021 and the Reports of the Board of Directors and Auditors thereon.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	5,825	1,98,16,91,942	31	17,594	5,856	1,98,17,09,536	99.9869
<b>Dissent</b>	48	2,58,822	0	0	48	2,58,822	0.0131
<b>Total</b>	5,873	1,98,19,50,764	31	17,594	5,904	1,98,19,68,358	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 29<sup>th</sup> April, 2021 has been **passed with requisite majority**.

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Partner  
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22<sup>nd</sup> June, 2021 | Thane



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**CONSOLIDATED RESULTS**

**Item No. 2: To confirm the payment of Special Dividend, Interim Dividend and to declare Final Dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2021.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	5,847	1,99,67,87,366	31	17,594	5,878	1,99,68,04,960	99.9293
<b>Dissent</b>	55	14,12,164	0	0	55	14,12,164	0.0707
<b>Total</b>	5,902	1,99,81,99,530	31	17,594	5,933	1,99,82,17,124	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 29<sup>th</sup> April, 2021 has been **passed with requisite majority**.

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**22<sup>nd</sup> June, 2021 | Thane**

*Report of Scrutinizer on remote e-voting process and voting by members of Hindustan Unilever Limited at the 88<sup>th</sup> AGM held on 22<sup>nd</sup> June, 2021*



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**CONSOLIDATED RESULTS**

**Item No. 3: To appoint a Director in place of Mr. Dev Bajpai (DIN: 00050516), who retires by rotation and being eligible, offers himself for re-appointment.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	5,577	1,99,74,42,406	29	17,573	5,606	1,99,74,59,979	99.9729
<b>Dissent</b>	244	5,42,354	2	21	246	5,42,375	0.0271
<b>Total</b>	5,821	1,99,79,84,760	31	17,594	5,852	1,99,80,02,354	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 29<sup>th</sup> April, 2021 has been **passed with requisite majority**.

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**Partner**

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**ICSI UDIN: F004206C000499470**

**22<sup>nd</sup> June, 2021 | Thane**

*Report of Scrutinizer on remote e-voting process and voting by members of Hindustan Unilever Limited at the 88<sup>th</sup> AGM held on 22<sup>nd</sup> June, 2021*





**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**CONSOLIDATED RESULTS**

**Item No. 4: To appoint a Director in place of Mr. Wilhelmus Uijen (DIN: 08614686), who retires by rotation and being eligible, offers himself for re-appointment.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	5,534	1,99,71,65,838	30	17,588	5,564	1,99,71,83,426	99.9729
<b>Dissent</b>	273	5,42,181	1	6	274	5,42,187	0.0271
<b>Total</b>	5,807	1,99,77,08,019	31	17,594	5,838	1,99,77,25,613	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 29<sup>th</sup> April, 2021 has been **passed with requisite majority**.

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**S. N. Ananthasubramanian**

**Partner**

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**ICSI UDIN: F004206C000499470**

**22<sup>nd</sup> June, 2021 | Thane**

*Report of Scrutinizer on remote e-voting process and voting by members of Hindustan Unilever Limited at the 88<sup>th</sup> AGM held on 22<sup>nd</sup> June, 2021*

**CONSOLIDATED RESULTS**

Item No. 5: To appoint a Director in place of Mr. Ritesh Tiwari (DIN: 05349994), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	5,521	1,99,68,61,748	30	17,588	5,551	1,99,68,79,336	99.9448
<b>Dissent</b>	286	11,02,146	1	6	287	11,02,152	0.0552
<b>Total</b>	5,807	1,99,79,63,894	31	17,594	5,838	1,99,79,81,488	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 5** of the Notice of the AGM dated 29<sup>th</sup> April, 2021 has been **passed with requisite majority**.

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**S. N. Ananthasubramanian**

Partner

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ICSI UDIN: F004206C000499470

22<sup>nd</sup> June, 2021 | Thane



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**CONSOLIDATED RESULTS**

**Item No. 6:** To approve the remuneration of Rs.12 Lac payable to M/s. RA & Co., Cost Accountants (Firm Registration No. 000242), appointed by the Board of Directors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2022.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	5,594	1,99,80,18,848	31	17,594	5,625	1,99,80,36,442	99.9962
<b>Dissent</b>	230	76,138	0	0	230	76,138	0.0038
<b>Total</b>	5,824	1,99,80,94,986	31	17,594	5,855	1,99,81,12,580	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 6** of the Notice of the AGM dated 29<sup>th</sup> April, 2021 has been **passed with requisite majority**.

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**S. N. Ananthasubramanian**

**Partner**

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**ICSI UDIN: F004206C000499470**

**22<sup>nd</sup> June, 2021 | Thane**

*Report of Scrutinizer on remote e-voting process and voting by members of Hindustan Unilever Limited at the 88<sup>th</sup> AGM held on 22<sup>nd</sup> June, 2021*