



## Hindustan Unilever Limited

### Outcome of Voting of Annual General Meeting (As per Clause 35A of Listing Agreement)

Date of Annual General Meeting	29th June, 2015		
Total number of shareholders as on the date of Book Closure	3,21,860 shareholders as on 22nd June, 2015		
No. of shareholders present in the meeting either in person or through proxy	<u>Promoters &amp; Promoter Group</u>	<u>Public</u>	
	In Person	In Person	Through Proxy
	7	904	49
No. of Shareholders attended the meeting through Video Conferencing	<u>Promoters &amp; Promoter Group</u>	<u>Public</u>	
	N.A.	N.A.	

### Agenda wise

The mode of voting for all the resolutions was:

1. Remote e-voting conducted between 25th June, 2015 to 28th June, 2015 and
2. E-voting conducted at the Meeting.

Given below is the resolution wise combined result of remote e-voting and e-voting.

### **Resolution 1: Adoption of Financial Statements and Reports thereon for the financial year ended 31st March, 2015 (Ordinary Resolution)**

Promoter/ Public	No. of shares held <sup>7</sup>	No. of votes polled <sup>5</sup>	% 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
Promoter and Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public - Institutional Holders	404653583	217192996	53.67	217192996	0	100.00	0.00
Public - Others	304746139	4509555	1.48	4502858	6697	99.85	0.15
<b>Total</b>	<b>2163812580</b>	<b>1676115409</b>	<b>77.46</b>	<b>1676108712</b>	<b>6697</b>	<b>100.00</b>	<b>0.00</b>





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### Resolution 2: Confirmation of interim Dividend and declaration of final dividend (Ordinary Resolution)

Promoter/ Public	No. of shares held <sup>#</sup>	No. of votes polled <sup>§</sup>	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)					
Promoter and Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public - Institutional Holders	404653583	219988412	54.36	219988412	0	100.00	0.00
Public – Others	304746139	4510971	1.48	4509855	1116	99.98	0.02
<b>Total</b>	<b>2163812580</b>	<b>1678912241</b>	<b>77.59</b>	<b>1678911125</b>	<b>1116</b>	<b>100.00</b>	<b>0.00</b>

### Resolution 3: Re-appointment of Mr. Harish Manwani as Director (Ordinary Resolution)

Promoter/ Public	No. of shares held <sup>#</sup>	No. of votes polled <sup>§</sup>	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)					
Promoter and Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public - Institutional Holders	404653583	219988412	54.36	204587326	15401086	93.00	7.00
Public – Others	304746139	3396976	1.11	3388851	8125	99.76	0.24
<b>Total</b>	<b>2163812580</b>	<b>1677798246</b>	<b>77.54</b>	<b>1662389035</b>	<b>15409211</b>	<b>99.08</b>	<b>0.92</b>

### Resolution 4: Re-appointment of Mr. Pradeep Banerjee as Director (Ordinary Resolution)

Promoter/ Public	No. of shares held <sup>#</sup>	No. of votes polled <sup>§</sup>	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)					
Promoter and Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public - Institutional Holders	404653583	219988412	54.36	211919521	8068891	96.33	3.67
Public - Others	304746139	3362765	1.10	3340806	21959	99.35	0.65
<b>Total</b>	<b>2163812580</b>	<b>1677764035</b>	<b>77.54</b>	<b>1669673185</b>	<b>8090850</b>	<b>99.52</b>	<b>0.48</b>





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### Resolution 5: Re-appointment of Mr. P. B. Balaji as Director (Ordinary Resolution)

Promoter/ Public	No. of shares held <sup>#</sup>	No. of votes polled <sup>§</sup>	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)					
Promoter and Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public - Institutional Holders	404653583	219988412	54.36	211919521	8068891	96.33	3.67
Public - Others	304746139	3345831	1.10	3320384	25447	99.24	0.76
<b>Total</b>	<b>2163812580</b>	<b>1677747101</b>	<b>77.54</b>	<b>1669652763</b>	<b>8094338</b>	<b>99.52</b>	<b>0.48</b>

### Resolution 6: Ratification of the appointment of M/s. BSR & Co. LLP, as Statutory Auditors and to fix their remuneration for the financial year ending 31st March, 2016. (Ordinary Resolution)

Promoter/ Public	No. of shares held <sup>#</sup>	No. of votes polled <sup>§</sup>	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)					
Promoter and Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public - Institutional Holders	404653583	214862887	53.10	209267759	5595128	97.40	2.60
Public – Others	304746139	3362203	1.10	3350629	11574	99.66	0.34
<b>Total</b>	<b>2163812580</b>	<b>1672637948</b>	<b>77.30</b>	<b>1667031246</b>	<b>5606702</b>	<b>99.66</b>	<b>0.34</b>

### Resolution 7: Appointment of Ms. Kalpana Morparia an Independent Director of the Company for a term upto five years (Ordinary Resolution)

Promoter/ Public	No. of shares held <sup>#</sup>	No. of votes polled <sup>§</sup>	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)					
Promoter and Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public - Institutional Holders	404653583	219988412	54.36	219982635	5777	100.00	0.00
Public – Others	304746139	3347942	1.10	3327593	20349	99.39	0.61
<b>Total</b>	<b>2163812580</b>	<b>1677749212</b>	<b>77.54</b>	<b>1677723086</b>	<b>26126</b>	<b>100.00</b>	<b>0.00</b>





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### Resolution 8: Ratification of the remuneration of M/s. RA & Co, Cost Accountants for the financial year ending 31st March, 2016 (Ordinary Resolution)

Promoter/ Public	No. of shares held <sup>#</sup>	No. of votes polled <sup>§</sup>	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)					
Promoter and Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public - Institutional Holders	404653583	219988412	54.36	219988412	0	100.00	0.00
Public – Others	304746139	4463628	1.46	4448368	15260	99.66	0.34
<b>Total</b>	<b>2163812580</b>	<b>1678864896</b>	<b>77.59</b>	<b>1678849638</b>	<b>15260</b>	<b>100.00</b>	<b>0.00</b>

### Resolution 9: Increase in overall limit remuneration payable to Non-Executive Directors (Special Resolution)

Promoter/ Public	No. of shares held <sup>#</sup>	No. of votes polled <sup>§</sup>	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)					
Promoter and Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public - Institutional Holders	404653583	219988412	54.36	216444423	3543989	98.39	1.61
Public – Others	304746139	4460416	1.46	4274495	185921	95.83	4.17
<b>Total</b>	<b>2163812580</b>	<b>1678861686</b>	<b>77.59</b>	<b>1675131776</b>	<b>3729910</b>	<b>99.78</b>	<b>0.22</b>

### Resolution 10: Adoption of new Articles of Association of the Company (Special Resolution)

Promoter/ Public	No. of shares held <sup>#</sup>	No. of votes polled <sup>§</sup>	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)					
Promoter and Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public - Institutional Holders	404653583	212933173	52.62	211130026	1803147	99.15	0.85
Public – Others	304746139	4490782	1.47	4482326	8456	99.81	0.19
<b>Total</b>	<b>2163812580</b>	<b>1671836813</b>	<b>77.26</b>	<b>1670025210</b>	<b>1811603</b>	<b>99.89</b>	<b>0.11</b>

<sup>#</sup> voting rights are in proportion to shares held as on 22th June, 2015.

<sup>§</sup> excludes invalid votes.

