Hindustan Unilever Limited

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

Tel: +91 (22) 3983 0000
Web: www.hul.co.in
CIN: L15140MH1933PLC002030

27th July, 2016

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,

Sub.: Quarterly Certificate on ESOP Allotment

Please find enclosed a Certificate dated 26th July, 2016 issued by M/s. BSR & 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 April, 2016 to 30th June, 2016.

You are requested to take the above information on record.

Yours faithfully,

For Hindustan Unilever Limited

HINDUSTAN UNILEVER LIMITED MUMBAI

Dev Bajpai
Executive Director (Legal & Corporate Affairs)
and Company Secretary
Membership No. F3354
Address: Unilever House, B. D. Sawant Marg,
Chakala, Andheri East, Mumbai – 400 099

B S R & Co. LLP
Chartered Accountants

5th Floor, Lodha Excelus,
Apollo Mills Compound
N. M. Joshi Marg, Mahalaxmi
Mumbai - 400 011
India

Telephone +91 (22) 4345 5300
Fax +91 (22) 4345 5399

Private and confidential

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

26 July 2016

We, B S R & Co. LLP, the statutory auditors of Hindustan Unilever Limited ('the Company'), have been requested to issue a certificate on whether the Company has received the allotment monies from the applicants in connection with the allotment of shares as set out in the statement based on the unaudited books and records of the Company for the quarter ended 30 June 2016.

As directed by the National Stock Exchange Limited (the "NSE") and the Bombay Stock Exchange Limited (the "BSE") within Item 6 of Annexure A of the in-principle approvals from the NSE and the BSE, as set out in their letters dated 2 September 2005 and 22 February 2013 received from NSE and letters dated 30 August 2005 and 1 April 2013 received from BSE (together, the "Letters") issued under the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 which is now been replaced with Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (hereinafter referred to as the "Regulations"), the management of the Company 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 Company's Employee Stock Option Scheme (as listed in the statement) during the quarter ended 30 June 2016 (hereinafter referred to as the "Statement"), which has been initialed by us for identification purposes only.

The Statement, including the maintenance of all accounting and other records supporting its contents, is solely the responsibility of the Company's Management. This responsibility includes designing, implementing and maintaining internal controls relevant to the preparation and presentation of the Statement.

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.

We conducted our examination in accordance with the Guidance Note on Audit Reports and Certificates issued for Special Purpose issued by the Institute of Chartered Accountants of India.

On the basis of the examination carried out by us and on the basis of information and explanations given to us, we confirm that the Company during the quarter ended 30 June 2016 has received the allotment monies from applicants in connection with the allotment of shares, prior to such allotment, as set out in the accompanying Statement.

This certificate has been solely issued in connection with the above mentioned purpose. It must not be copied, disclosed, quoted or circulated, or referred to, in correspondence or discussion, in whole or in part or distributed to anyone other than the NSE and BSE without our prior written consent.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022



Akeel Master
Partner
Membership No: 046768

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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 quarter ended 30 June 2016

Date of Credit in Deutsche bank account no. 10538000	Amount Credited (Rs.)
23-Mar-16	1,861
29-Mar-16	6,065
4-Apr-16	97
13-Apr-16	3,722
15-Apr-16	20,573
29-Apr-16	12,576
3-May-16	2,200
4-May-16	1,057
12-May-16	1,624
13-May-16	12,317
16-May-16	2,520
17-May-16	17,115
18-May-16	10,601
19-May-16	7,792
20-May-16	182,495
24-May-16	2,327
26-May-16	4,188
31-May-15	6,065
1-Jun-16	10,253
2-Jun-16	1,396
6-Jun-16	1,861
Total	**308,705**

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".

Place: Mumbai
Date: 26 July 2016

For, Hindustan Unilever Limited

Authorized Signatory

SIGNED FOR IDENTIFICATION BY

For B S R & Co. LLP