

Horlicks Limited
980 Great West Road
Brentford
Middlesex
TW8 9GS
Tel. +44 (0)20 8047 5000
www.gsk.com

April 23, 2020

To.

1.	National Stock Exchange of India Limited Exchange Plaza, C - 1, Block – G, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051	2.	BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai - 400 001
3.	Hindustan Unilever Limited, Unilever House, B. D. Sawant Marg, Chakala, Andheri (E), Mumbai - 400 099.		

Dear Sir,

As per the terms of the scheme of amalgamation amongst GlaxoSmithKline Consumer Healthcare Limited ("**Transferor Company**") and Hindustan Unilever Limited ("**Transferee Company**") and their respective Shareholders and Creditors under section 230 to 232 of the Companies Act, 2013 (the "**Scheme**"), sanctioned by: (i) National Company Law Tribunal, Mumbai bench *vide* its order dated September 26, 2019; and (ii) National Company Law Tribunal, Chandigarh bench *vide* its order dated February 26, 2020 read with the order dated February 28, 2020 ("**Scheme**"), the shareholders of the Transferor Company, are to be allotted shares of the Transferee Company in accordance with the share exchange ratio set out in the Scheme.

In this regard, please find enclosed herewith the disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to the shares of the Transferee Company allotted to Horlicks Limited, a shareholder of the Transferor Company, in accordance with the share exchange ratio set out in the Scheme.

Request you to please take the above information on record.

For Horlicks Limited



Name: Antony Braithwaite

Authorised Signatory

Part A – Details of the Acquisition

Name of the Target Company (TC)	Hindustan Unilever Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Horlicks Limited Person acting in concert: GlaxoSmithKline Pte. Limited		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	Nil	Nil	Nil
Details of acquisition			
a) Shares carrying voting rights acquired			
Horlicks Limited – Acquirer Note: GlaxoSmithKline Pte. Limited (the PAC) was allotted 54,083,698 equity shares representing 2.30% of the total diluted share/voting capital of the TC.	79,688,346	3.39%	3.39%
b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to	Nil	Nil	Nil

receive shares carrying category) acquired			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+/-d)	79,688,346	3.39%	3.39%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	133,772,044	5.69%	5.69%
b) VRs otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+d)	133,772,044	5.69%	5.69%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Allotment under a scheme of amalgamation		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	April 21, 2020		
Equity share capital / total voting capital of the TC before the said acquisition	Issued Capital: INR 2,217,963,163 comprising of 2,217,963,163 equity shares having a face value of INR 1 each. Paid up Capital: INR 2,164,844,187 comprising of 2,164,844,187 equity shares having a face value of INR 1 each.		
Equity share capital/ total voting capital of the TC after the said acquisition	Issued Capital: INR 2,402,586,975 comprising of 2,402,586,975 equity shares having face value of INR 1 each.		

	Paid Up Capital: INR 2,349,467,999 comprising of 2,349,467,999 equity shares having a face value of INR 1 each <i>Note: The issued and paid-up share capital also includes the shares allotted to other shareholders of the Transferor Company pursuant to the Scheme.</i>
Total diluted share/voting capital of the TC after the said acquisition	Issued Capital: INR 2,402,586,975 comprising of 2,402,586,975 equity shares having face value of INR 1 each. Paid Up Capital: INR 2,349,467,999 comprising of 2,349,467,999 equity shares having a face value of INR 1 each. <i>Note: The issued and paid-up share capital also includes the shares allotted to other shareholders of the Transferor Company pursuant to the Scheme.</i>

Part B (*)**

Name of the Target Company: Hindustan Unilever Limited



Signature of the acquirer / Authorised Signatory

Place: London, UK

Date: 23 April 2020

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.