PUBLIC ANNOUNCEMENT (“PA”) UNDER REGULATION 6, REGULATION 13(3) AND REGULATION 15(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (the “SEBI (SAST) REGULATIONS, 2011”)

Voluntary Open Offer for acquisition of 487,004,772 Shares representing 22.52% of the Voting Share Capital from the public shareholders of Hindustan Unilever Limited (the “Target Company”) by Unilever PLC (the “Acquirer”) along with Unilever N.V. in its capacity as person acting in concert (the “PAC”) with the Acquirer

Definitions:

For the purposes of this PA, the following terms would have the meanings assigned to them below:

- **“Shares”** shall mean issued, subscribed and fully paid-up equity shares of a face value of INR 1 each of the Target Company carrying voting rights, and including any security which entitles the holder thereof to exercise voting rights. For the purpose of this definition, Shares will include all depository receipts carrying an entitlement to exercise voting rights in the Target Company.
- “**Open Offer**” shall mean the voluntary open offer made by the Acquirer and the PAC to the public shareholders of the Target Company for the acquisition of 487,004,772 Shares (Four hundred eighty seven million four thousand seven hundred and seventy two Shares) representing 22.52% of the total fully diluted voting equity share capital of the Target Company (**“Voting Share Capital”**).

1. **Open Offer details**

   1.1. **Size**: 487,004,772 Shares representing 22.52% of the Voting Share Capital of the Target Company.

   1.2. **Price / consideration:** INR 600 (Rupees Six hundred) per Share **(the “Open Offer Price”)**.

   1.3. **Mode of payment (cash/security)**: The Open Offer Price will be payable in cash by the Acquirer, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.

   1.4. **Type of offer (Triggered offer, voluntary offer/competing offer etc)**: The Open Offer is a voluntary offer in terms of Regulation 6 of the SEBI (SAST) Regulations, 2011. This Open Offer is not subject to any minimum level of acceptance.

2. **Transaction which has triggered the Open Offer obligations (Underlying Transaction)**

   Not applicable since this PA is being issued pursuant to a voluntary offer in terms of Regulation 6 of the SEBI (SAST) Regulations, 2011.

3. **Acquirer / PAC**

Details	Acquirer (Unilever PLC)	PAC (Unilever N.V.)	Total
Name of Acquirer /PAC	Unilever PLC	Unilever N.V.	Not applicable
Address	Port Sunlight, Wirral, Merseyside CH62 4ZD, United Kingdom	Weena 455 PO Box 760 3000 DK Rotterdam, The Netherlands	Not applicable
Name(s) of persons in control/ promoters of acquirers/ PACs where Acquirers/ PAC are companies	Unilever PLC is a public limited company registered in England and Wales. Unilever PLC's shares are listed on the London Stock Exchange and as American Depositary Receipts (ADRs) on the New York Stock Exchange. United PLC is not owned or controlled, directly or indirectly, by another corporation, any foreign government or by any other legal or natural person.	Unilever N.V. is a public limited company registered in the Netherlands. Unilever N.V.'s shares and depository receipts are listed on Euronext Amsterdam and New York Registry Shares on the New York Stock Exchange. Foundation Unilever NV Trust Office holds approximately 77% of Unilever N.V.'s ordinary shares and holds approximately 34% of Unilever N.V.'s 7% cumulative preference shares (the "**Foundation**"). The Foundation has a board independent of the Unilever Group. As part of its corporate objects, the Foundation issues depositary receipts in exchange for the Unilever N.V. ordinary shares and Unilever N.V. 7% preference shares. These depositary receipts are listed on	Not applicable

Details	Acquirer (Unilever PLC)	PAC (Unilever N.V.)	Total
		Euronext Amsterdam, as are the Unilever N.V. ordinary and 7% preference shares themselves. The holders of depositary receipts are entitled to all dividends and economic benefits on the underlying shares held by the Foundation; can attend all general meetings of Unilever N.V., either personally or by proxy (and also have the right to speak); can under all circumstances exercise all voting rights on the underlying shares or instruct the Foundation to vote on their behalf. The Foundation only votes shares that are not represented at a general meeting (either in person or by proxy); and is required, by the conditions of the administration applicable to the depository receipts, to vote in such a manner as it deems to be in the interest of the holders of depositary receipts. Unilever N.V. is not owned or controlled, directly or indirectly, by another corporation, any foreign government or by any other legal or natural person	

<table>
<tr><th>Details</th><th>Acquirer (Unilever PLC)</th><th>PAC (Unilever N.V.)</th><th>Total</th></tr>
<tr><td></td><td colspan="2">Unilever PLC and Unilever N.V. are the two parent companies of the Unilever Group of companies. Unilever PLC was incorporated under the name Lever Brothers Limited in England and Wales in 1894. Unilever N.V. was incorporated under the name Naamlooze Vennootschap Margarine Unie in The Netherlands in 1927.

Together with their group companies, Unilever PLC and Unilever N.V. operate as nearly as practicable as a single economic entity. This is achieved by a series of agreements between Unilever PLC and Unilever N.V., together with special provisions in the Articles of Association of Unilever PLC and Unilever N.V. Unilever PLC and Unilever N.V. have the same Directors, adopt the same accounting principles and pay dividends to their respective shareholders on an equalised basis. Unilever PLC and Unilever N.V. and their group companies constitute a single reporting entity for the purposes of presenting consolidated accounts. Accordingly, the accounts of the Unilever Group are presented by both Unilever PLC and Unilever N.V. as their respective consolidated accounts.

Unilever PLC and Unilever N.V. have agreed to co-operate in all areas and ensure that all group companies act accordingly. Unilever PLC and Unilever N.V. are holding and service companies, and the business activity of the Unilever Group is carried out by their subsidiaries around the world. Shares in group companies may ultimately be held wholly by either Unilever PLC or Unilever N.V. or by the two companies in varying proportions.

The two companies have different shareholder constituencies and shareholders can hold shares in either or both companies but cannot convert or exchange the shares of one company for shares of the other.</td><td>Not applicable</td></tr>
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Details	Acquirer (Unilever PLC)	PAC (Unilever N.V.)	Total
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Name of the Group, if any, to which the Acquirer/PAC belongs to	Unilever Group	Unilever Group	Not applicable
Pre Transaction shareholding • Number • % of total share capital	Unilever PLC directly holds 794,806,750 Shares representing 36.75% of the Voting Share Capital of the Target Company.	Unilever N.V. does not directly hold any shares in the Target Company.	794,806,750 Shares representing 36.75% of the Voting Share Capital of the Target Company.
Proposed shareholding after the acquisition of shares which triggered the Open Offer	Not applicable	Not applicable	Not applicable
Any other interest in the Target Company	Brooke Bond Group Ltd, Unilever Overseas Holdings AG, Unilever UK & CN Holdings Ltd, Brooke Bond South India Estates Ltd, Brooke Bond Assam Estates Ltd and Unilever Overseas Holdings BV which in the aggregate own 340,042,710 Shares constituting 15.72% of the Voting Share Capital are direct or indirect subsidiaries of Unilever PLC**.** (collectively referred to as the "Other Promoter Entities").	Unilever N.V. through its direct and indirect subsidiaries hold 5.19% (A preference and B preference shares) stake in Unilever UK & CN Holdings Ltd which in turn holds 60,086,250 Shares constituting 2.78% of the Voting Share Capital of the Target Company. Mr. Harish Manwani, the Non Executive Chairman and member of the board of directors of the Target Company is also the Chief Operating	340,042,710 Shares representing 15.72% of the Voting Share Capital

<table>
<tr><th>Details</th><th>Acquirer (Unilever PLC)</th><th>PAC (Unilever N.V.)</th><th>Total</th></tr>
<tr><td></td><td>The Acquirer and the Other Promoter Entities are the current promoters of the Target Company.

The Other Promoter Entities who are direct or indirect subsidiaries of Unilever PLC own in the aggregate 340,042,710 Shares constituting 15.72% of the Voting Share Capital of the Target Company as follows:

• Brooke Bond Group Ltd holds 106,739,460 Shares constituting 4.94% of the Voting Share Capital

• Unilever Overseas Holdings AG holds 68,784,320 Shares constituting 3.18% of the Voting Share Capital

• Unilever UK & CN Holdings Ltd holds 60,086,250 Shares constituting 2.78% of the Voting Share Capital

• Brooke Bond South India Estates Ltd holds 52,747,200 Shares constituting 2.44% of the Voting Share Capital</td><td>Officer of Unilever Group and is a representative of Unilever N.V. in terms of Regulation 24(4) of the SEBI (SAST) Regulations, 2011.</td><td></td></tr>
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Details	Acquirer (Unilever PLC)	PAC (Unilever N.V.)	Total
	• Brooke Bond Assam Estates Ltd holds 32,820,480 Shares constituting 1.52% of the Voting Share Capital • Unilever Overseas Holdings BV holds 18,865,000 Shares constituting 0.87% of the Voting Share Capital The Other Promoter Entities are not participating in the Open Offer as acquirers or persons acting in concert. Mr. Harish Manwani, the Non Executive Chairman and member of the board of directors of the Target Company is also the Chief Operating Officer of Unilever Group and is a representative of Unilever PLC in terms of Regulation 24(4) of the SEBI (SAST) Regulations, 2011.		
	The Target Company enters into various related party transactions in the course of its business with the Acquirer and members of the Unilever Group. Related party transactions are disclosed in the audited consolidated financial statements of the Target Company.		Not applicable

Details	Acquirer (Unilever PLC)	PAC (Unilever N.V.)	Total
	The Board of Directors of the Target Company, at the Board Meeting on 22 January 2013, approved a proposal to enter into a new agreement ("New Agreement") with Unilever PLC (and entities of the Unilever Group) for the provision of technology, trademark licenses and other services. The New Agreement between the Acquirer and the Target Company became effective from 1 February 2013. The New Agreement envisages that the then existing royalty cost of c. 1.4% of turnover will increase, in a phased manner, to a royalty cost of c. 3.15% of turnover no later than the financial year ending 31 March 2018, i.e. a total estimated increase of 1.75% of turnover. The increase in royalty cost, in the period from 1 February 2013 to 31 March 2014 is estimated to be 0.5% of turnover, and thereafter in a range of 0.3% to 0.7% of turnover in each financial year, leading up to a total estimated royalty cost increase of 1.75% of turnover compared to existing arrangements, no later than the financial year ending 31 March 2018.		

4. **Details of selling shareholders, if applicable:**

   Not applicable since this PA is being issued pursuant to a voluntary offer in terms of Regulation 6 of the SEBI (SAST) Regulations, 2011.

5. **Target Company**

   5.1 Name: Hindustan Unilever Limited

   5.2 Registered office: Unilever House, B. D. Sawant Marg, Chakala, Andheri East, Mumbai 400099

   5.3 Nature of business: The Target Company is a market leader in the fast moving consumer goods business in India, with brands spanning categories such as soaps, detergents, shampoos, skin care, toothpastes, deodorants, cosmetics, tea, coffee, packaged foods, ice cream, and water purifiers. Its portfolio includes the following brands: Lux, Lifebuoy, Surf Excel, Rin, Wheel, Fair & Lovely, Pond's, Vaseline, Lakmé, Dove, Clinic Plus, Sunsilk, Pepsodent, Closeup, Axe, Brooke Bond, Bru, Knorr, Kissan, Kwality Wall's and Pureit.

5.4 Exchanges where listed:

BSE Ltd.: Scrip ID: HUL; Scrip Code: 500696

National Stock Exchange of India Limited: Symbol: HINDUNILVR; ISIN: INE030A01027

6. Other details

6.1 Further details of the Open Offer shall be published on or before 8 May 2013 in the Detailed Public Statement to be issued in terms of Regulation 13(4) of the SEBI (SAST) Regulations 2011 and published in terms of Regulation 14(3) of the SEBI (SAST) Regulations 2011.

6.2 The Acquirer and the PAC undertake that they are aware of, and will comply with, their obligations under the SEBI (SAST) Regulations, 2011 and have adequate financial resources to meet the Open Offer obligations under the SEBI (SAST) Regulations 2011.

6.3 This PA is not being issued pursuant to a competing bid. This Open Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations 2011.

6.4 In terms of Regulation 13(3) of the SEBI (SAST) Regulations, 2011 this PA is being made on the same day as the date on which the Acquirer has taken the decision to voluntarily acquire Shares of Target Company through an Open Offer.

6.5 Completion of the Open Offer is subject to receipt of statutory approvals to be detailed in the Detailed Public Statement.

Issued by

Manager to the Open Offer on behalf of the Acquirer

HSBC

HSBC Securities and Capital Markets (India) Private Limited

52 / 60 MG Road, Fort, Mumbai 400 001

Tel: +91-22-2268 1703 / 1560, Fax: +91-22-2263 1984

Email: hulopenoffer@hsbc.co.in

Contact Person: Tanu Singh / Mayank Sharma

SEBI Registration Number: INM000010353

Place: Mumbai, India

Date: 30 April 2013