



Hindustan Unilever Limited

13th December, 2025

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 Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra – Kurla Complex,
Bandra (E),
Mumbai – 400 051

Dear Sir / Madam,

Sub: Apportionment of cost of acquisition of Equity Shares of Hindustan Unilever Limited (“Company/ HUL”) and equity shares of Kwality Wall’s (India) Limited (“KWIL”) pursuant to Scheme of Arrangement amongst the Company and KWIL and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (“Scheme”)

This is further to our letter dated 13th December, 2025, wherein we had intimated about the allotment of equity shares of KWIL pursuant to the Scheme.

We enclose herewith a communication for the attention of the shareholders of the Company for general guidance towards apportionment of cost of acquisition of equity shares of the Company and KWIL pursuant to the Scheme.

The above communication is being hosted on the website of the Company at <https://www.hul.co.in/investors/corporate-governance/demerger-of-ice-cream-business/>

We kindly request you to take the above information on record.

Thanking You.

Yours faithfully,

For Hindustan Unilever Limited

Radhika Shah

Company Secretary & Compliance Officer

Membership No: A19308

Encl. : As above



GENERAL GUIDANCE FOR THE SHAREHOLDERS

The Hon'ble National Company Law Tribunal, Mumbai Bench ("**Hon'ble NCLT**"), *vide* Orders dated 30th October, 2025 and 6th November, 2025 has sanctioned the Scheme of Arrangement amongst Hindustan Unilever Limited ("**Company**"/"**HUL**") and Kwality Wall's (India) Limited ("**KWIL**") and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("**Scheme**"), providing, *inter alia*, for demerger, transfer and vesting of the Ice Cream Business (i.e. the Demerged Undertaking *as defined in the Scheme*) from HUL to KWIL on a going concern basis, and issue of Equity Shares by KWIL to the shareholders of HUL as on the Record Date of 5th December, 2025, in consideration thereof, in accordance with the provisions of Section 2(19AA) of the Income Tax Act, 1961 ("**Act**").

The Scheme has come into effect on 1st December, 2025, being the Effective Date (as defined under the Scheme). Further, in terms of the Scheme, the Effective Date will also be the Appointed Date i.e. 1st December, 2025.

In accordance with the provisions of the Scheme, KWIL has allotted 2,34,95,91,262 (Two Hundred Thirty-Four Crore Ninety-Five Lakh Ninety-One Thousand Two Hundred Sixty-Two Only) Equity Shares of Re. 1/- each to the shareholders of HUL whose name appears in the Register of Members including the register and index of beneficial owners maintained by the Depositories as on the Record Date, i.e. Friday, 5th December, 2025, in the ratio of 1 (one) fully paid-up equity share(s) of KWIL having a face value Re. 1/- (Rupee One) in KWIL for every 1 (one) fully paid-up equity share of face value Re. 1/- (Rupee One) held in HUL ("**Share Entitlement Ratio**").

For the purpose of determining post demerger cost of acquisition of the Equity Shares of HUL and the Equity Shares of KWIL, shareholders may apportion their total cost of acquisition of the HUL shares in the following manner:

Sl. No.	Name of Entity	% of Total Cost of Acquisition of Equity Shares
1.	Hindustan Unilever Limited	98.09
2.	Kwality Wall's (India) Limited	1.91

For example, if 1,000 Ordinary Shares of HUL were purchased at Rs 400/- per share, by a shareholder, the total cost of acquisition would amount to Rs 4,00,000/- before the Demerger. Based on the Share Entitlement Ratio, 1000 shares of KWIL would be allotted to the said shareholder. The total cost of acquisition of Rs 4,00,000/- would be apportioned in the aforesaid ratio - Rs 7,640/- (1.91% of Rs 4,00,000/-) being the total cost of acquisition of 1,000



KWIL shares and Rs 3,92,360/- (Rs 4,00,000/- less Rs 7,640/-) being the total cost of acquisition of 1000 original shares of HUL.

The aforesaid ratio has been determined based on the net worth of HUL and the net assets of the Ice Cream Business Undertaking, as at 30 November 2025, in accordance with Sections 49(2C) and 49(2D) of the Act.

It may be noted that as per Section 47(vii) of the Act, the aforesaid allotment of equity shares by KWIL pursuant to the Scheme will not be regarded as transfer. Further, in terms of explanation 1(i)(g) to Section 2(42A) of the Act, the date of acquisition of the equity shares of the Company will be deemed to be the date of acquisition for the equity shares of KWIL.

Please note that this communication is merely for the general guidance of the shareholders and should not be considered as a substitute for any independent opinion that the shareholders may obtain. The concerned regulatory, statutory or judicial authority, including any assessing officer/appropriate appellate authority, could take a different view. Shareholders are advised to consult their own consultants/ tax advisors to understand specific tax implications in their respective cases. The Company takes no express or implied responsibility / liability in relation to this guidance.