



Unilever
NOTICE

**SUMMARY MINUTES
ANNUAL GENERAL MEETING OF SHAREHOLDERS AND
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PT UNILEVER INDONESIA Tbk**

In compliance with paragraph (1) Article 32 of the Financial Services Authority Regulation Number 32/POJK.04/2014 on Rencana and Convening of Listed Company General Meeting of Shareholders (“**FSA Regulation 32/2014**”), PT. Unilever Indonesia Tbk, a company duly organized and existing under the laws of the Republic of Indonesia, having its registered domicile at Tangerang Regency and having its registered office at Unilever, Green Office Park Kav 3, Jalan BSD Boulevard Barat, BSD City, Tangerang, Banten 15345 (“**Company**”) prepares these Summary Minutes of Annual and Extraordinary general meeting of shareholders hereinafter referred to as “**EGMS**” and referred to as **AGMS** and EGMS jointly referred to as “**Meeting**”).

This Summary Minutes of Meeting contains information as per paragraph (1) Article 34 FSA Regulation 32/2014 as follows:

A. *Date, Place, Time and Agenda of Meeting*

The meeting was held on Tuesday, 21 May 2019 at the Head Office of Company, Grha Unilever, Green Office Park Kav 3, Jalan BSD Boulevard Barat, BSD City, Tangerang, Banten 15345.

Time of Meeting:

- AGMS : From 10.09 to 11.22 Western Indonesian Standard Time.
- EGMS : From 11.24 to 11.59 Western Indonesian Standard Time

Agenda AGMS:

1. Ratification on the Financial Statements of the Company and Approval on the Annual Report of the Company including the report on the supervisory duties of the Board of Commissioners of the Company for the accounting year ended on 31 December 2018.
2. Determination of the appropriation of the profit of the Company.
3. Designation of the Firm of Public Accountants to audit the book of the Company for the accounting year ending on 31 December 2019 and determination of the honorarium of such Firm of Public Accountants and other terms of their designation.
4. a. Appointment to the member composition of the Board of Directors and Board of Commissioners of the Company.
b. Determination of the remuneration of the members of the Board of Directors and the Board of Commissioner of the Company for the accounting year ending on 31 December 2019.

Agenda of EGMS:

1. Approval for the plan to change the Company's business activities, in the form of adding new business fields, namely leasing office space.
2. Approval for the plan to amend Article 3 of the Company's Articles of Association in connection with the plan to add the Company's new business activities and editorial changes to the description of the Company's business activities.

B. Members of Board of Directors and Board of Commissioners being present at the Meeting

Board of Directors:

- President Director :Mr. Hemant Bakshi;
- Director :Mrs. Enny Hartati;
- Director Independen :Mr. Sancoyo Antarikso;
- Director :Mr. Vikram Kumaraswamy
- Director :Mr. Willy Saelan;
- Director :Mr. Jochanan Senf;
- Director :Mrs. Hernie Raharja;
- Director :Mrs. Amparo Cheung Aswin; and
- Director :Mrs. Ira Novianti

Board of Commissioners:

- President Commissioner : Mr. Maurits Daniel Rudolf Lalisang;
- Independent Commissioner : Mr. Erry Firmansyah;
- Independent Commissioner : Mr. Hikmahanto Juwana; and
- Independent Commissioner : Mr. Alex Rusli.

C. The number of shares with valid voting rights which holders/owners are present in person or by proxy at the Meeting and percentage of all voting shares issued by the Company is 7.630.000.000 as listed below:

		Number of Shares	Percentage
AGMS	:	7.078.460810	92,7714%
EGMS	:	7.078.460810	92,7714%

D. Questions and/or Opinions relating to the Agenda of Meeting

At the end of the discussion, the Chairman of Meeting allows opportunity to the shareholders or proxies to raise questions and/or to express opinions.

E. The number of shareholders raising questions and/or express opinions relating to the Agenda of Meeting

		Number of Shareholders	Number of shares Held or Represented by the Owners/ Holders
AGMS			
- First Agenda	:	0	0
- Second Agenda	:	0	0
- Third agenda	:	1	5.300
- Fourth agenda	:	3	10.400
EGMS	:		
- First Agenda	:	5	9.500
- Second Agenda	:	0	0

Detailed questions raised and answers given can be seen at the company's website www.unilever.co.id

F. Resolution Procedure

F.1 AGMS

In accordance with paragraph 15.8 Article 15 of the Company's Articles of Association which is also set out in the Meeting Rules of Conduct distributed to the shareholders and proxies who were present at the Meeting, resolution was adopted on a consensus basis, failing which, the resolution shall be adopted by majority of affirmative votes of more than 1/2 (half) of the votes validly cast at the Meeting.

Particularly for the 4th agenda of the Meeting, the resolution will be conducted in a closed manner voting and unbundling.

The proposed resolution to all agenda of AGMS has been consented by way of voting as shown in section G below.

F.2 EGMS

In accordance with paragraph 15.8 Article 15 of the Company's Articles of Association which is also set out in the Meeting Rules of Conduct distributed to the shareholders and proxies who were present at the Meeting, resolution was adopted on a consensus basis, failing which, the resolution shall be adopted by majority of affirmative votes of more than 1/2 (half) of the votes validly cast at the Meeting.

The proposed resolution to all agenda of EGMS has been consented by way of voting as shown in section G below.

G. Resolution

AGMS

Voting on resolutions of all agenda of AGMS was conducted by way of valid voting equal to the number of shares whose holders/owners were present at the AGMS, either in person or by proxy, totaling 7.078.460.810 and the Percentage shown in the table below is the number of shares.

Agenda	Consenting	Dissenting	Abstain	Total Consenting + Abstain Votes
First Agenda	7.075.346.310 shares representing 99,956%	1.200 shares representing 0,000%	3.113.300 shares representing 0,044%	7.078.459.610 shares representing 100%
Second Agenda	7.076.841.137 shares representing 99,977%	1.619.673 shares representing 0,023%	-	7.076.841.137 shares representing 99,977%
Third agenda	7.062.884.210 shares representing 99,780%	15.576.600 shares representing 0,220%	-	7.062.884.210 shares representing 99,780%
Fourth agenda				
To appoint Mrs. Debora Herawati Sadrach as the new Independent Commissioner	7.061.444.758 shares representing 99,760%	16.842.050 shares representing 0,238%	173.200 shares representing 0,002%	7.061.617.958 shares representing 99,762%
The resignation of Mr. Vikas Gupta	7.064.623.358 shares	13.652.250 shares	181.600 shares	7.064.804.958 shares representing 99,807%

	representing 99,805%	representing 0,193%	representing 0,003%	
To appoint Mrs. Veronika Winanti Wahyu Utami as Director of the Company	7.064.630.560 shares representing 99,805%	13.651.650 shares representing 0,193%	174.100 shares representing 0,002%	7.064.804.660 shares representing 99.807%
To appoint Mrs. Sri Widowati as the Director of the Company	7.064.636.858 shares representing 99,805%	13.647.150 shares representing 0,193%	173.200 shares representing 0,002%	7.064.810.058 shares representing 99,807%
To amend the nomnclature of Independent Director position to the Director position	7.064.582.758 shares representing 99,804%	13.651.550 shares representing 0,193%	173.100 shares representing 0,002%	7.064.755.858 shares representing 99,806%
Remuneration of the members of the Board of Directors and the Board of Commissioner of the Company	7.064.623.560 shares representing 99,805%	13.652.560 shares representing 0,193%	172.500 shares representing 0,002%	7.064.796.060 shares representing 99,807%

EGMS

Voting on resolutions of all EGMS agenda was conducted by the number of valid votes equal to the number of shares whose holders/owners were present or represented at the EGMS, a sum of 7,027,084,431 and the percentage shown in the table below is the number of the said shares.

<i>Agenda</i>	<i>Consenting</i>	<i>Dissenting</i>	<i>Abstain</i>	<i>Total Consenting + Abstain Votes</i>
<i>First Agenda</i>	7.078.458.310 shares representing 100,000%	2.400 shares representing 0.000%	100 shares representing 0,000%	7.078.458.410 shares representing 99,99997%
<i>Second Agenda</i>	7.078.456.910 shares representing 100,000%	3.800 shares representing 0,000%	100 shares representing 0,000%	7.078.457.010 shares representing 100,000%

H. Meeting Resolution

H.1 AGMS First Agenda

1. To ratify the Financial Statements of the Company and to approve on the Annual Report of the Company including the report on the supervisory duties of the Board of Commissioners of the Company for the accounting year ended on 31 December 2018.
2. To give full acquittal and discharge to the members of the Board of Directors of the Company for their managerial actions and performance of their authorities and to the members of the Board of Commissioners of the Company for their supervisory actions during the accounting year ended on 31 December 2018 to the extent such actions are reflected in the ratified Financial Statements of the Company and in the approved Annual Report of the Company.

H.2 AGMS Second Agenda

1. Distribute final dividend from the Company's net earnings to accounting year which ended 31 December 2018 totaling IDR775,- (Seven Hundred Seventy Five Rupiah) per share or totaling IDR 5.913.250.000.000 (Five Trillion Nine Hundred Thirteen Billion Two Hundred Fifty Million Rupiah) ("**Final Dividend**"), to the holder/owner of 7.630.000.000 (seven billion six Hundred Thirty million) shares whose names are entered in the Company's Shareholder Register as of 10 June 2019 at 16:00 Western Indonesian Standard Time ("**Eligible Shareholders**"), in compliance with the rules of PT Bursa Efek Indonesia however for the purpose of trade of shares in the Indonesian Stock Exchange, in case of shares in the collective custody, the following provisions shall apply:
 - Cash Cum Dividend in the Regular and Negotiation Market on 29 May 2019;
 - Ex Dividend in the Regular and Negotiation Market on 31 May 2019;
 - Cum Dividend in the Cash Market on 10 June 2019; and
 - Ex Dividend in the Cash Market on 11 June 2019.
2. To approve the distribution of interim dividend for the accounting year 2018 of the net profit credited in the Company's books for the period which ended 31 December 2018 an amount of IDR410,- (Four Hundred Ten Rupiah) per share or totaling IDR 3.128.300.000.000 (Three Trillion One Hundred Twenty Eight Billion Three Hundred Million Rupiah) to the holders/owners of 7.630.000.000 (seven billion six Hundred Thirty million) shares in the company whose names are entered in the Company's Shareholder Register as of 21 November 2018 at 16:00 Western Indonesian Standard Time and the payment of which was effected on 5 December 2018.

Therefore, the amount of dividend to be received by the shareholders of the saham Company for the accounting year which ended 31 December 2018 is totaling IDR 1.185 (Nine Hundred Fifteen Rupiah) per share or in total Rp. 9.041.550.000.000 (Nine Trillion Fourty One Billion Five Hundred Fifty Million Rupiah).

The payment of Final dividend to the Eligible Shareholders will be made no later than 18 June 2019.

Eligible Shareholders whose shares are not placed yet in the collective custody of PT Kustodian Sentral Efek Indonesia ("KSEI"), the payment of Final dividend will be made by bank transfer bank to the account nominated by the Eligible Shareholders.

For the purpose of bank transfer, Eligible Shareholders whose shares are not put in the collective custody of KSEI, are expected to notify in writing the bank's name and account number of Eligible Shareholders to The Company's Stock Administration Bureau, PT Sharestar Indonesia, having its address at Citra Graha Building Lantai 7, Jalan Jenderal Gatot Subroto Kav. 35-36, Jakarta 12950 or to the Company no later than 10 June 2019 at 16:00 Western Indonesian Standard Time.

In case of Eligible Shareholders whose shares are placed in the collective custody with KSEI, Final dividend will be distributed through the account holder with KSEI in accordance with applicable laws.

Distribution of Final dividend shall be subjected to dividend tax in accordance with applicable rules, which is to be withheld by the Company.

The shareholder who is Resident Taxpayer in the form of entity, will be required to submit Taxpayer Identification Number to KSEI, at Gedung Indonesian Stock Exchange, Tower I Lt. 5 Jl. Jend. Sudirman Kaveling 52-53 Jakarta 12190 or to the Company's Stock Administration Bureau, PT Sharestar Indonesia, no later than on 10 June 2019 through 16:00 Western Indonesian Standard Time.

The shareholder who is Non-Resident Taxpayer wishing to apply for exemption or discount of income tax rate (PPH) under Article 26 shall be taxpayer domiciled in the Treaty Partner Countries and the following provisions shall apply:

- (i) whose shares in the Company have not been placed in the collective custody of KSEI, to deliver the original certificate of domicile or certified photocopy to the Company's Stock Administration Bureau, namely PT Sharestar Indonesia; and
- (ii) whose shares in the Company have been placed in the collective custody with KSEI, to deliver the original certificate of domicile or certified photocopy to KSEI, through the participant designated by the shareholders concerned.

Certificate of Domicile shall be submitted no later than 10 June 2019 through 16:00 Western Indonesian Standard Time. The photocopy of Certificate of Domicile must have been submitted to the Head of Major Tax Office Two at Gedung Sudirman Lt. 14-15, Jl. Jendral Sudirman Kav. 56, Senayan, Kebayoran Baru where the Company is registered as taxpayer.

3. To authorize the Board of Directors of the Company to effect the distribution of such Final Dividend and to perform all necessary actions including but not limited to, announcing the distribution of such Final Dividend in at least 2 (two) daily newspapers in the Indonesian language which according to the Board of Directors of the Company has a wide circulation in the Republic of Indonesia.
4. To determine that the balance of the un-appropriated retained earnings of the Company after the payment of the Final Dividend above, to be recorded as the un-appropriated retained earnings of the Company for the next accounting year.

H.3 AGMS Third Agenda

1. to re-appoint Kartika Singodimejo, S.E., CPA with Public Accountant License No. AP. 0847 and the Public Accounting Firm of Siddharta Widjaja & Rekan, the member of KPMG, respectively as Public Accountant and Public Accounting Firm to audit the Company's book for the financial year ending on 31 December 2019;
2. to authorizes the Board of Commissioners of the Company to determine the honorarium for the Public Accountant and the Public Accounting Firm as well as other terms of reference.

H.4 AGMS Fourth Agenda

1. a. To appoint Mrs. Debora Herawati Sadrach as the President Commissioner of the Company; as effective from the closing of this Meeting until the closing of the second Annual General Meeting of Shareholders held after this Meeting, without prejudice to the right of the General Meeting of Shareholders of the Company to terminate her at any time.
- b. To confirm the composition of the Independent Commissioners of the Company effective as of the closing of this Meeting until the second Annual General Meeting of Shareholders to be held after this Meeting, without prejudice to the right of the General Meeting of Shareholders of the Company to terminate them at any time are as follows:
 - President Commissioner: : Mr. Maurits Daniel Rudolf Lalisang;
 - Independent Commissioner : Mr. Mahendra Siregar;
 - Independent Commissioner : Mr. Erry Firmansyah;
 - Independent Commissioner : Mr. Hikmahanto Juwana;
 - Independent Commissioner : Mr. Alexander Rusli; and
 - Independent Commissioner : Mrs. Debora Herawati Sadrach.
- c. To accept the resignation of Mr. Vikas Gupta from his position as Director of the Company, effective as of 18 May 2019 and to give him full acquittal and discharge for managerial actions and the performance of the authority during the term of office as a Director of the Company, to the extent his actions are reflected in the book of the Company.

- d. To appoint Mrs. Veronika Winanti Wahyu Utami as a Director of the Company; as effective from the closing of this Meeting until the closing of the Annual General Meeting of Shareholders to be held in 2020, without prejudice to the right of the General Meeting of Shareholders of the Company to terminate her at any time.
- e. To appoint Mrs. Sri Widowati as a Director of the Company; as effective from the closing of this Meeting until the closing of the Annual General Meeting of Shareholders to be held in 2020, without prejudice to the right of the General Meeting of Shareholders of the Company to terminate her at any time.
- f. To amend the nomenclature of Independent Director position to Director position which currently held by Mr. Sancoyo Antarikso, as of the closing of this Meeting.
- g. To confirm the composition of the Board of Directors of the Company effective as of the closing of this Meeting until the Annual General Meeting of Shareholders held in Year 2020, without prejudice to the right of the General Meeting of Shareholders of the Company to terminate them at any time are as follows:
 - President Director : Mr Hemant Bakshi;
 - Director : Mr Vikram Kumaraswamy
 - Director : Mrs Enny Hartati;
 - Director : Mr Willy Saelan;
 - Director : Mrs Amparo Cheung Aswin;
 - Director : Mrs Hernie Raharja;
 - Director : Mr Jochanan Senf;
 - Director : Mrs Ira Novianti;
 - Director : Mr Sancoyo Antarikso;
 - Direktur : Mrs. Veronika Winanti Wahyu Utami; and
 - Director : Mrs. Sri Widowati
- h. To confer power of attorney on the Board of Directors of the Company and/or Mr. Wawan Sunaryawan, Bachelor of Law, and/or Mrs. Reski Damayanti, Bachelor of Law all private persons, either jointly as well as severally:
 - To state the part or all resolutions adopted in this first point of the fourth Meeting agenda in the Indonesian language and/or in English before a Notary;
 - b. To notify the change in the composition of the Board of Commissioners and Board of Directors of the Company as resolved in this first point of the fourth Meeting agenda to the Minister of Law and Human Rights of the Republic of Indonesia and to register it in the local Companies Registry at the relevant Office of the Registration of Companies and to make any amendments and/or additions thereto if required by the competent authorities; and
 - To perform any and all other actions necessary for the above mentioned purposes without any exception.

This power of attorney is given with the following conditions:

1. This power of attorney is given with the right to delegate these powers to other parties (substitution right);
 2. This power of attorney shall be effective as of the closing of this Meeting; and
 3. The Meeting agrees to ratify all actions taken by the attorney by virtue of this power of attorney.
2. a. To determine the adjustment of salary and allowances of members of the Board of Commissioners to increase less than 7% of the amount of salary and benefits in the year 2018 and to give power of attorney and full authority to President Commissioner of the Company to determine the appropriation of the remuneration for the members of the Board of Commissioners of the Company including its allocations in detail.

- a. to give full power and authorize the Board of Commissioner of the Company to determine the appropriation of the remuneration for the members of the Board of Directors of the Company for the accounting year ended on 31 December 2019 including its allocations in detail.

H.5 EGMS First Agenda

Approval for the plan to change the Company's business activities, in the form of adding new business fields, namely leasing office space.

H.6 EGMS Second Agenda

Approval for the plan to amend Article 3 of the Company's Articles of Association in connection with the plan to add the Company's new business activities and editorial changes to the description of the Company's business activities.

This Minutes of Meeting is made in accordance with the provisions of paragraph (1) of Article 34 FSA Regulation No. 32/2014.

In compliance with Article 68 paragraph (4) and (5) Law of the Republic of Indonesia No. 40 of 2007 on Limited Liability Company, this is to announce that the Consolidated Financial Statement and Consolidated Comprehensive Income Statement for the accounting year which ended 31 December 2018 as stated in the Financial Statement of the Company approved in the First Agenda of AGMS conforms to the Consolidated Financial Statement and Consolidated Comprehensive Income Statement advertised on daily newspapers Investor Daily and Bisnis Indonesia, both published on February 1, 2019.

Tangerang, May 21, 2019
Board of Directors