

SUMMARY UNDER REGULATION 13(1B) OF THE COMPETITION COMMISSION OF INDIA (PROCEDURE IN REGARD TO THE TRANSACTION OF BUSINESS RELATING TO COMBINATIONS) REGULATIONS, 2011 (“Combination Regulations”)

Names of the parties

- 1 The parties to the combination are Unilever PLC (“**PLC**”) and Unilever N.V. (“**NV**”).

Type of combination

- 2 PLC and NV are the two ultimate holding parent companies of the Unilever group of companies ("**Unilever Group**"). The Proposed Transaction is an internal reorganization of the Unilever Group resulting in simplification of the existing dual-headed legal structure into a single new holding company, New NV. The proposed transaction exceeds the thresholds under Section 5(a)(i)(A) of the Competition Act, 2002 and hence, amounts to a combination. The parties submit that the Proposed Transaction qualifies for the Item 8 exemption set out under Schedule 1 of the Combination Regulations. However, as a matter of abundant caution and legal certainty, the parties have filed the present notice. If the Hon'ble Commission is satisfied with the submissions made in the notice, it is humbly prayed that the notice be invalidated/returned and the filing fees be refunded to the parties.

Areas of activity of the Parties

- 3 The Unilever Group is one of the world's leading consumer goods companies. Its business is organized into the following three divisions: (i) Foods & Refreshment; (ii) Beauty & Personal Care;

and Home Care.

Relevant Market

4 The Proposed Transaction is an internal reorganization aimed at the simplification of the Unilever Group's corporate structure. It does not lead to any structural change to markets or to competition, either globally or in India. Accordingly, the relevant market(s) can be left open as the Proposed Transaction will not cause any appreciable adverse effect on competition, irrespective of the manner in which the market is defined. For the purpose of assessment of the Proposed Transaction by the Hon'ble Competition Commission of India, the relevant markets may be defined as:

- (i) Market for Home Care products in India;
- (ii) Market for Beauty and Personal Care products in India; and
- (iii) Market for all Foods and Refreshment products in India.