



# Hindustan Unilever Limited

Hindustan Unilever Limited  
Unilever House  
B D Sawant Marg  
Chakala, Andheri East  
Mumbai 400 099

Tel: +91 (22) 3983 0000  
Web: www.hul.co.in  
CIN: L15140MH1933PLC002030

July 5, 2017

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

Dear Sir,

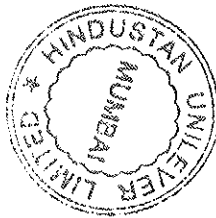
**Sub.: Quarterly Compliance Report on Corporate Governance**

Pursuant to the requirements of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are forwarding the Quarterly Compliance Report on Corporate Governance for the quarter ended 30th June, 2017

You are requested to kindly take the above information on record.

Thanking You,

Yours faithfully,  
**For Hindustan Unilever Limited**



**Dev Bajpai**  
Executive Director (Legal & Corporate Affairs)  
and Company Secretary  
DIN : 00050516

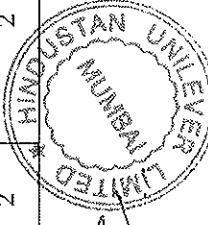
Encl. as above

Corporate Governance Report

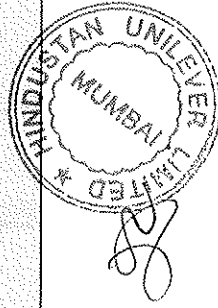
Name of Listed Entity: Hindustan Unilever Limited  
 Quarter ending: 30th June, 2017

**I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in the Current term	Tenure	No of listed entities including this entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed Entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Harish Manwani	PAN: AAUPM6399J DIN: 00045160	Non-Executive - Chairman	29.04.2005	-	1	-	-
Mr.	Sanjiv Mehta	PAN: AANPM7571K DIN: 06699923	Executive	01.10.2013	-	1	1	-
Mr.	P. B. Balaji	PAN: AAEPB3486B DIN: 02762983	Executive	01.07.2014	-	1	1	-
Mr.	Pradeep Banerjee	PAN: AACPB1896P DIN: 02985965	Executive	01.03.2010	-	1	-	-
Mr.	Devopam Bajpai	PAN: AAAPB0651N DIN: 00050516	Executive	23.01.2017	-	1	-	-
Mr.	Aditya Narayan	PAN: ACWPN9272B DIN: 00012084	Independent	30.06.2014	3	4	4	2
Mr.	S. Ramadorai	PAN: AAAPR0024R DIN: 00000002	Independent	30.06.2014	3	3	1	-
Mr.	O. P. Bhatt	PAN: AGPPB9727Q DIN: 00548091	Independent	30.06.2014	3	4	5	1
Dr.	Sanjiv Misra	PAN: AAAPM1646G DIN: 03075797	Independent	30.06.2014	3	3	2	1
Ms.	Kalpana Morparia	PAN: AAGPM5926M DIN: 00046081	Independent	09.10.2014	2	2	3	1



II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$
1. <i>Audit Committee</i>	Mr. Aditya Narayan	Chairman - Non-Executive - Independent
	Mr. S. Ramadorai	Non-Executive - Independent
	Mr. O. P. Bhatt	Non-Executive - Independent
	Dr. Sanjiv Misra	Non-Executive - Independent
	Ms. Kalpana Morparia	Non-Executive - Independent
2. <i>Nomination &amp; Remuneration Committee</i>	Mr. S. Ramadorai	Chairman - Non-Executive - Independent
	Mr. Aditya Narayan	Non-Executive - Independent
	Mr. O. P. Bhatt	Non-Executive - Independent
	Dr. Sanjiv Misra	Non-Executive - Independent
	Mr. Harish Manwani	Non-Executive
3. <i>Risk Management Committee (if applicable)</i>	Mr. Sanjiv Mehta	Chairman - Executive
	Mr. P. B. Balaji	Executive
	Mr. Pradeep Banerjee	Executive
	Mr. Dev Bajpai	Executive
	Mr. Aasif Malbari	Senior Executive [Group Controller]
4. <i>Stakeholders Relationship Committee</i>	Mr. O. P. Bhatt	Chairman - Non-Executive - Independent
	Mr. Sanjiv Mehta	Executive
	Mr. P. B. Balaji	Executive
III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
23.01.2017	-	56 days
21.03.2017, 22.03.2017 and 23.03.2017	17.05.2017	54 days



**IV. Meeting of Committees - Audit Committee**

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
17.05.2017	Yes - 5/5	23.01.2017	113 days
29.06.2017	Yes - 5/5	-	43 days


**V. Related Party Transactions**

Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - Audit Committee
  - Nomination & Remuneration committee
  - Stakeholders Relationship committee
  - Risk management committee
- The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- This report shall be placed in the next meeting of Board of Directors. The report submitted in the previous quarter was been placed before Board of Directors. There were no comments/ observations/ advice of Board of Directors on the aforesaid report.



  
**Name & Designation: Dev Bajpai**  
 Executive Director (Legal & Corporate Affairs) and Company Secretary  
 DIN : 00050516

**Date: 05/07/2017**