



11th January, 2023

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/Madam,

**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 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/78, dated 16th July, 2019 (as amended), we are hereby enclosing the Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2022.

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

Thanking You,

Yours faithfully,

**For Hindustan Unilever Limited**

DEVOPAM  
NARENDRA  
BAJPAI

Digitally signed by  
DEVOPAM NARENDRA  
BAJPAI  
Date: 2023.01.11 18:59:31  
+05'30'

**Dev Bajpai**  
**Executive Director, Legal & Corporate Affairs**  
**and Company Secretary**  
**DIN : 00050516 / FCS : F3354**

Encl. as above

### Corporate Governance Report

Name of Listed Entity : **Hindustan Unilever Limited**  
 Quarter ending : **31st December, 2022**

#### I. Composition of Board of Directors

Title (Mr/ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Whether Special Resolution passed under Regulation 17 (1A) of Listing Regulations	Date of passing Special Resolution	Date of Re-appointment	Date of Cessation	Tenure (In Months)	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	No. 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.	Nitin Paranjpe	PAN: AEPPP2626E DIN: 00045204	Non-Executive - Chairperson	31-03-2022	NA	-	-	-	-	04-03-1963	1	0	0	0
Mr.	Sanjiv Mehta	PAN: AANPM7571K DIN: 06699923	Executive	01-10-2013	NA	-	10-10-2018	-	-	09-07-1960	1	0	1	0
Mr.	Ritesh Tiwari	PAN: ABWPT0938K DIN: 05349994	Executive	01-05-2021	NA	-	-	-	-	04-12-1975	1	0	1	0
Mr.	Dev Bajpai	PAN: AAAPB0651N DIN: 00050516	Executive	23-01-2017	NA	-	23-01-2022	-	-	14-11-1965	1	0	0	0
Mr.	O. P. Bhatt	PAN: AGPPB9727Q DIN: 00548091	Independent	30-06-2014	NA	-	30-06-2019	-	102	07-03-1951	4	4	5	1
Dr.	Sanjiv Misra	PAN: AAATM1646G DIN: 03075797	Independent	30-06-2014	Yes	29-06-2019	30-06-2019	-	102	16-12-1947	1	1	1	0
Ms.	Kalpna Morparia	PAN: AAGJM5926M DIN: 00046081	Independent	09-10-2014	Yes	29-06-2019	09-10-2019	-	98	30-05-1949	3	3	3	2
Mr.	Leo Puri	PAN: AALPP0852A DIN: 01764813	Independent	12-10-2018	NA	-	-	-	50	03-01-1961	2	2	1	0
Dr.	Ashish Gupta	PAN: AHFPG4579R DIN: 00521511	Independent	31-01-2020	NA	-	-	-	35	18-12-1966	2	2	1	0
Ms.	Ashu Suyash	PAN: AKWPS0982M DIN: 00494515	Independent	12-11-2021	NA	-	-	-	13	02-02-1967	2	2	2	0
Whether Regular chairperson appointed			Yes											
Whether Chairperson is related to managing director or CEO			No											

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Kalpana Morparia	Chairperson- Non-Executive - Independent	02-02-2021	-
		O. P. Bhatt	Non-Executive - Independent	30-06-2014	-
		Dr. Sanjiv Misra	Non-Executive - Independent	30-06-2014	-
		Dr. Ashish Gupta	Non-Executive - Independent	30-04-2020	-
		Ashu Suyash	Non-Executive - Independent	20-01-2022	-
2. Nomination & Remuneration Committee	Yes	Dr. Sanjiv Misra	Chairperson - Non-Executive - Independent	30-06-2014	-
		O. P. Bhatt	Non-Executive - Independent	30-06-2014	-
		Kalpana Morparia	Non-Executive - Independent	02-02-2021	-
		Ashu Suyash	Non-Executive - Independent	20-01-2022	-
3. Corporate Social Responsibility Committee	Yes	O. P. Bhatt	Chairperson - Non-Executive - Independent	30-06-2014	-
		Dr. Sanjiv Misra	Non-Executive - Independent	30-06-2014	-
		Kalpana Morparia	Non-Executive - Independent	09-10-2014	-
		Sanjiv Mehla	Executive	01-10-2013	-
		Leo Puri	Non-Executive - Independent	01-05-2021	-
		Ritesh Tiwari	Executive	01-05-2021	-
4. Stakeholders Relationship Committee	Yes	O. P. Bhatt	Chairperson - Non-Executive - Independent	30-06-2014	-
		Sanjiv Mehla	Executive	01-10-2013	-
		Leo Puri	Non-Executive - Independent	01-05-2021	-
		Ritesh Tiwari	Executive	01-05-2021	-
5. Risk Management Committee	Yes	Sanjiv Mehla	Chairperson - Executive	27-10-2014	-
		Dev Bajpai	Executive	27-10-2014	-
		Dr. Ashish Gupta	Non-Executive - Independent	01-05-2021	-
		Ritesh Tiwari	Executive	01-05-2021	-
		Ashu Suyash	Non-Executive - Independent	20-01-2022	-
		Ravishankar A.	Senior Executive	01-05-2021	-
6. Environmental, Social and Governance Committee	Yes	Ashu Suyash	Chairperson - Non-Executive - Independent	01-12-2022	-
		Kalpana Morparia	Non-Executive - Independent	01-12-2022	-
		Dr. Ashish Gupta	Non-Executive - Independent	01-12-2022	-
		O.P. Bhatt	Non-Executive - Independent	01-12-2022	-
		Sanjiv Mehla	Executive	01-12-2022	-

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
19-07-2022	-	Yes	11	6	-
-	21-10-2022	Yes	10	6	93
-	24-11-2022	Yes	8	4	33
IV. Meetings of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Members present	Number of Independent Directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
A. Audit Committee					
-	Yes	5	5	18-07-2022	0
21-10-2022	Yes	5	5	19-07-2022	93
02-12-2022	Yes	4	4	-	41
B. Nomination and Remuneration Committee					
02-12-2022	Yes	4	4	19-07-2022	135
C. Corporate Social Responsibility Committee					
21-10-2022	Yes	6	4	26-04-2022	177
D. Risk Management Committee					
21-10-2022	Yes	6	2	26-04-2022	177
V. Related Party Transactions					
Subject					Compliance status (Yes/No/NA)
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 the Audit Committee					Yes
VI. Affirmations					
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.					
2. The composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015					
a. Audit Committee					
b. Nomination & Remuneration Committee					
c. Stakeholders Relationship Committee					
d. Risk management committee (applicable to the top 100 listed entities)					
3. The Committee Members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.					
4. 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.					
5. This report and / or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the Board of Directors may be mentioned here.					
Name & Designation: Deo Bajpai Executive Director, Legal & Corporate Affairs and Company Secretary DIN : 00050516 / FCS : F3354			DEVOPAM NARENDRA BAJPAI		
Place : Mumbai Date: 11-01-2023			Digitally signed by DEVOPAM NARENDRA BAJPAI Date: 2023.01.11 18:59:46 +05'30'		