



28th April, 2022

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: Annual Secretarial Compliance Report for the year ended 31st March, 2022

Pursuant to the Regulation 24A of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are forwarding herewith the Annual Secretarial Compliance Report for the financial year 2021-22.

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

Thanking You,

Yours faithfully,

For Hindustan Unilever Limited

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DEVOPAM
NARENDRA NARENDRA BAJPAI
BAJPAI Date: 2022.04.28
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Dev Bajpai

Executive Director, Legal & Corporate Affairs

and Company Secretary

DIN: 00050516 / FCS No: F3354



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) - 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

To,
The Board of Directors,
Hindustan Unilever Limited
CIN: L15140MH1933PLC002030
Unilever House, B D Sawant Marg,
Chakala, Andheri (East), Mumbai – 400099

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2021-22

We have been engaged by **Hindustan Unilever Limited** (hereinafter referred to as 'the Company') bearing CIN: **L15140MH1933PLC002030** whose equity shares are listed on National Stock Exchange of India Limited (Symbol: HINDUNILVR) and BSE Limited (Security Code: 500696) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. We have conducted our Audit remotely, based on the records and information made available to us through electronic platform by the Company, due to COVID – 19 pandemic induced lockdown and restrictions/ work from home policy of the Company in place, for the purpose of issuing this report.

Annual Secretarial Compliance Report is enclosed.

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ANANTHASUBRAMANIAN NARAYANAN
SATYAMANGALAM
Date: 2022.04.25 11:37:36 +05'30'

S. N. Ananthasubramanian
Partner

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25th April, 2022 | Thane





**ANNUAL SECRETARIAL COMPLIANCE REPORT OF HINDUSTAN UNILEVER LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022**

We have examined:

- (a) all the documents and records made available to us and explanations provided by **Hindustan Unilever Limited** ('the listed entity');
- (b) filings/ submissions made by the listed entity to the stock exchanges;
- (c) website of the listed entity;
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification;

for the financial year ended 31st March, 2022 ('review period'), in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ('SCRA'), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ('SEBI').

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – **Not Applicable as there was no reportable event during the review period;**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not Applicable as there was no reportable event during the review period;**



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Company Secretaries

- (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (upto 12th August, 2021) & The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 (with effect from 13th August, 2021);
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (upto 15th August, 2021) – **Not applicable as the Company as there was no reportable event during the financial year under review;**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (upto 15th August, 2021) – **Not Applicable as there was no reportable event during the review period;**
- (h) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (with effect from 16th August, 2021) – **Not Applicable as there was no reportable event during the review period;**
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued there under;

and based on the above examination, we hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under.
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my/our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under – **NIL**
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports

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Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
01	<p>Regulation 30 of LODR read with Clause 4 of Para A of Part A of Schedule III to LODR</p> <p>The meeting of the Board of Directors held on 30th April, 2020 inter-alia to consider Audited Standalone and Consolidated Financial Results for the quarter and year ended 31st March, 2020; and to consider declaration and payment of final dividend concluded at 04:18 p.m.</p> <p>Outcome of the meeting was disclosed to BSE at 04:52 p.m. i.e., with a delay of 04 minutes, due to technical issues experienced by the Company.</p> <p>The disclosures were made to NSE within prescribed time.</p>	2020-21	None	None

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Company Secretaries

(e) The listed entity has complied with the provisions of Para 6 of Circular No. CIR/ CFD/ CMD1/114/2019 issued by SEBI on 18th October, 2019.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019

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S. N. Ananthasubramanian

Partner

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ICSI UDIN: F004206D000191855

25th April, 2022 | Thane