



16th January, 2025

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 - 400001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra - Kurla Complex,
Bandra (E),
Mumbai - 400051

Dear Sir/Madam,

Sub.: Quarterly Compliance Report on Corporate Governance - Regulation 27(2) of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to the requirements of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable SEBI circulars, we are hereby enclosing the quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2024.

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

Thanking You,

Yours faithfully,

For **Hindustan Unilever Limited**

**RADHIKA
KARTIK SHAH**

Digitally signed by
RADHIKA KARTIK SHAH
Date: 2025.01.16
20:46:18 +05'30'

Radhika Shah
Company Secretary & Compliance Officer
Membership No: A19308

Encl. as above

General information about company	
Scrip code	500696
NSE Symbol	HINDUNILVR
MSEI Symbol	NOTLISTED
ISIN	INE030A01027
Name of the entity	Hindustan Unilever Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Nitin Paranjpe	██████████	00045204	Non-Executive - Non Independent Director	Chairperson		04-03-1963
2	Mr	Rohit Jawa	██████████	10063590	Executive Director	Not Applicable	CEO-MD	18-09-1966
3	Mr	Ritesh Ramkrishna Tiwari	██████████	05349994	Executive Director	Not Applicable		04-12-1975
4	Mr	Devopam Bajpai	██████████	00050516	Executive Director	Not Applicable		14-11-1965
5	Mr	Biddappa Ponnappa Bittianda	██████████	06586886	Executive Director	Not Applicable		13-12-1966
6	Ms	Kalpana Jaisingh Morparia	██████████	00046081	Non-Executive - Independent Director	Not Applicable		30-05-1949
7	Mr	Leo Puri	██████████	01764813	Non-Executive - Independent Director	Not Applicable		03-01-1961
8	Ms	Ashu Suyash	██████████	00494515	Non-Executive - Independent Director	Not Applicable		02-02-1967
9	Mr	Ranjay Satya Gulati	██████████	03627064	Non-Executive - Independent Director	Not Applicable		10-08-1962
10	Ms	Neelam Dhawan	██████████	00871445	Non-Executive - Independent Director	Not Applicable		22-10-1959
11	Mr	Tarun Bajaj	██████████	02026219	Non-Executive - Independent Director	Not Applicable		09-11-1962

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		31-03-2022	31-03-2022			2	1	0	0			
2	NA		01-04-2023	01-04-2023			1	0	1	0			
3	NA		01-05-2021	01-05-2021			1	0	0	0			
4	NA		23-01-2017	23-01-2022			1	0	0	0			
5	NA		01-06-2024	01-06-2024			1	0	0	0			
6	Yes	29-06-2019	09-10-2014	09-10-2019	09-10-2024	122.23	1	1	0	0	Tenure Completion		
7	NA		12-10-2018	12-10-2023		74.2	3	3	2	1			
8	NA		12-11-2021	12-11-2021		37.19	3	3	4	2			
9	NA		01-04-2023	01-04-2023		21	1	1	1	1			
10	NA		01-08-2023	01-08-2023		17	4	3	6	3			
11	NA		01-12-2023	01-12-2023		13	4	4	4	1			

Text Block	
Textual Information(1)	<p>Ms. Kalpana Jaisingh Morparia ceased to be Independent Director of the Board of the Company w.e.f. close of business hours on 8th October, 2024.</p> <p>Mr. Devopam Bajpai has ceased to be the Executive Director of the Board of the Company w.e.f. close of business hours on 31st December, 2024.</p>

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	Ms. Kalpana Jaisingh Morparia ceased to be Independent Director of the Board of the Company w.e.f. close of business hours on 8th October, 2024, consequent to the above change, she ceased to be the Chairperson/Member of the respective Committees of the Board.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00046081	Kalpana Jaisingh Morparia	Non-Executive - Independent Director	Chairperson	02-02-2021	09-10-2024	
2	00494515	Ashu Suyash	Non-Executive - Independent Director	Member	20-01-2022		Textual Information(1)
3	01764813	Leo Puri	Non-Executive - Independent Director	Member	21-07-2023		
4	00871445	Neelam Dhawan	Non-Executive - Independent Director	Member	01-08-2023		
5	02026219	Tarun Bajaj	Non-Executive - Independent Director	Member	02-12-2023		

Sr Text Block	
Textual Information(1)	Consequent to the retirement of Ms. Kalpana Jaisingh Morparia, Ms. Ashu Suyash has been appointed as the Chairperson of Audit Committee w.e.f. 09.10.2024.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00871445	Neelam Dhawan	Non-Executive - Independent Director	Chairperson	01-08-2023		
2	00046081	Kalpana Jaisingh Morparia	Non-Executive - Independent Director	Member	02-02-2021	09-10-2024	
3	00494515	Ashu Suyash	Non-Executive - Independent Director	Member	20-01-2022		
4	03627064	Ranjay Satya Gulati	Non-Executive - Independent Director	Member	21-07-2023		
5	02026219	Tarun Bajaj	Non-Executive - Independent Director	Member	09-10-2024		Textual Information(1)

Sr Text Block	
Textual Information(1)	Consequent to the retirement of Ms. Kalpana Jaisingh Morparia, Mr. Tarun Bajaj has been appointed as a Member of Nomination and Remuneration Committee w.e.f. 09.10.2024.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03627064	Ranjay Satya Gulati	Non-Executive - Independent Director	Chairperson	21-07-2023		
2	10063590	Rohit Jawa	Executive Director	Member	21-07-2023		
3	02026219	Tarun Bajaj	Non-Executive - Independent Director	Member	02-12-2023		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01764813	Leo Puri	Non-Executive - Independent Director	Chairperson	21-07-2023		
2	10063590	Rohit Jawa	Executive Director	Member	21-07-2023		
3	00871445	Neelam Dhawan	Non-Executive - Independent Director	Member	01-08-2023		
4	00494515	Ashu Suyash	Non-Executive - Independent Director	Member	20-01-2022		
5	02026219	Tarun Bajaj	Non-Executive - Independent Director	Member	02-12-2023		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02026219	Tarun Bajaj	Non-Executive - Independent Director	Chairperson	02-12-2023		
2	00046081	Kalpana Jaisingh Morparia	Non-Executive - Independent Director	Member	09-10-2014	09-10-2024	
3	03627064	Ranjay Satya Gulati	Non-Executive - Independent Director	Member	21-07-2023		
4	00871445	Neelam Dhawan	Non-Executive - Independent Director	Member	09-10-2024		Textual Information(1)

Sr Text Block	
Textual Information(1)	Consequent to the retirement of Ms. Kalpana Jaisingh Morparia, Ms. Neelam Dhawan has been appointed as a Member of Corporate Social Responsibility Committee w.e.f. 09.10.2024.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00494515	Ashu Suyash	Enviromental,Social and Governance Committee	Non-Executive - Independent Director	Chairperson	Textual Information(1)
2	00046081	Kalpana Jaisingh Morparia	Enviromental,Social and Governance Committee	Non-Executive - Independent Director	Member	
3	01764813	Leo Puri	Enviromental,Social and Governance Committee	Non-Executive - Independent Director	Member	Textual Information(2)
4	00871445	Neelam Dhawan	Enviromental,Social and Governance Committee	Non-Executive - Independent Director	Member	
5	10063590	Rohit Jawa	Enviromental,Social and Governance Committee	Executive Director	Member	

Other Committee Text Block	
Textual Information(1)	Ms. Ashu Suyash ceased to be the Chairperson of Environmental, Social and Governance Committee w.e.f. 09.10.2024.
Textual Information(2)	Consequent to the cessation of Ms. Ashu Suyash as Chairperson of Environmental, Social and Governance Committee, Mr. Leo Puri was appointed as the Chairperson of Environmental, Social and Governance Committee, w.e.f. 09.10.2024.

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	15-07-2024				Yes	11	10	6
2	23-07-2024				Yes	11	11	6
3	06-09-2024				Yes	11	10	5
4		23-10-2024			Yes	9	8	4
5		29-10-2024			Yes	9	7	4
6		25-11-2024	26		Yes	9	9	5

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								Textual Information(1)		
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	15-07-2024				Yes	5	5	5	0
2	Audit Committee	22-07-2024				Yes	5	5	5	0
3	Audit Committee	23-07-2024				Yes	5	5	5	0
4	Audit Committee	06-09-2024				Yes	5	4	4	0
5	Audit Committee	23-10-2024	46			Yes	4	4	4	0
6	Audit Committee	25-11-2024	32			Yes	4	4	4	0

Text Block	
Textual Information(1)	<div>The following Committee Meetings were held in the quarter: a. Meetings of Corporate Social Responsibility Committee, Risk Management Committee and Environmental Social and Governance Committee were held on 22nd October, 2024. b. Meetings of Nomination and Remuneration Committee and Stakeholders Relationship Committee were held on 23rd October, 2024.</div>

However, due to the restrictions defined in the XBRL utility, the details of the same could not be entered.

Annexure 1**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Radhika Shah
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Radhika Shah
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	16-01-2025