

Format of Quarterly Compliance Report on Corporate Governance

Name of the Company : HINDUSTAN UNILEVER LIMITED

Quarter Ending On : 31ST MARCH 2008

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS YES/NO	REMARKS
I. Board of Directors	49 I	Yes	
(a) Composition of Board	49 (IA)	Yes	
(b) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(c) Other provision as to Board and Committees	49 (IC)	Yes	
(d) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	49 (II)	Yes	
(a) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(b) Meeting of Audit Committee	49 (IIB)	Yes	
(c) Powers of Audit Committee	49 (IIC)	Yes	
(d) Role of Audit Committee	49 (IID)	Yes	
(e) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Audit Reports and Audit Qualifications		Yes	
IV. Whistle Blower Policy		Yes	
V. Subsidiary Companies	49 III	Yes	
VI. Disclosure of contingent liabilities		Yes	

VII. Disclosures			
(a) Basis of related party transactions	49 (IV A)	Yes	
(b) Board Disclosures	49 (IV B)	Yes	
(c) Proceeds from initial Public issues rights issues, preferential issues etc.	49 (IV C)	N.A.	
(d) Remuneration of Directors	49 (IV D)	Yes	
(e) Management	49 (IV E)	Yes	
(f) Shareholders	49 (IV F)	Yes	
VIII. CEO/CFO Certification	49 (V)	Yes	
VI. IX. Report on Corporate Governance	49 (VI)	Yes	
X. Compliance	49 (VII)	Yes	

Hindustan Unilever Limited

Ashok K. Gupta
(Company Secretary)

Note:

- 1) The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 2.18 of the Listing Agreement.
- 2) In the column No.3, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the Clause 2.18 I of the Listing Agreement, “Yes may be indicated. Similarly, in case the company has no relate party transactions, the words “N.A.” may be indicated against 2.18 (IV A).
- 3) In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the “Remarks” column as – “will be complied with at the AGM”. Similarly, in respect of matters which can be complied with only where the situation arises, for example, “Report on Corporate Government” is to be a part of Annual Report only, the words “will be complied in the next Annual Report” may be indicated.