



# Hindustan Unilever Limited

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

14th May, 2019

Stock Code: BSE-500696  
NSE- HINDUNILVR  
ISIN: INE030A01027

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

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: Annual Secretarial Compliance Report for the year ended 31st March, 2019**

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 2018-19.

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 / FCS No: F3354



To,

The Board of Directors  
**Hindustan Unilever Limited**  
Unilever House, B D Sawant Marg,  
Chakala, Andheri East,  
Mumbai - 400099.

Sir/ Madam,

**Annual Secretarial Compliance Report for the Financial Year 2018-19**

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 08<sup>th</sup> 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. Annual Secretarial Compliance Report is enclosed.

*S. N. Ananthasubramanian*



**S.N. Ananthasubramanian**  
**Partner**

**FCS : 4206**

**COP No. : 1774**

26<sup>th</sup> April, 2019

Thane

**Secretarial Compliance Report**  
**of**  
**Hindustan Unilever Limited**  
**(CIN: L15140MH1933PLC002030)**  
**for the year ended 31.03.2019**

We have examined:

- (a) all the documents and records made available to us and explanation provided by **Hindustan Unilever Limited** (“the listed entity”),
- (b) the 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 year ended 31<sup>st</sup> March, 2019 (“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 thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, 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 period under review];**
- (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 not reportable event during the period under review];**



- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations,2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008 **[Not Applicable as there was no reportable event during the period under review];**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013 **[Not Applicable as there was no reportable event during the period under review];**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015;

and circulars/ guidelines issued thereunder;

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 thereunder,
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from 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 thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
NIL				



**S. N. ANANTHASUBRAMANIAN & CO.**  
**COMPANY SECRETARIES**  
**FIRM REGISTRATION NO. P1991MH040400**

10/26, BRINDABAN, THANE – 400601 | Tel 25345648/25432704 | Email [snaco@snaco.net](mailto:snaco@snaco.net) | Website [www.snaco.net](http://www.snaco.net)

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: **[Not Applicable since this report is being issued for the first time and accordingly no action was required to be taken by the Company]**

**FOR S.N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**  
**Firm Registration No.P1991MH040400**

*S. N. Ananthasubramanian*



**S. N. Ananthasubramanian**  
**Partner**

**FCS : 4206**

**COP. No.: 1774**

**Date : 26<sup>th</sup> April, 2019**

**Place : Thane**