

Quarterly Compliance Report on Corporate Governance

Name of the Company : HINDUSTAN UNILEVER LIMITED

Quarter ended : 30th September, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 I		
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	49(I)(D)(ii) complied in the Annual Report of F.Y. 2013-14
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (II A)	Yes	
(B) Meeting of Audit Committee	49 (II B)	Yes	
(C) Powers of Audit Committee	49 (II C)	Yes	
(D) Role of Audit Committee	49 (II D)	Yes	
(E) Review of Information by Audit Committee	49 (II E)	Yes	
III. Subsidiary Companies	49 (III)	Yes	
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)	Yes	49(IV)(E) complied in the Annual Report of F.Y. 2013-14
(F) Management	49 (IV F)	Yes	49(IV)(F)(i) complied in the Annual Report of F.Y. 2013-14
(G) Shareholders	49 (IV G)	Yes	49(IV)(G)(i) complied in the Annual Report of F.Y. 2013-14
V. CEO/CFO Certification	49 (V)	Yes	Complied in the Annual Report of F.Y. 2013-14
VI. Report on Corporate Governance	49 (VI)	Yes	49(VI) complied in the Annual Report of F.Y. 2013-14
VII. Compliance	49 (VII)	Yes	49(VII) complied in the Annual Report of F.Y. 2013-14

Sd/-

Dev Bajpai

Executive Director (Legal & Corporate Affairs) and Company Secretary