



Hindustan Unilever Limited

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

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

12th October, 2016

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,

Sub.: Quarterly Compliance Report on Corporate Governance

Pursuant to the requirements of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are forwarding the Compliance Report on Corporate Governance in respect of the following

1. Half year ended 30th September, 2016;
2. Quarter ended 30th September, 2016.

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

Thanking You,

Yours faithfully,
For Hindustan Unilever Limited



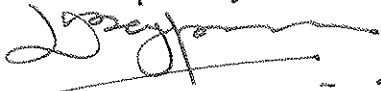

Dev Bajpai
Executive Director (Legal & Corporate Affairs)
and Company Secretary
Membership No. F3354

Encl. as above

Corporate Governance Report

Name of the Company: HINDUSTAN UNILEVER LIMITED

Corporate Governance Report as on 30th September, 2016 (Half Yearly)

I Affirmations		
Broad heading	Regulation Number	Compliance status
Copy of the Annual Report including Balance Sheet, Profit and Loss Account, Directors Report, Corporate Governance Report, Business Responsibility Report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p style="text-align: center;"> Name & Designation: Dev Bajpai Executive Director, Legal & Corporate Affairs and Company Secretary Membership No. F3354</p> <p style="text-align: right;"></p>		



Corporate Governance Report

Name of Listed Entity: Hindustan Unilever Limited
 Quarter ending: 30th September, 2016

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in Current term	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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)
"Same as Previous Quarter"								
II. Composition of Committees								
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) §						
1. Audit Committee	"Same as Previous Quarter"							
2. Nomination & Remuneration Committee	"Same as Previous Quarter"							
3. Risk Management Committee (if applicable)	"Same as Previous Quarter"							
4. Stakeholders Relationship Committee	"Same as Previous Quarter"							



[Handwritten Signature]

III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)	
09.05.2016	18.07.2016	69 days	
IV. Meeting of Committees – Audit Committee			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
01.07.2016	Yes – 5/5	09.05.2016	52 days
18.07.2016			
V. Related Party Transactions			
Subject		Compliance status	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		N.A	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
VI. Affirmations			
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.			
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <ul style="list-style-type: none"> a. Audit Committee b. Nomination & Remuneration committee c. Stakeholders Relationship committee d. Risk management committee 			
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.			
4. 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.			
5. This report shall be placed in the next meeting of Board of Directors. The report submitted in the previous quarter was been placed before Board of Directors. There were no comments/observations/advice of Board of Directors on the aforesaid report.			
			
Name & Designation: Dev Bajpai Executive Director (Legal & Corporate Affairs) and Company Secretary			
Date: 12th October, 2016			