



15th October, 2020

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 and Half Yearly 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 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/78, dated 16th July, 2019, we are hereby enclosing the quarterly and half yearly Compliance Report on Corporate Governance for 30th September, 2020.

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

Thanking You.

Yours faithfully,  
**For Hindustan Unilever Limited**

DEVOPAM Digitally signed  
by DEVOPAM  
NARENDRA  
BAJPAI  
A BAJPAI Date: 2020.10.15  
15:28:17 +05'30'

**Dev Bajpai**  
**Executive Director, Legal & Corporate Affairs**  
**and Company Secretary**  
**DIN: 00050516 / FCS No: F3354**

Encl. as above

Corporate Governance Report

Name of Listed Entity : Hindustan Unilever Limited  
Quarter ending : 30th September, 2020

I. Composition of Board of Directors												
Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent / Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (In Months)	Date of Birth	No. Of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to regulation 17A(1)]	No. 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
Mr.	Sanjiv Mehta	PAN: AANPM7571K DIN: 06699923	Executive - Chairperson	01-10-2013	-	-	-	09-07-1960	1	0	1	0
Mr.	Srinivas Phatak	PAN: AGBPP6162F DIN: 02743340	Executive	01-12-2017	-	-	-	25-10-1971	1	0	1	0
Mr.	Dev Bajpai	PAN: AAAP80651N DIN:00050516	Executive	23-01-2017	-	-	-	14-11-1965	1	0	0	0
Mr.	Wilhelmus Uijen	PAN: ALDPU3229M DIN: 08614686	Executive	01-01-2020	-	-	-	12-05-1975	1	0	0	0
Mr.	O. P. Bhatt	PAN: AGPPB9727Q DIN: 00548091	Independent	30-06-2014	30-06-2019	-	75	07-03-1951	4	4	5	2
Dr.	Sanjiv Misra	PAN: AAAPM1646G DIN: 03075797	Independent	30-06-2014	30-06-2019	-	75	16-12-1947	1	1	1	0
Ms.	Kalpana Morparia	PAN: AAGPM5926M DIN: 00046081	Independent	09-10-2014	09-10-2019	-	71	30-05-1949	2	2	1	1
Mr.	Leo Puri	PAN: AALPP0852A DIN: 01764813	Independent	12-10-2018	-	-	23	03-01-1961	2	2	2	1
Dr.	Ashish Gupta	PAN: AHEPC4579R DIN: 00521511	Independent	31-01-2020	-	-	8	18-12-1966	2	2	1	0

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Leo Puri O. P. Bhatt Sanjiv Misra Ashish Gupta	Chairperson- Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent	12-10-2018 30-06-2014 30-06-2014 30-04-2020	- - - -
2. Nomination & Remuneration Committee	Yes	Dr. Sanjiv Misra O. P. Bhatt Leo Puri Sanjiv Mehta	Chairperson - Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent Executive	30-06-2014 30-06-2014 12-10-2018 30-06-2018	- - - -
3. Corporate Social Responsibility Committee	Yes	O. P. Bhatt Dr. Sanjiv Misra Kalpana Morparia Sanjiv Mehta Srinivas Phatak	Chairperson - Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent Executive Executive	30-06-2014 30-06-2014 09-10-2014 01-10-2013 01-12-2017	- - - - -
4. Stakeholders Relationship Committee	Yes	O. P. Bhatt Sanjiv Mehta Srinivas Phatak	Chairperson - Non-Executive - Independent Executive Executive	30-06-2014 01-10-2013 01-12-2017	- - -
5. Risk Management Committee	Yes	Sanjiv Mehta Srinivas Phatak Wilhelmus Ujjen Dev Bajpai Amit Sood	Chairperson - Executive Executive Executive Executive Executive	27-10-2014 01-12-2017 01-01-2020 27-10-2014 30-04-2020	- - - - -

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
01-04-2020					
30-04-2020					
15-05-2020					
22-06-2020	21-07-2020	Yes	9	5	28
IV. Meetings of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of Independent Directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
				01-04-2020	
20-07-2020	Yes	4	4	30-04-2020	65
21-07-2020	Yes	4	4	15-05-2020	0
V. Related Party Transactions					
Subject				Compliance status (Yes/No/N/A)	
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 the 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					
a. Audit Committee					
b. Nomination & Remuneration Committee					
c. Stakeholders Relationship Committee					
d. Risk management committee (applicable to the top 100 listed entities)					
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 and / or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/ observations/ advice of the Board of Directors may be mentioned here.					

Digitally signed  
DEVOPAM by DEVOPAM  
NARENDRA NARENDRA  
A BAJPAI A BAJPAI  
Date: 2020.10.15  
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Name & Designation: Dev Bajpai  
Executive Director, Legal & Corporate Affairs and Company Secretary  
DIN : 00050516 / FCS : F3354

Place : Mumbai  
Date:

## Corporate Governance Report

Name of Listed Entity : Hindustan Unilever Limited  
Corporate Governance Report as on 30th September, 2020 (Half Yearly)

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<div><div><div>DEVOPAM NARENDRA BAJPAI</div><div><div><div><div></div><div></div></div></div><div><div>Digitally signed by DEVOPAM NARENDRA BAJPAI Date: 2020.10.15 15:28:52 +05'30'</div></div></div></div><div><b>Name &amp; Designation: Dev Bajpai</b> Executive Director, Legal &amp; Corporate Affairs and Company Secretary DIN : 00050516 / FCS : F3354</div><div><b>Place : Mumbai</b> <b>Date:</b></div></div>		