



UNITED BREWERIES LIMITED

June 26, 2020

1. The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai 400 023

2. The Manager- Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot.C-1,G Block.
Bandra-Kurla Complex
Bandra (East)
Mumbai – 400 051

Dear Sir,

Sub: **Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations')-Submission of Annual Secretarial Compliance Report for the year ended March 31, 2020**

Pursuant to Regulation 24A of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report dated June 24, 2020, issued by Sudhir Vishnupant Hulyalkar, Practising Company Secretaries, for the year ended March 31, 2020.

This is for your information and records, please.

Kindly take the above on record.

Thanking You

Yours faithfully,
For UNITED BREWERIES LIMITED

GOVIND IYENGAR
Senior Vice President – Legal &
Company Secretary



Sudhir V Hulyalkar
Company Secretary

Secretarial Compliance Report of United Breweries Limited (CIN: L36999KA1999PLC025195) for the year ended March 31, 2020.

I Sudhir V Hulyalkar, Company Secretary in practice have examined:

- (a) all the documents and records made available to us and explanation provided by United Breweries Limited ("the listed entity"),
- (b) the filings/submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) Relevant Forms and attachments as filed with the Registrar of Companies and other authorities of Ministry of Corporate Affairs, for the year ended March 31, 2020 ("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; (No instances for compliance requirements during the year);
- (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; (No instances for compliance requirements during the year);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (No instances for compliance requirements during the year);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (No instances for compliance requirements during the year);

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Sudhir Vishnupant Hulyalkar
Company Secretaries



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- (g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; (No instances for compliance requirements during the year);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, (No instances for compliance requirements during the year);
- (j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder;

and based on the above examination, I 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 except in respect of matters specified below where delay is noticed:-

Sr. No	Compliance requirement (Regulations/circulars /guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 23 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Disclosure in prescribed format on related party transactions for the half year ended on 31.03.2019.	For the half year ended on 31 March 2019, the Company has filed the report with the stock exchanges with delay.
2	Regulation 29 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Prior Intimation of Board meeting held on 13th August 2019 for the approval of the unaudited financial results for the quarter ended June 30th 2019.	The Company has intimated to the stock exchanges that there was a technical issue while uploading the document on stock exchange website while submitting the same within due date. The same was filed along with explanation and fine subsequently.



The listed entity has complied with the provisions of Para 6(A) and 6(B) of the Circular of the Securities and Exchange Board of India, CIR/CFD/CMD1/114/2019 dated October 18, 2019. The Master Engagement Agreement with the Statutory Auditors dated 13th November 2018 was modified by inclusion of these conditions in it vide amendment letter dated 12th February, 2020 issued by S R Batliboi & Associates LLP.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) No actions were 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 except for the fine levied by stock exchanges as mentioned in Sl. No. 2 of table in para (a) above.
- (d) Since there were no observations in previous year report the listed entity was not required to take any action of compliance on observations of previous reports.

Place: Bangalore
Date: 24/06/2020



SUDHIR VISHNUPANT HULYALKAR
Company Secretary in Practice
FCS No.:6040 C P No.: 6137
UDIN: F006040B000374661