

General Information about Company

Scrip code	532478
Name of the entity	UNITED BREWERIES LIMITED
Reporting Quarter	Quarterly
Date of Report	31-12-2018
Risk management committee	Applicable

I. Composition of Board of Directors

SN	Title (Mr./Ms.)	Name of the Director	PAN and DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment in the current term / cessation	Tenure of Director (in months)	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)
1.	Mr.	Shekhar Ramamurthy	PAN: APWPS7970Q DIN: 00504801	Executive Director/CEO-MD	01-08-2015	--	01	--	--
2.	Mr.	Steven Bosch (\$)	PAN: CMRPB4098N DIN: 07573930	Executive Director	01-09-2016	--	01	--	--
3.	Mr.	Ayani Kurussi Ravi Nedungadi	PAN: AAFP6044A DIN: 00103214	Non-Executive-Non Independent Director	09-08-2002	--	01	--	--
4.	Mr.	Frans Erik Eusman (**)	Foreign Director DIN: 07242083	Non-Executive-Non Independent Director	01-08-2015	--	01	--	--
5.	Mr.	Chugh Yoginder Pal (*)	PAN: AAAPP6306L DIN: 00106536	Non-Executive-Independent Director / Chairperson	04-09-2014	60	02	03	02
6.	Mr.	Sunil Kumar Alagh	PAN: ACTPA7811L DIN: 00103320	Non-Executive-Independent Director	04-09-2014	60	02	03	01
7.	Mr.	Chhaganlal Meghraj Jain	PAN: ACWPJ2205J DIN: 00102910	Non-Executive-Independent Director	04-09-2014	60	03	04	02

SN	Title (Mr./Ms.)	Name of the Director	PAN and DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment in the current term / cessation	Tenure of Director (in months)	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)
8.	Mrs.	Kiran Mazumdar Shaw (*)	PAN:ACMPM8240N DIN: 00347229	Non-Executive-Independent Director	04-09-2014	60	05	01	--
9.	Mr.	Madhav Bhatkuly	PAN: AAAPB7378J DIN: 00796367	Non-Executive-Independent Director	04-09-2014	60	01	--	--
10.	Mr.	Stephan Friedhlm Gerlich	PAN: AGZPG9440K DIN: 00063222	Non-Executive-Independent Director	04-09-2014	60	01	--	--
11.	Mr.	Christiaan J van Steenbergen	Foreign Director DIN: 0007972769	Non-Executive-Non Independent Director	08-11-2017	--	01	--	--
12.	Mr.	Rudolf Gijsbert Servaas Van Den Brink (**)	Foreign Director DIN: 08256382	Non-Executive-Non Independent Director	14-11-2018	--	01	--	--

(*) United Breweries Limited has adopted a principle of rotating chairperson, since the former designated Chairman Dr. Vijay Mallya ceased to be a Director on account of the order of the Securities and Exchange Board of India dated January 25, 2017. Dr. Vijay Mallya was restrained from holding a position of a director or key managerial personnel of a listed company pursuant to the said order and consequently, he ceased to be the Chairman of the Company. The Articles of Association of the Company (the Articles) allow for a nominee to be appointed by Dr. Vijay Mallya and till date he has not made any nomination. In compliance with the law and the Articles, the Company has opted to rotate the chairperson, while keeping the interest of its shareholders paramount.

(**) Mr. Frans Erik Eusman was a Heineken (Promoter) nominee Director on the Board. In view of change in role/position of Mr. Eusman in Heineken, he has been replaced by Mr. Rudolf Gijsbert Servaas Van Den Brink on the Board by Heineken effective November 14, 2018.

(\$) Mr. Steven Bosch a Heineken (Promoter) nominee Director and Chief Financial Officer (CFO) of the Company resigned with effect from January 01, 2019. The current Senior Vice President, Finance shall continue to take care of said functions of Mr. Bosch.

II. Composition of Committees

SN	Name of the Committee	Name of Committee members	Category (Executive Director / Non-Executive-Non Independent Director / Non-Executive-Independent Director / Non-Executive-Nominee Director / Chairperson / Member)
1.	Audit Committee	Mr. Chugh Yoginder Pal Mr. Sunil Kumar Alagh Mr. Chhaganlal Meghraj Jain	Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member
2.	Nomination & Remuneration Committee	Mr. Sunil Kumar Alagh Mr. Chugh Yoginder Pal Mr. Chhaganlal Meghraj Jain Mr. A K Ravi Nedungadi Mr. Frans Erik Eusman (#) Mr. Christiaan J van Steenberghe (#)	Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Non-Executive-Non-Independent Director/Member Non-Executive-Non-Independent Director/Member Non-Executive-Non-Independent Director/Member
3.	Stakeholders' Relationship Committee	Mr. Chugh Yoginder Pal Mr. Sunil Kumar Alagh Mr. Chhaganlal Meghraj Jain	Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member
4.	Risk Management Committee	Mrs. Kiran Mazumdar Shaw Mr. Shekhar Ramamurthy Mr. Steven Bosch (\$) (S) Mr. Chugh Yoginder Pal Mr. Chhaganlal Meghraj Jain Mr. Madhav Bhatkuly Mr. Stephan Friedhlm Gerlich (#)	Non-Executive-Independent Director/Chairperson Executive Director/Member Executive Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member
5.	Corporate Social Responsibility Committee	Mr. Madhav Bhatkuly Mr. Shekhar Ramamurthy Mr. Steven Bosch (\$) (S) Mr. Sunil Kumar Alagh Mrs. Kiran Mazumdar Shaw	Non-Executive-Independent Director/Chairperson Executive Director/Member Executive Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member
6.	Borrowing Committee	Mr. Chhaganlal Meghraj Jain Mr. Steven Bosch (\$) (S) Mr. A K Ravi Nedungadi Mrs. Kiran Mazumdar Shaw	Non-Executive-Independent Director/Chairperson Executive Director/Member Non-Executive-Non-Independent Director/Member Non-Executive-Independent Director/Member

(#) Mr. Frans Erik Eusman was a Heineken (Promoter) nominee Director on the Board. In view of change in role/position of Mr. Eusman in Heineken and subsequent resignation submitted by Eusman, Mr. Christiaan J van Steenberghe replaced Mr. Eusman in the Nomination and Remuneration Committee with effect from November 14, 2018.

(#) Mr. Stephan Friedhlm Gerlich, Heineken (Promoter) nominee Director on the Board is appointed as additional member in Risk Management Committee with effect from November 14, 2018.

(\$) Mr. Steven Bosch a Heineken (Promoter) nominee Director and Chief Financial Officer (CFO) of the Company resigned with effect from January 01, 2019. The current Senior Vice President, Finance shall continue to take care of said functions of Mr. Bosch.

III. Meeting of Board of Directors

S.N.	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 (in number of days)
1.	10.08.2018	14.11.2018	57
2.	17.09.2018	07.12.2018	

IV. Meeting of Committees

S.N.	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No) and (Details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1.	Audit Committee	13.11.2018	Yes - All members were present	04.07.2018 09.08.2018	95
2.	Nomination and Remuneration Committee	24.10.2018	Yes - Out of 5 directors, 4 directors were present and 1 was absent	31.07.2018	42
		13.11.2018	Yes - Out of 5 directors, 4 directors were present and 1 was absent	12.09.2018	
		07.12.2018	Yes - All Directors were present		
3.	Stakeholders' Relationship Committee	14.11.2018	Yes - All Directors were present	NIL	--
4.	Risk Management Committee (*)	NIL	--	NIL	--
5.	Borrowing Committee	NL	--	31.08.2018	--
6.	Share Transfer Committee (*)	10.10.2018	Yes - Out of 3 directors, 2 directors were present and 1 was absent	10.08.2018	61
		14.11.2018	Yes - All Directors were present		
		18.12.2018	Yes - All Directors were present		

(*) These committees are not mandatory under the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

V. Related Party Transactions

S.N.	Subject	Compliance status (Yes/No/NA)
1.	Whether prior approval of audit committee obtained	Yes
2.	Whether shareholder approval obtained for material RPT	NA
3.	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

VI. Affirmation

S.N.	Subject	Compliance status (Yes/No)
1.	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
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	Yes
3.	The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligation and disclosure requirements) Regulations, 2015.	Yes
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.	Yes
5.	<u>This report and/or the report submitted in the previous quarter has been placed before Board of Directors.</u> The report for the quarter ended 31-12-2018 shall be placed before the Board of Directors at the next meeting of the Board. The report for previous quarter ended September 30, 2018 was placed before the Board of Directors at their meeting held on November 14, 2018.	Yes
6.	Any comments/observations/advice of Board of Directors may be mentioned here:	

For UNITED BREWERIES LIMITED

GOVIND IYENGAR
Senior Vice President – Legal &
Company Secretary

Dated: January 09, 2019.