

General Information about Company

BSE Scrip code	532478
NSE Symbol	UBL
Name of the entity	UNITED BREWERIES LIMITED
ISIN	INE686F01025
Financial Year	01-04-2021 to 31-03-2022
Reporting Quarter/Half-yearly/Yearly	Quarterly/Half-yearly/Yearly
Date of Report	30-09-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

I. Composition of Board of Directors

Title (Mr /Ms)	Name of the Director/s	PAN and DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of appointment	Date of Re-appointment	Date of Cessation	Tenure of Director (Total period from which ID is serving on BOD in continuity) (***)	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)]	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)
Mr.	Ayani Kurussi Ravi Nedungadi (**)	PAN:AAFNP6044A DIN:00103214	Non-Executive Non-Independent Director	09.08.2002	NIL	29.07.2021	228 Months	20.10.1957	01	NIL	01	NIL
Mr.	Sunil Kumar Alagh	PAN:ACTPA7811L DIN:00103320	Non-Executive Independent Director	29.04.2005	03.09.2019	NA	197 Months	06.11.1946	02	01	02	01
Ms.	Kiran Mazumdar Shaw	PAN:ACMPM8240N DIN: 00347229	Non-Executive Independent Director	26.10.2009	03.09.2019	NA	143 months	23.03.1953	05	02	NIL	NIL
Mr.	Madhav Narayan Bhatkuly	PAN:AAAPB7378J DIN:00796367	Non-Executive Independent Director	26.10.2009	03.09.2019	NA	143 months	22.01.1966	01	01	NIL	02

Title (Mr /Ms)	Name of the Director/s	PAN and DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of appointment	Date of Re-appointment	Date of Cessation	Tenure of Director (Total period from which ID is serving on BOD in continuity) (***)	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)]	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)
Mr.	Stephan Friedhelm Gerlich (*)	PAN: AGZPG9440K DIN:00063222	Non-Executive Independent Director/ Chairperson	02.07.2010	03.09.2019	NA	135 months	11.09.1958	01	01	01	NIL
Mr.	Christiaan J van Steenberg	Foreign Director DIN:07972769	Non-Executive Non-Independent Director	08.11.2017	NIL	NA	47 months	17.05.1956	01	NIL	NIL	NIL
Mr.	Jan Cornelis van der Linden	Foreign Director DIN:08743047	Non-Executive Non-Independent Director	01.06.2020	NIL	NA	15 months	25.02.1972	01	NIL	01	NIL
Mr.	Rishi Pardal	PAN:AIFPP2134F DIN:02470061	Managing Director	12.06.2020	NIL	NA	15 months	16.05.1973	01	NIL	NIL	NIL
Mr.	Berend Cornelis Roelof Odink	PAN:AEPO7564B DIN:09138421	Director (in Executive Capacity)	29.06.2021	NIL	NA	3 months and 2 days	08.07.1976	01	NIL	01	NIL

Notes

(*) 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 Securities and Exchange Board of India dated January 25, 2017. Dr. Vijay Mallya was restrained from holding a position of 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 Article, the Company has opted to rotate the chairman/chairperson, while keeping the interest of its shareholders paramount. Mr. Stephan Gerlich is now opted as Chairman for Board meetings.

(**) Mr. Ayani Kurussi Ravi Nedungadi, Non-Executive Director retired from the Board of the Company effective 29.07.2021.

(***) The tenure of Independent Directors is calculated from the Initial date of appointment on the Board of the company.

II. Composition of Committees

Name of the Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee Director)	Date of Appointment	Date of Cessation
Audit Committee	Yes	Mr. Madhav Bhatkuly Mr. Sunil Kumar Alagh Mr. Jan Cornelis van der Linden	Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Non-Independent Director/Member	04.09.2019 29.04.2005 01.06.2020	NIL NIL NIL
Nomination & Remuneration Committee	Yes	Ms. Kiran Mazumdar Shaw Mr. Sunil Kumar Alagh Mr. A K Ravi Nedungadi Mr. Christiaan J van Steenberg	Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Non-Independent Director/Member Non-Executive-Non-Independent Director/Member	04.09.2019 27.05.2014 27.05.2014 04.09.2019	NIL NIL 29.07.2021 NIL
Stakeholders' Relationship Committee	Yes	Mr. Madhav Bhatkuly Mr. Sunil Kumar Alagh Mr. A K Ravi Nedungadi Mr. Stephan Friedhelm Gerlich Mr. Berend Odink	Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Non-Independent Director/Member Non-Executive-Independent Director/Member Executive Director and Chief Financial Officer/Member	04.09.2019 27.05.2014 04.09.2019 04.09.2019 30.07.2021	NIL NIL 29.07.2021 NIL NIL
Risk Management Committee	Yes	Mr. Sunil Kumar Alagh Mrs. Kiran Mazumdar Shaw Mr. Rishi Pardal Mr. Madhav Bhatkuly Mr. Stephan Friedhelm Gerlich Mr. Berend Odink Mr. Jan Cornelis van der Linden	Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Executive Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Executive Director and Chief Financial Officer/Member Non-Executive-Non-Independent Director/Member	04.09.2019 13.08.2014 01.08.2020 13.08.2014 14.11.2018 04.09.2019 01.06.2020	NIL NIL NIL NIL NIL NIL NIL
Corporate Social Responsibility Committee	Yes	Mr. Stephan Friedhelm Gerlich Mr. Rishi Pardal Mrs. Kiran Mazumdar Shaw Mr. A K Ravi Nedungadi Mr. Christiaan Van Steenberg Mr. Berend Odink	Non-Executive-Independent Director/Chairperson Executive Director/Member Non-Executive-Independent Director/Member Non-Executive-Non-Independent Director/Member Non-Executive-Non-Independent Director/Member Executive Director and Chief Financial Officer/Member	04.09.2019 01.08.2020 27.05.2014 04.09.2019 04.09.2019 30.07.2021	NIL NIL NIL 29.07.2021 NIL NIL
Borrowing Committee	Yes	Mr. A K Ravi Nedungadi Mrs. Kiran Mazumdar Shaw Mr. Madhav Bhatkuly Mr. Sunil Kumar Alagh Mr. Stephan Friedhelm Gerlich Mr. Berend Odink	Non-Executive-Non-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Executive Director and Chief Financial Officer/Member	10.02.2011 10.02.2011 04.09.2019 04.09.2019 04.09.2019 30.07.2021	29.07.2021 NIL NIL NIL NIL NIL

Share Transfer Committee	Yes	Mr. Stephan Friedhelm Gerlich Mr. A K Ravi Nedungadi Mr. Christiaan Van Steenberg Mr. Rishi Pardal Mr. Berend Odink	Non-Executive-Independent Director/Chairperson Non-Executive-Non-Independent Director/Member Non-Executive-Non-Independent Director/Member Executive Director/Member Executive Director and Chief Financial Officer/Member	04.09.2019 29.04.2005 04.09.2019 01.08.2020 30.07.2021	NIL 29.07.2021 NIL NIL NIL
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(* Mr. Berend Odink, appointed as a Director on the Board of the Company effective June 29, 2021 is also been appointed as a Member in (i) Stakeholder's Relationship Committee, (ii) Share Transfer Committee and (iii) Corporate Social Responsibility Committee, respectively and also regularize his appointment as a Member instead of Key Managerial Personnel in Risk Management Committee and Borrowing Committee of the Company, in terms of appointment of Director.

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 (filled in only for the current quarter meeting)	Number of Directors present (filled in only for the current quarter meetings)	Number of independent directors' present (filled in only for the current quarter meetings)	Maximum gap between any two consecutives (in number of days)
27.04.2021	04.07.2021	Yes	08	04	23 days
12.05.2021	28.07.2021	Yes	07	04	
29.06.2021	NIL	NIL	NIL	NIL	NIL

IV. Meeting of Committees

Name of Committees	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No) & (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)
Audit Committee	27.07.2021	Yes-All Directors were present	02	02	26.04.2021	28 days
		Yes-All Directors were present	03	02	29.06.2021	
Nomination and Remuneration Committee	26.07.2021	Yes-All Directors were present	04	02	19.04.2021	27 days
		Yes-All Directors were present	04	02	29.06.2021	
Stakeholder's Relationship Committee	NIL	Yes-All Directors were present	04	02	23.04.2021	NIL
Borrowing Committee	NIL	NOT APPLICABLE	NIL	NIL	NIL	NIL
Share Transfer Committee (*)	21.07.2021	Yes-All Directors were present	04	01	23.04.2021	89 days
Risk Management Committee (*)	NIL	NOT APPLICABLE	NIL	NIL	NIL	NIL
Corporate Social Responsibility Committee (*)	NIL	NOT APPLICABLE	NIL	NIL	NIL	NIL

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

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
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 September 30, 2021 shall be placed before the Board of Directors at the next meeting of the Board. The report for previous quarter ended June 30, 2021 was placed before the Board of Directors at their meeting held on July 28, 2021.	Yes
6.	Any comments/observations/advice of Board of Directors may be mentioned here:	NIL

Dated: October 12, 2021

For UNITED BREWERIES LIMITED
Sd/-
GOVIND IYENGAR
Senior Vice President – Legal &
Company Secretary

Compliance Report on Corporate Governance

Name of the Listing Entity : UNITED BREWERIES LIMITED

Half-year ending : September 30, 2021

I. 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
Notes: 1. In the column “Compliance Status”, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, “Yes” may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words “N.A.” may be indicated. 2. If status is “No” details of non-compliance may be given here. 3. If the Listed Entity would like to provide any other information the same may be indicated here.		
Dated: October 12, 2021		
For UNITED BREWERIES LIMITED Sd/- GOVIND IYENGAR Senior Vice President – Legal & Company Secretary		

Compliance Report of United Breweries Limited on Corporate Governance for Half-year ending September 30, 2021

I. Disclosure of Loans/guarantees/comfort letters/securities etc, refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL

(B) Any guarantee/comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

II. Affirmations:

All loans (or other form of debt), guarantee, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For UNITED BREWERIES LIMITED
Sd/-

Berend Odink
Chief Financial Officer

Dated: October 12, 2021