

General Information about Company

BSE Scrip code	532478
NSE Symbol	UBL
Name of the entity	UNITED BREWERIES LIMITED
ISIN	INE686F01025
Financial Year	01-04-2020 to 31-03-2021
Reporting Quarter/Half-yearly/Yearly	Quarterly/Half-yearly/Yearly
Date of Report	30-09-2020
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.	Shekhar Ramamurthy(**)	PAN:APWPS7970Q DIN:00504801	Executive Director/MD	01.08.2015	NIL	31.07.2020	60 months	04.10.1961	01	NIL	NIL	NIL
Mr.	Ayani Kurussi Ravi Nedungadi	PAN:AAFPM6044A DIN:00103214	Non-Executive Non-Independent Director	09.08.2002	NIL	NIL	218 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	185 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	131 months	23.03.1953	05	02	NIL	NIL

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.	Madhav Bhatkuly	PAN:AAAPB7378J DIN:00796367	Non-Executive Independent Director	26.10.2009	03.09.2019	NA	131 months	22.01.1966	01	01	NIL	02
Mr.	Stephan Friedhlm Gerlich (*)	PAN:AGZPG9440K DIN:00063222	Non-Executive Independent Director/ Chairman	02.07.2010	03.09.2019	NA	123 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	35 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	122 days	25.02.1972	01	NIL	01	NIL
Mr.	Rishi Pardal	PAN:AIFPP2134F DIN:02470061	Managing Director	12.06.2020	NIL	NA	111 days	16.05.1973	01	NIL	NIL	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. Shekhar Ramamurthy retired and superannuated w.e.f. July 31, 2020.

(***) 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 NIL NIL
Stakeholders' Relationship Committee	Yes	Mr. Madhav Bhatkuly Mr. Sunil Kumar Alagh Mr. A K Ravi Nedungadi Mr. Stephan Friedhlm Gerlich	Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Non-Independent Director/Member Non-Executive-Independent Director/Member	04.09.2019 27.05.2014 04.09.2019 04.09.2019	NIL NIL NIL NIL
Risk Management Committee	Yes	Mr. Sunil Kumar Alagh Mrs. Kiran Mazumdar Shaw Mr. Shekhar Ramamurthy (#) Mr. Rishi Rajinder Pardal (#) Mr. Madhav Bhatkuly Mr. Stephan Friedhlm Gerlich Mr. Berend Odink (*) Mr. Jan Cornelis van der Linden	Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Executive Director/Member Executive Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Chief Financial Officer/Member Non-Executive-Non-Independent Director/Member	04.09.2019 13.08.2014 01.08.2015 01.08.2020 13.08.2014 14.11.2018 04.09.2019 01.06.2020	NIL NIL 31.07.2020 NIL NIL NIL NIL NIL
Corporate Social Responsibility Committee	Yes	Mr. Stephan Friedhlm Gerlich Mr. Shekhar Ramamurthy (#) Mr. Rishi Rajinder Pardal (#) Mrs. Kiran Mazumdar Shaw Mr. A K Ravi Nedungadi Mr. Christiaan Van Steenberg	Non-Executive-Independent Director/Chairperson Executive Director/Member Executive Director/Member Non-Executive-Independent Director/Member Non-Executive-Non-Independent Director/Member Non-Executive-Non-Independent Director/Member	04.09.2019 01.08.2015 01.08.2020 27.05.2014 04.09.2019 04.09.2019	NIL 31.07.2020 NIL NIL NIL NIL
Borrowing Committee	Yes	Mr. A K Ravi Nedungadi Mrs. Kiran Mazumdar Shaw Mr. Madhav Bhatkuly Mr. Sunil Kumar Alagh Mr. Stephan Friedhlm Gerlich Mr. Berend Odink (*)	Non-Executive-Non-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Chief Financial Officer/Member	10.02.2011 10.02.2011 04.09.2019 04.09.2019 04.09.2019 04.09.2019	NIL NIL NIL NIL NIL NIL

Notes

(#) Mr. Shekhar Ramamurthy retired and superannuated w.e.f. July 31, 2020.

(#) Mr. Rishi Rajinder Pardal replaced Mr. Shekhar Ramamurthy, as Managing Director w.e.f. August 01, 2020.

(*) Mr. Berend Odink, Chief Financial Officer is not a Director. He is a Key Managerial Personnel and therefore opted as member on Risk Management and Borrowing Committees.

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)
24.06.2020	08.07.2020	Yes-All Directors were present	08	04	36 days
	14.08.2020	Yes-All Directors were present	08	04	

IV. Meeting of Committees

Name of Committee	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	08.07.2020	Yes-All Directors were present	03	02	24.06.2020	36 days
	14.08.2020	Yes-All Directors were present	03	02		
	03.09.2020	Yes-All Directors were present	03	02		
	16.09.2020	Yes-Out of 3 directors, 2 were present	02	02		
Nomination and Remuneration Committee	06.07.2020	Yes-All Directors were present	04	02	27.05.2020	38 days
	13.08.2020	Yes-All Directors were present	04	02	23.06.2020	
	19.08.2020	Yes-All Directors were present	04	02		
Stakeholder's Relationship Committee	NIL	NIL	NIL	NIL	NIL	NIL
Risk Management Committee (*)	NIL	NIL	NIL	NIL	NIL	NIL
Borrowing Committee	NIL	NIL	NIL	NIL	22.04.2020	NIL
	NIL	NIL	NIL	NIL	04.05.2020	
Share Transfer Committee (*)	NIL	NIL	NIL	NIL	23.06.2020	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 30,2020 shall be placed before the Board of Directors at the next meeting of the Board. The report for previous quarter ended June 30,2020 was placed before the Board of Directors at their meeting held on August 14,2020.	Yes
6.	Any comments/observations/advice of Board of Directors may be mentioned here:	NIL

Dated: October 09, 2020

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, 2020

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
For UNITED BREWERIES LIMITED Sd/- GOVIND IYENGAR Senior Vice President – Legal & Company Secretary		
Dated: October 09, 2020		