



UNITED BREWERIES LIMITED

July 02, 2017

1. Department of Corporate Service
BSE Limited
1st Floor, P J Towers
Dalal Street,
Mumbai - 400 001

2. National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051

Dear Sirs,

Sub: Compliance Report on Corporate Governance for the Quarter ended June 30, 2017.

In terms of Regulation 27(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith compliance report on Corporate Governance for the quarter ended June 30, 2017.

Kindly treat this as our compliance in terms of the relevant provision of the Regulations.

Thanking you,

Yours faithfully
For UNITED BREWERIES LIMITED

GOVIND IYENGAR
Senior Vice President - Legal &
Company Secretary

Encl: As above

General Information about Company

Scrip code	532478
Name of the entity	UNITED BREWERIES LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Quarterly
Date of Report	30-06-2017
Risk management committee	Applicable

Annexure 1

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

SN	Title (Mr./ Ms.)	Name of the Director	PAN and DIN	Category (Executive Director/ Executive-Non Independent Director/ Executive-Independent Director/ Executive-Nominee Director/ Chairperson/ Shareholder Director/ Employee Director/CEO, CEO-MD)	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.	Vijay Mallya (Please see Note below)	PAN: AENPM6247A DIN: 00122890	Non-Executive - Non Independent Director / Chairperson / Shareholder Director	30-03-2002	--	03	--	--

SN	Title (Mr./Ms.)	Name of the Director	PAN and DIN	Category (Executive Director/ Non-Executive-Independent Director/ Non-Executive-Independent Director/ Executive-Nominee Director/ Chairperson/ Shareholder Director/ Employee Director/CEO, CEO-MD)	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)
2.	Mr.	Shekhar Ramamurthy	PAN: APWPS7970Q DIN: 00504801	Executive Director/CEO-MD	01-08-2015	--	01	--	--
3.	Mr.	Steven Bosch	PAN: CMRPB4098N DIN: 07573930	Executive Director	01-09-2016	--	01	--	--
4.	Mr.	Ayani Kurussi Ravi Nedungadi	PAN: AAFPNG6044A DIN: 00103214	Non-Executive-Non Independent Director	09-08-2002	--	03	04	01
5.	Mr.	Sijbe Hiemstra	Foreign Director DIN: 00442940	Non-Executive-Non Independent Director	23-07-2015	--	01	--	--
6.	Mr.	Frans Erik Eusman	Foreign Director DIN: 07242083	Non-Executive-Non Independent Director	01-08-2015	--	01	--	--
7.	Mr.	Chugh Yoginder Pal	PAN: AAAAPP6306L DIN: 00106536	Non-Executive-Independent Director	04-09-2014	60	03	04	03
8.	Mr.	Sunil Kumar Alagh	PAN: ACTPA7811L DIN: 00103320	Non-Executive-Independent Director	04-09-2014	60	03	05	01
9.	Mr.	Chhaganlal Meghraj Jain	PAN: ACWPPJ2205J 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 (Executive Director/ Executive-Non Independent Director/ Executive- Independent Director/ Executive-Nominee Director/ Chairperson/ Shareholder Director/ Employee Director/CEO, CEO- MD)	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)
10.	Mrs.	Kiran Shaw	PAN:ACMPM8240N DIN: 00347229	Non-Executive- Independent Director	04.09.2014	60	05	--	--
11	Mr.	Madhav Bhatkuly	PAN: AAAPB7378J DIN: 00796367	Non-Executive- Independent Director	04.09.2014	60	01	--	--
12.	Mr.	Stephan Gerlich	PAN: AGZPG9440K DIN: 00063222	Non-Executive- Independent Director	04.09.2014	60	01	--	--

Note:

Pursuant to SEBI order dated 25.01.2017, Dr.Vijay Mallya, Non-Executive Chairman is "...restrained from holding the position as Director or Key Managerial Personnel of any listed company" with effect from the date of said Order. Consequently the Board of Directors of the Company had resolved not to send Notice/Agenda and other privileged information to Dr. Mallya and requested him to step down from the Board. As the SEBI Order has neither been stayed nor quashed as on date, Dr. Mallya continues to be restrained from being on the Board as per the said Order.

II. Composition of Committees

SN	Name of the Committee	Name of Committee members	Category (Executive Director/Non-Executive-Non Independent 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	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
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 (Please see Note below)	Mr. Vijay Mallya Mr. Shekhar Ramamurthy Mr. Steven Bosch Mrs. Kiran Mazumdar Shaw Mr. Chugh Yoginder Pal Mr. Chhaganlal Meghraj Jain Mr. Madhav Bhatkuly	Non-Executive-Non-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 (Please see Note below)	Mr. Vijay Mallya Mr. Shekhar Ramamurthy Mr. Steven Bosch Mr. Sunil Kumar Alagh Mrs. Kiran Mazumdar Shaw Mr. Madhav Bhatkuly	Non-Executive-Non-Independent Director/Chairperson Executive Director/Member Executive Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member
6.	Share Transfer Committee	Mr. A K Ravi Nedungadi Mr. Shekhar Ramamurthy Mr. Steven Bosch	Non-Executive-Non-Independent Director/Chairperson Executive Director/Member Executive Director/Member

Note:

Pursuant to SEBI order dated 25.01.2017, Dr. Vijay Mallya, Non-Executive Chairman is “...restrained from holding the position as Director or Key Managerial Personnel of any listed company” with effect from the date of said Order. Consequently the Board of Directors of the Company had resolved not to send Notice/Agenda and other privileged information to Dr. Mallya and requested him to step down from the Board. As the SEBI Order has neither been stayed nor quashed as on date, Dr. Mallya continues to be restrained from being on the Board as per the said Order.

III. Meeting of Board of Directors

S.N.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)
1.	08-02-2017	97 days
2.	17-05-2017	

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)	Name of other committee
1.	Audit Committee	17-05-2017	Yes-All members were present	08-02-2017	--	
2.	Audit Committee		Yes-All members were present	17-03-2017	60	
3.	Nomination and Remuneration committee	21-06-2017	Yes-All members were present	--	--	
4.	Nomination and Remuneration committee	17-05-2017	Yes-All members were present	--	--	
5.	Stakeholders Relationship committee	--	Yes-All members were present	08-02-2017	--	
6.	Risk Management committee	--	Yes	27-03-2017	--	
7.	Other Committee	17-05-2017	Yes-All members were present	08-02-2017	97	Share Transfer Committee

V. Related Party Transactions

S.N.	Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
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. <ul style="list-style-type: none"> 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.	This report and/or the report submitted in the previous quarter has been placed before Board of Directors. (*)	Yes

Dated: July 02, 2017

For UNITED BREWERIES LIMITED



GOVIND IYENGAR
Senior Vice President – Legal &
Company Secretary

Disclosure of Note:

(*) The report for the quarter ended 30-06-2017 shall be placed before the Board of Directors at the next meeting of the Board. The report for previous quarter ended March 31, 2017 was placed before the Board of Directors at their meeting held on May 17, 2017.