

General Information about Company

BSE Scrip code	532478
NSE Symbol	UBL
Name of the entity	UNITED BREWERIES LIMITED
ISIN	INE686F01025
Financial Year	01-04-2023 to 31-03-2024
Reporting Quarter/Half-yearly/Yearly	Quarterly/Half-yearly/Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 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)
Ms.	Kiran Mazumdar Shaw (*)	PAN:ACMPM8240N DIN: 00347229	Non-Executive Independent Director	26.10.2009	04.09.2019	NA	167 months	23.03.1953	04	02	NIL	NIL
Mr.	Christiaan August J van Steenberg	Foreign Director DIN: 07972769	Non-Executive Non-Independent Director	08.11.2017	NIL	NA	69 months	17.05.1956	01	NIL	01	NIL
Mr.	Jan Cornelis van der Linden	Foreign Director DIN: 08743047	Non-Executive Non-Independent Director	01.06.2020	NIL	NA	39 months	25.02.1972	01	NIL	01	NIL
Mr.	Manu Anand	PAN:AEVPA7104C DIN: 00396716	Non-Executive Independent Director	29.05.2022	NIL	NA	16 months and 3 days	20.07.1958	02	02	03	01

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)
Ms.	Geetu Gidwani Verma	PAN:AAFV1256L DIN: 00696047	Non-Executive Independent Director	29.05.2022	NIL	NA	16 months and 3 days	09.06.1966	02	02	02	NIL
Mr.	Radovan Sikorsky	QGZPS1183P DIN: 09684447	Director (in Executive Capacity)	15.08.2022	NIL	NA	13 months and 17 days	22.03.1967	01	NIL	01	NIL
Mr.	Anand Kripalu (*)	PAN:AAAPK9657R DIN: 00118324	Non-Executive Independent Director	22.02.2023	NIL	NA	221 days	02.10.1958	02	01	02	01
Mr.	Subramaniam Somasundaram	PAN:APIPS2818H DIN: 01494407	Non-Executive Independent Director	04.06.2023	NIL	NA	119 days	28.11.1960	02	02	NIL	NIL
Mr.	Vivek Gupta (***)	PAN:AERPG3195D DIN: 10311134	Managing Director	25.09.2023	NIL	NA	5 days	17.06.1976	01	NIL	NIL	NIL

Notes

(*) The Company 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 SEBI 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. In compliance with the law, the Company has opted to rotate the chairman/chairperson, while keeping the interest of its shareholders paramount. During the quarter ended September 30, 2023, there were two Board meetings of the Company held on July 28, 2023 and September 07, 2023, which were chaired by Mr. Anand Kripalu and Ms. Kiran Mazumdar Shaw, Independent Directors, respectively.

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

(***) Mr. Vivek Gupta appointed as Managing Director & Chief Executive Officer of the Company with effect from September 25, 2023.

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/ Change	Date of Cessation
Audit Committee	Yes	Mr. Subramaniam Somasundaram Mr. Manu Anand Mr. Jan Cornelis van der Linden Ms. Geetu Gidwani Verma Mr. Anand Kripalu	Non-Executive-Independent Director/Chairman Non-Executive-Independent Director/Member Non-Executive-Non-Independent Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member	04.06.2023 10.04.2023 01.06.2020 13.06.2022 10.04.2023	NIL NIL NIL NIL NIL
Nomination & Remuneration Committee	Yes	Ms. Kiran Mazumdar Shaw Mr. Christiaan J van Steenberg Ms. Geetu Gidwani Verma Mr. Manu Anand	Non-Executive-Independent Director/Chairperson Non-Executive-Non-Independent Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member	04.09.2019 04.09.2019 13.06.2022 13.06.2022	NIL NIL NIL NIL
Stakeholders' Relationship Committee and Share Transfer Committee	Yes	Mr. Anand Kripalu Mr. Christiaan Van Steenberg Ms. Geetu Gidwani Verma Mr. Manu Anand Mr. Radovan Sikorsky	Non-Executive-Independent Director/Chairman Non-Executive-Non-Independent Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member Executive Director and Chief Financial Officer/Member	10.04.2023 04.09.2019 13.06.2022 13.06.2022 15.08.2022	NIL NIL NIL NIL NIL
Risk Management Committee	Yes	Mr. Manu Anand Mr. Jan Cornelis van der Linden Ms. Geetu Gidwani Verma Mr. Anand Kripalu	Non-Executive-Independent Director/Chairman Non-Executive-Non-Independent Director/Member Non-Executive-Independent Director/Member Non-Executive-Independent Director/Member	13.06.2022 01.06.2020 13.06.2022 10.04.2023	NIL NIL NIL NIL
Corporate Social Responsibility/ Environmental, Social and Governance Committee	Yes	Ms. Geetu Gidwani Verma Mrs. Kiran Mazumdar Shaw Mr. Christiaan Van Steenberg Mr. Radovan Sikorsky	Non-Executive-Independent Director/Chairperson Non-Executive-Independent Director/Member Non-Executive-Non-Independent Director/Member Executive Director and Chief Financial Officer/Member	13.06.2022 27.05.2014 04.09.2019 15.08.2022	NIL NIL NIL NIL
Borrowing Committee	Yes	Mr. Manu Anand Mrs. Kiran Mazumdar Shaw Mr. Radovan Sikorsky	Non-Executive-Independent Director/Chairman Non-Executive-Independent Director/Member Executive Director and Chief Financial Officer/Member	10.04.2023 10.02.2011 15.08.2022	NIL NIL NIL

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)
04.05.2023	28.07.2023	Yes	7	5	48 days
09.06.2023	07.09.2023	Yes	6	4	

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	07.09.2023	Yes - All Directors present	4	3	28.07.2023	40 days
Nomination and Remuneration Committee	07.09.2023	Yes - All Directors present	3	2	27.07.2023	41 days
Stakeholder's Relationship Committee and Share Transfer Committee	28.07.2023	Yes - All Directors present	4	3	04.05.2023	84 days
Risk Management Committee	NIL	Yes - All Directors present	NIL	NIL	17.04.2023	NIL
Corporate Social Responsibility and Environmental, Social & Governance Committee	NIL	NA	NIL	NIL	NIL	NIL
Borrowing Committee	NIL	NA	NIL	NIL	NIL	NIL

V. Related Party Transactions

<u>Subject</u>	<u>Compliance status (Yes/No/NA)</u>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material Related Party Transactions	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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, 2023 shall be placed before the Board of Directors at the next meeting of the Board. The report for previous quarter ended June 30, 2023 was placed before Board of Directors at their meeting held on July 28, 2023.	Yes
6.	Any comments/observations/advice of Board of Directors may be mentioned here:	NIL

Dated: October 11, 2023

For UNITED BREWERIES LIMITED
Sd/-
AMIT KHERA
Company Secretary & Compliance Officer

Compliance Report on Corporate Governance

Name of the Listing Entity : UNITED BREWERIES LIMITED
Half-year ending : September 30, 2023

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
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	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 11, 2023		For UNITED BREWERIES LIMITED Sd/- AMIT KHERA Company Secretary & Compliance Officer

Compliance Report of United Breweries Limited on Corporate Governance for half-year ending September 30, 2023

I. Disclosure of Loans/guarantees/comfort letters/securities etc:

(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
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.

Dated: October 11, 2023

For UNITED BREWERIES LIMITED
Sd/-
AMIT KHERA
Company Secretary & Compliance Officer