



Form No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,
The Company Secretary
United Breweries Limited
UB Tower, UB City,
24 Vittal Mallya Road,
Bengaluru – 560 001

Twentieth Annual General Meeting (the 'AGM') of United Breweries Limited held at 11:00 a.m. on Thursday, August 22, 2019 at Level 1, UB Tower, UB City, #24 Vittal Mallya Road, Bengaluru 560 001.

Dear Sir,

I, Pramod S M, Company Secretary in Practice, Partner BMP & Co. LLP (Membership No. FCS 7834, CP 13784) appointed as Scrutinizer(s) for the purpose of the remote e-voting process through electronic means and voting on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of 'United Breweries Limited', held on August 22, 2019 at UB Tower, UB City, #24 Vittal Mallya Road, Bengaluru 560001, submit my report as under:

1. The remote e-voting commenced on Monday, August 19, 2019 at 9.00 a.m. and ended on Wednesday, August 21, 2019 at 5.00 p.m. For the resolutions proposed at the Annual General Meeting, 230 shareholders have casted their votes through remote e-voting system and 108 shareholders casted their votes at the venue of the Annual General Meeting.
2. The Annual General Meeting had also provided voting facility to the shareholders present at the meeting and who had not cast their vote earlier through remote e-voting facility.
3. After the closure of the voting at the Annual General Meeting, the report on the said voting taken at the meeting was generated in my presence and the voting was diligently scrutinized.
4. The votes cast under remote e-voting facility were thereafter unblocked in the presence of the two witnesses who are not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.
5. After the time fixed for closing of the poll by the Chairman, the electronic devices that recorded the votes at the meeting were kept under my custody.
6. The electronic devices were scrutinized in my/our presence. The poll was reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
7. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the download from the NSDL e-voting system and the Poll at the meeting through electronic means (i.e. insta-poll at AGM).
8. The result of the Poll is as under:

BMP & Co. LLP

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Sl No.	Resolution	E-Voting		Poll at AGM		Total		Percentage		Result
		For	Against	For	Against	For	Against	For	Against	
1	Adoption of Audited Financial Statements of the Company for the year ended March 31, 2019, together with the Reports of the Auditors and Directors thereon. (ORDINARY RESOLUTION)	45224756	0	38418717	17	83643473	17	100.00	0.00	Passed
2	Declaration of Dividend @ Rs.2.50/- per Equity Shares (ORDINARY RESOLUTION)	45278472	400	38416451	2222	83694923	2622	100.00	0.00	Passed
3	Re-appointment of Mr. A K Ravi Nedungadi (DIN-00103214) as Director, liable to retire by rotation (ORDINARY RESOLUTION)	31610998	12027137	38418660	13	70029658	12027150	85.34	14.66	Passed

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4	Appointment of Mr. Rudolf Gijbert Servaas van den Brink (DIN-0008256382) as Director, liable to retire by rotation (ORDINARY RESOLUTION)	44121622	1157250	38418540	13	82540162	1157263	98.62	1.38	Passed
5	Re-appointment of Mr. Sunil Alagh (DIN-00103320) as Independent Director for second consecutive term of five years (SPECIAL RESOLUTION)	33991714	11287158	38418540	13	72410254	11287171	86.51	13.49	Passed
6	Re-appointment of Ms. Kiran Mazumdar Shaw as Independent Director for second consecutive term of five years (SPECIAL RESOLUTION)	28917214	15368000	38416312	2240	67333526	15370240	81.42	18.58	Passed



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7	Re-appointment of Mr. Madhav Bhatkuly as Independent director for second consecutive terms of five years (SPECIAL RESOLUTION)	43749000	1529772	38416318	2234	82165318	1532006	98.17	1.83	Passed
8	Re-appointment of Mr. Stephan Gerlich as Independent director for second consecutive terms of five years (SPECIAL RESOLUTION)	29367706	15911166	38418539	13	67786245	15911179	80.99	19.01	Passed

9. For your information, details of the polling done through remote e-voting and polling done at the Annual General Meeting are given in Annexure – A.
10. A Compact Disc (CD) containing a list of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid for each resolution is enclosed.
11. The Register, all other papers and relevant records relating to remote e-voting and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General meeting and thereafter the same would be handed over to the to the Company Secretary of the Company for the safe keeping.



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Thanking You,
Yours faithfully,


PRAMOD S. M

Partner

BMP & Co. LLP,

Company Secretaries

(Membership No. FCS: 7834 C.P. No:13784)



Place: Bangalore

Date: August 22, 2019

We, the undersigned, witnessed that the votes were unblocked from the e-voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>) in our presence.

1. Kusum Gore

Address: 268, 4th Main, Mahalakshmi Layout, Bangalore – 560086

2. Meghashree Hegde

Address: Elagadde, Post Hegdekatta, Sirsi - 581402

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UNITED BREWERIES LIMITED

Details of E-Voting and Physical Poll conducted at Annual General Meeting held on August 22, 2019

Res No	Resolution	Mode of polling	For			Against			Invalid	
			Total Number of members exercised their votes	Total Number of votes cast by them	% of votes in favour	Total Number of members exercised their votes	Total Number of votes cast by them	% of votes against	Invalid votes	% invalid votes
1	Adoption of Audited Financial Statements of the Company for the year ended March 31, 2019, together with the Reports of the Auditors and Directors thereon. (ORDINARY RESOLUTION)	Remote e- voting	228	45224756	54.068	0	0	0.00%	0	0
2	Declaration of Dividend @ Rs.2.50/- per Equity Shares (ORDINARY RESOLUTION)	Voting at the meeting	106	38418717	45.932	2	17	0.00%	0	0
3	Re-appointment of Mr. A K Ravi Nedungadi (DIN-00103214) as Director, liable to retire by rotation (ORDINARY RESOLUTION)	Remote e- voting	228	45278472	54.098	1	400	0.00%	0	0
4	Appointment of Mr. Rudolf Gijbsbert Servaas van den Brink (DIN-08256382) as Director, liable to retire by rotation	Voting at the meeting	105	38416451	45.899	1	2222	0.00%	0	0
5	Re-appointment of Mr. Sunil Alagh (DIN-00103320) as Independent Director for second consecutive term of five years (SPECIAL RESOLUTION)	Remote e- voting	177	33991714	40.613	52	11287158	13.49%	0	0
6	Re-appointment of Ms. Kiran Mazumdar Shaw as Independent Director for second consecutive term of five years (SPECIAL RESOLUTION)	Voting at the meeting	102	38418540	45.902	2	13	0.00%	0	0
7	Re-appointment of Mr. Madhav Bhatkuly as Independent director for second consecutive terms of five years (SPECIAL RESOLUTION)	Remote e- voting	203	43749000	52.270	25	1529772	1.83%	0	0
8	Re-appointment of Mr. Stephan Gerlich as Independent director for second consecutive terms of five years (SPECIAL RESOLUTION)	Voting at the meeting	101	38416318	45.899	2	2234	0.00%	0	0
		Remote e- voting	145	29367706	35.088	85	15911166	19.01%	0	0
		Voting at the meeting	101	38418539	45.902	2	13	0.00%	0	0

