



UNITED BREWERIES LIMITED

September 18, 2018

- | | |
|---|---|
| <p>1. BSE Limited
Department of Corporate Service
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001</p> | <p>2. National Stock Exchange of India Limited
Exchange Plaza
Bandra-Kurla Complex
Bandra (East)
Mumbai - 400 051</p> |
|---|---|

Dear Sirs

Sub: Disclosure of Voting Results at the Annual General Meeting (AGM)

In terms of Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (the 'Regulation'), we are furnishing below the details of the voting and E-voting results at the Nineteenth Annual General Meeting (AGM) of the Company held on September 17, 2018 in the prescribed format;

Date of the AGM/Record Date	September 17, 2018
Total number of Shareholders on record date	34951
No. of shareholders present in the meeting either in person on through proxy	
➤ Promoter and Promoter Group:	11
➤ Public:	222
No. of shareholders attended the meeting through Video Conferencing	
➤ Promoter and Promoter Group:	Not Applicable
➤ Public:	Not Applicable

Agenda-wise disclosure

<u>Item No.</u>	<u>Particulars</u>	<u>Resolution required</u>	<u>Mode of Voting</u>	<u>Remarks</u>
1.	Adoption of Accounts for the year ended March 31, 2018 and the Reports of the Auditors and Directors thereon	Ordinary Resolution	E-voting	Passed with requisite majority
2.	Declaration of Dividend @ Rs. 2/- per Equity Share	Ordinary Resolution	E-voting	Passed with requisite majority
3.	Re-appointment of Mr. Frans Erik Eusman (DIN-07242083) as Director, liable to retire by rotation	Ordinary Resolution	E-voting	Passed with requisite majority
4.	Appointment of Mr. Christiaan A J Van Steebergen (DIN-07972769) as Director, liable to retire by rotation.	Ordinary Resolution	E-voting	Passed with requisite majority

Registered & Corporate Office : UB Tower, UB City, # 24, Vittal Mallya Road, Bengaluru - 560 001, INDIA

Tel : (91-80) 39855000, 22272807, 22293333, Fax : (91-80) 22211964, 22229488

Corporate Identity Number : L36999KA1999PLC025195, Web Site : www.unitedbreweries.com, Email : ublcorporate@ubmail.com

In case of Poll/Postal ballot/E-voting

Promoter/ Public	Mode of Voting	No. of Shares	No. of votes polled	% of votes polled on outstanding shares	No. of Votes- in- favor	No. of Votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
Promoters and Promoter Group	- E-voting - Poll - Postal Ballot (if applicable)	Details as per Annexure I attached herewith)						
Public Institutions								
Public Non Institutions								
Total								

A copy of Consolidated Scrutinizer Report on remote e-voting and poll at AGM is also attached herewith.

Kindly treat this as our Compliance in terms of the relevant provisions of the Regulations.

Thanking you,

Yours faithfully,
For UNITED BREWERIES LIMITED



GOVIND IYENGAR
Senior Vice President – Legal &
Company Secretary

Encl: As above

UNITED BREWERIES LIMITED

Resolution 1 - ORDINARY RESOLUTION - Adoption of Audited Financial Statements for the year ended March 31, 2018, and the Reports of the Auditors and Directors thereon

Whether promoter/promoter Group are interested in the Agenda/Resolution: No.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	152616785	0	0.0000	0	0	0.00	0.00
	Poll		124260899	81.4202	124260899	0	100.00	0.00
	Total	152616785	124260899	81.4202	124260899	0	100.00	0.00
Public Institutions	E-voting	98328334	44242389	44.9945	44242389	0	100.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Total	98328334	44242389	44.9945	44242389	0	100.00	0.00
Public Non Institutions	E-voting	13460030	291069	2.1625	291069	0	100.00	0.00
	Poll		16482	0.1225	16482	0	100.00	0.00
	Total	13460030	307551	2.2849	307551	0	100.00	0.00
Total		264405149	168810839	63.8455	168810839	0.00	100.00	0.00

Resolution 2 - ORDINARY RESOLUTION- Declaration of Dividend @ Rs.2/- per Equity Share

Whether promoter/promoter Group are interested in the Agenda/Resolution: No.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	152616785	0	0.0000	0	0	0.00	0.00
	Poll		124260899	81.4202	124260899	0	100.00	0.00
	Total	152616785	124260899	81.4202	124260899	0	100.00	0.00
Public Institutions	E-voting	98328334	44770805	45.5319	44770805	0	100.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Total	98328334	44770805	45.5319	44770805	0	100.00	0.00
Public Non Institutions	E-voting	13460030	310674	2.3081	310674	0	100.00	0.00
	Poll		16482	0.1225	16412	70	99.5753	0.4247
	Total	13460030	327156	2.4306	327086	70	99.9786	0.0214
Total		264405149	169358860	64.0528	169358790	70	100.00	0.00

UNITED BREWERIES LIMITED

Resolution 3 - ORDINARY RESOLUTION - Re-appointment of Mr.Frans Erik Eusman (DIN-07242083) as Director, liable to retire by rotation

Whether promoter/promoter Group are interested in the Agenda/Resolution: No.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	152616785	0	0.0000	0	0	0.00	0.00
	Poll		124260899	81.4202	124260899	0	100.00	0.00
	Total	152616785	124260899	81.4202	124260899	0	100.00	0.00
Public Institutions	E-voting	98328334	44770805	45.5319	43893751	877054	98.0410	1.9590
	Poll		0	0.0000	0	0	0.00	0.00
	Total	98328334	44770805	45.5319	43893751	877054	98.0410	1.9590
Public Non Institutions	E-voting	13460030	310674	2.3081	310654	20	99.9936	0.0064
	Poll		16482	0.1225	16482	0	100.00	0.00
	Total	13460030	327156	2.4306	327136	20	99.9939	0.0061
Total		264405149	169358860	64.0528	168481786	877074	99.4821	0.5179

Resolution 4 - ORDINARY RESOLUTION - Appointment of Mr.Christiaan A J Van Steebergen (DIN-07972769) as Director, liable to retire by rotation

Whether promoter/promoter Group are interested in the Agenda/Resolution: No.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	152616785	0	0.00	0	0	0.00	0.00
	Poll		124260899	81.4202	124260899	0	100.00	0.00
	Total	152616785	124260899	81.4202	124260899	0	100.00	0.00
Public Institutions	E-voting	98328334	44770805	45.5319	44196770	574035	98.7178	1.2822
	Poll		0	0.00	0	0	0.00	0.00
	Total	98328334	44770805	45.5319	44196770	574035	98.7178	1.2822
Public Non Institutions	E-voting	13460030	310673	2.3081	310653	20	99.9936	0.0064
	Poll		16482	0.1225	16402	80	99.5146	0.4854
	Total	13460030	327155	2.4306	327055	100	99.9694	0.0306
Total		264405149	169358859	64.0528	168784724	574135	99.6610	0.3390



SCRUTINIZER REPORT

To:

Date: 17th September, 2018

Chairman of Annual General Meeting
Authorized Representative appointed by the Chairman
United Breweries Limited
Level 1, UB Tower, UB City,
#24 Vittal Mallya Road
Bangalore-560001

Dear Sir,

Subject: Consolidated Scrutinizers Report on remote E Voting conducted pursuant to the provision of Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014, and voting at the 19th Annual General Meeting of the United Breweries Limited held on Monday, 17th September, 2018 at 12.00 noon.

I, Mangala Rohith, Company Secretary in Practice, being appointed as Scrutinizer by the Board of Directors of United Breweries Limited, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process in respect of the below mentioned resolution proposed at the Nineteenth Annual General Meeting of the members of United Breweries Limited held on Monday, 17th September, 2018 at 12.00 noon.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the company.

The Notice dated 10th of August, 2018 along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions proposed at the Nineteenth Annual General Meeting of the members of the Company.



BMP & Co. LLP

LLPIN : AAI-4194

Regd Office : # 4272, Sapthagiri, 2nd Floor, Vivekananda Park Road, Near Seetha Circle, Girinagar, Bangalore - 560 085.

☎ : 080 26728442, ✉ : biswajit@bmpandco.com, 🌐 : www.bmpandco.com

The shareholders of the Company holding shares as on the cutoff date of Monday, 10th September 2018 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Friday, 14th September, 2018 (9.00 a.m. IST) and ended on Sunday, 16th September, 2018 (5.00 p.m. IST) and the e-voting module was blocked by NSDL thereafter.

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.

The votes were unblocked on 17th September 2018 at 01.49 PM IST in the presence of two witnesses, viz., Ms. Swathi V M residing Naga Prahlada Arcade, 1st Main Rd, NR Colony, Basavanagudi, Bengaluru, Karnataka 560004 and Ms. Kamakshi Iyer currently residing at #941, 10th Cross, 13th Main, BSK 1st Stage, Srinagar, Bengaluru, Karnataka, 560050 who are not in employment of the Company.

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.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the download from the NSDL e-voting system, Poll at the meeting through electronic means (i.e. insta-poll at AGM).

I now submit my consolidated report as under on the result of the remote e- voting and insta voting at AGM through electronic means at the meeting in respect of the said resolution.



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Resolution No. 1 - As an Ordinary Resolution- Adoption of the audited financial statements of the Company for the year ended March 31, 2018, and the Reports of the auditors and Directors thereon.

(i) Voting “*in Favour*” of the resolution

	Total Number of members present and exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	167	44533458	26.38
Voting at the meeting	88	124277381	73.62
Total	255	168810839	100.00

(ii) Voted “*against*” the resolution

	Total Number of members present and exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	0	0	0.00
Voting at the meeting	0	0	0.00
Total	0	0	0.00

(iii) *Invalid Votes*

	Total number of members present and exercised their votes(in person or proxy) whose votes were declared invalid	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0



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Resolution No. 2 - As an Ordinary Resolution- Declaration of Dividend.

(i) Voting “*in Favour*” of the resolution

	Total Number of members present and exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	173	45081479	26.62
Voting at the meeting	87	124277311	73.38
Total	260	169358790	99.99

(ii) Voted “*against*” the resolution

	Total Number of members present and exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	0	0	0.00
Voting at the meeting	1	70	0.00
Total	1	70	0.00

(iii) *Invalid Votes*

	Total number of members present and exercised their votes(in person or proxy) whose votes were declared invalid	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0



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Resolution No. 3 - As an ordinary resolution-Reappointment of Director retiring by Rotation- Mr. Frans Erik Eusman

(i) Voting “*in Favour*” of the resolution

	Total Number of members present and exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	155	44204405	26.10
Voting at the meeting	88	124277381	73.38
Total	243	168481786	99.48

(ii) Voted “*against*” the resolution

	Total Number of members present and exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	18	877074	0.52
Voting at the meeting	0	0	0.00
Total	18	877074	0.52

(iii) *Invalid Votes*

	Total number of members present and exercised their votes(in person or proxy) whose votes were declared invalid	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0



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Resolution No.4 - As an Ordinary Resolution - To appoint Mr. Christiaan A J Van Steenberg as a Director of the Company

(i) Voting “*in Favour*” of the resolution

	Total Number of members present and exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	161	44507423	26.28
Voting at the meeting	86	124277301	73.38
Total	247	168784724	99.66

(ii) Voted “*against*” the resolution

	Total Number of members present and exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	11	574055	0.34
Voting at the meeting	2	80	0.00
Total	13	574135	0.34

(iii) Invalid Votes

	Total number of members present and exercised their votes (in person or proxy) whose votes were declared invalid	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0



BMP & Co. LLP

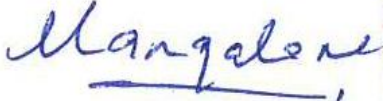
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The Register, all other papers and relevant records relating to remote e voting and voting at the meeting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General meeting and thereafter the same would be handed over to the Company Secretary for the safe keeping.

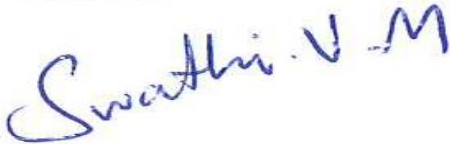
Thanking You,
Yours faithfully,



Mangala Rohith
Company Secretary in Practice
(Membership No.ACS:20315 C.P.No:7438)

Date: 17th September, 2018

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](https://www.evoting.nsdl.com)) in our presence.



Swathi Varada
Naga Prahlada Arcade, 1st Main Rd, NR Colony,
Basavanagudi, Bengaluru, Karnataka 560004



Kamakshi Iyer
#941, 10th Cross, 13th Main, BSK 1st Stage,
Srinagar, Bengaluru, Karnataka 560050

BMP & Co. LLP

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