



Date: 10th August 2023

To,
The Chairperson,
United Breweries Limited
CIN: L36999KA1999PLC025195
"UB Tower", UB City, 24 Vittal Mallya Road,
Bangalore-560001

Dear Madam,

Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) for the 24th Annual General Meeting ('AGM') of United Breweries Limited held on Thursday, August 10th, 2023, at 01.00 P.M. (IST) through video conferencing ('VC') / other audio-visual means ('OVAM')

I, Pramod SM of BMP and Co. LLP, Practicing Company Secretaries, had been appointed as the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the e-voting process in respect of below mentioned resolutions proposed at the 24th Annual General Meeting (AGM) of United Breweries Limited held on Thursday, August 10th, 2023 at 01.00 P.M. (IST) through video conferencing ('VC') / other audio-visual means ('OVAM'). I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.



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The notice dated 9th June, 2023, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM by the Company through electronic mode to those members whose email addresses are registered with the Company/ Depositories, in compliance with Ministry of Corporate Affairs (MCA) vide its General Circular Nos. 14 / 2020 dated April 8, 2020 and 17 / 2020 dated April 13, 2020, followed by General Circular Nos. 20/ 2020 dated May 5, 2020, General Circular Nos. 02 / 2021 dated January 13, 2021, General Circular Nos. 19 / p2021 dated December 8, 2021, General Circular Nos. 20 / 2021 dated December 14, 2021, General Circular Nos. 02 / 2022 dated May 5, 2022, and the latest being General Circular Nos. 10 / 2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars').

Further, SEBI, vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, and January 5, 2023 ('SEBI Circulars') and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the Listing Regulations.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the shareholders of the Company.

The remote e-voting commenced on Monday, August 7th, 2023, at 9.00 a.m. (IST) and ended on Wednesday, August 9th, 2023, at 5.00 p.m. (IST).

The e-voting facility was provided by CDSL. The votes were unblocked on Thursday, August 10th, 2023, around 03:15 P.M. in the presence of two witnesses, viz., Ms. Sonali Jain, currently residing at 993, 14th cross Rd, Siddanna Layout, Banashankari Stage II, Banashankari, Bengaluru, Karnataka - 560070, and Ms. Saipriya S currently residing at Sam Atithi Pavathi, 4140, 11th Cross, Main, 80 feet Rd, near Sita Circle, 4th Phase Girinagar, Bengaluru, Karnataka - 560050 who are not in employment of the Company.



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The Company had also provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the “cut-off” date of Thursday, August 3rd, 2023, was entitled to vote on the resolutions contained in the Notice of the AGM.

After the closure of the e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior were unblocked and were counted. I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to remote e-voting prior and e-voting during the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the e-voting is restricted in making scrutinizers report of the votes cast in favour or against the resolutions. I now submit my consolidated Report as under on the result of the e-voting in respect of the said resolutions.

RESOLUTION NO. 1 – As an Ordinary Resolution - To receive, consider and adopt the audited Financial Statements of the Company (including audited consolidated Financial Statements) for the year ended March 31, 2023, together with the Reports of the Auditors and Directors thereon.



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

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e-voting before the AGM	377	216697687	99.9547
E-voting at the AGM	8	631	0.0003
Total	385	216698318	99.955

(ii) Voted “*against*” the resolution

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e-voting before the AGM	5	97608	0.045
E-voting at the AGM	Nil	Nil	Nil
Total	5	97608	0.045

(iii) Invalid Votes

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	Nil	Nil
E- voting at the AGM	Nil	Nil
Total	Nil	Nil



(iv) **Not Voted**

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	2	1697
E- voting at the AGM	Nil	Nil
Total	2	1697

RESOLUTION NO. 2 – As an Ordinary Resolution - To declare a Dividend on Equity Shares for the financial year ended March 31, 2023.

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

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting before the AGM	380	216796961	99.9996
E-voting at the AGM	8	631	0.0003
Total	388	216797592	99.9999

(ii) Voted “*against*” the resolution

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting before the AGM	4	31	0.0001
E-voting at the AGM	Nil	Nil	Nil
Total	4	31	0.0001



(iii) **Invalid Votes**

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	Nil	Nil
E- voting at the AGM	Nil	Nil
Total	Nil	Nil

(iv) **Not Voted**

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	Nil	Nil
E- voting at the AGM	Nil	Nil
Total	Nil	Nil

RESOLUTION NO. 3 – As an Ordinary Resolution - To appoint a Director in the place of Mr. Christiann August Josef Van Steenberg (DIN 07972769), who retires by rotation and being eligible, offers himself for re-appointment.

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

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting before the AGM	352	216173722	99.7130
E-voting at the AGM	8	631	0.0003
Total	360	216174353	99.7133



(ii) Voted “*against*” the resolution

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting before the AGM	29	621572	0.2867
E-voting at the AGM	Nil	Nil	Nil
Total	29	621572	0.2867

(iii) Invalid Votes

	Total Number of members exercised their votes	Total Number of votes cast by them(shares)
Remote e- voting before the AGM	Nil	Nil
E- voting at the AGM	Nil	Nil
Total	Nil	Nil

(iv) Not Voted

	Total Number of members exercised their votes	Total Number of votes cast by them(shares)
Remote e- voting before the AGM	3	1698
E- voting at the AGM	Nil	Nil
Total	3	1698

RESOLUTION NO. 4 – As a Special Resolution - Appointment of Mr. Subramaniam Somasundaram (DIN 01494407) as Independent Director with effect from June 4, 2023, for a term of five years i.e., up to June 03, 2028, and shall not be liable to retire by rotation.



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

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting before the AGM	370	216793288	99.9987
E-voting at the AGM	7	630	0.0003
Total	377	216793918	99.999

(ii) Voted “*against*” the resolution

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting before the AGM	11	2006	0.0009
E-voting at the AGM	1	1	0.0001
Total	12	2007	0.001

(iii) Invalid Votes

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	Nil	Nil
E- voting at the AGM	Nil	Nil
Total	Nil	Nil



(iv) **Not Voted**

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	3	1698
E- voting at the AGM	Nil	Nil
Total	3	1698

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

Based on the above information, you may kindly announce the results.

Thanking you,
Yours faithfully

Place: Bangalore
Date: 10th August 2023
UDIN: **F007834E000779330**

For BMP & Co. LLP,
Company Secretaries




Pramod S M
Designated Partner
FCS No: 7834
CP No: 13784

We the undersigned, witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>) in our presence.

Ms. Sonali Jain

993, 14th cross Rd, Siddanna Layout,
Banashankari Stage II, Banashankari,
Bengaluru, Karnataka - 560070

Ms. Saipriya S

Sam Atithi Pavathi, 4140, 11th Cross, Main,
80 feet Rd, near Sita Circle, 4th Phase Girinagar,
Bengaluru, Karnataka - 560050

