

Scrutinizer's Report

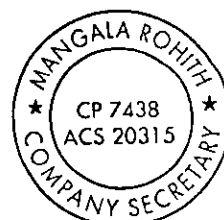
[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman of the
15th Annual General Meeting of the
Equity Shareholders of United Breweries Limited
held on the 4th day of September, 2014 at 11.30 A M
at Good Shepherd Auditorium,
Opp St Joseph Pre University College, Residency Road,
Bangalore-560 025

Dear Sir,

I, Mangala Rohith, Company Secretary in practice (ACS 20315 PCS 7438), appointed as scrutinizer for the purpose of poll taken on the below mentioned Resolutions at the Fifteenth Annual General Meeting (15th AGM) of Equity Shareholders of United Breweries Limited (the Company), held on September 04, 2014 at Good Shepherd Auditorium, Opp. St Joseph Pre University College, Residency Road, Bangalore - 560 025, submit my Report as under-

1. The Company had provided e-voting facility for its members to exercise their right to vote in respect of business to be conducted at the 15th AGM held on September 04, 2014. The e-voting module was kept open during August 29, 2014, 9.30 a.m. till August 31, 2014 5.30 pm. I was appointed as scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) in respect of business to be transacted at the 15th AGM of the members of the Company. I have issued my report on e-voting dated September 03, 2014 to the Chairman of the 15th AGM.
2. However, in order to enable the members present at the 15th AGM, (who have not exercised e-voting facility) to cast their votes, the Chairman decided that a poll will be taken in respect of the Resolutions contained in the notice convening 15th AGM and I was appointed as scrutinizer for the poll process.
3. After the time fixed for closing of the poll by the Chairman, two Ballot boxes kept for polling were locked in the my presence with due identification marks placed by me.
4. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
5. I did not find any poll paper invalid.
6. The combined results of e-voting and poll conducted at AGM is summarized as under :-



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RESOLUTION 1-

Adoption of Accounts for the year ended March 31, 2014 and the Reports of the Auditors and Directors thereon –

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	128	27518046	27517993	100.00
Physical	125	210494655	210494655	100.00
Total	253	238012701	238012648	100.00

(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	27518046	53	0.00
Physical	0	210494655	0	0.00
Total	2	238012701	53	0.00

(iii) Invalid votes:

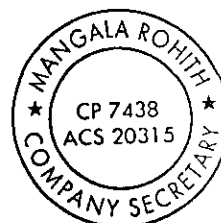
	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

RESOLUTION 2-

Declaration of Dividend @ Re.0.90 per Equity Shares (90%)-

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	132	28031058	28031058.00	100.00
Physical	124	210494655	210493855	100.00
Total	256	238525713	238524913	100.00



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(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	28031058	0	0.00
Physical	1	210494655	800	0.00
Total	1	238525713	800	0.00

(iii) Invalid votes:

	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

RESOLUTION 3-

Re-appointment of Mr. A K Ravi Nedungadi as Director, liable to retire by rotation-

(i) Voted **in favour** of the Resolution:

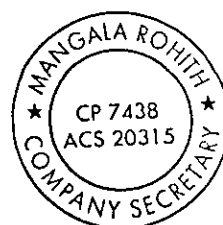
	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	126	28031058	27666458	98.70
Physical	124	210494655	210494505	100.00
Total	250	238525713	238160963	99.85

(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	28031058	364600	1.30
Physical	1	210494655	150	0.00
Total	7	238525713	364750	0.15

(iii) Invalid votes:

	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil





RESOLUTION 4-

Appointment of Auditors and fixing their Remuneration-

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	128	28031050	27939884	99.67
Physical	124	210494655	210494605	100.00
Total	252	238525705	238434489	99.96

(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	3	28031050	91166	0.33
Physical	1	210494655	50	0.00
Total	4	238525705	91216	0.04

(iii) Invalid votes:

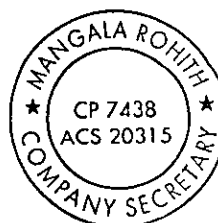
	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

RESOLUTION 5-

Appointment of Mr. Roland Pirmez as Director, liable to retire by rotation-

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	129	28031058	27842706	99.33
Physical	125	210494655	210494655	100.00
Total	254	238525713	238337361	99.92



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(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	3	28031058	188352	0.67
Physical	0	210494655	0	0.00
Total	3	238525713	188352	0.08

(iii) Invalid votes:

	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

RESOLUTION 6-

Appointment of Mr. Chhaganlal Jain as an Independent Director for a term of five years-

(i) Voted **in favour** of the Resolution:

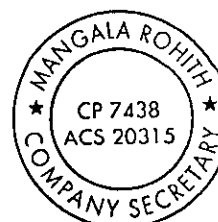
	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	122	28031050	27319642	97.46
Physical	121	210494655	200837744	95.41
Total	243	238525705	228157386	95.65

(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	9	28031050	711408	2.54
Physical	4	210494655	9656911	4.59
Total	13	238525705	10368319	4.35

(iii) Invalid votes:

	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil



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RESOLUTION 7-

Appointment of Mr. Chugh Yoginder Pal as an Independent Director for a term of five years

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	129	28031058	28030494	100.00
Physical	121	210494655	200837744	95.41
Total	250	238525713	228868238	95.95

(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	3	28031058	564	0.00
Physical	4	210494655	9656911	4.59
Total	7	238525713	9657475	4.05

(iii) Invalid votes:

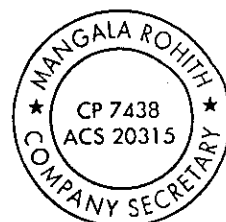
	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

RESOLUTION 8-

Appointment of Mr. Sunil Alagh as an Independent Director for a term of five years

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	124	28031050	27759398	99.03
Physical	121	210494655	200837994	95.41
Total	245	238525705	228597392	95.84



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(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	7	28031050	271652	0.97
Physical	4	210494655	9656661	4.59
Total	11	238525705	9928313	4.16

(iii) Invalid votes:

	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

RESOLUTION 9-

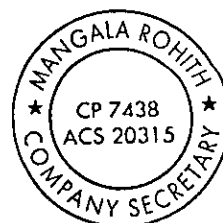
Appointment of Ms. Kiran Mazumdar Shaw as an Independent Director for a term of five years.

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	128	28030600	28030236	100.00
Physical	125	210494655	210494655	100.00
Total	253	238525255	238524891	100.00

(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	28030600	364	0.00
Physical	0	210494655	0	0.00
Total	2	238525255	364	0.00



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(iii) Invalid votes:

	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

RESOLUTION 10-

Appointment of Mr. Madhav Bhatkuly as an Independent Director for a term of five years-

(i) Voted **in favour** of the Resolution:

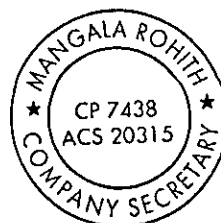
	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	129	28031058	28030494	100.00
Physical	123	210494655	210494105	100.00
Total	252	238525713	238524599	100.00

(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	3	28031058	564	0.00
Physical	2	210494655	550	0.00
Total	5	238525713	1114	0.00

(iii) Invalid votes:

	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil



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RESOLUTION 11-

Appointment of Mr. Stephan Gerlich as an Independent Director for a term of five years-

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	45	28031058	21011355	74.96
Physical	101	210494655	207938609	98.79
Total	146	238525713	228949964	95.99

(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	87	28031058	7019703	25.04
Physical	24	210494655	2556046	1.21
Total	111	238525713	9575749	4.01

(iii) Invalid votes:

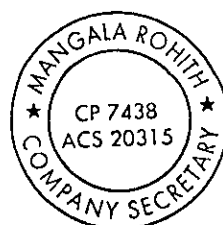
	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

RESOLUTION 12-

To borrow monies from banks and / or financial institutions and create mortgage/charge in connection with such borrowings-

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	115	28031028	27523137	98.19
Physical	113	210494655	210486357	100.00
Total	228	238525683	238009494	99.78



(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	16	28031028	507891	1.81
Physical	12	210494655	8298	0.00
Total	28	238525683	516189	0.22

(iii) Invalid votes:

	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

RESOLUTION 13-

Amendment in the Articles of Association-

(i) Voted **in favour** of the Resolution:

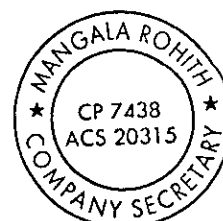
	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	122	28031058	27821052	99.25
Physical	122	210494655	210494070	100.00
Total	244	238525713	238315122	99.91

(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	10	28031058	210006	0.75
Physical	3	210494655	585	0.00
Total	13	238525713	210591	0.09

(iii) Invalid votes:

	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil



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RESOLUTION 14-

Payment of Commission to non-Executive Directors.

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	121	27939692	22496559	80.52
Physical	115	210494655	210493591	100.00
Total	236	238434347	232990150	97.72

(ii) Voted **against** the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	7	27939692	5443133	19.48
Physical	10	210494655	1064	0.00
Total	17	238434347	5444197	2.28

(iii) Invalid votes:

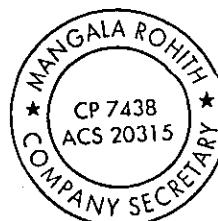
	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

RESOLUTION 15-

Holding of Office or place of profit under Section 188 (f) of the Companies Act, 2013 by Mr. Umesh Hingorani, a relative of Dr. Vijay Mallya, Chairman of the Company as Divisional Vice President – Business Development -

(i) Voted **in favour** of the Resolution:

	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	127	28031058	28027973	99.99
Physical	115	210494655	200837364	95.41
Total	242	238525713	228865337	95.95



(ii) Voted **against** the Resolution:

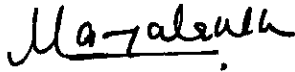
	Number of members present and voting (in person or by proxy) and e-voting	Number of valid votes Cast	Number of votes cast by them	% of total number of valid votes cast
E-Voting	5	28031058	3085	0.01
Physical	10	210494655	9657291	4.59
Total	15	238525713	9660376	4.05

(iii) Invalid votes:

	Number of members whose votes were declared invalid	Total Number of votes cast
E-Voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

7. A Compact Disc (CD) containing a list of members who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
8. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the board for safe keeping.

Thanking You,
Yours faithfully,



Mangala Rohith
ACS 20315 PCS 7438

5th September 2014

MANGALA ROHITH B.Com., A.C.S.,
COMPANY SECRETARY
252/B, "RUKMINI"
1 FLOOR, II "C" MAIN
1st PHASE, GIRINAGAR
BANGALORE - 560 085.
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