



UNITED BREWERIES LIMITED

August 27, 2020

1. BSE Limited  
Department of Corporate Service  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

2. National Stock Exchange of India Limited  
Exchange Plaza  
Bandra-Kurla Complex  
Bandra (East)  
Mumbai - 400 051

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 Twenty-first Annual General Meeting (AGM) of the Company held on August 26, 2020 in the prescribed format;

Date of the AGM/Record Date	August 26, 2020
Total number of Shareholders on record date	63276
<b>No. of shareholders present in the meeting either in person on through proxy</b> <ul style="list-style-type: none"> <li>➤ Promoter and Promoter Group:</li> <li>➤ Public:</li> </ul>	No arrangement for a physical meeting or appointment of proxy was made as the Annual General Meeting was through VC/OVAM
<b>No. of shareholders attended the meeting through Video Conferencing(VC) / Other Audio-visual means (OAVM) or through proxy</b> <ul style="list-style-type: none"> <li>➤ Promoter and Promoter Group:</li> <li>➤ Public:</li> </ul>	<div>8</div> <div>44</div>

**Agenda-wise disclosure**

<b><u>Item No.</u></b>	<b><u>Particulars</u></b>	<b><u>Resolution required</u></b>	<b><u>Mode of Voting</u></b>	<b><u>Remarks</u></b>
1.	Adoption of Audited Financial Statements of the Company (including audited consolidated Financial Statements) for the year ended March 31, 2020 and the Reports of the Auditors and Directors thereon	Ordinary Resolution	Remote E-voting and voting at the AGM	Passed with requisite majority
2.	Declaration of Dividend @ Rs.2.50/- per Equity Shares	Ordinary Resolution	Remote E-voting and voting at the AGM	Passed with requisite majority

3.	Re-appointment of Mr. Christiaan August Josef Van Steenberg (DIN 07972769) as Director of the Company, liable to retire by rotation	Ordinary Resolution	Remote E-voting and voting at the AGM	Passed with requisite majority
4.	Appointment of Mr. Jan Cornelis van der Linden (DIN 08743047) as Director of the Company, liable to retire by rotation.	Ordinary Resolution	Remote E-voting and voting at the AGM	Passed with requisite majority
5.	Appointment of Mr. Rishi Pardal (DIN 02470061) as Director of the Company, not liable to retire by rotation.	Ordinary Resolution	Remote E-voting and voting at the AGM	Passed with requisite majority
6.	Appointment of Mr. Rishi Pardal (DIN 02470061) as Managing Director of the Company effective from August 01, 2020, for a period of five years up to July 31, 2025. (Amendment motion passed)	Special Resolution	Remote E-voting and voting at the AGM	Passed with requisite majority
7.	Approval of payment of Commission up to one percent of the net profits of the Company, in addition to sitting fees payable to Non-Executive Directors, for a period of five years from the date of this meeting.	Ordinary Resolution	Remote E-voting and voting at the AGM	Passed with requisite majority
8.	Borrow by issuance of Commercial Paper on a private placement basis for working capital requirement and business.	Special Resolution	Remote E-voting and voting at the AGM	Passed with requisite majority

**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 <b>Annexure I</b> attached herewith)						
Public Institutions								
Public Non- Institutions								
<b>Total</b>								

Copy of Consolidated Scrutinizer Report dated August 26, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on remote e-voting and voting 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: a/a

## Agenda-wise disclosure

Resolution required: (Ordinary/Special)		Ordinary									
Whether promoter/promoter Group are interested in the Agenda/Resolution:		No									
Description of Resolution No. 1 considered		Receive, consider and adopt the audited Financial Statements of the Company (including audited consolidated Financial Statements) for the year ended March 31, 2020, and the Reports of the Auditors and Directors thereon.									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-voting		123009805	80.6004	123009805	0	0.0000	0.0000			
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000			
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000			
Public Institutions	E-voting		42844596	45.2480	42844596	0	100.0000	0.0000			
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000			
	Total	94688358	42844596	45.2480	42844596	0	100.0000	0.0000			
Public Non Institutions	E-voting		8946	0.0523	8943	3	99.9665	0.0335			
	Poll/E-voting during the AGM	17100006	1439	0.0084	1364	75	94.7880	5.2120			
	Total	17100006	10385	0.0607	10307	78	99.2489	0.7511			
Total		264405149	171246192	64.7666	171246114	78	100.0000	0.0000			

Resolution required: (Ordinary/Special)		Ordinary									
Whether promoter/promoter Group are interested in the Agenda/Resolution:		No									
Description of Resolution No. 2 considered		Declaration of Dividend @Rs.2.50/- per Equity Shares									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-voting		123009805	80.6004	123009805	0	100.0000	0.0000			
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000			
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000			
Public Institutions	E-voting		42860058	45.2643	42860058	0	100.0000	0.0000			
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000			
	Total	94688358	42860058	45.2643	42860058	0	100.0000	0.0000			
Public Non Institutions	E-voting		8946	0.0523	8945	1	99.9888	0.0112			
	Poll/E-voting during the AGM	17100006	1439	0.0084	1364	75	94.7880	5.2120			
	Total	17100006	10385	0.0607	10309	76	99.2682	0.7318			
Total		264405149	171261654	64.7724	171261578	76	100.0000	0.0000			





Agenda-wise disclosure

Resolution required: (Ordinary/Special)		Ordinary							
Whether promoter/promoter Group are interested in the Agenda/Resolution:		No							
Description of Resolution No. 3 considered		Re-appointment of Mr. Christiaan August Josef Van Steenberg (DIN 07972769) as Director of the Company, liable to retire by rotation							
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	
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-voting		123009805	80.6004	123009805	0	100.0000	0.0000	
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000	
Public Institutions	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000	
	E-voting		38859491	41.0394	36578627	2280864	94.1305	5.8695	
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000	
Public Non Institutions	Total	94688358	38859491	41.0394	36578627	2280864	94.1305	5.8695	
	E-voting		8946	0.0523	8895	51	99.4299	0.5701	
	Poll/E-voting during the AGM	17100006	1439	0.0084	1364	75	94.7880	5.2120	
Total	Total	17100006	10385	0.0607	10259	126	98.7867	1.2133	
		264405149	167261087	63.2594	164980097	2280990	98.6363	1.3637	

Resolution required: (Ordinary/Special)		Ordinary							
Whether promoter/promoter Group are interested in the Agenda/Resolution:		No							
Description of Resolution No. 4 considered		Appointment of Mr. Jan Cornelis Van der Linden (DIN 08743047) as Director of the Company, liable to retire by rotation.							
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	
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-voting		123009805	80.6004	123009805	0	100.0000	0.0000	
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000	
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000	
Public Institutions	E-voting		38859491	41.0394	36586139	2273352	94.1498	5.8502	
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000	
	Total	94688358	38859491	41.0394	36586139	2273352	94.1498	5.8502	
Public Non Institutions	E-voting		8946	0.0523	8895	51	99.4299	0.5701	
	Poll/E-voting during the AGM	17100006	1439	0.0084	1364	75	94.7880	5.2120	
	Total	17100006	10385	0.0607	10259	126	98.7867	1.2133	
Total		264405149	167261087	63.2594	164987609	2273478	98.6408	1.3592	



## Agenda-wise disclosure

Resolution required: (Ordinary/Special)			Ordinary						
Whether promoter/promoter Group are interested in the Agenda/Resolution:			No						
Description of Resolution No. 5 considered									
Category			No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Mode of Voting			123009805	80.6004	123009805	0	100.0000	0.0000
	E-voting		152616785	5381406	3.5261	5381406	0	100.0000	0.0000
	Poll/E-voting during the AGM								
Public Institutions	Total		152616785	128391211	84.1265	128391211	0	100.0000	0.0000
	E-voting			42813313	45.2150	42435470	377843	99.1175	0.8825
	Poll/E-voting during the AGM		94688358	0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	Total		94688358	42813313	45.2150	42435470	377843	99.1175	0.8825
	E-voting			8946	0.0523	8930	16	99.8211	0.1789
	Poll/E-voting during the AGM		17100006	1439	0.0084	1364	75	94.7880	5.2120
Total	Total		17100006	10385	0.0607	10294	91	99.1237	0.8763
			264405149	171214909	64.7548	170836975	377934	99.7793	0.2207

Resolution required: (Ordinary/Special)			Special					
Whether promoter/promoter Group are interested in the			No					
Description of Resolution No. 6 considered			Appointment of Mr. Rishi Pardal (DIN 02470061) as Director of the Company, not liable to retire by rotation					
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
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-voting		123009805	80.6004	123009805	0	100.0000	0.0000
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000
Public Institutions	E-voting		38859729	41.0396	38809053	50676	99.8696	0.1304
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000
	Total	94688358	38859729	41.0396	38809053	50676	99.8696	0.0000
Public Non Institutions	E-voting		8946	0.0523	8928	18	99.7988	0.2012
	Poll/E-voting during the AGM	17100006	1439	0.0084	1264	175	87.8388	12.1612
	Total	17100006	10385	0.0607	10192	193	98.1416	1.8584
Total		264405149	167261325	63.2595	167210456	50869	99.9696	0.0304





## Agenda-wise disclosure

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter Group are interested in the		No						
Description of Resolution No. 7 considered		Approval of payment of Commission up to one percent of the net profits of the Company, in addition to sitting fees payable to Non-Executive Director, for a period of five years from the date of the Annual General Meeting.						
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		123009805	80.6004	123009805	0	0.0000	0.0000
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000
Public Institutions	E-voting		38891012	41.0726	37521624	1369388	96.4789	3.5211
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000
	Total	94688358	38891012	41.0726	37521624	1369388	96.4789	3.5211
Public Non Institutions	E-voting		8946	0.0523	5515	3431	61.6477	38.3523
	Poll/E-voting during the AGM	17100006	1439	0.0084	1074	365	74.6352	25.3648
	Total	17100006	10385	0.0607	6589	3796	63.4473	36.5527
Total		264405149	167292608	63.2713	165919424	1373184	99.1792	0.8208

Resolution required: (Ordinary/Special)		Special						
Whether promoter/promoter Group are interested in the		No						
Description of Resolution No. 8 considered		Borrow by issuance of Commercial Paper on a private placement basis for working capital requirement and business.						
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		123009805	80.6004	123009805	0	100.0000	0.0000
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000
Public Institutions	E-voting		42844596	45.2480	42844596	0	100.0000	0.0000
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000
	Total	94688358	42844596	45.2480	42844596	0	100.0000	0.0000
Public Non Institutions	E-voting		8946	0.0523	8506	440	95.0816	4.9184
	Poll/E-voting during the AGM	17100006	1439	0.0084	1074	365	74.6352	25.3648
	Total	17100006	10385	0.0607	9580	805	92.2484	7.7516
Total		264405149	171246192	64.7666	171245387	805	99.9995	0.0005





Date: 26<sup>th</sup> August, 2020

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

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote 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 for the 21<sup>st</sup> Annual General Meeting of United Breweries Limited held on Wednesday, August 26, 2020 at 12.30 P.M. (IST) through video conferencing ('VC') / other audio visual means ('OVAM')**

I, Pramod SM of BMP and Co. LLP, Practising 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 remote e-voting process in respect of below mentioned resolutions proposed at the 21<sup>st</sup> Annual General Meeting of United Breweries Limited held on Wednesday, August 26, 2020 at 12.30 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.

The notice dated July 08, 2020, 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

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**BMP & Co. LLP**





are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circular dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

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.

On account of the situation arising out of COVID-19 and in terms of the MCA Circulars, the Company had sent the Annual General Meeting notice in electronic form only and the same was completed on August 05, 2020.

The remote voting commenced on Sunday, August 23, 2020 at 9.00 a.m. (IST) and ended on Tuesday, August 25, 2020 at 5.00 p.m. (IST) The e-voting services were provided by CDSL.

The e-voting facility was provided by CDSL. The votes were unblocked on August 26, 2020 around 2.06 p.m. in the presence of two witnesses, viz., Mrs. Rakshitha V, currently residing at No.60/54, 5th Cross, Javariah Garden, Thyagarajanagar, Bangalore-560028 and Ms. Surbhi Sharma currently residing at #611, Daga Spring Apartment, Flat No. S-4, Rajarajeswari Nagar-560098 who are not in employment of the Company.

The Company had also provided remote 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 Wednesday, August 19, 2020 were entitled to vote on the resolutions contained in the Notice of the AGM.



After the closure of the remote e-voting at the AGM, the report on 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 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 during the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting is restricted to 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 remote e-voting in respect of the said resolutions.

Sl. No.	Resolution	Remote E-Voting		E-voting during AGM		Total		Percentage		Result
		For	Against	For	Against	For	Against	For	Against	
1	To receive, consider and adopt the audited Financial Statements of the Company (including audited consolidated Financial Statements) for the year ended March 31, 2020, together with the Reports of	165863344	3	5382770	75	171246114	78	100.000	0	Passed

	the Auditors and Directors thereon <b>(ORDINARY RESOLUTION)</b>									
2	To declare a Dividend  <b>(ORDINARY RESOLUTION)</b>	165878808	1	5382770	75	171261578	76	100.000	0	Passed
3.	To appoint a Director in the place of Mr. Christiaan August Josef Van Steenberg (DIN 07972769), who retires by rotation and being eligible, offers himself for re-appointment  <b>(ORDINARY RESOLUTION)</b>	159597327	2280915	5382770	75	164980097	2280990	98.636	1.364	Passed



4.	Appointment of Mr. Jan Cornelis van der Linden (DIN 08743047) as Director of the Company liable to retire by rotation.  <b>(ORDINARY RESOLUTION)</b>	159604839	2273403	5382770	75	164987609	2273478	98.641	1.359	Passed
5.	Appointment of Mr. Rishi Pardal (DIN 02470061) as Director of the Company, not liable to retire by rotation.  <b>(ORDINARY RESOLUTION)</b>	165454205	377859	5382770	75	170836975	377934	99.779	0.221	Passed
6.	Appointment of Mr. Rishi Pardal (DIN 02470061) as Managing Director of the Company	161827786	50694	5382670	175	167210456	50869	99.970	0.030	Passed



	effective from August 01, 2020, for a period of five years up to July 31, 2025.  (SPECIAL RESOLUTION)									
7.	Approval of payment of Commission up to one percent of the net profits of the Company in addition to sitting fees payable to Non-Executive Directors, for a period of five years from the date of this meeting.  (ORDINARY RESOLUTION)	160536944	1372819	5382480	365	165919424	1373184	99.179	0.821	Passed



8.	Borrow by issuance of Commercial Paper on a Private Placement basis for working capital requirement and business.  (SPECIAL RESOLUTION)	165862907	440	5382480	365	171245387	805	100.000	0	Passed
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The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman 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

For BMP & Co. LLP,

Company Secretaries



Pramod S M

Designated Partner

Place: Bangalore

Date: 26<sup>th</sup> August, 2020

UDIN: F007834B000617080

FCS No: 7834

CP No: 13784

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**BMP & Co. LLP**

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

☎ : 080 26728442, ✉ : biswajit@bmpandco.com, 🌐 Website : [www.bmpandco.com](http://www.bmpandco.com), LLPIN : AAI-4194



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.

*Rakshitha V*

**Mrs. Rakshitha V**

No.60/54, 5th Cross, Javariah Garden,  
Thyagarajanagar, Bangalore-560028

*Surbhi Sharma*

**Ms. Surbhi Sharma**

#611, Daga Spring Apartment,  
Flat No. S-4, Rajarajeswari Nagar,  
Bangalore-560098

