



SCRUTINIZER'S REPORT

Date: November 08, 2022

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

Dear Sir,

I am pleased to present the report on the postal ballot, conducted through electronic means, in a fair and transparent manner and ascertaining the requisite majority on the said postal ballot carried out pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the 'Rules') as amended from time to time read with the General Circular Nos. 14/ 2020 dated April 8, 2020, 17/ 2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June, 23, 2021, 20/2021 dated December 8, 2021 and Circular No. 3/2022 dated May 5, 2022 ("collectively the 'MCA Circulars') to pass Ordinary and Special Resolution as contained in the Notice of Postal Ballot (the 'Notice') dated July 27, 2022.



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BMP & Co. LLP

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1. In terms of provisions of Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended) I, Pramod SM of BMP and Co. LLP, Practicing Company Secretaries, had been appointed as scrutinizer by the Company to conduct the remote E-Voting process and Postal Ballot as contained in the Notice dated July 27, 2022.
2. Member's approval sought for:
 - i. Appointment of Mr. Radovan Sikorsky (DIN: 09684447) as a Director of the Company with effect from August 15, 2022 liable to retire by rotation.
 - ii. Appointment of Mr. Radovan Sikorsky as Director & Chief Financial Officer of the Company (in Executive capacity) effective from August 15, 2022, for a period of 5 years up to August 14, 2027.
3. On the basis of the Register of Members and the List of Beneficiary Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on September 30, 2022 (the '**cut-off date**'), the Notice dated July 27, 2022 was dispatched to the shareholders by prescribed mode and the advertisement was published on October 04, 2022 for the original notice and on October 20, 2022 for Corrigendum to the Notice of Postal Ballot, pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 (as amended).
4. On account of the threat posed by COVID-19 and in terms of the MCA Circulars, the Company had sent the Notice in electronic form only and the same was completed on October 03, 2022 and the corrigendum to the Notice was also sent on October 19, 2022 to those members and the Beneficial Owners whose names are registered in the Register of Members as on cut-off date. Physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope was not sent to the Members for the Postal Ballot in accordance with the provisions specified under the MCA circulars. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.



5. Remote e-voting period commenced on Monday, October 10, 2022 (9.00 a.m. IST) and ended on Tuesday, November 08, 2022 (5.00 p.m. IST). The e-voting services were provided by CDSL.
6. The votes were unblocked on November 08, 2022, around 05:08 P.M. in the presence of two witnesses, viz., Ms. Surbhi Sharma currently residing at MBR Shangri-La, Harsha Layout, Kengeri Satellite Town, Bengaluru- 560059, and Mr. Priyal Jain currently residing at 253, 9th Main, Nagendra Block, Banashankari Ist Stage, Banashankari, Bengaluru, Karnataka 560085 who are not in employment of the Company.
7. Taking into account the remote e-Voting result, I report that the Ordinary and Special Resolution as contained in the Notice dated July 27, 2022, has been passed with requisite majority.

I now submit my report as under on the result of the remote e-voting in respect of the resolution contained in the Notice.

Resolution No. 1 – Ordinary Resolution

Appointment of Mr. Radovan Sikorsky (DIN: 09684447) as a Director of the Company with effect from August 15, 2022 liable to retire by rotation.

- (i) Voted “*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	340	208241952	98.1



(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	81	4022440	1.9

(iii) *Invalid Votes*

	Total Number of members exercised their votes	Total number of votes cast by them(shares)
Remote E- voting	-	-

Resolution No. 2 – Special Resolution

Appointment of Mr. Radovan Sikorsky as Director & Chief Financial Officer of the Company (in Executive capacity) effective from August 15, 2022, for a period of 5 years up to August 14, 2027.

(i) Voted “*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	342	206494332	97.28



(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	79	5770060	2.72

(iii) *Invalid Votes*

	Total Number of members exercised their votes	Total number of votes cast by them(shares)
Remote E- voting	-	-

The final analysis of the e-voting is annexed herewith as ***Annexure A***. 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.

Thanking you,
Yours faithfully

Place: Bangalore
Date: November 08, 2022
UDIN: F007834D001561243

For BMP & Co. LLP,
Company Secretaries



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

Annexure A

THE FINAL ANALYSIS OF THE E-VOTING IS AS FOLLOWS:

Resolution No.1: Appointment of Mr. Radovan Sikorsky (DIN: 09684447) as a Director of the Company with effect from August 15, 2022 liable to retire by rotation.					
Total Number of shares voted	Voted in favour	Percentage (in favour)	Voted against	Percentage (in against)	Result
212264392	208241952	98.1	4022440	1.9	Passed with requisite majority
Resolution No. 2: Appointment of Mr. Radovan Sikorsky as Director & Chief Financial Officer of the Company (in Executive capacity) effective from August 15, 2022, for a period of 5 years up to August 14, 2027.					
Total Number of shares voted	Voted in favour	Percentage (in favour)	Voted against	Percentage (in against)	Result
212264392	206494332	97.28	5770060	2.72	Passed with requisite majority

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

Thanking you,
Yours faithfully

Place: Bangalore
Date: November 08, 2022
UDIN: F007834D001561243

For BMP & Co. LLP,
Company Secretaries



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

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

Surbhi Sharma

Ms. Surbhi Sharma

MBR Shangri-La, Harsha Layout,
Kengeri Satellite Town,
Bengaluru- 560059

Priyal Jain

Mr. Priyal Jain

253, 9th Main, Nagendra Block,
Banashankari Ist Stage, Banashankari,
Bengaluru - 560085

