



## SCRUTINIZER'S REPORT

Date: May 16, 2023

To,  
The Chairman/Authorised Person,  
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 and Circular No. 11/2022 dated December 28, 2022 ("collectively the MCA Circulars") to pass Special Resolution as contained in the Notice of Postal Ballot ( the 'Notice') dated April 11, 2023.

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 April 11, 2023.



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2. Member's approval sought for:
  - Approval for appointment of Mr. Anand Kripalu (DIN: 00118324) as an Independent Director of the Company.
3. On the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on April 07, 2023 (the 'cut-off date'), the Notice dated April 11, 2023 was dispatched to the shareholders by prescribed mode and the advertisement was published on April 15, 2023 in the 'Financial Express' (in English) and 'Kannada Prabha' (in Kannada, languages) newspapers, respectively.
4. In compliance with Section 108 of the Companies Act, 2013 read with Rules made thereunder and MCA Circulars and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations"), the Company extended only remote e-voting facility to its members to enable them to cast their votes electronically instead of postal ballot form and the same was completed on May 16, 2023. 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, April 17, 2023 (9.00 a.m. IST) and ended on Tuesday, May 16, 2023 (5.00 p.m. IST). The e-voting services were provided by CDSL.
6. The votes were unblocked on May 16, 2023, around 5:08 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, 9<sup>th</sup> 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 Special Resolution as contained in the Notice dated April 11, 2023, 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 – Special Resolution

Appointment of Mr. Anand Kripalu (DIN: 00118324), as an Independent Director of the Company

(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	384	212024722	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	9	2171	0.001%

(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



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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 safekeeping.

Thanking you,

Yours faithfully

Place: Bangalore

Date: May 16, 2023

UDIN: F007834E000317484

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. Anand Kripalu (DIN: 00118324), as an Independent Director of the Company					
Total Number of shares voted	Voted in favour	Percentage (in favour)	Voted against	Percentage (in against)	Result
212026893	212024722	99.9999%	2171	0.001%	The resolution has been passed with requisite majority


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

Thanking you,  
Yours faithfully

Place: Bangalore  
Date: May 16, 2023  
UDIN: F007834E000317484

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.

**Ms. Surbhi Sharma**

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

**Mr. Priyal Jain**

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

