



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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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

