



Date: 09th April 2021

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 Extraordinary General Meeting (EGM) of United Breweries Limited held on Friday, April 09, 2021 at 12.30 P.M. (IST) through video conferencing ('VC') / other audio-visual means ('OVAM')

I, Pramod S M 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 Extra Ordinary General Meeting of United Breweries Limited held on Friday, April 09, 2021 at 12.30 P.M. (IST) through video conferencing ('VC')/other audio visual means ('OVAM'). I was also appointed as Scrutinizer to scrutinize the e-voting process during the said EGM.



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The notice dated March 10, 2021, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the EGM by the Company through electronic mode to those members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA General Circular numbers 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020 and 39/ 2020 dated December 31, 2020, (collectively referred to as “MCA Circulars”) and SEBI Circular number SEBI / HO / CFD / CIR / P / 2020 / 79 dated May 12, 2020 and SEBI / HO / CFD / CMD2 / CIR / P / 2021 / 11 dated January 15, 2021.

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 and SEBI Circulars, the Company had sent the Extraordinary General Meeting notice in electronic form only and the same was completed on March 15, 2021. The remote e_voting commenced on Tuesday, April 06, 2021 at 9.00 a.m. (IST) and ended on Thursday, April 08, 2021 at 5.00 p.m. (IST) The remote e-voting services were provided by CDSL.

The e-voting facility at the venue of the EGM was also provided by CDSL. The votes were unblocked on April 09, 2021 around 01.07 p.m. in the presence of two witnesses, viz., Ms. Surbhi Sharma, currently residing at #611, Daga Spring Apartment, Flat No. S-4, Rajarajeswari Nagar - 560098 and Mr. Nataraja Joisa A, currently residing at C/o Mahesh MN, #3958, 3rd Floor, 4th Phase, 1st Main Near Seetha Circle BSK 3rd Stage Girinagar, Bangalore-560085 who are not in employment of the Company. The Company had also provided e-voting facility to the shareholders present at the EGM 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 Friday, April 02, 2021 were entitled to vote on the resolutions contained in the Notice of the EGM.



After the closure of the e-voting at the EGM, the report on voting done at the EGM 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 EGM 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 and e-voting during the EGM on the resolutions contained in the notice of the EGM. My responsibility as scrutinizer for the remote e-voting and venue e-voting during the EGM 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 and e_voting during the EGM in respect of the said resolutions

Resolution No. 1 – As a Special Resolution - Payment of remuneration to Mr. Rishi Pardal (DIN 02470061), Managing Director of the Company for the period August 01, 2020 to March 31, 2021 beyond ceiling in case of inadequacy or absence of profits during the financial year ended March 31, 2021 arising out of the COVID impact.

(i) Voting “*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 before the EGM	177	34921508	21.054
Remote e-voting at the EGM	24	128393128	77.405
Total	201	163314636	98.459



(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 before the EGM	38	2556736	1.541
Remote e-voting at the EGM	0	0	0
Total	38	2556736	1.541

(iii) **Invalid Votes**

	Total Number of members exercised their votes	Total Number of votes cast by them(shares)
Remote e- voting before the EGM	0	0
Remote e- voting at the EGM	2	20950954
Total	2	20950954

Resolution No. 2 – As a special resolution - Payment of remuneration to the former Managing Director, Mr. Shekhar Ramamurthy (DIN 00504801) for the period April 01, 2020 to July 31, 2020 beyond ceiling in case of inadequacy or absence of profits during the financial year ended March 31, 2021 arising out of the COVID impact.

(i) Voting “*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 before the EGM	176	34921458	21.054
Remote e-voting at the EGM	25	128393178	77.405
Total	201	163314636	98.459

(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 before the EGM	38	2556736	1.541
Remote e-voting at the EGM	0	0	0
Total	38	2556736	1.541

(iii) **Invalid Votes**

	Total Number of members exercised their votes	Total Number of votes cast by them(shares)
Remote e- voting before the EGM	0	0
Remote e- voting at the EGM	2	20950954
Total	2	20950954

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

FCS No: 7834
CP No: 13784

Place: Bangalore
Date: 09th April, 2021

UDIN: F007834C000030967

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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.

Surbhi Sharma

Ms. Surbhi Sharma

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

Nataraja Joisa A

Mr. Nataraja Joisa A

C/o Mahesh MN
#3958, 3rd Floor, 4th Phase,
Near Seetha Circle BSK 3rd Stage
Girinagar, Bangalore-560085

