



UNITED BREWERIES LIMITED

### **Criteria of making payments to non-executive Directors including Independent Directors**

Non-executive directors including independent directors shall be paid a fixed remuneration which is a combination of sitting fees and commission as under:

Amount in US Dollars:

| <b>Sl. No</b> | <b>Type of Fees</b>                           | <b>Fees</b> |
|---------------|---|-------------|
| 1.            | Fixed Board base fee                          | 50,000/-    |
| 2.            | Audit Chair fixed fee                         | 25,000/-    |
| 3.            | Audit Member fixed fee                        | 15,000/-    |
| 4.            | Nomination and Remuneration Chair fixed fee   | 20,000/-    |
| 5.            | Nomination and Remuneration Member fixed fee  | 12,500/-    |
| 6.            | Other Mandatory Committees – Chair fixed fee  | 15,000/-    |
| 7.            | Other Mandatory Committees – Member fixed fee | 10,000/-    |

The above fixed remuneration shall be effective for Board, Audit Committee, and other mandatory Committees as they may be set up by the Board from time to time viz., Stakeholders Relationship Committee, Nomination and Remuneration Committee, Risk Management Committee, and Corporate Social Responsibility/ Environmental, Social & Governance Committee or such other mandatory committees as may prescribed by Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable statutes from time to time.

### **Resolution passed by Shareholders at annual general meeting held on August 26, 2020**

**RESOLVED** that the Company's Directors other than a Managing Director or Director(s) in the whole-time employment of the Company, be paid at the discretion of the Board of Directors based on the recommendation by the Nomination and Remuneration Committee, every year, a remuneration up to one percent of the net profits of the Company, in terms of the Companies Act, 2013 and Rules framed thereunder including any statutory modifications or re-enactment thereof from time to time, which amount they may apportion among themselves in any manner they deem fit, in addition to sitting fees, if any, payable to each Director for every Meeting of the Board or Committees thereof attended by him/her and that this Resolution shall remain in force for a period of five years from the date of this Meeting.