



UNITED BREWERIES LIMITED

January 09, 2019

1. The Secretary

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort

Mumbai 400 023

2. The Manager

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, 5<sup>th</sup> Floor, Plot. C/1, G Bl.

Bandra-Kurla Complex

Bandra (East)

Mumbai - 400 051

Dear Sir,

Sub: **Disclosure of Voting Results at the Extraordinary General Meeting**

In terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Regulation'), we are furnishing below the details of the voting and E-voting results at the Extraordinary General Meeting (EGM) of the Company held on January 09, 2019 in the prescribed format;

Date of the EGM/Record Date	January 09, 2019
Total number of Shareholders on record date	37064
<b>No. of shareholders present in the meeting either in person on through proxy</b> ➤ Promoter and Promoter Group: ➤ Public:	11 69
<b>No. of shareholders attended the meeting through Video Conferencing</b> ➤ Promoter and Promoter Group: ➤ Public:	Not Applicable

**Agenda-wise disclosure**

<b><u>Item No</u></b>	<b><u>Particulars</u></b>	<b><u>Resolution required</u></b>	<b><u>Mode of Voting</u></b>	<b><u>Remarks</u></b>
1.	Consent to Mr. Chhaganlal Jain (DIN 00102910), Director of the Company, to continue to hold office of Independent Director of the Company till his current tenure of appointment which ends on September 03, 2019 notwithstanding that Mr. Jain has already crossed 75 years of age	Special Resolution	E-voting	Passed with requisite majority
2.	Consent to Mr. Chugh Yoginder Pal (DIN 00106536), Director of the Company, to continue to hold office of Independent Director of the Company till his current tenure of appointment which ends on September 03, 2019 notwithstanding that Mr. Pal has already crossed 75 years of age	Special Resolution	E-voting	Passed with requisite majority

Registered & Corporate Office : UB Tower, UB City, # 24, Vittal Mallya Road, Bengaluru - 560 001, INDIA

Tel : (91-80) 39855000, 22272807, 22293333, Fax : (91-80) 22211964, 22229488

Corporate Identity Number : L36999KA1999PLC025195, Web Site : www.unitedbreweries.com, Email : ublcorporate@ubmail.com

**In case of Poll/Postal ballot/E-voting**

Promoter/ Public	Mode of Voting	No. of Shares	No. of votes polled	% of votes polled on outstanding shares	No. of Votes- in- favor	No. of Votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
Promoters and Promoter Group	- E-voting - Poll - Postal Ballot (if applicable)	Details as per <b>Annexure I</b> attached herewith.						
Public Institutions								
Public Non- Institutions								
<b>Total</b>								

A copy of Consolidated Scrutinizer Report on remote e-voting and poll at EGM is also attached herewith.

Kindly treat this as our Compliance in terms of the relevant provisions of the Regulations.

Thanking you,

Yours faithfully,  
For UNITED BREWERIES LIMITED



**GOVIND IYENGAR**  
Senior Vice President - Legal &  
Company Secretary

Encl: As above

## UNITED BREWERIES LIMITED

**Resolution 1 - SPECIAL RESOLUTION** - Consent to Mr. Chhaganlal Jain (DIN00102910), Director of the Company, to continue to hold office of Independent Director of the Company till his current tenure of appointment which ends on September 03, 2019 notwithstanding that Mr. Jain has already crossed 75 years of age.

Whether promoter/promoter Group are interested in the Agenda/Resolution: No.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	152616785	0	0.00	0	0	0.00	0.00
	Poll		123858233	81.16	123858233	0	100.00	0.00
	<b>Total</b>	<b>152616785</b>	<b>123858233</b>	<b>81.16</b>	<b>123858233</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-voting	96703426	45217297	46.76	33769552	11447745	74.68	25.32
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>96703426</b>	<b>45217297</b>	<b>46.76</b>	<b>33769552</b>	<b>11447745</b>	<b>74.68</b>	<b>25.32</b>
Public Non Institutions	E-voting	15084938	423480	2.81	7108	416372	1.68	98.32
	Poll		3712	0.02	3572	140	96.23	3.77
	<b>Total</b>	<b>15084938</b>	<b>427192</b>	<b>2.83</b>	<b>10680</b>	<b>416512</b>	<b>2.50</b>	<b>97.50</b>
<b>Total</b>		<b>264405149</b>	<b>169502722</b>	<b>64.11</b>	<b>157638465</b>	<b>11864257</b>	<b>93.00</b>	<b>7.00</b>

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**Resolution 2 - SPECIAL RESOLUTION** - Consent to Mr. Chugh Yoginder Pal (DIN00106536), Director of the Company, to continue to hold office of Independent Director of the Company till his current tenure of appointment which ends on September 03, 2019 notwithstanding that Mr. Pal has already crossed 75 years of age.

Whether promoter/promoter Group are interested in the Agenda/Resolution: No.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	152616785	0	0.00	0	0	0.00	0.00
	Poll		123858233	81.16	123858233	0	100.00	0.00
	<b>Total</b>	<b>152616785</b>	<b>123858233</b>	<b>81.16</b>	<b>123858233</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-voting	96703426	45217297	46.76	32880927	12336370	72.72	27.28
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>96703426</b>	<b>45217297</b>	<b>46.76</b>	<b>32880927</b>	<b>12336370</b>	<b>72.72</b>	<b>27.28</b>
Public Non Institutions	E-voting	15084938	423581	2.81	7209	416372	1.70	98.30
	Poll		3712	0.02	3572	140	96.23	3.77
	<b>Total</b>	<b>15084938</b>	<b>427293</b>	<b>2.83</b>	<b>10781</b>	<b>416512</b>	<b>2.52</b>	<b>97.48</b>

UNITED BREWERIES LIMITED

Total		264405149	169502823	64.11	156749941	12752882	92.48	7.52
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## SCRUTINIZER REPORT

Date: January 09, 2019

To:  
Chairman of Extraordinary General Meeting  
Authorized Representative appointed by the Chairman  
United Breweries Limited  
Level 1, UB Tower, UB City,  
#24, Vittal Mallya Road  
Bangalore-560001

Dear Sir,

**Sub:** Consolidated Scrutinizers Report on remote E-Voting conducted pursuant to the provision of Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014, and voting at the Extraordinary General Meeting of the United Breweries Limited held on Wednesday, January 09, 2019 at 10.00 A.M.

I, Mangala Rohith, Company Secretary in Practice, being appointed as Scrutinizer by the Board of Directors of United Breweries Limited, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process in respect of the below mentioned resolution proposed at the Extraordinary General Meeting of the members of United Breweries Limited held on Wednesday, January 09, 2019 at 10.00 A.M.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the company.

The Notice dated November 14, 2018 along with statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions proposed at the Extraordinary General Meeting of the members of the Company.

The shareholders of the Company holding shares as on the cutoff date of Wednesday, January 02, 2019 were entitled to vote on the resolutions as contained in the notice of the Extraordinary General Meeting.

The voting period for remote e-voting commenced on Sunday, January 06, 2019 (9.00 a.m.) and ended on Tuesday, January 08, 2019 (5.00 p.m.) and the e-voting module was blocked by NSDL thereafter.

After the closure of the voting at the Extraordinary General Meeting, the report on the said voting taken at the meeting was generated in my presence and the voting was diligently scrutinized.

**BMP & Co. LLP**

LLPIN : AAI-4194

Regd Office : # 4272, Sapthagiri, 2nd Floor, Vivekananda Park Road, Near Seetha Circle, Girinagar, Bangalore - 560 085.

☎ : 080 26728442, ✉ : biswajit@bmpandco.com, 🌐 : [www.bmpandco.com](http://www.bmpandco.com)

The votes were unblocked on January 09, 2019 at 10.49 A.M. in the presence of two witnesses, viz., Ms. Swathi V M residing Naga Prahlada Arcade, 1st Main Road, NR Colony, Basavanagudi, Bengaluru, Karnataka 560004 and Mr. Nagashanmukha N A currently residing at #153/1b, 6<sup>th</sup>, A Main, 6<sup>th</sup> Cross, Thyagarajnar, Bengaluru-560028 who are not in employment of the Company.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of the two witnesses who are not in the employment of the company and after the conclusion of the voting at the Extraordinary General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the download from the NSDL e-voting system, Poll at the meeting through electronic means (i.e. insta-poll at Extraordinary General Meeting).

I now submit my consolidated report as under on the result of the remote e- voting and insta voting at Extraordinary General Meeting through electronic means at the meeting in respect of the said resolution.

**Resolution No. 1** - Consent to Mr. Chhaganlal Jain (DIN 00102910), Director of the Company, to continue to hold office of Independent Director of the Company till his current tenure of appointment which ends on September 03, 2019 notwithstanding that Mr. Jain has already crossed 75 years of age.

(i) Voting “**infavour**” of the resolution

	<b>Total Number of members present and exercised their votes(in person or proxy)</b>	<b>Total Number of votes cast by them (shares)</b>	<b>% of total number of valid votes cast</b>
<b>Remote e- voting</b>	<b>172</b>	<b>33776660</b>	<b>19.93</b>
<b>Voting at the meeting</b>	<b>45</b>	<b>123861805</b>	<b>73.07</b>
<b>Total</b>	<b>217</b>	<b>157638465</b>	<b>93.00</b>

(ii) Voted “**against**” the resolution

	<b>Total Number of members present and exercised their votes(in person or proxy)</b>	<b>Total Number of votes cast by them (shares)</b>	<b>% of total number of valid votes cast</b>
<b>Remote e- voting</b>	<b>51</b>	<b>11864117</b>	<b>7.00</b>
<b>Voting at the meeting</b>	<b>2</b>	<b>140</b>	<b>0.00</b>
<b>Total</b>	<b>53</b>	<b>11864257</b>	<b>7.00</b>

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(iii) Invalid Votes

	Total Number of members present and exercised their votes(in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	0	0	0
Voting at the meeting	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Resolution No. 2** - Consent to Mr. Chugh Yoginder Pal (DIN 00106536), Director of the Company, to continue to hold office of Independent Director of the Company till his current tenure of appointment which ends on September 03, 2019 notwithstanding that Mr. Pal has already crossed 75 years of age.

(iv) Voting “infavour” of the resolution

	Total Number of members present and exercised their votes(in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	155	32888136	19.40
Voting at the meeting	45	123861805	73.07
<b>Total</b>	<b>200</b>	<b>156749941</b>	<b>92.47</b>

(v) Voted “against” the resolution

	Total Number of members present and exercised their votes(in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	68	12752742	7.53
Voting at the meeting	2	140	0.00
<b>Total</b>	<b>70</b>	<b>12752882</b>	<b>7.53</b>

(vi) Invalid Votes

	Total Number of members present and exercised their votes(in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	0	0	0
Voting at the meeting	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**BMP & Co. LLP**

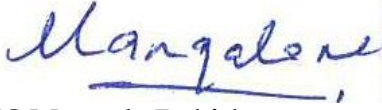
LLPIN : AAI-4194

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The Register, all other papers and relevant records relating to remote e voting and voting at the meeting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Extra - Ordinary General meeting and thereafter the same would be handed over to the Company Secretary for the safe keeping.

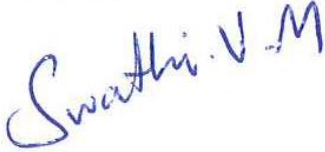
Thanking You,  
Yours faithfully,



**CS Mangala Rohith**  
**Company Secretary in Practice**  
**(Membership No.ACS:20315 C.P.No:7438)**

Date: January 09, 2019

We the undersigned witnessed that the votes were unblocked from the e-voting website of National Securities Depository Limited (NSDL) ([https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com)) in our presence.



Swathi Varada  
Naga Prahlada Arcade, 1st Main Rd, NR Colony,  
Basavanagudi, Bengaluru, Karnataka 560004



Nagashanmukha NA  
#153/1b, 6th A Main, 6th Cross, Thyagarajnar,  
Bengaluru - 560028, Karnataka

**BMP & Co. LLP**

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