



UNITED BREWERIES LIMITED

**August 11, 2023**

- |   |   |
|---|---|
| <p>1. BSE Limited<br/>Department of Corporate Service<br/>Phiroze Jeejeebhoy Towers<br/>Dalal Street<br/>Mumbai - 400 001</p> | <p>2. National Stock Exchange of India Limited<br/>Exchange Plaza<br/>Bandra-Kurla Complex<br/>Bandra (East)<br/>Mumbai – 400 051</p> |
|---|---|

Dear Sirs

Sub: **Scrutinizers' Report on Annual General Meeting**

With reference to subject, please find attach herewith a copy of Consolidated Scrutinizer Report dated August 10, 2023, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on remote e-voting and e-voting at the Annual General Meeting held on August 10, 2023.

Kindly take the same on record.

Yours faithfully

For UNITED BREWERIES LIMITED

**Amit  
Khera**

Digitally signed by  
Amit Khera  
Date: 2023.08.11  
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AMIT KHERA

Company Secretary & Compliance Officer



Date: 10<sup>th</sup> August 2023

To,  
The Chairperson,  
**United Breweries Limited**  
CIN: L36999KA1999PLC025195  
"UB Tower", UB City, 24 Vittal Mallya Road,  
Bangalore-560001

Dear Madam,

**Sub: Consolidated Scrutinizer's Report on 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 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) for the 24<sup>th</sup> Annual General Meeting ('AGM') of United Breweries Limited held on Thursday, August 10<sup>th</sup>, 2023, at 01.00 P.M. (IST) through video conferencing ('VC') / other audio-visual means ('OVAM')**

I, Pramod SM of BMP and Co. LLP, Practicing 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 e-voting process in respect of below mentioned resolutions proposed at the 24<sup>th</sup> Annual General Meeting (AGM) of United Breweries Limited held on Thursday, August 10<sup>th</sup>, 2023 at 01.00 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.



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**BMP & Co. LLP**

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

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The notice dated 9<sup>th</sup> June, 2023, 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 are registered with the Company/ Depositories, in compliance with Ministry of Corporate Affairs (MCA) vide its General Circular Nos. 14 / 2020 dated April 8, 2020 and 17 / 2020 dated April 13, 2020, followed by General Circular Nos. 20/ 2020 dated May 5, 2020, General Circular Nos. 02 / 2021 dated January 13, 2021, General Circular Nos. 19 / p2021 dated December 8, 2021, General Circular Nos. 20 / 2021 dated December 14, 2021, General Circular Nos. 02 / 2022 dated May 5, 2022, and the latest being General Circular Nos. 10 / 2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars').

Further, SEBI, vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, and January 5, 2023 ('SEBI Circulars') and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the Listing Regulations.

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.

The remote e-voting commenced on Monday, August 7<sup>th</sup>, 2023, at 9.00 a.m. (IST) and ended on Wednesday, August 9<sup>th</sup>, 2023, at 5.00 p.m. (IST).

The e-voting facility was provided by CDSL. The votes were unblocked on Thursday, August 10<sup>th</sup>, 2023, around 03:15 P.M. in the presence of two witnesses, viz., Ms. Sonali Jain, currently residing at 993, 14<sup>th</sup> cross Rd, Siddanna Layout, Banashankari Stage II, Banashankari, Bengaluru, Karnataka - 560070, and Ms. Saipriya S currently residing at Sam Atithi Pavathi, 4140, 11<sup>th</sup> Cross, Main, 80 feet Rd, near Sita Circle, 4<sup>th</sup> Phase Girinagar, Bengaluru, Karnataka - 560050 who are not in employment of the Company.





The Company had also provided 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 Thursday, August 3<sup>rd</sup>, 2023, was entitled to vote on the resolutions contained in the Notice of the AGM.

After the closure of the e-voting at the AGM, the report on e-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 e-voting 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 e-voting during the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the e-voting is restricted in 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 e-voting in respect of the said resolutions.

**RESOLUTION NO. 1 – As an Ordinary Resolution - To receive, consider and adopt the audited Financial Statements of the Company (including audited consolidated Financial Statements) for the year ended March 31, 2023, together with the Reports of the Auditors and Directors thereon.**



(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 AGM	377	216697687	99.9547
E-voting at the AGM	8	631	0.0003
<b>Total</b>	<b>385</b>	<b>216698318</b>	<b>99.955</b>

(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 AGM	5	97608	0.045
E-voting at the AGM	Nil	Nil	Nil
<b>Total</b>	<b>5</b>	<b>97608</b>	<b>0.045</b>

(iii) Invalid Votes

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	Nil	Nil
E- voting at the AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>



(iv) **Not Voted**

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	2	1697
E- voting at the AGM	Nil	Nil
<b>Total</b>	<b>2</b>	<b>1697</b>

**RESOLUTION NO. 2 – As an Ordinary Resolution - To declare a Dividend on Equity Shares for the financial year ended March 31, 2023.**

(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 AGM	380	216796961	99.9996
E-voting at the AGM	8	631	0.0003
<b>Total</b>	<b>388</b>	<b>216797592</b>	<b>99.9999</b>

(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 AGM	4	31	0.0001
E-voting at the AGM	Nil	Nil	Nil
<b>Total</b>	<b>4</b>	<b>31</b>	<b>0.0001</b>



(iii) **Invalid Votes**

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	Nil	Nil
E- voting at the AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

(iv) **Not Voted**

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	Nil	Nil
E- voting at the AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**RESOLUTION NO. 3 – As an Ordinary Resolution - To appoint a Director in the place of Mr. Christiann August Josef Van Steenberg (DIN 07972769), who retires by rotation and being eligible, offers himself for re-appointment.**

(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 AGM	352	216173722	99.7130
E-voting at the AGM	8	631	0.0003
<b>Total</b>	<b>360</b>	<b>216174353</b>	<b>99.7133</b>



(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 AGM	29	621572	0.2867
E-voting at the AGM	Nil	Nil	Nil
<b>Total</b>	<b>29</b>	<b>621572</b>	<b>0.2867</b>

(iii) Invalid Votes

	Total Number of members exercised their votes	Total Number of votes cast by them(shares)
Remote e- voting before the AGM	Nil	Nil
E- voting at the AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

(iv) Not Voted

	Total Number of members exercised their votes	Total Number of votes cast by them(shares)
Remote e- voting before the AGM	3	1698
E- voting at the AGM	Nil	Nil
<b>Total</b>	<b>3</b>	<b>1698</b>

**RESOLUTION NO. 4 – As a Special Resolution - Appointment of Mr. Subramaniam Somasundaram (DIN 01494407) as Independent Director with effect from June 4, 2023, for a term of five years i.e., up to June 03, 2028, and shall not be liable to retire by rotation.**



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**BMP & Co. LLP**

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(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 AGM	370	216793288	99.9987
E-voting at the AGM	7	630	0.0003
<b>Total</b>	<b>377</b>	<b>216793918</b>	<b>99.999</b>

(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 AGM	11	2006	0.0009
E-voting at the AGM	1	1	0.0001
<b>Total</b>	<b>12</b>	<b>2007</b>	<b>0.001</b>

(iii) Invalid Votes

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e- voting before the AGM	Nil	Nil
E- voting at the AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>



(iv) **Not Voted**

	<b>Total Number of members exercised their votes</b>	<b>Total Number of votes cast by them (shares)</b>
<b>Remote e- voting before the AGM</b>	<b>3</b>	<b>1698</b>
<b>E- voting at the AGM</b>	<b>Nil</b>	<b>Nil</b>
<b>Total</b>	<b>3</b>	<b>1698</b>

The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Chairperson 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

Place: Bangalore  
Date: 10<sup>th</sup> August 2023  
UDIN: **F007834E000779330**



  
Pramod S M  
Designated Partner

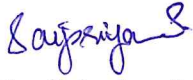
FCS No: 7834  
CP No: 13784

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.



**Ms. Sonali Jain**

993, 14<sup>th</sup> cross Rd, Siddanna Layout,  
Banashankari Stage II, Banashankari,  
Bengaluru, Karnataka - 560070



**Ms. Saipriya S**

Sam Atithi Pavathi, 4140, 11<sup>th</sup> Cross, Main,  
80 feet Rd, near Sita Circle, 4<sup>th</sup> Phase Girinagar,  
Bengaluru, Karnataka - 560050

