



UNITED BREWERIES LIMITED

September 23, 2020

1. BSE Limited
Department of Corporate Service
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

2. National Stock Exchange of India Limited
Exchange Plaza
Bandra-Kurla Complex
Bandra (East)
Mumbai - 400 051

Dear Sirs

Sub: **Proceedings of the 21st Annual General Meeting of the Company held on August 26, 2020**

In terms of clause 13 of Para A of Part A of Schedule III of Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we attached herewith Proceedings of 21st Annual General Meeting of the Company held on August 26, 2020.

Please treat this as our compliance in terms of applicable provisions.

Thanking you

Yours faithfully
For UNITED BREWERIES LIMITED

GOVIND IYENGAR
Senior Vice President - Legal &
Company Secretary

Encl: As above

UNITED BREWERIES LIMITED

Proceedings of the Twenty-First Annual General Meeting held on Wednesday, August 26, 2020 at 12.30 p.m. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)

The Company adhered to the Circulars issued by the Ministry of Corporate Affairs (‘MCA’), the Securities and Exchange Board of India (‘SEBI’) and other social distancing norms in the view of the outbreak of Covid-19 pandemic. The following were present through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)

Present:

Mr. Madhav Bhatkuly	Director
Mr. Rishi Pardal	Managing Director
Mr. A K Ravi Nedungadi	Director
Mr. Christiaan A J Van Steenberg	Director
Mr. Jan Cornelis van der Linden	Director
Mr. Sunil Alagh	Director
Mrs. Kiran Mazumdar Shaw	Director
Mr. Stephan Gerlich	Director
Mr. Govind Iyengar	Company Secretary
McDowell Holdings Limited	) By its Authorized Representative,) Mr. Arindam Ash.
UB Overseas Limited	) By its Authorized Representative,) Mr. Govind Iyengar
Scottish & Newcastle India Limited	) By their Authorized Representative,
Heineken International B.V.	) Mr. Christiaan A J Van Steenberg
Heineken UK Limited	)

52 Members were present through Video Conferencing representing 129818314 (49.10%) Equity Shares.

Mr. Madhav Bhatkuly, Chairman of the Audit Committee and Stakeholders’ Relationship Committee, Mrs. Kiran Mazumdar Shaw, Chairperson of Nomination and Remuneration Committee, Statutory Auditors and the Secretarial Auditor were present over Video Conference.

Chairman of the Meeting:

Mr. A K Ravi Nedungadi, Director proposed the name of Mr. Madhav Bhatkuly, Independent Director & Chairman of the Audit Committee to Chair this Meeting which was seconded by Mr. Christiaan A J Van Steenberg, Director and authorized representative of Heineken (Promoter Shareholder).

Thereafter, as the requisite quorum were present as per Section 103 of the Companies Act, 2013, Mr. Madhav Bhatkuly called the Meeting to order.

The Chairman Mr. Madhav Bhatkuly introduced the Board of Directors, Key Managerial Personnel and the Auditors of the Company to the shareholders who also had joined the virtual Annual General Meeting from various locations.

The Statutory Registers as per the requirement of the Companies Act, 2013, Auditors Report, Secretarial Audit Report and documents referred to in the Notice convening Annual General Meeting were electronically made available online through CDSL portal.

Thereafter, the Chairman informed the shareholders that in compliance with the provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Annual General Meeting is being conducted through Video Conferencing / Other Audio-Visual Means. The facility of e-voting has been provided by CDSL. Link for attending Annual General Meeting through Video Conferencing / Other Audio Visual Means were sent to all Members.

Since the Notice convening this Annual General Meeting has already been circulated to all the Members, the Chairman considered the Notice convening the Annual General Meeting as received and read.

The Chairman informed the Shareholders that as there were no qualifications, observations or comments in the Auditor's Report or the Secretarial Audit Report, on any financial transactions or matters which have any adverse effect on the functioning of the Company, the same are not being directed to be read out by the Company Secretary.

As the Resolutions proposed at this Annual General Meeting have already been put to vote through Remote e-Voting by the Members, the Chairman informed the Shareholders that the Resolutions need not be Proposed and Seconded by Members at this Annual General Meeting and the facility of e-voting at the Annual General Meeting is available only to Members who have not yet cast their votes by remote e-voting.

Thereafter, Mr. Madhav Bhatkuly delivered his statement and highlighted to the members an errata in the Director's Report i.e. *"at page No.16 of the Annual Report 2019-2020"* and the same was taken on record.

The Chairman of the Meeting sought the views of the following Members who had registered themselves as "Speaker Shareholders" and responded to the queries raised by them.

- | | |
|----------------------------|-----------------------------|
| 1. Mrs. H S Patel | 4. Mr. Ravi Kumar Naredi |
| 2. Mr. K Sadananda Sastry | 5. Mr. Dipankar Purkayastha |
| 3. Mr. Santosh Kumar Saraf | |

Mr. Madhav Bhatkuly then invited the Managing Director Mr. Rishi Pardal who delivered his statement on Financial Performance and business of the Company for the period under review.

The Chairman of the Meeting introduced the Resolutions ad-seriatim as per the Notice of the Annual General Meeting as follows:

ITEM NO.1: RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020, TOGETHER WITH THE REPORTS OF THE AUDITORS AND DIRECTORS THEREON.

RESOLVED that the Audited Standalone Balance Sheet as at March 31, 2020, Statements of Profit and Loss and Cash Flow for the year ended March 31, 2020, Auditor's Report thereon, together with the Report of the Directors be and are hereby adopted.

Further **RESOLVED** that the Audited Consolidated Balance Sheet as at March 31, 2020, Statements of Profit and Loss and Cash Flow for the year ended March 31, 2020, Auditor's Report thereon, together with the Report of the Directors be and are hereby adopted.

ITEM NO.2: DECLARATION OF DIVIDEND.

RESOLVED that a DIVIDEND for the financial year ended March 31, 2020 at the rate of 250%, as recommended by the Directors, be paid to:

- a. those Members whose names appear as Beneficial Owners as at the close of business hours on Wednesday, August 19, 2020 as per the list furnished by Depositories in respect of the Equity Shares held in electronic form, and
- b. those Members whose names appear in the Register of Members of the Company as on Wednesday, August 26, 2020 after giving effect to all valid Share Transfers lodged with the Company on or before Wednesday, August 19, 2020 in respect of the Equity Shares held in physical form.

ITEM NO.3: RE-APPOINTMENT OF MR. CHRISTIAAN AUGUST JOSEF VAN STEENBERGEN, AS DIRECTOR .

RESOLVED that Mr. Christiaan August Josef Van Steenberg (DIN 07972769), who retires from the Board by rotation, be and is hereby re-appointed as a Director of the Company.

ITEM NO.4: APPOINTMENT OF MR. JAN CORNELIS VAN DER LINDEN AS DIRECTOR (ORDINARY RESOLUTION).

RESOLVED that Mr. Jan Cornelis van der Linden (DIN 08743047), who was appointed by the Board of Directors as an Additional Director of the Company with effect from June 01, 2020 pursuant to Section 161 of the Companies Act, 2013 (“the Act”) and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and who is eligible for appointment, and in respect of whom, a notice in writing under Section 160 of the Act has been received by the Company from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company liable to retire by rotation.

ITEM NO.5: APPOINTMENT OF MR. RISHI PARDAL AS DIRECTOR (ORDINARY RESOLUTION).

RESOLVED that Mr. Rishi Pardal (DIN 02470061), who was appointed by the Board of Directors as an Additional Director of the Company with effect from August 1, 2020 pursuant to Section 161 of the Companies Act, 2013 (the “Act”) and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and who is eligible for appointment, and in respect of whom, a notice in writing under Section 160 of the Act has been received by the Company from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company not liable to retire by rotation.

ITEM NO.6: APPOINTMENT OF MR. RISHI PARDAL AS MANAGING DIRECTOR (SPECIAL RESOLUTION).

Mr. Madhav Bhatkuly read out the Amendment to the Resolution circulated in the Notice of AGM that had been modified so as to delete the reference of “Hongkong to Bangalore” in the said Resolution and informed that necessary newspaper notice was already issued and Stock Exchanges have been informed. The same is also available on the website of the Company.

He then proposed the modified resolution and requested the members to take the Resolution as read with above amendment motion.

RESOLVED that in terms of provisions contained in Sections 196, 197 and 203, the provisions of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), or any other statutory modification or re-enactment thereof, Mr. Rishi Pardal’s appointment as Managing Director of the Company effective from August 01, 2020, for a period of five years up to July 31, 2025 be and is hereby approved by the Members on the following terms and conditions:

1.	Basic Salary	Rs.24,75,000/- per month with such increases as may be determined by the Board of Directors of the Company from time to time as per the Rules of the Company.
2.	Personal Allowance	Rs.9,73,778/- per month with such increases as may be determined by the Board of Directors of the Company from time to time.
3.	Variable Pay	25% of agreed fixed pay per annum as per letter of appointment.
4.	Long Term Incentive Payment	33% of agreed cost to Company as per letter of appointment.
5.	Perquisites	
i)	Housing	Company leased accommodation rental value of which will be calculated at 60% of Basic Salary or House Rent Allowance calculated at the same rate.
ii)	Flexible Compensation Package - I & II	Rs.2,53,325/- per month comprising of LTA, Car Lease rental value for two cars or Company provided leased cars, Lunch vouchers, House repairs / maintenance and painting.
iii)	Flexible Compensation Package - III	Rs.18,000/- per month towards Driver’s salary or Company provided Driver in lieu thereof.
iv)	Medical reimbursement	Expenditure incurred by Mr. Rishi Pardal and his family at actuals.
v)	Club Fees	Subscription fees for two Clubs and reimbursement of expenses as per the Rules of the Company
vi)	Insurance	Premium as per the Rules of the Company covered under Group Term Life Insurance / Group Medical Policy / Personal Accident Insurance / Employee Compensation Policy and such other Policies.

vii)	Assets / Home Appliances and Furniture Loan	Mr. Rishi Pardal is entitled to purchase home appliances or personal computer up to a maximum value of Rs.2,10,000/- and also entitled for one-time purchase / loan for furniture up to a maximum value of Rs.1,50,000/- as per the Rules of the Company.
viii)	Telephone / Internet expenses	Expenditure incurred on telephone calls and internet at his residence shall be reimbursed at actuals as per the Rules of the Company.
ix)	Gas/Water/Electricity/ Fuel	Expenditure incurred on gas, water, electricity and fuel shall be reimbursed at actuals.
6.	Retiral Benefits	
i)	Provident Fund	Company's contribution to Provident Fund shall be as per the Rules of the Company and the Fund.
ii)	Superannuation Fund	Company's contribution to Superannuation Fund shall be as per the Rules of the Company and the Fund.
iii)	Gratuity	Payable in accordance with the Rules of the Company and the Fund.
Such other allowances, perquisites, amenities, facilities and benefits as per the Rules of the Company as applicable to the Managing Director and as may be permitted and approved by the Board of Directors to be paid to the Managing Director and shall be valued as per Income Tax Act & Rules, as amended from time to time.		

Further **RESOLVED** that the appointment of Mr. Rishi Pardal as Managing Director shall be subject to the approval of the Central Government, as may be required under Section 196 read with Schedule V of the Act, and his remuneration (including salary, personal allowance, performance evaluation payment, perquisites, benefits, amenities, and facilities) shall be subject to the provisions laid down in Sections 196 and 197 of the Act, and Rules framed thereunder and any other applicable Statutory provisions of the Act or any statutory modification or re-enactment thereof from time to time.

Further **RESOLVED** that in the event of absence or inadequacy of profits in any financial year, the remuneration by way of salary, personal allowance, performance evaluation payment, perquisites, benefits, amenities and facilities payable to Mr. Rishi Pardal shall be subject to the provisions prescribed under Section 197 read with Schedule V of the Act, and Rules framed thereunder and any other applicable Statutory provisions of the Act or any statutory modification or re-enactment thereof from time to time.

Further **RESOLVED** that, as a Managing Director, Mr. Rishi Pardal is entrusted with substantial powers of management of business and day to day operations which inter alia includes dealing with government and government corporations, appointing distributors, dealers, marketing and sponsorship agencies, dealing with private/public sector companies, develop intellectual property and procure registrations, enter into contracts, execute documents, agreements, writings and other negotiable, transferable instruments or securities, execute share/debenture certificates etc., affix common seal to any document, appoint agents, advisors, consultants, lawyers, counsels etc., recruit employees, organize training/development programs for employees, file representations, deal with associations, apply for memberships, undertake corporate social initiatives, form internal committees for operations, formulate policies, issue purchase orders, sign tender documents, enter into negotiations, make payments, apply for licences, permits, make applications, acquire or dispose of properties/assets, issue authorisation, powers of attorney, vakalatnama, to institute, prosecute, defend suits, writs etc. oppose, appear, appeal, compromise, refer to arbitration, abandon and enter execution in suits etc. in the ordinary course of business and perform all other functions as Managing Director and be responsible for the general conduct and management of the business and affairs of the Company subject to the superintendence, control and supervision of the Board of Directors of the Company.

Further **RESOLVED** that payment of a one-time sign-on amount of Rs.5,40,00,000/- as per the letter of appointment, actual travel cost from Hongkong to Bangalore emerging out of business exigencies arising out of COVID-19 pandemic, actual cost of institutional quarantine, and one time ex-gratia of Rs.30,00,000/- for stay of family in Hongkong made to Mr. Rishi Pardal be and are hereby ratified, as also, the actual relocation allowance and actual travel expenses for family be reimbursed / incurred by the Company.

During his tenure as a Managing Director, Mr. Rishi Pardal shall not be liable to retire by rotation.

ITEM NO.7: PAYMENT OF REMUNERATION UP TO ONE PERCENT OF THE NET PROFITS OF THE COMPANY TO THE COMPANY'S DIRECTORS OTHER THAN THE MANAGING DIRECTOR. (ORDINARY RESOLUTION)

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.

ITEM NO.8:BORROWING OF FUNDS TO AUGMENT WORKING CAPITAL REQUIREMENT BY ISSUANCE OF COMMERCIAL PAPER ON A PRIVATE PLACEMENT BASIS. (SPECIAL RESOLUTION)

RESOLVED that pursuant to applicable provisions of the Reserve Bank of India Act, 1934, Securities and Exchange Board of India Act, 1992, Foreign Exchange Management Act, 1999 (including Regulations framed thereunder, and any amendment, modification, variation or re-enactment thereof), Memorandum and Articles of Association of the Company and applicable provisions of the Companies Act, 2013, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”) to borrow from time to time, by issuance of Commercial Paper on a private placement basis, with a view to augment its working capital requirement and business, an amount not exceeding Rs.1,500 crores (Rupees One thousand five hundred crores only) in one or more tranches and documents, from the date of passing of this Resolution, on such terms & conditions as the Board may deem fit and appropriate, and the said limit of Rs.1,500 crores (Rupees One thousand five hundred crores only) shall be within the overall borrowing limit already approved by the Members.

Further **RESOLVED** that for the purpose of giving effect to this Resolution, the Board (which term shall be deemed to include its committee thereof) be and is hereby authorised to do all acts, deeds, matters and things, and approve all deeds, documents, instruments and writings, and take all steps as it may in its sole and absolute discretion deem necessary in connection with the issue of Commercial Paper.

Thereafter, the Chairman put all the above Resolutions to vote through Electronic Voting System for those Members who had not yet cast their votes through remote e-voting.

He appointed Mr. Pramod S M, Company Secretary in Practice, (Membership Number FCS 7834 CP 13784) of M/s BMP & Co LLP, Company Secretaries as Scrutinizer for the Poll through Electronic Voting System who was also appointed as Scrutinizer for remote e-voting. As per the Rules, the Scrutinizer shall submit his combined report on remote e-voting and poll within 48 hours of conclusion of the Annual General Meeting.

The Chairman informed the members that the e-voting facility was kept open for 15 minutes after the closure of the Annual General Meeting to enable the members to cast their vote and that the voting results will be announced on receipt of the scrutinizer's report which will be placed on the Company's website and sent to the stock exchanges within the prescribed time as per Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 by the Company Secretary who is authorised in this regard.

The voting results in respect of Item Nos. 1 to 8 of the Notice shall form part of the proceedings.

The Chairman then thanked the Members for their participation over video conference and announced formal closure of the 21st Annual General Meeting of the Company at 1:55 p.m.

Date of Entry: 22.09.2020

Sd/-
Chairman of the Meeting
Date: / /
Place: Bangalore

Agenda-wise disclosure

Resolution required: (Ordinary/Special)		Ordinary									
Whether promoter/promoter Group are interested in the Agenda/Resolution:		No									
Description of Resolution No. 1 considered		Receive, consider and adopt the audited Financial Statements of the Company (including audited consolidated Financial Statements) for the year ended March 31, 2020, and the Reports of the Auditors and Directors thereon.									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-voting		123009805	80.6004	123009805	0	0.0000	0.0000			
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000			
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000			
Public Institutions	E-voting		42844596	45.2480	42844596	0	100.0000	0.0000			
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000			
	Total	94688358	42844596	45.2480	42844596	0	100.0000	0.0000			
Public Non Institutions	E-voting		8946	0.0523	8943	3	99.9665	0.0335			
	Poll/E-voting during the AGM	17100006	1439	0.0084	1364	75	94.7880	5.2120			
	Total	17100006	10385	0.0607	10307	78	99.2489	0.7511			
Total		264405149	171246192	64.7666	171246114	78	100.0000	0.0000			

Resolution required: (Ordinary/Special)		Ordinary									
Whether promoter/promoter Group are interested in the Agenda/Resolution:		No									
Description of Resolution No. 2 considered		Declaration of Dividend @Rs.2.50/- per Equity Shares									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-voting		123009805	80.6004	123009805	0	100.0000	0.0000			
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000			
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000			
Public Institutions	E-voting		42860058	45.2643	42860058	0	100.0000	0.0000			
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000			
	Total	94688358	42860058	45.2643	42860058	0	100.0000	0.0000			
Public Non Institutions	E-voting		8946	0.0523	8945	1	99.9888	0.0112			
	Poll/E-voting during the AGM	17100006	1439	0.0084	1364	75	94.7880	5.2120			
	Total	17100006	10385	0.0607	10309	76	99.2682	0.7318			
Total		264405149	171261654	64.7724	171261578	76	100.0000	0.0000			



Agenda-wise disclosure

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter Group are interested in the Agenda/Resolution:		No						
Description of Resolution No. 3 considered		Re-appointment of Mr. Christiaan August Josef Van Steenberg (DIN 07972769) as Director of the Company, liable to retire by rotation						
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
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-voting		123009805	80.6004	123009805	0	100.0000	0.0000
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000
Public Institutions	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000
	E-voting		38859491	41.0394	36578627	2280864	94.1305	5.8695
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	Total	94688358	38859491	41.0394	36578627	2280864	94.1305	5.8695
	E-voting		8946	0.0523	8895	51	99.4299	0.5701
	Poll/E-voting during the AGM	17100006	1439	0.0084	1364	75	94.7880	5.2120
Total	Total	17100006	10385	0.0607	10259	126	98.7867	1.2133
		264405149	167261087	63.2594	164980097	2280990	98.6363	1.3637

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter Group are interested in the Agenda/Resolution:		No						
Description of Resolution No. 4 considered		Appointment of Mr. Jan Cornelis Van der Linden (DIN 08743047) as Director of the Company, liable to retire by rotation.						
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
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-voting		123009805	80.6004	123009805	0	100.0000	0.0000
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000
Public Institutions	E-voting		38859491	41.0394	36586139	2273352	94.1498	5.8502
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000
	Total	94688358	38859491	41.0394	36586139	2273352	94.1498	5.8502
Public Non Institutions	E-voting		8946	0.0523	8895	51	99.4299	0.5701
	Poll/E-voting during the AGM	17100006	1439	0.0084	1364	75	94.7880	5.2120
	Total	17100006	10385	0.0607	10259	126	98.7867	1.2133
Total		264405149	167261087	63.2594	164987609	2273478	98.6408	1.3592



UNITED BREWERIES LIMITED

Annexure I

Agenda-wise disclosure

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter Group are interested in the Agenda/Resolution:		No						
Appointment of Mr. Rishi Pardal (DIN 02470061) as Director of the Company, not liable to retire by rotation								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		123009805	80.6004	123009805	0	100.0000	0.0000
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000
Public Institutions	E-voting		42813313	45.2150	42435470	377843	99.1175	0.8825
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000
	Total	94688358	42813313	45.2150	42435470	377843	99.1175	0.8825
Public Non Institutions	E-voting		8946	0.0523	8930	16	99.8211	0.1789
	Poll/E-voting during the AGM	17100006	1439	0.0084	1364	75	94.7880	5.2120
	Total	17100006	10385	0.0607	10294	91	99.1237	0.8763
Total		264405149	171214909	64.7548	170836975	377934	99.7793	0.2207

Resolution required: (Ordinary/Special)		Special						
Whether promoter/promoter Group are interested in the		No						
Description of Resolution No. 6 considered								
Category	Mode of Voting	No. of shares held	Appointment of Mr. Rishi Pardal (DIN 02470061) as Director of the Company, not liable to retire by rotation					
		(1)	(2)	(3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		123009805	80.6004	123009805	0	100.0000	0.0000
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000
Public Institutions	E-voting		38859729	41.0396	38809053	50676	99.8696	0.1304
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000
	Total	94688358	38859729	41.0396	38809053	50676	99.8696	0.0000
Public Non Institutions	E-voting		8946	0.0523	8928	18	99.7988	0.2012
	Poll/E-voting during the AGM	17100006	1439	0.0084	1264	175	87.8388	12.1612
	Total	17100006	10385	0.0607	10192	193	98.1416	1.8584
Total		264405149	167261325	63.2595	167210456	50869	99.9696	0.0304



Agenda-wise disclosure

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter Group are interested in the		No						
Description of Resolution No. 7 considered		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 Director, for a period of five years from the date of the Annual General Meeting.						
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		123009805	80.6004	123009805	0	0.0000	0.0000
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000
Public Institutions	E-voting		38891012	41.0726	37521624	1369388	96.4789	3.5211
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000
	Total	94688358	38891012	41.0726	37521624	1369388	96.4789	3.5211
Public Non Institutions	E-voting		8946	0.0523	5515	3431	61.6477	38.3523
	Poll/E-voting during the AGM	17100006	1439	0.0084	1074	365	74.6352	25.3648
	Total	17100006	10385	0.0607	6589	3796	63.4473	36.5527
Total		264405149	167292608	63.2713	165919424	1373184	99.1792	0.8208

Resolution required: (Ordinary/Special)		Special						
Whether promoter/promoter Group are interested in the		No						
Description of Resolution No. 8 considered		Borrow by issuance of Commercial Paper on a private placement basis for working capital requirement and business.						
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		123009805	80.6004	123009805	0	100.0000	0.0000
	Poll/E-voting during the AGM	152616785	5381406	3.5261	5381406	0	100.0000	0.0000
	Total	152616785	128391211	84.1265	128391211	0	100.0000	0.0000
Public Institutions	E-voting		42844596	45.2480	42844596	0	100.0000	0.0000
	Poll/E-voting during the AGM	94688358	0	0.0000	0	0	0.0000	0.0000
	Total	94688358	42844596	45.2480	42844596	0	100.0000	0.0000
Public Non Institutions	E-voting		8946	0.0523	8506	440	95.0816	4.9184
	Poll/E-voting during the AGM	17100006	1439	0.0084	1074	365	74.6352	25.3648
	Total	17100006	10385	0.0607	9580	805	92.2484	7.7516
Total		264405149	171246192	64.7666	171245387	805	99.9995	0.0005

