



12<sup>th</sup> June 2024

To

**BSE Limited**

Corporate Relationship Dept.

Phiroze Jeejeebhoy Towers, Dalal Street

Mumbai 400 001

Maharashtra, India

Dear Sir/Madam,

<b>BSE Script Code</b>	<b>974276</b>
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**Sub: Intimation under Regulation 51(2) read with Part B of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

In compliance with Regulation 51 (2) of the SEBI Listing Regulations please find enclosed proceeding of an Extra Ordinary General Meeting of Inbrew Beverages Private Limited is held on 12.06.2024 at 11:00 am at 406, Kusal Bazar, 32-22, Nehru Place, New Delhi-110019.

We hereby request you to take the above information on record.

Thank You.

Yours faithfully,

For **INBREW BEVERAGES PRIVATE LIMITED**

**Ruchi Negi**

**Company Secretary**

**M.No. A39287**

**Add: A-1501, Galaxy Royale Society, Gaur City-2**

**Greater Noida West, UP-201306.**

**Inbrew Beverages Pvt. Ltd.**

(Formally known as Molson Coors India Pvt. Ltd.)

**Corporate office :** 501, 5th Floor, Block 3B, DLF Corporate Park, MG Road, Gurugram, Haryana- 122002.

**Tel.:** 0124 424 2597 • **website :** www.inbrew.com • **E-mail :** info@inbrew.com • **CIN :** U99999DL1972PTC318242

**Regd. Office :** 406, Kusal Bazar, 32-33, Nehru Place, New Delhi - 110019

**Bhankarpur (Punjab) | Saha (Haryana) | Kalaburagi (Karnataka)**

**Ghaziabad (U.P.) | Pune (Maharashtra) | Karnataka - Hassan, Hubballi, Nelamangla | Daman | Himachal Pradesh**

**INBREW BEVERAGES PRIVATE LIMITED**  
**406 KUSAL BAZAR 32-33 NEHRU PLACE NEW DELHI 110019**

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**PROCEEDINGS OF EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF INBREW BEVERAGES PRIVATE LIMITED ("COMPANY") HELD ON WEDNESDAY, 12<sup>TH</sup> DAY OF JUNE 2024 COMMENCED AT 11:00 A.M. (IST) AND CONCLUDED AT 11:30 P.M. (IST) AT 406, KUSAL BAZAR, 32-22, NEHRU PLACE, NEW DELHI-110019.**

Ms. Ruchi Negi, Company Secretary: Good Morning everyone, I welcome you all at the Extra Ordinary General Meeting (EGM) of Inbrew Beverages Private Limited. I am extremely thankful to the stakeholders and Directors for sparing their invaluable time for attending this meeting.

Mr. Vaibhav Gupta, Independent Director & Chairman of the Audit Committee and Stakeholder Relationship Committee present at the AGM

Mr. Ravinder Singh Deol, Mr. Pulla Ganesina Reddy, Mr. Manoj Kumar Kohli, and Mrs. Anjali Subhash Directors have expressed their inability to attend the EGM owing to their pre-occupation.

The Statutory Registers maintained under the Companies Act, 2013, Memorandum and Articles of Association and all other documents mentioned in the Notice are available for inspection of the Shareholders in Registered Office.

Notice of the EGM along with the explanatory statement was e-mailed to all the Shareholders and other persons. The Notice of the EGM has also been uploaded on the website of the Company.

Voting at the EGM shall be by way of show of hands in terms of the Articles of Association of the Company.

Miss. Barinder Puri, representative of Inbrew Holdings Pte Ltd is also participating in the EGM.

Since the Quorum is present, with the consent of all members, I now request Mrs. Barinder Puri, representative of Inbrew Holdings Pte Ltd to Chair the EGM of the Company and address the Shareholders.

Miss Barinder Puri, representative of Inbrew Holdings Pte Ltd, Chairman of the EGM: It is my privilege to welcome you all to the EGM of your Company. I am extremely thankful to the Directors and Shareholders for sparing their invaluable time for participating in this meeting. The Company Secretary has confirmed the presence of the requisite quorum; therefore, I call the meeting to order.

The agendas of the EGM as Special businesses are as follows:

**1. ISSUANCE OF USECURED AND UNLISTED, COMPULSORILY CONVERTIBLE DEBENTURES BY WAY OF PRIVATE PLACEMENT.**

“RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions of the Companies Act, 2013 and Rule 14(2) of Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), any other relevant provisions of the Companies Act, 2013, the memorandum and articles of association of the Company and other applicable laws, if any, the approval of the Shareholders of the Company be and is hereby accorded to offer, issue and allot upto 3,02,963 number of unsecured, compulsorily-convertible debentures at face value / issue price of INR 2,757/- per debenture (CCDs/Debentures”), aggregating to USD 10 Mn or INR equivalent thereto, on a private placement basis in 1 (one) or more tranches (“Issue”), to any existing shareholder, banks, non-banking financial institutions, mutual funds, foreign portfolio investors, financial institutions, or other eligible investors, as may be identified by the Issuer or the board of directors of the Company (“Board”), may in its sole discretion decide and do such other acts as may be required in this regard to give effect to this resolution.”

“RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, the name of the identified investor(s), (offeree of the proposed Debentures) shall be recorded by the Board for the issue of invitation to subscribe up to the said 3,02,963 Debentures of face value of INR 2,757/- and that the information memorandum (including in the format Form PAS-4 as set out under the Companies Act, 2013)/ PAS-4, be circulated together with an application form to the investors for subscribing to the Debentures in accordance with the aforesaid provisions.”

“RESOLVED FURTHER THAT the Board or any other person as duly authorized by the Board, be and is hereby jointly and severally authorised, on behalf of the Company, to finalise the terms and conditions of the Debentures and undertake all such acts, deeds, matters and things as it may deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution(s) and perfecting any security created for the Debentures including to digitally sign, file e-forms as prescribed under applicable provisions of the Companies Act, 2013 on the portal of the Ministry of Corporate Affairs and to submit all documents to the concerned authorities with respect to the same.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, consent of the Shareholders of the Company be and is hereby accorded to the Board to finalize, settle, modify/amend, and execute other debenture documents and such deeds, instruments, writings, papers, or agreements, as may be required and to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to resolve any question, difficulty or doubt that may arise in relation thereto or otherwise considered by the Board to be in the best interests of the Company, to give effect to the resolution.”

“RESOLVED FURTHER THAT a certified true copy of the foregoing resolutions certified by any director on the Board, be furnished to such other parties as may be necessary and they be requested to act thereon.”

**2. TO RE-APPOINT MRS. ANJALI SUBHASH (DIN: 00644805) AS AN INDEPENDENT DIRECTOR (ADDITIONAL DIRECTOR) FOR A TERM OF 1 YEAR EFFECTIVE FROM 31ST MARCH 2024 TILL 30TH MARCH 2025.**

“RESOLVED THAT Pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, re-appointment of Mrs. ANJALI SUBHASH (DIN: 00644805) as an Independent Additional Director of the Company be and is hereby approved for a term of 1 (one) years effective from 31<sup>st</sup> March 2024 till 30<sup>th</sup> March 2025.”

“RESOLVED FURTHER THAT Mrs. ANJALI SUBHASH to be paid a fee of Rupees 75,000 per sitting and other amount as may be approved by executive directors from time to time.”

“RESOLVED FURTHER THAT any of the Directors for the time being and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

**3. APPROVAL OF RELATED PARTY TRANSACTION.**

“RESOLVED that pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and other applicable provisions, if any, of the Companies Act, 2013 (Act), and other applicable

Rules, if any, and the Company's policy on Related Party Transactions, the approval of Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with the related party lender as mentioned in item no. 1 of the explanatory statement, for issue of Compulsory Convertible Debentures on such term(s) and condition(s) as mentioned in item no. 3 of the explanatory statement, up to a maximum value of USD 10 Million."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to the Audit Committee of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

The objectives and implications of the resolutions proposed at the EGM are stated in the Notice of the EGM & the explanatory statement and for the sake of brevity, I am not repeating the same.

Now, I request the members to raise queries, if any, on the above agendas.

As there are no queries from the members, now, I hereby order a show-off hand on the Special Businesses - Resolution Nos. 1 and 2 and 3.

The above resolutions passed unanimously.

There being no other business, the meeting concluded at 11:30 P.M. (IST) with a vote of thanks to the Chairman.