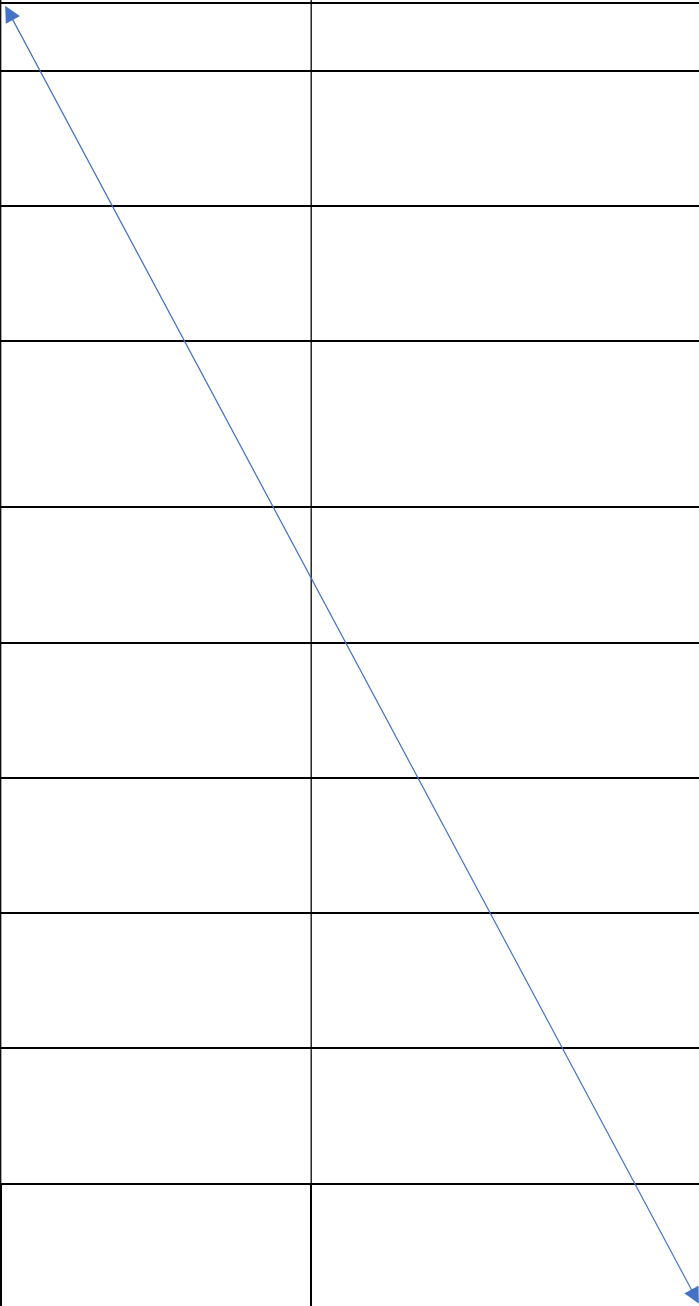


Compliance Report on Corporate Governance

Under Regulation 27 of SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:	NA	Regulation 46(2) not applicable to Debt Listed Company
a) Details of business		
b) Terms and conditions of appointment of independent directors		
c) Composition of various committees of board of directors		
d) Code of conduct of board of directors and senior management personnel		
e) Details of establishment of vigil mechanism/ Whistle Blower policy		
f) Criteria of making payments to non-executive directors		
g) Policy on dealing with related party transactions		
h) Policy for determining 'material' subsidiaries		
i) Details of familiarization programmes imparted to independent directors		
j) Email address for grievance redressal and other relevant details		

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

k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		
l) Financial results		
m) Shareholding pattern		
n) Details of agreements entered into with the media companies and/or their associates		
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange		
p) New name and the old name of the listed entity		
q) Advertisements as per regulation 47 (1)		
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments		
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year		
As per other regulations of the LODR:		
	NA	Regulation 46(2) not applicable to Debt Listed Company

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

a) Whether company has provided information under separate section on its website as per Regulation 46(2)		
b) Materiality Policy as per Regulation 30	NA	Regulation 30 not applicable to Debt Listed Company
c) Dividend Distribution policy as per Regulation 43A (as applicable)	NA	Regulation 43A not applicable to Debt Listed Company
<i>It is certified that these contents on the website of the listed entity are correct.</i>		

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	16(1)(b) & 25(6)	Yes, Mr. Vaibhav Gupta and Mrs. Anjali Subhash, appointed in terms of criteria of "Independence" and/or "eligibility"
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	No, Reg 17 Board composition required one more Independent Director, Company is in process of appointment of one more Independent Director.
<i>Meeting of board of directors</i>	17(2)	Yes, Board of directors meet more than four times in the Financial Year 2022-23.
<i>Quorum of board meeting</i>	17(2A)	Yes, Provision regarding quorum in every meeting complied with.
<i>Review of Compliance Reports</i>	17(3)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, Board will review it periodically as may be decided by board.
<i>Plans for orderly succession for appointments</i>	17(4)	Yes

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

<i>Code of Conduct</i>	17(5)	Yes, it is approved by Board of directors on their meeting dated 31.03.2023.
<i>Fees/compensation</i>	17(6)	Yes, sitting fees payable to Mr. Vaibhav Gupta and Mrs. Anjali Subhash, Independent Directors are approved by Board.
<i>Minimum Information</i>	17(7)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards. Company will ensure to comply the same from next Board Meeting.
<i>Compliance Certificate</i>	17(8)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards Compliance Certificate will be provided to board after finalisation of Financials for the year ended 31.03.2023.
<i>Risk Assessment & Management</i>	17(9)	
<i>Performance Evaluation of Independent Directors</i>	17(10)	NA, as Company appointed two Independent Director recently, evaluation process will start from this year onwards.
<i>Recommendation of board</i>	17(11)	Yes, notice of every general meeting contained Explanatory statement.
<i>Maximum number of directorships</i>	17A	Yes, all directors complied with maximum number of directorships.
<i>Composition of Audit Committee</i>	18(1)	Mr. Vaibhav Gupta, ID (Chairman) Ms. Anjali Subhash, ID Mr. Laxmi Narasimhan Krishnamurthy, MD
<i>Meeting of Audit Committee</i>	18(2)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, meeting criteria will be met this Financial Year onwards
<i>Composition of Nomination & Remuneration Committee</i>	19(1) & (2)	Ms. Anjali Subhash, ID (Chairman) Mr. Vaibhav Gupta, ID

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

		Mr. Ravinder Singh Deol, NED
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, meeting criteria will be met this Financial Year onwards
<i>Meeting of Nomination & Remuneration Committee</i>	19(3A)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, meeting criteria will be met this Financial Year onwards
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes Mr. Vaibhav Gupta, ID (Chairman) Mr. Pulla Ganesina Reddy, ED Mr. Laxmi Narasimhan Krishnamurthy, MD
<i>Meeting of Stakeholder Relationship Committee</i>	20 (3A)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, meeting criteria will be met this Financial Year onwards
<i>Composition and role of Risk Management Committee</i>	21(1),(2),(3),(4)	Yes Ms. Anjali Subhash, ID (Chairman) Mr. Pulla Ganesina Reddy, ED Mr. Som Nath, Director-Finance
<i>Meeting of Risk Management Committee</i>	21(3A)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, meeting criteria will be met this Financial Year onwards
<i>Vigil Mechanism</i>	22	Yes Company has Speak up provision under its code of business conduct.
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, approval will be sought before such transaction.
<i>Approval for material related party transactions</i>	23(4)	NA, as it becomes mandatory for debt listed company from

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

		31 st March 2023 onwards, approval will be sought before such transaction.
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	NA, No subsidiary company.
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	NA, No subsidiary company.
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	NA, No subsidiary company.
<i>Annual Secretarial Compliance Report</i>	24(A)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, Annual Secretarial Compliance Report for FY 2022-23 will be obtained within due date.
<i>Alternate Director to Independent Director</i>	25(1)	Yes, no such appointment.
<i>Maximum Tenure</i>	25(2)	Yes, All Independent directors are appointed with a maximum tenure of 5 years.
<i>Meeting of independent directors</i>	25(3) & (4)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, meeting criteria will be complied with from this FY onwards.
<i>Familiarization of independent directors</i>	25(7)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, familiarization programs will be provided from this FY onwards.
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes, already obtained
<i>Directors and Officers insurance</i>	25(10)	Yes, Company has D&O Policy covering all directors, however Mrs. Anjali Subhash who appointed on 31 st March 2023, will be included within due time.
<i>Memberships in Committees</i>	26(1)	Yes, all directors committee membership are within the prescribed limit.

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

Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	NA, as it becomes mandatory for debt listed company from 31 st March 2023 onwards, we will take confirmation by end of this April month.
Disclosure of Shareholding by Non-Executive Directors	26(4)	NA, Omitted by the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2021 w.e.f. 5.5.2021.
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes, Disclosures pertaining to directors and senior management with regards to their committee position obtained at the time of their appointment and related to transactions having conflict of interest will be disclosed within the month of April.

Note

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.

Name & Designation

Ruchi Negi

Company Secretary / Compliance Officer / Managing Director / CEO / CFO

M.No.A39287

Add: J-56, F-1, F/F, Dilshad Colony, Delhi-110095

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