

UNITED SPIRITS

A DIAGEO Group Company

United Spirits Limited
Registered Office:
UB Tower
#24 Vittal Mallya Road
Bangalore 560 001

Tel +91 80 3985 6500
www.unitedspirits.in

January 9, 2016

Department of Corporate Services
BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai 400 01

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra East,
Mumbai 400 051

Dear Sir,

Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 of Voting Results of the Postal ballot which closed on January 7, 2016

As per the requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, we are furnishing below the details of the voting results of the postal ballot of the Company which closed on January 7, 2016. In the absence of the format for declaration of result under the Regulations, the following results have been presented in the existing format under erstwhile clause 35 of the then listing agreement:

United Spirits Limited		
<u>Date of Postal Ballot Result :</u>		
08.01.2016		
<u>No of Share Holders As on Record Date (cut off date) :</u>		
85050		
<u>No of Share Holders Cast their Vote through</u>		
<u>E-voting</u>	612	

Corporate Identity Number : L01551KA1999PLC024991

Email id: contactus@unitedspirits.in

Fax: 91-80 3985 6862, 3985 6959, 3985 6607

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Physical Ballot	567	
No of Votes Cast by		
Promoters and Promoter Group	7	
Public	1172	

Details of the Agenda:

Item No.	Particulars	Resolution required	Mode of Voting	Remarks
1.	Resolution 1 Special Resolution for the consent and approval of the shareholders of the Company to give guarantee and/ or provide security in connection with a bank loan to be availed by Pioneer Distilleries Limited ("PDL"), a Subsidiary of the Company, up to Rs. 100 crores from Standard Chartered Bank or such other bank or banks as the Board may decide from time to time; such loan having a repayment period of maximum of three years at guarantee commission of 0.5% per annum.	Special	E-voting & Postal Ballot	Passed with requisite majority

In case of Poll/Postal Ballot/E-voting:

Whether promoter/promoter Group are interested in the Agenda/Resolution: NO								
Categ ory	Mo de of Vot ing	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding	No. of Votes in favour (4)	No. of Votes again st (5)	% of Votes in favour on votes	% of Votes against on votes polled

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				shares (3)=[(2)/(1)] *100			polled (6)=[(4)/(2)] *100	(7)=[(5) /(2)]*1 00
Promo ter and Promo ter Group	E- voti ng	85411679	79612346	93.21	79612346	0	100.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Pos tal Ball ot (if ap pli ca ble)		5783118	6.77	5783118	0	100.00	0.00
	Total	85411679	85395464	99.98	85395464	0	100.00	0.00
Public Institut ions	E- voti ng	41504151	21371054	51.49	20829638	541416	97.47	2.53
	Poll		0	0	0	0	0.00	0.00
	Pos tal Ball ot (if ap pli ca ble)		0	0	0	0	0.00	0.00

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	Total	41504151	21371054	51.49	20829638	541416	97.47	2.53
Public Non Institutions	E-voting	18411913	252601	1.37	247437	5164	97.96	2.04
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		3509647	19.06	3504487	5160	99.85	0.15
	Total	18411913	3762248	20.43	3751924	10324	99.73	0.27
Total		145327743	110528766	76.05	109977026	551740	99.50	0.50

A copy of the Report of Scrutinizer is also attached in terms of the Companies (Management and Administration) Rules, 2014, duly countersigned digitally by Mr. Anand Kripalu, Managing Director and CEO.

Thanking you,

Yours faithfully,
for **UNITED SPIRITS LIMITED**

RAMACHANDRAN
VENKATESAN IYER

Digitally signed by RAMACHANDRAN VENKATESAN IYER
DN: c=IN, ou=Personal, postalCode=560075, st=Karnataka, serialNumber=H906315073717867419ea185027ae95e, ac39f57c7f6ec32c866c76de160853e1, cn=RAMACHANDRAN VENKATESAN IYER
Date: 2016.08.09 09:35:02 +05'30'

V. RAMACHANDRAN
Company Secretary

Encl: a/a

This Document is digitally signed and does not require signatures

Corporate Identity Number : L01551KA1999PLC024991

Email id: contactus@unitedspirits.in

Fax: 91-80 3985 6862, 3985 6959, 3985 6607



Sudhir V Hulyalkar
Company Secretary

REPORT OF SCRUTINIZER

To:

The Chairman

Board of Directors

UNITED SPIRITS LIMITED

(CIN: L01551KA1999PLC024991)

Registered Office: "UB Tower", #24,

Vittal Mallya Road,

Bangalore – 560001

I, Sudhir V Hulyalkar, Company Secretary in practice, having my office at 16/8, Ground Floor, 2nd Cross, Gupta Layout, South End Road, Basavangudi, Bangalore – 560004 had been appointed as the Scrutinizer by the board of directors at their meeting held on November 2, 2015 for the purpose of scrutinising the postal ballot process and submit my report in respect of the following resolution:

Special Resolution:

To give guarantee and/ or provide security in connection with a loan to be availed by Pioneer Distilleries Limited, a Subsidiary of the Company:

"RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and Rules made thereunder and other laws, and subject to such other approvals, consents, permissions

Sudhir V Hulyalkar
Company Secretaries
16/8, Ground Floor, 2nd Cross,
Gupta Layout, South End Road,
Basavangudi, Bangalore -560004
Tel : 080 26640932, Mobile: 9844266159
E mail: sudhir.compsec@gmail.com

and sanctions of any authorities as may be necessary, consent and approval of the shareholders of the Company be and is hereby accorded to the Company, to give guarantee and/ or provide security in connection with a loan to be availed by Pioneer Distilleries Limited ("PDL"), a Subsidiary of the Company, up to Rs. 100 crores (Rupees One Hundred Crores only) from Standard Chartered Bank or such other bank or banks as the Board may decide from time to time; such loan having a repayment period of maximum of three years at guarantee commission of 0.5% per annum payable by PDL to the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company ("Board") is hereby authorised to do all such acts, matters, deeds and things as the Board may consider necessary, expedient or desirable and to execute the documents, deeds or writings required to be made and to do all acts, deeds and things as it may in its absolute discretion deem necessary, proper or desirable, including to settle any question, difficulty or doubt that may arise in respect of such guarantees/ securities given or provided by the Company as the case may be.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any of its powers conferred by the above resolution to any director or directors or to any committee of directors or any other officer or officers of the Company to give effect to the above resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects."

As required by Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014, I submit my report as under:



1. I declare and confirm that I am not in the employment of the Company and the Board is of opinion that I can conduct the postal ballot process in a fair and transparent manner.
2. I have given my consent to act as the scrutinizer for the postal ballot under reference.
3. Dispatch of the postal ballot forms, communication for procedure for voting on resolution through physical postal ballot or voting by electronic means (e-voting) was made by the Company to the shareholders whose names appear on the Register of Shareholders/record of depositories as on November 27, 2015 by sending individual notices and postal ballot forms and by way of advertisement in news papers and also by placing the notice in the website of the Company.
4. The shareholders were also provided the facility to cast their vote by electronic means (e-voting) through website <https://www.evoting.nsdl.com>.
5. The company has also sent the postal ballot papers along with the Notice pursuant to these provisions, containing draft resolutions, explanatory statement and instructions on voting procedure, postal ballot forms and prepaid envelope and also with the instructions regarding exercising the vote by postal ballot and to return the ballot paper in the prepaid envelope addressed to:

Mr. Sudhir V Hulyalkar
Scrutinizer
Integrated Enterprises (India) Limited
30, Ramana Residency, 4th Cross,
Sampige Road, Malleswaram,
Bangalore – 560003

or by voting through electronics means through above website, so as to ensure that votes reach the Scrutinizer on or before 5.00 p.m. on January 7, 2016 ("Last Date").



6. The postal ballot forms received back were kept under my safe custody before commencing the scrutiny of such postal ballot forms.
7. The postal ballot forms were duly opened by me and scrutinized and shareholding was matched / confirmed with the register of members of the Company as on November 27, 2015.
8. In total I have received 567 postal ballot forms from the shareholders and shareholders with 612 Folio/s Client IDs exercised their voting through e-voting.
9. I have physically verified the self addressed pre-paid postal envelopes received as above and I have placed my signature thereon.
10. I have scrutinized the postal ballot papers received and votes casted through e-voting and I have maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 and submit the results of Postal Ballot as under:

RESOLUTION- as mentioned above: To give guarantee and/ or provide security in connection with a loan to be availed by Pioneer Distilleries Limited, a Subsidiary of the Company (Special Resolution)

i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast(Shares)	% of total number of valid votes cast
941	10,99,77,026	99.50

ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast(Shares)	% of total number of valid votes cast
155	5,51,740	0.50

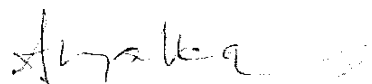
iii) Invalid votes:

Number of members	Number of shares	Reasons for treating as Invalid
83	14,77,387	Not Voted, Voted in places both for and against, non submission of proper authorizations - POA or Board Resolution as per instructions in the notice of postal ballot, not signing of the ballot paper, signature mismatch

11. The Register, all other papers and relevant records relating to postal ballot shall remain in our safe custody until the Chairman considers, approves and signs the Minutes and thereafter the same shall be handed over to the Company Secretary for safe keeping.

12. You may accordingly declare the result of the Voting by Postal Ballot.

Thanking You


SUDHIR V. HULYALKAR
 Company Secretary in Practice
 SCRUTINIZER FOR POSTAL BALLOT
 FCS No.: 6040 CP No.: 6137

Place: Bangalore
 Date: 08/01/2016

CERTIFIED TRUE COPY
 FOR UNITED SPIRITS LIMITED

RAMACHANDRAN
 VENKATESAN IYER

V. RAMACHANDRAN

COMPANY SECRETARY

COUNTERSIGNED
 FOR UNITED SPIRITS LIMITED

ANAND T KRIPALU

MANAGING DIRECTOR AND CEO

Digitally signed by ANAND T KRIPALU
 DN: cn=ANAND T KRIPALU, postalCode=560076, st=Maharashtra,
 serialNumber=4510, postalCode=560076, st=Maharashtra,
 c=IN, o=United Spirits Limited, ou=United Spirits Limited, email=anand.t.kripalu@unitedspirits.com,
 date=2016.01.08 09:42:46 +05'30'