

United Spirits Limited
Registered Office:
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September 01, 2017

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (East)
Mumbai - 400 051

BSE Limited
(Regular Office & Corporate Relations Dept)
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Sub: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 of Voting Results of the 18th Annual General Meeting held on August 30, 2017

Pursuant to the requirements of Regulation 44(3) of the Securities and Exchange Board of India(Listing Obligations and Disclosure requirements) Regulations, 2015, enclosed herewith voting results of the 18th Annual General Meeting(AGM) of the Company held on August 30, 2017 in the prescribed format. A copy of the report of the Scrutinizer is also attached herewith.

Thanking you,

Yours faithfully
for **UNITED SPIRITS LIMITED**



V Ramachandran
Company Secretary

Encl: a/a

**FORMAT FOR VOTING RESULTS AS PER REGULATION 44(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Date of AGM	August 30, 2017
Total number of shareholders on record date	82539
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	0
Public	191
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	0
Public	0

ITEM. No.1

Resolution required: (Ordinary/Special)	Ordinary Resolution	To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) for the financial year ended March 31, 2017, and the Reports of the Directors and Auditors thereon.
Whether promoter/ promoter group are interested in the agenda/resolution?		NO

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
Promoters & Promoter Group	E-Voting	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
	POLL							
	Total	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
Public - Institutions	E-Voting	41333840	28502498	68.9568	27634890	867608	96.9560	3.0440
	POLL							
	Total	41333840	28502498	68.9568	27634890	867608	96.9560	3.0440
Public – Non Institutions	E-Voting	19009474	3971534	20.8924	3971522	12	99.9997	0.0003
	POLL		6342	0.0334	6332	10	99.8423	0.1577
	Total	19009474	3977876	20.9258	3977854	22	99.9994	0.0006
Total		145327743	112092720	77.1310	111225090	867630	99.2260	0.7740



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ITEM.No.2

Resolution required: (Ordinary/Special)	Ordinary Resolution	To Appoint a Director in place of Mr. Vinod Rao (DIN: 01788921), who retires by rotation and being eligible, offers himself for re-appointment
Whether promoter/promoter group are interested in the agenda/resolution?		NO

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
Promoters & Promoter Group	E-Voting	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
	POLL							
	Total	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
Public - Institutions	E-Voting	41333840	29036822	70.2495	25178822	3858000	86.7134	13.2866
	POLL							
	Total	41333840	29036822	70.2495	25178822	3858000	86.7134	13.2866
Public - Non Institutions	E-Voting	19009474	3971534	20.8924	3971422	112	99.9972	0.0028
	POLL		6342	0.0334	6007	335	94.7178	5.2822
	Total	19009474	3977876	20.9258	3977429	447	99.9888	0.0112
Total		145327743	112627044	77.4987	108768597	3858447	96.5741	3.4259



ITEM.No.3

Resolution required: (Ordinary/Special)	Ordinary Resolution	To ratify appointment of Price Waterhouse & Co Chartered Accountants LLP (FRN304026E/ E-300009) as Statutory Auditors of the Company and to fix their remuneration
Whether promoter/promoter group are interested in the agenda/resolution?		NO

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
Promoters & Promoter Group	E-Voting	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
	POLL							
	Total	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
Public - Institutions	E-Voting	41333840	28278311	68.4144	7452995	20825316	26.3559	73.6441
	POLL							
	Total	41333840	28278311	68.4144	7452995	20825316	26.3559	73.6441
Public – Non Institutions	E-Voting	19009474	3971534	20.8924	3971031	503	99.9873	0.0127
	POLL		6342	0.0334	6202	140	97.7925	2.2075
	Total	19009474	3977876	20.9258	3977233	643	99.9838	0.0162
Total		145327743	111868533	76.9767	91042574	20825959	81.3835	18.6165



ITEM.No.4

Resolution required: (Ordinary/Special)	Ordinary Resolution	Appointment of Mr Randall Ingber(DIN: 07529943) as a Director.
Whether promoter/promoter group are interested in the agenda/resolution ?		NO

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
Promoters & Promoter Group	E-Voting	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
	POLL							
	Total	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
Public - Institutions	E-Voting	41333840	29036822	70.2495	27356547	1680275	94.2133	5.7867
	POLL							
	Total	41333840	29036822	70.2495	27356547	1680275	94.2133	5.7867
Public - Non Institutions	E-Voting	19009474	3971534	20.8924	3971422	112	99.9972	0.0028
	POLL		6342	0.0334	6107	235	96.2945	3.7055
	Total	19009474	3977876	20.9258	3977529	347	99.9913	0.0087
Total		145327743	112627044	77.4987	110946422	1680622	98.5078	1.4922



ITEM No.5

Resolution required: (Ordinary/Special)	Ordinary Resolution	Appointment of Mr. John Thomas Kennedy (DIN: 07529946) as a Director.
Whether promoter/promoter group are interested in the agenda/resolution?		

NO

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
Promoters & Promoter Group	E-Voting	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
	POLL							
	Total	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
Public - Institutions	E-Voting	41333840	29036822	70.2495	27743854	1292968	95.5471	4.4529
	POLL							
	Total	41333840	29036822	70.2495	27743854	1292968	95.5471	4.4529
Public - Non Institutions	E-Voting	19009474	3971534	20.8924	3971422	112	99.9972	0.0028
	POLL		6342	0.0334	5704	638	89.9401	10.0599
	Total	19009474	3977876	20.9258	3977126	750	99.9811	0.0189
Total		145327743	112627044	77.4987	111333326	1293718	98.8513	1.1487



ITEM. No.6

Resolution required: (Ordinary/Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution?	Appointment of Mr Vegulaparanan Kasi Viswanathan (DIN: 01782934) as an Independent Director.
	NO

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
Promoters & Promoter Group	E-Voting POLL Total	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
Public - Institutions	E-Voting POLL Total	41333840	29036822	70.2495	79612346	1933453	93.3414	6.6586
Public – Non Institutions	E-Voting POLL Total	19009474	3971534	20.8924	3971422	112	99.9972	0.0028
Total		145327743	3977876	20.9258	3977259	617	99.9845	0.0155
			112627044	77.4987	110692974	1934070	98.2828	1.7172



ITEM.No.7

Resolution required: (Ordinary/Special)	Ordinary Resolution	Appointment of Mr Sanjeev Churiwala(DIN: 00489556) as a Director.
Whether promoter/promoter group are interested in the agenda/resolution ?		NO

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
Promoters & Promoter Group	E-Voting POLL Total	84984429 84984429	79612346 79612346	93.6787 93.6787	79612346 79612346	0	100.0000 100.0000	0.0000 0.0000
Public - Institutions	E-Voting POLL Total	41333840 41333840	29036822 29036822	70.2495 70.2495	27356547 27356547	1680275 1680275	94.2113 94.2113	5.7867 5.7867
Public - Non Institutions	E-Voting POLL Total	19009474 19009474	3971534 3977876	20.8924 20.9258	3971217 3977049	317 827	99.9920 99.9792	0.0080 0.0208
Total		145327743	112627044	77.4987	110945942	1681102	98.5074	1.4926



ITEM.No.8

Resolution required: (Ordinary/Special)	Special Resolution	Appointment of Mr Sanjeev Churiwala(DIN: 00489556) as an Executive Director and Chief Financial Officer.
Whether promoter/promoter group are interested in the agenda/resolution?		NO

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
Promoters & Promoter Group	E-Voting POLL	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
	Total	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
Public - Institutions	E-Voting POLL	41333840	29036822	70.2495	28169214	867608	97.0120	2.9880
	Total	41333840	29036822	70.2495	28169214	867608	97.0120	2.9880
Public - Non Institutions	E-Voting POLL	19009474	3971534	20.8924	3971422	112	99.9972	0.0028
	Total	19009474	3977876	20.9258	3977059	817	99.9795	0.0205
Total		145327743	112627044	77.4987	111758619	868425	99.2289	0.7711



ITEM. No.9

Resolution required: (Ordinary/Special)	Special Resolution	Authority to offer and issue unsecured unlisted Redeemable Non- Convertible Debentures, in one or more tranches on Private Placement Basis.
Whether promoter/promoter group are interested in the agenda/resolution?		NO

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
Promoters & Promoter Group	E-Voting POLL	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
	Total	84984429	79612346	93.6787	79612346	0	100.0000	0.0000
Public - Institutions	E-Voting POLL	41333840	29036822	70.2495	27520787	1516035	94.7789	5.2211
	Total	41333840	29036822	70.2495	27520787	1516035	94.7789	5.2211
Public - Non Institutions	E-Voting POLL	19009474	3971534	20.8924	3971230	304	99.9923	0.0077
	Total	19009474	3977876	20.9258	3976962	914	99.9770	0.0230
Total		145327743	112627044	77.4987	111110095	1516949	98.6531	1.3469





Sudhir V Hulyalkar
Company Secretary

To

Date: 01/09/2017

The Chairman,
Eighteenth Annual General Meeting of the Members of
UNITED SPIRITS LIMITED
(CIN: L01551KA1999PLC024991)
'UB Tower' # 24, Vittal Mallya Road, Bangalore - 560001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management & Administration) Rules, 2014 and voting at Eighteenth Annual General Meeting of UNITED SPIRITS LIMITED held on Wednesday, 30th August 2017 at 4:00 PM.

I, Sudhir V Hulyalkar, Company Secretary in Practice, appointed as the Scrutinizer by the Board of Directors of United Spirits Limited, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process and voting by ballot at the Meeting in respect of the below mentioned resolutions placed before the shareholders at the Eighteenth Annual General Meeting of United Spirits Limited held on Wednesday, August 30, 2017 at 4:00 PM, submit my report as under:

1. The Notice dated July 23, 2017 along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions placed at the Eighteenth Annual General Meeting of the Company.



2. The Company had availed the e-voting facility offered by the Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
3. The shareholders of the Company holding shares as on the cut-off date (record date) of August, 24 2017 were entitled to vote on the resolutions as contained in the Notice of the Eighteenth Annual General Meeting.
4. The voting period for remote e-voting commenced on Sunday, August 27, 2017 at 9:00 AM and ended on Tuesday, August 29, 2017 5:00 PM and the CDSL e-voting platform was blocked thereafter.
5. The Company has also provided voting facility by ballot to the shareholders present at the Eighteenth Annual General Meeting, who did not cast their vote earlier through remote e-voting facility.
6. After the time fixed for the voting at meeting by the Chairman, two ballot boxes kept for polling were locked in my presence.
7. Immediately after conclusion of voting at meeting, the locked ballot boxes were opened by me in presence two witnesses and poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
8. Thereafter the votes cast through remote e-voting was unblocked by me in the presence of two witnesses not in the employment of the Company and scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services Limited (CDSL) e-voting system.
9. In the case of voting at meeting, ballot papers with no votes casted are considered as invalid and in the case of remote e-voting, those votes, for which no proper authorisations (Board Resolution or Power of Attorney by Institutional or corporate shareholders) were provided, are considered as invalid.

I now submit my consolidated Report on the result of the remote e-voting and voting by ballot at the meeting in respect of the Resolutions as below:



Resolution 1: Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) for the financial year ended March 31, 2017 and the Report of the Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
404	11,12,25,090	99.23

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
11	8,67,630	0.77

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,821

Resolution 2: Ordinary Resolution:

To appoint a Director in place of Mr. Vinod Rao (DIN-01788921), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
354	10,87,68,597	96.57



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
71	38,58,447	3.43

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,821

Resolution 3: Ordinary Resolution:

To ratify the appointment of Price Waterhouse & Co Chartered Accountants LLP (FRN304026E/ E-300009) as Auditors of the Company and to fix their remuneration:

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
184	9,10,42,574	81.38

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
235	2,08,25,959	18.62

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,821



Resolution 4: Ordinary Resolution:

Appointment of Mr. Randall Ingber (DIN: 07529943) as a Director:

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
398	11,09,46,422	98.51

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
24	16,80,622	1.49

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,821

Resolution 5: Ordinary Resolution:

Appointment of Mr. John Thomas Kennedy (DIN-07529946) as a Director:

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
397	11,13,33,326	98.85



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
25	12,93,718	1.15

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,821

Resolution 6: Ordinary Resolution:

Appointment of Mr. Vegulaparanan Kasi Viswanathan (DIN- 01782934) as an Independent Director:

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
400	11,06,92,974	98.28

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
22	19,34,070	1.72

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,821



Resolution 7: Ordinary Resolution:

Appointment of Mr. Sanjeev Churiwala (DIN: 00489556) as a Director:

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
395	11,09,45,942	98.51

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
27	16,81,102	1.49

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,821

Resolution 8: Special resolution

Appointment of Mr. Sanjeev Churiwala (DIN -00489556) as an Executive Director and Chief Financial Officer:

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
405	11,17,58,619	99.23



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
17	8,68,425	0.77

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,821

Resolution 9: Special Resolution

Authority to offer and issue unsecured unlisted Redeemable Non- Convertible Debentures, in one or more tranches on private placement basis:

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
374	11,11,10,095	98.65

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
50	15,16,949	1.35

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,821



10. The registers and all other papers relating to voting by electronic means and ballot or poll papers shall remain in my custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You

Yours faithfully



Sudhir V Hulyalkar

Company Secretary in Practice

FCS: 6040 CP No.: 6137

(Scrutinizer)



Countersigned by Anand Kripalu,
Managing Director and Chief Executive Officer

**ANAND T
KRIPALU**

Digitally signed by ANAND T KRIPALU
DN: c=IN, o=Personal, postalCode=400011,
st=Maharashtra,
2.5.4.20=2cbb19b893926ff82addaf70d60ad
89ce8af3b63a602f3ad4b613f58468645ea,
serialNumber=6f5f9c26e1466ae94365483f2
fef75ec85d8eba9b88c38095960d7d331752
4c3, cn=ANAND T KRIPALU
Date: 2017.09.01 16:33:46 +05'30'