

DIAGEO

INDIA

United Spirits Limited

Registered Office:
UB Tower
#24 Vittal Mallya Road
Bengaluru 560 001
Tel: +91 80 2221 0705
Fax: +91 80 3985 6862
www.diageoindia.com

August 22, 2019

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

BSE Limited
(Regular Office & Corporate Relations Dept)
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 532432

Sir/Madam,

Sub: Disclosure of voting results of the 20th Annual General Meeting (AGM) of the Company held on August 21, 2019 pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to the requirements of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are uploading the details of the voting results of the 20th Annual General Meeting (AGM) of the Company held on August 21, 2019 along with the Scrutinizer's Report.

Please take the same in your record.

For **United Spirits Limited**



V Ramachandran
Company Secretary

Encl: As above



Voting results	
Record date	14-08-2019
Total number of shareholders on record date	112646
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	201
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	8

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) for the financial year ended March 31, 2019 and the Report of the Directors and Auditors thereon				
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	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
Public- Institutions	E-Voting	217893540	155709259	71.4612	155709259	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	217893540	155709259	71.4612	155709259	0	100.0000	0.0000
Public- Non Institutions	E-Voting	99645090	1608515	1.6142	1607205	1310	99.9186	0.0814
	Poll		17320779	17.3825	17320754	25	99.9999	0.0001
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	99645090	18929294	18.9967	18927959	1335	99.9929	0.0071
Total		726638715	572700283	78.8150	572698948	1335	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr Vinod Rao (DIN 01788921), who retires by rotation and being eligible, offers himself for re-appointment.				
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	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		409100085	398061730	97.3018	398061730	0	100.0000
Public-Institutions	E-Voting	217893540	154210827	70.7735	145037214	9173613	94.0513	5.9487
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		217893540	154210827	70.7735	145037214	9173613	94.0513
Public- Non Institutions	E-Voting	99645090	1608515	1.6142	1607105	1410	99.9123	0.0877
	Poll		17320779	17.3825	17320754	25	99.9999	0.0001
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		99645090	18929294	18.9967	18927859	1435	99.9924
Total		726638715	571201851	78.6088	562026803	9175048	98.3937	1.6063
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr Anand Kripalu (DIN: 00118324) as a Managing Director and Chief Executive Officer of the Company for a further period of three years:				
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	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		409100085	398061730	97.3018	398061730	0	100.0000
Public-Institutions	E-Voting	217893540	154128959	70.7359	154128959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		217893540	154128959	70.7359	154128959	0	100.0000
Public- Non Institutions	E-Voting	99645090	1608515	1.6142	1607105	1410	99.9123	0.0877
	Poll		17320779	17.3825	17320736	43	99.9998	0.0002
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		99645090	18929294	18.9967	18927841	1453	99.9923
Total		726638715	571119983	78.5975	571118530	1453	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr Sivanandhan Dhanushkodi (DIN: 03607203) as an Independent Director for a further period of five years:				
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	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		409100085	398061730	97.3018	398061730	0	100.0000
Public-Institutions	E-Voting	217893540	154210827	70.7735	148267081	5943746	96.1457	3.8543
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		217893540	154210827	70.7735	148267081	5943746	96.1457
Public- Non Institutions	E-Voting	99645090	1608515	1.6142	1606855	1660	99.8968	0.1032
	Poll		17320779	17.3825	17320754	25	99.9999	0.0001
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		99645090	18929294	18.9967	18927609	1685	99.9911
Total		726638715	571201851	78.6088	565256420	5945431	98.9591	1.0409
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr Mahendra Kumar Sharma (DIN: 00327684) as an Independent Director for a further period of five years:				
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	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		409100085	398061730	97.3018	398061730	0	100.0000
Public-Institutions	E-Voting	217893540	151348907	69.4600	140866546	10482361	93.0740	6.9260
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		217893540	151348907	69.4600	140866546	10482361	93.0740
Public- Non Institutions	E-Voting	99645090	1608515	1.6142	1606855	1660	99.8968	0.1032
	Poll		17320779	17.3825	17320754	25	99.9999	0.0001
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		99645090	18929294	18.9967	18927609	1685	99.9911
Total		726638715	568339931	78.2149	557855885	10484046	98.1553	1.8447
Whether resolution is Pass or Not.							Yes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr Rajeev Gupta (DIN: 00241501) as an Independent Director for a further period of five years:				
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	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		409100085	398061730	97.3018	398061730	0	100.0000
Public-Institutions	E-Voting	217893540	150333079	68.9938	82363561	67969518	54.7874	45.2126
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		217893540	150333079	68.9938	82363561	67969518	54.7874
Public- Non Institutions	E-Voting	99645090	1608515	1.6142	1606855	1660	99.8968	0.1032
	Poll		17320779	17.3825	17320754	25	99.9999	0.0001
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		99645090	18929294	18.9967	18927609	1685	99.9911
Total		726638715	567324103	78.0751	499352900	67971203	88.0190	11.9810
Whether resolution is Pass or Not.							Yes	

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Ms Indu Ranjit Shahani (DIN: 00112289) as an Independent Director for a further period of five years:				
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	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
Public-Institutions	E-Voting	217893540	154210827	70.7735	148606749	5604078	96.3660	3.6340
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	217893540	154210827	70.7735	148606749	5604078	96.3660	3.6340
Public- Non-Institutions	E-Voting	99645090	1608715	1.6144	1607055	1660	99.8968	0.1032
	Poll		17320779	17.3825	17320754	25	99.9999	0.0001
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	99645090	18929494	18.9969	18927809	1685	99.9911	0.0089
Total		726638715	571202051	78.6088	565596288	5605763	99.0186	0.9814
Whether resolution is Pass or Not.							Yes	

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for Granting Loans and Gurantees to Pioneer Distilleries Limited.				
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	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	409100085	398061730	97.3018	398061730	0	100.0000	0.0000
Public-Institutions	E-Voting	217893540	156226100	71.6984	151130915	5095185	96.7386	3.2614
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	217893540	156226100	71.6984	151130915	5095185	96.7386	3.2614
Public- Non Institutions	E-Voting	99645090	1608715	1.6144	1606774	1941	99.8793	0.1207
	Poll		17320779	17.3825	17320054	725	99.9958	0.0042
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	99645090	18929494	18.9969	18926828	2666	99.9859	0.0141
Total		726638715	573217324	78.8862	568119473	5097851	99.1107	0.8893
Whether resolution is Pass or Not.							Yes	



Sudhir V Hulyalkar
Company Secretary

To

Date: 22/08/2019

The Chairman,
Twentieth Annual General Meeting of the Members of
UNITED SPIRITS LIMITED
(CIN: L01551KA1999PLC024991)
Regd. Office: '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 the venue of Twentieth Annual General Meeting of UNITED SPIRITS LIMITED held on Wednesday, August 21, 2019 at 3:30 p.m, at 'Vivanta by Taj', No.3, 41/3, M.G Road, Bengaluru 560001.

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 e-voting at the Meeting in respect of the below mentioned resolutions placed before the shareholders at the Twentieth Annual General Meeting of United Spirits Limited held on Wednesday, August 21, 2019 at 3:30 p.m, at 'Vivanta by Taj', No.3, 41/3, M.G Road, Bengaluru 560001 submit my report as under:

1. The notices dated July 22, 2019 were sent to the shareholders in respect of the below mentioned resolutions placed at the Twentieth Annual General Meeting of the Company.
2. The Company had availed the remote e-voting facility offered by the Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.



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Sudhir Vishnupant Hulyalkar
Company Secretaries

16/8, Ground Floor, 2nd Cross, Gupta Layout, South End Road, Basavanagudi, Bangalore - 560 004
Phone: 080 26640932; 080-41123587 Mobile : 9844266159 Email : cssudhirvh@gmail.com

3. The shareholders of the Company holding shares as on the cut-off date (record date) of August 14, 2019 were entitled to vote on the resolutions as contained in the Notice of the Twentieth Annual General Meeting.
4. The voting period for remote e-voting commenced on Sunday, August 18, 2019 at 9:00 a.m and ended on Tuesday, August 20, 2019 at 5:00 p.m and the CDSL e-voting platform was blocked thereafter.
5. The Company has also provided voting facility by electronic means (Insta-poll) offered by the CDSL to the shareholders present at the Twentieth Annual General Meeting, who did not cast their vote earlier through remote e-voting facility.
6. Immediately after conclusion of voting at the meeting, the votes casted by electronic means at the venue and thereafter vote casted through remote e-voting were unblocked by me in the presence of two witnesses who are not in the employment of the Company and were diligently scrutinized. The voting records were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company. The votes casted were reviewed and scrutinized based on the data downloaded from the CDSL e-voting system.
7. In the case of voting at meeting, I did not find any invalid votes, where as 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, were considered as invalid.

I now submit my consolidated Report on the result of the remote e-voting and e-voting at the venue of 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, 2019 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
551	57,26,98,948	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
2	1,335	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	28,845

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
495	56,20,26,803	98.39%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
57	91,75,048	1.61%



(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	28,845

Resolution 3: Special Resolution:

Re - Appointment of Mr. Anand Kripalu (DIN: 00118324) as a Managing Director and Chief Executive Officer of the Company for a further period of three years.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
546	57,11,18,530	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
4	1,453	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	28,845

Resolution 4: Special Resolution:

Re-Appointment of Mr Sivanandhan Dhanushkodi (DIN:03607203) as an Independent Director for a further period of five years.



(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
515	56,52,56,420	98.96%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
37	59,45,431	1.04%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	28,845

Resolution 5: Special Resolution:

Re- Appointment of Mr Mahendra Kumar Sharma (DIN:00327684) as an Independent Director for a further period of five years.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
477	55,78,55,885	98.16%



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
75	1,04,84,046	1.84%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	28,845

Resolution 6: Special Resolution:

Re-Appointment of Mr Rajeev Gupta (DIN: 00241501) as an Independent Director for a further period of five years.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
320	49,93,52,900	88.02%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
229	6,79,71,203	11.98%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	28,845



Resolution 7: Special Resolution:

Re-Appointment of Ms Indu Ranjit Shahani (DIN: 00112289) as an Independent Director for a further period of five years.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
535	56,55,96,288	99.02%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
18	56,05,763	0.98%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	28,845

Resolution 8: Special Resolution:

Approval for Granting Loans and Guarantees to Pioneer Distilleries Limited.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
511	56,81,19,473	99.11%



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
45	50,97,851	0.89%

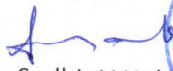
(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	28,845

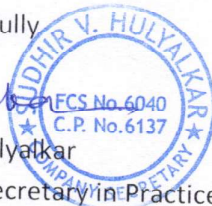
8. The registers and all other papers relating to voting by electronic means shall remain in my custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You

Yours faithfully



Sudhir V Hulyalkar
Company Secretary in Practice
FCS: 6040 CP No.: 6137
(Scrutinizer)



Countersigned

ANAND
THIRUMALACHAR
KRIPALU

Digitally signed by ANAND
THIRUMALACHAR KRIPALU
Date: 2019.08.22 18:17:13
+05'30'

Anand Kripalu
Managing Director & Chief Executive Officer