

**DIAGEO**

INDIA

United Spirits Limited

Registered Office:  
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#24 Vittal Mallya Road  
Bengaluru 560 001

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www.diageoindia.com

June 27, 2019

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

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

Dear Sir/Madam,

**Sub: Disclosure in terms of Regulation 23(9) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015**

With reference to the above subject we enclose herewith the Disclosure pertaining to the Related Party Transaction on consolidated basis, drawn in accordance with the applicable Accounting Standard under the said regulation 23(9) of the SEBI (LODR) Regulation 2015, for half year ended March 31, 2019.

Kindly take this in your record and acknowledge receipt.

Thanking you,

Yours faithfully,  
for **United Spirits Limited**

**V Ramachandran**  
Company Secretary



Enclosed: As Above



**United Spirits Limited**

(All amounts in INR million unless otherwise stated)

**Related party disclosures for the half-year ended March 31, 2019 (as would be given in Consolidated Financial Statements)**
**(a) Names of related parties and description of relationship**
**(i) Parent entities**

- Diageo Plc. (Ultimate Holding company)
- Tanqueray Gordan & Company Ltd. (Holding Company of Relay B V)
- Relay B V (Holding company)

**(ii) Fellow subsidiaries (with whom transactions have taken place during the year or in the previous year)**

- Diageo Scotland Limited
- Diageo Brands BV
- Diageo Great Britain Limited
- Diageo Australia Limited
- Diageo North America Inc.
- Diageo Singapore Supply Pte Limited
- Guinness Nigeria Plc.
- Diageo Business Services India Private Limited
- Diageo Ireland Limited

**(iii) Associates**

- Hip Bar Private Limited (w.e.f. June 25, 2018)
- Wine Society of India Private Limited (upto January 16, 2019)

**(iv) Employees' benefit plans:**

- McDowell & Company Limited Staff Gratuity Fund
- McDowell & Company Limited Officers' Gratuity Fund
- McDowell & Company Limited Employees Provident Fund
- Phipson & Company Limited Management Staff Gratuity Fund
- Phipson & Company Limited Gratuity Fund
- Carew & Company Ltd. Gratuity Fund
- United Spirits Superannuation Fund
- UB Group Employee Benefit Trust
- Pioneer Distilleries Employees' Gratuity Trust

**(v) Key management personnel**

- Anand Kripalu (Managing Director & Chief Executive Officer)
- Sanjeev Churiwala (Executive Director & Chief Financial Officer)

**(vi) Non-executive/ Independent directors**

- Mahendra Kumar Sharma – Chairman
- V K Viswanathan
- Dr. Indu Shahani
- D Sivanandhan



**United Spirits Limited**  
(All amounts in INR million unless otherwise stated)

- Rajeev Gupta
- John Thomas Kennedy
- Randall Ingber
- Vinod Rao



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**United Spirits Limited**

(All amounts in INR million unless otherwise stated)

**Summary of the transactions with related parties**

Name of the related party	Relationship	For the half-year ended March 31, 2019
<b>(i) Sale of products (including excise duty) to</b>		
Guinness Nigeria Plc.	Fellow subsidiary	0
<b>Total- Sale of products</b>		<b>0</b>
<b>(ii) Royalty and brand franchise income</b>		
Guinness Nigeria Plc.	Fellow subsidiary	6
<b>Total- Royalty and brand franchise income</b>		<b>6</b>
<b>(iii) Reimbursement of expenses from</b>		
Diageo Great Britain Limited	Fellow subsidiary	8
Diageo Ireland Limited	Fellow subsidiary	4
<b>Total- Reimbursement of expenses received</b>		<b>12</b>
<b>(iv) Purchase of stock-in-trade from</b>		
Diageo Brands BV	Fellow subsidiary	1,225
<b>Total- Purchase of stock-in-trade</b>		<b>1,225</b>
<b>(v) Purchase of materials from</b>		
Diageo Brands BV	Fellow Subsidiary	457
<b>Total- Purchase of materials</b>		<b>457</b>
<b>(vi) Royalty expense</b>		
Diageo North America Inc.	Fellow subsidiary	47
<b>Total- Royalty expense</b>		<b>47</b>
<b>(vii) Professional charges</b>		
Diageo Business Service India Private Limited	Fellow Subsidiary	103
<b>Total- Professional charges</b>		<b>103</b>
<b>(viii) Cross Charge – towards share based</b>		
Diageo Great Britain Limited	Fellow subsidiary	65
<b>Total- Cross charge</b>		<b>65</b>
<b>(ix) Other services received</b>		
<b>Information Technology expenses</b>		
Diageo Great Britain Limited	Fellow subsidiary	52
<b>Total- Other services received</b>		<b>52</b>



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**United Spirits Limited**

(All amounts in INR million unless otherwise stated)

<b>(x) Reimbursement of expenses paid to</b>		
Diageo Scotland Limited	Fellow subsidiary	0
Diageo Great Britain Limited	Fellow subsidiary	33
<b>Total- reimbursement of expenses paid</b>		<b>33</b>
<b>(xi) Contribution to employee benefit plans</b>		
McDowell & Company Limited Employees Provident Fund	Employee benefits plan	141
United Spirits Superannuation Fund	Employee benefits plan	55
<b>Total- Contribution to employee benefit plans</b>		<b>196</b>

**Summary of closing balances with related parties**

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

Name of the related party	Relationship	As at March 31, 2019
<b>(i) Other receivables from</b>		
Diageo Ireland Limited	Fellow subsidiary	2
Diageo Great Britain Limited	Fellow subsidiary	0
<b>Total- Other receivables</b>		<b>2</b>
<b>(ii) Trade receivables from</b>		
Guinness Nigeria Plc.	Fellow subsidiary	37
<b>Total- Trade receivables</b>		<b>37</b>
<b>(iii) Trade payables to</b>		
Diageo Plc.	Ultimate holding company	-
Diageo Brands BV	Fellow subsidiary	1,341
Diageo Great Britain Limited	Fellow subsidiary	113
Diageo Australia Limited	Fellow subsidiary	-
Diageo North America Inc.	Fellow subsidiary	44
Diageo Scotland Limited	Fellow subsidiary	1
Diageo Singapore Supply Pte Limited	Fellow subsidiary	1
Diageo Business Service India Private Limited	Fellow subsidiary	88
<b>Total trade payables to related parties</b>		<b>1,588</b>
<b>(v) Minimum offtake commitment for purchase of bulk scotch</b>		



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**United Spirits Limited**

(All amounts in INR million unless otherwise stated)

Name of the related party	Relationship	As at March 31, 2019
Diageo Scotland Limited	Fellow subsidiary	1,900

**Key management personnel compensation**

Executive directors	For the half-year ended March 31, 2019	
	Anand Kripalu	Sanjeev Churiwala
Remuneration (*)	50	17
Employee share-based payments (**)	-	-
<b>Total compensation</b>	<b>50</b>	<b>17</b>

(\*) As the liabilities for gratuity and compensated absences are provided on actuarial basis for the Company as a whole, the amounts pertaining to individual Key Management Personnel are not separately available.

(\*\*) Based on options exercised.

Non-Executive directors	For the year ended March 31, 2019	
	Sitting Fee	Commission
Mahendra Kumar Sharma	0.4	2.4
Indu Shahani	0.4	2.0
Rajeev Gupta	0.3	1.8
D Sivanandhan	0.4	2.0
V K Viswanathan	0.4	2.0
<b>Total</b>	<b>1.9</b>	<b>10.2</b>

Note: The above amounts are reported in millions, and the decimals are rounded off to the nearest lakhs.

**General terms and conditions for transactions with related parties**

Transactions with related parties are carried out in the normal course of business and are generally on normal commercial terms.



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