

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

28th August 2020

BSE Limited Listing Department Dalal Street, Mumbai 400 001 Scrip Code: 532432 National Stock Exchange of India Ltd Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra East, Mumbai- 400051 Scrip Code: MCDOWELL-N

Dear Sirs,

Sub: Disclosure of voting results of the 21st Annual General Meeting of the Company held on 26th August 2020 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, enclosed the details of the voting results of the 21st Annual General Meeting of the Company held on 26th August 2020 along with the Scrutinizer's Report.

This is for your information & records.

Thank you,

for United Spirits Limited

Mital Sanghvi Company Secretary

Enclosed as above





























United Spirits Limited

| Date of the AGM | 26 th August 2020 |
|---|------------------------------|
| Cut-off date | 20 th August 2020 |
| Total number of shareholders as on cut- | 1,51,543 |
| off date | |
| No. of shareholders present in the | Not Applicable |
| meeting either in person or through | |
| proxy | |
| a. Promoters and promoter group | |
| b. Public | |
| No. of shareholders attended the | |
| meeting through video conferencing | |
| a. Promoters and promoter group | 0 |
| b. Public | 63 |
| Agenda-wise disclosure | Detailed below |

Continuation Sheet . . .



Resolution - 1

To receive, consider and adopt the Audited Financial Statements of the Company (including audited Consolidated Financial Statements) for the financial year ended March 31, 2020 and the Reports of the Directors and Auditors thereon.

| Resolution required: (Ordinary / Special) | | | | | Ordinary | | | |
|---|---------------------------------|--------------------|------------------------|--|-----------------------------|---------------------------|--------------------------------------|------------------------------------|
| Whether pron | noter/promoter group are intere | sted in the age | nda/resolution? | | | No | | |
| 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 | E-Voting | 412410600 | 406447245 | 98.5540 | 406447245 | 0 | 100.0000 | 0.0000 |
| Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| Group | Postal Ballot (if applicable) |] | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 412410600 | 406447245 | 98.5540 | 406447245 | 0 | 100.0000 | 0.0000 |
| Public- | E-Voting | 209218671 | 153300173 | 73.2727 | 153300173 | 0 | 100.0000 | 0.0000 |
| Institutions | Poll |] | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) |] | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 209218671 | 153300173 | 73.2727 | 153300173 | 0 | 100.0000 | 0.0000 |
| Public- Non | E-Voting | 105009444 | 17347752 | 16.5202 | 17334477 | 13275 | 99.9235 | 0.0765 |
| Institutions | Poll | 1 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) |] | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 105009444 | 17347752 | 16.5202 | 17334477 | 13275 | 99.9235 | 0.0765 |
| | Total | 726638715 | 577095170 | 79.4198 | 577081895 | 13275 | 99.9977 | 0.0023 |

| Details of Invalid Votes | | | | |
|-----------------------------|--------------|--|--|--|
| Category | No. of Votes | | | |
| Promoter and Promoter Group | 0 | | | |
| Public Institutions | 2474191 | | | |
| Public - Non-Institutions | 0 | | | |





Resolution – 2
To appoint a Director in place of Mr. Randall Ingber (DIN 07529943), who retires by rotation and being eligible, offers himself for re-appointment.

| Resolution required: (Ordinary / Special) | | | Ordinary | | | | | |
|--|-------------------------------|--------------------|---------------------|---|-----------------------------|---------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | nda/resolution? | No | | | | |
| 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 | E-Voting | 412410600 | 406447245 | 98.5540 | 406447245 | 0 | 100.0000 | 0.0000 |
| Promoter | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| Group | Postal Ballot (if applicable) |] | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 412410600 | 406447245 | 98.5540 | 406447245 | 0 | 100.0000 | 0.0000 |
| Public- | E-Voting | 209218671 | 153585861 | 73.4093 | 152719099 | 866762 | 99.4356 | 0.5644 |
| Institutions | Poll | 1 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 1 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 209218671 | 153585861 | 73.4093 | 152719099 | 866762 | 99.4356 | 0.5644 |
| Public- Non | E-Voting | 105009444 | 17347708 | 16.5201 | 17333582 | 14126 | 99.9186 | 0.0814 |
| Institutions | Poll | 1 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) |] | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 105009444 | 17347708 | 16.5201 | 17333582 | 14126 | 99.9186 | 0.0814 |
| | Total | 726638715 | 577380814 | 79.4591 | 576499926 | 880888 | 99.8474 | 0.1526 |

| Details of Invalid Votes | | | | |
|-----------------------------|--------------|--|--|--|
| Category | No. of Votes | | | |
| Promoter and Promoter Group | 0 | | | |
| Public Institutions | 498849 | | | |
| Public - Non Institutions | 0 | | | |



To

The Chairman,
Twenty-first 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 e-voting conducted during Twenty-first Annual General Meeting of UNITED SPIRITS LIMITED held on Wednesday, August 26, 2020 at 3:30 p.m, through video conferencing ('VC') / other audio visual means ('OAVM').

I, Sudhir V Hulyalkar, Company Secretary in Practice, appointed as the Scrutinizer by the Board of Directors of United Spirits Limited (the Company), 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 voting by electronic means (e-voting) both remote e-voting and e-voting during meeting in respect of the below mentioned resolutions placed before the shareholders at the Twenty-first Annual General Meeting of United Spirits Limited held on Wednesday, August 26, 2020 at 3:30 p.m, through VC / OAVM:

1. The notices of Twenty-first Annual General Meeting of the Company dated July 27, 2020 (AGM) were sent to the shareholders in respect of the below mentioned resolutions placed at the AGM, in compliance with the provisions of the Companies Act, 2013 and Rules made thereunder and also read with the relaxations as notified by the Circulars issued by the Ministry of Corporate Affairs on May 5, 2020 read with the circular dated April 8, 2020 and April 13, 2020 (Collectively referred to as "MCA Circulars) and SEBI Circular dated May 12, 2020.



Sudhir Vishnupant Hulyalkar Company Secretaries

- 2. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for providing remote e-voting and e-voting during the AGM to the Shareholders.
- 3. The shareholders of the Company holding shares as on the August 20, 2020 (cut-off date) were entitled to vote on the resolutions as contained in the Notice of the AGM.
- 4. The voting period for remote e-voting was commenced on Sunday, August 23, 2020 at 10:00 a.m and ended on Tuesday, August 25, 2020 at 5:00 p.m and the CDSL e-voting platform for remote voting was blocked thereafter.
- 5. The Company had also provided e-voting facility to the shareholders present at the AGM through VC or OAVM, who did not cast their vote earlier through remote e-voting facility, in accordance with the above mentioned MCA Circulars.
- 6. Immediately after conclusion of facility of e-voting time provided by the Company, in terms of above MCA Circulars, at the AGM, finalisation of voting set-up and unblocking of e-voting was made in the presence of two witnesses not in the employment of the company. The details or data of votes casted through e-voting during the AGM and votes casted through remote e-voting were downloaded from the CDSL e-voting system.
- 7. I have scrutinized and reviewed the remote e-voting and e-voting at the AGM and votes casted therein based on the data downloaded from the CDSL e-voting system and also with the records maintained by the Company's Registrars and Transfer Agents.
- 8. The votes casted by Institutional and Corporate shareholders without submission of proper authorisations as per instructions mentioned in the Notice of AGM and as required to be submitted under the provisions of the Companies Act, 2013 are considered as invalid.

I now submit my consolidated Report on the results of the remote e-voting and e-voting during 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, 2020 and the Reports 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 |
|-------------------------|------------------------------|---------------------------------------|
| 586 | 57,70,81,895 | 99.998% |

(ii) Voted against the resolution:

| Number of Member voted | Number of votes cast by them | % of total number of valid votes cast |
|---------------------------|------------------------------|---------------------------------------|
| 10 | 13,275 | 0.002% |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| 7 | 24,74,191 |

Resolution 2: Ordinary Resolution:

To appoint a Director in place of Mr. Randall Ingber (DIN: 07529943), 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 |
|-------------------------|------------------------------|---------------------------------------|
| 569 | 57,64,99,926 | 99.847% |



(ii) Voted against the resolution:

| Number of Members | Number of votes cast by | % of total number of valid |
|-------------------|-------------------------|----------------------------|
| voted | them | votes cast |
| 28 | 8,80,888 | 0.153% |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| 4 | 4,98,849 |

9. The registers and e-voting downloads and records 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

FCS No.6040

FCS: 6040 CP No.: 61:

(Scrutinizer)

UDIN: F006040B000621347

Place: Bangalore Date: 27/08/2020 Countersigned

for United Spirits Limited

ANAND THIRUMALACHAR KRIPALU

Digitally signed by ANAND THIRUMALACHAR KRIPALU Date: 2020.08.28 12:02:09 +05'30'

Anand Kripalu Managing Director and Chief Executive Officer