

# DIAGEO INDIA

United Spirits Limited

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#24, Vittal Mallya Road,  
Bengaluru 560 001

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1<sup>st</sup> August 2024

BSE Limited  
Listing Department  
Dalal Street,  
Mumbai 400 001  
Scrip Code: 532432

National Stock Exchange of India Limited  
Exchange Plaza, C-1 Block G,  
Bandra Kurla Complex,  
Bandra East, Mumbai- 400051  
Scrip Code: UNITDSPR

Dear Sirs,

**Sub: Disclosure of voting results of the 25<sup>th</sup> Annual General Meeting of the Company held on 31<sup>st</sup> July 2024.**

Pursuant to the requirements of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed are the details of the voting results of the 25<sup>th</sup> Annual General Meeting of the Company held on 31<sup>st</sup> July 2024 along with the Scrutinizer's Report.

This is for your information and records.

Thank you,

For United Spirits Limited

Mital Sanghvi  
Company Secretary



**Outcome of Voting of 25<sup>th</sup> Annual General Meeting**
**(As per Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015**

Date of the Annual General Meeting	31 <sup>st</sup> July 2024
Cut-off date	24 <sup>th</sup> July 2024
Total number of shareholders as on cut-off date	246715
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
Promoter & Promoter Group	NA
Public	NA
<b>No. of Shareholders attended the meeting through Video Conferencing / Other Audio-Visual Means</b>	
Promoter & Promoter Group	0
Public	80



## Resolution -1

**To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2024 and the reports of the Board of Directors and Auditors thereon.**

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 Standalone Financial Statements of the Company for the financial year ended 31st March 2024 and the reports of the Board of 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	412221410	406447245	98.5993	406447245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412221410</b>	<b>406447245</b>	<b>98.5993</b>	<b>406447245</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	212340353	181035291	85.2571	180602796	432495	99.7611	0.2389
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>212340353</b>	<b>181035291</b>	<b>85.2571</b>	<b>180602796</b>	<b>432495</b>	<b>99.7611</b>
Public- Non Institutions	E-Voting	102789090	6094619	5.9292	6093771	848	99.9861	0.0139
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>102789090</b>	<b>6094619</b>	<b>5.9292</b>	<b>6093771</b>	<b>848</b>	<b>99.9861</b>
<b>Total</b>		<b>727350853</b>	<b>593577155</b>	<b>81.6081</b>	<b>593143812</b>	<b>433343</b>	<b>99.9270</b>	<b>0.0730</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



## Resolution-2

**To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2024 and the report of the Auditors thereon.**

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 Consolidated Financial Statements of the Company for the financial year ended 31st March 2024 and the report of the 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	412221410	406447245	98.5993	406447245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412221410</b>	<b>406447245</b>	<b>98.5993</b>	<b>406447245</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	212340353	181035291	85.2571	180602796	432495	99.7611	0.2389
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>212340353</b>	<b>181035291</b>	<b>85.2571</b>	<b>180602796</b>	<b>432495</b>	<b>99.7611</b>
Public- Non Institutions	E-Voting	102789090	6094119	5.9288	6093216	903	99.9852	0.0148
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>102789090</b>	<b>6094119</b>	<b>5.9288</b>	<b>6093216</b>	<b>903</b>	<b>99.9852</b>
<b>Total</b>		<b>727350853</b>	<b>593576655</b>	<b>81.6080</b>	<b>593143257</b>	<b>433398</b>	<b>99.9270</b>	<b>0.0730</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



## Resolution- 3

**To appoint a Director in place of Mr. Pradeep Jain (DIN: 02110401) 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?				No				
Description of resolution considered				To appoint a Director in place of Mr. Pradeep Jain (DIN: 02110401) 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	412221410	406447245	98.5993	406447245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412221410</b>	<b>406447245</b>	<b>98.5993</b>	<b>406447245</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	212340353	181158099	85.3150	180046087	1112012	99.3862	0.6138
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>212340353</b>	<b>181158099</b>	<b>85.3150</b>	<b>180046087</b>	<b>1112012</b>	<b>99.3862</b>
Public- Non Institutions	E-Voting	102789090	6094619	5.9292	6089655	4964	99.9186	0.0814
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>102789090</b>	<b>6094619</b>	<b>5.9292</b>	<b>6089655</b>	<b>4964</b>	<b>99.9186</b>
<b>Total</b>		<b>727350853</b>	<b>593699963</b>	<b>81.6250</b>	<b>592582987</b>	<b>1116976</b>	<b>99.8119</b>	<b>0.1881</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



**Resolution-4**

**To declare a final dividend of ₹5/- per equity share for the financial year ended 31st March 2024.**

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a final dividend of ₹5/- per equity share for the financial year ended 31st March 2024.				
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	412221410	406447245	98.5993	406447245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412221410</b>	<b>406447245</b>	<b>98.5993</b>	<b>406447245</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	212340353	181158099	85.3150	181158099	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>212340353</b>	<b>181158099</b>	<b>85.3150</b>	<b>181158099</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	102789090	6094619	5.9292	6094181	438	99.9928	0.0072
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>102789090</b>	<b>6094619</b>	<b>5.9292</b>	<b>6094181</b>	<b>438</b>	<b>99.9928</b>
<b>Total</b>		<b>727350853</b>	<b>593699963</b>	<b>81.6250</b>	<b>593699525</b>	<b>438</b>	<b>99.9999</b>	<b>0.0001</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



## Resolution -5

### Ratification of remuneration payable to Cost Auditor of the Company for the Financial Year 2024-25.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to Cost Auditor of the Company for the Financial Year 2024-25.				
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	412221410	406447245	98.5993	406447245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412221410</b>	<b>406447245</b>	<b>98.5993</b>	<b>406447245</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	212340353	181121089	85.2975	181121089	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>212340353</b>	<b>181121089</b>	<b>85.2975</b>	<b>181121089</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	102789090	6094619	5.9292	6089948	4671	99.9234	0.0766
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>102789090</b>	<b>6094619</b>	<b>5.9292</b>	<b>6089948</b>	<b>4671</b>	<b>99.9234</b>
<b>Total</b>		<b>727350853</b>	<b>593662953</b>	<b>81.6199</b>	<b>593658282</b>	<b>4671</b>	<b>99.9992</b>	<b>0.0008</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



## Resolution-6

### Payment of commission to Independent Directors and Non-Executive Directors.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of commission to Independent Directors and Non-Executive Directors.				
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	412221410	406447245	98.5993	406447245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>412221410</b>	<b>406447245</b>	<b>98.5993</b>	<b>406447245</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	212340353	181158099	85.3150	180805215	352884	99.8052	0.1948
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>212340353</b>	<b>181158099</b>	<b>85.3150</b>	<b>180805215</b>	<b>352884</b>	<b>99.8052</b>	<b>0.1948</b>
Public- Non Institutions	E-Voting	102789090	6094619	5.9292	6061177	33442	99.4513	0.5487
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>102789090</b>	<b>6094619</b>	<b>5.9292</b>	<b>6061177</b>	<b>33442</b>	<b>99.4513</b>	<b>0.5487</b>
<b>Total</b>		<b>727350853</b>	<b>593699963</b>	<b>81.6250</b>	<b>593313637</b>	<b>386326</b>	<b>99.9349</b>	<b>0.0651</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0





**Resolution-7**
**Approval of material Related Party Transactions.**

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of material Related Party Transactions.				
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	412221410	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>412221410</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	212340353	181158099	85.3150	181158099	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>212340353</b>	<b>181158099</b>	<b>85.3150</b>	<b>181158099</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	102789090	6094619	5.9292	6091426	3193	99.9476	0.0524
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>102789090</b>	<b>6094619</b>	<b>5.9292</b>	<b>6091426</b>	<b>3193</b>	<b>99.9476</b>	<b>0.0524</b>
<b>Total</b>		<b>727350853</b>	<b>187252718</b>	<b>25.7445</b>	<b>187249525</b>	<b>3193</b>	<b>99.9983</b>	<b>0.0017</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



## Resolution-8

**Approval of remuneration payable to Ms. Hina Nagarajan (DIN: 00048506), Managing Director and Chief Executive Officer of the Company for a period of two years.**

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of remuneration payable to Ms. Hina Nagarajan (DIN: 00048506), Managing Director and Chief Executive Officer of the Company for a period of two 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	412221410	406447245	98.5993	406447245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412221410</b>	<b>406447245</b>	<b>98.5993</b>	<b>406447245</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	212340353	181158099	85.3150	178008119	3149980	98.2612	1.7388
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>212340353</b>	<b>181158099</b>	<b>85.3150</b>	<b>178008119</b>	<b>3149980</b>	<b>98.2612</b>
Public- Non Institutions	E-Voting	102789090	6094469	5.9291	6089281	5188	99.9149	0.0851
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>102789090</b>	<b>6094469</b>	<b>5.9291</b>	<b>6089281</b>	<b>5188</b>	<b>99.9149</b>
<b>Total</b>		<b>727350853</b>	<b>593699813</b>	<b>81.6250</b>	<b>590544645</b>	<b>3155168</b>	<b>99.4686</b>	<b>0.5314</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



## Resolution- 9

### Appointment of Ms. Amrita Gangotra (DIN: 08333492) as an Independent Director of the Company.

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Amrita Gangotra (DIN: 08333492) as an Independent Director of the Company.				
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	412221410	406447245	98.5993	406447245	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412221410</b>	<b>406447245</b>	<b>98.5993</b>	<b>406447245</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	212340353	181158099	85.3150	165119638	16038461	91.1467	8.8533
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>212340353</b>	<b>181158099</b>	<b>85.3150</b>	<b>165119638</b>	<b>16038461</b>	<b>91.1467</b>
Public- Non Institutions	E-Voting	102789090	6094619	5.9292	6089490	5129	99.9158	0.0842
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>102789090</b>	<b>6094619</b>	<b>5.9292</b>	<b>6089490</b>	<b>5129</b>	<b>99.9158</b>
<b>Total</b>		<b>727350853</b>	<b>593699963</b>	<b>81.6250</b>	<b>577656373</b>	<b>16043590</b>	<b>97.2977</b>	<b>2.7023</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



To

Date: 31/07/2024

The Chairman,  
25th Annual General Meeting of the equity shareholders 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 during 25th Annual General Meeting of UNITED SPIRITS LIMITED held on Wednesday, July 31, 2024 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, 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 25th Annual General Meeting of United Spirits Limited held on Wednesday, July 31, 2024 at 3:30 p.m., (AGM) through VC / OAVM:

1. The notices of 25th Annual General Meeting of the Company dated May 24, 2024 were sent to the shareholders in respect of the below mentioned resolutions placed at the AGM, were 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 from time to time and latest circular being General Circular No. 09/2023 dated September 25, 2023 and similar circular issued by Securities and Exchange Board of India, latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 (hereinafter collectively referred to as 'Circulars') for holding the annual general meeting through VC/OAVM, without physical presence of Members at a common venue.



**Sudhir Vishnupant Hulyalkar**  
Company Secretaries

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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 July 24, 2024 (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 commenced on Saturday, July 27, 2024 at 9:00 a.m. and ended on Tuesday, July 30, 2024 at 5:00 p.m. and the CDSL e-voting platform was blocked thereafter.
5. The Company had also provided e-voting facility to the shareholders present at the AGM through VC or OAVM and who did not cast their vote earlier through remote e-voting facility, in accordance with the above-mentioned circulars and provisions of the Act.
6. Immediately after conclusion of the facility of e-voting time provided by the Company, in terms of above Circulars, at the AGM, finalization of voting set-up and unblocking of e-voting was made in the presence of two witnesses who are 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 the promoters of the Company (being a related party as detailed in explanatory statement under Section 102 of the Act annexed to the said Notice of AGM) for the resolution approving the material related party transactions (Item No. 7 of the Notice of AGM) have been discarded for computing number votes casted for this resolution.
9. I now submit my consolidated Report on the result 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 Standalone Financial Statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of 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
1,091	59,31,43,812	99.93%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
12	4,33,343	0.07%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

**Resolution 2: Ordinary Resolution:**

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 and the Report of the 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
1,087	59,31,43,257	99.93%



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
15	4,33,398	0.07%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

**Resolution 3: Ordinary Resolution:**

**To appoint a director in place of Mr. Pradeep Jain (DIN:02110401) 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
1,064	59,25,82,987	99.81%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
45	11,16,976	0.19%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0



**Resolution 4: Ordinary Resolution:**

**To declare a final dividend of ₹ 5/- per equity share for the financial year ended 31<sup>st</sup> March 2024**

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1,097	59,36,99,525	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
7	438	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

**Resolution 5: Ordinary Resolution:**

**Ratification of remuneration payable to Cost Auditor of the Company for the Financial Year 2024-25.**

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1,081	59,36,58,282	100%





(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
22	4,671	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

**Resolution 6: Ordinary Resolution:**

**Payment of commission to Independent Directors and Non-Executive Directors.**

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1,062	59,33,13,637	99.93%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
42	3,86,326	0.07%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0



**Resolution 7: Ordinary Resolution: (See Point No. 8 above)**

**Approval of material Related Party Transactions.**

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1,083	18,72,49,525	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
20	3,193	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

**Resolution 8: Ordinary Resolution:**

**Approval of remuneration payable to Ms. Hina Nagarajan (DIN: 00048506), Managing Director and Chief Executive Officer of the Company for a period of two 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
1,055	59,05,44,645	99.47%



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
49	31,55,168	0.53%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

**Resolution 9: Special Resolution:**

**Appointment of Ms. Amrita Gangotra (DIN: 08333492) as an Independent Director of the Company.**

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
1,002	57,76,56,373	97.30%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
104	1,60,43,590	2.70%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0



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 Vishnupant Hulyalkar  
Company Secretary in Practice  
FCS: 6040 CP No.: 6137  
(Scrutinizer)  
PR: 607/2019  
UDIN: F006040F000868121



Countersigned  
For United Spirits Limited  
MITAL ARVIND Digitally signed by MITAL  
ARVIND SANGHVI  
SANGHVI Date: 2024.07.31 23:31:07  
+05'30'  
Mital Sanghvi  
Company Secretary