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INDIA

United Spirits Limited

Registered Office:
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Bengaluru 560 001

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www.diageoindia.com

November 22, 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 September 30, 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 September 30, 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 Gordon & Company Ltd. (Holding Company of Relay B V)
- Relay B V (Holding company)

(ii) Fellow subsidiaries (with whom transactions have taken place during the six months period)

- 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
- UDV Kenya Limited
- Guinness Ghana Breweries Limited
- Diref Industria De Bebedas, Limitada

(iii) Associates

- Hip Bar Private Limited

(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
- Rajeev Gupta
- John Thomas Kennedy



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United Spirits Limited

(All amounts in INR million unless otherwise stated)

- Randall Ingber
- Vinod Rao

Summary of the transactions with related parties

Name of the related party	Relationship	For the half-year ended September 30, 2019
(i) Sale of products (including excise duty) to		
Guinness Nigeria Plc.	Fellow subsidiary	8
Guinness Ghana Breweries Limited	Fellow subsidiary	1
Diref Industria De Bebedas, Limitada	Fellow subsidiary	3
UDV Kenya Limited	Fellow subsidiary	8
Diageo Scotland Limited	Fellow subsidiary	1,710
Total- Sale of products		1,730
(ii) Royalty and brand franchise income		
Guinness Nigeria Plc.	Fellow subsidiary	5
Total- Royalty and brand franchise income		5
(iii) Reimbursement of expenses from		
Diageo Plc	Ultimate Holding Company	26
Diageo Great Britain Limited	Fellow subsidiary	39
Diageo Ireland Limited	Fellow subsidiary	2
Diageo North America	Fellow subsidiary	13
Singapore Pte Ltd	Fellow subsidiary	5
Diageo Scotland Limited	Fellow subsidiary	94
Total- Reimbursement of expenses received		179
(iv) Purchase of stock-in-trade from		
Diageo Brands BV	Fellow subsidiary	1,134
Diageo Singapore Supply Pte Limited	Fellow subsidiary	1
Total- Purchase of stock-in-trade		1,135
(v) Purchase of materials from		
Diageo Brands BV	Fellow Subsidiary	311
Total- Purchase of materials		311
(vi) Royalty expense		
Diageo North America Inc.	Fellow subsidiary	22
Total- Royalty expense		22
(vii) Professional charges		
Diageo Business Service India Private Limited	Fellow Subsidiary	115
Total- Professional charges		115

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United Spirits Limited

(All amounts in INR million unless otherwise stated)

(viii) Cross Charge – towards share based		
Diageo Great Britain Limited	Fellow subsidiary	37
Total- Cross charge		37
(ix) Other services received		
Information Technology expenses		
Diageo Great Britain Limited	Fellow subsidiary	34
Diageo Business Service India Private Limited	Fellow subsidiary	17
Total- Other services received		51
(x) Reimbursement of expenses paid to		
Diageo Scotland Limited	Fellow subsidiary	7
Diageo Brands BV	Fellow subsidiary	5
Diageo North America Inc	Fellow subsidiary	15
Diageo Great Britain Limited	Fellow subsidiary	38
Total- reimbursement of expenses paid		65
(xi) Contribution to employee benefit plans		
McDowell & Company Limited Employees Provident Fund	Employee benefits plan	141
United Spirits Superannuation Fund	Employee benefits plan	55
Total- Contribution to employee benefit plans		196

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 September 30, 2019
(i) Other receivables from		
Diageo Plc	Ultimate Holding Company	26
Total- Other receivables		26
(ii) Trade receivables from		
Diageo Scotland Limited	Fellow subsidiary	741
Guinness Ghana Breweries Limited	Fellow subsidiary	1
Diref Industria De Bebedas, Limitada	Fellow subsidiary	3
UDV Kenya Limited	Fellow subsidiary	8
Guinness Nigeria Plc.	Fellow subsidiary	51
Total- Trade receivables		804
(ii) Trade payables to		
Diageo Brands BV	Fellow subsidiary	1,180
Diageo Great Britain Limited	Fellow subsidiary	156
Diageo North America Inc.	Fellow subsidiary	84

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United Spirits Limited

(All amounts in INR million unless otherwise stated)

Name of the related party	Relationship	As at September 30, 2019
Diageo Singapore Supply Pte Limited	Fellow subsidiary	2
Diageo Business Service India Private Limited	Fellow subsidiary	51
Total trade payables to related parties		1,473
(iii) Minimum offtake commitment for purchase of bulk scotch		
Diageo Scotland Limited (*)	Fellow subsidiary	1,900

(*) As at March 31, 2019

Key management personnel compensation

Executive directors	For the half-year ended September 30, 2019	
	Anand Kripalu	Sanjeev Churiwala
Remuneration (*)	119	32
Employee share-based payments (**)	14	-
Total compensation	133	32

(*) 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 half- year ended September 30, 2019	
	Sitting Fee	Commission
Mahendra Kumar Sharma	0.25	-
Indu Shahani	0.36	-
Rajeev Gupta	0.25	-
D Sivanandhan	0.33	-
V K Viswanathan	0.28	-
Total	1.47	-

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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