

Annexure

SUBMISSION OF DETAILS REGARDING THE VOTING RESULT IN THE FORMAT SPECIFIED UNDER CLAUSE 35A OF THE LISTING AGREEMENT

Date of the Notice of Postal Ballot : 20.10.2014

Total number of shareholders on the Specified Date 17.10.2014 : 73531

Number of valid Postal Ballots received:

- Promoters and Promoter Group : Nil – Abstained from voting as they are related parties.

- Public* : 1,457
(*USL Benefit Trust considered as Persons Acting in Concert, abstained from voting)

Details of the Agenda : Approval for entering into the following agreements by the Company:

- i. the licence for manufacture and sale agreement with Diageo Brands B.V. for the manufacture and distribution of Bottled in India (bulk) products under licence from Diageo Brands B.V. in India;
- ii. the licence for manufacture and sale agreement with Diageo North America, Inc. and Diageo Scotland Limited for the manufacture and distribution of Bottled in India (manufactured in India) products under licence from Diageo North America, Inc.



- and Diageo Scotland Limited, respectively in India;
- iii. the distribution agreement with, inter alia, Diageo Brands B.V., Diageo North America, Inc. and Diageo Scotland Limited for the distribution of bottled in origin products (manufactured by or on behalf of the relevant Diageo brand owner company) in India;
 - iv. the cost sharing agreement with Diageo India Private Limited with respect to the proportionate sharing by the Company and Diageo India Private Limited of the expenses incurred during the transition period on advertising, marketing and promotion activities for alcoholic beverages owned by various Diageo group companies, in India; and
 - v. such other and further documents in connection with the aforesaid arrangements, each in such form and on such terms as may be finalized and approved by the Board

Resolution Required : Special Resolution

Mode of Voting : Postal Ballot form and E-voting

Result : Has not been approved by the members with requisite majority.



Promoter / Public	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	85,561,679	Nil - Abstained from voting as they are related parties.	Nil	Nil	Nil	Nil	Nil
Public - Institutional Holders	40,304,154	20,221,130	50.17	14,161,021	6,060,109	70.03	29.97
Public - Others*	19,461,910	133,296	0.68	127,910	5,386	95.96	4.04
Total	145,327,743	20,354,426	50.85	14,288,931	6,065,495	70.20	29.80

*USL Benefiti Trust considered as Persons Acting in Concert, abstained from voting.

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