

United Spirits Limited
Registered Office:
UB Tower
#24 Vittal Mallya Road
Bengaluru 560 001

Tel +91 80 3985 6500
+91 80 2221 0705
Fax +91 80 3985 6862
www.unitedspirits.in

July 15, 2016

Department of Corporate Services
BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai 400 01

Dear Sir,

Sub: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 of Voting Results of the Annual General Meeting held on July 14, 2016

As per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, we have uploaded the details of the voting results of the Annual General Meeting (AGM) of the Company held on July 14, 2016 in the prescribed format in your website.

A copy of the Report of the Scrutinizer is attached herewith.

Thanking you,

Yours faithfully,
for **UNITED SPIRITS LIMITED**



V. RAMACHANDRAN
Company Secretary

Encl: a/a



Sudhir V Hulyalkar
Company Secretary

Date: 15 July, 2016

To,

The Chairman,
Seventeenth Annual General Meeting of the Members of
UNITED SPIRITS LIMITED
(Corporate Identity Number: L01551KA1999PLC024991)
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 voting at Seventeenth Annual General Meeting of UNITED SPIRITS LIMITED held on Thursday, July 14, 2016 at 4.00 P.M.

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 remote e-voting process and voting by ballot at the Meeting in respect of the below mentioned resolutions placed before the shareholders at the Seventeenth Annual General Meeting of UNITED SPIRITS LIMITED held on Thursday, July 14, 2016 at 4.00 P.M., submit my report as under:

1. The Notice dated June 8, 2016 along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions placed at the Seventeenth Annual General Meeting of the Company.
2. The Company had availed the e-voting facility offered by the Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.



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Sudhir V Hulyalkar
Company Secretaries
16/8, Ground Floor, 2nd Cross,
Gupta Layout, South End Road,
Basavangudi, Bangalore -560004
Tel : 080 26640932, Mobile: 9844266159
E mail: sudhir.compsec@gmail.com

3. The shareholders of the Company holding shares as on the cut-off date (record date) of July 8, 2016 were entitled to vote on the resolutions as contained in the Notice of the Seventeenth Annual General Meeting.
4. The voting period for remote e-voting commenced on Monday, July 11, 2016 at 9.00 A.M. and ended on Wednesday, July 13, 2016 5.00 P.M. and the CDSL e-voting platform was blocked thereafter.
5. The Company has also provided voting facility by ballot to the shareholders present at the Seventeenth Annual General Meeting, who did not cast their vote earlier through remote e-voting facility.
6. After the time fixed for the voting at meeting by the Chairman, two ballot boxes kept for polling were locked in my presence.
7. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
8. Thereafter the votes cast through remote e-voting was unblocked by me in the presence of two witnesses not in the employment of the Company and scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services Limited (CDSL) e-voting system.
9. In the case of voting at meeting, ballot papers with no votes casted are considered as invalid and in the case of remote e-voting, those votes, for which no proper authorisations (Board Resolution or Power of Attorney by Institutional or corporate shareholders) were provided, are considered as invalid.

I now submit my consolidated Report on the result of the remote e-voting and voting at 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, 2016 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 |
|-------------------------|------------------------------|---------------------------------------|
| 226 | 9,31,58,126 | 85.93 |

(ii) Voted against the resolution:

| Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 173 | 1,52,58,059 | 14.07 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| 14 | 7,51,685 |

Resolution 2: Ordinary Resolution:

To appoint a Director in place of Dr. Nicholas Bodo Blazquez (DIN: 06995779), 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 |
|-------------------------|------------------------------|---------------------------------------|
| 387 | 10,77,72,412 | 98.69 |



(ii) Voted against the resolution:

| Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 23 | 14,25,330 | 1.31 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| 14 | 7,51,685 |

Resolution 3: Ordinary Resolution:

Appointment of Price Waterhouse & Co Chartered Accountants LLP (FRN304026E/ E-300009) as Auditors of the Company in place of M/s. BSR & Co. LLP:

(i) Voted in favour of the resolution:

| Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 392 | 10,89,87,751 | 99.96 |

(ii) Voted against the resolution:

| Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 8 | 45,124 | 0.04 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| 14 | 7,51,685 |



Resolution 4: Ordinary Resolution:

Appointment of Mr. Vinod Rao (DIN: 01788921) as a Director:

(i) Voted in favour of the resolution:

| Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 391 | 10,81,89,916 | 99.08 |

(ii) Voted against the resolution:

| Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 19 | 10,07,826 | 0.92 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| 14 | 7,51,685 |

Resolution 5: Ordinary Resolution:

Considering erosion of net worth of the Company as per Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985:

(i) Voted in favour of the resolution:

| Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 403 | 10,94,88,757 | 100.00 |



(ii) Voted against the resolution:

| Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 9 | 485 | 0 |

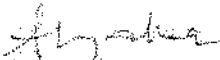
(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| 14 | 7,51,685 |

10. The registers and all other papers relating to voting by electronic means and ballot papers 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

(Scrutinizer)

