UNITED SPIRITS

November 29, 2014

The Bangalore Stock Exchange Limited
51, Stock Exchange Towers,
1st Cross, J.C. Road,
Bangalore 560 027

Dear Sir,

Sub: Disclosure under Clause 35A of the Listing Agreement, of Voting Results at the Extraordinary General Meeting of United Spirits Limited (the "Company")

As per the requirements of Clause 35A of the Listing Agreement with the Stock Exchanges as amended, we are furnishing below the details of the voting results at the Extraordinary General Meeting (EGM) of the Company held on November 28, 2014, in the prescribed format:

Date of EGM	November 28, 2014
Total number of shareholders on cutoff date i.e., October 24, 2014.	71504
No. of shareholders present in the meeting either in person or through proxy: ➢ Promoters and Promoter Group: ➢ Public:	 5 127
No. of Shareholders who attended the meeting through Video Conferencing	Not Applicable

Details of the Agenda:

Item No.	Particulars	Resolution required	Mode of Voting	Remarks
1.	Considering erosion of net worth of the Company as per Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985	Ordinary Resolution	By poll and E-voting	Has been approved with requisite majority. Details of the result as per the format is given in the Annexure.
2.	Approval of sales promotion services agreement dated October 1, 2013, between the Company and Diageo	Special Resolution	By poll and E-voting	Has been approved with requisite majority. Details of the result as per the

United Spirits Limited
Registered Office : 'UB Tower', # 24, Vittal Mallya Road, Bangalore - 560 001, India.
Tel : 91-80 3985 6500, 2221 0705, Fax : 91-80 3985 6862, 3985 6959, 3985 6607
www.unitedspirits.in
Corporate Identity Number : L01551KA1999PLC024991

	India Private Limited, which may qualify as an existing material related party transaction entered into by the Company			format is given in the **Annexure.**
3.	Approval of loan agreement dated July 3, 2013, between the Company and United Breweries (Holdings) Limited, which may qualify as an existing material related party transaction entered into by the Company	Special Resolution	By poll and E-voting	Has not been approved with requisite majority. Details of the result as per the format is given in the **Annexure.**
4.	Approval of trademark licence agreement dated June 29, 2013, between the Company and United Breweries (Holdings) Limited, which may qualify as an existing material related party transaction entered into by the Company	Special Resolution	By poll and E-voting	Has been approved with requisite majority. Details of the result as per the format is given in the **Annexure.**
5.	Approval of agreements dated September 30, 2011 and December 22, 2011 respectively, between the Company and United Breweries (Holdings) Limited requiring United Breweries (Holdings) Limited to sell to the Company certain immovable properties, which may qualify as existing material related party transactions entered into by the Company	Special Resolution	By poll and E-voting	Has not been approved with requisite majority. Details of the result as per the format is given in the **Annexure.**
6.	Approval of services agreement dated July 3, 2013, between the Company and Kingfisher Finvest India Limited, which may qualify as an existing material related party transaction entered into by the Company	Special Resolution	By poll and E-voting	Has not been approved with requisite majority. Details of the result as per the format is given in the **Annexure.**
7	Approval of advertising agreement dated October 1, 2013 (which amended and	Special Resolution	By poll and E-voting	Has not been approved with requisite majority.

	restated the original agreement dated July 3, 2013) between the Company and Watson Limited, which may qualify as an existing material related party transaction entered into by the Company			Details of the result as per the format is given in the **Annexure.**
8	Approval of sponsorship agreement dated June 11, 2013 between the Company and United Racing & Bloodstock Breeders Limited, which may qualify as an existing material related party transaction entered into by the Company	Special Resolution	By poll and E-voting	Has not been approved with requisite majority. Details of the result as per the format is given in the **Annexure.**
9	Approval of sponsorship agreement dated June 11, 2013 between the Company and United Mohun Bagan Football Team Private Limited, which may qualify as an existing material related party transaction entered into by the Company	Special Resolution	By poll and E-voting	Has not been approved with requisite majority. Details of the result as per the format is given in the **Annexure.**
10	Approval of aircraft services agreement dated June 11, 2013 between the Company and UB Air Private Limited, which may qualify as an existing material related party transaction entered into by the Company	Special Resolution	By poll and E-voting	Has not been approved with requisite majority. Details of the result as per the format is given in the **Annexure.**
11	Approval of properties call agreement dated June 11, 2013 between the Company and PE Data Centre Resources Private Limited, which may qualify as an existing material related party transaction entered into by the Company	Special Resolution	By poll and E-voting	Has not been approved with requisite majority. Details of the result as per the format is given in the **Annexure.**
12	Approval of contribution agreement dated June 11, 2013 between the Company and Vittal Mallya Scientific Research Foundation, which	Special Resolution	By poll and E-voting	Has not been approved with requisite majority. Details of the result as per the format is

	may qualify as an existing material related party transaction entered into by the Company			given in the **Annexure.**

As mentioned in the notice to the extraordinary general meeting issued by the Company (the "**EGM Notice**"), the Circular No. CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014 issued by the Securities and Exchange Board of India ("**SEBI**") requires all entities falling under the definition of related parties to abstain from voting irrespective of whether the entity is a party to the particular transaction or not. Accordingly, the EGM Notice provided that, amongst others, all the promoters of the Company, comprising Relay B.V. (holding 54.78% of the share capital of the Company) and United Breweries (Holdings) Limited ("**UBHL**"), Kingfisher Finvest India Limited ("**KFIL**") and others (holding in aggregate 4.09% of the share capital of the Company), should abstain from voting on the resolutions at Item Nos. 2 to 12 listed in the notice. However, five of the promoters of the Company, United Breweries (Holdings) Limited , Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited, have exercised their votes in favour of the resolutions at Item No. 2 and Item No. 11. Pursuant to the terms of the EGM Notice, the scrutinizer has invalidated the votes exercised by United Breweries (Holdings) Limited , Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited . The Company will make inquiries, as appropriate, to further examine the validity of the votes exercised by United Breweries (Holdings) Limited , Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited. In any event, even if the votes cast by United Breweries (Holdings) Limited, Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited on the resolutions at Item No. 2 and Item No. 11 were to be considered as valid, the voting results in respect of these two resolutions will remain unchanged.

Kindly take the above on record and acknowledge receipt.

Thanking you,

Yours faithfully,
for **UNITED SPIRITS LIMITED**

V.S. VENKATARAMAN
Company Secretary

Cc: To Stock Exchanges at:

1. BSE Limited, Mumbai (Reg. Off & Corp. Relations Dept.) – Scrip Code 532432
2. National Stock Exchange of India Limited, Mumbai

ANNEXURE

1. Result of Poll and E-Voting in respect of item No. 1 of the Agenda

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	85561679	85548164	99.98	85548164	0	100.00	0.00
Public – Institutional holders	40459832	15723688	38.86	15723688	0	100.00	0.00
Public-Others	19306232	119786	0.62	118285	1501	98.75	1.25
Total	145327743	101391638	69.77	101390137	1501	99.999	0.001

2. **Result of Poll and E-Voting in respect of item No.2 of the Agenda**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.†	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	16614111	41.06	16613697	415	100.00	0.00
Public-Others	19306232	119786	0.62	118394	1392	98.84	1.16
Total	**145327743**	**16733897**	**11.51**	**16732091**	**1807**	**99.989**	**0.011**

Five of the promoters of the Company, United Breweries (Holdings) Limited , Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited, have exercised their votes in favour of the resolution at Item No. 2. Pursuant to the terms of the EGM Notice, the scrutinizer has invalidated the votes exercised by United Breweries (Holdings) Limited , Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited. The Company will make inquiries, as appropriate, to further examine the validity of the votes exercised by United Breweries (Holdings) Limited, Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited. In any event, even if the votes cast by United Breweries (Holdings) Limited, Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited on the resolution at Item No. 2 were to be considered as valid, the voting results in respect of this resolution will remain unchanged.

3. **Result of Poll and E-Voting in respect of item No.3 of the Agenda**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	15723688	38.86	8819872	6903816	56.09	43.91
Public-Others	19306232	119786	0.62	32109	87677	26.81	73.19
Total	**145327743**	**15843474**	**10.90**	**8851981**	**6991493**	**55.871**	**44.129**

4. **Result of Poll and E-Voting in respect of item No.4 of the Agenda**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	15723688	38.86	12223409	3500279	77.74	22.26
Public-Others	19306232	119786	0.62	32231	87555	26.91	73.09
Total	**145327743**	**15843474**	**10.90**	**12255640**	**3587834**	**77.354**	**22.646**

5. **Result of Poll and E-Voting in respect of item No.5 of the Agenda**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	15723688	38.86	11428943	4294745	72.69	27.31
Public-Others	19306232	119786	0.62	117583	2203	98.16	1.84
Total	**145327743**	**15843474**	**10.90**	**11546526**	**4296948**	**72.879**	**27.121**

6. Result of Poll and E-Voting in respect of item No.6 of the Agenda

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	15723688	38.86	3584886	12138802	22.80	77.20
Public-Others	19306232	119786	0.62	32203	87583	26.88	73.12
Total	**145327743**	**15843474**	10.90	**3617089**	**12226385**	**22.83**	**77.17**

7. **Result of Poll and E-Voting in respect of item No.7 of the Agenda**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	15723688	38.86	6496956	9226732	41.32	58.68
Public-Others	19306232	119786	0.62	33786	86000	28.21	71.79
Total	**145327743**	**15843474**	**10.90**	**6530742**	**9312732**	**41.220**	**58.780**

8. Result of Poll and E-Voting in respect of item No.8 of the Agenda

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	15723688	38.86	6496956	9226732	41.32	58.68
Public-Others	19306232	119786	0.62	117391	2395	98.00	2.00
Total	145327743	15843474	10.90	6614347	9229127	41.748	58.252

9. Result of Poll and E-Voting in respect of item No.9 of the Agenda

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	15723688	38.86	10546541	5177147	67.07	32.93
Public-Others	19306232	119786	0.62	117454	2332	98.05	1.95
Total	145327743	15843474	10.90	10663995	5179479	67.308	32.692

10. Result of Poll and E-Voting in respect of item No.10 of the Agenda

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	15723688	38.86	3527865	12195823	22.44	77.56
Public-Others	19306232	119746	0.62	31920	87826	26.66	73.34
Total	145327743	15843434	10.90	3559785	12283649	22.469	77.531

11. Result of Poll and E-Voting in respect of item No.11 of the Agenda

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.†	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	15723688	38.86	3845494	11878194	24.46	75.54
Public-Others	19306232	119786	0.62	32409	87377	27.06	72.94
Total	145327743	15843474	10.90	3877903	11965571	24.476	75.524

Five of the promoters of the Company, United Breweries (Holdings) Limited , Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited, have exercised their votes in favour of the resolution at Item No. 11. Pursuant to the terms of the EGM Notice, the scrutinizer has invalidated the votes exercised by United Breweries (Holdings) Limited , Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited. The Company will make inquiries, as appropriate, to further examine the validity of the votes exercised by United Breweries (Holdings) Limited, Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited. In any event, even if the votes cast by United Breweries (Holdings) Limited, Kingfisher Finvest India Limited, Devi Investments Private Limited, Rossi and Associates Private Limited and Vittal Investments Private Limited on the resolution at Item No. 11 were to be considered as valid, the voting results in respect of this resolution will remain unchanged.

12. Result of Poll and E-Voting in respect of item No.12 of the Agenda

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	85561679	Nil. Required to abstain from voting.	NA	NA	NA	NA	NA
Public – Institutional holders	40459832	15723688	38.86	8288058	7435630	52.71	47.29
Public-Others	19306232	119786	0.62	32194	87592	26.88	73.12
Total	145327743	15843474	10.90	8320252	7523222	52.515	47.485