

UNITED SPIRITS

A DIAGEO Group Company

UNITED SPIRITS LIMITED

(Corporate Identity Number: L01551KA1999PLC024991)

Registered Office: "UB Tower", #24, Vittal Mallya Road, Bangalore-560001, India
Telephone No. 91 80 39856500, 22210705, Fax: 91 80 39856862 www.unitedspirits.in
E Mail: uslinvestor@unitedspirits.in

Postal Ballot No.

POSTAL BALLOT FORM

(Please read the instructions printed at the end of the accompanying Postal Ballot Notice before completing this form)

1.	Name of Sole / First named Shareholder (in Block Letters)	
2.	Name(s) of the Joint holder(s), if any (in Block Letters)	
3.	Registered Address of the Sole/First named Shareholder	
4.	Registered Folio No./ DP ID No. & Client ID No.* <i>(*Applicable to Shareholders holding shares in dematerialized form)</i>	
5.	No. of Shares(s) held	
6.	Class of Share	Equity
7.	EVEN (E-voting Event Number)	103649
8.	User ID	
9.	Password	

I/ We hereby exercise my/ our vote in respect of the 'Special Resolution' to be passed through postal ballot for the special business stated in the notice dated November 02, 2015 of the Company by sending my/ our assent (FOR) or dissent (AGAINST) to the said 'special resolution' by placing the tick mark (✓) in the appropriate box below:

Reso- lution No.	Description of the Resolution	No. of Shares held	I/ We Assent to the Resolution (FOR)	I/ We dissent to the Resolution (AGAINST)
1.	Special Resolution pursuant to Section 186 of the Companies Act, 2013 for the consent and approval of the shareholders of the Company, to give guarantee and/ or provide security in connection with a bank loan to be availed by Pioneer Distilleries Limited ("PDL"), a Subsidiary of the Company, up to Rs. 100 Crores (Rupees One Hundred Crore only) from Standard Chartered Bank or such other bank or banks as the Board may decide from time to time; such loan having a repayment period of maximum of three years at guarantee commission of 0.5% per annum.			

Place:

Date :

Signature of the Shareholder(s)

Note: Please read carefully the instructions for voting (including e-voting), which is printed at the end of the accompanying Postal Ballot Notice, before exercising your vote.

INSTRUCTIONS

1. A Shareholder desiring to exercise vote by Postal Ballot should complete the Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed postage pre-paid envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballots, if deposited in person or sent by courier at the expense of the Registered Shareholder will also be accepted.
2. This postal ballot form should be completed and signed by the Shareholder as per the specimen signature recorded with the Company/ Depository Participant. In case of joint holding, this Form should be completed and signed by the first named shareholder and in his absence, by the next named Shareholder. Unsigned postal ballot forms will be rejected.
3. In case of Shares held by Companies, Trusts, Societies, etc, the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authorization.
4. A Shareholder need not use all his/her votes nor he/she needs to cast all his/her votes in the same way.
5. Duly completed postal ballot forms should reach the Scrutinizer not later than the close of working hours on **January 7, 2016**. Any postal ballot form received after this date will be treated as if the reply from the Shareholder has not been received.
6. Members who have registered their e-mail IDs for receipt of documents in electronic mode are being sent Notice of Postal Ballot by e-mail and others are sent by post along with Form. Members who have received Notice of Postal Ballot by e-mail and who wish to vote through Physical Form can download Form from <https://www.evoting.nsdl.com>. To seek duplicate Form, please contact the Registrars and Transfer Agents
7. In compliance with provisions of Section 110 of the Companies Act, 2013 ('Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, the Company is offering e-voting facility to all the Members of the Company. National Securities Depository Limited ('NSDL') will be facilitating e - voting to enable the Members to cast their votes electronically instead voting through ballot form wherever e-mail ID is registered. E-voting is optional. The instructions for Members for e-voting are given separately in this Notice.
8. Kindly note that the Members can opt for only one mode of voting, i.e., either by Physical Ballot or e-voting. If you are opting for e-voting, then do not vote by Physical Postal Ballot also and vice versa.
9. A Shareholder may request for a duplicate postal ballot form, if so required. However, the duly filled in duplicate postal ballot form should reach the Scrutinizer not later than the date specified at the item no. 5 above.
10. Voting Rights shall be reckoned on the paid up value of the Shares registered in the name of the Shareholder as on the cut-off date i.e., **November 27, 2015**.
11. Shareholders are requested not to send any other paper (other than the Shareholder Satisfaction Survey Form) along with the Postal Ballot Form. They are also requested not to write anything in the Postal Ballot form, except giving their assent or dissent and putting their signature.
12. Incomplete, unsigned or incorrectly ticked Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot will be final.
13. The Postal Ballot shall not be exercised by Proxy. However, Corporate and Institutional Members shall be entitled to vote through their authorised representatives with proof of their authorization.
14. The Scrutinizer will submit his consolidated report of Postal Ballot and e-voting process to the Chairman/any Director of the Company after completion of the scrutiny of the Postal Ballot Forms. The results will be announced on **January 11, 2016** or earlier, at the Registered Office of the Company and also be placed on the website of the Company and also communicated to the Stock Exchanges.
15. Any query in relation to the resolutions proposed to be passed by Postal Ballot may be addressed to The Company Secretary at the Registered Office of the Company or by e-mail at uslinvestor@unitedspirits.in or to the Registrars address given below-
Integrated Enterprises (India) Limited, 30 Ramana Residency, 4th Cross, Sampige Road, Malleswaram, Bangalore 560 003, Email id: bgستا@intergratedindia.in.
16. Shareholders who have not registered their email IDs are requested to register the same with the Company, in case of shares held in physical form and with their respective Depository Participants, in case of shares held in dematerialized/electronic form.
17. Procedures and instructions for e-voting are as follows. Also please refer to the Postal Ballot Notice.
 - (i) In the case of shareholders receiving an email from NSDL:
 - (a) Open the email and the attached PDF file titled "USL E-voting.pdf" with your Client ID or Folio No. as password. The pdf file contains your user ID and password for e-voting. Please note that the password is an initial password.
 - (b) Launch an internet browser and type the following URL: <https://www.evoting.nsdl.com>.
 - (c) Click on "Shareholder" – "Login".
 - (d) Type in your user ID and initial password as mentioned in Step (a) above.
 - (e) Click Login.
 - (f) When the password change menu appears, change your password to a phrase of your choice with a minimum of 8 digits/ characters or a combination thereof. Note the new password. It is strongly recommended that you do not share your password with any other person and take care to keep your password confidential.
 - (g) The home page of "e-Voting" should open thereafter. Click on "e-Voting":- Active Voting Cycles.
 - (h) Select "EVEN" (E-voting Event Number) of United Spirits Limited.
 - (i) "Cast Vote" page opens, Now you are ready for e-voting.
 - (j) Cast your vote by selecting the appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (k) Institutional shareholders (i.e. other than individuals, HUF, NRI etc) are also required to send a scanned copy (PDF/ JPG format) of the relevant board resolution/authority letter etc., together with an attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer by an e-mail to uslscrutinizer@gmail.com with a copy marked to evoting@nsdl.co.in.
 - (ii) In the case of shareholders other than those referred to in paragraph 17 (i) above, your initial password is provided at the bottom of the postal ballot form. Please follow all steps from paragraph (b) to (k) above to cast your vote;
 - (iii) If you are already registered with NSDL for e-voting, then you can use your existing user ID and password for casting your vote; and
 - (iv) The voting period ends on the close of day (5.00 p.m.) on January 7, 2016. The e-voting module will be disabled for voting thereafter by NSDL.