UNITED SPIRITS

Date: October 20, 2014

Bangalore Stock Exchange Limited,
P.B.No.27024,
51, Stock Exchange Towers,
1st Cross, J.C.Road,
Bangalore 560 027

BSE Limited,
(Regular Office & Corporate Relations Dept. Scrip Code: 532432)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai 400 051

Dear Sirs,

Re: Board Meeting of the Company held on October 20, 2014.

The Board of Directors of the Company at its meeting held on October 20, 2014, has, inter alia, taken the following decisions:

1. **Unaudited Financial Results for the quarter and three months ended June 30, 2014:**

   The Board of Directors of the Company has considered and taken on record the un-audited financial results (provisional) of the Company for the quarter and three months ended June 30, 2014. We forward herewith a copy thereof along with explanatory statement for your information and records. The Limited Review Report thereon received from the Statutory Auditors of the Company and placed at the said Board Meeting is enclosed herewith for your records.

   We are making arrangements to publish the above results in the newspapers in terms of the requirements of the Listing Agreement.

2. **Resignation of Mr. Paul Steven Walsh as a director of the Company:**

   The Board of Directors has taken on record the resignation of Mr. Paul Steven Walsh, a nominee of Relay B.V., as a director of the Company with effect from October 20, 2014.

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3. Appointment of Dr. Nicholas Bodo Blazquez as a director of the Company:

The Board of Directors has approved the appointment of Dr.Nicholas Bodo Blazquez, a nominee of Relay B.V., as an Additional Director on the Board of the Company with effect from October 20, 2014 to hold office until the date of the next Annual General Meeting of the Company.

Brief profile of the director is enclosed as **Annexure A.**

4. Reporting on the erosion of 50% of the Company's peak net worth:

The Board of Directors has approved reporting to the Board of Industrial and Financial Reconstruction (BIFR), the fact of the accumulated losses of the Company as at the end of financial year March 31, 2014 resulting in the erosion of more than 50% of the Company's peak net worth during the immedately preceding four financial years and for this purpose, the Board has approved the convening of an extraordinary general meeting of the Company to be held on or prior to November 29th, 2014, in accordance with the provisions of Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985 and to take up such other matters in the meeting so convened as required under law.

5. Hiving off of the Malkajgiri Unit of the Company in Andhra Pradesh:

The Board of Directors has approved in principle the potential sale of the Malkajgiri Unit of the Company and has authorized the management to explore options in this regard and thereafter approach the Board for its approval with the proposed plan for the sale.

6. Hiving off of the Palakad Unit of the Company in Kerala:

The Board of Directors has approved in principle the potential sale of the Palakad Unit of the Company and has authorized the management to explore options in this regard and thereafter approach the Board for its approval with the proposed plan for the sale.

7. Monetization of the surplus assets of the Company:

The Board of Directors has approved in principle, the proposal for Monetization of the surplus assets of the Company and has authorized the management to consider the options in this regard and thereafter report to the Board for its consideration and approval.

8. Entering into certain agreements/arrangements by the Company with some of the related parties

The Board has approved, subject to the consent of the shareholders of the Company by a special resolution, the entry into the following agreements and arrangements by the Company with the following related parties of the Company:

Contract or Arrangement	Related Parties
Agreement to licence from DBBV the relevant trademarks, copyright and know-how in relation to the manufacture of Scotch whisky and to distribute such products in India	Diageo Brands B.V.
Agreement to licence the relevant trademarks, copyright and know-how in relation to the manufacture of IMFL spirits and to distribute such products in India	(1) Diageo North America Inc.; and (2) Diageo Scotland Limited
Agreement for the import and distribution in India by USL of Diageo BIO finished goods manufactured by the Diageo Companies	(1) Diageo Scotland Limited; (2) Diageo Brands B.V.; (3) Diageo North America Inc.; (4) Justerini & Brooks Limited; (5) R & A Bailey & Co.; (6) Diageo Argentina S.A.; (7) Diageo Chateau & Estates Wine Company; (8) Diageo Ireland; and (9) The Old Bushmill's Distillery
Cost sharing agreement	Diageo India Private Limited

For the above purpose, the Company shall issue a postal ballot notice and explanatory statement to the shareholders of the Company to seek their approval, by way of Special Resolution, in due course, as required. The relevant details in relation to the above proposals will be contained in the postal ballot notice and explanatory statement, copies of which will be sent

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to the stock exchanges at the same time as they are sent to the shareholders of the Company.

Yours faithfully,
For United Spirits Limited

V.S.VENKATARAMAN
Company Secretary

Encl:

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ANNEXURE A

Dr. Nick Blazquez graduated from the University of Aberdeen with a Bachelor of Science majoring in Anatomy. He has Ph.D. from the University of Bristol specializing in Reproductive Physiology.

Dr. Blazquez is President of Diageo Asia Pacific and Africa and a member of the global Executive Committee of Diageo plc, the world's leading premium drinks company. He is responsible for all of the firm's businesses in Asia Pacific, Africa and Global Travel.

Dr. Blazquez has been with Diageo for 25 years covering leadership roles in Africa, Asia and Europe. His previous roles include President of Diageo Africa, Turkey, Russia and Central and Eastern Europe and Global Sales, President of Diageo Africa, Managing Director of Diageo Africa, Managing Director of Diageo Asia Key Markets covering Thailand, Japan, South Korea and Taiwan and Managing Director of Diageo Morgan Furze (UK).