



United Spirits Limited

Corporate Identity Number: L01551KA1999PLC024991

Registered Office: 'UB Tower', #24, Vittal Mallya Road, Bangalore - 560 001.

Tel: +91 80 3985 6500; Fax: +91 80 3985 6862; www.unitedspirits.in, Email: uslinvestor@unitedspirits.in

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the Meeting Hall.

I / we hereby record my / our presence at the Extraordinary General Meeting held on Friday, January 09, 2015 at 3.30 p.m. at 'The Senate', The Capitol, No. 3, Raj Bhavan Road, Bangalore 560 001.

Name & Address :

Folio No. / DP ID / Client ID :

No. of Shares :

Name of the Member / Proxy / Authorised Representative * _____

Signature of the Member / Proxy / Authorised Representative* _____

*strike off whichever is not applicable

Notes:

1. The Company will accept only Attendance Slip of a person personally attending the meeting as a Member or valid proxy duly registered in time with the Company. The Company will not accept Attendance Slip from any other person even if signed by a Member. Members are requested not to be accompanied by non-Members or children.
2. Persons representing bodies corporate are required to submit with the Company original Resolution of the Board of Directors or other governing body of such Member, authorizing such person to act as its representative under Section 113 of the Companies Act, 2013.
3. Shareholders/Proxy holder/Authorised Representative attending the meeting should bring his/her copy of Annual Report for reference at the meeting.
4. To facilitate Members, registration of attendance will commence at 2.30 p.m. on January 09, 2015.
5. E-voting particulars are set out below:

EVEN (Electronic Voting Event Number)	USER ID	PASSWORD

Please refer Notice for instructions on e-voting.

E-voting facility will be open during the following period.

Commencement of E-voting	End of E-voting
Saturday, January 03, 2015 at 9.00 a.m.	Monday, January 05, 2015 at 6.00 p.m.

Members are advised that no Gifts will be distributed at the Extraordinary General Meeting



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PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s) : _____

Registered Address : _____

E-mail Id : _____

Folio No / Client Id : _____

DP Id : _____

I/We, being holder(s) of _____ equity shares of United Spirits Limited hereby appoint

1. Name: _____ Address: _____

E-mail Id: _____ Signature: _____ or failing him / her

2. Name: _____ Address: _____

E-mail Id: _____ Signature: _____ or failing him / her

3. Name: _____ Address: _____

E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held on Friday, January 09, 2015 at 3.30 p.m. at 'The Senate', The Capitol, No. 3, Raj Bhavan Road, Bangalore 560 001 and at any adjournment thereof in respect of such resolution as is indicated below:

1. To consider 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 subsidiaries, 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.

Affix Rs.1/-
Revenue
Stamp

Signature of the Shareholder(s): _____

Signature of the Proxy holder(s): _____

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the time of commencement of the Meeting.
2. A person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Further a Member holding more than ten percent of the total Share Capital of the Company carrying voting rights can appoint a single person as proxy and such person shall not act as a proxy for any other Member.
3. A Member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote instead of himself and the Proxy need not be a Member.