



**Undertaking in regard to Sectorial Regulators**

**Ref.:** Composite Scheme of Arrangement between Kesoram Industries Limited, UltraTech Cement Limited and their respective shareholders and creditors (“Scheme”)

---

There is no sectorial regulator for the Cement business and accordingly the requirement of obtaining ‘NOC / Clearance from the respective sectorial regulators’ is not applicable for the proposed Scheme.

Thanking You.

Yours faithfully,  
For UltraTech Cement Limited

Sanjeeb Kumar Chatterjee  
Company Secretary and Compliance Officer



Place: Mumbai

Date: 15<sup>th</sup> December, 2023



**UltraTech Cement Limited**

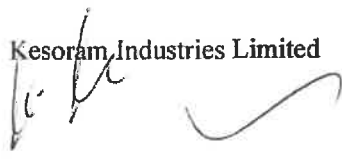
**Undertaking in regard to Sectorial Regulators**

**Sub: Composite Scheme of Arrangement between Kesoram Industries Limited (“the Company”) and UltraTech Cement Limited (“the Resulting Company”), and their respective shareholders and creditors under Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the proposed scheme of arrangement pursuant to Section 230-232 and other applicable provisions of the Companies Act, 2013 (“Scheme”)**

There is no sectorial regulator for the Cement Business, concerning the Demerged Undertaking and accordingly the requirement of obtaining ‘NOC / Clearance from the respective sectorial regulators’ is not applicable for the proposed Scheme.

The term “Demerged Undertaking” shall have the same meaning ascribed it in the Scheme.

Kesoram Industries Limited

  
Gautam Ganguli  
Company Secretary and Compliance Officer



Place: Kolkata  
Date: 15<sup>th</sup> December, 2023

