



31st August, 2024

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code: 532538

The Manager
Listing Department
The National Stock Exchange of India Limited
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051
Scrip Code: ULTRACEMCO

Sub: Outcome of the meeting of the unsecured creditors of UltraTech Cement Limited convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("Tribunal")
Ref.: a. Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")
b. ISIN: INE481G01011
c. In the matter of Composite Scheme of Arrangement between Kesoram Industries Limited ("Demerged Company") and UltraTech Cement Limited ("Resulting Company" or "Company") and their respective shareholders and creditors ("Scheme")

Dear Sirs,

The meeting of the unsecured creditors of the Company was held on Friday, 30th August, 2024 at 2:30 p.m. (IST) through video conferencing / other audio-visual means pursuant to the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("Tribunal") and, in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and provisions of the Listing Regulations, the Company had provided remote e-voting facility and e-voting facility at the meeting. The Hon'ble Tribunal had appointed Mr. Mitesh Shah, Practicing Company Secretary as the Scrutinizer to scrutinize the remote e-voting process and e-voting at the meeting. The Scrutinizer's Report dated 31st August, 2024 is attached as **Annexure I**. The resolution as set out in the Notice of the meeting has been duly approved by the unsecured creditors with requisite majority.

In terms of the provisions of Regulation 44 of the Listing Regulations, the details of the results of voting held through remote e-voting and e-voting at the meeting is attached as **Annexure II**.

This is for your information and records, please.

Thanking You.

Yours faithfully,
For UltraTech Cement Limited

Sanjeeb Kumar Chatterjee
Company Secretary and Compliance Officer

Cc:
Luxembourg Stock Exchange
BP 165 / L – 2011 Luxembourg
Scrip Code:
US90403E1038 and US90403E2028

Singapore Exchange
11 North Buona Vista Drive, #06-07
The Metropolis Tower 2, Singapore 138589
ISIN Code:
US90403YAA73 and USY9048BAA18



UltraTech Cement Limited

Registered Office : Ahura Centre, B – Wing, 2nd Floor, Mahakali Caves Road, Andheri (East), Mumbai 400 093, India
T: +91 22 6691 7800 / 2926 7800 | F: +91 22 6692 8109 | W: www.ultratechcement.com/www.adityabirla.com | CIN : L26940MH2000PLC128420



SCRUTINIZER'S COMBINED REPORT ON REMOTE E-VOTING & E-VOTING BY UNSECURED CREDITORS OF ULTRATECH CEMENT LIMITED

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, as amended]

To,

Mr. Pravin Varma (IRS Rtd.)

The Hon'ble Chairperson appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT" or "Tribunal") for convening meeting of Unsecured Creditors of UltraTech Cement Limited (Resulting Company/ Applicant Company).

(CIN: L26940MH2000PLC128420)

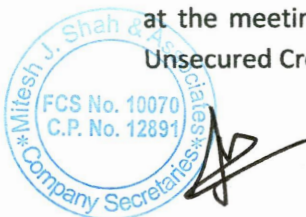
Regd. Office: B-Wing, Ahura Centre, 2nd Floor, Mahakali Caves Road, Andheri East, Mumbai 400093.

Sub: Report of the Scrutinizer on the results of voting conducted at Meeting of the Unsecured Creditors of UltraTech Cement Limited convened as per the Hon'ble National Company Law Tribunal, Mumbai Bench order dated July 08, 2024 on Friday, 30th day of August, 2024 at 2.30 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in respect of approving the proposed Composite Scheme of Arrangement between Kesoram Industries Limited (Demerged Company/ Non-Applicant Company) and UltraTech Cement Limited (Resulting Company/ Applicant Company) and their respective shareholders and creditors ("Scheme").

Dear Sir,

I, Mitesh J. Shah, Proprietor of M/s. Mitesh J. Shah & Associates, Practicing Company Secretary (FCS No. 10070 and CP No. 12891) have been appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) vide its order dated 08th day of July, 2024 passed in C.A. (CAA) No. 112 / MB-I / 2024 for the purpose of scrutinizing the electronic voting including remote electronic voting and for ascertaining the requisite majority for the resolution contained in the notice dated 22nd July, 2024 at the NCLT Convened Meeting ("meeting") of the Unsecured Creditors of UltraTech Cement Limited pursuant to the order of Hon'ble NCLT on Friday, the 30th day of August, 2024 at 2.30 P.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

1. The notice dated 22nd July, 2024 as confirmed by the Company was sent to 9,529 Unsecured Creditors out of 12,184 Unsecured Creditors in respect of the below mentioned resolution passed at the meeting of the Unsecured Creditors of the Company through electronic mode to those Unsecured Creditors as on June 30, 2024 whose e-mail IDs were registered with the Company.



2. The Company has also published notice of the Meeting of the Unsecured Creditors of the Company in "Business Standard", English language, All India Edition and translation thereof in Marathi language in "Navshakti, Maharashtra Edition on 30th July, 2024.
3. The Unsecured Creditors of the Company as on the "cut-off" date i.e. Friday, August 23, 2024 were entitled to vote on the proposed resolution as set out in Notice of meeting of the Unsecured Creditors of the Company.
4. The Company had availed the e-voting facility offered by KFin Technologies Limited. The voting period for remote e-voting commenced on Tuesday, August 27, 2024 at 9:00 A.M. (IST) and ended on Thursday, August 29, 2024 at 05:00 P.M. (IST) and the KFinTech e-voting platform was blocked thereafter.

The Company also provided e-voting facility to the unsecured creditors present at the meeting held through VC/OAVM. The votes casted through remote e-voting before the meeting and e-voting done at the time of the meeting were unblocked and calculated after the conclusion of the meeting.

5. Based on the data downloaded from the official website of KFinTech for the remote e-voting and e-voting process, I have scrutinized and compiled the votes casted via remote e-voting and e-voting.
6. The meeting of the Unsecured Creditors commenced at 2:30 P.M. IST with the requisite quorum prescribed under Section 103(1) of the Companies Act, 2013.

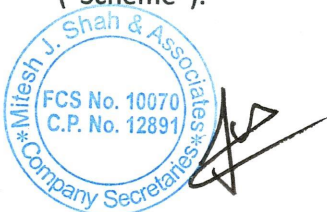
The Chairperson appointed by Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT" or "Tribunal") was responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to the meeting and e-voting during the meeting on the resolution contained in the notice of the meeting of the Company.

My responsibility as scrutinizer for the remote e-voting and e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour of or against the resolution.

I now submit my combined Report as under on the result of the remote e-voting and e-voting in respect of the resolution proposed in the Notice of the meeting:

Resolution:

To consider and approve the proposed Composite Scheme of Arrangement between Kesoram Industries Limited (Demerged Company/ Non-Applicant Company) and UltraTech Cement Limited (Resulting Company/ Applicant Company) and their respective shareholders and creditors ("Scheme").



Voting results for resolution (E-voting including Remote E-Voting):

Particulars	Number of unsecured creditors	*Value of votes cast by Unsecured Creditors (Rs.)	Number of votes cast by them	Percentage (%)
Votes in favour of the Resolution	349	2216177454	2216177454	99.50
Votes against the Resolution	1	258252	258252	0.01
Votes abstained	3	10921418	10921418	0.49
Invalid Votes	0	0	0	0
Total	353	2227357124	2227357124	100.00

* We have rounded some values for Unsecured Creditors to the nearest whole number.

RESULT


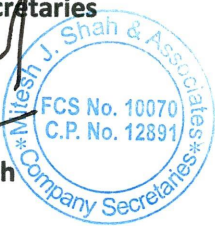
Based on the aforesaid results, I report that the resolution as contained in the Notice of the meeting has been passed with requisite majority.

The relevant records relating to remote e-voting and e-voting are under our safe custody and will be handed over to the Chairperson of the meeting of the Unsecured Creditors of the Company and subsequently will be handed over to the Company for records and safe keeping.

Thanking you,

Yours faithfully,

**For Mitesh J Shah & Associates
Company Secretaries**

Mitesh J. Shah

Proprietor

FCS No. 10070

CP No. 12891

Peer Review Certificate No. 1730/2022

UDIN: F010070F001089711

Date: August 31, 2024

Place: Mumbai

Annexure II

	ULTRATECH CEMENT LTD UNSECURED CREDITORS
Date of the Meeting	30-08-2024
Total number of unsecured creditors on record date	11691
No. of unsecured creditors present in the meeting either in person	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of unsecured creditors attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	88

Resolution No.	1							
Resolution required: (Ordinary/ Special)	Special - To consider and if thought fit, approve, with or without modification(s), the proposed Composite Scheme of Arrangement between Kesoram Industries Limited ("Demerged Company") and UltraTech Cement Limited ("Company" or "Resulting Company") and their respective shareholders and creditors ("Scheme")							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A.							
Category	Mode of Voting	No. of votes held (1)	No. of votes polled (2)	% of Votes Polled on outstanding value (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	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	34,83,62,24,408	1,58,55,28,315	4.5514	1,58,52,70,063	2,58,252	99.9837	0.0162
	Poll		63,09,07,391	1.8111	63,09,07,391	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,21,64,35,706	6.3624	2,21,61,77,454	2,58,252	99.9883	0.0117
Total	Total	34,83,62,24,408	2,21,64,35,706	6.3624	2,21,61,77,454	2,58,252	99.9883	0.0117