

**ADITYA BIRLA**



**CERTIFIED TRUE COPY OF EXTRACT OF THE RESOLUTION PASSED AT THE MEETING  
OF THE BOARD OF DIRECTORS OF THE COMPANY HELD ON 23<sup>RD</sup> JANUARY, 2015**

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“RESOLVED THAT the Undertaking issued by the Company in terms of Circular Nos. CIR/CFD/DIL/5/2013 and CIR/CFD/DIL/8/2013 dated 4<sup>th</sup> February, 2013 and 21<sup>st</sup> May, 2013 issued by the Securities and Exchange Board of India (“SEBI Circulars”), stating the reasons for non-applicability of the provisions of Clause 5.16(a) of the SEBI Circulars to the Scheme of Arrangement between the Company and Jaiprakash Associates Limited and their respective shareholders and creditors, executed by the Company Secretary and certified by Deloitte Haskins & Sells LLP, Chartered Accountants, one of the Statutory Auditors of the Company, be and is hereby approved.”

**For UltraTech Cement Limited**

**S. K. Chatterjee**  
Company Secretary

**UltraTech Cement Limited**

Registered Office :

B - Wing, Ahura Centre, 2nd Floor  
Mahakali Caves Road, Andheri (E), Mumbai - 400093

Tel. 022-66917800 / 29267800  
Fax 022-66928109

Website [www.ultratechcement.com](http://www.ultratechcement.com)  
[www.adityabirla.com](http://www.adityabirla.com)

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