



21st October, 2016

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai 400 001.
Tel.: 2272 1233/34
Fax: 022 2272 2039/3121
Scrip Code: 532538

The Manager
Listing Department
The National Stock Exchange of India Limited
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051.
Tel.: 26598236
Fax: 2659 8237 / 38.
Scrip Code: ULTRACEMCO

Sub.: Outcome of the Court Convened Meeting of the Equity Shareholders of the Company held on Thursday, 20th October, 2016

The Court Convened Meeting of the Equity Shareholders of the Company ("CCM") was held on Thursday, 20th October, 2016 at 11:00 a.m. at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai – 400 025 for considering and voting on the resolution seeking their approval to the Scheme of Arrangement between Jaiprakash Associates Limited and Jaypee Cement Corporation Limited and the Company and their respective shareholders and creditors.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided remote e-voting facility and e-voting facility at the venue of the CCM. Mr. B. Narasimhan, Practising Company Secretary and Mr. Anish Gupta, an equity shareholder of the Company were appointed as the Scrutinizers to scrutinize the remote e-voting process and e-voting at the CCM. The resolution as set out in the Notice of the CCM has been duly approved by the shareholders with requisite majority. The Scrutinizer's Report dated 20th October, 2016 is attached as **Annexure 1**.

Further, 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 CCM is attached as **Annexure 2**.

This is for your information and records, please.

Yours very truly,

S. K. Chatterjee
Company Secretary

Encl: as/above

UltraTech Cement Limited

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

Tel. 022-66917800 / 29267800
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Website www.ultratechcement.com
www.adityabirla.com
CIN L 26940MH2000PLC128420

SCRUTINIZERS' REPORT

To
Mr. K. K. Maheshwari
The Chairman of the Court Convened
Meeting of the Equity Shareholders
of UltraTech Cement Limited,
Held on 20th October 2016 at 11:00 a.m.

**REPORT OF THE SCRUTINIZERS ON THE POLL HELD
ON 20TH OCTOBER, 2016 AT THE COURT CONVENED
MEETING OF THE EQUITY SHAREHOLDERS**

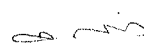
Dear Sir,

We, B. Narasimhan, Practising Company Secretary and Anish Gupta, an equity shareholder of the Company appointed as the Scrutinizers for the purpose of conducting the voting process by remote e-voting through Karvy Computershare Private Limited ("Karvy") and voting by electronic mode at the venue through Instapoll electronic voting facility provided at the meeting through Karvy, at the Court Convened meeting of the equity shareholders of UltraTech Cement Limited ("the Company"), held on Thursday, 20th October, 2016 at 11:00 a.m. (1100 hours), on the resolution seeking shareholders' approval to the Scheme of Arrangement between Jaiprakash Associates Limited and Jaypee Cement Corporation Limited and the Company and their respective shareholders and creditors ("**Scheme**").

We submit our report as under.

A. Voting by remote e-voting through electronic means provided through Karvy.

1. The remote e-voting period commenced on Monday, 17th October, 2016 at 9:00 a.m. (0900 hours) Indian Standard Time (IST) and

ended on Wednesday, 19th October, 2016 at 5:00 p.m. IST (1700 hours). We have downloaded the remote e-voting report from Karvy by using the Scrutinizer's login ID and password provided by Karvy on 20th October, 2016 after the voting through Instapoll at the meeting, was over. All votes cast by e-voting on the website of Karvy upto the close of working hours i.e. 5:00 p.m. IST (1700 hours) on Wednesday, 19th October, 2016, the last date and time fixed by the Company for remote e-voting, were considered for our scrutiny.

2. The result of the remote e-voting facility provided through Karvy seeking approval to the Scheme, is as follows:

i	Total Number of shareholders who participated through remote e-voting	706
ii	Total number of shares held by them	5,33,91,767
iii	Total shareholders whose votes were valid	702
iv	Total number of shares held by them	5,20,48,390

(a) Voted in favour of the resolution:

Number of members voted	% of the total number of members in relation to 'iii' above	Number of votes (in terms of number of shares held) cast by them	% of total number of votes in relation to 'iv' above (in terms of number of shares held) cast by them
697	99.288	5,20,28,807	99.962

(b) Voted against the resolution:

Number of members voted	% of the total number of members in relation to 'iii' above	Number of votes (in terms of number of shares held) cast by them	% of total number of votes in relation to 'iv' above (in terms of number of shares held) cast by them
5	0.712	19,583	0.038

(c) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	13,43,377

B. Voting by Instapoll electronic voting facility through Karvy taken at the court convened meeting:

The result of the Instapoll electronic voting facility provided through Karvy seeking approval to the Scheme, is as follows:

i	Total Number of Members present in person or by proxy or by authorised representative	278
ii	Total Number of Shares held by the Members present in person or by proxy or by authorised representative	17,09,17,244
iii	Total Number of Members present in person or by proxy or by authorised representative who cast their votes (considered valid) by instapoll electronic	237

Handwritten signature and scribbles

	voting facility	
iv	Total Number of Votes [(considered valid) in terms of number of shares held] cast by them by instapoll electronic voting facility	16,70,33,722

(a) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy or by authorized representative)	% of the total number of members present and voting in relation to 'iii' above (in person or by proxy or by authorized representative)	Number of votes (in terms of number of shares held) cast by them	% of total number of votes in relation to 'iv' above (in terms of number of shares held) cast by them
232	97.890	16,70,33,619	99.999

(b) Voted against the resolution:

Number of members present and voting (in person or by proxy or by authorized representative)	% of the total number of members present and voting in relation to 'iii' above (in person or by proxy or by authorized representative)	Number of votes (in terms of number of shares held) cast by them	% of total number of votes in relation to 'iv' above (in terms of number of shares held) cast by them
5	2.110	103	0.001

(c) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

C. The combined results of the remote e-voting and instapoll electronic voting mentioned in paragraph A and B above respectively, seeking approval to the Scheme, are as follows:

i	Total Number of Valid votes for remote e-voting and instapoll	939
ii	Total number of shares held by them	21,90,82,112

(a) Voted in favour of the resolution:

Number of members voted (including votes cast through remote e-voting)	% of the total number of members voted (including votes cast through remote e-voting)	Number of votes (in terms of number of shares held) cast by them (including votes cast through remote e-voting)	% of total number of votes (in terms of number of shares held) cast by them (including votes cast through remote e-voting)
929	98.935	21,90,62,426	99.991

(b) Voted against the resolution:

Number of members voted (including votes cast through remote e-voting)	% of the total number of members voted (including votes cast through remote e-voting)	Number of votes (in terms of number of shares held) cast by them (including votes cast through remote e-voting)	% of total number of votes (in terms of number of shares held) cast by them (including votes cast through remote e-voting)
10	1.065	19,686	0.009

(c) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid (including votes cast through remote e-voting)	Total number of votes cast by them (including votes cast through remote e-voting)
4	13,43,377

I hereby declare that the resolution for approving Scheme has been approved by the requisite majority.



All the relevant records were copied onto a disc and sealed and handed over to the Company Secretary of the Applicant Company for safe keeping.

Thanking you,
Yours faithfully,

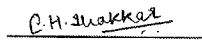


B. Narasimhan
Practising Company Secretary
COP No. : 10440
Membership No: FCS 1303



Anish Gupta
DP ID: 12024400
Cl. ID: 00012172

Witness:



1. Ms. Chandani H. Thakkar



2. Ms. Honey B. Soni

Received the Report together with other data / records mentioned therein:



K. K. Maheshwari

Chairman of the Court Convened Meeting

Place: Mumbai
Date: 20th October, 2016

Annexure 3

Date of the AGM/EGM	ULTRATECH CEMENT LTD. 20th October, 2016
Total number of shareholders on record date	291,652
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	271
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1	No.										
Resolution required: (Ordinary/ Special)	Special - To approve the Scheme of Arrangement between Jaiprakash Associates Limited and Jaypee Cement Corporation Limited and UltraTech Cement Limited and their respective shareholders and creditors.											
Whether promoter/promoter group are interested in the agenda/resolution? Category												
			No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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		166,132,457	166,796,933	99.2057	166,796,933	-	100.0000	0.0000			
	Postal Ballot (if applicable)				0.0000							
	Total			166,796,933	99.2057	166,796,933	-	100.0000	0.0000			
Public- Institutions	E-Voting		73,403,794	50,654,888	69.0085	50,635,365	19,503	99.5614	0.0385			
	Postal Ballot (if applicable)			206,110	0.2808	206,110	-	100.0000	0.0000			
	Total			50,860,998	69.2893	50,841,465	19,503	99.5617	0.0383			
Public- Non Institutions	E-Voting		32,913,904	1,393,502	4.2338	1,393,422	80	99.9942	0.0057			
	Postal Ballot (if applicable)			30,679	0.0932	30,576	103	99.6642	0.3357			
	Total			1,424,181	4.327	1,423,998	183	99.872	0.0128			
	Total		274,450,155	239,082,113	71.258	219,067,426	19,686	99.9910	0.0090			

