To,
The Chairman
Ultra Tech Cement Limited,
B – Wing, Atura Centre,
2nd Floor, Mahakali Caves Road,
Andheri East,
Mumbai - 400 093

Report of the Scrutinizer - combined result of e-voting, postal and physical poll on the resolutions passed at the 14th Annual General Meeting of UltraTech Cement Limited ("the Company") held on Wednesday, 6th August, 2014

I, Nilesh Trivedi, Partner, KBNT & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer in terms of the provisions of the Companies Act, 2013 and the Rules made thereunder:

(i) in respect of e-voting facility extended by the Company and ballots received through post for the resolutions as set out in the Notice of the Annual General Meeting (AGM) dated 28th June, 2014, and

(ii) in respect of the poll conducted at the Annual General Meeting (AGM) of the Company held on Wednesday, 6th August, 2014 at Ravindra Natya Mandir, P.L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Prabhadevi, Mumbai- 400025 on the resolutions as set out in the Notice of the AGM dated 28th June, 2014.

As a Scrutinizer the combined report of the e-voting, ballots received through post and poll carried out by the shareholders at the AGM through ballot paper are as follows:-

The Consolidated Result of the e-voting, postal and physical poll is as under

<table>
<thead>
<tr>
<th>Resolution No.</th>
<th>Particulars</th>
<th>Votes in Favour</th>
<th>Votes Against</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Adoption of the Audited Balance Sheet as at 31st March, 2014, the Statement of Profit &amp; Loss for the financial year ended 31st March, 2014, the Report of the Board of Directors' and Auditors' thereon.</td>
<td>99.984621</td>
<td>0.015378</td>
</tr>
<tr>
<td>2.</td>
<td>Declaration of Dividend</td>
<td>99.999923</td>
<td>0.000077</td>
</tr>
<tr>
<td>3.</td>
<td>Re-appointment of Mr. D.D.Rathi, Director retiring by rotation.</td>
<td>93.399077</td>
<td>6.600923</td>
</tr>
<tr>
<td>5.</td>
<td>Re-appointment of M/s Haribhakti &amp; Co., Chartered Accountants as branch auditor of the Company.</td>
<td>99.923660</td>
<td>0.076340</td>
</tr>
</tbody>
</table>
7. Appointment of Mr. Arun Adhikari as an Independent Director of the Company. 99.999807 0.000193
8. Appointment of Mr. R.C. Bhargava as an Independent Director of the Company. 98.728333 1.271667
9. Appointment of Mr. G.M. Dave as an Independent Director of the Company. 99.755141 0.244859
10. Appointment of Mr. S.B. Mathur as an Independent Director of the Company. 99.352160 0.647840
11. Appointment of Mr. S. Rajgopal as an Independent Director of the Company. 99.760969 0.239031

Outcome of Voting of Annual General meeting (As per Clause 35A of Listing Agreement)

<table>
<thead>
<tr>
<th>Date of Annual General meeting</th>
<th>6th August, 2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total number of shareholders as on record date (25th June, 2014 - cut-off date for e-voting)</td>
<td>293,012</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>No. of shareholders present in the meeting either in person or through proxy</th>
<th>Promoter &amp; Promoter Group</th>
<th>Public</th>
</tr>
</thead>
<tbody>
<tr>
<td>In Person</td>
<td>Through Proxy</td>
<td>In Person</td>
</tr>
<tr>
<td>10</td>
<td>0</td>
<td>303</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>No. of shareholders attended the meeting through Video Conferencing</th>
<th>Promoter &amp; Promoter Group</th>
<th>Public</th>
</tr>
</thead>
<tbody>
<tr>
<td>N.A.</td>
<td>N.A.</td>
<td></td>
</tr>
</tbody>
</table>

The mode of voting for all the resolutions was:
1. e-voting conducted between Thursday 31st July, 2014 (9.00 a.m.) to Saturday, 2nd August, 2014 (5.00 p.m.) and ballot papers received through post.
2. Physical poll conducted at the Meeting.

Given below is the resolution wise combined result of e-voting, ballots received through post and physical poll at the meeting.

Resolution No. 1:
Adoption of the Audited Balance Sheet as at 31st March, 2014, the Statement of Profit & Loss for the financial year ended 31st March, 2014, the Report of the Board of Directors’ and Auditors’ thereon (Ordinary Resolution)

<table>
<thead>
<tr>
<th>Promoter/Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3)=[(2)/(1)] *100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6)=[(4)/(2)] *100</th>
<th>% of Votes Against on Votes polled (7)=[(5)/(2)] *100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.987401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.0000</td>
<td>0.0000</td>
</tr>
<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>46,174,576</td>
<td>61.148481</td>
<td>46,141,574</td>
<td>33,002</td>
<td>99.928528</td>
<td>0.071472</td>
</tr>
<tr>
<td>Public-Others</td>
<td>29,567,434</td>
<td>18,366</td>
<td>0.062116</td>
<td>18,236</td>
<td>130</td>
<td>99.292170</td>
<td>0.707830</td>
</tr>
<tr>
<td>Total</td>
<td>274,357,529</td>
<td>215,449,488</td>
<td>78.528732</td>
<td>215,416,356</td>
<td>33,132</td>
<td>100.0000</td>
<td>0.015378</td>
</tr>
</tbody>
</table>
Resolution No. 2:
Declaration of dividend (Ordinary Resolution)

<table>
<thead>
<tr>
<th>Promoter /Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6)=[(4)/(2)]*100</th>
<th>% of Votes Against on Votes polled (7)=[(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.987401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.0000</td>
<td>- 0.0000</td>
</tr>
<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>46,473,028</td>
<td>61.543718</td>
<td>46,473,028</td>
<td>0</td>
<td>100.0000</td>
<td>0.0000</td>
</tr>
<tr>
<td>Public-Others</td>
<td>29,567,434</td>
<td>18,412</td>
<td>0.062271</td>
<td>18,426</td>
<td>166</td>
<td>99.098414</td>
<td>0.901586</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>274,357,529</strong></td>
<td><strong>215,747,986</strong></td>
<td><strong>78.637531</strong></td>
<td><strong>215,747,820</strong></td>
<td><strong>166</strong></td>
<td><strong>99.999923</strong></td>
<td><strong>0.000077</strong></td>
</tr>
</tbody>
</table>

Resolution No. 3:
Re-appointment of Mr. D.D.Rathi, Director retiring by rotation. (Ordinary Resolution)

<table>
<thead>
<tr>
<th>Promoter /Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6)=[(4)/(2)]*100</th>
<th>% of Votes Against on Votes polled (7)=[(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.987401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.0000</td>
<td>0.0000</td>
</tr>
<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>46,472,528</td>
<td>61.543055</td>
<td>31,584,289</td>
<td>14,882,239</td>
<td>67.963355</td>
<td>32.036645</td>
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<tr>
<td>Public-Others</td>
<td>29,567,434</td>
<td>18,068</td>
<td>0.061108</td>
<td>17,762</td>
<td>306</td>
<td>98.306398</td>
<td>1.693602</td>
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<tr>
<td><strong>Total</strong></td>
<td><strong>274,357,529</strong></td>
<td><strong>215,747,142</strong></td>
<td><strong>78.637223</strong></td>
<td><strong>200,858,597</strong></td>
<td><strong>14,888,545</strong></td>
<td><strong>93.099077</strong></td>
<td><strong>6.900923</strong></td>
</tr>
</tbody>
</table>
Resolution No. 4:
Re-appointment of Deloitte Haskins & Sells LLP, Chartered Accountants, Mumbai and M/s G.P. Kapadia & Co., Chartered Accountants, Mumbai as joint statutory auditors of the Company (Ordinary Resolution)

<table>
<thead>
<tr>
<th>Promoter /Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6)=[(4)/(2)]*100</th>
<th>% of Votes Against on Votes polled (7)=[(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.987401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.0000</td>
<td>0.00000</td>
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<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>4,644,271</td>
<td>61.505635</td>
<td>31,654,785</td>
<td>14,789,486</td>
<td>68.156490</td>
<td>31.843510</td>
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<td>Public-Others</td>
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<td>0.060793</td>
<td>17,704</td>
<td>271</td>
<td>98.492350</td>
<td>1.507650</td>
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<td><strong>Total</strong></td>
<td><strong>274,357,529</strong></td>
<td><strong>215,718,792</strong></td>
<td><strong>78.626890</strong></td>
<td><strong>200,929,035</strong></td>
<td><strong>14,789,757</strong></td>
<td><strong>93.143964</strong></td>
<td><strong>6.856036</strong></td>
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</table>

Resolution No. 5:
Re-appointment of M/s Haribhakti & Co., Chartered Accountants as branch auditor of the Company (Ordinary Resolution)

<table>
<thead>
<tr>
<th>Promoter /Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6)=[(4)/(2)]*100</th>
<th>% of Votes Against on Votes polled (7)=[(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.987401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.0000</td>
<td>0.00000</td>
</tr>
<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>46,471,176</td>
<td>61.541265</td>
<td>46,306,713</td>
<td>164,463</td>
<td>99.646097</td>
<td>0.353903</td>
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<td>Public-Others</td>
<td>29,567,434</td>
<td>17,905</td>
<td>0.060556</td>
<td>17,667</td>
<td>238</td>
<td>98.670762</td>
<td>1.329238</td>
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<tr>
<td><strong>Total</strong></td>
<td><strong>274,357,529</strong></td>
<td><strong>215,745,627</strong></td>
<td><strong>78.636671</strong></td>
<td><strong>215,580,926</strong></td>
<td><strong>164,701</strong></td>
<td><strong>99.923660</strong></td>
<td><strong>0.076340</strong></td>
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</tbody>
</table>
Resolution No. 6:

<table>
<thead>
<tr>
<th>Promoter /Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3)={(2)/(1)}*100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6)=[(4)/(2)]*100</th>
<th>% of Votes Against on Votes polled (7)=[(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.997401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.0000</td>
<td>0.0000</td>
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<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>46,471,176</td>
<td>61.541265</td>
<td>46,471,176</td>
<td>0</td>
<td>100.0000</td>
<td>0.0000</td>
</tr>
<tr>
<td>Public-Others</td>
<td>29,567,434</td>
<td>18,105</td>
<td>0.061233</td>
<td>17,912</td>
<td>193</td>
<td>98.933996</td>
<td>1.066004</td>
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<td>Total</td>
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<td>215,745,827</td>
<td>78.836774</td>
<td>215,745,634</td>
<td>193</td>
<td>99.999911</td>
<td>0.000089</td>
</tr>
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</table>

Resolution No. 7:
Appointment of Mr. Arun Adhikari as an Independent Director of the Company (Ordinary Resolution)

<table>
<thead>
<tr>
<th>Promoter /Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3)={(2)/(1)}*100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6)=[(4)/(2)]*100</th>
<th>% of Votes Against on Votes polled (7)=[(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.987401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.0000</td>
<td>0.00000</td>
</tr>
<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>46,471,176</td>
<td>61.541265</td>
<td>46,471,176</td>
<td>0</td>
<td>100.0000</td>
<td>0.00000</td>
</tr>
<tr>
<td>Public-Others</td>
<td>29,567,434</td>
<td>18,196</td>
<td>0.061541</td>
<td>17,779</td>
<td>417</td>
<td>97.708288</td>
<td>2.291712</td>
</tr>
<tr>
<td>Total</td>
<td>274,357,529</td>
<td>215,745,918</td>
<td>78.836777</td>
<td>215,745,501</td>
<td>417</td>
<td>99.999807</td>
<td>0.000193</td>
</tr>
</tbody>
</table>
Resolution No. 8:
Appointment of Mr. R.C. Bhargava as an Independent Director of the Company (Ordinary Resolution)

<table>
<thead>
<tr>
<th>Promoter /Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6)=[(4)/(2)]*100</th>
<th>% of Votes Against on Votes polled (7)=[(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.987401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.000</td>
<td>0.00000</td>
</tr>
<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>46,444,279</td>
<td>61.505646</td>
<td>43,701,636</td>
<td>2,742,643</td>
<td>94.094767</td>
<td>5.905233</td>
</tr>
<tr>
<td>Public-Others</td>
<td>29,567,434</td>
<td>17,872</td>
<td>0.060445</td>
<td>17,291</td>
<td>581</td>
<td>96.749105</td>
<td>3.250895</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>274,357,529</strong></td>
<td><strong>215,718,697</strong></td>
<td><strong>78.626855</strong></td>
<td><strong>212,375,473</strong></td>
<td><strong>2,743,224</strong></td>
<td><strong>98.728333</strong></td>
<td><strong>1.271667</strong></td>
</tr>
</tbody>
</table>

Resolution No. 9:
Appointment of Mr. G.M. Dave as an Independent Director of the Company (Ordinary Resolution)

<table>
<thead>
<tr>
<th>Promoter /Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6)=[(4)/(2)]*100</th>
<th>% of Votes Against on Votes polled (7)=[(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.987401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.000</td>
<td>0.00000</td>
</tr>
<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>46,471,176</td>
<td>61.541265</td>
<td>45,943,404</td>
<td>527,772</td>
<td>98.864302</td>
<td>1.135698</td>
</tr>
<tr>
<td>Public-Others</td>
<td>29,567,434</td>
<td>18,248</td>
<td>0.061717</td>
<td>17,747</td>
<td>501</td>
<td>97.254494</td>
<td>2.745506</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>274,357,529</strong></td>
<td><strong>215,745,970</strong></td>
<td><strong>78.636796</strong></td>
<td><strong>215,217,697</strong></td>
<td><strong>528,273</strong></td>
<td><strong>99.755141</strong></td>
<td><strong>0.244859</strong></td>
</tr>
</tbody>
</table>
Resolution No. 10:
Appointment of Mr. S.B. Mathur as an Independent Director of the Company. (Ordinary Resolution)

<table>
<thead>
<tr>
<th>Promoter /Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3) = [(2)/(1)]*100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6) = [(4)/(2)]*100</th>
<th>% of Votes Against on Votes polled (7) = [(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.987401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.0000</td>
<td>0.00000</td>
</tr>
<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>46,467,424</td>
<td>61.536296</td>
<td>45,070,283</td>
<td>1,397,141</td>
<td>96.993289</td>
<td>3.006711</td>
</tr>
<tr>
<td>Public- Others</td>
<td>29,567,434</td>
<td>17,768</td>
<td>0.060093</td>
<td>17,247</td>
<td>521</td>
<td>97.967762</td>
<td>2.932238</td>
</tr>
<tr>
<td>Total</td>
<td>274,357,529</td>
<td>215,741,738</td>
<td>78.635253</td>
<td>214,344,076</td>
<td>1,397,662</td>
<td>99.9352160</td>
<td>0.647840</td>
</tr>
</tbody>
</table>

Resolution No. 11:
Appointment of Mr. S. Rajgopal as an Independent Director of the Company. (Ordinary Resolution)

<table>
<thead>
<tr>
<th>Promoter /Public</th>
<th>No of Shares held (1)</th>
<th>No of Votes Polled (2)</th>
<th>% of Votes polled on Outstanding shares (3) = [(2)/(1)]*100</th>
<th>No of Votes in Favour (4)</th>
<th>No of Votes Against (5)</th>
<th>% of Votes in favour on Votes polled (6) = [(4)/(2)]*100</th>
<th>% of Votes Against on Votes polled (7) = [(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>169,277,874</td>
<td>169,256,546</td>
<td>99.987401</td>
<td>169,256,546</td>
<td>0</td>
<td>100.0000</td>
<td>0.00000</td>
</tr>
<tr>
<td>Public Institutional Holders</td>
<td>75,512,221</td>
<td>46,471,176</td>
<td>61.541265</td>
<td>45,956,117</td>
<td>515,059</td>
<td>98.891659</td>
<td>1.108341</td>
</tr>
<tr>
<td>Public- Others</td>
<td>29,567,434</td>
<td>18,164</td>
<td>0.061432</td>
<td>17,523</td>
<td>641</td>
<td>96.471042</td>
<td>3.528958</td>
</tr>
<tr>
<td>Total</td>
<td>274,357,529</td>
<td>215,745,886</td>
<td>78.636765</td>
<td>215,230,186</td>
<td>515,700</td>
<td>99.760969</td>
<td>0.239031</td>
</tr>
</tbody>
</table>

You may accordingly declare the result of the poll.

I hereby confirm that I am maintaining the Register both electronically and manually, in respect of the votes cast through e-Voting by the shareholders of the Company. I shall be arranging to hand over these records to Mr. S. K. Chatterjee, Company Secretary of the Company in due course as prescribed in the said Rules.

Thanking you,
Yours Faithfully

Nilesh Trivedi
(Scrutinizer)
Partner,
KBNT & Associates,
Company Secretaries

Date: 6th August, 2014
Place: Mumbai