



12th August, 2023

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

Dear Sirs,

Sub: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) – Voting Results of the 23rd Annual General Meeting of the Company.

The Company's 23rd Annual General Meeting ("AGM") was held on Friday, 11th August, 2023 at 3:00 p.m. (IST) through video conferencing / other audio-visual means 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 AGM. Mr. Anish Gupta, Partner, VKMG & Associates LLP, Company Secretaries was appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM. The Scrutinizer's Report dated 12th August, 2023 is attached as Annexure 1. All resolutions as set out in the Notice of the AGM have been duly approved by the shareholders 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 AGM is attached as Annexure 2.

This is for your information and records, please.

Yours very truly,
For UltraTech Cement Limited

Sanjeeb Kumar Chatterjee
Company Secretary and Compliance Officer

Encl: a/a

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 38589
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



Annexure 1

VKMG
& Associates LLP
Company Secretaries

Consolidated Report of Scrutinizer on remote e-voting and e-voting at the 23rd Annual General Meeting (AGM) of UltraTech Cement Limited
(Pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
UltraTech Cement Limited
'B' Wing, Ahura Centre, 2nd Floor, Mahakali Caves Road,
Andheri (East), Mumbai 400093

Sub: **23rd Annual General Meeting (AGM)** of the Members of **UltraTech Cement Limited (the "Company")** held on Friday, 11th August, 2023 at 3:00 p.m. (IST) through video conferencing ("VC")/ other audio-visual means ("OAVM").

Dear Sir,

The Board of Directors of the Company at its meeting held on 28th April, 2023 appointed me as a Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("**remote e-voting**" and "**e-voting**"), on the resolutions contained in the notice of AGM dated 28th April, 2023 ("**Notice**").

The management of the Company is responsible to ensure compliance with the requirements of applicable provisions of the Companies Act, 2013 ("the Act") and rules made thereunder and applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations") and General Circulars No. 10/2022 dated 28th December, 2022, other circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December, 2021 and 5th May, 2022, issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, other circulars dated 12th May, 2020 and 13th May, 2022 issued by the Securities and Exchange Board of India ("SEBI") ("the Circulars") relating to issuance of notice and e-voting on the resolutions contained in the Notice convening the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

The AGM was convened on Friday, 11th August, 2023 at 3:00 p.m. (IST) through VC/OAVM. The deemed venue for the Meeting was the Registered Office of the Company.

Pursuant to provisions of Sections 101 and 136 of the Act and rules made thereunder and Regulation 36 of Listing Regulations and in terms of MCA and SEBI Circulars, the notice of the AGM including procedure and instructions for e-voting and Annual Report for FY 2022-2023 was sent through electronic mode to equity shareholders whose email address is registered with the Company / Registrar & Transfer Agent of the Company, KFin Technologies Limited ("KFin") / National Securities Depository Limited ("NSDL") / Central Depository Services Limited ("CDSL") / Depository Participants.



The Notice of the AGM and Annual Report were placed on the website of the Company, www.ultratechcement.com and on websites of the stock exchanges on which the shares of the Company are listed ("**Stock Exchanges**"), i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and the same were also made available on the website of KFin at <https://evoting.kfintech.com>.

The Company also published advertisements of Notice of the AGM on 18th July, 2023 and 21st July, 2023 i.e. before and after the sending of said Notice, in three newspapers namely "Business Standard" & "The Free Press Journal" (English Newspapers), and "Navshakti" (Marathi language newspaper).

My responsibility as Scrutinizer is to scrutinize the process of remote e-voting before the AGM and e-voting at the AGM in a fair and transparent manner and is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFin and the Agency authorized under the Act and engaged by the Company to provide e-voting facility and attendant papers and other relevant documents furnished to me electronically by the Company and/ or KFin for my verification. Accordingly, I hereby submit my report as under:

1. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 4th August, 2023 were entitled to vote either by remote e-voting or e-voting at the AGM, on the resolutions (item nos. 1 to 5 as set out in the Notice convening the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.
2. The remote e-voting commenced on Tuesday, 8th August, 2023 (9:00 a.m. IST) and ended on Thursday, 10th August, 2023 (5:00 p.m. IST). The remote e-voting module was disabled by KFin upon expiry of this period.
3. The facility for voting was also available at the AGM through e-voting for those Members who attended the AGM and had not already cast their vote through the remote e-voting facility.
4. The votes cast during the remote e-voting and also during the AGM were unblocked on Friday, 11th August, 2023 after the conclusion of the AGM and was witnessed by two witnesses, Mr. Arya Kondalkar and Mr. Sushant Nate, who are not in the employment of the Company.
5. The e-votes were reconciled with the records maintained by the Company / KFin and the authorizations lodged with the Company / KFin on test check basis.
6. The details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that were put to vote, were generated from the e-voting website of KFin i.e. <https://evoting.kfintech.com>. Based on the report generated by KFin and relied upon by me, the voting results are reported.



I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, as an Annexure to this report, based on the reports generated by KFin.

All the resolutions put to vote at the AGM stand passed, under remote e-voting along with voting through e-voting at the AGM, with the requisite majority and deemed to have been passed on the date of the AGM.

I hereby confirm that I am maintaining the register and records which are required to be maintained under Rule 20 of the Companies (Management and Administration) Rules, 2014 received from the KFin, in respect of the votes cast through remote e-voting and through e-voting at the AGM by the Equity Shareholders of the Company and will be handed over to Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM. According to my observations, the process of remote e-voting and e-voting at the AGM has been conducted in a fair and transparent manner.

Thanking you,

Yours faithfully,

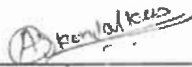
For VKMG & Associates LLP
Company Secretaries
FRN: L2019MH005300

Anish Gupta
Partner
FCS-5733
CP-4092
PRN:1279/2021



Date: 12-08-2023
Place: Mumbai
UDIN: F005733E000791562

Witness 1: Mr. Arya Kondalkar

: 

Witness 2: Mr. Sushant Nate

: 

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

Signature: 

Mr. Atul Daga
Whole-time Director and Chief Financial Officer

Date: 12-08-2023
Place: Mumbai

UltraTech Cement Limited

(CIN - L26940MH2000PLC128420)

Annexure to Consolidated Scrutinizer's Report in respect of remote e-voting along with voting through e-voting at 23rd Annual General Meeting of **UltraTech Cement Limited** held on August 11, 2023 through VC/OAVM

Res. No.	Particulars of Resolutions	Mode	Total No. of Members	Total Votes available for voting	Total Valid Votes	Favour			Against			Abstained and Less Votes		
						No. of Members	No. of Votes	% of total Valid Votes	No. of Members	No. of Votes	% of total Valid Votes	No. of Members	No. of Abstained Votes	No. of Less Votes
1	To consider and adopt the audited standalone and consolidated financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.	Remote e-voting	1,898	24,28,42,038	23,93,41,902	1,853	23,92,75,721	99.9723	14	66,181	0.0277	31	25,88,508	9,11,628
		E-voting	8	185	185	7	184	99.4595	1	1	0.5405	-	-	-
		Total	1,906	24,28,42,223	23,93,42,087	1,860	23,92,75,905	99.9723	15	66,182	0.0277	31	25,88,508	9,11,628
2	To declare dividend on equity shares for the financial year ended 31st March, 2023	Remote e-voting	1,898	24,28,42,038	24,16,78,294	1,870	24,16,78,126	99.9999	8	168	0.0001	20	2,52,116	9,11,628
		E-voting	8	185	185	8	185	100.0000	-	-	-	-	-	-
		Total	1,906	24,28,42,223	24,16,78,479	1,878	24,16,78,311	99.9999	8	168	0.0001	20	2,52,116	9,11,628
3	Appoint a Director in place of Mrs. Rajashree Birla (DIN: 00022995) who retires from office by rotation, and being eligible, offers herself for re-appointment and continuation in office	Remote e-voting	1,898	24,28,42,038	24,16,56,161	1,233	21,37,93,291	88.4700	638	2,78,62,870	11.5300	28	2,74,249	9,11,628
		E-voting	8	185	185	8	185	100.0000	-	-	-	-	-	-
		Total	1,906	24,28,42,223	24,16,56,346	1,241	21,37,93,476	88.4700	638	2,78,62,870	11.5300	28	2,74,249	9,11,628
4	Ratification of the remuneration of the Cost Auditors viz. M/s. D. C. Dave & Co., Cost Accountants, Mumbai and M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad for the financial year ending 31st March, 2024	Remote e-voting	1,898	24,28,42,038	24,16,66,434	1,853	24,16,65,973	99.9998	17	461	0.0002	29	2,63,976	9,11,628
		E-voting	8	185	185	8	185	100.0000	-	-	-	-	-	-
		Total	1,906	24,28,42,223	24,16,66,619	1,861	24,16,66,158	99.9998	17	461	0.0002	29	2,63,976	9,11,628
5	Alteration of Articles of Association of the Company	Remote e-voting	1,898	24,28,42,038	24,16,72,946	1,856	24,16,72,175	99.9997	21	771	0.0003	21	2,57,464	9,11,628
		E-voting	8	185	185	8	185	100.0000	-	-	-	-	-	-
		Total	1,906	24,28,42,223	24,16,73,131	1,864	24,16,72,360	99.9997	21	771	0.0003	21	2,57,464	9,11,628

Note

1 In case of remote e-voting, one member in relation to resolution no.3 and one member in relation to resolution no.4 has casted vote(s) partially in favour and partially in against. However, while calculating the number of members who voted in favour and number of members who voted against the said resolution, the said members were considered under both the categories.

For VKMG & Associates LLP
Company Secretaries
FRN: L2019MH005300

Anish Gupta
Partner
FCS No. 5733
C. P. No. 4092
PRN:1279/2021



Place: Mumbai
Date: 12-08-2023
UDIN:F005733E000791562

Annexure 2

		UltraTech Cement Limited						
Date of the AGM/EGM		11-08-2023						
Total number of shareholders on record date		366551						
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:		Not Applicable						
Public:		Not Applicable						
No. of Shareholders attended the meeting through Video Conferencing								
Promoters and Promoter Group:		8						
Public:		53						
Resolution No.		1						
Resolution required: (Ordinary/ Special)		Ordinary - Adoption of the Audited Financial Statements (including audited consolidated financial statements) for the financial year ended 31st March, 2023, the Report of the Board of Directors' and Auditors' thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	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	17,03,38,945	17,03,38,945	100.0000	17,03,38,945	0	100.0000	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		17,03,38,945	100	17,03,38,945	0	100.0000	0.0000
Public- Institutions	E-Voting	9,15,18,739	6,87,85,966	75.1605	6,87,19,978	65,988	99.9040	0.0959
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6,87,85,966	75	6,87,19,978	65,988	99.9041	0.0959
Public- Non Institutions	E-Voting	2,68,28,661	2,16,991	0.8064	2,16,798	193	99.9107	0.0892
	Poll		185	0.0007	184	1	99.4594	0.5405
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,17,176	1	2,16,982	194	99.9107	0.0893
Total		28,86,86,345	23,93,42,087	82.9073	23,92,75,905	66,182	99.9723	0.0277

Resolution No.	2							
Resolution required: (Ordinary/ Special)	Ordinary - Declaration of dividend for the year ended 31st March, 2023							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	17,03,38,945	17,03,38,945	100.0000	17,03,38,945	0	100.0000	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		17,03,38,945	100.0000	17,03,38,945	0	100.0000	0.0000
Public- Institutions	E-Voting	9,15,18,739	7,11,22,357	77.7134	7,11,22,357	0	100.0000	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		7,11,22,357	77.7134	7,11,22,357	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2,68,28,661	2,16,992	0.8064	2,16,824	168	99.9223	0.0776
	Poll		185	0.0007	185	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,17,177	0.8071	2,17,009	168	99.9226	0.0774
Total		28,86,86,345	24,16,78,479	83.7166	24,16,78,311	168	99.9999	0.0001

Resolution No.	3							
Resolution required: (Ordinary/ Special)	Special - Appoint a Director in place of Mrs. Rajashree Birla (DIN: 00022995) who retires from office by rotation, and being eligible, offers herself for re-appointment and continuation in office							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	17,03,38,945	17,03,38,945	100.0000	17,03,38,945	0	100.0000	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		17,03,38,945	100.0000	17,03,38,945	0	100.0000	0.0000
Public- Institutions	E-Voting	9,15,18,739	7,11,00,225	77.6893	4,32,38,449	2,78,61,776	60.8133	39.1866
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,11,00,225	77.6893	4,32,38,449	2,78,61,776	60.8134	39.1866
Public- Non Institutions	E-Voting	2,68,28,661	2,16,991	0.8064	2,15,897	1,094	99.4943	0.5056
	Poll		185	0.0007	185	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,17,176	0.8071	2,16,082	1,094	99.4963	0.5037
Total		28,86,86,345	24,16,56,346	83.7090	21,37,93,476	2,78,62,870	88.4700	11.5300

Resolution No.	4							
Resolution required: (Ordinary/ Special)	Ordinary - Ratification of the remuneration of the Cost Auditors viz. M/s. D. C. Dave & Co., Cost Accountants, Mumbai and M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad for the financial year ending 31st March, 2024							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	17,03,38,945	17,03,38,945	100.0000	17,03,38,945	0	100.0000	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		17,03,38,945	100.0000	17,03,38,945	0	100.0000	0.0000
Public- Institutions	E-Voting	9,15,18,739	7,11,10,509	77.7005	7,11,10,509	0	100.0000	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		7,11,10,509	77.7005	7,11,10,509	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2,68,28,661	2,16,980	0.8063	2,16,519	461	99.7868	0.2131
	Poll		185	0.0007	185	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,17,165	0.8070	2,16,704	461	99.7877	0.2123
Total		28,86,86,345	24,16,66,619	83.7125	24,16,66,158	461	99.9998	0.0002

Resolution No.	5							
Resolution required: (Ordinary/ Special)	Special - Alteration of Articles of Association of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	17,03,38,945	17,03,38,945	100.0000	17,03,38,945	0	100.0000	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		17,03,38,945	100.0000	17,03,38,945	0	100.0000	0.0000
Public- Institutions	E-Voting	9,15,18,739	7,11,17,042	77.7076	7,11,17,042	0	100.0000	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		7,11,17,042	77.7076	7,11,17,042	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2,68,28,661	2,16,959	0.8063	2,16,188	771	99.6435	0.3564
	Poll		185	0.0007	185	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,17,144	0.807	2,16,373	771	99.6449	0.3551
Total		28,86,86,345	24,16,73,131	83.7148	24,16,72,360	771	99.9997	0.0003