



26th February, 2016

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
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Mumbai 400 001.
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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

Dear Sirs,

Sub: Company Update – Withdrawal of Scheme of Arrangement between UltraTech Cement Limited and Jaiprakash Associates Limited

We refer to earlier correspondence in the matter.

A Scheme of Arrangement ("the Scheme") between UltraTech Cement Limited ("the Company") and Jaiprakash Associates Limited ("JAL") for the acquisition of JAL's entire cement business (including mining leases) situated at Bela & Siddhi in the State of Madhya Pradesh ("**Business**") as a going concern on a slump exchange basis under Sections 391-394 of the Companies Act, 1956 ("**1956 Act**") was approved by the Board of Directors of UTCL. The effectiveness of the Scheme was *inter-alia* subject to the sanction of the Hon'ble Bombay High Court ("**High Court**"). Accordingly, a petition seeking sanction to the Scheme was filed by the Company in the High Court.

The High Court has indicated that based on the recent amendments in the provisions of the Mines and Minerals (Development & Regulation) Act, 1947 ("MMDRA") preventing transfer of mines granted other than through auction, and in the absence of any clear timelines for any amendment / clarification in the MMDRA, the court cannot sanction the Scheme. Under the circumstances, it was decided to apply for withdrawal of the Scheme filed before the High Court, which was permitted by the High Court at the hearing held on 25th February, 2016.

Copy of the order is awaited.

This is for your information and record.

Yours very truly,
For UltraTech Cement Limited

A handwritten signature in blue ink, appearing to read "S.K. Chatterjee".

S.K.Chatterjee
Company Secretary & Compliance Officer

UltraTech Cement Limited

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