



Compliance Report with respect to the Scheme of Arrangement amongst Century Textiles and Industries Limited and UltraTech Cement Limited and their respective shareholders and creditors, under Sections 230 to 232 of the Companies Act, 2013 ("Scheme of Arrangement")

It is hereby certified that the draft Scheme of Arrangement does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") and SEBI Circular CFD/DIL3/CIR/2017/21 dated 10th March, 2017 (circular), including the following:

Sl.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of this circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(3)	Conditions for Schemes of Arrangement involving unlisted entities – Not Applicable
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting

S. K. Chatterjee
Company Secretary



K. K. Maheshwari
Managing Director

Certified that the transactions / accounting treatment provided in the draft Scheme of Arrangement are in compliance with all the Accounting Standards applicable to a listed entity.

Atul Daga
Whole-time Director &
Chief Financial Officer



K. K. Maheshwari
Managing Director



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