



USEFUL INFORMATION FOR SHAREHOLDERS

1. Investors' correspondence on all matters related to shares should be addressed to:

UltraTech Cement Limited
'A' Wing, Ahura Centre, 1st Floor
Mahakali Caves Road
Andheri (E)
Mumbai 400 093
Tel: 56917360,
Fax: 56917361.

Or

Registrar & Transfer Agents:
SHAREPRO SERVICES
(Unit : UltraTech Cement Limited)
Satam Estate, 3rd Floor
Above Bank of Baroda, Chakala
Andheri (E), Mumbai 400099
Tel: 28215168, Fax: 28392259

2. Share Transfers & Investor Services:

Share transfers in the physical form are presently registered and returned to the shareholders within 15 days of receipt of valid documents. The Company's equity shares are available for trading in the dematerialised mode only. The equity shares have been admitted on National Securities Depository Ltd., and Central Depository Services (India) Ltd., bearing ISIN No.INE481G01011. Requests for share transfer, sub-division, consolidation, transmission, issue of duplicate share certificates, dematerialisation and any investor grievances can be addressed to the Registered Office or to the Office of the Registrar & Transfer Agents.

3. Benefits Of Holding Shares In Dematerialised Form:

In the Depository System, the ownership and transfer of securities takes place by means of electronic book entries. This system rids the capital market of the dangers related to handling of paper.

The Depository System provides numerous benefits such as:

- Elimination of bad deliveries
- Elimination of all risks associated with physical certificates
- No Stamp duty
- Immediate transfer and registration of securities
- Faster settlement cycle
- Faster disbursement of non-cash corporate benefits like rights, bonus, etc
- Reduction in brokerage by many brokers for trading in dematerialised securities
- Reduction in handling of huge volumes of paper
- Periodic status reports for the DPs
- Elimination of problems related to change of address of investor, transmission etc
- Ease in portfolio monitoring
- Freezing the depository accounts

UltraTech Cement Limited
(Formerly UltraTech CemCo Limited)

Regd. Office : 'A' Wing, Ahura Centre, 1st Floor, Mahakali Caves Road, Andheri (E), Mumbai 400093.
Tel: 022 56917360, Fax: 022 56917361.

4. How To Get The Physical Shares Dematerialised:

Dematerialisation is the process by which physical certificates of an investor are converted to an equivalent number of securities in electronic form and credited in the investor's account with his / her Depository Participant (DP). In order to dematerialise certificates, an investor will have to first open an account with a DP and then request for the dematerialisation of certificates by filling up a Dematerialisation Request Form (DRF), which is available with the DP and submitting the same along with the physical certificates. The investor has to ensure that before the certificates are handed over to the DP for demat, they are defaced by marking "**Surrendered for Dematerialisation**" on the face of the certificates.

5. Electronic Clearing Services:

ECS facility will be made available to the Shareholders at the following Centres: -

- | | | |
|-----------------|--------------|------------------------|
| 1. Ahmedabad | 6. Guwahati | 11. Mumbai |
| 2. Bangalore | 7. Hyderabad | 12. Nagpur |
| 3. Bhubaneshwar | 8. Jaipur | 13. New Delhi |
| 4. Chandigarh | 9. Kanpur | 14. Patna |
| 5. Chennai | 10. Kolkata | 15. Thiruvananthapuram |

To avoid any risk of loss and / or interception of dividend warrants in postal transit and / or fraudulent encashment, the Shareholders residing at the aforesaid cities are requested to avail of the ECS facilities whereby the dividend is directly credited in electronic form to their respective bank accounts. ECS facility also ensures faster credit of dividend. **For the sake of convenience an ECS Application Form is enclosed herewith.**

Shareholders residing in other cities are requested to intimate the Company under the signature of the Sole / First Joint Holder, the following information, so that the Bank Account and Name and Address of the Bank can be printed on the Dividend Warrant: -

(A) Name of Sole / First Joint holder and Folio No.

(B) Particulars of Bank Account, viz.

- i) Name of the Bank
- ii) Name of Branch
- iii) Complete Address of the Bank with Pin Code Number
- iv) Account Type, whether Savings (SB) or Current Account (CA)
- v) Bank Account Number allotted by the Bank
- vi) One cheque leaf duly cancelled

6. The Company offers nomination facility to its shareholders. Shareholders holding shares in the physical form can get in touch with the Company or its Registrar & Transfer Agents for getting the nomination form. Those holding shares in the dematerialised mode can get in touch with their DP's for incorporating details on nomination in their records.
7. Dividend for the year ended 31 March 2004 has been dispatched to share holders in October 2004. Those shareholders who have not yet received the dividend warrants may please write to the Company or its Registrar & Transfer Agent for further information in this behalf.
8. **The name of the Company has been changed from UltraTech CemCo Limited to UltraTech Cement Limited with effect from 14 October 2004 pursuant to the resolution passed by the shareholders at the Annual General Meeting held on 11 October 2004 and approved by the Registrar of Companies, Maharashtra. Shareholders holding shares in physical form are requested to affix the stickers enclosed herewith on the share certificates to reflect the change in name.**
9. Those shareholders who have not received share certificates in terms of the Scheme of Arrangement may write to the Company or its Registrar & Transfer Agent for further details.

MESSAGE FOR INVESTORS
relating to
ISSUE OF SECURITIES
INVESTING IN DERIVATIVES
COLLECTIVE INVESTMENT SCHEME (CIS)
DEALING WITH BROKERS & SUB - BROKERS
INVESTING IN MUTUAL FUNDS
BUYBACK OF SECURITIES
OPEN OFFER UNDER TAKEOVER REGULATIONS
DEALING IN SECURITIES

INVESTING IN MUTUAL FUNDS

DOS

- ✓ Read the offer document carefully before investing.
- ✓ Note that investments in Mutual Funds may be risky.
- ✓ Mention your bank account number in the application form.
- ✓ Invest in a scheme depending upon your investment objective and risk appetite
- ✓ Note that Net Asset Value of a scheme is subject to change depending upon market conditions.
- ✓ Insist for a copy of the offer document/key information memorandum before investing.
- ✓ Note that past performance of a scheme is not indicative of future performance.
- ✓ Past performance of a scheme may or may not be sustained in future.
- ✓ Keep track of the Net Asset Value of a scheme, where you have invested, on a regular basis.
- ✓ Ensure that you receive an account statement for the money that you have invested.
- ✓ Update yourself on the performance of the scheme on a regular basis.

DON'TS

- x Do not invest in a scheme just because somebody is offering you a commission or other incentive, gifts etc.
- x Do not get carried away by the name of the scheme/Mutual Fund.
- x Do not fall prey to promises of unrealistic returns.
- x Do not forget to take note of risks involved in the investment.
- x Do not hesitate to approach concerned persons and then the appropriate authorities for any problem.
- x Do not deal with any agent/broker/dealer who is not registered with Association of Mutual Funds in India (AMFI).

BUYBACK OF SECURITIES

DOS

- ✓ Read the special resolution regarding the proposed buy back in detail and then vote for it.
- ✓ Compare the price offered in buy back with market price during last few months, Earning per Share, Book Value etc.
- ✓ Determine whether the price offered is reasonable.
- ✓ Read the instructions for making the application for tendering of shares carefully and follow them.
- ✓ Ensure that your application reaches the collection centre well within time.
- ✓ If you don't get the letter of offer within reasonable period, contact the Merchant Banker.
- ✓ Mention all details as required in the letter of offer legibly.
- ✓ Furnish all the documents asked for in the letter of offer.
- ✓ Send application through the mode (post/courier/hand delivery/ordinary post etc.) specified in the letter of offer.
- ✓ Contact Merchant Banker (MB) if no response is received from company/MB regarding consideration for tendered shares within stipulated time.
- ✓ Contact Compliance Officer mentioned in the letter of offer in case of any grievance against the company.
- ✓ Contact the Registrar of Companies in case you feel that provision of the Companies Act has been violated.
- ✓ Contact the MB in case of any grievance against the procedure followed in the buy back.

DON'TS

- x Don't submit multiple applications.
- x Don't forget to fill up the application legibly.
- x Don't mutilate the application form.
- x Don't cross/cut in the application form.
- x Don't send the application at wrong address.
- x Don't send the application after the close of offer.
- x Don't forget to give complete information in the application form.
- x Don't forget to sign on application form.
- x Don't give wrong/contradictory information on the application form.

OPEN OFFER UNDER TAKEOVER REGULATIONS

DOS

- ✓ Ensure that you are aware of all competitive offers and revision of offer before deciding on accepting the offer
- ✓ Refer to national dailies/SEBI website for details of competitive offers or revisions of offers.
- ✓ Note that the offer would be subject to statutory approvals, if any, mentioned in the Letter of Offer.
- ✓ Check whether the offer will result in delisting of the company.
- ✓ In case of dematerialised equity shares ensure credit is received to the Special Depository Account before the closure of the Offer.
- ✓ Carefully note the timings/days for hand delivery of the documents mentioned in the letter of offer.
- ✓ Wait till last date for Offer Revision (i.e. 7 working days prior to date of closing of offer) before tendering acceptance.
- ✓ Submit the Form of Withdrawal accompanying the Letter of Offer at any specified collection center upto 3 working days before date of closing of the Offer in case you want to withdraw the shares tendered.
- ✓ Ensure that signatures on Form of Acceptance, Transfer Deed, Depository Instruction and Form of Withdrawal are in same order and same as those lodged with the company.
- ✓ In case of non receipt of Offer Document, you can tender or withdraw from the Offer by making an application on plain paper giving the necessary details.

DON'TS

- x Don't wait for the last date for the closure of the offer for tendering your acceptance.
- x Don't fill in the details of the buyer/transferee in the transfer deed to be sent.
- x Don't file an incomplete application form/invalid documents.

DEALING IN SECURITIES

DOS

- ✓ Transact only through Stock Exchanges.
- ✓ Deal only through SEBI registered intermediaries.
- ✓ Complete all the required formalities of opening an account properly (Client registration, Client agreement forms etc).
- ✓ Ask for and sign "Know Your Client Agreement".
- ✓ Read and properly understand the risks associated with investing in securities / derivatives before undertaking transactions.
- ✓ Assess the risk - return profile of the investment as well as the liquidity and safety aspects before making your investment decision.
- ✓ Ask all relevant questions and clear your doubts with your broker before transacting.
- ✓ Invest based on sound reasoning after taking into account all publicly available information and on fundamentals.
- ✓ Give clear and unambiguous instructions to your broker / sub-broker / depository participant.
- ✓ Be vigilant in your transactions.
- ✓ Insist on a contract note for your transaction.
- ✓ Verify all details in contract note, immediately on receipt.
- ✓ Crosscheck details of your trade with details as available on the exchange website.
- ✓ Scrutinize minutely both the transaction and the holding statements that you receive from your Depository Participant (DP).
- ✓ Keep copies of all your investment documentation.
- ✓ Handle Delivery Instruction Slips (DIS) Book issued by DP's carefully.
- ✓ Insist that the DIS numbers are pre-printed and your account number (client id) be pre stamped.
- ✓ In case you are not transacting frequently make use of the freezing facilities provided for your demat account.
- ✓ Pay the margins required to be paid in the time prescribed.
- ✓ Deliver the shares in case of sale or pay the money in case of purchase within the time prescribed.
- ✓ Participate and vote in general meetings either personally or through proxy.
- ✓ Be aware of your rights and responsibilities.
- ✓ In case of complaints approach the right authorities for redressal in a timely manner.

DON'TS

- x Don't undertake off-market transactions in securities.
- x Don't deal with unregistered intermediaries.
- x Don't fall prey to promises of unrealistic returns.
- x Don't invest on the basis of hearsay and rumours; verify before investment.
- x Don't forget to take note of risks involved in the investment.
- x Don't be misled by rumours circulating in the market.
- x Don't be influenced into buying into fundamentally unsound companies (penny stocks) based on sudden spurts in trading volumes or prices or non authentic favourable looking articles / stories.
- x Don't follow the herd or play on momentum - it could turn against you.
- x Don't be misled by so called hot tips.
- x Don't try to time the market.
- x Don't hesitate to approach the proper authorities for redressal of your doubts / grievances.
- x Don't leave signed blank DIS of your demat account lying around carelessly or with anyone.
- x Do not sign blank DIS and keep them with DP or broker to save time. Remember your carelessness can be your peril.

ISSUE OF SECURITIES

DOS

- ✓ Read the Prospectus/ Abridged Prospectus and carefully note:
 - ✓ Risk factors pertaining to the issue.
 - ✓ Outstanding litigations and defaults, if any.
 - ✓ Financials of the issuer.
 - ✓ Object of the issue.
 - ✓ Company history.
 - ✓ Background of promoters.
 - ✓ Instructions before making application.
 - ✓ In case of any doubt/problem, contact the Compliance Officer named in the offer document.
 - ✓ In case you do not receive physical certificates/credit to demat account or application money refund, lodge a complaint with Compliance Officer of issuer company and post issue Lead Manager as stated in the offer document.

DON'TS

- x Do not fall prey to market rumours.
- x Do not go by any implicit/explicit promise made by the issuer or any one else.
- x Do not invest based on bull run of the market index/scripts of other companies in same industry/issuer company.
- x Do not bank upon the price of the shares of the issuer company to go up in the short run.

INVESTING IN DERIVATIVES

DOS

- ✓ Go through all rules, regulations, bye-laws and disclosures made by the exchanges.
- ✓ Trade only through - Trading Member (TM) registered with SEBI or authorised person of TM registered with the exchange.
- ✓ While dealing with an authorised person, ensure that the contract note has been issued by the TM of the authorized person only.
- ✓ While dealing with an authorized person, pay the brokerage/payments/ margins etc. to the TM only.
- ✓ Ensure that for every executed trade you receive duly signed contract note from your TM highlighting the details of the trade along with your unique client-id.
- ✓ Obtain receipt for collateral deposited with Trading Member (TM) towards margin.
- ✓ Go through details of Client-Trading Member Agreement.
- ✓ Know your rights and duties vis-a-vis those of TM/Clearing Member.
- ✓ Be aware of the risk associated with your positions in the market and margin calls on them.
- ✓ Collect / pay mark to market margins on your futures position on a daily basis from / to your Trading member.

DON'TS

- x Do not start trading before reading and understanding the Risk Disclosure Documents.
- x Do not trade on any product without knowing the risk and rewards associated with it.

COLLECTIVE INVESTMENT SCHEME (CIS)

DOS

- ✓ Before investing ensure that the entity is registered with SEBI.
- ✓ Read the offer document of the scheme especially the risk factors carefully.
- ✓ Check the viability of the project.
- ✓ Check and verify the background/expertise of the promoters.
- ✓ Ensure clear and marketable title of the property/assets of the entity.
- ✓ Ensure that the Collective Investment Management Company has the necessary infrastructure to carry out the scheme.
- ✓ Check the credit rating of the scheme and tenure of the rating.
- ✓ Check for the appraisal of the scheme and read the brief appraisal report.
- ✓ Read carefully the objects of the scheme.
- ✓ Check for the promise vis-a-vis performance of the earlier schemes in the offer document.
- ✓ Ensure that CIMC furnishes a copy of the Annual Report within two months from the closure of the financial year.
- ✓ Note that SEBI cannot guarantee or undertake the repayment of money to the investors.

DON'TS

- x Do not invest in any CIS entity not having SEBI registration.
- x Do not get carried away by indicative returns.
- x Do not invest based on market rumours.

DEALING WITH BROKERS & SUB - BROKERS

DOS

- ✓ Deal only with SEBI registered intermediaries.
- ✓ Ensure that the intermediary has a valid registration certificate.
- ✓ Ensure that the intermediary is permitted to transact in the market.
- ✓ State clearly who will be placing orders on your behalf.
- ✓ Insist on client registration form to be signed by the intermediary before commencing operations.
- ✓ Enter into an agreement with your broker or sub-broker setting out terms and conditions clearly.
- ✓ Insist on contract note/ confirmation memo for trades done each day
- ✓ Insist on bill for every settlement.
- ✓ Ensure that broker's name, trade time and number, transaction price and brokerage are shown distinctly on the contract note.
- ✓ Insist on periodical statement of accounts.
- ✓ Issue cheques/drafts in trade name of the intermediary only.
- ✓ Ensure receipt of payment/deliveries within 48 hours of payout
- ✓ In case of disputes, file written complaint to intermediary/Stock Exchange/ SEBI within a reasonable time.
- ✓ In case of sub-broker disputes, inform the main broker about the dispute within 6 months.
- ✓ Familiarise yourself with the rules, regulations and circulars issued by stock exchanges/SEBI before carrying out any transaction.

DON'TS

- x Do not deal with unregistered intermediaries.
- x Do not pay more than the approved brokerage to the intermediary.
- x Do not undertake deals for others.
- x Do not neglect to set out in writing, orders for higher value given over phone.
- x Do not sign blank Delivery instruction slip(s) while meeting security pay in obligation.
- x Don't accept unsigned/duplicate contract note/confirmation memo.
- x Don't accept contract note/confirmation memo signed by any unauthorised person.
- x Don't delay payment/deliveries of securities to broker / sub-broker.
- x Don't get carried away by luring advertisements, if any.
- x Don't be led by market rumours or get into shady transactions.

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